

Diploma in Merger and Acquisition (D.M.A.) : SUMMER - 2019
SUBJECT: CASE STUDIES IN MERGERS AND ACQUISITIONS

Day : Tuesday
Date : 07/05/2019

Time: 02.00 PM TO 05.00 PM
Max. Marks: 80

S-2019-1867

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.
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Q.1 Write Short Notes (**ANY FOUR**)

- a) Reliance acquires GAPCO
- b) Kingfisher Airlines acquires Air Deccan
- c) Tata acquires Daewoo
- d) Remedies in Mittal & Arcelor Group
- e) Adidas & Rebook – Relevant Geographic Markets
- f) Selection Procedure in USL Corporation & US Airways

Q.2 Discuss the Competitive assessment involved in the acquisition of Eneco by Edison.

Q.3 Explain in detail any two cases of mergers and acquisitions in India.

Q.4 Evaluate the commitments made by Mittal Steel to the European Commission in its acquisition of Arcelor.

Q.5 Write a detail note on acquisition of UGS Capital Corp. by Siemens.

Q.6 Elucidate the relevant markets of Mittal Steel and Arcelor Company.

Q.7 Briefly analyze the order confirming the acquisition of Reebok by Adidas.

Q.8 Discuss and compare the U.S. Merger Law with Indian Merger Law.

Q.9 Evaluate the assessment details of the acquisition of US Airways by United Airlines.

Q.10 Discuss two case studies relating to U.S. Merger Laws.

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Diploma in Merger and Acquisition (D.M.A.) : SUMMER - 2019

SUBJECT: DOCUMENTATION ISSUES IN MERGERS & ACQUISITIONS

Day : Saturday
Date : 04/05/2019

S-2019-1865

Time: 02.00 PM TO 05.00 PM
Max. Marks: 80

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.
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Q.1 Write Short Notes (**ANY FOUR**)

- a) Scheme of Amalgamation
- b) Proxy form - Form. No.37
- c) Valuation Report
- d) Issue of shares by transferee company
- e) Report by Chairman Form. No. 39
- f) Order on summons for directions Form. No.35

Q.2 Explain in detail the contents of the notice for holding a general meeting as prescribed in Form No. 36.

Q.3 Explain clause No.1 and clause No.2 of the draft of scheme of amalgamation.

Q.4 Explain the contents of an application which is required to be made to the National Law Tribunal under the Companies Act.

Q.5 Draft an affidavit in support of summons as prescribed in form No.34.

Q.6 Explain the content of Form.No.23 which is required to be filed with the registrar after a meeting with the creditors and the members the company is conducted.

Q.7 Draft an order sanctioning the scheme of amalgamation as per prescribed under Form No. 41.

Q.8 Discuss the need and significance of Due Diligence process.

Q.9 Discuss the steps which should be followed by both the companies in a merger or an amalgamation?

Q.10 Explain the meaning and contents of Confidentially Agreement.

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Diploma in Merger and Acquisition (D.M.A.) : SUMMER - 2019
SUBJECT: FINANCING MERGERS & ACQUISITIONS

Day : Thursday
Date : 09/05/2019

S-2019-1866

Time : 02.00 PM TO 05.00 PM
Max. Marks: 80

N.B.:

- 1) Attempt **ANY SIX** questions including **Q. NO. 1** which is **COMPULSORY**.
 - 2) **Q. No. 1** carry **20** marks and all other questions carry **12** marks.
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- Q.1** Write short notes on **ANY FOUR** of the following:
- a) Define 'Merger'
 - b) Meaning of 'Compromise' and 'Arrangement'
 - c) Indian Constitution and Payment of Stamp Duty
 - d) Appointment of Merchant Banker
 - e) Equity Share Capital
 - f) Net Asset Value Method
- Q.2** State and explain the process of Budgeting mergers and acquisitions
- Q.3** State the method of Discounted cash flow with reference to importance of valuation.
- Q.4** Discuss the legal aspects and judicial interpretation of mergers and amalgamations.
- Q.5** Discuss Amalgamation between Holding and Subsidiary company exemption from payment of stamp duty.
- Q.6** "The valuation of shares is a technical matter which requires considerable skill and expertise." Discuss.
- Q.7** State the consequences if the acquirer/target company/merchant banker violate the principles of SEBI regulations.
- Q.8** "According to KPMG study, 83% of all mergers and acquisitions failed to produce any benefit for the shareholders. How and why? Discuss.
- Q.9** ABN AMRO case. Discuss the importance and relevance in financing mergers and acquisitions.
- Q.10** Explain the concept of Due diligence and state the kinds of the diligence.

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Diploma in Merger and Acquisition (D.M.A.) : SUMMER - 2019
SUBJECT: LAW OF MERGERS & ACQUISITIONS

Day : Friday
Date : 03/05/2019

Time: 02.00 PM TO 05.00 PM
Max. Marks: 80

S-2019-1864

N.B.:

- 1) Attempt **ANY SIX** questions in all including Q. No. 1 which is **COMPULSORY**.
- 2) **Q. No. 1** carries **20** marks and all other questions carries **12** marks.

- Q.1** Write short notes on **ANY FOUR** of the following:
- a) Complete Demerger
 - b) Persons Acting In Concert
 - c) Control under SEBI Takeover Code
 - d) Horizontal Merger
 - e) Triangular Merger
 - f) Open Offer
- Q.2** What are the objects of a merger?
- Q.3** What the provisions relating to merger of a small company?
- Q.4** Is it necessary to have the object relating to merger of a company in the Memorandum of Association? Discuss.
- Q.5** What do you mean by Share Exchange Ratio? How is it determined?
- Q.6** What are the disclosures required to be made under Rule 8 of SEBI Takeover Code?
- Q.7** How is Reverse Merger different from a normal Merger?
- Q.8** What do you mean by Vertical Merger?
- Q.9** Corporate Restructuring has become an important tool in enlarging the business in modern times. Discuss.
- Q.10** Give five exemptions under Rule 10 of SEBI Takeover Code.

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