

Roll No.....

Time allowed : 3 hours

Maximum marks : 100

Total number of questions : 6

Total number of printed pages : 2

**NOTE :** Attempt **ANY FIVE** questions. All questions carry equal marks.

1. Answer the following in relation to practices followed in Corporate Governance :
  - (i) How can one probe into the stock selling activities of directors or executive officers ?
  - (ii) Can the outsider members of the Board meet in executive sessions without the presence of any member of management ?
  - (iii) Suggest possible sources to find information on executive and director compensation.
  - (iv) Do you agree that it is preferable to have the support of the government as well as the business community while developing a Corporate Governance code ? Briefly examine the role of each.  
(5 marks each)
2. (a) Has the emergence of the concept of ‘an active Board of directors’ in the last 5-10 years been a benefit or hindrance to proper Corporate Governance ?  
(10 marks)
  - (b) What benefits or value addition the corporates are likely to achieve through sound and effective Corporate Governance practices ?  
(10 marks)
3. (a) Mention the code of best practices which could be followed by the Board of directors in a body corporate.  
(10 marks)
  - (b) Suggest a few effective practices to strengthen the Corporate Governance system.  
(10 marks)
4. (a) “Good governance is integral to the very existence of a company.” Do you agree ? What are the objectives of a good governance system/framework ?  
(10 marks)

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- (b) Is there any further scope for improvement in reporting on the four points included in the Directors' Responsibility Statement in the Directors' Report keeping in mind the practices in Corporate Governance ?  
*(10 marks)*
5. (a) Adoption of a few villages for their upliftment in backward States in India by a US based IT company is a welcome step in line with the concept of Corporate Governance and shows a new path to Indian corporates to discharge corporate social responsibilities. Comment and offer your suggestions.  
*(10 marks)*
- (b) The need of the hour is to ensure high integrity and conduct of independent directors. Comment.  
*(10 marks)*
6. Discuss the role being played by The Institute of Company Secretaries of India as a catalyst in promoting Corporate Governance with particular reference to —
- (i) Effective corporate compliance through setting-up Secretarial Standard Board; and
- (ii) Its global initiative.  
*(10 marks each)*