

Diploma in Merger and Acquisition (D.M.A.) : WINTER - 2018

SUBJECT: DOCUMENTATION ISSUES IN MERGERS & ACQUISITIONS

Day : Tuesday
Date : 30/10/2018

W-2018-1640

Time: 02.30 PM TO 05.30 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) Kinds of Merger
 - b) Proxy form - Form. No.37
 - c) Memorandum of Association
 - d) Issue of shares by transferee company
 - e) Order on summons for directions Form.No.35
 - f) Report by chairman Form No.39
- Q.2** Draft an affidavit in support of summons as prescribed in form No.34.
- Q.3** Explain the contents of an application made to the National Law Tribunal under the Companies Act.
- Q.4** Draft an order on petition sanctioning the scheme of amalgamation as per Form No.41.
- Q.5** Explain the contents of Form No. 23 required for registration of resolutions and agreements u/s 192 of Companies Act.
- Q.6** What is scheme of amalgamation? Explain clause No.1 and clause No.2 of the draft of scheme of amalgamation.
- Q.7** Explain the meaning and contents of Confidentially Agreement.
- Q.8** Explain the details regarding the notice of meeting to be held for approving the scheme of amalgamation.
- Q.9** What is due diligence? Explain the need and significance of due diligence process.
- Q.10** Explain the contents of a valuation report and methods of valuation

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Diploma in Merger and Acquisition (D.M.A.) : WINTER - 2018

SUBJECT: FINANCING MERGERS & ACQUISITIONS

Day : Wednesday
Date : 31/10/2018

W-2018-1641

Time : 02.30 PM TO 05.30 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) 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** State the sources of finance in financing mergers & acquisitions
- Q.3** Merger and Amalgamation are different from takeovers. How? Discuss.
- Q.4** State 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** State what is Due Diligence cost? Explain the types of Due Diligence.
- Q.8** ABN-AMRO case, discuss the importance and relevance in financing Merger and Acquisition.
- Q.9** State the present legal scenario of budgeting Mergers and Acquisitions.
- Q.10** Discuss the objectives of Due Diligence process.

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Diploma in Merger and Acquisition (D.M.A.) : WINTER - 2018
SUBJECT: LAW OF MERGERS & ACQUISITIONS

Day : Monday
Date : 29/10/2018

W-2018-1639

Time: 02.30 PM TO 05.30 PM
Max. Marks: 80

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.
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- Q.1** Write short notes on **ANY FOUR** of the following:
- a) Partial Demerger
 - b) Conglomerate Merger
 - c) Horizontal Merger
 - d) Merger of a Small Company
 - e) Merger by Absorption
 - f) Persons Acting in Concert
- Q.2** What are the circumstances that compel a company to think about merger?
- Q.3** Which are the authorities / stakeholders that are required to be approached for getting an approval for a merger?
- Q.4** What is a Demerger? Do the shareholders of a “Demerged Company” become the shareholders of a “Resulting Company”?
- Q.5** Post-Merger, the balance sheets of the transferor and the transferee company also merge. Discuss.
- Q.6** What are the circumstances under which the Open Offer is not triggered?
- Q.7** One of the objects of a merger is to concentrate on Core Competencies. Discuss.
- Q.8** What do you mean by Congeneric Merger?
- Q.9** Cross Border Acquisitions require compliances of various aspects such as taxation, foreign exchange laws etc. Elaborate.
- Q.10** What do you mean by “Minimum Level of Acceptance” under SEBI Takeover Code?

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