

Total No. of Pages:

Register Number:

6719

Name of the Candidate:

M.B.A. (CORPORATE MANAGEMENT) DEGREE

EXAMINATION - 2011

(SECOND YEAR)

(PAPER – XIII)

250. CORPORATE GOVERNANCE AND CORPORATE SOCIAL  
RESPONSIBILITY

December)

(Time: 3 Hours

Maximum: 75 Marks

SECTION - A

Answer any FIVE questions.

(5 × 3 = 15)

1. Define Corporate Governance.
2. What are the objectives of Corporate Governance?
3. What is the role of audit committee?
4. Who is a nominee director?
5. What is shareholder activism?
6. Explain whistle blowing.
7. What is sustainable development?
8. Explain SRI.

SECTION - B

Answer any THREE questions.

(3 × 10 = 30)

9. How will you evaluate the performance of a Company's Board?
10. Discuss the influence of agrarian institutions on stakeholder protection.
11. Set out the duties and responsibilities of the board of directors.
12. What compliance checks are necessary to ensure corporate social responsibility?
13. "Business ethics is an oxymoron". Elucidate.

SECTION - C  
Answer any ONE question. (1 × 15 = 15)

14. What are the steps taken to implement Corporate Governance in India?
15. Present a detailed account of corporate restructuring and revival of sick units in India.
16. How will you operationalise corporate social responsibility for sustainable development?

SECTION - D  
(Compulsory) (1 × 15 = 15)  
Case Study

17. Desh Vaidya Sala (DVS) is a 100 year old firm. The control of the company vests in the family that comprises the chairman and his four sons. The board consists of eight members – the chairman, his four sons and three independent directors. Dhruv is the last person to be appointed on the Board.

Being a family managed business deficiencies were plenty. However the independent directors were passive observers. Dhruv noticed that while the firms' finances were stable there had been no growth for quite sometime.

Several firms had entered the market with new strategies. Dhruv had just began gaining the trust of the chairman when suddenly the eldest son took over as the company's chairman.

The suggestions of Dhruv during Board meetings were always seen as a disrespect to the family's business skills. With the new change in leadership Dhruv was unsure of his role. He felt his reputation and integrity were at stake as he was not able to serve the shareholders to whom he owed a duty of care and fiduciary responsibility.

- (a) Analyse case and present your views on, “are independent director's really independent”?
- (b) What individual and organisational ethical issues do you see in this case?

%%%%%%%%