

Huge thanks to @yash mishra for sharing exam asked questions 😊

SPOM Set A

Exam on 13 Jan 2026

A. DIRECTORS / KMP / REMUNERATION

1. When can removal of a director be referred to NCLT instead of shareholders?

Ans: When removal amounts to oppression & mismanagement or violates statutory protection (Independent Director / Nominee Director).

2. Can a director above 70 years be appointed?

Ans: Yes, only by Special Resolution. Ordinary Resolution is invalid.

3. Minimum number of Independent Directors in a listed company?

Ans: 1/3rd of total Board (fraction rounded up).

4. Independent Director limits under SEBI LODR (Committees & Directorships)

Ans:

Listed company directorships: 7

Committee Chairperson: 5

Committee Member: 10

If MD/WTD: Chairperson 3, Member 5

5. Maximum number of directorships a person can hold?

Ans:

20 companies overall

10 public companies

Dormant companies excluded

6. Can MD/WTD be appointed in more than one company?

Ans: Yes, with Board Resolution + Shareholder approval (UR/SR as applicable).

7. Can Chairman and MD be the same person?

Ans: Yes, unless prohibited by AoA or SEBI LODR (Top 1000 listed companies).

8. Time limit to fill KMP vacancy?

Ans: 6 months from date of vacancy.

9. Time limit to fill vacancy of Woman Director?

Ans: 3 months or next Board Meeting (whichever is later).

10. Can MD be appointed as Registered Valuer of the same company?

Ans: ❌ No. Registered Valuer must be independent.

11. Can CFO who is also CS act as Compliance Officer?

Ans: ❌ No. Compliance Officer must be CS only.

12. Maximum remuneration in case of loss/inadequate profit (Schedule V – Effective Capital)

Ans:

< ₹5 Cr → ₹60 lakh

₹5–100 Cr → ₹84 lakh

₹100–250 Cr → ₹120 lakh

₹250 Cr → ₹120 lakh + 0.01% excess

13. Remuneration payable on early vacation of office (Numerical case)

Ans: ₹128 (only for actual period served, subject to Schedule V ceiling).

14. Remuneration payable on removal of director?

Ans: Average of last 3 completed years' remuneration.

15. Period for which a director is disqualified by NCLT?

Ans: 5 years.

16. When does vacation of office occur on disqualification?

Ans: Immediately on disqualification.

B. SEBI (EXTREMELY IMPORTANT)

17. Penalty for Insider Trading (Section 15G)

Ans:

Minimum: ₹10 lakh

Maximum: Higher of ₹25 crore or 3× profit

18. Penalty for Fraudulent & Unfair Trade Practices (Section 15HA)

Ans:

Minimum: ₹5 lakh

Maximum: Higher of ₹25 crore or 3× profit

19. Penalty for Cyber / IT violations (Section 15HAA)

Ans:

Minimum: ₹1 lakh

Maximum: Higher of ₹10 crore or 3× profit

20. Residual penalty where no specific penalty provided

Ans: ₹1 lakh per day, maximum ₹1 crore.

21. Penalty for takeover violations (Section 15H)

Ans: Up to ₹25 crore.

22. Penalty for excess brokerage / failure to furnish data / investor grievance

Ans: ₹1 lakh per day, maximum ₹1 crore.

23. Liability after death of member (SEBI penalties)

Ans: Legal representative liable only to extent of inherited assets.

24. What fund is maintained by SEBI – IPEF or IEPF?

Ans: IPEF (Investor Protection & Education Fund).

IEPF belongs to Companies Act.

25. UPSI – Structured Digital Database preservation period

Ans: Minimum 8 years.

26. What constitutes UPSI?

Ans: Information that is Unpublished + Price Sensitive + Material impact on price.

27. IPO eligibility conditions under ICDR – OR or AND?

Ans: OR condition.

28. Alternative route if IPO eligibility not fulfilled?

Ans: Book Building Route with 75% QIB allotment mandatory.

29. Can issue price be revised after public announcement?

Ans: Yes, before issue opens, with fresh prospectus.

30. Anchor investor pricing rule

Ans: Offer price cannot be lower than price to other investors.

31. Open offer trigger under SEBI SAST

Ans: 25% acquisition.

32. Creeping acquisition limit

Ans: 5% in one FY after 25%.

33. Time limit to appeal against SAT order

Ans: 60 days to Supreme Court.

C. FEMA / ECB / ODI

34. LRS limit without RBI approval

Ans: USD 2,50,000 per FY.

35. Penalty for FEMA contravention

Ans: Up to 3 times the amount involved.

36. Sports prize money limit

Ans: USD 1 lakh.

37. Commission payable to agent without RBI approval

Ans: Lower of 5% or USD 25,000.

Consultancy fee limit without RBI approval

Ans: USD 1 million per project.

39. Time limit to realise export proceeds

Ans: 9 months.

40. Penalty for delayed import remittance

Ans: Up to 3 times amount.

41. Cash brought into India – deposit timeline

Ans: Within 7 days with AD bank.

42. Export document submission timeline to AD

Ans: From date of export.

43. FEMA residential status determined based on

Ans: Intention + period of stay.

44. ECB – MAMP for working capital

Ans: Minimum 10 years.

45. ECB for repayment of INR loan

Ans: Allowed only under Track II.

46. ECB interest rate ceiling

Ans: Benchmark + 450 bps.

47. ODI investment limit

Ans: 400% of net worth.

D. FCRA

48. Maximum suspension period of FCRA registration

Ans: 180 days.

49. Utilisation of funds during suspension

Ans: 25% of unutilised funds with CG approval.

50. Utilisation of funds after surrender of FCRA registration

Ans: Transferred to authority prescribed by Central Government.

51. Effective date of cancellation of FCRA registration

Ans: Date of order, not receipt.

52. Re-application after cancellation of FCRA registration

Ans: After 3 years.

53. FC-4 filing due date

Ans: Within 9 months from end of FY.

54. FC-1 vs FC-4

Ans:

FC-1 → Registration

FC-4 → Annual return

55. Gifts from foreign friend below ₹1 lakh – FC or not?

Ans: ❌ Not Foreign Contribution.

E. IBC / WINDING UP / STRIKE OFF

56. CIRP commencement date

Ans: Date of admission by NCLT.

57. Minimum default amount under IBC

Ans: ₹1 crore.

58. Can cheque bounce proceedings continue during moratorium?

Ans:

Existing case → continues

New case → not allowed

59. Who manages company during CIRP?

Ans: Resolution Professional.

60. Resolution plan approval percentage

Ans: 66% of CoC.

61. Liquidation approval percentage

Ans: 66% of CoC.

62. Can directors be removed during CIRP?

Ans: ❌ Not without NCLT approval.

63. Workmen refusing transferee company – compensation?

Ans: Only if terms are less favourable.

64. Grounds for winding up by NCLT

Ans:

Fraud

Just & equitable

Sovereignty of India

(Default in loan alone is NOT sufficient)

65. Winding up / IBC hierarchy

Ans:

CIRP costs → Workmen & Secured → Wages → Unsecured → Govt dues → Preference SH → Equity SH

66. Who can apply for strike off?

Ans: Company or ROC suo-motu.

67. Time limit for workmen to apply for restoration of struck-off company

Ans: 20 years.

68. Dormant company condition

Ans: Inactive for 2 financial years.

69. Company can be wound up for non-filing FS/AR if default continues for

Ans: 5 consecutive financial years.

F. SFIO / INSPECTION / SEIZURE

70. Who can order SFIO investigation?

Ans: Central Government or Court/Tribunal.

71. Action CG can take after SFIO report

Ans: Prosecution.

72. SFIO duty before arrest

Ans: Inform grounds of arrest.

73. Time limit to produce arrested person before court

Ans: 24 hours.

74. Seizure of books – maximum period

Ans: 180 days + one extension of 180 days.

75. Is Special Court permission required for seizure?

Ans: Yes.

G. NIDHI COMPANY

76. Who cannot be a member of Nidhi Company?

Ans: Minor and Private Limited Company.

77. Auditor appointment in Nidhi company

Ans: Audit firm → 2 terms of 5 years each.

H. MEETINGS / NCLT / MERGER

78. First Board Meeting after incorporation

Ans: Within 30 days.

79. Maximum gap between Board Meetings

Ans: 120 days.

80. Time limit to appeal to NCLT

Ans: 45 days.

81. Time limit for transferee company filing with NCLT

Ans: 30 days.

82. Approval required for compromise / arrangement

Ans: 75% in value.

83. Dissenting shareholders – timelines

Ans:

Notice → 30 days

Application to NCLT → 21 days

Apart from this as far as I can retain

84.)Dissenting Shareholders provision

85.)Ipo >=50% monetary assets provision

86.)Book Building QIB ipo

87.)Laura Limited is their favourite Question.Asked in almost every Attempt

88.)The Creditors should Corporate restructuring 90% creditor provision

89.)FCRA 10L limit Real estate project

90.)Related party disclosure provision

