

BC-404

## COMPANY LAW-II

External Marks: 80

Internal Marks: 20

Time: 3 Hours

**Note: Paper setter will set nine questions in all. Question No. 1 comprising of five short types questions carrying four (4) marks each is compulsory. It covers the entire syllabus. Answer to each question should not be more than one page. Candidate is required to attempt four questions from the remaining eight questions carrying 15 marks each.**

Membership in companies; Company management and administration; Directors: legal position, qualification, appointment, removal; Powers, duties & liabilities of directors; managerial remuneration; key management personnel: managing director, whole time director, manager; Company Secretary: Role, appointment, duties, liabilities, rights and dismissal.

Meetings: kinds of meetings, requisites of a valid meeting: authority, notice & agenda, quorum, chairperson & conduct of meeting, resolutions, minutes & proxy.

Dividend; accounts of companies; audit & auditors; Prevention of oppression & mismanagement; compromise, arrangement, reconstruction and amalgamation; winding up: meaning, modes of winding up: procedure and consequences of winding up.

### REFERENCES

- Kapoor N.D., Company Law- Incorporating the provisions of the Companies.
- Kuchal M.C., Modern India - Company Law: Shri Mahavir Books, Noida.
- Majumdar, A.K. and Kapoor, G.K., Company Law, Taxmann Publications.
- Ramaiya A., Guide to the Companies Act: Wadhwa & Co, Nagpur.
- Ratan Nolakha, Company Law and Practice; Vikas Publications, New Delhi.
- Singh Avtar, Company Law : Eastern Book Co., Lucknow.
- Tandon B.N. , Principles of Auditing; S. Chand and Co., New Delhi.