

Subject : Law of Mergers and Acquisitions

Day : Monday  
Date : 13/05/2013



Time : 02.30 PM TO 05.30 PM  
Max Marks : 80 Total Pages : 1

N.B.-

- 1) Attempt any six questions including Q. No. 1 which is Compulsory.
- 2) Q. No. 1 carries 20 marks and all other questions carry 12 marks each.

- Q.1 Write Short Notes on (Any Four)
- a) Takeover
  - b) Compromise or Arrangement.
  - c) Public Announcement
  - d) 'Combination of Regulations' under Competition Act 2002
  - e) Depreciation and Written Down Value under Income Tax Act.
  - f) Demerger
- Q.2 Briefly explain the content of Scheme of Amalgamation with the highlights of mergers and acquisition.
- Q.3 What is merger? Define its kinds and differentiate between merger and acquisition.
- Q.4 Explain the SEBI guidelines with the help of SEBI (SAST) Regulations 1997 regarding takeover.
- Q.5 Explain various approvals required for Scheme of Amalgamation under Companies Act 1956.
- Q.6 "India has been in a unique situation with respect to its competition regime in the corporate market". Explain with the help of Competition Act 2002.
- Q.7 Discuss the provisions of Foreign Exchange Management Act 1999 related to issue of shares and buyback of shares.
- Q.8 How Companies Court Rules 1959 helping in merger and acquisition process?
- Q.9 What is the process of buyback of shares? Discuss with the help of foreign direct investment.
- Q.10 What are the object, kinds and nature and scope of takeover?

**Subject : Documentation issues in Mergers and Acquisitions**

Day : Tuesday

Date : 14/05/2013



Time : 02.30 PM TO 05.30 PM

Max Marks : 80 Total Pages : 1

N.B.:

- 1) Write any SIX questions Q. No 1 is **COMPULSORY**.
- 2) All questions carries equal marks Q. 1 carries 20 marks.

- Q.1 Write a short notes **ANY FOUR** :-
- a) Issues of shares by transferee Company
  - b) What is Compromise or Arrangement
  - c) Report by Chairman under Form No.39
  - d) Order on Petition under Form No.41
  - e) Notice of the court or the Company Law Board order under Form No.21
  - f) Valuation Report
- Q.2 Draft a scheme of amalgamation by explaining clause-1, 2 and 'transfer of undertaking' under clause-3.
- Q.3 Draft Form No.23, 'the Registration of resolution(s) and agreement(s)' which peruses Section-192 of the Companies Act,1956.
- Q.4 Discuss in detail clauses-3 of scheme of amalgamation from 'Conduct of business by transferor company till effective date' upto 'application to High Court'.
- Q.5 Draft 'Affidavit in support of summons' as Form No. 34.
- Q.6 Discuss briefly the Petition to the National Law Tribunal for sanction of compromise or arrangement vis-a-vis few terms of compromise or arrangement.
- Q.7 What is Due Diligence report? Explain briefly.
- Q.8 "The buyer can not use the confidential information for any purpose". Draft a Confidentiality Agreement.
- Q.9 "The share exchange ratio or the sale price of a company would be dependant on the price at which the seller is willing to part with his assets". Discuss the Valuation Report.
- Q.10 'Prior to conducting a due diligence and preparing a due diligence report what is required as a due diligence checklist'? Comment.



Subject : Financing Mergers and Acquisitions

Day : Wednesday

Date : 15/05/2013



Time : 02.30 PM TO 05.30 PM

Max Marks : 80 Total Pages : 1

N.B.

- 1) Attempt any **SIX** questions including Q. No. 1 which is **COMPULSORY**.
- 2) Q. No. 1 carries **20** marks and other carry **12** mark each.

- Q.1 Write short notes on any **FOUR** of the following
- a) Internal Accruals
  - b) Initial Public Offering
  - c) Issuance of Bonds
  - d) Market multiple method
  - e) Due diligence costs
  - f) Leveraged Buyouts (LBOS)
- Q.2 Acquisitions & mergers are the key factor to overcome economic recession, How?
- Q.3 The successful merger demands that strategic planners are sensitive to the human issues of the organizations. Discuss.
- Q.4 'Finance due diligence is necessary to restrict the reliance placed on vendors warranties', Discuss.
- Q.5 What is the post acquisitions integration cost? Discuss in detail.
- Q.6 Accounting aspect of amalgamation, Explain with types of amalgamation.
- Q.7 Discuss the significance of equity culture in the Indian capital market.
- Q.8 Discuss in detail the modes of payment in financing mergers and acquisitions
- Q.9 'HLL TOMCO case known for its result – oriented, system – driven work environment', Discuss in detail.
- Q.10 What is the process of budgeting merger & acquisition?

## Subject : Case Studies in Mergers and Acquisitions

Day : Thursday  
Date : 16/05/2013



Time : 02.30 PM TO 05.30 PM  
Max Marks : 80 Total Pages : 1

.B.:

- 1) Write any SIX questions Q. No 1 is **COMPULSORY**.
- 2) All questions carries equal marks Q. 1 carries 20 marks.

1 Write a short notes **ANY FOUR** :-

- a) Merger and Acquisition in Europe
- b) Schedule 1 of Mittal and Arcelor
- c) Schedule 3 of Mittal and Arcelor
- d) Routes connecting a US Air hub with a Lufthansa hub
- e) Commitment package by UAL corporation /US Airways
- f) Kingfisher airlines acquires air Deccan

2 What are the commitments to the European Commission by Mittal steel company regarding the divestment businesses and preservation of volatility Marketing and Competitiveness?

3 The Adidas and Reebok company merged in 2005 to compete the other same product company. Explain the Competitive Impact- Unilateral effects.

4 In the case of Siemens and UGC Designs what was the assessment possible effect arisen from the transaction?

5 Discuss the relevant market of both the companies of U.A.L. and U.S. Airways.

6 Discuss the competitive assessment of Edison asquire Eneco Energia Company .

7 Explain Merger and Acquisition in U.S.A.

8 Discuss the cases of merger or acquisition in U.S.

9 Discuss the cases of merger or acquisition in India.

0 Discuss the process of merger and acquisition and differentiate between U.S. and Indian process.

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