



NATIONAL OPEN UNIVERSITY OF NIGERIA  
FACULTY OF LAW, DEPARTMENT OF COMMERCIAL LAW  
Plot 91, Cadastral Zone, Nnamdi Azikiwe Express Way, Jabi – Abuja

2024 1 EXAMINATION-

COURSE CODE: CLL804

COURSE TITLE: COMPANY LAW

CREDIT UNITS: 3

- INSTRUCTIONS:**
- (a) Indicate your Matriculation Number clearly
  - (b) Attempt Question one (1) and any other three (3) questions
  - (c) Question one (1) is compulsory and carries 25 marks; while the other questions carry 15 marks each.
  - (d) Using appropriate statutory and judicial authorities, present all your points in a straightforward, coherent and orderly manner.

**TIME ALLOWED:** 3 Hours

**Question 1**

- a) As a student of company law, lay out the steps required to register a company in Nigeria (20 marks)
- b) List at least five contents of the Articles of Association of a company. (5 marks)

**Question 2**

- (a) Who is a director of a company? (5 marks)
- (b) Enumerate at least five duties of company directors. (10 marks)

**Question 3**

Delineate and exhaustively discuss the grounds for a company's winding up by the Court. 15 marks

**Question 4**

- (a) Why does the law insist on companies providing a statement of the situation of its registered office? (5 marks)
- (b) Chief Ewalokan was the promoter of Renewed Hope International Limited. The auditors of the company discovered that the promoter had inflated the price of the property he bought for the company and thereby made a personal gain. This happened over 25 years ago. As the legal adviser your professional advice has been sought on the chances of making a recovery of secret profit. (10 marks).

**Question 5**

Write short notes on the following:

- (a) Limited Liability Company
- (b) Cooperative Societies
- (c) Partnership (15 marks)