



The Co-operative University College of Kenya
(A Constituent College of Jomo Kenyatta University of Agriculture & Technology)

END OF SEMESTER EXAMINATIONS APRIL - 2015

EXAMINATIONS FOR DIPLOMA IN CO-OPERATIVE MANAGEMENT
(P/S JAN 2013 & I/S SEPT 2014)

UNIT TITLE: COMPANY LAW - INTERIM

DATE:

TIME:

INSTRUCTIONS:

Answer question **ONE (compulsory)** and any other **TWO** questions

QUESTION ONE

Natasha is engaged in the promotion of a company. She seeks your advice on several matters regarding to the promotion of a company. You are required to advise her on the following matters: -

- a) The restriction upon the choice of a corporate name which a promoter must comply (8 Marks)
- b) The legal duties of a promoter with regard to her responsibility where she sells her own property to the company she is promoting (12 Marks)
- c) The promoters rights to payment for her services by the company after its incorporation (10 Marks)

QUESTION TWO

Discuss the clauses contained in the Memorandum of Association (20 Marks)

QUESTION THREE

- a) Discuss the classification of a company (10 Marks)
- b) Explain the effects of the Ultra Vires doctrine (10 Marks)

QUESTION FOUR

Explain the circumstances in which a Veil of Incorporation is lifted (20 Marks)

QUESTION FIVE

- a) Write explanatory notes on the following:
 - i. Corporate personality (4 Marks)
 - ii. Certificate of incorporation (4 Marks)
 - iii. Fiduciary duties of a promoter (4 Marks)
 - iv. Partnership (4 Marks)
 - v. Perpetual succession (4 Marks)