



NATIONAL OPEN UNIVERSITY OF NIGERIA
14/16 AHMADU BELLO WAY, VICTORIA ISLAND, LAGOS
SCHOOL OF LAW
JUNE/JULY 2013 EXAMINATION

COURSE CODE: LAW533

COURSE TITLE: COMPANY LAW I

TIME ALLOWED: 3 Hours

INSTRUCTIONS: Answer any 5 questions. All questions carry equal marks.

1. Compare and contrast Sole proprietorship and Partnership
 - (b) Okechukwu a shop owner has come to you for advice on how to register his motor spare part business. Advice him.
2. Advice Beauty Ltd on the steps it has to take to convert to a public company.
 - (b) What are the differences between a public and private company?
3. In 1990 James got married to Jane. They had their first child a year later and their second child 10 years later child. In 2011, James spent all his money treating Jane for schizophrenia. As a director of River bank he was found guilty and dismissed for embezzling 10 million Naira. His debtors were unhappy with him and filed a bankruptcy action against him. James was subsequently declared bankrupt. Last week, he came to you for advice that he his doing well financially irrespective Jane's health condition and he wants to start up a company with all his family members as shareholders. He would like to name the company J&J Holdings Plc. Advice James.
4. The principle of Corporate Personality is inapplicable in Nigeria. Discuss.
5. Outline the advantages and disadvantages of incorporating a company.
6. In what circumstances will the veil of incorporation be lifted?
7. How can a promoter recover his legitimate remuneration?
8. What are the clauses in a Memorandum of Association?
 - (b) Discuss briefly the effects of Articles of Association.

9. To what extent does section 39(1) Companies and Allied Matters Act 1990 preserve the Ultra Vires Doctrine in Nigeria?