

Total Marks : 75

Duration: 2.5 hrs

**NB 1. All questions are compulsory subject to internal choice**

**2. Figures to the right indicate maximum marks**

**Q1 A) Fill in the blanks with correct alternative (answer any 8) (08 marks)**

1. \_\_\_\_\_ is a choice between two options related to ethical practices.(Ethical Dilemma, ethical culture , code of ethics)
2. Cadbury Committee was set up in the year \_\_\_\_\_. (1981,1991,2001)
3. Transparency International has developed \_\_\_\_\_ Pact.( Integrity, Global Peace, Global Ethics)
4. UN Global Compact Office is supported by \_\_\_\_\_ UN Agencies (Five, Four, Six)
5. NFCG was set up in the year \_\_\_\_\_( 2015, 2003, 1988)
6. In India Corporate Governance is initiated by \_\_\_\_\_(RBI, SEBI, IRDAI).
7. According to Companies Act 2013,Companies must have at least \_\_\_\_\_ women Director. (One, Two, Three)
8. Primary responsibility for preventing fraud in the organisation lies on \_\_\_\_\_ committee. (Remuneration, Audit, Creditors)
9. 'Clause 49' refers to clause number 49 of \_\_\_\_\_ Agreement ( Listing, Shareholders, Auditors)
10. \_\_\_\_\_ transaction takes place between two parties who hold pre-existing connection prior to transaction. (Third Party, Debtors Party, Related Party)

**Q1 B) Say whether True or False (answer any 7) (07 marks)**

1. Business Ethics refers to the application of moral values and ethical norms to the business.
2. Principle 10 of UN global Compact deals with Anti- Corruption.
3. Good corporate governance results in higher financial cost to the organisation.
4. Corporate Governance ensures the accountability of the directors of the organisation.
5. SEC has issued Prohibition of Insider Trading Regulations in India.
6. Kumar Mangalam Birla Committee on Corporate Governance is established in the year 1985.
7. Members of Board Committee takes decisions, keeping in view of interest of the stakeholders.
8. Institutional Investors are financial institutions collect and invest the funds of third parties in the organisations.
9. Shareholders are the true proprietors of the company.
10. Organisations that conduct business in an ethical manner has lower employee retention.

**Q2 A)** Explain the need and objectives of business ethics. **(08 marks)**

**Q2 B)** State the functions of Ethics Committee . **(07 marks)**

**OR**

**Q2 C)** What is ethics training? Describe the elements of effective ethics training programme **(08 marks)**

**Q2 D)** Explain the role and key responsibilities of board of directors maintaining ethical climate in the organisation. **(07 marks)**

**Q3 A)** Define corporate Governance. State its importance to the organisation. **(08 marks)**

**Q3 B)** What are the elements of good corporate governance. **(07 marks)**

**OR**

**Q3 C).**Describe the benefits of corporate governance. **(08 marks)**

**Q3 D)** Briefly enumerate the history of corporate governance in India. **(07 marks)**

**Q4 A)** What are the challenges of exercising shareholders rights? **(08 marks)**

**Q4 B)** Explain the role of Institutional Investors in Corporate Governance. **(07 marks)**

**OR**

**Q4 C)** Describe the legal framework for Related Party Transactions. **(08 marks)**

**Q4 D)** Explain the role of Investors Association in securing shareholders rights? **(07 marks)**

**Q5 A)** What are the objectives of NFCG? **(08 marks)**

**Q5 B)** State the purpose and functions of Board Committee. **(07 marks)**

**OR**

**Q5 C) Write short notes on ( any three) (15 marks)**

1. Powers of Audit Committee.
  2. Recommendations of Narayana Murthy Committee.
  3. Code of conduct
  4. Corporate Governance and Shareholders.
  5. Agency theory of corporate governance.
-