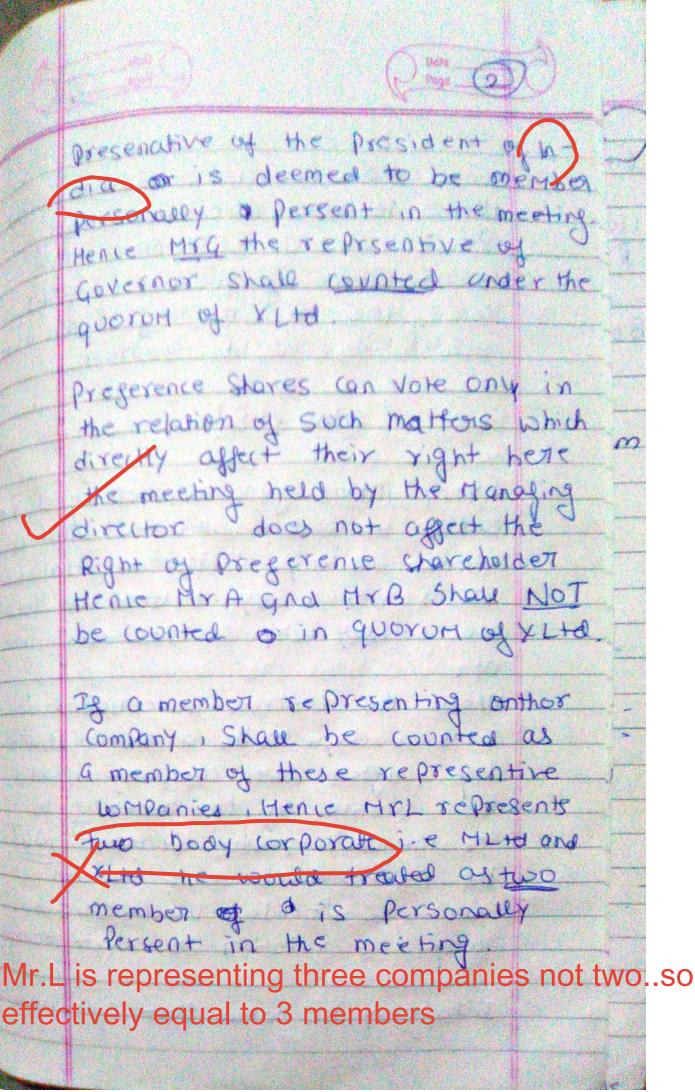
Yo have to really work hard on concepts and draiting part. Drafting is poor so refer good author notes or module for constructing correct legal answers. Practice more case laws question, this will help uou to understand the interpretation also of respective sections. Presentation also matters so wo k on it also like write proper point nos, improve handwriting, correct use of punctuations. see suggested answers for proper understanding Thanks

> Quorum: where the quorum konvided in Articles of Association is higher than that provident in the Act, the Quorum Shall congetter to such higher requirement. To the given case under the Articles of Association of XLtd require 6 members Personal Presence in the General meeting as Quorum.

For the purpose of quorum only those members counted those men bers care entitled to vote. A proxies shall be excluded for determining the quorum So, Mr. P, Mr.Q Mr. R and Mr.S shall not be consider under quorum.

A duly authorizical representative of a & body corporate or resport

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Hence, March the above Views only three members are personally desent which not met the mem as per requirement of quorum the TA notauorum ionstituted a vaile guoron is 6 not 1 Ans 2'B' Every Annas general meeting shall be called on a day which is not a National holiday. "Notional Holiday" mean any a day declared as Notioalf on one line to Write words half on second line. This is not gresgood presentation Notional Holi day, after the company issued Motice of the meeting to the it Shall NOT member deemed to be De Motional hoilday pr public hoi Dont Iday in relation to that meeting scratch it Jis may be noted that government cut it once

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may exempt any company grow the agoresaid provisions

Hence, After considering all the above provisions meeting can be proceed an scheduled date.

Ans 2'C'.

As per the companies Act, 2013 under the section 100 of Extra ordinary demas meeting can be held by Board on reprisition is receipt of requisition grow members:

In lare of company having a share apital members who to hold it on the date of the receipt of requisition, NOT less than 1/10 they such Paid up share apital of the company. In the given lare ABC Ltd paid up share capital is 5 Larch s on which Lertain members holding A - 2250 shares B-2000 & C

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m

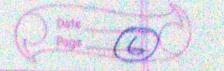


- 1000 shares the som of A,B and & C is 5250 shares which is more than Vio the of Paid up capital.

In this case directors have failed to call the meeting on the contention that the article have not Printhat the article have not Printhat the game, there the membors an heid the meeting B7 requis itionists : if the Board does not within ridays from the date of receipt of vaild requisition in any matter, the meeting may be called & held by requisitionists themselves. However the meeting should be held within a Period of 3month from the date of requisition.

Therefore, members may action Officatione open agon the requisitioned an extra - or dinary general meeting

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ANS 3'A'

SPECIMEN OF BOARD RESOLUTION APPOINTMENT OF INDEPNDENT DIRECTOR

RESOLVED THAT -Win the accordance of section 149 and with the applicable provisions of companies Act, 2013 with the the approval of shareholders in the general meetings and other von applicable provision shri X ... is be to bereby appointed as a independent director. of the company gor the period of Fire years & Commencing & You 1st April 2019 to 31 March 2024. on the terms and condition for tained in the agreement of blue the company and the story) director appointment the company

RESOLVED FURTHER THAT the Secretary & of the company be authonised to take all the

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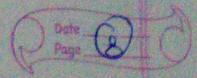
Contraction of the Carly

such acts as may be required to be done in this regard see suggested answer Explanatory Staterexplanatory statemnet. You shid give when company info abt the directoried drafting is not any an had appointed vived any proper independent directory as per the Companies Act, 2013 However Cross the limit of turnover of Rs one hundred crore in the preceeding Angrial Year, there for lompany has to or require to appointment independent director of as per the section 149 of the companies Act.

Annual general meeting and with the approval of special resulwhich company decided to appoint max as an independent diretor. It is also proposed that Mr Rem company secretory & has

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beed between company and the independent director with the concerned of company.

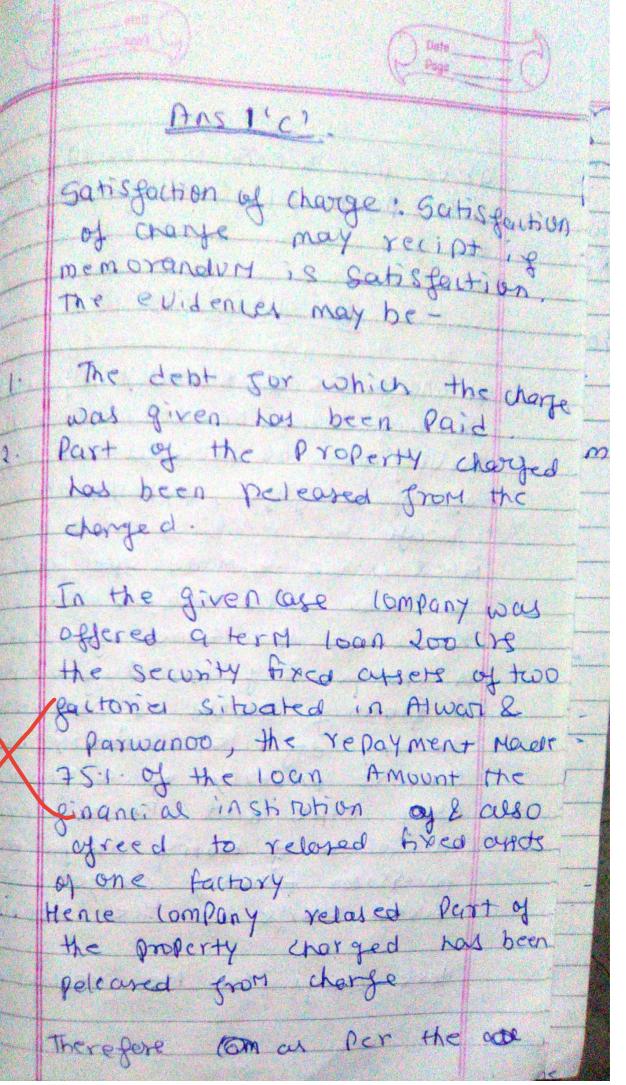


Pege A Ans 1' P'. Duties of Debenture Trustee: Debenture To protect the interest of per a). holden s To ensure the right gul conditions <u>b)</u> of secured property to call for additional Assets is c)required for repayment a) To ensure finely payment of interest and provpal To sell the Property in Case of e) any defult To call for meeting of holders. there are many other duties The debenturalsous see suggested answer of trust aced for scivity and issue of debentures of a body corporate, Heare the above D'duties may impose the to the Debentures prosteel.

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New financial instruments.??like zero coupon bonds ,new type of warrants etc see suggested answer for correct answer · features of new ginancial instrument in have emenged in capited market are as following: It provides a market place a1 of sale / purchase of securi-Any Person who wants to in-5) Vost in financial instructant Can invest as financial leasing . Lending up money etc Any Porson an invest into the Securities as a Producty Market or Selondary Market 9] Instronent provides the intout on the investment money as Capital Mariket

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there is no concept of partial satisfaction.Modification of charge to be filed

Ans INDY

A charge is a security giving for Security loans or depentures. The Security may be provided either by way of motgage, hypothecation or picolde Fixed charge . I made specifically to lover agets which are ageer tained at the time of creating a charge e.g. Building or plant. A gloating dange is not whach a to any deginite property but convers property of a givtuating type and in a cryst allisation of Hoting charge means coversion floaking charge into fixed charge of the Appell Here charge can be created on

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info given is correct but charge can created on future debts alsomsee suggested answer for correct as sets explanation to possession of the company on the date of the ment is correct, the bittete ment is correct, the bittete is possession of the company of the date of creation of

Ansi'E.

Quorum refers to the minimum number of members required to constituted a valid meeting. Where the quorum Provided in the Anticel is higher that Provided under the Act the Quorum shall conform to such higher requirement.

Fact of The case : HIS QPR private Ltd provided that Smembers present in quorum of general meeting by company was held on 25/11/19

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m

see usually the case laws are not so general. They are confusing and thats why we shld understand the interpretation of respective section. See suggested answer for different view of this case ded by the member beck ause one member expired early And also the resolution passed an negority of 3 to 1. The constitute quorum is not requir red 5 members as as per Articles as per the proviso the lompony require to Alter the Anticles of Association before the held Atim of the company. Mr. Doubtful of a director is correct the Validity of the resolution on the ground of lack of quorum in toms of Articles of company

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