

S. No.	Course Code	Course Name	Course Type	Cd	L	T	P	Marks		
								Sessional	Final Exam	Total
1	BBALLB-606(E) (BL3)	Merger and Acquisition	Core	4	4	0	0	30	70	100

Course Outcomes

At the end of the course the student will be able to: -	
CO1	Explain the fundamentals, types, and strategic rationale of corporate restructuring and mergers.
CO2	Analyze various categories and legal frameworks of mergers.
CO3	Evaluate the legal aspects, defences, and processes involved in substantial acquisition and takeovers.
CO4	Assess the impact of M&A agreements on competition and the regulatory role of the CCI.
CO5	Examine common disputes in M&A and explore effective methods for their resolution, including mediation.

Detailed Syllabus**Unit-I: Corporate Restructuring and Merger**

- 1.1 Basics of Corporate Finance - Raising of Capital by Private and Public Company
- 1.2 Meaning, Nature and Forms of Corporate Restructuring - Merger, Acquisition, Takeover, Compromise and Arrangement
- 1.3 Meaning of Hostile Takeover, Reverse Merger, Demerger
- 1.4 Financial Instruments involved in M&A
- 1.5 Rationale, Drivers and Strategies for M&A

(10 Hrs)**Unit-II: Different Categories of Mergers**

- 2.1 Corporate Restructuring under Companies Act, 2013
- 2.2 Fast Track Mergers, Merger in Public Interest
- 2.3 Merger of Banking Companies, Merger of Government Company
- 2.4 Cross Border Mergers
- 2.5 Transaction Stages of M&A; Reverse Merger, Demerger, Taxation and Stamp Duty on M&A

(08 Hrs)**Unit-III: Law on Substantial Acquisition of Shares and Takeover**

- 3.1 Substantial Acquisition & Takeover
- 3.2 Takeover Defences, Key Takeover Terms
- 3.3 Disclosure Obligations Under the Takeover Code
- 3.4 Open Offer Triggers
- 3.5 Exemption from Open Offer Obligation, Open Offer Process

(08 Hrs)**Unit-IV: Agreements for M&A and Its Effect on Competition**

- 4.1 Anti-competitive Agreements
- 4.2 Appreciable Adverse Effect on Competition, Unilateral Effect and Coordinated Effect, Effects of Horizontal and Vertical Agreements
- 4.3 Abuse of Dominant Position
- 4.4 Intellectual Property and Competition Law
- 4.5 Concept of Combination in India, Reasons for Thresholds, Notification & Procedure, Powers of CCI over Combinations

(12 Hrs)**Unit-V: Dispute Resolution in M&A**

- 5.1 Common Conflicts & Disputes in M&A
- 5.2 Feature in M&A Disputes
- 5.3 Potential for M&A Disputes in Post-Closure of Transactions
- 5.4 Commercial Mediation – A Suitable Dispute Resolution Method

5.5 Contemporary Issues and Case Studies

(10 Hrs)

Textbooks

S. No.	Name of the Books	Name of the Author	Publisher Name	Edition (Pub. Yr.)
1	Mergers et al – Issues, Implications and Case Law in Corporate Restructuring	S. Ramanujam	LexisNexis	4 th (2019)
2	Guide to the Companies Act	Ramaiya	LexisNexis	19 th (2020)

Reference Books

S. No.	Name of the Books	Name of the Author	Publisher Name	Edition (Pub. Yr.)
1	Guide to Takeovers & Mergers	Sridharan and Pandian	LexisNexis	4 th (2018)
2	Merger Control In India: Law And Practice	Tarun Mathur	Eastern Book Company	(2018)

Statutory References

S. No.	Name of the Books	Publisher Name	Edition (Pub. Yr.)
1	Companies Act, 2013 - Bare Act	Eastern Book Company	13 th (2024)