



SET
OF
INTERVIEW
QUESTIONS - CS

SAMPLE QUERTIONNARIE ON COMPANIES ACT, 2013 (UNLISTED COMPANIES)

Sr. No.	Possible Interview Question	Relevant Provision	Reply
1.	Which company needs to appoint a whole time company secretary	Rule 8A of Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2014. (Notification dated 9 th June 2014)	Every Listed Company and every public company having a paid up capital of Rs. 5 cr or more needs to have Whole time CS.
2.	What are the functions of a Company Secretary under new Act,	Section 205 read with Rule 10 of the Companies Appointment & Remuneration of Managerial Personnel	<ol style="list-style-type: none"> 1. To report to the Board about the compliances with the provision of Act and other applicable laws 2. To ensure Company comply applicable Secretarial Standards 3. Guidance to directors as they may require with regard to their duties, responsibilities and power 4. Facilitate convening Board meeting etc. 5. Assist Board in conduct of affairs 6. To Assist Board in ensuring Good Corporate Governance & best practices
3	What is meant by KMP	Section 2 (51)	<p>KMP means:</p> <ol style="list-style-type: none"> 1. CEO or MD or Manager 2. Company secretary 3. Whole time director 4. CFO 5. Such other officer as may be prescribed

4	Which companies are required to appoint KMPs	Rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2014.	Every Listed Company and every public company having a paid up capital of Rs. 10 cr or more needs to have KMP with exception in case of CS where the limit is changed to Rs. 5 cr.
5	What all KMPs are required to be appointed by a Company	Section 203	<ol style="list-style-type: none"> 1. MD or CEO or Manager and in their absence Whole time director 2. Company Secretary and 3. CFO
6	Under what circumstance a MD or CEO can be appointed as Chairman	Section 203	If articles of Company provide or If the Company carry multiple business
7	How the KMPs to be appointed	Section 203	By means of a Board resolution contains terms and condition of appointment including remuneration.
8	How many days' notice is required for calling a Board meeting? Can a Board meeting be called by giving shorter notice	Section 173(3)	<p>7 days written notice</p> <p>Yes, to transact urgent business, subject to condition that at least 1 independent director is present or decision is ratified by at least 1 independent director</p>
9	What matters cannot be dealt in a meeting through video conferencing.	Rule 4 of The Companies (Meeting of Board and its powers) Rules, 2014	<ul style="list-style-type: none"> - Approval of annual financial statement - Approval of Board Report - Approval of prospectus - Audit Committee meeting for consideration of accounts - Approval of matter relating to merger, demerger acquisition and takeover

10	For how long a company can hold share application money /advance against equity from a shareholder In case it is held for more than 60 days, what are the implications?	Section 73 (2) read with Rule 2(vii) of The Companies (Acceptance of Deposits) Rules, 2014	-60 days from the date of receipt. The share application money is to be refunded with interest within 15 days after expiry of 60 days, otherwise it is treated as deposits under deposit rules.
11	Which class of companies are required to constitute CSR Committee & how much expenditure is to be made on CSR activities?	Section 135	Every company having net worth of Rs. 500 cr or more, or turnover of Rs.1000 cr or more or a net profit of Rs. 5 cr. or more during any financial year shall constitute a CSR Committee of the Board. At least 2% of the average Net Profits of the company made during the 3 years immediately preceding financial years.
12	Which companies are required to appoint Internal Auditor?	Section 138 read with Rule 13 of The Companies (Accounts) Rules 2014	<ul style="list-style-type: none"> - Every Listed Company - Unlisted Company having: <ul style="list-style-type: none"> ▪Paid-up Capital 50 cr. or ▪Turnover- 200 cr or ▪Outstanding loan from Bank/PFI – more than 100 cr at any time in preceding year or ▪Outstanding deposit of Rs. 25 cr or more at any point during preceding year
13	Which companies are required to appoint Secretarial Auditor?	Section 204 read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2014.	<ul style="list-style-type: none"> - Every Listed Company or - Public Co. with Paid up capital of Rs. 50 cr. Or - Public Company with Turnover of Rs. 250 cr. or more
14	What is the quorum for AGM	Section 103	In case of Public Company

			<ul style="list-style-type: none"> - 5 members personally present if total number of members are up to 1000 - 15 members personally present if total number of members 1001-5000 - 30 members if total members above 5000 <p>for private companies: 2members personally present.</p>
15	What are the additional information required to be given in Annual Return as per New Companies Act? Upto which date information is to be provided in Annual return?	Section-92	<ol style="list-style-type: none"> 1. Company's promoters, KMP, directors along with changes. 2. meeting of members, class of members, Board, committees along with details 3. Remuneration of directors and Key Managerial Personnel. 4. penalties/punishments imposed on company directors, appeals made against such penalty/punishment 5. Certification of compliances and disclosures as may be prescribed. 6. prescribed details in respect of shares held by or on behalf of FII 7. Such other matter as may be prescribed.
16	<p>What is the maximum sitting fees:</p> <p>Can a company pay different sitting fee to Independent directors – Can it be higher than being paid to other directors- Can it be lower than other directors.</p>	Rule 4 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014	<p>Rs. 1 lac per meeting of Board/Committee</p> <p>Yes, it can be higher, it should not be lower than the sitting fees being paid to other directors.</p>

17	Which company needs to appoint Independent Director	Rule 4 of Companies (Appointment & Qualification of Directors) Rules, 2014	Every Public Company having: -Paid-up share capital – 10 cr or more -Turnover- 100 cr or more or -Outstanding loans, debenture, deposit exceeding 50 crore.
18	How many independent directors are required to be there on the board of an unlisted public company?	Rule 4 of Companies (Appointment & Qualification of Directors) Rules, 2014	Minimum 2 independent directors
19	For how long an independent director is to be appointed, what is the criteria for retirement of an independent director in Annual General Meeting.	Section 149 (10), 149(13)	5 years An independent director is not subject to retirement
20	What all Committee a company needs to form under new Act.	Section 135,177, 178	Audit Committee CSR Committee Nomination & Remuneration Committee Vigil Mechanism Stakeholders relationship Committee
21	What should be composition of an Audit Committee. By when a Company needs to have Audit Committee under New Act.	Section 177	Minimum 3 directors with independent directors forming majority Existing company can have Audit committee within one year from date of commencement of this act i.e. 01.04.2014.
22	Which company needs to have woman director. In how much time an existing company can appoint a woman director	Section 149(1) read with Rule 3 of the Appointment and Qualification of Director Rules 2013	Every public company having paid-up share capital of Rs 100 crore or more or turnover of Rs 300 crore or more shall appoint at least one-woman director on its Board.

			The existing company needs to comply this provision within one year from commencement of new Act i.e. 01 st April, 2014.
23	For how many days a director can remain absent from Board meeting with/ without leave of absence.	Section 167	Maximum 12 months. After that his office become vacant.
24	Is there any ROC filing to be done in case of appointment of Auditors/ Financial Results result etc. by Board of Directors.	Section 117, 179 read with Rule 24 of the Companies (Management & Administration Rules) 2014 & Rule 8 of Companies (Meeting of Board and its Powers) Rules, 2014	Yes, filing is required in MGT-14 to be filed within 30 days of passing the resolution by the Board.

Interview Techniques



3 IMPORTANT STAGES

Interview Techniques

3 STAGES:

- Before the Interview
- During the Interview
- After the Interview



Before the Interview

- Research the job, the organisation
- Have at least ten practice interviews
- Practise answering questions out loud
- Review your application for the job
- Arrive 15 minutes early
- Wear formals
- Interview must be in the middle, if possible
- Visualise yourself answering questions confidently
- They have taken loan from you -> imagine- it helps increase confidence
- Shout in your car -> if you are nervous

Before the Interview

- Go through the important provision of the Companies Act, 2013. e.g. KMP, Independent Directors, Auditors appointment etc.
- Get abreast with latest changes in Companies Act, 2013
- If appearing for a listed Company, read SEBI listing regulations, checklist for routine compliance and reporting.
- See SS-1 and SS-2 alongwith guidance note thereon.
- Go through the website of the Company to understand its business, management, applicable laws to the industry. e.g.-For power industry- Electricity Act is applicable.
- Keep major assignments handled by you during Management Training, handy in bullet form on piece of paper.
- Keep your strength area in mind.
- To boost confidence, imagine in your mind that interviewer has taken loan from you.

During the Interview

- Act confident
- Underline strengths bury your weakness
- Offer evidence of how your experience fits the job
- Emphasise the positive aspects of your experience and personality
- 30 seconds answers.
- Look at the interviewers while you are talking
- If dont know the answer admit your ignorance
- Ask questions
- avoid negotiating salary and conditions at the interviews
- Convey enthusiasm for the job - pay attention to the tone of your voice

After the Interview

- Never give up attitude
- Concentrate on the next interview
- Send a thank you email
- even if you don't get the job
- A proper follow up
- Assess how you performed in the interview:
 - What went well?
 - What did you not do so well in?
 - SWOT analysis but don't repent. Treat both the imposters just the same.

Interview Questions

- **What?**
- **Why?**
- **How?**



Interview Questions

- **Introduce yourself**
- **Knowledge of subject**
- **Practice for hundreds of times**



What?

- What are you currently doing?
- What skills and experience do you have that fit our needs?
- What kind of person are you?
- What subject have you enjoyed most? Why?
- What subject have you enjoyed least and why?
- What are your strengths and weaknesses?
- What have you learned from your previous work experience?
- What questions would you like to ask us?

Why?

- Why do you want this job?
- Why have you chosen this career?
- Why did you choose to study...?
- Why do you want to work in this organisation?
- Why do you believe that you are the right person for this job?

How?

- How will your skills help you to do this job to a high standard?
- How do you cope in stressful situations?
- How would you solve the problem of...?
- How would you tackle this job?

Thanks



Team Dokmart

Free Access to Updated Companies Act, 2013, Notifications, Circulars, Secretarial Standards etc. at <https://www.dokmart.com/companies-act>