



**COLLEGE OF BUSINESS, PEACE, LEADERSHIP AND GOVERNANCE**

**NMMS210: COMPANY LAW**

**END OF SECOND SEMESTER EXAMINATIONS**

**APRIL 2022**

**LECTURER: MRS MAGWAGWA**

**DURATION: 3 HOURS**

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***INSTRUCTIONS***

You are required to answer questions as instructed below:

Answer Any Four (4) questions

Credit will be awarded for logical, systematic and neat presentations

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### **Question One**

There are various types of companies that the Companies and Other Business Entities Act (Chapter 24:31) permits. Discuss any three companies that are possible according to the Companies and Other Business Entities Act. **[25 Marks]**

### **Question Two**

Discuss the duties of a director and when a director may be held liable for the breach of the said duties. **[25 Marks]**

### **Question Three**

- a. Discuss the procedure when a meeting may be adjourned and resumed, the legal connotations to the resolutions passed at such meetings. **[8 Marks]**
- b. Explain whom may or may not be a proxy to a shareholder and why. **[7 Marks]**
- c. Discuss the difference, if any, between a statutory meeting and an annual general meeting. **[10 Marks]**

### **Question Four**

Write critical notes on the following: -

- a. Judicial management **[8 Marks]**
- b. Winding up of a company **[8 Marks]**
- c. Duties of accounting officers and company secretaries in a company. **[9 Marks]**

### **Question Five**

- a. Discuss the fiduciary duties of a promoter and if they can be held liable for the breach of the said duties. **[12 Marks]**
- b. “A company is a fictitious being endowed with legal personality. It requires agents in order to fulfil its objectives.” With reference to case law and to statutory provisions, discuss the above concept. **[13 Marks]**

**END OF EXAMINATION**