

POST GRADUATE DIPLOMA IN CORPORATE
GOVERNANCE

00338

Term-End Examination

June, 2010

MCT-002 : ISSUES AND PRACTICES OF
CORPORATE GOVERNANCE

Time : 3 hours

Maximum Marks : 100

Note : Attempt any five questions.

1. (a) Describe the factors which impinge upon 15, 5
the effectiveness of corporate governance
structure.
(b) Name the various parties to corporate
governance structure.

2. What criteria have been prescribed for determining
the independence of a director ? Describe in terms
of clause 49 of the Listing Agreement. In what
manner an independent director can improve
the corporate governance practices in an
organisation ? 10, 10

3. (a) Is it correct to say that the board can 8, 12
delegate its authority to a board committee
but not its responsibilities ? Comment.

- (b) "Importance and relevance of Audit Committee in the corporate governance system is similar to that of the heart in the physical body". Enunciate.
4. Discuss board evaluation in the light of various 12, 8 parameters. How can board evaluation be helpful in the improvement of corporate governance practices ?
5. List up the corporate actions and factors which 5, 15 are detrimental to the interests of shareholders. Describe any six of those corporate actions and factors.
6. (a) Which are the short term, long term and 5, 15 continuous objectives of compensation governance ?
- (b) Describe the fundamental principles of compensation governance advocated by TIAA - CREF (USA).
7. (a) How is risk management significant for 5, 15 corporate governance ?
- (b) Explain the various principles of professional conduct.

8. You have been deputed to set up an integrity framework for a company. What aspects you would focus upon in the process of establishment of an integrity framework. 20
 9. Write a comprehensive note on Kotter's 8-step change process. 20
 10. Compare the concepts of globalization and regionalization. What could be the various forms of regionalization ? On what basis RTAs are criticised ? 4, 8, 8
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