

**Answer all the questions**

**The section ONE – ALL 20 questions are compulsory and MUST be attempted**  
each question carries a degree and a half.

- 1. Which one of the following represents the year of publishing the Companies Law?**
  - A. 1925.
  - B. 1984.
  - C. 1969.
  - D. 2015.
  
- 2. Who of the following shall be entitled to establish or join a company**
  - A. A person under the age of 18 years only after the consent of the guardian in writing.
  - B. Misleading the mind.
  - C. Resident outside Sudan.
  - D. A person convicted of money laundering or terrorist financing or any crime affecting the Secretariat.
  - E. None of the above is considered a mistake.
  
- 3. The founding meeting of public shareholding companies shall be held.**
  - A. Two times a year.
  - B. Once every year.
  - C. Once throughout the life of the company.
  - D. Every five years.
  
- 4. In accordance with the Companies Law, any company established outside the Republic of the Sudan and wishing to work within it shall register a branch in which any of the following shall not be considered a condition.**
  - A. The branch does not practice any activity that does not belong to the company registered outside the Republic of Sudan.
  - B. The branch shall deposit its annual Financial Statements in accordance with the standards and accounting systems generally accepted in Arabic or English.
  - C. All the employees of the company are foreigners.
  
- 5. The General Assembly shall hold a regular meeting at least once a year, provided that the meeting may not be delayed from the date of the previous meeting for a period that exceeds.**
  - A. Twelve months.
  - B. Fifteen months.

- C. Eighteen months.
  - D. Twenty months.
- 6. If the company increased its capital from the Registrar must deposit it with the Registrar during a period of.**
- A. Fifteen days after the authorized license to increase.
  - B. Twenty days after the authorized license to increase.
  - C. Thirty days after the authorized license to increase.
  - D. Forty-five days after the authorized license to increase.
- 7. The Registrar may, in the case of non-compliance by the Company, impose any fine in accordance with the penalty signed by him.**
- A. Board of Directors.
  - B. Senior Management.
  - C. Court.
  - D. Central Bank of Sudan.
- 8. The Company shall be a holding company of another subsidiary company, except.**
- A. Controls the composition of the subsidiary's board.
  - B. Controls more than half of the voting power of the subsidiary.
  - C. Possesses more than half of the issued shares of the subsidiary.
  - D. Adopts its financial statements.
- 9. The official liquidator must be.**
- A. Accountants and Auditors.
  - B. who have worked in the legal profession for a period of fifteen years.
  - C. Company references.
  - D. None of the above is a mistake.

**10. If the destruction occurred on some of the sale the buyer had the choice between the following things:**

1. Termination of sale.
2. Taking the rest with his share of the price, and the sale shall be canceled while it is damaged.
3. The total amount of the sale shall not be paid.
4. Signing the contract in the whole sale at the price designated and reference to the damaged by the guarantee of what was destroyed.
5. None of the above is a mistake

**11. The quorum for meetings of the Council shall be deemed to be quorum.**

- A. The quorum specified by the constitution.
- B. Attendance of half of the members.
- C. Attend all members.
- D. Attend two members.

Whichever is true?

- A. 1, 2, 3, 4.
- B. 1, 2, 4.
- C. 1, 2, 3.

**12. Any of the following shall not be considered as the data to be included in the Memorandum of Association.**

- A. A.The amount of the nominal capital to which the company is registered divided by shares of limited value, except for limited liability companies.
- B. Company name plus the last word (limited).
- C. Names of the Board of Directors.

D. The purposes of the company.

**13. A member of the Council shall lose his membership in the following cases except**

- A. If missed two meetings.
- B. The court was declared bankrupt.
- C. Lost his mind.
- D. Convicted of the offense of money laundering, financing of terrorism or any crime affecting the Secretariat.

**14. Which of the following is not an undeclared information?**

- A. information relating to the dealing in shares of a particular company listed on the market or in any other market approved;
- B. Information that has a financial effect estimated on equity prices to be announced.
- C. Information disclosed or publicly available.
- D. Specified information.

**15. Penalty for fraud, concealment or fraud in the case of liquidation.**

- A. Prison only.
- B. Fine only.
- C. imprisonment for a term not exceeding seven years and may be punished by a fine.
- D. Suspension from service.
- E. Any of the above is true.

**16. If some of them have been destroyed or acted upon**

- A. The right to discharge in the rest as much as his share of the reward.
- B. The discharge is not valid in the rest as much as his share of the

compensation.

**17. It is necessary for the validity of the following speculation except.**

- A. The term should be known.
- B. Eligibility of the owner of the money to the agency and the agency,
- C. The capital should be known and suitable for dealing with it.
- D. Delivery of capital to any speculator.

**18. The validity of the company's actions shall not be challenged on the basis of its incompetence due to any restriction in the Memorandum of Association or the Articles of Association.**

- A. True.
- B. False.

**19. The Board shall appoint a Secretary for the Company. Any of the following statements shall be deemed correct.**

- 1. Be experienced and efficient in the business of companies.
  - 2. Hold a professional qualification such as ACCA or a Sudanese Fellowship.
  - 3. To hold a qualification in law.
  - 4. No qualification is required.
- A. 1 only.
  - B. 1, 2, 3, 4.
  - C. 2 only.
  - D. 4 only.

**20. Any of the following shall be considered as a cornerstone of sale**

- 1. The sale must be known to the buyer in order to avoid obscene obscurity.
  - 2. Know the price of the sale.
  - 3. The sale shall be known to the purchaser with a statement of its conditions and distinctive descriptions, and if it is present, it is sufficient to refer to it.
  - 4. If the contract of sale states that the buyer is sufficiently aware of the sale, he is not entitled to request the revocation of the contract for lack of knowledge, unless the seller's fraud is proven.
- A. 1,2,3,4
  - B. 1,3,4
  - C. 2,3,4
  - D. 2 Only.

**Total (30) degree**

**Section Two: Contains two questions**

**The first question:-**

- A. Discuss the obligations and duties of the Board of Directors to prepare an annual report on all matters related to the company and its activities, mentioning the obligations and duties that should be included in the annual report.  
**(3 degrees)**
- B. Explain the cases in which the Agency ends.  
**(3 degrees)**
- C. Explain the elements contained in the financial statements.  
**(3 degrees)**
- D. Distinguish between contract and lease contract  
**(5 degrees)**
- E. List the cases authorized by law to contract the agent with himself.  
**(4 degrees)**
- F. Explain the terms of reference of the company manager.  
**(4 degrees)**
- G. Discuss the contract of small and distinctive.  
**(3 degrees)**
- H. Explain the rights of the auditors were mentioned in accordance with the Companies Law.  
**(3 degrees)**
- I. Clarify cases where the company is unable to pay its debts.  
**(4 degrees)**
- J. Identify of cases of termination of employment contract by warning to one of the parties?  
**(4 degrees)**
- Total (40) degrees**

**The second question:**

1. A cheque was issued by the General Manager of the Investment Company Limited to the Beneficiary (Mohammad Ali). Upon submitting it, the Bank was informed of the return of the check and asked you to provide advice on who is responsible for the criminal liability. **(4) degrees**

2. A Syrian investor wishes to establish a private investment company in Sudan has come to you requesting legal advice on the following matters:

- A. Required documents with company registration application?
- B. To perform acts not specified according to the purpose for which the company was registered?
- C. Should it be approved by the Registrar?
- D. Briefly explain the advice that can be provided to the Syrian investor.

**(10) degrees**

3. came to you (Ali) claiming that he owns a trademark (cheetah) for the rice producer and has been selling it for years and found that (Joseph Lord) uses the same brand for its product (lentils), although ALI did not register that trademark with the registrar and ask your advice :

The possibility of obtaining compensation as to what to recommend?

**(3) degrees**

4. Explain what are the consequences of the cases below?

A. If the buyer receives the sale and then dies bankrupt before the price is paid.

**(2 degrees)**

B. If the buyer dies bankrupt before the sale is delivered and the price is paid.

**(2 degrees)**

C. If the seller receives the price and dies bankrupt before the sale is delivered.

**(2 degrees)**

5. The contract between (A) and (B) on the sale of the first car (Accent) for the second with a specified amount, and after the completion of the contract and receipt of (a) sale price turned out to be The car was stolen after the conclusion of the contract, and it was not then (a) knew about it.

A. Refunds the amount paid by him, but (a) refuses to do so, stating that the theft is a judgment and an act; and (b) taking legal action to search for his car.

B. You have not been legally transferred to the vehicle for legal advice, with advice?

C. Is it different to advise you if the car was stolen before concluding the contract?

**(7) degrees**

**Total (40) degrees**

**Total score (100) degree**