

Time allowed : 3 hours

Maximum marks : 100

Total number of questions : 8

Total number of printed pages : 4

- NOTE :** 1. Answer *SIX* questions including Question No.1 which is compulsory.
2. All references to sections relate to the Companies Act, 1956 unless stated otherwise.

1. Draft *any five* of the following. In case of resolution, mention the type of meeting and the nature of resolution, but no explanatory statement need to be given :
- (i) Resolution to alter the name clause in the memorandum of association (use appropriate names).
 - (ii) Due diligence certificate to be submitted to SEBI for public issue of debentures (mention the authority to issue).
 - (iii) Resolution approving re-issue of forfeited shares.
 - (iv) Notice to Rajan, a director of XYZ Ltd., informing him that a notice under section 284 to remove him from directorship has been received from an eligible person.
 - (v) Notice from Jolly, a shareholder of Bright Ltd., proposing the name of Virat as a director under section 257.
 - (vi) Explanatory statement to expand the objects clause in the memorandum of association of a company engaged in manufacture of computer components under licence from a company in USA to include development of computer softwares.

(4 marks each)

2. (a) Explain the legal position and suggested action for the following :
- (i) A company is ready with the printed annual report for despatch to all shareholders and there arises a need to hold an extra-ordinary general meeting. The company wants to despatch notice of the annual general meeting and the notice of extra-ordinary general meeting simultaneously in the same envelope.
 - (ii) The articles of association of a private limited company provide that a director should make a fixed deposit of ₹5,000 for being qualified to be a director.

(4 marks each)