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B.Com., (CBCS) DEGREE EXAMINATION, APRIL 2021
THIRD SEMESTER
CORPORATE SECRETARYSHIP - ALLIED
COMPANY SECRETARIAL PRACTICE
(for those who joined in July 2017 onwards)

Time: Three hours

Maximum : 75 marks

PART - A (10X1=10 marks)

Answer all the Questions Choose the Correct answer

1. The company secretary as an officer of the company is liable for various Acts of omission or commission in the administration and management of the company. These liabilities are called as _____.
 - a. Contractual Liabilities
 - b. Limited Liabilities
 - c. Unlimited Liabilities
 - d. Statutory Liabilities
2. _____ Liability of a company secretary to the company arise out of his / her service agreement.
 - a. Contractual
 - b. Limited
 - c. Unlimited
 - d. Statutory
3. Shares surrendered by a member can be accepted by a company only when
 - a. The Shares are fully paid-up
 - b. The Shares are partly paid-up and are liable to be forfeited
 - c. The shares are partly paid-up and are not liable to be forfeited.
 - d. All of the above
4. The right of a company to have lien on shares is conferred by
 - a. The Companies Act 1956
 - b. The Articles
 - c. The Memorandum
 - d. The Contract with shareholders
5. A company can reissue the same debentures if _____.
 - a. The debenture-holders so desire
 - b. The Registrar of Companies gives such direction
 - c. There is no provision to the contrary in the Articles or the conditions of the issue
 - d. All of the above
6. Debenture holders of a company are its _____.
 - a. Creditors
 - b. Owners
 - c. Customers
 - d. Members
7. The Central Government has power to call _____.
 - a. An Annual General Meeting
 - b. A statutory meeting
 - c. An extraordinary meeting
 - d. None of the above
8. A Proxy can attend the meeting but cannot _____.
 - a. Vote
 - b. Speak
 - c. Vote and Speak
 - d. Participate in decision making
9. An Official Liquidator who becomes liquidator in a compulsory winding up of a company is appointed by the _____.
 - a. Central Government
 - b. Registrar
 - c. Court
 - d. Creditors
10. A voluntary winding up is deemed to commence from the date _____.
 - a. Of passing resolution
 - b. Liquidator takes charge
 - c. Endorser
 - d. Endorsee

Continuation Sheet

PART - B (5X5=25 marks)

Answer all the Questions Choosing either (a) or (b) Answer should not exceed 250 words

11. (a) Comment on "Any individual, firm or body corporate can act as a company secretary".

OR

(b) Comment on "The secretary of a company has unrestricted power".

12. (a) What is interim dividend? How it differs from final dividend?

OR

(b) What is a share certificate? How it differs from the share warrant?

13. (a) What is a fixed charge? How it differs from floating charge.

OR

(b) Comment on "Debentures can be allotted only after the minimum subscription has been subscribed."

14. (a) Distinguish between ordinary business and special business.

OR

(b) Distinguish between annual general meeting and extraordinary general meeting.

15. (a) Write a note on "winding up of unregistered companies".

OR

(b) When is declaration of solvency of a company made in voluntary winding up?

PART - C (5X8=40 marks)

Answer all the Questions Choosing either (a) or (b) Answer should not exceed 600 words

16. (a) The duties of a company secretary are said to be limited and somewhat humble in nature. Do you agree? Explain the statement, stating his powers and duties.

OR

(b) Describe the role of a secretary in a company organization and qualities which he is expected to possess.

17. (a) Describe the procedure that has to be followed in connection with final dividend.

OR

(b) Enumerate the formalities required to be observed by the secretary of a public company in connection with allotment of shares.

18. (a) Brief on the consequences of non-registration of a floating charge with the Registrar.

OR

(b) Define the term 'Debenture' and bring out the difference between a share and a debenture.

19. (a) Explain the nature and scope of different kinds of meeting.

OR

(b) Draft a notice for an extraordinary general meeting convened by the Board requisition.

20. (a) What are the circumstances under which the Registrar of Companies is competent to file an application for the winding up of a company?

OR

(b) Explain the procedure for winding up of a company.
