

B.B.A. LL.B. (FIVE YEAR DEGREE COURSE) (CBCS-2021 COURSE)
B.B.A. LL.B. (5 Year) Sem - VII : SUMMER : 2025
SUBJECT: BUSINESS LAW : MERGER & ACQUISITION

Day : Monday
Date : 28/04/2025

S-24969-2025

Time : 10:00 AM-12:30 PM
Max. Marks : 60

N.B.

- 1) All questions are **COMPULSORY**.
- 2) All questions carry **EQUAL** marks.

Q.1 A) What is the need for Corporate Restructuring. Explain the different forms of Corporate Restructuring.

OR

Q.1 B) Discuss in detail the SEBI takeover Code.

Q.2 A) Competition Commission of India while concluding favourable or adverse effects of any combination on the relevant market in India, looks into certain factors. Discuss.

OR

Q.2 B) Discuss the process of amalgamation of companies adhering to the Inbound and Outbound mergers under FEMA.

Q.3 A) Define Due- Diligence and explain the types of Due- Diligence.

OR

Q.3 B) The incidence of Stamp Duty is an important consideration for the planning of any merger. Discuss the Stamp Duty regulations under corporate restructuring.

Q.4 A) Discuss the provisions under the Companies Act, 2013 for Compromise and Arrangement adhering to the process of Mergers and Acquisitions.

OR

Q.4 B) Enumerate the process of Open Offer along with the concept of Acquirer, Target and Person acting in Concert.

Q.5 A) i) Write Short Note On: Amalgamation under Income Tax Act.

- ii)** *A Ltd.* is a small company dealing in rubber. It wishes to merge with another entity which is the manufacturer of tyres namely *B Ltd.* which is also a small company. The reason as stated behind this proposed merger is expanding vertically. Under which provisions of the Companies Act, 2013 can two small companies merge and is there any specific process for the same? Discuss.

OR

Q.5 B) i) Write Short Note On: Amalgamation of Sick Companies under Insolvency and Bankruptcy Code, 2016.

- ii)** In 2010, a company in Maharashtra named *XYZ Ltd.* decided to merge with a company in Karnataka named *PQR Ltd.* Both the companies had filed the merger process under the Companies Act with two different High Courts where both the High Courts have passed orders approving the same scheme of amalgamation. Explain the application of stamp duty in this case. Will the parties have to pay stamp duty once or twice?

* * * *