1. "Corporate Governance Rating (CGR) seeks to evaluate a company’s conduct and practices, and the quality of its disclosure standards in terms of fairness and transparency from the perspective of its financial stakeholders.” Discuss.

   (20 marks)

2. (a) What are the difficulties encountered by public sector undertakings in implementing corporate governance measures?

   (10 marks)

   (b) “There should be a clear demarcation between the Chairman and Chief Executive’s role within the company to ensure a balance of power and authority, with no individual having unfettered powers of decision-making.” Explain with reference to the recommendations of various codes.

   (10 marks)

3. “Corporate Social Responsibility (CSR) is gradually getting fused into corporate governance practices.” Critically evaluate this statement and mention about CSR activities undertaken by few companies.

   Note: The candidate is expected to talk about the stakeholders and how the definition of stakeholders is being widened. Further, the corporate social responsibility measures undertaken by the business enterprises may be touched upon by citing case study. The candidate may explain how CSR is gradually getting fused into the corporate governance.

   (20 marks)

4. (a) Write a note on the suggestive list of parameters for evaluation of performance of the Board and that of the individual directors.

   (10 marks)
(b) "There cannot be a self-contained code or standardised set practices which could be followed by one and all including regulatory authorities and/or the industry." Accept/Refute?

(10 marks)

5. (a) "Corporate governance practices are a win-win proposition for everyone." Elaborate the statement.

(10 marks)

(b) Do you agree that good corporate governance practices should be embedded in the corporate culture and procedures, and not seen as merely an element of compliance? Give reasons in support of your answer.

(10 marks)

6. As corporate governance in India is still in evolving process, even very reputed companies are finding it difficult to adhere to the corporate governance conditions in full measure. Present a case study of any company where the auditors have qualified their corporate governance report.

(20 marks)