

B.B.A. LL.B. (5 Year Degree Course) SEM-VII (2015 Course) :
SUMMER - 2019
SUBJECT : MERGER AND ACQUISITION
(BUSINESS LAW)

Day : Friday

Date : 12/04/2019

S-2019-1554

Time : 02.00 PM TO 05.00 PM

Max. Marks : 60

N. B. ;

- 1) All questions are **COMPULSORY**.
 - 2) All questions carry **EQUAL** marks.
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Q. 1 a) ABC Pvt. Company Ltd. And PQR Pvt. Company Ltd. are small companies. Both the companies plan to go for an amalgamation. However the Board of directors of both the companies are unaware of the procedure to be followed and hence seek your advice. Advise them.

OR

b) XYZ Company Ltd. is an unlisted company which has plans to acquire LMN Company Ltd. which is a listed company. Do the provisions of SEBI Takeover code become applicable for such an acquisition? Discuss in detail the trigger points when XYZ Company Ltd. has to make a public offer.

Q. 2 a) Define Memorandum. Explain the various clauses of Memorandum.

OR

b) Explain the meaning, concept and modes of Corporate Restructuring.

Q. 3 a) What is a Combination? Which combinations are regulated under the Competition Act and how?

OR

b) What is listing Agreement? Explain the contents of Clause 40A and 40B.

Q. 4 a) Write short notes

- i) FEMA
- ii) Buy Back of Shares

OR

b) Write short notes

- i) Amalgamation under Income Tax Act
- ii) Revival of Sick Companies

Q. 5 a) Discuss the provisions related to Stamp Duty in case of Merger and Amalgamation.

OR

b) Discuss the concept and need of Due Diligence and also explain the various aspects to be considered for due diligence related to mergers and amalgamation.

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