



THE INSTITUTE OF CORPORATE SECRETARIES OF PAKISTAN  
C.I.S EXAMINATION JANUARY 2014

MODULE C PAPER: SECRETARIAL PRACTICE AND AUDIT GROUP VI

Time allowed 3 Hours

Max. Marks: 100

**Instructions:** Attempt all questions

**SECTION – 1 SECRETARIAL PRACTICE (70 Marks)**

- |  | <b>Marks</b> |
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| Q1. Narrate the provisions of the Companies Ordinance, 1984 relevant for the change of external auditor and Company's responsibilities thereof.  | (12)         |
| Q2. a. What powers are assigned to the directors by the Companies Ordinance 1984? Mention any ten of those.  | (16)         |
| b. Under what circumstances, if at all, any individual director can exercise above powers?   | (05)         |
| Q3. a. Explain the term "Participant" as defined under Central Depository Act, 1997.   | (04)         |
| b. The Securities of Fruits Limited (FL) are registered in the name of Central Depository Company (CDC). List the steps which the CDC will have to take where a bonus issue is declared by FL?                         | (08)         |
| Q4. Memorandum of Association of the Company is the main document without which no Company can exist. Enlist the content of Memorandum of Association of Company limited by Shares under the Companies Ordinance 1984. | (12)         |
| Q5. What are the provisions of the Companies Ordinance 1984 regarding registration of mortgages and charges? Please elaborate them.  | (13)         |

**SECTION – 2 SECRETARIAL AUDIT (30 Marks)**

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| Q6. Company Secretaries are assigned the task for holding of AGM. Please enumerate the legal requirements viz. a viz. holding of AGM and matters related thereof. | (12) |
| Q7. What are the Secretarial functions and legal obligations of the Company Secretary?  | (13) |
| Q8. What are the legal requirements pertaining to the filing of Form A of the Third Schedule for a Company having Share Capital?                                  | (05) |