
STATUTORY INSTRUMENTS

2007 No. 2974

The Companies (Cross-Border Mergers) Regulations 2007

PART 3

COURT APPROVAL OF CROSS-BORDER MERGER

Consequences of a cross-border merger

- 17.**—(1) The consequences of a cross-border merger are that—
- (a) the assets and liabilities of the transferor companies are transferred to the transferee company;
 - (b) the rights and obligations arising from the contracts of employment of the transferor companies are transferred to the transferee company;
 - (c) the transferor companies are dissolved; and
 - (d) in the case of a merger by absorption or a merger by formation of a new company, the members of the transferor companies except the transferee company (if it is a member of a transferor company) become members of the transferee company.
- (2) The consequences take effect—
- (a) where an order has been made under regulation 16 (court approval of merger), on the date fixed in that order; or
 - (b) where an order has been made by a competent authority of another EEA State for the purposes of Article 11 of the Directive (scrutiny of completion of merger), on the date fixed in accordance with the law of that State.
- (3) The transferee company must take such steps as are required by law (including by the law of another EEA State) for the transfer of the assets and liabilities of the transferor companies to be effective in relation to other persons.