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FOR CA FOUNDATION EXAM PREPARATION

CA Foundation 2021 Question Paper · Paper 2 Business Laws and Business Correspondence and Reporting

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CA Foundation

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2021

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Question Paper

SUBJECT
Paper 2 Business Laws and Business Correspondence and Reporting

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Foundation (New Syllabus)
Paper - 2
Business Law & Business
Correspondence and Reporting

JAN 2021

Roll No. .....

Total No. of Questions – **11** Total No. of Printed Pages – **16**

Time Allowed – **3** Hours Maximum Marks – **100**

ZPF-H

IMPORTANT INSTURCTIONS TO CANDIDATES

1. Questions in Section A are to be answered in the medium opted by the candidate. If a candidate has not opted for Hindi medium, his/her answers in Hindi, will not be evaluated.
2. Questions in Section B, are to be answered in English only, by all the candidates, including those who have opted for Hindi medium.
3. Answers to both the Sections are to be written in the same answer book.

SECTION –A (60 Marks)

Question No. **1** is compulsory.

Answer any **four** questions from the remaining **five** questions.

Marks

1. (a) Mr. S aged 58 years was employed in a Govt. Department. He was going to retire after two years. Mr. D made a proposal to Mr. S to apply for voluntary retirement from his post so that Mr. D can be appointed in his place. Mr. D offered a sum of ₹ 10 Lakhs as consideration to Mr. S in order to induce him to retire. **4**

Mr. S refused at first instance but when he evaluated the amount offered as consideration is just double of his cumulative remuneration to be received during the tenure of two years of employment, he agreed to receive the consideration and accepted the above agreement to receive money to retire from his office.

Whether the above agreement is valid ? Explain with reference to provision of Indian Contract Act, 1872.

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Marks

(b) ABC Limited was registered as a public company. There were 245 members in the company. Their details are as follows : 4

Directors and their relatives	190
Employees	15
Ex - employees (shares were allotted when they were employees)	20
Others	20

(Including 10 joint holders holding shares jointly in the name of father and son)

The Board of directors of the company propose to convert it into a private company. Advice whether reduction in the number of members is necessary for conversion.

(c) What are the rules which regulate the Sale by Auction under the Sale of Goods Act, 1930 ? 4

2. (a) Define the term acceptance under the Indian Contract Act, 1872. Explain the legal rules regarding a valid acceptance. 7

(b) State the circumstances under which a LLP and its partners may face unlimited liability under the Limited Liability Partnership Act, 2008. 5

3. (a) (i) What do you mean by "Particular Partnership" under the Indian Partnership Act, 1932 ? 2

OR

(ii) Who is a nominal partner under the Indian Partnership Act, 1932 ? What are his liabilities ? 2

(b) "Business carried on by all or any of them acting for all." Discuss the statement under the Indian Partnership Act, 1932. 4

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Marks

(c) Mr. B makes a proposal to Mr. S by post to sell his house for ₹ 10 lakhs and posted the letter on 10th April 2020 and the letter reaches to Mr. S on 12th April 2020. He reads the letter on 13th April 2020. Mr. S sends his letter of acceptance on 16th April 2020 and the letter reaches Mr. B on 20th April 2020. On 17th April Mr. S changed his mind and sends a telegram withdrawing his acceptance. Telegram reaches to Mr. B on 19th April 2020. Examine with reference to the Indian Contract Act, 1872 : **6**

(i) On which date, the offer made by Mr. B will complete ?

(ii) Discuss the validity of acceptance.

(iii) What would be validity of acceptance if letter of revocation and letter of acceptance reached together ?

4. (a) What are the differences between a 'Condition' and 'Warranty' in a contract of sale ? Also explain, when shall a 'breach of condition' be treated as 'breach of warranty' under provisions of the Sale of Goods Act, 1930 ? **6**

(b) M, N and P were partners in a firm. The firm ordered JR Limited to supply the furniture. P dies, and M and N continues the business in the firm's name. The firm did not give any notice about P's death to the public or the persons dealing with the firm. The furniture was delivered to the firm after P's death, fact about his death was known to them at the time of delivery. Afterwards the firm became insolvent and failed to pay the price of furniture to JR Limited. **6**

Explain with reasons :

(i) Whether P's private estate is liable for the price of furniture purchased by the firm ?

(ii) Whether does it make any difference if JR Limited supplied the furniture to the firm believing that all the three partners are alive ?

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Marks

5. (a) Mr. T was a retail trader of fans of various kinds. Mr. M came to his shop and asked for an exhaust fan for kitchen. Mr. T showed him different brands and Mr. M approved of a particular brand and paid for it. Fan was delivered at Mr. M's house; at the time of opening the packet he found that it was a table fan. He informed Mr. T about the delivery of the wrong fan. Mr. T refused to exchange the same, saying that the contract was complete after the delivery of the fan and payment of price. **6**

(i) Discuss whether Mr. T is right in refusing to exchange as per provisions of Sale of Goods Act, 1930 ?

(ii) What is the remedy available to Mr. M ?

(b) Explain Doctrine of 'Indoor Management' under the Companies Act, 2013. Also state the circumstances where the outsider cannot claim relief on the ground of 'Indoor Management'. **6**

6. (a) The general rule is that an agreement without consideration is void. Discuss the cases where the agreement though made without consideration will be valid and enforceable as per Indian Contract Act, 1872. **5**

(b) Discuss the liability of a partner for the act of the firm and liability of firm for act of a partner to third parties as per Indian Partnership Act, 1932. **4**

(c) SK Infrastructure Limited has a paid-up share capital divided into 6,00,000 equity shares of INR 100 each. 2,00,000 equity shares of the company are held by Central Government and 1,20,000 equity shares are held by Government of Maharashtra. Explain with reference to relevant provisions of the Companies Act, 2013, whether SK Infrastructure Limited can be treated as Government Company. **3**

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Marks

SECTION B – (40 Marks)

Question No.7 is compulsory.

Answer any **THREE** questions from the remaining **FOUR** questions.

All candidates (including those who have opted for Hindi Medium) are required to answer the questions in Section – **B**, in English only.

7. (a) Read the passage carefully and answer the questions given below :

Success of any organization depends on offering quality products at competitive prices. All over the world, it is being realized that quality control be ensured through inspection and test alone. Every department and individual has a contribution to make in the achievement of quality. Quality product at competitive prices is the most significant factor in determining the long - run success of any organization. High quality of products can give a competitive edge to an organization. On the other hand, good quality generates satisfied customers who reward the organization with continued patronage and favourable word of mouth advertising.

Growth in consumer quality awareness has put a greater strain on businesses. Consumer demand and dynamic technological changes have opened up new and highly competitive markets. The quality of goods and services can no longer be taken for granted.

The rapid growth of the service sector has also introduced new perceptions of quality management. Institutions, such as the Government, banks and hospitals do not produce tangible goods. The interaction between employees and customers is much more critical in such organizations. As a result, the skills, attitudes and training of service personnel affect the quality of the services delivered. Information processing represents a large component of the work done by service organizations and poses special quality considerations. Errors in computer billing, or airline and hotel reservations are the results of poor quality control of computer software and data input systems.

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Marks

In view of globalization of markets, Governments have begun to realize that quality is essential to international trade and the national economy. Therefore, public purchasing authorities have been instructed to buy goods that conform to the quality standards.

(i) In what manner good quality products give rewards to organizations ? **1**

(ii) Most significant factor which determines the long run success of an organization ? **1**

(iii) Quality of goods and services cannot be compromised by organizations, give reasons. **1**

(iv) Write the summary of the above passage. **2**

(b) Read the Passage :

Whether one runs a large business, or is starting out with a new venture, or works as a corporate professional, chances are that at some point, one would be required to make a business presentation. Whether you are selling a product to a client, sharing your vision with your employees, or looking for new investors for your business, your presentation will always matter.

Making a good business presentation can be intimidating - you want to capture as much information as possible to answer any prospective questions from your audience, yet you want to keep your audience constantly engaged and interested. So, what makes a good presentation ?

It is important to connect with your audience with a story. And no, it doesn't mean your presentation needs to be the most exciting work of fiction. Take your audience on a journey. When trying to convince

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potential investors, make them see the success you are striving for and what it will do for you and for them. To win over your employees with your new staff policy, take them through the journey of why you are introducing a new policy and how does it benefit them. Tell personal stories, give analogies and cite examples. Get your audience emotionally involved and you will be more likely to get them to side with you.

You want to keep your audience engaged at all times. Do not overwhelm them with a lot of information. Settle on three to five key messages that you want them to absorb and stick with them. You do not want to include everything. Instead, choose out powerful points that you want to make. It is important to keep your presentation as straightforward and concise as possible.

At the same time, you need to know your content extremely well. While you keep your presentation short and to the point, it is no excuse for you to not have more detailed information regarding the subject of your presentation. It is likely you would need to answer questions from your audience at the end of the presentation. You must review all pertinent information and key facts and figures before your presentation. Not only will it help you answer questions later, but it will also give you more confidence during your presentation, so you refer to your notes less and connect with your audience more.

In the end, a business presentation is about selling ideas. Do your researches well, describe your ideas crisply, weave them into an interesting story and you are more likely to succeed.

(i) Make notes, using headings, sub — headings and abbreviations whenever necessary. **3**

(ii) Write Summary. **2**

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Marks

8. (a) Emotional barriers affect communication, discuss. **2**

(b) (i) Choose the word which best expresses the meaning of the given word : **1**

Repulsive

(1) Attractive

(2) Normal

(3) Disgusting

(4) Confused

(ii) Select a suitable antonym for the word given under : **1**

Gratify

(1) Frustrate

(2) Depress

(3) Discourage

(4) Distress

(iii) Change the following sentence to indirect speech : **1**

He said, "The horse died in the night".

(c) Write a precis and give appropriate title to the passage given below : **5**

Gratitude implies thankfulness or an appreciation of benefits conferred together with a desire, when practicable, to return those benefits. It should be distinguished from thanks, which is too often a matter of words and not accompanied by a feeling of thankfulness or by those actions which indicate a grateful mind. The grateful man feels joy at the kindness of his benefactor and cultivates a respect that is akin to love.

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Marks

In almost all the relations of ordinary life the feelings of gratitude should be aroused. The child owes thanks to his parents for food, clothes, education and tender care; the scholar to his teachers for the training of his intelligence; personal friends to one another for mutual services.

The frequent use of the phrase, "Thank you," though often not more than a polite convention, nevertheless shows the universal belief in the necessity for cultivating a grateful attitude towards those who do something for us, however small that service be. As Citizens, there are few who have no cause to be grateful. Great generals who have given devoted service gratuitously, statesmen, poets and philosophers, all those who have stood for right, justice and freedom of thought, have conferred inestimable benefits upon their countrymen.

When deeds are impossible, the expression of thanks is the best that can be done. The inscriptions on the tombs and monuments erected by a nation to its great men are an expression of thanks in words. As for deeds, an old story will serve as an excellent illustration. An old man was found planting fruit trees by a friend who came to him and said, "Why do you plant trees, the fruit of which I enjoy. I now plant trees that those who come after may enjoy fruit."

In conclusion, no good man wishes to give pain, especially to those who have done him good. The ungrateful man hurts the feelings of his benefactor and cannot, therefore, be a good man.

9. (a) (i) Define circuit and star network under network in communication. 2

OR

(ii) Discuss the term "physical non – verbal communication" in communication. 2

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Marks

(b) (i) Choose the word which best expresses the meaning of the given word : 1

Nostalgic

(1) Sharp
(2) Painful
(3) Delighted
(4) Homesick

(ii) Choose the word which best expresses the meaning of the given word : 1

Economise

(1) Reduce
(2) Save
(3) Minimise
(4) Accumulate

(iii) Change the following sentence into indirect speech : 1

He said to him, "Please wait here till I return."

(c) Draft a circular to warn the employees of Packing Department not to participate in strike. 5

10. (a) How do organizational structure barriers affect communication ? 2

(b) (i) Change the sentence from Active to Passive Voice. 1

Rama was making a kite.

(ii) Change the sentence from Passive to Active Voice. 1

The lion was shot by the hunter.

(iii) Change the following sentence to indirect speech. 1

Father said to his son, "Work hard for success in life".

(c) Write an article of about **250** words on the topic **"The Pleasures of reading"**. 5

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Marks

11. (a) What do you mean by diagonal communication ? **2**

(b) Select the correct meaning of Idioms/Phrases given below:

(i) Pen and Ink **1**

(1) Modern day technology
(2) Extensively
(3) Wastage
(4) In writing

(ii) A snake in the grass **1**

(1) Unforeseen happening
(2) Secret or hidden enemy
(3) Unreliable person
(4) Unrecognizable danger

(iii) Change the sentence into Active Voice **1**

Twenty runs were scored by him.

(iv) Choose the word which best expresses the meaning of the given word. **1**

Applaud

(1) Flatter
(2) Praise
(3) Pray
(4) Request

(c) Mr. ABC is an IT manager in Quick Software Solutions Private Limited. Write a mail on behalf of Mr. ABC to Mr. MNJ, dealer of HP Laptops seeking quotation for 100 new laptops of model HP - 610. The laptops are required for new branch of Quick Software Solutions Private Limited. **4**

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(Hindi Version)

परीक्षार्थियों के लिए महत्वपूर्ण निर्देश

1. भाग 'अ' के प्रश्नों का उत्तर परीक्षार्थी ने जो माध्यम चुना है, उसमें ही देना है । वह परीक्षार्थी जिसने हिन्दी माध्यम नहीं चुना है, यदि हिन्दी में उत्तर देता है, तो उसके हिन्दी में दिये गये उत्तरों का मूल्यांकन नहीं होगा ।
2. सभी परीक्षार्थियों (हिन्दी माध्यम के परीक्षार्थियों को सम्मिलित करके) को भाग 'ब', के प्रश्नों का उत्तर अंग्रेजी में ही लिखना है ।
3. इसी उत्तर पुस्तिका में दोनों भागों का उत्तर देना है ।

भाग–अ (60 Marks)

प्रश्न संख्या **1** अनिवार्य है ।

शेष **पाँच** प्रश्नों में से किन्हीं **चार** प्रश्नों के उत्तर दीजिए ।

1. (a) 58 वर्ष की आयु के श्रीमान एस (S) एक सरकारी विभाग में कार्यरत थे । वह दो साल बाद सेवानिवृत्त होने वाले थे । श्रीमान डी (D) ने श्रीमान एस (S) को अपने पद से स्वैच्छिक सेवानिवृत्ति लेने हेतु आवेदन का प्रस्ताव रखा ताकि श्रीमान डी (D) को उनके स्थान पर नियुक्त किया जा सके । श्रीमान डी (D) ने श्रीमान एस (S) को रिटायर लेने के बदले में प्रतिफल के रूप में ₹ 10 लाख का प्रस्ताव रखा । 4

श्रीमान एस (S) ने पहले तो इन्कार कर दिया, लेकिन जब उन्होंने प्रतिफल के रूप में प्रस्ताव की गई राशि का मूल्यांकन किया तो दो साल के रोजगार के कार्यकाल के दौरान प्राप्त होने वाले उनके संचित पारिश्रमिक का दो गुना था । वह प्रतिफल स्वीकार करने के लिए तैयार हो गए और उन्होंने सेवानिवृत्ति के लिए धन लेने का प्रस्ताव स्वीकार कर लिया ।

क्या उपरोक्त करार मान्य है ? भारतीय अनुबन्ध अधिनियम, 1872 के प्रावधान के सन्दर्भ में समझाइये ।

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Marks

(b) ए बी सी (ABC) लिमिटेड को सार्वजनिक कम्पनी के रूप में पंजीकृत किया गया था । कंपनी में 245 सदस्य थे, उनका विवरण इस प्रकार है : 4

निदेशक और उनके सम्बन्धी	190
कर्मचारी	15
पूर्व कर्मचारी (जब वे कर्मचारी थे तब शेयर आवंटित किये गये थे)	20
अन्य	20

(10 संयुक्त धारक जिनके पास संयुक्त रूप से पिता और पुत्र के नाम से अंश धारित किये हुए है उन्हें सम्मिलित करते हुए)

कम्पनी के निदेशक मण्डल ने इसे एक निजी कम्पनी में बदलने का प्रस्ताव दिया । सलाह दे कि रूपान्तरण के लिए सदस्यों की संख्या में कमी आवश्यक है या नहीं ?

(c) वे कौन से नियम हैं जो नीलामी विक्रय को माल एवं विक्रय अधिनियम, 1930 के अधीन विनियमित करते हैं ? 4

2. (a) भारतीय अनुबंध अधिनियम, 1872 के अंतर्गत स्वीकृति की परिभाषा बताइए । वैध स्वीकृति के सम्बन्ध में वैधानिक नियम की विवेचना कीजिए । 7

(b) सीमित दायित्व साझेदारी अधिनियम, 2008 के अधीन उन परिस्थितियों को बताइये जिनके तहत सीमित साझेदारी और उसके साझेदारों को असीमित दायित्व का सामना करना पड़ सकता है । 5

3. (a) (i) भारतीय साझेदारी अधिनियम, 1932 के अंतर्गत विशेष साझेदारी से आप क्या समझते हैं ? 2

अथवा

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(ii) भारतीय साझेदारी अधिनियम, 1932 के अंतर्गत नाममात्र के साझेदार कौन है और उनके क्या दायित्व है ? 2

(b) "व्यापार सभी के द्वारा अथवा उनमें से किसी के द्वारा सभी के लिए कार्य करते हुए किया जाना चाहिए ।" भारतीय साझेदारी अधिनियम, 1932 के अंतर्गत इस कथन की विवेचना कीजिए । 4

(c) श्री बी (B) ने श्री एस (S) को डाक द्वारा अपना घर ₹ 10 लाख में बेचने के लिए एक प्रस्ताव 10 अप्रैल 2020 को भेजा । वह पत्र 12 अप्रैल 2020 को श्री एस (S) तक पहुँचता है । वह पत्र को 13 अप्रैल 2020 को पढ़ते है । 6

श्री एस (S) 16 अप्रैल 2020 को अपना स्वीकृति पत्र भेजते है और वह पत्र श्री बी (B) तक 20 अप्रैल 2020 को पहुँच जाता है । 17 अप्रैल 2020 को श्री एस (S) ने अपना विचार बदल दिया और एक तार (टेलिग्राम) भेजकर अपनी स्वीकृति को वापस ले लिया । 19 अप्रैल 2020 को तार श्री बी (B) तक पहुँचता है ।

भारतीय अनुबंध अधिनियम, 1872 के सन्दर्भ में परीक्षण करें :

(i) किस तारीख को श्री बी (B) के द्वारा स्थापित प्रस्ताव पूरा होगा ?

(ii) स्वीकृति की वैधता पर चर्चा करे ।

(iii) यदि प्रतिसंहरण का पत्र और स्वीकृति का पत्र एक साथ पहुँच गए तो स्वीकृति की वैधता क्या होगी ?

4. (a) विक्रय अनुबन्ध के अंतर्गत शर्ते एवं आश्वासन के बीच क्या अन्तर हैं ? वस्तु विक्रय अधिनियम, 1930 के अंतर्गत यह भी विवेचना कीजिए कि कब शर्त भंग को आश्वासन भंग माना जाए ? 6

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(b) एम (M), एन (N) और पी (P) एक फर्म में भागीदार थे । फर्म ने फर्नीचर की आपूर्ति करने के लिए जे आर (JR) लिमिटेड को आदेश दिया । पी (P) मर जाता है और एम (M) तथा एन (N) फर्म के नाम पर कारोबार जारी रखते हैं । फर्म ने पी (P) की मौत के बारे में जनता या फर्म के साथ काम करने वाले व्यक्तियों को कोई सूचना नहीं दी । पी (P) की मृत्यु के बाद फर्म को फर्नीचर सुपुर्द किया गया । सुपुर्दगी के समय उन्हें यह तथ्य पता था कि पी (P) की मृत्यु हो चुकी है । बाद में फर्म दिवालिया हो जाती है और जे आर (JR) लिमिटेड को फर्नीचर की कीमत चुकाने में विफल रहती है । 6

कारणों सहित बताइये : –

(i) फर्म द्वारा खरीदे गए फर्नीचर की कीमत के लिए पी (P) की निजी सम्पत्ति उत्तरदायी है या नहीं ?

(ii) क्या इसमें कोई अन्तर आ सकता है यदि जे आर (JR) लिमिटेड उस फर्म को फर्नीचर की आपूर्ति यह विश्वास करते हुए करता कि फर्म के तीनों साझेदार जीवित हैं ?

5. (a) श्री टी (T) विभिन्न प्रकार के पंखों के खुदरा व्यापारी थे । श्री एम (M) उसकी दुकान पर आये और रसोई के लिए निकास पंखा मांगा । श्री टी (T) ने उन्हें अलग-अलग ब्राण्ड दिखाई और श्री एम (M) ने एक विशेष ब्राण्ड को मंजूरी दी और इसके लिए भुगतान किया । जब उनके घर पर पंखा दिया गया तो बॉक्स खोलने के बाद उन्होंने पाया कि वह एक टेबल फैन था । उन्होंने टी (T) को गलत पंखा सुपुर्द करने की जानकारी दी । श्री टी (T) ने यह कहते हुए उसको बदलने से इन्कार कर दिया कि पंखे की सुपुर्दगी और कीमत भुगतान के बाद संविदा की पूर्ति हो चुकी है । चर्चा करें कि – 6

(i) वस्तु विक्रय अधिनियम, 1930 के अन्तर्गत क्या श्री टी (T) बदलने से इन्कार करने में सही है ?

(ii) श्री एम (M) के पास क्या उपचार उपलब्ध है ?

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(b) कम्पनी अधिनियम, 2013 के तहत आन्तरिक प्रबन्ध के सिद्धान्त को समझाइये । उन परिस्थितियों का भी उल्लेख करें जहाँ बाहरी व्यक्ति आन्तरिक प्रबन्ध के आधार पर राहत (relief) का दावा नहीं कर सकते । 6

6. (a) सामान्य नियम यह है कि बिना प्रतिफल के अनुबन्ध शून्य होता है । उन मामलों पर चर्चा करे जहाँ बिना प्रतिफल के अनुबंध भारतीय अनुबंध अधिनियम, 1872 के अनुसार मान्य और प्रत्यावर्तित होगा । 5

(b) भारतीय साझेदारी अधिनियम, 1932 के अनुसार तीसरे पक्षकार के लिए एक भागीदार के कृत्य के लिए फर्म और फर्म के कृत्य के लिए एक भागीदार के दायित्व की चर्चा करें । 4

(c) एस के (SK) इन्फ्रास्ट्रक्चर लिमिटेड की चुकता अंश पूंजी 6,00,000 प्रत्येक ₹ 100 के समता अंशों में विभाजित है । कम्पनी के 2,00,000 समता अंश केन्द्र सरकार के पास और 1,20,000 समता अंश महाराष्ट्र सरकार के पास है । कम्पनी अधिनियम, 2013 के सम्बन्धित प्रावधानों के सन्दर्भ में बताएँ कि क्या एस के (SK) इन्फ्रास्ट्रक्चर लिमिटेड को सरकारी कम्पनी के रूप में माना जा सकता है ? 3

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