Skillshort

Self-Study Preparation Pack

CS EXECUTIVE

Paper 2: Company Law and Practice (CLP)

Past Papers – Trend Analysis, Question Patterns & Official Links

Based on the ICSI Executive Programme papers of Dec 2024, June 2025, Dec 2025 and June 2026 (Syllabus 2022, subject code 522). Questions are summarised, not reproduced

Official papers only | Paper structure | Case-study and drafting trends | Answer patterns

Contents

1. Structure of the paper (same in all four papers) 2
2. Question-by-question trends 2
3. Answer pattern that scores 3
4. How to use these papers 3
5. Official ICSI papers (Paper 2, code 522) 3

This subject pack has 6 parts

1 Chapter-wise notes | 2 Important topics & weightage | 3 Past papers: trends & links

4 Mock tests + solutions | 5 Chapter practice questions | 6 Last-week plan & strategy

Prepared by Skillshort for self-study. Original explanations and questions; not an official ICSI publication. Items marked VERIFY should be checked against the latest official material.

1. Structure of the paper (same in all four papers)

Part	Question	Format	Marks
I	Q1	Case study – five parts of 3 marks	15
I	Q2	Five parts of 3 marks	15
I	Q3	Three parts of 5 marks	15
I	Q4 or Q4A	Three parts of 5 marks (choose one set)	15
II	Q5	Case study – four parts of 5 marks, often including a drafting part	20
II	Q6 or Q6A	Four parts of 5 marks (choose one set)	20

There is no OMR or MCQ section. Every answer is written, with section numbers, rules and Secretarial Standards quoted.

2. Question-by-question trends

Paper	Q1 case (Part I)	Q2–Q4 highlights	Q5 case (Part II)	Q6 / Q6A highlights
Dec 2024	Client issues raised at a firm meeting: ESOP before IPO, secretarial auditor, dormant notice, Government company figures	Charge assignment, Table F Board article, small company test, debenture trustee, associate test, private placement to 250 persons, dividend from reserves, sweat equity, s.233 merger	Disha Beauty Products: loan security to a related company, Board quorum for prospectus, relative as consultant (RPT), AGM notice drafting	SRC, PP resolution drafting, minutes drafting, EGM requisition for buy-back, vigil mechanism, CSR Rule 7, MD disqualifications
June 2025	Directors' meeting at a detergents company VERIFY	Oppression complaint by an ID, financial thresholds, incorporation by fraud, e-form pre-certification, removal of auditor, listed balance sheet, husband-wife company, dormant conversion, membership, rights issue	Investigation, share certificates, depositors' class action, cost audit VERIFY	CSR and dividend data, poll on capital reduction, s.180 resolution drafting, annual report resolution, KMP statements, proxy form drafting, sitting fees
Dec 2025	Five retired friends forming a company VERIFY	Deposits from members, veil and welfare law, dormant status, SBO, auditor removal, unpaid dividend, deposit from employee, C-PACE, rights issue, s.165 limits, charge, amalgamation records, indoor management	Public company with 260 members; cost audit; Audit Committee notice drafting; ID reappointment drafting VERIFY	Capital reduction, object-clause minutes drafting, lease of undertaking, RPT with relatives, annual return, inspection of minutes, remuneration in other capacity
June 2026	Swash Infra Limited – infrastructure company case VERIFY	Combined charge satisfaction, final dividend, FS copy to debenture holder, preferential issue, convertible pricing, no CS appointed, expulsion of a member, private company deposits, loan to relative, trustee removal, preference redemption, auditor limits, dividend vs bonus, revival scheme, company's tort liability	Board quorum, managerial net profit, adjourned general meeting, two DINs	Alternate director + drafting, s.8 company and foreign contribution, consolidation of shares, circular resolution + drafting, MD compensation, CSR Committee, annual return inspection, ID data bank

Placement of the June 2025, Dec 2025 and June 2026 questions between Q2–Q6 is reconstructed from the question list and may differ from the printed paper VERIFY.

TREND How the paper is changing

1. **Every part is a fact pattern** – a company, figures and a decision to examine. Pure theory is rare.
2. **Drafting is guaranteed** in Part II – two to three drafts per paper.
3. **Numbers decide answers** – small company limits (₹10 crore / ₹100 crore from 1 December 2025), deposit limits, s.186 60%/100%, s.188 thresholds, s.197 11%.
4. **Deleted topics** (oppression, class action, investigation, CSR expenditure) stopped appearing after June 2025.

3. Answer pattern that scores

1. **Provision** – section, rule (e.g. Rule 13 of the Share Capital and Debentures Rules) and SS paragraph.
2. **Facts** – test each threshold or condition against the numbers given.
3. **Approval and filing** – who approves (Board / OR / SR / Tribunal / RD), the e-form and the time limit (e.g. MGT-14 within 30 days).
4. **Conclusion** – compliant or not, and what the company should do now.

4. How to use these papers

1. Attempt the June 2026 paper in 3 hours, then compare your thresholds and forms with the notes.
2. Re-write every drafting question from the four papers using one template.
3. Make a sheet of all **days, percentages and forms** (see the Last-Day Revision page of the chapter notes).

5. Official ICSI papers (Paper 2, code 522)

On each session page, open "Executive Programme" and choose Paper 2 (code 522).

Resource (ICSI official)	Link
Question papers – June 2026 session	https://www.icsi.edu/examination/previous-sessions-qps/june-2026
Question papers – December 2025 session	https://www.icsi.edu/examination/previous-sessions-qps/december-2025
Question papers – June 2025 session	https://www.icsi.edu/examination/previous-sessions-qps/june-2025
Question papers – December 2024 session	https://www.icsi.edu/examination/previous-sessions-qps/december-2024
Time table – CS examinations, December 2026	https://www.icsi.edu/media/webmodules/Examination/CS_Main_Exam_Time_Table_Dec_26.pdf
Study material – Executive Programme (Syllabus 2022)	https://www.icsi.edu/academic-portal/new-syllabus-2022/executive-programme/
Supplements for the December 2026 examination	https://www.icsi.edu/academic-portal/new-syllabus-2022/supplements2024/supplements_dec2026/
ICSI supplements page	https://www.icsi.edu/supplements

NOTE Checked on 31 October 2026. The ICSI website loads its pages and PDFs through the browser, so open these links in a normal browser; older direct PDF links on icsi.edu may no longer work after the site move VERIFY.