

Directive (EU) 2017/1132 of the European Parliament and of the Council of 14 June 2017 relating to certain aspects of company law (codification) (Text with EEA relevance)

TITLE II

[^{F1}CONVERSIONS, MERGERS AND DIVISIONS OF LIMITED LIABILITY COMPANIES]

[^{F1}CHAPTER -I

Cross-border conversions

[^{F1}Article 86b

Definitions

For the purposes of this Chapter:

- (1) ‘company’ means a limited liability company of a type listed in Annex II that carries out a cross-border conversion;
- (2) ‘cross-border conversion’ means an operation whereby a company, without being dissolved or wound up or going into liquidation, converts the legal form under which it is registered in a departure Member State into a legal form of the destination Member State, as listed in Annex II, and transfers at least its registered office to the destination Member State, while retaining its legal personality;
- (3) ‘departure Member State’ means a Member State in which a company is registered prior to a cross-border conversion;
- (4) ‘destination Member State’ means a Member State in which a converted company is registered as a result of a cross-border conversion;
- (5) ‘converted company’ means a company formed in a destination Member State as a result of a cross-border conversion.]

Textual Amendments

- F1** Inserted by [Directive \(EU\) 2019/2121 of the European Parliament and of the Council of 27 November 2019 amending Directive \(EU\) 2017/1132 as regards cross-border conversions, mergers and divisions \(Text with EEA relevance\)](#).