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**POST GRADUATE DIPLOMA IN CORPORATE
GOVERNANCE**

Term-End Examination

December, 2011

**MCT-001 : FUNDAMENTALS AND FRAME WORK
OF CORPORATE GOVERNANCE**

Time : 3 hours

Maximum Marks : 100

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

1. Explain the nature of a company in terms of its basic characteristics. Why are companies preferred for carrying on business today in comparison to partnership firms ? How would you distinguish between a 'public company' and a 'private company' ? 10, 5, 5
2. (a) State the procedure for incorporation of a new company. 10, 10
(b) Define and distinguish between 'Memorandum of Association' and 'Articles of Association'.
3. State the different models of corporate Governance and their main features. Which model of the aforesaid is followed in India ? State the main contents and features of corporate governance model in India. 12, 8

4. How would you define 'corporate misgovernance'? Does it necessarily lead to 'corporate failure'? State some examples of corporate misgovernance in India and the lessons that one can learn. 4, 4, 8, 4
5. "An audit committee is a must for better corporate governance". Do you agree? State the law relating to audit committees in India. How can these be made more effective? 4, 12, 4
6. Write a detailed note on the corporate Governance philosophy and functioning in a company of your choice in India. 20
7. What do you mean by 'pillars' of corporate governance? State the five pillars in this context. How does 'transparency and disclosure' help in protecting the interest of shareholders? 4, 10, 6
8. Write short notes on *any two* of the following : 10, 10
- (a) Evolution of Corporate Governance in India
 - (b) Ethics and Business
 - (c) Corporate Governance Drivers
 - (d) Whistle Blower Policy
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