



**KENYATTA UNIVERSITY**

**UNIVERSITY EXAMINATIONS 2011/2012**

**SECOND SEMESTER EXAMINATION FOR THE DEGREE OF BACHELOR OF  
COMMERCE**

**BBA 401: COMPANY LAW**

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**DATE: TUESDAY, 3<sup>RD</sup> APRIL 2012**

**TIME: 2.00 P.M -4.00 P.M**

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**INSTRUCTIONS Answer questions ONE and TWO other Questions.**

1. a) Discuss the proper plaintiff Role citing at least two cases. [ 15 marks]  
b) “ While every person who deals with the company to know the contents of Memorandum and Articles of Association, it is assumed that any Internal procedures required for purposes of Validating of action of the company is complied” Discuss [ 15 marks]
  
2. a) Discuss the various modes of winding up as provided in S.219 of the Companies Act [ 5 marks]  
b) Who may present the petition? [ 5 marks]
  
3. While citing a relevant case, discuss the following statement “ The general rule is that shareholders are distinct from the company’ [ 20 marks]
  
4. a) Outline the fundamental duties of the promoters. [ 8 marks]  
b) Explain the various ways one may acquire membership. [ 12 marks]