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Reg. No.....

Name.....

LL.M. DEGREE EXAMINATION, NOVEMBER 2024

Second Semester

Branch I—Commercial Law

Paper II—LAW OF CORPORATE GOVERNANCE

(2018 to 2020 Admissions—Mercy Chance)

Time : Three Hours

Maximum Marks : 75

*Answer any **five** questions.
All questions carry equal marks.*

1. “The corporation in law is equal to a natural person and has a legal entity of its own. The entity of the corporation is entirely separate from that of its shareholders ; it bears its own name and has a seal of its own ; its assets are separate and distinct from those of its members . . .”. Comment discussing the nature of corporate power and the distribution of corporate powers through different organs of corporate entity.
2. Explain the legal position of the Board of Directors, examining the distribution of corporate power through them, discussing the powers, duties and liabilities of them in the distribution of corporate power.
3. Discuss the duties and responsibilities including social responsibilities exercised by Members, Creditors and employees of the Corporate organs in the corporate management.
4. Explain the Rule in Foss v. Harbottle and discuss how the Rule will lead to corporate abuses when the will or the supremacy of the majority prevails. Discuss the exceptions to the Rule for Minority protection as well as investor safety.
5. Discuss the nature and scope of the enforcement action invested with the National Company Law Tribunal and Appellate Tribunal when there is any breach of fiduciary and statutory duties.
6. What is Competition Law ? Explain its meaning and purpose and discuss its development, examining the nature and development of the competition law of the U.K. and E.C.
7. Attempt a critical evaluation of the Competition Law and policy, studying its necessity in a changing scenario. Discuss the nature and scope of anticompetitive agreements.
8. Explain market dominance, mergers, amalgamation and take over. Discuss measures of control over market dominance, mergers, amalgamation and take over. Write a note on the powers and functions of enforcement agencies under competition law establishment.

(5 × 15 = 75)

