

# € TRAINING

Mergers and Acquisitions



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## Introduction:

This course deals with the most important steps of M&A, from the first steps in valuing the company's shares to closing the deal.

This course provides an in-depth insight into the key factors in today's businesses and all the steps of the M&A process from the ground up, giving them the ability to assess whether this process fits into their organization's strategy, thus enabling them to identify M&A opportunities. M&A Most profitable, choose the best partners, and get the highest possible profit from the deal.

## Course Objectives:

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

- Identify M&A opportunities.
- Establish preliminary steps and initial M&A agreements.
- Conduct a full technical examination of the company's status and objectives.
- Understand the share purchase agreement SPA and the asset purchase agreement APA.
- Take advantage of the stages of exchange and completion of the merger or acquisition.
- Prepare for the post-merge in the new organization.

## Targeted Audience:

- Board of Directors.
- Employees in identifying, planning, and implementing the M&A opportunity as CEOs and CEOs.
- General Managers, finance managers, and accountants.
- Marketing managers and business development managers.
- Strategy planners, analysts, and internal consultants.

## Course Outlines:

### Unit 1: M&A Basics:

- Distinguish between mergers and acquisitions.
- Why takeover? Diversification, consolidation.

### Unit 2: Key Milestones in Acquisitions:

- Develop the company's strategy.
- Organization of acquisitions.
- Structure of the transaction and negotiations.
- Post-acquisition period.
- Audit in the post-acquisition phase.

### Unit 3: Structuring of Mergers or Acquisitions:

- Drafting of initial documents.

- The most important conditions - and their obligations legally?
- Confidentiality Agreements.
- Insurance / Exemption Agreements.

#### Unit 4: How to Structure The Acquisition:

- Sale of lots.
- Selling business.
- Restructuring the business and then selling the shares.

#### Unit 5: The Sale of Shares For The Sale of Business:

- Benefits and Disadvantages of Selling Stakes: Seller vs. Buyer.
- Transactions.
- Third-party consent.
- Tax Fees.
- Obligations.  
Avoid TUPE transfer of pledges, labor protection.
- Guarantees.
- Benefits and Disadvantages of Selling a Business: Seller vs. Buyer.

#### Unit 6: Structuring of The Deal:

- How to Pricing Acquisition.
- Process of conducting requirements.
- Objectives.
- Structuring.
- The range.
- Purchase Agreements.
- Asset Purchase vs. Share Purchase Agreement.

#### Unit 7: After The Acquisition:

- The importance of guarantees and compensation.
- Effects of prejudice.
- How to minimize claims.
- Contractual protection of the seller.
- Disclosure letter.
- IP and environmental issues.
- Integration and achievement control.