

Roll No. ....

Time allowed : 3 hours

Maximum marks : 100

Total number of questions : 6

Total number of printed pages : 5

**NOTE :** Answer **ALL** Questions.

**PART—A**

1. (a) The Regional Hospital XYZ is a major trauma centre with a large emergency department and intensive care unit (ICU). During the outbreak of a pandemic COVID-19 crisis, the ICU is filled to capacity with patients suffering from Corona Virus. The emergency department calls the ICU seeking to admit Mr. X, who was brought to the emergency room with a severe condition but potentially reversible brain injury after a car accident. One alternative is to move one of the current ICU patients to a medical unit in order to make room for Mr. X. However, the ICU staff reports that all of their patients need ventilator support, and there are no other ventilated beds available in the hospital. Another alternative is to send Mr. X to another unit in the hospital. However, given Mr. X's injuries, it is clear that this would overtax the clinical capabilities of the health care staff, who are not trained in critical care and who are already struggling to care for other patients. The final alternative is to transfer Mr. X to another health care facility. However, the Corona pandemic has overwhelmed all hospitals in the region, and there are no available ICU beds anywhere else. There is one bed available in the ICU as one of the patient dies. Now an ICU nurse named Ms. Y is admitted with severe difficulty in breathing. It is determined that she has been

: 2 :

infected with the Corona Virus, which she may have contracted while caring for patients in the hospital's ICU. She needs immediate ventilation support, which is only available in the ICU bed.

- (i) What is the dilemma with the Hospital ?  
(5 marks)
- (ii) How should this situation be resolved ?  
(5 marks)
- (b) Explain in brief :
- (i) Shadow Director.  
(ii) Appointment of Woman Director under Company Act, 2013.  
(iii) Board Meeting Agenda.  
(iv) Constitution of Stakeholders Relationship Committee.  
(v) Ethics in Finance.  
(2 marks each)
- (c) 'Risk Management is the part of the corporate strategy'. In the light of the statement discuss in brief the types of risk management.  
(5 marks)

*Attempt all parts of either Q. No. 2 or Q. No. 2A*

2. (a) Mr. Ramesh, new CEO of an XYZ company wants to implement the norms of corporate governance in the organizations, but most of the members of the company don't want the implementation of corporate governance in the organization. Discuss how the CEO implements the norms of Corporate Governance in the organization and what would be the consequences of implementation of corporate governance ?  
(5 marks)

: 3 :

- (b) Write a note on the “European Corporate Governance Institute” (ECGI).  
(5 marks)
- (c) ‘Independent Director represent the conscience of the investing public and also take care of public interest’. Discuss it with performance evaluation of independent directors.  
(5 marks)

**OR (Alternate question to Q. No. 2)**

- 2A. (i) Public sector undertakings have also to adhere to the norms of the Corporate Governance. What are the guidelines of corporate governance for public sector enterprises, 2010 ?
- (ii) Discuss the Clarkson Principles of Stakeholders Management.
- (iii) Discuss the functions of Nominations and Remuneration Committee.  
(5 marks each)
3. (a) Mr. X and Mr. Y are working in an organization, in which Mr. X focuses on the outcomes of the problems and Mr. Y focuses on the cause of the problems. Discuss the ethical theories to be adopted by Mr. X and Mr. Y.
- (b) Ramesh is an employee of an XYZ stock company, he shares some price-sensitive information with one of his relative. His relative further share this information with one of his friend who uses it to make profit from the stock market. Write the concept of unethical practices adopted by them and what are the measures to control it ?
- (c) Describe the performance evaluation of the “Non-Executive Director” (NED).  
(5 marks each)

4. (a) Securities and Exchange Board of India (SEBI) in 1999 set up a committee under Shri Kumar Mangalam Birla, member SEBI Board, to promote and raise the standards of good Corporate Governance. Discuss the recommendations of the Kumar Mangalam Birla Committee on Corporate Governance.
- (b) A guidance is provided to employees and Directors to report to the management concerns about unethical practices actual or suspected fraud or violation of the code of conduct or any policy of the company. Discuss the provisions of the Company Act, 2013 with regard to vigil mechanism.
- (c) Point out the power of Reserve Bank to appoint Chairman of a banking company under Section 10BB of the Banking Regulation Act, 1949.

(5 marks each)

**PART—B**

5. (a) 'Corporate sustainability starts with a company's value system and a principled approach to doing business.' Discuss and mention Ten Principles of United Nations Global Compact.
- (b) The Ministry of Environment and Forest (MoEF) is responsible to enforce the Regulations established pursuant to major legal enactments. Explain.
- (c) What do you understand by Corporate Social Responsibility ? Being the company secretary of ABC Ltd. how will you implement the framework for the recent trends of corporate social responsibility ?

(5 marks each)

: 5 :

*Attempt all parts of either Q. No. 6 or Q. No. 6A*

6. Discuss in brief the following :

- (a) Global Compact Self-Assessment Tool.
- (b) The 2030 Agenda for Sustainable Development.
- (c) Reason of Ozone Layer Depletion.
- (d) Environment, Social, Governance Index.
- (e) Bali Roadmap.

*(3 marks each)*

**OR (Alternate question to Q. No. 6)**

- 6A. (i) What is corporate sustainability ? Discuss the role of organizations in sustainable development in India.
- (ii) Explain the Millennium Development Goals to Sustainable Development Goals.
- (iii) To provide leadership and encourage partnership is caring for the environment by inspiring, informing, and enabling nations and its peoples to improve their quality of life without compromising that of future generations. What are the major milestones of the United Nations Environment Programme ?

*(5 marks each)*

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