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**Presidency University**

**Bengaluru**

 **SCHOOL OF LAW**

**MAKEUP EXAMINATION- JAN 2023**

**Course Code**: LAW 302

**Course Name**: Law of Corporate Governance

**Program**: BALLB(Hons.)/BBALLB(Hons.)/BCOMLLB(Hons.)

**Date**: 20-JAN-2023

**Time**: 01.00 PM – 04.00 PM

**Max Marks**: 100

**Weightage**: 50%

 **Instructions:**

1. *Read the all questions carefully before answering.*

**Part A [Memory Recall Questions]**

**Answer all the Questions. Each question carries TWO marks. (10Qx 2M= 20M)**

Q1. Explain the objectives of Corporate Governance. (C.O.No.1) [ Knowledge]

Q2. Define the term “stakeholders.” (C.O.No.3) [ Knowledge]

Q3. Discuss the Unitary Board system. (C.O.No.2) [ Knowledge]

Q4. Discuss the Political theory of Corporate Governance. (C.O.No.1) [ Knowledge]

Q5. Briefly explain the outcomes of N.R Narayan Murthy report. (C.O.No.1) [ Knowledge]

Q6. Briefly explain the ethics of an Auditor. (C.O.No.2) [ Knowledge]

Q7. How is a two-tier board more efficient over unitary board? (C.O.No.2) [ Knowledge]

Q8. Define “Oppression.” (C.O.No.4) [ Knowledge]

Q9. Briefly explain E-voting by shareholders. (C.O.No.2) [ Knowledge]

Q10. Briefly discuss the agency theory. (C.O.No.4) [ Knowledge]

**Part B [Thought Provoking Questions]**

**Answer all the Questions. Each question carries TEN marks. (4Qx10M=40M)**

Q11. Elucidate on the important recommendations of the Cadbury Committee Report with regard to the Board of Directors. **(C.O.No.1)** [**Comprehension level]**

Q12. Elaborate on the role of Audit Committee. **(C.O.No.3)**  [**Comprehension level]**

Q13. Describe in detail the OECD Principles of Corporate Governance.

**(C.O.No.1)**  [**Comprehension level]**

Q14. Describe how shareholder activism can influence the corporate functioning.

**(C.O.No.2)**  [**Comprehension level]**

**Part C [Problem Solving Questions]**

**Answer all the Questions. Each question carries TWENTY marks. (2Qx20M=40M)**

 (C.O.No. 1-5) [Application level]

Q15. Discuss about the disclosures that are required to be made in terms of Clause 49 of the Listing Agreement. **(C.O.No.3)**  [**Application level]**

Q16. Write short notes on the following:

1. CSR- a contract with society
2. Continual Disclosure in terms of SEBI (Prohibition of Insider Trading) Regulations, 1992.
3. Whistle blower
4. German Model

**(C.O.No.5)**  [**Application level]**