

Roll No. ....

Time allowed : 3 hours

Maximum marks : 100

Total number of questions : 6

Total number of printed pages : 7

NOTE : Answer ALL Questions.

**PART-A**

1. (a) Following is the extract from the Balance Sheet of M/s YBL Ltd. as on 31 March, 2022 :

Current Liabilities	Amount (₹ in lakh)	Current Assets	Amount (₹ in lakh)
(1) Bank Borrowings	820	(1) Inventories	650
(2) Trade Payables	200	(2) Financial Assets	
(3) Other current Liabilities	180	(i) Investments	250
		(ii) Trade Receivables	75
		(iii) Cash and Cash Equivalents	125
		(iv) Bank Balance other than (iii) above	150
		(v) Other Financial Assets	350

YBL Limited has bank borrowings of ₹ 820 Lakhs which includes bills discounted with the bank. It wishes to avail loan for its working capital and approaches your bank for financing. While maintaining the minimum current ratio of 1.33, calculate the Maximum Permissible Bank Finance (MPBF) as per methodology suggested by Tondon Committee. Should the bank sanction the loan request or not ?

(5 marks)

: 2 :

- (b) There is a proposal with the Board of directors of Sun Ltd. to give loan of ₹ 250 Lakhs to M/s Moon Ltd. Following are the extract of the financial statement of M/s Sun Ltd. Board of directors of M/s Sun Limited seeks your advice with regard to loan limit which the Board of Sun Limited can sanction pursuant to limits for loan under Section 186. Based on your calculation, can the company give loan of ₹ 250 lakhs to Moon Limited ? Suppose if it exceeds the limits, what option is available with M/s Sun Ltd. ?

Liabilities	Amount (₹ in lakh)	Assets	Amount (₹ in lakh)
Paid up Capital	250	Investments in Equities	50
Securities Premium Account	200	Debentures and Bonds	15
General Reserve	150	Government Securities	25
Retained Earnings	25	Loans given to other companies	40
Revaluation Reserve	10	Inter Corporate Deposits	120
		Guarantees given to other companies	20

(5 marks)

- (c) The projected financial information of M/s Bansiwala is as given below :

Projected Annual Sales	₹ 6,50,000
Percentage of net profit on sales	25%
Average credit period allowed to debtors	10 weeks
Average credit period allowed by creditors	4 weeks
Average stock holding in terms of sales requirement	8 weeks

**On the basis of above information, calculate the following :**

- (i) Current Ratio and  
(ii) Working Capital.

(5 marks)

: 3 :

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

2. (a) Distinguish between Real Estate Investment Trusts (REITs) and Infrastructure Investment Trust (InvITs) with reference to brief concept, growth prospect, income stability and associated risks.
- (b) The provisions relating to “Special Situation Fund (SSF)” has been notified by SEBI vide SEBI (Alternative Investment Funds) (Amendment) Regulations, 2022. Explain the above referred provision in view of requirement with regard to minimum corpus funds for each scheme of SSF and minimum investment required by different types of investors of SSF.
- (c) As per framework given by SEBI, which listed entities are considered as “Large Corporates” ? Explain the Stock Exchange disclosure requirements for entities identified as Large Corporates.

*(5 marks each)*

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

- 2A. (i) Explain the difference between Fund based and Non-Fund based credit facilities.
- (ii) Which categories of Alternative Investment Funds (AIF) are available for the investors to make investment ? Explain.
- (iii) Jupiter Ltd. got its equity shares listed on 1st April, 2020 and the management of the company wishes to issue further shares and raise capital through Fast Track in the Financial Year 2022-23. Can the company issue shares through Fast Track FPO ? Explain the eligibility criteria and conditions for issuing shares under Fast Track FPO process.

*(5 marks each)*

3. (a) SEBI issued a circular recently for streamlining the process of “Rights Issue”. Explain the need of this circular and the changes made therein for the process of Rights Issue.
- (b) A company issued Commercial Paper (CP) having a face value of ₹ 5 lakhs for 90 days’ maturity at the interest rate of 10% p.a. of issue price. Calculate its issue price assuming 365 days in a year.
- (c) What are the different categories of projects which can be executed with the funds raised through issue of Green Debt Securities ?

*(5 marks each)*

4. (a) Explain the conditions with regard to Net Tangible Assets, Average Profit and the Net Worth which needs to be complied by an issuer making an Initial public offer.
- (b) Explain the different stages of “Venture Capital Financing”.
- (c) Explain the different parties involved primarily into the securitization process.
- (d) Who may act as the trustee of Special Purpose Distinct Entity (SPDE) without obtaining registration with the SEBI under the SEBI (Issue and Listing of Securitized Debt Instruments and Security Receipts) Regulations, 2008 ?
- (e) Bell Ltd. wants to list its Non-Convertible Redeemable Preference Shares on private placement basis. Explain the conditions to be fulfilled by Bell Ltd. in this regard.

*(3 marks each)*

: 5 :

**PART-B**

5. (a) Krishna Ltd. is a listed company and it has six directors on its Board, out of which four directors are independent directors. Mr. Raju is the Executive Chairman and Promoter of the Company and Mr. Pawan is the Managing Director of the company. Mr. Pawan wants to become Chairman of Audit Committee. Can he become Chairman of Audit Committee of M/s Krishna Limited ? Discuss the provisions relating to composition of Audit Committee in a listed company.
- (b) Logic Ltd. seeks your advice in terms of documents required for seeking in-principle approval for its bonus issue. Explain in brief.
- (c) Explain the reasons for wide range of businesses joining Alternative Investment Market (AIM) of London Stock Exchange.
- (d) List out the information to be provided by the management of the listed entity to the shareholders for seeking their approval of Related Party Transactions.

(5 marks each)

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

6. (a) Briefly explain the SEBI LODR Regulations, 2015 provisions related to role and responsibilities of Stakeholders Relationship Committee, its chairman, composition and number of meetings to be held in a year.

(5 marks)

: 6 :

- (b) List down the material contracts related to Initial Public Offer (IPO) that should be available for inspection at the registered office of the company from the draft stage till the closure of the IPO ?  
(5 marks)
- (c) SEBI (LODR) (Fifth Amendment) Regulations, 2021 has made certain changes in the Regulation 52 of LODR which is related to Financial Results. Explain briefly.  
(5 marks)
- (d) Discuss in brief listing of shares on the Euro MTF.  
(5 marks)

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

- 6A.** (i) What are the distinct markets within NASDAQ ? Discuss in brief.  
(5 marks)
- (ii) Mr. Hulk, the promoter of the company had acquired 1000 equity shares of the company on 5<sup>th</sup> April, 2022, for a market price of ₹ 750/- and disposed off 500 equity shares on 25<sup>th</sup> April, 2022 at a price of ₹ 810/-. He further acquired 1350 shares on 10th May, 2022 at a price of ₹ 790/-. Explain in brief the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 with respect to continual disclosure and the timelines. Further, advise with regard to disclosure by Mr. Hulk to the company and the company to the stock exchange such that they are in compliance with the relevant provisions.  
(5 marks)

: 7 :

(iii) With a view to make issuance of duplicate securities more efficient and investor friendly, SEBI has simplified the procedure and documentation requirements for issuance of duplicate securities certificates. Discuss in brief.

*(5 marks)*

(iv) List out the annual compliance calendar for listed entities for Small and Medium Enterprise (SME) as per SEBI Listing Regulations, 2015.

*(5 marks)*

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