


Procedure file

Basic information	
COD - Ordinary legislative procedure (ex-codecision procedure) Directive 2008/0009(COD)	Procedure completed
Mergers of public limited liability companies. Codification Amended by 2012/0150(COD) Repealed by 2015/0283(COD) Amended by 2016/0362(COD)	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
	 Legal Affairs		
	Former committee responsible		
	 Legal Affairs		19/12/2007
		PSE GERINGER DE OEDENBERG Lidia Joanna	
Council of the European Union	Council configuration	Meeting	Date
	General Affairs	3079	21/03/2011
European Commission	Commission DG	Commissioner	
	Legal Service	BARROSO José Manuel	

Key events			
28/01/2008	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	Results of vote in Parliament		
17/06/2008	Decision by Parliament, 1st reading	T6-0267/2008	Summary
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
	Amended by 2012/0150(COD) Repealed by 2015/0283(COD) Amended by 2016/0362(COD)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 159
Stage reached in procedure	Procedure completed
Committee dossier	JURI/7/03636; JURI/6/58735

Documentation gateway

Legislative proposal	COM(2008)0026	29/01/2008	EC	Summary
Economic and Social Committee: opinion, report	CES0486/2008	12/03/2008	ESC	
Committee report tabled for plenary, 1st reading/single reading	A6-0236/2008	09/06/2008	EP	
Text adopted by Parliament, 1st reading/single reading	T6-0267/2008	17/06/2008	EP	Summary
Amended legislative proposal for reconsultation	COM(2010)0391	30/08/2010	EC	Summary
Economic and Social Committee: opinion, report	CES1370/2010	21/10/2010	ESC	
Committee final report tabled for plenary, reconsultation	A7-0363/2010	08/12/2010	EP	
Text adopted by Parliament after reconsultation	T7-0001/2011	18/01/2011	EP	Summary
Draft final act	00001/2011/LEX	05/04/2011	CSL	

Additional information

National parliaments	IPEX
European Commission	EUR-Lex

Final act

[Directive 2011/35](#)
[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

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

The Committee on Legal Affairs adopted the report by Lidia Joanna GERINGER de OEDENBERG (PES, PL) 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).

Although the proposal was not the subject to any 'formal' amendments by the committee, it incorporates the recommendations of the Consultative Working Party of the legal services of Parliament, the Council and the Commission.

Mergers of public limited liability companies. Codification

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.

Mergers of public limited liability companies. Codification

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

The Committee on Legal Affairs adopted the report drafted by Jiří MAJÁTKA (GUE/NGL, CZ) adopting, at first reading, under the ordinary legislative procedure (formerly known as the codecision procedure), 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 is consulted on this amended proposal with regard to the amendments adopted in respect of the initial proposal dated 29 January 2008 and in view of the work already carried out in the course of the legislative procedure.

It recommended that the European Parliament's position at first reading should take 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.

According to 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

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

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.