



The Institute of Corporate Secretaries of Pakistan
C.I.S. Examinations January 2015
Secretarial Practice and Audit (361)

Module – C

Group – VI

Instructions: Attempt all questions

January 2015

Time allowed: 3 Hours

Max. Marks : 100

SECTION – 1

SECRETARIAL PRACTICE

Marks

- Q1.** Enumerate the requirements of Companies Ordinance, 1984 regarding investment of provident fund contribution of the employees as well as the company's contribution, in the following situations: **(10)**
- i) Where the provident fund **has been** constituted by the company.
 - ii) Where the provident fund **has not been** constituted by the company.
- Q2.** i) Describe the restrictions that have been mentioned in the Companies Ordinance, 1984 regarding selection of names of companies. **(06)**
- ii) Siraj Limited has received security deposits from its customers. Describe the provisions of the Companies Ordinance, 1984 which Taj Limited is required to comply with, in respect of such deposits. **(05)**
- Q3.** i) What powers are assigned to the directors by the Companies Ordinance 1984? Mention any ten of those. **(20)**
- ii) Under what circumstances, if at all, any individual directors can exercise above powers? **(05)**
- Q4.** Mr. Jamil, Director at Mangoes Ltd, has pecuniary interest in upcoming export deal with traders in Iran where he brokered the deal with importers as commission agent. Since Company need to make strategic decision of entering the regional market starting with Iran, Chairman of the Board of Director called on an emergent meeting.
- What are the duties of Mr. Jamil as far as he is interested in the contractual arrangements to be entered into with the importers? Since Mr. Jamil has vast experience in dealing with regional market players, Chairman has asked the Company Secretary to ensure Mr. Jamil is taken on Board for this significant decision. **(07)**
- Q5.** Define the term "Special Resolution" in the light of relevant provision of Companies Ordinance 1984. **(05)**
- Q6.** Narrate the provisions of the Companies Ordinance, 1984 relevant for the change of auditor and Company's responsibilities. **(12)**

SECTION – 2

SECRETARIAL AUDIT

Q7. Chief Executive of your Company asked you, as Company Secretary, to prepare a regulatory compliance checklist in respect of holding of 2nd AGM and related matters. Mention at least any ten only. **(15)**

Q8. Your Company seems to issue prospectus for subscriptions of its shares shortly. Since you don't have any past experience in getting the needed approvals from the authorities, you thought it more reasonable to compile the checklist now than face the music afterwards.

Required:

Compile the checklist of documents for approval of issuance of Prospectus. Mention at least any ten points. **(10)**

Q9. What are the Secretarial functions and legal obligations of the Company Secretary? Describe any five. **(05)**
