

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. (a) The global financial and economic crisis has uncovered four major weaknesses in the direction and control of many large publicly traded companies especially in the financial services sector. Discuss the above statement by elaborating the abovementioned four major weaknesses.
(10 marks)
- (b) Discuss four broad recommendations for improved Corporate Governance of such large international publicly traded companies which can be deduced from the four major weaknesses mentioned in Question No.1(a) above.
(10 marks)
2. Companies are increasingly adopting an environment policy as a voluntary concern for conserving the environment and to reduce the negative impact of their business on environment. Discuss this statement and briefly explain the environment policy adopted by a company you have studied.
(20 marks)
3. Corporate Governance guidelines in many countries do not specify the determinants of non-executive director's remuneration. In the light of this statement, discuss the guidelines on remuneration of non-executive directors as well as independent directors as per Corporate Governance Voluntary Guidelines, 2009 issued by the Ministry of Corporate Affairs, Govt. of India.
(20 marks)
4. (a) As part of the Reports on the Observance of Standards and Codes (ROSC) initiative, the World Bank has established a programme to assist its member countries in strengthening their Corporate Governance framework. Discuss the objectives of this programme.
(10 marks)
- (b) "Every right implies a responsibility, every opportunity an obligation, every possession a duty." In the light of this statement, discuss the five general rules, which are applied for making ethical business decisions.
(10 marks)

5. (a) As per the Secretarial Standards issued by The Institute of Company Secretaries of India on Board's Report, the report should include a detailed compliance report on Corporate Governance covering the following :
- (i) The composition of the audit committee;
 - (ii) The reasons of the Board for not accepting the recommendations of the audit committee; and
 - (iii) The reasons for the failure to act upon the resolutions which were passed by the shareholders in the previous meeting(s).

Discuss in brief the abovementioned compliance report of any company you have studied.

(10 marks)

- (b) Discuss the contents of the 'directors' responsibility statement' in the Board's report of a company as per the Secretarial Standards on the Board's report issued by The Institute of Company Secretaries of India.

(10 marks)

6. (a) "Wealth is essentially a tool and its continuous flow must serve the welfare of the society to achieve the common good of the society — Atharva Veda." In the light of this statement, discuss the history of corporate social responsibility.

(10 marks)

- (b) Information technology revolution coupled with extensive media coverage have no impact on privacy right. Elaborate the statement.

(10 marks)