MERCURY

Mergers and Acquisitions Training Course

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Introduction:

This Mergers and Acquisitions M&A training course will equip participants with the necessary skills and knowledge to navigate and execute successful transactions, even during challenging times for business growth. It touches on the definition of M&A and delves into the complexities of the M&A process.

Companies are increasingly considering acquisitions as a strategic avenue to catalyze their growth as they face limited opportunities for organic expansion. However, the arduous financial conditions today pose additional challenges for managers in deriving value from these ventures. Stakeholders and investors often scrutinize deviations between projected and actual outcomes of mergers and acquisitions, emphasizing the importance of meticulous planning and execution in the M&A process.

Participants will learn to confront these challenges head-on by mastering the art of due diligence, understanding the key drivers of business valuation, and creating a comprehensive 100-day integration plan. Practical strategies will formulate for successful mergers and acquisitions that meet investors' demands and withstand market scrutiny.

Targeted Groups:

- General Management.
- Financial Management.
- Legal Management.
- Human Resource Managers.
- Strategic Managers.
- Bank Credit Managers.
- This Mergers and Acquisitions M&A course is for anyone involved in identifying, planning, and executing an M&A opportunity.

Course Objectives:

By the conclusion of this mergers and acquisitions training course, participants will be capable of:

- Construct a compelling acquisition strategy.
- Conduct a thorough application of principles related to due diligence.
- Navigate common pitfalls associated with due diligence.
- Comprehend business valuation drivers and apply them effectively.
- Formulate a 100-day post-merger integration strategy.
- Identify lucrative M&A opportunities.
- Execute the initial steps in a merger or acquisition, including preliminary agreements.
- Perform in-depth due diligence of a target entity.
- Differentiate and understand the implications of the Share Purchase Agreement SPA and Asset Purchase Agreement APA.
- Play an instrumental role in a merger or acquisition's negotiation and completion phases.
- Facilitate a seamless post-merger integration to ensure continuity and efficiency in the new organization.

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Targeted Competencies:

Target competencies in this mergers and acquisitions training will be capable of:

- Recognize and capitalize on acquisition opportunities.
- Mandate and implement due diligence.
- Understand the principles underlying business valuation.
- Overarch the importance of post-acquisition integration.
- Identify M&A opportunities Due Diligence.
- Organize Acquisitions.
- Handle negotiations strategically.
- Achieve Fusion: Post-acquisition integration and audit.

Course Content:

Unit 1: Introduction and Business Strategy:

- Overview of M&A and its evolution in the corporate landscape.
- Align deal-making with a firm's overarching growth objectives.
- Analyze different types of acquisitions and their alignment with your firm's strategy.
- Explore successful real-life M&A case studies.

Unit 2: Definitions and Principal Players:

- Clarify critical terms associated with mergers and acquisitions law and due diligence.
- Examine the types of acquisitions and the forms of due diligence, such as legal, HR, operational, and commercial.
- Understand the dynamic roles of the parties involved in the deal-making process.
- Define markers of success in M&A acquisitions.

Unit 3: Financial Due Diligence:

- Discuss the critical timing and phases of due diligence.
- Review and adapt standard due diligence checklists to specific scenarios.
- You will Review the Standard Checklists and Appreciate When and When Not These are Relevant.
- Discuss Cultural and Economic Differences in the Gulf for Due Diligence.

Unit 4: Business Valuation:

- Provide an accurate valuation of the target, which is vital.
- Learn about the Alternative Business Valuation Techniques and, Importantly, When to Use Each One.
- Consider the Potential Synergies to Your Firm and the Sensitivities to Key Dependencies.
- The Role of Finance and Leveraging Transactions.

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Unit 5: Integration:

- Understand the integral role of human resources, culture, and systems in the success of a deal.
- Present the conclusions derived from in-depth case study analyses.
- Emphasize the vital importance of comprehensive integration planning for a successful M&A process.

Unit 6: Fundamentals of Mergers and Acquisitions:

- Distinguish between mergers and acquisitions.
- Explore motivations behind companies pursuing acquisitions, such as diversification and consolidation.

Unit 7: The Main Distinct Stages of Acquisitions:

- Develop a tailored corporate strategy for acquisitions.
- Organize the acquisition process effectively.
- Maneuver complex deal structuring and negotiations.
- Facilitate post-acquisition integration.
- Perform post-acquisition audits to assess outcomes.

Unit 8: Structuring The Merger or Acquisition:

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

Unit 9: Share Sale vs. Business Sale:

- Understand the advantages and disadvantages of share sale: seller versus buyer.
- Transactions.
- Third-Party consent.
- Stamp Duty.
- Liabilities.
- Avoid TUPE Transfer of Undertakings, Protection of Employment.
- Warranties.
- Learn about the advantages and disadvantages of business sales: Seller vs. Buyer.

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Unit 10: Structuring The Deal:

- How do we price the acquisition?
- The due diligence process.
- Objectives.
- Structure.
- Scope.
- The Purchase Agreements.
- Asset Purchase Agreement versus Share Purchase Agreement.

Unit 11: Post-Acquisition:

- 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.

Conclusion:

Participants in this mergers and acquisitions certification program will emerge with a comprehensive understanding of the mergers and acquisitions strategy. They will be well-prepared to contribute to the successful execution and integration of M&A transactions.

The mergers and acquisitions M&A program emphasizes practical applications and real-world scenarios, ensuring that concepts in mergers and acquisitions and successful mergers and acquisitions are understood theoretically and ingrained in practice.