



UNSW Course Outline

MNGT5522 Mergers and Acquisitions (Full-time, Session 3) - 2024

Published on the 04 Feb 2024

General Course Information

Course Code : MNGT5522

Year : 2024

Term : Term 1

Teaching Period : T1

Is a multi-term course? : No

Faculty : UNSW Business School

Academic Unit : AGSM MBA Programs

Delivery Mode : In Person

Delivery Format : Standard

Delivery Location : Kensington

Campus : Sydney

Study Level : Postgraduate

Units of Credit : 6

Useful Links

[Handbook Class Timetable](#)

Course Details & Outcomes

Course Description

The course aims to provide students with the knowledge and skills to successfully initiate,

analyse, evaluate and implement M&A transactions. The course will explore the development and execution of transactions including business acquisitions, takeovers, divestments, and initial public offerings. In addition, students will consider corporate and business strategies that motivate M&A transactions and the motivations of financial buyers such as private equity participants in M&A markets. Students will learn to assess targets and value target businesses by applying corporate finance tools and knowledge within the context of evaluating, developing and executing M&A transactions. The course emphasises the practical applications of skills and knowledge through a combination of case studies, group activities and online discussions.

Course Aims

Students who successfully complete MNGT5522 Mergers and Acquisitions will have developed an understanding of how M&A is undertaken in private and public markets with particular emphasis on equity capital markets.

The course is delivered as a general introduction to M&A. The course provides a platform for extending knowledge obtained from finance and strategy courses for those who intend to pursue careers as corporate finance managers, portfolio managers, commercial bankers, investment bankers or management consultants.

Relationship to Other Courses

The course will introduce students to Mergers and Acquisitions (M&A) and the M&A process from a business leader, financier and adviser perspective. The study of M&A usually sits in the curriculum of an MBA program within the discipline of Finance as an advanced elective, but there is much more to M&A than just finance. As you will see in this course, successful M&A activity involves other disciplines such as strategy, public policy, critical thinking, human behaviour, negotiation and psychology.

The execution of M&A transactions is an important vehicle for the strategic development of firms with a growth objective. This type of development involves many different issues such as corporate strategy, regulatory compliance, competition law, funding requirements, environmental concerns, employment concerns and more. The successful execution of an M&A based corporate development strategy requires the successful management of all of these types of issues within an M&A transaction context. In this course participants will gain a comprehensive understanding of value creation through M&A.

M&A is complex, challenging and often involves high stakes for the participants - and that is why

it is an exciting profession to work in. This course is relevant to the progression of many different types of career paths including:

- Investment banking
- Management consulting
- Commercial banking especially corporate lending
- Boutique advisory services in finance, corporate law or strategy
- Private equity
- Corporate and business strategy within large companies
- Equity capital markets
- Funds management
- Financial services especially transaction services such as due diligence and financial modelling
- Company research
- Government, especially privatisation and public partnerships
- Regulation especially competition policy, foreign investment policy and corporate governance

The two core courses *Accounting and Financial Management* and *Corporate Finance* are pre-requisites for this course.

Course Learning Outcomes

Course Learning Outcomes	Program learning outcomes
CLO1 : Understand the regulatory environment and its impact on the planning and execution of M&A transactions.	• PL01 : Business Knowledge
CLO2 : Understand the process of post-acquisition integration and its impact on value creation from M&A.	• PL01 : Business Knowledge
CLO3 : Understand the principles underlying M&A valuation.	• PL01 : Business Knowledge
CLO4 : Define M&A and understand the motivations and typical steps involved in undertaking an M&A process for private treaty and public company takeover transactions.	• PL01 : Business Knowledge
CLO5 : Evaluate an acquisition proposal from the position of a potential acquirer in an M&A transaction.	• PL02 : Problem Solving
CLO6 : Undertake financial analysis for business valuation within the context of M&As, build an M&A valuation model and apply M&A valuation methods to establish a range of values for potential M&As.	• PL02 : Problem Solving
CLO7 : Develop and evaluate strategy for M&As.	• PL02 : Problem Solving
CLO8 : Produce an acquisition proposal for a potential acquirer in an M&A transaction.	• PL03 : Business Communication
CLO9 : Participate in and contribute effectively to a multi-functional team to deliver a shared outcome to a high standard.	• PL04 : Teamwork

Course Learning Outcomes	Assessment Item
CLO1 : Understand the regulatory environment and its impact on the planning and execution of M&A transactions.	<ul style="list-style-type: none"> • Quizzes • Individual growth strategy and M&A valuation management paper • Part A: Development of an M&A proposal • Participation
CLO2 : Understand the process of post-acquisition integration and its impact on value creation from M&A.	<ul style="list-style-type: none"> • Part A: Development of an M&A proposal • Participation
CLO3 : Understand the principles underlying M&A valuation.	<ul style="list-style-type: none"> • Individual growth strategy and M&A valuation management paper • Part A: Development of an M&A proposal
CLO4 : Define M&A and understand the motivations and typical steps involved in undertaking an M&A process for private treaty and public company takeover transactions.	<ul style="list-style-type: none"> • Quizzes • Individual growth strategy and M&A valuation management paper • Part A: Development of an M&A proposal
CLO5 : Evaluate an acquisition proposal from the position of a potential acquirer in an M&A transaction.	<ul style="list-style-type: none"> • Part B: Critiques of M&A proposals • Individual growth strategy and M&A valuation management paper • Part A: Development of an M&A proposal
CLO6 : Undertake financial analysis for business valuation within the context of M&As, build an M&A valuation model and apply M&A valuation methods to establish a range of values for potential M&As.	<ul style="list-style-type: none"> • Part B: Critiques of M&A proposals • Quizzes • Participation • Individual growth strategy and M&A valuation management paper • Part A: Development of an M&A proposal
CLO7 : Develop and evaluate strategy for M&As.	<ul style="list-style-type: none"> • Participation • Individual growth strategy and M&A valuation management paper • Part A: Development of an M&A proposal
CLO8 : Produce an acquisition proposal for a potential acquirer in an M&A transaction.	<ul style="list-style-type: none"> • Participation • Individual growth strategy and M&A valuation management paper • Part A: Development of an M&A proposal
CLO9 : Participate in and contribute effectively to a multi-functional team to deliver a shared outcome to a high standard.	<ul style="list-style-type: none"> • Part A: Development of an M&A proposal

Learning and Teaching Technologies

Moodle - Learning Management System

Learning and Teaching in this course

Approach to learning and teaching in the course

The course content includes specific exercises and cases. This content also includes the required methods and principles. However, the formulation of inputs and interpretation of outputs will require students to apply insights from other classes and/or experience, with an aim of offering a reasoned opinion on the topic under discussion. Students will need to think about and share with other course participants their views on companies' broader goals, resources and strategic challenges and how these translate into an estimate of the scope for value creation and how to develop and implement effective strategies for the execution of M&A transactions.

Learning activities and teaching strategies

Students will work through Unit content and related activities as the weeks progress. During this progression, it is expected that all members of the class will be part of the ongoing discussion of content, especially after the foundation ideas are laid and the superstructure of examples and concepts is established.

Additional Course Information

Structure

In Unit 1 we introduce Mergers and Acquisitions (M&A) and essential steps in the M&A process. M&As are a well publicised corporate strategy for growth and value creation through diversification, economies of scale and scope. They attract publicity due to the high failure rate of M&A initiatives and the enormous losses that have been encountered and devastate businesses. Research has shown that the large majority of M&A do not deliver on expectations of value creation and some studies suggest that the majority of M&A transactions result in losses for the acquirer. It is difficult to measure the value created by M&A and as a result the conclusions from research on M&A value creation are a long-term topic of debate. Regardless, M&A remain an important and significant aspect of corporate activity and corporate development. Improving management capabilities in M&A processes and increasing awareness of potential pitfalls will improve outcomes from this important vehicle for growth - this is the overriding aim of this course.

In Unit 2 we consider motivations for M&A from a business perspective. The Unit covers corporate and business strategy frameworks and initiatives that lead to the search for an M&A transaction and/or divestment. In addition the steps in the M&A search process are discussed.

In Unit 3 and 4 we look deeply into valuation for M&A. The content of these units revisits finance principles already covered in previous studies and extends on these in the context of M&A

valuation. Valuation techniques are discussed including strengths and weaknesses of the techniques and self-assessment questions and case studies provide the opportunity to apply the M&A valuation techniques. Due diligence approach and process is also reviewed.

In Unit 5 we consider the Regulatory Environment generally as it applies to M&A. Later in the course, particularly in Unit 6 and Unit 7, we focus on specific legislation relevant to certain types of transactions.

In Unit 6 the topic is types of M&A transactions with a focus on Private Treaty Transactions. This is the most common type of M&A transaction. These transactions involve the sale and purchase of businesses undertaken in the private domain.

In Unit 7 we continue our focus on types of M&A transactions and consider Takeovers. These types of transactions are nearly always conducted in the public domain and are often high profile. The special regulatory requirements for takeovers are discussed.

In Unit 8 we cover a special segment of equity capital markets referred to as Private Equity. This segment is a large and growing specialisation. Private Equity investors are important participants in M&A activity as investors acquire and then later sell businesses with a view to making returns on invested funds. We focus on the M&A aspects of this segment.

In Unit 9 we focus on post-acquisition integration. Post-acquisition integration is implemented after the M&A settlement is complete, but post-acquisition integration is an important consideration from the very beginning and throughout the M&A process.

In Unit 10 we address a special form of divestment, the Initial Public Offering. This type of transaction is in fact the partial sale of a business to the public and commonly represents one of the most significant milestones in the corporate development of a firm.

Assessments

Assessment Structure

Assessment Item	Weight	Relevant Dates	Program learning outcomes
Quizzes Assessment Format: Individual	15%	Due Date: Submit by 11.59pm Sydney time on the Sunday of Weeks 2, 4, 6, 8 and 10 (Open from Monday to Sunday for completion)	<ul style="list-style-type: none">• PLO1 : Business Knowledge• PLO2 : Problem Solving
Individual growth strategy and M&A valuation management paper Assessment Format: Individual	30%	Due Date: Monday of Week 7 by 9am Sydney time	<ul style="list-style-type: none">• PLO1 : Business Knowledge• PLO2 : Problem Solving• PLO3 : Business Communication
Part A: Development of an M&A proposal Assessment Format: Group	30%	Due Date: Thursday of Week 9 during class time	<ul style="list-style-type: none">• PLO1 : Business Knowledge• PLO2 : Problem Solving• PLO4 : Teamwork
Part B: Critiques of M&A proposals Assessment Format: Individual	15%	Due Date: Thursday of Week 9 during class time	<ul style="list-style-type: none">• PLO4 : Teamwork
Participation Assessment Format: Individual	10%	Due Date: During classes and in online activities	<ul style="list-style-type: none">• PLO1 : Business Knowledge• PLO2 : Problem Solving• PLO3 : Business Communication

Assessment Details

Quizzes

Assessment Overview

These are multiple-choice quizzes based on course concepts.

Course Learning Outcomes

- CLO1 : Understand the regulatory environment and its impact on the planning and execution of M&A transactions.
- CLO4 : Define M&A and understand the motivations and typical steps involved in undertaking an M&A process for private treaty and public company takeover transactions.
- CLO6 : Undertake financial analysis for business valuation within the context of M&As, build an M&A valuation model and apply M&A valuation methods to establish a range of values for potential M&As.

Assessment Length

3 multiple-choice questions per quiz, 5 quizzes, quizzes are 9 minutes each

Individual growth strategy and M&A valuation management paper

Assessment Overview

This assessment is an individual development of a strategy involving identification and justification of an M&A target and valuation of the M&A target from the position of the chosen case-study business.

Course Learning Outcomes

- CLO1 : Understand the regulatory environment and its impact on the planning and execution of M&A transactions.
- CLO3 : Understand the principles underlying M&A valuation.
- CLO4 : Define M&A and understand the motivations and typical steps involved in undertaking an M&A process for private treaty and public company takeover transactions.
- CLO5 : Evaluate an acquisition proposal from the position of a potential acquirer in an M&A transaction.
- CLO6 : Undertake financial analysis for business valuation within the context of M&As, build an M&A valuation model and apply M&A valuation methods to establish a range of values for potential M&As.
- CLO7 : Develop and evaluate strategy for M&As.
- CLO8 : Produce an acquisition proposal for a potential acquirer in an M&A transaction.

Assessment Length

1,800-word written report

Part A: Development of an M&A proposal

Assessment Overview

This assessment is a team development of a value-creating M&A proposal from the position of the chosen case-study business.

Course Learning Outcomes

- CLO1 : Understand the regulatory environment and its impact on the planning and execution of M&A transactions.
- CLO2 : Understand the process of post-acquisition integration and its impact on value creation from M&A.
- CLO3 : Understand the principles underlying M&A valuation.
- CLO4 : Define M&A and understand the motivations and typical steps involved in undertaking an M&A process for private treaty and public company takeover transactions.
- CLO5 : Evaluate an acquisition proposal from the position of a potential acquirer in an M&A transaction.

- CLO6 : Undertake financial analysis for business valuation within the context of M&As, build an M&A valuation model and apply M&A valuation methods to establish a range of values for potential M&As.
- CLO7 : Develop and evaluate strategy for M&As.
- CLO8 : Produce an acquisition proposal for a potential acquirer in an M&A transaction.
- CLO9 : Participate in and contribute effectively to a multi-functional team to deliver a shared outcome to a high standard.

Assessment Length

25-minute team presentation plus up to 30 presentation and supporting information slides

Part B: Critiques of M&A proposals

Assessment Overview

Students are required to critique an M&A proposal submitted by another team in the first part of this assessment.

Course Learning Outcomes

- CLO5 : Evaluate an acquisition proposal from the position of a potential acquirer in an M&A transaction.
- CLO6 : Undertake financial analysis for business valuation within the context of M&As, build an M&A valuation model and apply M&A valuation methods to establish a range of values for potential M&As.

Detailed Assessment Description

Each student will independently respond to the M&A proposals presented by other teams during the class.

Assessment Length

Discussion and up to 250-word written critique in response to each group M&A proposal presentation

Participation

Assessment Overview

Students are required to actively participate in class discussions and develop their ideas through interaction and engagement with their peers and the facilitator.

Course Learning Outcomes

- CLO1 : Understand the regulatory environment and its impact on the planning and execution of M&A transactions.
- CLO2 : Understand the process of post-acquisition integration and its impact on value creation from M&A.

- CLO6 : Undertake financial analysis for business valuation within the context of M&As, build an M&A valuation model and apply M&A valuation methods to establish a range of values for potential M&As.
- CLO7 : Develop and evaluate strategy for M&As.
- CLO8 : Produce an acquisition proposal for a potential acquirer in an M&A transaction.

General Assessment Information

Grading Basis

Standard

Course Schedule

Teaching Week/Module	Activity Type	Content
Week 1 : 12 February - 18 February	Other	No class
Week 2 : 19 February - 25 February	Topic	Unit 1: Introduction and the Role and Purpose of M&A Unit 2: Strategy for M&A
	Assessment	Assessment 1: Quiz open from Monday to Sunday for completion. Submit by Sunday 11.59pm Sydney time. Assessment 4: Participation
Week 3 : 26 February - 3 March	Other	No class
Week 4 : 4 March - 10 March	Topic	Unit 3: Valuation for M&A Part 1 - Value, Price and Market Multiples Unit 4: Valuation for M&A Part 2 - Discounted Cashflow and Due Diligence
	Assessment	Assessment 1: Quiz open from Monday to Sunday for completion. Submit by Sunday 11.59pm Sydney time. Assessment 4: Participation
Week 5 : 11 March - 17 March	Other	Global Network Week/Independent Study Week No class
Week 6 : 18 March - 24 March	Topic	Unit 5: Regulatory Framework Unit 6: Private Treaty Transactions
	Assessment	Assessment 1: Quiz open from Monday to Sunday for completion. Submit by Sunday 11.59pm Sydney time. Assessment 4: Participation
Week 7 : 25 March - 31 March	Other	No class
	Assessment	Assessment 2: Individual growth strategy and M&A valuation management paper due on Monday by 9am Sydney time
Week 8 : 1 April - 7 April	Topic	Unit 7: Takeovers Unit 8: Private Equity
	Assessment	Assessment 1: Quiz open from Monday to Sunday for completion. Submit by Sunday 11.59pm Sydney time. Assessment 4: Participation
Week 9 : 8 April - 14 April	Topic	Unit 9: Post-acquisition Integration Unit 10: Initial Public Offering
	Assessment	Assessment 4 Participation Assessment 3 Part A: Development of an M&A proposal due in class in week 9 Assessment 3 Part B: Critiques of M&A proposals are to be completed in class in week 9
Week 10 : 15 April - 21 April	Other	No class
	Assessment	Assessment 1: Quiz open from Monday to Sunday for completion. Submit by Sunday 11.59pm Sydney time

Attendance Requirements

Students must attend the scheduled in-person three-hour facilitated class discussions.

Course Resources

Prescribed Resources

The course materials comprise the 10 weekly Units, this Course Outline and the Assessment Details document, all of which will be available in your Moodle class site.

Course Evaluation and Development

Student response:

The current version of M&A course reflects students' feedback from previous terms.

Past students have provided feedback that Assessment 2 was challenging to complete within the word count.

Response to student feedback: Assessment 2 has been modified in response to student feedback.

The most recent cohort of students completed the course in intensive delivery mode on two weekends of the term. The students provided feedback that the course would be better run on weekdays throughout the term as opposed to on weekends.

Response to student feedback: The course this term will be run on weekdays throughout the term.

Staff Details

Position	Name	Email	Location	Phone	Availability	Equitable Learning Services Contact	Primary Contact
Facilitator	Shanie Atkins on					No	Yes

Other Useful Information

Academic Information

COURSE POLICIES AND SUPPORT

The Business School expects that you are familiar with the contents of this course outline and the UNSW and Business School learning expectations, rules, policies and support services as

listed below:

- Program Learning Outcomes
- Academic Integrity and Plagiarism
- Student Responsibilities and Conduct
- Special Consideration
- Protocol for Viewing Final Exam Scripts
- Student Learning Support Services

Further information is provided on the [key policies and support page](#).

Students may not circulate or post online any course materials such as handouts, exams, syllabi or similar resources from their courses without the written permission of their instructor.

STUDENT LEARNING OUTCOMES

The Course Learning Outcomes (CLOs) – under the Outcomes tab – are what you should be able to demonstrate by the end of this course, if you participate fully in learning activities and successfully complete the assessment items.

CLOs also contribute to your achievement of the Program Learning Outcomes (PLOs), which are developed across the duration of a program. PLOs are, in turn, directly linked to [UNSW graduate capabilities](#). More information on Coursework PLOs is available on the [key policies and support page](#). For PG Research PLOs, including MPDBS, please refer to the [UNSW HDR Learning Outcomes](#).

Academic Honesty and Plagiarism

As a student at UNSW you are expected to display [academic integrity](#) in your work and interactions. Where a student breaches the [UNSW Student Code](#) with respect to academic integrity, the University may take disciplinary action under the Student Misconduct Procedure. To assure academic integrity, you may be required to demonstrate reasoning, research and the process of constructing work submitted for assessment.

To assist you in understanding what academic integrity means, and how to ensure that you do comply with the UNSW Student Code, it is strongly recommended that you complete the [Working with Academic Integrity](#) module before submitting your first assessment task. It is a free, online self-paced Moodle module that should take about one hour to complete.

Submission of Assessment Tasks

SPECIAL CONSIDERATION

You can apply for special consideration when illness or other circumstances beyond your control interfere with your performance in a specific assessment task or tasks, including online exams. Students studying remotely who have exams scheduled between 10pm and 7am local time, are also able to apply for special consideration to sit a supplementary exam at a time outside of these hours.

Special consideration is primarily intended to provide you with an extra opportunity to demonstrate the level of performance of which you are capable. To apply, and for further information, see Special Consideration on the UNSW [Current Students](#) page.

Special consideration applications will be assessed centrally by the Case Review Team, who will update the online application with the outcome and add any relevant comments. The change to the status of the application immediately sends an email to the student and to the assessor with the outcome of the application.

Please note the following:

1. Applications can only be made through Online Services in myUNSW (see the UNSW [Current Students](#) page). Applications will not be accepted by teaching staff. The lecturer-in-charge/course coordinator will be automatically notified when your application is processed.
2. Applying for special consideration does not automatically mean that you will be granted a supplementary exam or other concession.
3. If you experience illness or misadventure in the lead up to an exam or assessment, you must submit an application for special consideration, either prior to the examination taking place, or prior to the assessment submission deadline, except where illness or misadventure prevent you from doing so.
4. If your circumstances stop you from applying before your exam or assessment due date, you must apply within 3 working days of the assessment or the period covered by your supporting documentation.
5. Under the UNSW Fit To Sit/Submit rule, if you sit the exam/submit an assignment, you are declaring yourself well enough to do so and are cannot subsequently apply for special consideration.
6. If you become unwell on the day of – or during – an exam, you must stop working on your exam, advise your course coordinator or tutor and provide a medical certificate dated within 24 hours of the exam, with your special consideration application. For online exams, you must contact your course coordinator or tutor immediately via email, Moodle or chat and advise

them you are unwell and submit screenshots of your conversation along with your medical certificate and application.

7. Special consideration requests do not allow the awarding of additional marks to students.

Further information on Business School policy and procedure can be found under "Special Consideration" on the [key policies and support](#) page.

LATE SUBMISSION PENALTIES

For assessments other than examinations, late submission will incur a penalty of 5% per day or part thereof (including weekends) from the due date and time. An assessment will not be accepted after 5 days (120 hours) of the original deadline unless special consideration has been approved. An assignment is considered late if the requested format, such as hard copy or electronic copy, has not been submitted on time or where the 'wrong' assignment has been submitted.

For assessments which account for 10% or less of the overall course grade, and where answers are immediately discussed or debriefed, the LIC may stipulate a different penalty. Details of such late penalties will be available on the course Moodle page.

FEEDBACK ON YOUR ASSESSMENT TASK PERFORMANCE

Feedback on student performance from formative and summative assessment tasks will be provided to students in a timely manner. Assessment tasks completed within the teaching period of a course, other than a final assessment, will be assessed and students provided with feedback, with or without a provisional result, within 10 working days of submission, under normal circumstances. Feedback on continuous assessment tasks (e.g. laboratory and studio-based, workplace-based, weekly quizzes) will be provided prior to the midpoint of the course.

Faculty-specific Information

PROTOCOL FOR VIEWING FINAL EXAM SCRIPTS

UNSW students have the right to view their final exam scripts, subject to a small number of very specific exemptions. The UNSW Business School has set a [protocol](#) under which students may view their final exam script. Individual schools within the Faculty may also set up additional local processes for viewing final exam scripts, so it is important that you check with your School.

If you are completing courses from the following schools, please note the additional school-

specific information:

- Students in the **School of Accounting, Auditing & Taxation** who wish to view their final examination script should also refer to [this page](#).
- Students in the **School of Banking & Finance** should also refer to [this page](#).
- Students in the **School of Information Systems & Technology Management** should also refer to [this page](#).

COURSE EVALUATION AND DEVELOPMENT

Feedback is regularly sought from students and continual improvements are made based on this feedback. At the end of this course, you will be asked to complete the [myExperience survey](#), which provides a key source of student evaluative feedback. Your input into this quality enhancement process is extremely valuable in assisting us to meet the needs of our students and provide an effective and enriching learning experience. The results of all surveys are carefully considered and do lead to action towards enhancing educational quality.

QUALITY ASSURANCE

The Business School is actively monitoring student learning and quality of the student experience in all its programs. A random selection of completed assessment tasks may be used for quality assurance, such as to determine the extent to which program learning goals are being achieved. The information is required for accreditation purposes, and aggregated findings will be used to inform changes aimed at improving the quality of Business School programs. All material used for such processes will be treated as confidential.

TEACHING TIMES AND LOCATIONS

Please note that teaching times and locations are subject to change. Students are strongly advised to refer to the [Class Timetable website](#) for the most up-to-date teaching times and locations.