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Code No: 742AG

JAWAHARLAL NEHRU TECHNOLOGICAL UNIVERSITY HYDERABAD**MBA II Semester Examinations, December - 2019****CORPORATE GOVERNANCE****Time: 3 hours****Max.Marks:75****Note:** This question paper contains two parts A and B.

Part A is compulsory which carries 25 marks. Answer all questions in Part A. Part B consists of 5 Units. Answer any one full question from each unit. Each question carries 10 marks and may have a, b, c as sub questions.

PART - A**5 × 5 Marks = 25**

- 1.a) Sketch the input-output model of stakeholder theory and briefly explain. [5]
- b) Briefly touch upon SEBI's guidelines on disclosure and investor protection. [5]
- c) Who are 'independent directors'? What are their qualifications? How are they appointed to the Board? [5]
- d) What are the distinct roles played by the Supervisory board (Aufsichtsrat) and the Management board (Vorstand) in German companies? [5]
- e) What was the suggestion by Murthy's Committee on whistle blowing? [5]

PART - B**5 × 10 Marks = 50**

- 2.a) How does corporate governance help organization's better functioning?
 - b) What is doctrine of trusteeship? [5+5]
- OR**
- 3.a) Why do serious issue problem of corporate governance arise?
 - b) What is the definition of stakeholders of a company? [5+5]
- 4.a) What are the various recommendations of Naresh Chandra Committee (2002) on exempting non-executive directors from certain liabilities?
 - b) What is the recommendation of Narayana Murthy's Committee on financial literacy of members of the audit committee? [5+5]
- OR**
5. What are the the broad aspects covered under OECD principles. Explain them briefly. [10]
- 6.a) What are the requirements on training of 'independent directors' of the board according to Naresh Chandra Committee?
 - b) What is the requirement on 'percentage of independent directors' in the board? Elaborate. [6+4]
- OR**
- 7.a) What are the three important corporate committees?
 - b) What is the requirement on 'place of board meeting' and requirement as to who should preside over the board meeting? [5+5]

8. Briefly highlight on the salient aspects Indian model of corporate governance. [10]

OR

- 9.a) What are the various company structures in UK?
b) What is Institute of Directors of UK? What are its main activities? [5+5]
- 10.a) What is the underlying philosophy of corporate social responsibility?
b) What are mandated by government to companies under CSR initiative? [5+5]

OR

11. Make out a case for establishing strong institutional mechanism for 'corporate whistle blowing' and the importance of government's intervention on this. [10]

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