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**POST GRADUATE DIPLOMA IN CORPORATE  
GOVERNANCE (PGDICG)**

**Term-End Examination**

**June, 2013**

**MCT-003 : COMPLIANCE AND RISK  
MANAGEMENT**

*Time : 3 hours*

*Maximum Marks : 100*

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*Note : Attempt **any five** questions. All questions carry equal marks.*

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1. Explain the provisions of 'The Companies Compliance Certificate Rules 2001'. 20
2. What is the purpose of compliance certificates ? 20  
Describe the various compliances related filing services available.
3. Explain the main provisions relating to Board Meetings. 20
4. (a) Explain compliance related to general meetings. 20  
(b) Also give check list for Quorum and Proxy.

5. Write short notes *any four* of the following : 20
- (a) Sweat equity
  - (b) Rights issue
  - (c) Bonus shares
  - (d) Buy back of shares
  - (e) Shares issued at discount
  - (f) Shares issued at Premium
6. Explain the contents of information to be placed before a Board. 20
7. (a) What are the matters the audit committee should review ? 20
- (b) How many independent directors are required in the audit committee ?
8. What do you mean by the term 'risk' ? What are different types of risk ? What are various processes in managing risk ? Why is risk management an important issue from the point of view of the Board of Directors ? 20
9. What are derivatives ? How do derivatives manage financial risks ? 20
10. With the help of any case study (you have read) explain how observance of compliances and putting in place of risk management process help in ensuring good corporate governance practices of a company ? 20