



UNSW

UNSW Course Outline

AGSM9141 Mergers and Acquisitions (Virtual Weekly) - 2024

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General Course Information

Course Code : AGSM9141

Year : 2024

Term : Term 2

Teaching Period : T2

Is a multi-term course? : No

Faculty : UNSW Business School

Academic Unit : AGSM MBA Programs

Delivery Mode : Multimodal

Delivery Format : Standard

Delivery Location : Online - Synchronous

Campus : Sydney

Study Level : Postgraduate

Units of Credit : 6

Useful Links

[Handbook Class Timetable](#)

Course Details & Outcomes

Course Description

NOTE:*This course was previously identified as MBAX9141.*

The objective of this course is 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.

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 strategies 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 paper • Task 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"> • Task 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 paper • Task 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 paper • Task 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"> • Individual growth strategy and M&A valuation paper • Task 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"> • Quizzes • Participation • Individual growth strategy and M&A valuation paper • Task A: Development of an M&A proposal
CLO7 : Develop and evaluate strategies for M&As	<ul style="list-style-type: none"> • Participation • Individual growth strategy and M&A valuation paper • Task 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 paper • Task 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"> • Task B: Critique of M&A proposal • Task 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 uses online course content that includes specific activities 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%	Start Date: Monday of Weeks 2, 4, 6, 8 and 10 at 12am Sydney time Due Date: Sunday of Weeks 2, 4, 6, 8 and 10 by 11.59pm Sydney time	• PLO1 : Business Knowledge • PLO2 : Problem Solving
Individual growth strategy and M&A valuation paper Assessment Format: Individual Short Extension: Yes (2 days)	30%	Due Date: Monday of Week 7 by 3pm Sydney time	• PLO1 : Business Knowledge • PLO2 : Problem Solving • PLO3 : Business Communication
Task A: Development of an M&A proposal Assessment Format: Group	30%	Due Date: Monday of Week 11 by 3pm Sydney time	• PLO1 : Business Knowledge • PLO2 : Problem Solving • PLO4 : Teamwork
Task B: Critique of M&A proposal Assessment Format: Individual	10%	Due Date: Monday of Week 12 by 3pm Sydney time	• PLO1 : Business Knowledge • PLO2 : Problem Solving • PLO4 : Teamwork
Participation Assessment Format: Individual	15%	Due Date: During weekly classes throughout the term	• PLO1 : Business Knowledge • PLO2 : Problem Solving • PLO3 : Business Communication

Assessment Details

Quizzes

Assessment Overview

The purpose of the quizzes is to promote better recall and deeper learning.

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 paper

Assessment Overview

This assessment requires the 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. This work is presented in the form of a management report.

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 strategies for M&As
- CLO8 : Produce an acquisition proposal for a potential acquirer in an M&A transaction

Assessment Length

1,900 words

Task A: Development of an M&A proposal

Assessment Overview

This assessment involves team development of a value-creating M&A proposal from the position of the chosen case-study business and presented in the form of a team presentation and set of presentation and supporting slides.

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 strategies 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

15-minute recorded team presentation plus up to 25 presentation including supporting-information slides

Task B: Critique of M&A proposal

Assessment Overview

This assessment requires an individual critique of one M&A proposal submitted by a team in the first part of the assessment.

Course Learning Outcomes

- CLO9 : Participate in and contribute effectively to a multi-functional team to deliver a shared outcome to a high standard

Assessment Length

500 words

Participation

Assessment Overview

In this assessment, students are required to actively participate and engage with fellow students on relevant discussion topics throughout the term.

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 strategies for M&As
- CLO8 : Produce an acquisition proposal for a potential acquirer in an M&A transaction

Assessment Length

N/A

General Assessment Information

Grading Basis

Standard

Requirements to pass course

Students are expected to attempt all assessment requirements, and must achieve a composite mark of at least 50 out of 100 to pass the course.

Students are also expected to actively engage in course learning activities. Failure to engage in assessment tasks that are integrated into learning activities (e.g. class discussion, presentations) will be reflected in the marks for these assessable activities.

Course Schedule

Teaching Week/Module	Activity Type	Content
Week 1 : 27 May - 2 June	Topic	Unit 1: Introduction and the Role and Purpose of M&A
	Assessment	Assessment 4: Participation
Week 2 : 3 June - 9 June	Topic	Unit 2: Strategy for M&A
	Assessment	Assessment 1: Quiz due on Sunday by 11.59pm Sydney time Assessment 4: Participation
Week 3 : 10 June - 16 June	Topic	Unit 3: Valuation for M&A Part 1 - Value, Price and Market Multiples
	Assessment	Assessment 4: Participation
Week 4 : 17 June - 23 June	Topic	Unit 4: Valuation for M&A Part 2 - Discounted Cashflow and Due Diligence
	Assessment	Assessment 1: Quiz due on Sunday by 11.59pm Sydney time Assessment 4: Participation
Week 5 : 24 June - 30 June	Topic	Unit 5: Regulatory Framework
	Assessment	Assessment 4: Participation
Week 6 : 1 July - 7 July	Topic	Unit 6: Private Treaty Transactions
	Assessment	Assessment 1: Quiz due on Sunday by 11.59pm Sydney time Assessment 4: Participation
Week 7 : 8 July - 14 July	Topic	Unit 7: Takeovers
	Assessment	Assessment 2: Individual growth strategy and M&A valuation management paper due on Monday by 3pm Sydney time Assessment 4: Participation
Week 8 : 15 July - 21 July	Topic	Unit 8: Private Equity
	Assessment	Assessment 1: Quiz due on Sunday by 11.59pm Sydney time Assessment 4: Participation
Week 9 : 22 July - 28 July	Topic	Unit 9: Post-acquisition Integration
	Assessment	Assessment 4 Participation
Week 10 : 29 July - 4 August	Topic	Unit 10: Initial Public Offering
	Assessment	Assessment 1: Quiz due on Sunday by 11.59pm Sydney time Assessment 4: Participation
Week 11 : 5 August - 11 August	Assessment	Assessment 3 Part A: Development of an M&A Proposal due on Monday by 3pm Sydney time
Week 12 : 12 August - 18 August	Assessment	Assessment 3 Part B: Critique of M&A Proposal due by Monday of Week 12 by 3pm Sydney time

Attendance Requirements

Students must have a reliable internet connection and a working laptop/computer with camera and attend the scheduled 90-minute online classes in Weeks 1 to 10. There are also other required online asynchronous activities outside of class times.

Course Resources

Prescribed Resources

You have three major resources to help you learn:

1. The course materials, comprising the weekly study units with readings, references, insights and commentary. You will do much of your learning outside the classroom by working through the course materials, and by completing the activities as they arise
2. Your classes with your Facilitator. The Facilitator's job is to guide your learning by conducting class discussion, answering questions that might arise after you have done the week's work, providing insights from their practical experience and understanding of theory, providing you with feedback on your assessments, and directing discussions and debates that will occur between you and your co- participants in the classroom.
3. Your co-participants. Your colleagues in the classroom are an invaluable potential source of learning for you. Their work and life, and their willingness to question and argue with the course materials, the Facilitator and your views, represent a great learning opportunity. They bring much valuable insight to the learning experience.

Other resources

[BusinessThink](#) is UNSW's free, online business publication. It is a platform for business research, analysis and opinion. If you would like to subscribe to BusinessThink, and receive the free monthly e-newsletter with the latest in research, opinion and business, go to <https://www.businessthink.unsw.edu.au/subscribe>

Course Evaluation and Development

In response to student feedback, in Term 2 2024, the word count for Assessment 2 has been increased to allow students additional space to build their arguments for the recommendation.

Staff Details

Position	Name	Email	Location	Phone	Availability	Equitable Learning Services Contact	Primary Contact
Facilitator in charge	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.