

| Basic information | |
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| 2008/0009(COD) COD - Ordinary legislative procedure (ex-codecision procedure) Directive | Procedure completed |
| Mergers of public limited liability companies. Codification | |
| Repealed by 2015/0283(COD) Amended by 2012/0150(COD) Amended by 2016/0362(COD) | |
| Subject 2.60.04 Economic concentration, mergers, takeover bids, holding companies | |

| Key players | | | |
|-------------------------------|------------------------------|--|------------|
| European Parliament | Committee responsible | Rapporteur | Appointed |
| | JURI Legal Affairs | MAŠTÁLKA Jiří (GUE/NGL) | 01/06/2010 |
| Council of the European Union | Former committee responsible | Former rapporteur | Appointed |
| | JURI Legal Affairs | GERINGER DE OEDENBERG Lidia Joanna (PSE) | 19/12/2007 |
| European Commission | Council configuration | Meetings | Date |
| | General Affairs | 3079 | 2011-03-21 |
| European Commission | Commission DG | Commissioner | |
| | Legal Service | BARROSO José Manuel | |

| Key events | | | |
|------------|---|---------------|---------|
| Date | Event | Reference | Summary |
| 29/01/2008 | Legislative proposal published | COM(2008)0026 | Summary |
| 31/01/2008 | Committee referral announced in Parliament, 1st reading | | |
| 29/05/2008 | Vote in committee, 1st reading | | Summary |
| 09/06/2008 | Committee report tabled for plenary, 1st reading | A6-0236/2008 | |

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|------------|---|--|---------|
| 17/06/2008 | Decision by Parliament, 1st reading | T6-0267/2008 | Summary |
| 17/06/2008 | Results of vote in Parliament |  | |
| 30/08/2010 | Amended legislative proposal for reconsultation published | COM(2010)0391  | Summary |
| 31/08/2010 | Formal reconsultation of Parliament | | |
| 02/12/2010 | Vote in committee, 1st reading | | Summary |
| 08/12/2010 | Committee report tabled for plenary, reconsultation | A7-0363/2010 | |
| 18/01/2011 | Decision by Parliament, 1st reading | T7-0001/2011 | Summary |
| 21/03/2011 | Act adopted by Council after Parliament's 1st reading | | |
| 05/04/2011 | Final act signed | | |
| 05/04/2011 | End of procedure in Parliament | | |
| 29/04/2011 | Final act published in Official Journal | | |

| Technical information | |
|----------------------------|--|
| Procedure reference | 2008/0009(COD) |
| Procedure type | COD - Ordinary legislative procedure (ex-codecision procedure) |
| Procedure subtype | Codification |
| Legislative instrument | Directive |
| Amendments and repeals | Repealed by 2015/0283(COD) Amended by 2012/0150(COD) Amended by 2016/0362(COD) |
| Legal basis | Treaty on the Functioning of the EU TFEU 050-p1 |
| Other legal basis | Rules of Procedure EP 165 |
| Stage reached in procedure | Procedure completed |
| Committee dossier | JURI/7/03636 JURI/6/58735 |

| Documentation gateway | | | | |
|---|-----------|--------------|------------|---------|
| European Parliament | | | | |
| Document type | Committee | Reference | Date | Summary |
| Committee report tabled for plenary, 1st reading/single reading | | A6-0236/2008 | 09/06/2008 | |
| Text adopted by Parliament, 1st reading/single reading | | T6-0267/2008 | 17/06/2008 | Summary |
| Committee final report tabled for plenary, reconsultation | | A7-0363/2010 | 08/12/2010 | |
| Text adopted by Parliament after reconsultation | | T7-0001/2011 | 18/01/2011 | Summary |

| Council of the EU | | | | |
|-------------------|-----------|------|---------|--|
| Document type | Reference | Date | Summary | |
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| Draft final act | 00001/2011/LEX | 05/04/2011 |
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European Commission

| Document type | Reference | Date | Summary |
|---|--|------------|-------------------------|
| Legislative proposal | COM(2008)0026  | 29/01/2008 | Summary |
| Amended legislative proposal for reconsultation | COM(2010)0391  | 30/08/2010 | Summary |

Other institutions and bodies

| Institution/body | Document type | Reference | Date | Summary |
|------------------|--|------------------------------|------------|---------|
| EESC | Economic and Social Committee: opinion, report | CES0486/2008 | 12/03/2008 | |
| EESC | Economic and Social Committee: opinion, report | CES1370/2010 | 21/10/2010 | |

Additional information

| Source | Document | Date |
|----------------------|-------------------------|------|
| National parliaments | IPEX | |
| European Commission | EUR-Lex | |

Final act

Directive 2011/0035
OJ L 110 29.04.2011, p. 0001

[Summary](#)

Corrigendum to final act 32011L0035R(03)
OJ L 014 18.01.2017, p. 0017

Mergers of public limited liability companies. Codification

2008/0009(COD) - 05/04/2011 - Final act

PURPOSE: codification of Third Directive 78/855/EEC concerning mergers of public limited liability companies.

LEGISLATIVE ACT: Directive 2011/35/EU of the European Parliament and of the Council concerning mergers of public limited liability companies (codified text).

CONTENT: the purpose of this Directive is to undertake a codification of Third Council Directive 78/855/EEC of 9 October 1978 based on Article 54(3) (g) of the Treaty concerning mergers of public limited liability companies.

The new Directive will supersede the various acts incorporated in it. It fully preserves the content of the acts and hence does no more than bring them together with only such formal amendments as are required by the codification exercise itself

ENTRY INTO FORCE: 01/07/2010.

Mergers of public limited liability companies. Codification

2008/0009(COD) - 30/08/2010 - Amended legislative proposal for reconsultation

On 29 January 2008, the Commission presented a proposal for a Directive of the European Parliament and of the Council codifying Third Council Directive 78/855/EEC of 9 October 1978 based on Article 54(3)(g) of the Treaty concerning mergers of public limited liability companies.

In its opinion of 27 February 2008, the Consultative Working Party of the legal services set up under the Interinstitutional Agreement of 20 December 1994 on an accelerated working method for official codification of legislative texts does indeed confine itself to straightforward codification, without any substantive changes to the acts covered by it.

Having regard to the amendments adopted in respect of the proposal and in view of the work already carried out in the course of the legislative procedure, the Commission has decided to present – in accordance with Article 293(2) of the TFEU – an amended proposal for codification of the Directive in question.

This amended proposal also takes account of the purely formal or editorial changes proposed by the Consultative Working Party of the legal services, where these are considered justified.

The European Parliament is once again consulted on this proposal.

Mergers of public limited liability companies. Codification

2008/0009(COD) - 29/01/2008 - Legislative proposal

PURPOSE: codification of Third Directive 78/855/EEC concerning mergers of public limited liability companies.

PROPOSED ACT: Directive of the European Parliament and of the Council.

CONTENT: the purpose of this proposal is to undertake a codification of Third Council

Directive 78/855/EEC of 9 October 1978 based on Article 54(3)(g) of the Treaty concerning mergers of public limited liability companies.

The new Directive will supersede the various acts incorporated in it; it fully preserves the content of the acts and hence does no more than bring them together with only such formal amendments as are required by the codification exercise itself.

Mergers of public limited liability companies. Codification

2008/0009(COD) - 18/01/2011 - Text adopted by Parliament after reconsultation

The European Parliament adopted by 573 votes to 17, with 4 abstentions, a legislative resolution on the amended proposal for a directive of the European Parliament and of the Council concerning mergers of public limited liability companies (codified version).

The European Parliament, which was once again consulted on this proposal, adopted its position at first reading which takes over the Commission proposal as adapted to the recommendations of the Consultative Working Party of the legal services of the European Parliament, the Council and the Commission.

The proposal in question contains a straightforward codification of the existing texts without any change in their substance.

Mergers of public limited liability companies. Codification

2008/0009(COD) - 17/06/2008 - Text adopted by Parliament, 1st reading/single reading

The European Parliament adopted, by 635 votes to 12 with 15 abstentions, a legislative resolution approving, under 1st reading of the codecision procedure, the proposal for a directive of the European Parliament and of the Council concerning mergers of public limited liability companies (codified version).

The report had been tabled for consideration in plenary by Lidia Joanna GERINGER de OEDENBERG (PES, PL) on behalf of the Committee on Legal Affairs. The proposal is approved as adapted to the recommendations of the Consultative Working Party of the Legal Services of the European Parliament, the Council and the Commission.