

01233

**POST GRADUATE DIPLOMA IN CORPORATE
GOVERNANCE**

Term-End Examination

December, 2011

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

Time : 3 hours

Maximum Marks : 100

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

1. Explain the concept of compliance certificate. Also give the main points of ICSI's guidance note on compliance certificate. 5+15

2. What do you mean by MCA 21 ? What is compliance related filing ? Explain the provisions relating to Managerial Personnel. 5+5+10

3. Distinguish between *any two* of the following 10+10
 - (a) Transfer and Transmission of shares
 - (b) Receiver and Official liquidator
 - (c) Central Government and ROC-Registrar of companies.
 - (d) Central Government and Company Law Board.

4. Prepare checks list for *any one* of the following : 20
- (a) Board Meeting
 - (b) Annual General Meeting
 - (c) Issue of Shares
5. Write notes on *any two* of the following : 10+10
- (a) Sweat equity
 - (b) Employee Stock Options
 - (c) Rights Shares
 - (d) Bonus Shares
 - (e) Special audit
 - (f) Small depositor
6. State the mandatory requirement under Clause 49 of the listed Agreement with SEBI with regard to : 10+10
- (a) Composition of Board of Directors
 - (b) Audit Committee
7. Explain *any three* of following terms : 20
- (a) VAR
 - (b) SWAR
 - (c) Futures
 - (d) OPTIONS
 - (e) GDR
 - (f) LYON

8. Discuss the governance structure of any listed company covering in particular the following.

5x4=20

- (a) Internal Control System,
 - (b) Compliance Management,
 - (c) Risk Management,
 - (d) Philosophy on corporate Governance, and
 - (e) Corporate vision & Mission
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