

**LL. B. (3 Year Degree Course) SEM-III (2015 Course) (Choice based
Credit System) : WINTER - 2018
SUBJECT: MERGER & ACQUISITIONS**

Day : Wednesday
Date : 12/12/2018

W-2018-1519

Time: 10.00 AM TO 01.00 PM
Max. Marks: 60

N.B.:

- 1) All questions are **COMPULSORY**.
 - 2) All questions carry **EQUAL** marks
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Q.1 a) PQR Co. Ltd. has plans for organic restructuring by capitalizing its profits through buy back of shares. Advise the directors of this company about the procedure to be followed for buyback under the Companies Act, 2013.

OR

b) ABC Co. Ltd. is an unlisted company which proposes to acquire certain shares of XYZ Co. Ltd. which is a listed company. Such an acquisition however will trigger the open offer process prescribed under SEBI Takeover Code. Advise ABC Co. Ltd. by explaining the procedure it has to follow for the proposed acquisition.

Q.2 a) Define Company. Explain the advantages of incorporating a company.

OR

b) Define Small Companies. Explain in detail the procedure for merger of small companies prescribed under Companies Act, 2013.

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

OR

b) Discuss the procedure of revival of sick company through a scheme of amalgamation.

Q.4 a) Write short notes on.

- 1) Kinds of shares
- 2) FEMA 19

OR

b) Write short notes on.

- 1) Clause 40A
- 2) Concept of due diligence.

Q.5 a) Discuss the provisions of stamp duty applicable in merger & amalgamation with help of landmark cases.

OR

b) Define Corporate restructuring and explain organic and inorganic routes of corporate restructuring.
