

QP Code: 22/PT/9/VIII(NEW)

**POST-GRADUATE COURSE**

**Term End Examination — June, 2022/December, 2022**

**COMMERCE ( New Syllabus )**

**Paper-VIII : CORPORATE GOVERNANCE & BUSINESS  
ETHICS**

**( From January 2022 Enrolment Session )**

Time : 2 hours ]

[ Full Marks : 50

Weightage of Marks : 80%

**Special credit will be given for accuracy and relevance in the answer. Marks will be deducted for incorrect spelling, untidy work and illegible handwriting. The weightage for each question has been indicated in the margin.**

**Module - I**

Answer any *two* of the following questions :  $12\frac{1}{2} \times 2 = 25$

1. (a) What is meant by 'Corporate Governance' ?
- (b) 'Corporate Governance is based on the doctrine of trusteeship.' Justify the statement.
- (c) ABC Ltd. is a Public Ltd. Company which is listed in BSE. The company had decided to keep its total number of board members as 10. At least how many independent directors must be appointed in this company ? If the company is chaired by a promoter founder director of the ABC Ltd. then what will be the minimum number of independent directors appointed in the board of the company as per SEBI LODR latest regulation ?

$2 + 6\frac{1}{2} + ( 2 + 2 )$

**PG/TE-2087**

[ Turn over

2. (a) As per Cadbury Committee ( 1992 ) recommendation for best practice discuss the following issues :
- (i) CEO Duality or Separation of post of directorship and chairman
  - (ii) Audit Committee
  - (iii) Role of Company Secretary in corporate Governance.
- (b) In India which committee firstly recommended compulsory rotation of auditors ? As per that committee rendering of which non-audit services are prohibited by the auditors ?
- (c) Discuss the initiatives taken by the Companies Act, 2013 to promote 'gender diversity' in boardroom in listed Indian companies.
- (d) Which board committees are considered as mandatory committees for listed Indian companies as per the provisions of new Companies Act, 2013 ? 4½ + ( 2 + 2 ) + ( 2 + 2 )
3. (a) What are the rights and privileges of shareholders of a corporation ?
- (b) Discuss the use of SCORE platform for investor grievance redressal in India. 6½ + 6
4. (a) Define the concept of Corporate Social Responsibility.
- (b) What should be the core elements of CSR policy of a company ?
- (c) Discuss the recent regulatory provisions for promoting CSR in Indian companies. 2 + 5 + 5½

**Module - II**

Answer any *two* of the following questions :  $12\frac{1}{2} \times 2 = 25$

5. (a) "Ethics itself is not the end, but the means to the end." — In light of the above statement discuss the nature of ethics in general and business ethics in particular.
- (b) Briefly discuss the post-conventional stages of moral development as described by Kohlberg.
- (c) What types of issues are dealt with in the domain of metaethics ? Discuss various approaches of normative ethics.

$4\frac{1}{2} + 4 + (2 + 2)$

6. (a) What is meant by teleological ethics ? Discuss various forms of 'Altruism' with relevant examples. In this connection describe Hunt-Vittel model of teleological evolution.
- (b) Define virtue ethics. What does virtue ethics teach us ?

$(2 + 4) + (2 + 2 + 2\frac{1}{2})$

7. (a) Discuss the concept of 'Ethical Leadership'. What are the significances of ethical leadership ?
- (b) Define strategic vision. What do you mean by corporate philosophy ?

$3 + 5 + 2 + 2\frac{1}{2}$

8. (a) Read the case carefully and answer the following questions :
- Mrs. Navial was fired from XYZ Ltd. due to her indiscipline, irresponsibility, irregularity and lateness in work. She was a front office manager of the company. After few weeks she comes to her former manager Mr. Raghavan and informs that she has applied in ABC Ltd. for the same post and has given his name as

a reference. She desperately needs the job since she is a single mother with two school going children. Mrs. Navial also requests him to give a good recommendation and feedback and not mentioning her weakness if enquired. Mrs. Navial also asks Mr. Raghavan to make a character and experience certificate mentioning that she left the company voluntarily due to her family issues and the company didn't want her to leave.

Mr. Raghavan knows Mrs. Navial personally for years and has a soft corner for her due to her family condition. However, he would not recommend his own company hire her back.

*Questions :*

- (i) Under this mental dilemma what Mr. Raghavan should say to the employer of ABC Ltd. who calls him for Mrs. Navial ?
  - (ii) What if that employer happens to be Mr. Raghavan's friend ?
  - (iii) If Mrs. Navial asks Mr. Raghavan to be a reference before applying somewhere what should be the response of him ?
  - (iv) What should be the role of Mr. Raghavan in resolving Mrs. Navial's issue keeping the dignity and image of his company positive and transparent ?
- (b) Discuss the concept of whistle blowing in Corporate domain.

( 3 + 2 + 2 + 2½ ) + 3

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