



# TAMILNADU NATIONAL LAW UNIVERSITY

## QUESTION PAPERS

LL.M

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REPEAT(ODD-SEMESTER) EXAMINATIONS, MAY-2024



Name :

Register No.:

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TAMIL NADU NATIONAL LAW UNIVERSITY, TIRUCHIRAPPALLI

LL.M. Programmes

Repeat (Odd-Semester) Examinations, May 2024

CORPORATE FINANCE LAW

Time: 2 ½ Hours

Maximum Marks: 50

**Instructions:**

1. Answer all the questions.
2. Marks are mentioned against each question.
3. This is an open book examination. You are permitted to carry the Corporate Laws Manual, SEBI Manuals or Print out of the Bare Acts, and any rules/regulations etc framed thereunder. Class notes in student's own handwriting written separately or on any of the printed materials mentioned above are not permitted.
4. Course faculty reserves the right to check the materials brought to the exam hall.

**PART – A (5x 10 =50 Marks)****Read the following facts and answer questions below:**

M/s. Virtual Networks Private Limited (VNPL), a company registered under the Companies Act, 2013 with its registered office at Tiruchirappalli, is having 5 promoters/members. During January 2020, 3 of the 5 promoters have been issued 1,00,000 shares each, having face value of INR 10 with 5 votes per share. M/s. VNPL proposes to raise finance of INR 100 Crores during this financial year. The promoters propose to offer 25% of their current holding for sale in the proposed issue. Further, using the issue proceeds of offer for sale, the promoters expect M/s. VNPL to issue additional shares to them exclusively.

1. You are required to advice M/s. VNPL to plan and structure the raising of finance mentioned above. Your response must indicate the structure as well as the preconditions, if any, that are required to be fulfilled by M/s. VNPL and by any of the members. Assume that the conditions under Sub-Regulation (1) of Regulation 6 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 are not fulfilled by M/s. VNPL.



2. You are required to draft relevant clauses in the necessary draft offer documents to be filed with the Securities and Exchange Board of India for raising the above finance.
  3. Assume that M/s. VNPL has opened the issue for subscription as per your strategy. In that issue, Ms Rupa proposes to apply for shares as a retail individual investor. Till VNPL formally announced its plan to raise finance as above, Rupa had shares worth INR 1,50,000 (Face value) in her account. In order to subscribe in the issue of M/s. VNPL, Rupa has sold shares worth 1,00,000/- (Face value). Using this money, she has subscribed for 50,000 shares with price bid of 500 per share. Assume that the Registrar to Issue of the above issuer has approached you to clarify the eligibility of Ms Rupa to be a retail individual investor in the proposed issue. You are required to advice the Registrar to Issue whether or not the application of Ms Rupa is in order and further, if the application is in order, the number of shares Rupa may be allotted by M/s. VNPL as per the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
  4. Briefly describe the role of various intermediaries in the above issue.
  5. Write an essay on the extent of authority and the relevance of the International Financial Services Centres Authority.
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**TAMIL NADU NATIONAL LAW UNIVERSITY, TIRUCHIRAPPALLI**  
**LL.M. Programmes**  
**Repeat (Odd-Semester) Examinations, May -2024**

**CORPORATE LAW AND CORPORATE GOVERNANCE**

Time: 2 ½ Hours

Maximum Marks: 50

**Instructions:**

- a. Write legibly. Write relevant and cogent answers.
- b. All the questions should be answered by quoting relevant legal provisions, legal theories, and at least three relevant judicial precedents and suitable illustrations/examples.
- c. The problem based questions should be preferably answered in the *Issues-Research-Analysis-Conclusion (IRAC)* method.
- d. All the questions are compulsory. You are strictly directed to follow the Question Number as given in the Question Paper.
- e. Bare Acts are not allowed; Electronic gadgets are prohibited.

**PART – A (5 x 10 = 50 Marks)**

**Answer the following questions:**

- 1 Evaluate the role of auditors in corporate governance. Do you agree with the view that the auditors are responsible to the corporate management alone and not to shareholders or any other stakeholders in a corporate setup? Substantiate your answer with theories, examples and judicial decisions.
- 2 Explain in detail the '*stewardship theory*' of corporate governance by comparing and contrasting it with the '*director primacy theory*'. Do we have any laws in India codifying and applying the principles of stewardship theory to the Indian entities? Analyse.
- 3 A Trade Union representing over 3,000 employees of the *Coal India Limited (CIL)* have approached the Madras High Court to restrain the Union Government from disinvesting the public sector undertaking without first holding talks with the employee's union for protecting the service conditions and other rights and entitlements of the existing workforce. Is it even mandatory for the Government to get approval of the



disinvestment plan with the existing workforce? Even though labour is considered as one of the most important factors of production, whether employee's rights can be protected under the corporate governance framework in India? Decide.

- 4 Does India currently have a robust legal regime for protection of whistle-blowers? List the various legal provisions in this regard. How is whistle-blower policy connected with principles/theories of corporate governance? Examine.
  - 5 According to the '*agency theory*' of corporate governance, who are the '*principal(s)*' and '*agent(s)*' in a corporation? Further, define '*agency costs*' and elucidate the various mechanisms that may help to reduce agency costs in a public corporation.
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**TAMIL NADU NATIONAL LAW UNIVERSITY, TIRUCHIRAPPALLI**  
**LL.M. Programme**  
**Repeat (Odd-Semester) Examination, April - 2024**  
**COPYRIGHTS AND ACCESS TO KNOWLEDGE**

Time: 2 ½ Hours

Maximum Marks: 50

**PART – A (5 x 10 = 50 Marks)**

**Answer the following questions:**

1. Evaluate the significance of the Berne convention and the establishment of minimum standards of protection that lead to the development of international copyright protection system.
  2. *“Moral rights have always played an important role in protecting the authorial rights”*. Do you agree? Analyse the need for granting protection to the authors after the death of the author in India and France.
  3. Critically examine the test used to determine Copyright infringement and analyse the different types of infringement that happens through indirect copyright infringement.
  4. *“Fair dealing exceptions are safety valves to balance the public and private interest balance under the Copyright Act 1957”*. Comment.
  5. Performers rights and broadcasting organisations are significant to protect the neighbouring rights. Analyse the importance of the ROME convention 1961 and WIPO PERFORMERS AND PHONOGRAMS TREATY WPPT in protecting the neighbouring rights.
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**TAMIL NADU NATIONAL LAW UNIVERSITY, TIRUCHIRAPPALLI****LL.M. Programmes****Repeat (Odd-Semester) Examination, May-2024****COMPARATIVE PUBLIC LAW**

Time: 2 ½ Hours

Maximum Marks: 50

**PART – A (5 x 10 = 50 Marks)****Answer the following questions:**

1. Alexandrowicz argues that India is a true federation-although, like all other federations, it has distinctive characteristics- and that it is misleading to refer as a quasi-federation. Do you agree with this statement? Give reasons for your answer.
  2. Critically evaluate the incorporation of the doctrine of separation of powers under the Indian Constitution. Kindly mention the relevant provisions and case laws in support of your answer.
  3. Why does one need to Comparative Public Law? Explain different comparison methodologies under comparative public law.
  4. What are the different methods of Constitutional Interpretation? Critically analyse the different methods adopted by the Indian Supreme Court to interpret the Constitution. Refer to relevant judicial decisions.
  5. Explain the meaning of Constitutionalism. How does the Indian Constitution ensure constitutionalism in India? Evaluate.
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**TAMIL NADU NATIONAL LAW UNIVERSITY, TIRUCHIRAPPALLI**  
**LL.M. Programmes**  
**Repeat (Odd-Semester) Examinations, May - 2024**

**INTERNATIONAL INTELLECTUAL PROPERTY LAW**

Time: 2 ½ Hours

Maximum Marks: 50

**PART – A (5 x 10 = 50 Marks)**

**Answer the following questions:**

1. Systematically analyse the evolution and growth of Intellectual Property (IP) at the international level and explain why uniformity in standards of IP protection is an essential requirement. Does the Trade Related Aspects of Intellectual Property Rights (TRIPS) Agreement require all member states to provide identical intellectual property protection? Explain.
2. Is the concept of compulsory licensing of trade secrets consistent with international IP law? Explore the viable international IP strategies facilitated by international treaties, agreements, and conventions to balance private and public interests.
3. Critically analyse the standards for treating Traditional Knowledge as part of Intellectual Property. Do you agree that Traditional Knowledge, however defined, is placed firmly in the public domain? Why?
4. Critically comment on the interface between the TRIPS Agreement and Convention on Biological Diversity (CBD), considering the challenges and complexities of reconciling intellectual property rights with biodiversity conservation and equitable access to genetic resources.
5. How does the Marrakesh Treaty to Facilitate Access to Published Works for Persons Who Are Blind, Visually Impaired, or Otherwise Print Disabled stand as a significant International Agreement, and what are the critical implications and considerations surrounding its implementation and effectiveness? Examine.



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**TAMIL NADU NATIONAL LAW UNIVERSITY, TIRUCHIRAPPALLI**  
**LL.M. Programmes**  
**Repeat (Odd-Semester) Examinations, May -2024**  
**LAW AND JUSTICE IN A GLOBALIZING WORLD**

Time: 2 ½ Hours

Maximum Marks: 50

**PART – A (5 x 10 = 50 Marks)**

**Answer the following questions:**

1. *"The swelling epidemic of human trafficking makes a mockery of the law and its protections."* - Critically comment on the statement by analyzing human trafficking and forced labor in the era of globalization.
  2. What is justice in a globally interconnected world? Should we worry about global poverty or our nation's poverty? – Critically comment.
  3. Critically evaluate the impact of the Asian Financial Crisis.
  4. *"Globalization is incredibly efficient but also so far incredibly unjust"* critically examine this statement by doing a brief case study on any of the development projects in India.
  5. Write a note on Democratic deficit.
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**TAMIL NADU NATIONAL LAW UNIVERSITY, TIRUCHIRAPPALLI****LL.M. Programmes****Repeat (Odd-Semester) Examination, May-2024****RESEARCH METHODS AND LEGAL WRITING**

Time: 2 ½ Hours

Maximum Marks: 50

**PART – A (5 x 10 = 50 Marks)**

**Answer the following with appropriate examples. Please note that examples for every answer carry marks.**

1. Analyse the elements of Interview methods in detail and also the difference between Interview and questionnaire and its application in appropriate cases/situations in Social Science Research.
2. What is Projective technique and Content Analysis in Social Science Research? Suppose if you are asked to select some of the contemporary cases/examples for the Projective Technique and Content Analysis, state relevant issues/cases/situations, which will be appropriate for each of the methods.
3. Explain the meaning of research problem or statement of problem in a law research proposal/synopsis. Briefly describe the process of identifying and refining the research problem with a particular reference to the statement of objects and reasons of a bill.
4. Write an essay on any two methods of legal research.
5. What is citation or foot note in a written submission? What are the different kinds of citation methods? How is it different from bibliography? What is the relevance of foot notes/citations in research writing?