

Roll No.....

Time allowed : 3 hours

Maximum marks : 100

Total number of questions : 8

Total number of printed pages : 4

PART — A

(Answer Question No.1 which is compulsory
and any two of the rest from this part.)

1. (a) "Corporations pool capital from a large number of investors both in domestic as well as international market. In this context, involvement is ultimately an act of faith in the ability of a corporation's management to mobilise capital. Investors expect management to act in their interests at all times and adopt good corporate governance."

Evaluate this statement keeping in mind the investors' faith, interest of investors and corporate governance practices to be followed by the management.

(10 marks)

- (b) Discuss in brief the following :

- (i) Arthashastra talks of self discipline for a king and six enemies which a king should overcome.
- (ii) OECD was the first organisation to spell out the principles of good corporate governance.
- (iii) Corporate governance is integral to the existence of a company.
- (iv) Every listed company shall constitute a committee of the Board to be known as audit committee.
- (v) Risk management and corporate governance are inseparable.

(2 marks each)

2. (a) Write short notes on the following. Attempt **any three** :

- (i) Institutional investors
- (ii) Whistle blower mechanism
- (iii) Lead independent director
- (iv) Performance evaluation of directors.

(3 marks each)

- (b) "Instances of sexual harassment of women at workplace reflect on governance practices." Do you agree with this statement ? What steps have been taken by the government to prevent such instances ?

(6 marks)

3. (a) Briefly explain the following terms and their relevance to good corporate governance practices :

- (i) Related party transactions
- (ii) Stakeholders relationship committee
- (iii) Shareholder activism.

(2 marks each)

- (b) "Ignorance of the system by a director of the company is unacceptable." In the light of this statement, discuss the legal position of independent directors in India by citing relevant case law.

(5 marks)

- (c) "Women can play a significant role in the Board of directors." Comment on the rationale for having a woman director on a company's Board.

(4 marks)

4. (a) Discuss in brief the following :

- (i) Risk management
- (ii) Tripple bottom line approach of corporate social responsibility
- (iii) Internal control.

(3 marks each)

- (b) What is meant by investor protection ? Discuss the investor protection measures taken by Securities and Exchange Board of India (SEBI).

(6 marks)

: 3 :

PART – B*(Answer ANY TWO questions from this part.)*

5. (a) Explain briefly the following :

- (i) Ethics in production
- (ii) Virtue ethics theory
- (iii) Significance of using integrity pact.

(3 marks each)

(b) "Businesses must balance their desire to maximise profits against the needs of the stakeholders." In the light of this statement, discuss the various ethics philosophies.

(6 marks)

6. (a) Write short notes on the following. Attempt **any three** :

- (i) Ethical accounting
- (ii) Code of ethics
- (iii) Credo
- (iv) Clarkson principles of stakeholder management.

(3 marks each)

(b) Discuss the importance of organisation's structure in the study of business ethics.

(6 marks)

7. (a) "Most ethical decisions have personal implications." In the light of this statement, discuss the characteristics of ethical decisions.

(5 marks)

(b) "The code of conduct for each company summarises its philosophy of doing business." In the light of the above statement, enumerate the contents of such code.

(5 marks)

(c) Discuss activity analysis (ethical) with the help of a grid.

(5 marks)

PART – C

8. Explain *any four* of the following statements :

- (i) "When we walk upon mother earth we always plant our feet carefully because we know the faces of our future generation are looking up at us from beneath the ground. We never forget them." In the light of this statement, discuss the four principles of sustainable development.
- (ii) Distinguish between 'corporate social responsibility' and 'corporate sustainability'.
- (iii) Discuss the outcome of Ganga river water pollution case and its relevance for today's corporate world.
- (iv) What is 'ecomark' ? Discuss its objectives and salient features.
- (v) 'Kyosei' means living and working together for common good.

(5 marks each)