



UNIVERSITY OF RUHUNA
FACULTY OF MANAGEMENT AND FINANCE

No. of Pages : 02
No. of Questions: 05
Total Marks :70

BACHELOR OF BUSINESS ADMINISTRATION HONOURS DEGREE

Three Hours

3000 LEVEL FIRST SEMESTER END(REPEAT-OLD SYLLABUS)
EXAMINATION - AUG/SEP 2023

ACC 3111 Corporate Law

Academic Year 2022/2023

Instructions

- ➔ This paper contains five (05) questions
- ➔ Answer all five (05) questions

Question 01

Kamal and Nimal have started a new company which sells wine and they have the idea of incorporating their company under the name "Ceylon Tastes Pvt Ltd". There is already a company existing in the market named as "Ceylon Tastes Tea PLC".

(A) Advise Kamal and Nimal on selecting their new company name as "Ceylon Tastes Pvt Ltd" taking into consideration relevant statutory provisions and case laws.

(06 Marks)

(B) Briefly explain three (03) consequences of Incorporation.

(04 Marks)

(C) List out four (04) duties of a Promoter in a company.

(04 Marks)

(Total 14 Marks)

Question 02

Amal has been convicted to an offence by fraudulently approving a cheque for a supplier of an erroneous amount in the previous company he works as a Senior Finance Manager. He is now interested in been selected as a Director in TLF Company Pvt Ltd.

(A) Describe Amal's suitability of been selected as a Director in TLF Company Pvt Ltd by taking into consideration relevant statutory provisions relation to qualifications and disqualifications of Directors in companies.

(06 Marks)

(B) Briefly explain two (02) duties of Directors taking into consideration related statutory provisions and case laws.

(04 Marks)

(C) List out four (04) instances where vacation/resignation or cessation of a Director at office can occur.

(04 Marks)

(Total 14 Marks)

Question 03

(A) Briefly explain three (03) duties of a Secretary in a company.

(06 Marks)

(B) "Companies who have registered under the Company Act no.07 of 2007 CANNOT change its registered office at any time".

Do you agree with this statement? Justify your answer taking into consideration related statutory provisions.

(04 Marks)

(C) List out four (04) documents that should be kept in the registered office of a company.

(04 Marks)

(Total 14 Marks)

Question 04

(A) Describe what is meant by 'Share Capital' and briefly explain three (03) rights of shareholders in a company.

(08 Marks)

(B) Differentiate between "Member Voluntary Winding Up" and "Creditor Voluntary Winding Up".

(04 Marks)

(C) State two (02) instances where a company must meet the solvency test.

(02 Marks)

(Total 14 Marks)

Question 05

Write down short notes for four (04) of the following topics.

I. Offshore Companies

IV. Articles of Association

II. Fixed Charges and Floating Charges

V. Winding up by Courts

III. Pre-Incorporation Contracts

(3.5 Marks each)

(Total 14 Marks)
