

DISTANCE EDUCATION
B.C.S. DEGREE EXAMINATION,
DECEMBER 2011
SECRETARIAL PRACTICE
(1999 onwards)

Time : Three hours

Maximum : 100 marks

PART A – (5 × 8 = 40 marks)

Answer any FIVE questions.

1. Explain the term 'Secretary' under the companies Act. State the procedures for appointment of company secretary.
2. Explain the duties and liabilities of a company secretary.
3. Explain the procedural aspects as to issue of share certificate.
4. Explain the secretarial duties relating to transfer and transmission of shares.
5. List out the secretarial duties in connection with Board of directors meeting.
6. Describe the procedure for payment of dividend under the companies Act.
7. When is the office of a director deemed to be vacated? Explain.
8. What are the consequences of winding up of a company?

PART B – (4 × 15 = 60 marks)

Answer any FOUR questions.

9. What are the qualifications of a company secretary? Draft a resolution to appoint a company secretary.
10. How are directors appointed by a company? Explain.
11. What are the requests of a valid meeting of a company?
12. What are the legal provisions relating to disposal of unpaid and unclaimed dividends? Explain.
13. What are the different types of resolutions which may be passed in a meeting of the shareholders?
14. Describe the role and importance of an independent director for the protection of investors.
15. Explain the provisions applicable to voluntary winding up of a company.