

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Repealed by 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

Key players				
European Parliament	<b>Committee responsible</b>		<b>Rapporteur</b>	<b>Appointed</b>
	<div style="border: 1px solid red; display: inline-block; padding: 2px;">JURI</div> Legal Affairs		MAŠTÁLKA Jiří (GUE/NGL)	01/06/2010
	<b>Former committee responsible</b>		<b>Former rapporteur</b>	<b>Appointed</b>
	<div style="border: 1px solid red; display: inline-block; padding: 2px;">JURI</div> Legal Affairs		GERINGER DE OEDENBERG Lidia Joanna (PSE)	19/12/2007
Council of the European Union	<b>Council configuration</b>		<b>Meetings</b>	<b>Date</b>
	General Affairs		3079	2011-03-21
European Commission	<b>Commission DG</b>		<b>Commissioner</b>	
	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	

17/06/2008	Decision by Parliament, 1st reading	<a href="#">T6-0267/2008</a>	<a href="#">Summary</a>
17/06/2008	Results of vote in Parliament		
30/08/2010	Amended legislative proposal for reconsultation published	<a href="#">COM(2010)0391</a> 	<a href="#">Summary</a>
31/08/2010	Formal reconsultation of Parliament		
02/12/2010	Vote in committee, 1st reading		<a href="#">Summary</a>
08/12/2010	Committee report tabled for plenary, reconsultation	<a href="#">A7-0363/2010</a>	
18/01/2011	Decision by Parliament, 1st reading	<a href="#">T7-0001/2011</a>	<a href="#">Summary</a>
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	
<b>Procedure reference</b>	2008/0009(COD)
<b>Procedure type</b>	COD - Ordinary legislative procedure (ex-codecision procedure)
<b>Procedure subtype</b>	Codification
<b>Legislative instrument</b>	Directive
<b>Amendments and repeals</b>	Repealed by <a href="#">2015/0283(COD)</a> Amended by <a href="#">2012/0150(COD)</a> Amended by <a href="#">2016/0362(COD)</a>
<b>Legal basis</b>	Treaty on the Functioning of the European Union TFEU 050-p1
<b>Other legal basis</b>	Rules of Procedure EP 165
<b>Stage reached in procedure</b>	Procedure completed
<b>Committee dossier</b>	JURI/7/03636 JURI/6/58735

Documentation gateway				
<b>European Parliament</b>				
Document type	Committee	Reference	Date	Summary
Committee report tabled for plenary, 1st reading/single reading		<a href="#">A6-0236/2008</a>	09/06/2008	
Text adopted by Parliament, 1st reading/single reading		<a href="#">T6-0267/2008</a>	17/06/2008	<a href="#">Summary</a>
Committee final report tabled for plenary, reconsultation		<a href="#">A7-0363/2010</a>	08/12/2010	
Text adopted by Parliament after reconsultation		<a href="#">T7-0001/2011</a>	18/01/2011	<a href="#">Summary</a>
<b>Council of the EU</b>				
Document type	Reference	Date	Summary	

Draft final act	00001/2011/LEX	05/04/2011		
<b>European Commission</b>				
Document type	Reference	Date	Summary	
Legislative proposal	COM(2008)0026 	29/01/2008	<a href="#">Summary</a>	
Amended legislative proposal for reconsultation	COM(2010)0391 	30/08/2010	<a href="#">Summary</a>	
<b>Other institutions and bodies</b>				
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	

<b>Additional information</b>		
Source	Document	Date
National parliaments	IPEX	
European Commission	EUR-Lex	

<b>Final act</b>	
<p><a href="#">Directive 2011/0035</a> OJ L 110 29.04.2011, p. 0001</p> <p><a href="#">Corrigendum to final act 32011L0035R(03)</a> OJ L 014 18.01.2017, p. 0017</p>	<a href="#">Summary</a>

## 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 reconsideration

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 reconsideration

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 1<sup>st</sup> 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.