

Subject : Law of Mergers and Acquisitions

Day : Friday

Date : 15/05/2015



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.
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Q. 1 Write Short Notes on (Any Four)

- a) Public Announcement
- b) Object of merger
- c) Demerger
- d) 'Compromise or arrangement'
- e) Buyback of shares
- f) Premerger Activity

Q. 2 'Takeover is the recent activity to pull the business of other entity by controlling it'. Explain.

Q. 3 Briefly explain the content of a Scheme of Amalgamation with the highlights of mergers and acquisition.

Q. 4 Discuss the provisions of Stamp Duty Act 1899, Sick Companies Act 1985 and Sales Tax Act 1956 which helps to merger and acquisition.

Q. 5 Explain the basic concepts related to merger.

Q. 6 How Companies Court Rules 1959 helps to merger and acquisition process?

Q. 7 Explain the SEBI guidelines with the help of SEBI (SAST) Regulations 1997 regarding takeover.

Q. 8 Explain the provisions of Income Tax Act 1961 related to merger and acquisition.

Q. 9 Discuss the provisions of Foreign Exchange Management Act 1999 related to issue of shares and buyback of shares.

Q. 10 How Competition Act 2002 helps the merger and acquisition process? Explain.

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Subject : Documentation issues in Mergers and Acquisitions

Day : Saturday

Date : 16/05/2015



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) Proxy Form (From No.37)
- b) Order on petition under Form No.41
- c) From No.39
- d) Notice of the Court or the Company Law Board order under Form. No. 21
- e) Notice convening meeting of creditor or shareholder in form No.38
- f) Valuation Report

Q.2 What are the steps which would be followed in scheme of amalgamation?
Discuss

Q.3 Draft form 'No. 23' The registration of resolution(s) and agreement(s) which pursues 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 few terms of form No.40 which derives Petition to Sanction Compromise of Arrangement.

Q.6 Draft form No.34 as 'Affidavit in Support of Summons'.

Q.7 Discuss the issues of due diligence report in orderly manner.

Q.8 'The buyer can not use the confidential information for any purpose'. Draft Confidentiality Agreement.

Q.9 What is Article of Association for the company? Discuss the Content of Article of Association.

Q.10 What is the basic requirements of due diligence checklist? Explain.

Subject : Financing Mergers and Acquisitions

Day : Monday

Date : 18/05/2015



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) Banking financing
 - b) Market multiple methods
 - c) Types of amalgamation
 - d) Issuance of Bonds
 - e) Professional and legal cost
 - f) HLL – TOMCO case
- Q.2** What are the sources of finance in financing mergers & acquisitions?
- Q.3** Merger and Amalgamation are different from takeovers. How? Discuss.
- Q.4** What is the valuation method of financing mergers and Acquisitions?
- Q.5** Discuss the significance of Equity culture in Indian Market?
- Q.6** Discuss the legal aspect & Judicial interpretation of merger & Acquisitions.
- Q.7** What is the Due Diligence cost? Explain the type of due diligence.
- Q.8** ABN- AMRO case, discuss the importance and relevance in financing Merger and Acquisition.
- Q.9** What is present legal scenario of budgeting Mergers and Acquisitions?
- Q.10** Discuss the objectives of Due Diligence process.

Subject : Case Studies in Mergers and Acquisitions

Day : Tuesday
Date : 19/05/2015



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) Schedule 2 of Mittal and Arcelor group
- b) Merger and Acquisition in Europe
- c) Schedule 3 of Mittal and Arcelor group
- d) Undertaking submitted by UAL corporation and US Airways
- e) United states v/s QUALCOMM. Inc.et al
- f) Tata acquires Daewoo

Q.2 The Mittal steel Industries Acquired Arcelor steel industry in 2004. Explain the different products of steel in the fullfilment of the operation of acquisition.

Q.3 What is the remedy? What is the remedy package which is submitted by Mittal group to the Commission?

Q.4 What is trustee? Discuss the appointment procedure, functions and duties of trustee which is given under the case of Mittal acquired Arcelor.

Q.5 What are the relevant market for Siemes and UGC design.

Q.6 Enlight the assessment between UAL corp and U.S. Airways.

Q.7 Discuss in detail the overlap route without non stop operation by acquisition of U.S. Airways through U.A.L. corp.

Q.8 Discuss the competitive assessment of Edison S.P.A. as acquired Eneco Energia in 2004.

Q.9 Discuss few casesof merger and acquisition in U.S.A.

Q.10 Discuss some cases of merger and acquisition in India.