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Simplified mergers and demergers

Changes are primarily implemented in Chapter 23 and 24 in the Companies Act (2005:551) regarding simplified mergers and demergers. The motive for implementing the changes is primarily to simplify the administrative burden for companies.

The changes came into force on 1 November 2011. Previously, a company was required to hold the merger or demerger plan available where the Board holds its headquarters and send copies thereof to the shareholders. However, after implementing the changes it is now sufficient to publish the merger or demerger plan on the company's website. Further, changes in respect of the information that the company is required to add to the merger or demerger plan involve that companies who publish an interim report and adds it to the plan no longer are required to add a specific statement with accounting information to the plan. This, however, is only valid under the premise that the plan is drawn up more than six months after the end of the last financial year. The board in each of the companies involved in the merger shall inform their shareholders at a general meeting regarding any significant changes in relation to the company's assets or liabilities which have occurred after the issuance of the merger plan.

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