



Mergers and Acquisitions

17 - 28 Jun 2024
Amsterdam (Netherlands)



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Ref.: 15223_287416 **Date:** 17 - 28 Jun 2024 **Location:** Amsterdam (Netherlands) **Fees:** 8500 Euro

Introduction:

This Mergers and Acquisitions training course will introduce you to the skills that help you make successful transactions even in tough times.

The tough business environment has forced all companies to look at acquisitions as a means to grow their business - they cannot rely on organic growth alone. However, the difficult financial environment will put added pressure on managers in achieving value from their acquisition.

Deviations between actual results and the original forecasts will place increased scrutiny on a transaction's economics. What this means for acquirers is that achieving success in today's environment is both more important and more challenging.

Management's challenge, therefore, is to beat the market odds and execute deals that deliver the value investors demand - this course will introduce you to the skills that help you make successful transactions even in tough times, including due diligence and business valuation techniques.

Targeted Groups:

- General Management
- Financial Management
- Legal Management
- Human Resource Managers
- Strategic Managers
- Bank Credit Managers
- This course is suitable for anyone involved in the identification, planning, and execution of a Mergers and Acquisitions opportunity.

Course Objectives:

At the end of this course, the participants will be able to:

- Develop an acquisition strategy
- Apply principles of due diligence
- Overcome the most common due diligence faults
- Appreciate valuation drivers and apply them to valuing a business
- Design a 100 day integration plan to complete your successful acquisition
- Identify attractive Mergers and Acquisitions M&A opportunities
- Formulate the initial steps and the preliminary agreements for a merger or acquisition
- Carry out a full due diligence into the state of affairs of a target company
- Understand the Share Purchase Agreement SPA and the Asset Purchase Agreement APA
- Take an active role in the exchange and completion stages of a merger or acquisition
- Be an effective part of the post-merger integration to ensure the smooth running of the new organization.

Targeted Competencies:

- Companies acquisitive
- Due diligence required
- The principles of business valuation?
- Ultimately, it's all about the integration
- Identifying M&A opportunities Due Diligence
- Organizing Acquisitions
- Structuring Negotiations
- Post-acquisition Integration
- Post-acquisition Audit

Course Content:

Unit 1: Introduction and Business Strategy:

- Overview of Mergers and Acquisitions and their Evolution
- How deals fit into a business's growth strategy?
- What type of acquisitions would be suitable for your firm?
- What we can learn from real-life case studies?

Unit 2: Definitions and Principal Players:

- Definitions involve in Mergers and Acquisitions and Due Diligence
- Type of Acquisitions
- Types of Due Diligence including Legal, HR, Operational, Commercial
- Roles of the Parties
- How will we recognise success?

Unit 3: Financial Due Diligence:

- When is due diligence required?
- The Phases of Due Diligence
- You will Review the Standard Checklists and Appreciate When and When Not These are Relevant
- Discussion: Cultural and Economic Differences in the Gulf for Due Diligence

Unit 4: Business Valuation:

- Providing an Accurate Valuation of the Target is Vital
- Learning about the Alternative Business Valuation Techniques and Importantly When to Use Each One
- Consider the Potential Synergies to Your Firm and also the Sensitivities to Key Dependencies
- The Role of Finance and Leveraging Transactions

Unit 5: Integration:

- It is not just about the financial matters and therefore you will learn the importance of
- Human Resources, culture and systems to the success of the deal
- You will present the final results of your case study
- A Sound Merger and Acquisition Process has considered all aspects of integration and

planned for success.

Unit 6: Fundamentals of Mergers and Acquisitions:

- Distinction between mergers and acquisitions
- Why do acquisitions take place?
- Diversification
- Consolidation

Unit 7: The Main Distinct Stages of Acquisitions:

- Corporate strategy development
- Organizing for acquisitions
- Deal structuring and negotiations
- Post-acquisition integration
- Post-acquisition audit

Unit 8: Structuring The Merger or Acquisition:

- Drafting preliminary documents
- Heads of terms - legally binding?
- Confidentiality agreement
- Lockout/exclusivity agreements
- How to structure the acquisition
- Share sale
- Business sale
- Hive down of the business followed by share sale

Unit 9: Share Sale VS Business Sale:

- Advantages and disadvantages of share sale: seller versus buyer
- Transactions
- Third-Party consent
- Stamp Duty
- Liabilities
- Avoiding TUPE Transfer of Undertakings, Protection of Employment
- Warranties
- Advantages and disadvantages of business sale: Seller VS Buyer

Unit 10: Structuring The Deal:

- How to price the acquisition
- The due diligence process
- Objectives
- Structure
- Scope
- The Purchase Agreements:
- Asset Purchase Agreement versus Share Purchase Agreement

Unit 11: Post-Acquisition:



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- Importance of warranties and indemnities
- Effects of breach
- How to minimize claims
- Contractual protection for the seller
- Disclosure letter
- Intellectual property and environmental issues
- Merger control and completion



**Registration form on the :
Mergers and Acquisitions**

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