



‘समानो मन्त्रः समितिः समानी’

**UNIVERSITY OF NORTH BENGAL**

LL.B. (3 yr.) 6th Semester Examination, 2023

**CORPORATE GOVERNANCE**

**PAPER CODE: DE03**

Time Allotted: 3 Hours

Full Marks: 100

*The figures in the margin indicate full marks.*

**Answer any five questions**

20×5 = 100

1. (a) Directors are trustee of the company. Explain the fact with help of cases. 10  
(b) Discuss the appointment and removal of Directors under Companies Act, 2013. 10
2. (a) Explain the rule of Majority with the help of Foss V. Harbottle Case. 10  
(b) Discuss the protection given to the Minority Shareholders according to the Companies Act, 2013. 10
3. (a) Classify the different classes of Shareholders on the basis of their voting rights. 12  
(b) Give an elaborate idea how the Shareholders influence the decision making in a company. 8
4. (a) The Companies Act, 2013 has incorporated the recommendations of various Committees. Throw a light on them. 12  
(b) Trace the role played by Birla and Murthy Committee in enhancing Corporate governance. 8
5. (a) Corporate Social Responsibility has been made compulsory for certain companies according to Companies Act, 2013. Discuss. 5  
(b) List the different activities that come under CSR activity. 5  
(c) List the activities that do not come under CSR activity. 5  
(d) Discuss the penalty for non-compliance of CSR laws in India. 5
6. (a) “Good Corporate Citizenship is the call of the day.” Discuss the role of Business Ethics and sustainability to achieve good Corporate Governance. 14  
(b) Cite few cases which deal with bad corporate governance. 6
7. Write short notes on any **four** of the following: 5×4 = 20
  - (a) DIN
  - (b) Whistleblowing
  - (c) Clause 49
  - (d) Oppression and Mismanagement
  - (e) Corporate Environmental Responsibility
  - (f) Duties of Director.

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