

**Subject : Case Studies in Mergers and Acquisitions**

Day : Thursday  
Date : 21/11/2013



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** of the following:
- a) Tata acquires Daewoo
  - b) Relevant geographic markets with reference to Adidas & Reebok
  - c) Reliance acquires GAPCO
  - d) Selection procedure with reference to USL Corporation and Us Airways
  - e) Kingfisher Airlines acquires Air Deccan
  - f) Remedies in Mittal & Arcelor group merger
- Q.2** Explain the commitments made to the European commission by Mittal Steel for acquisition of Arcelor.
- Q.3** Explain the detail of the order confirming the acquisition of Reebok by Adidas.
- Q.4** Write a detail note on acquisition of UGS Capital Corp. by Siemens
- Q.5** Explain the assessment details of United Airlines acquiring US Airways.
- Q.6** In 2004, "Edison" acquired "Eneco" .Discuss their Competitive Assessment.
- Q.7** Explain the laws relating to mergers and acquisition in U.S along with 2 case studies.
- Q.8** Explain any 2 cases of merger and acquisition in India.
- Q.9** Explain the relevant markets of Mittal steel and Arcelor company.
- Q.10** Compare the U. S merger law with Indian merger law giving relevant cases.

**Subject : Law of Mergers and Acquisitions**

Day : Monday  
Date : 18/11/2013



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

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**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** of the following:
- a) Kinds of Merger
  - b) Reconstruction of Sick Companies
  - c) Concept of Previous Year
  - d) Kinds of Takeover
  - e) Issue of shares to employees
  - f) Rule 69, Companies court Rules, 1959
- Q.2** Explain the procedure for amalgamation under the Companies Act, 1956.
- Q.3** Explain the provisions related to stamp duty in case of amalgamation of companies.
- Q.4** Define Combination. Explain the procedure to receive an order of the Competition Commission for approving the Combinations under the Competition Act, 2002.
- Q.5** "Buy Back is a tool of corporate restructuring". Comment.
- Q.6** Explain the procedure for acquiring the shares of dissenting shareholders under the Companies Act, 1956.
- Q.7** Define Takeover. Explain the step by step procedure involved in a takeover process.
- Q.8** Explain the various taxes payable under the Income Tax Act on merger of companies.
- Q.9** Explain the provisions under the Foreign Exchange Management Regulations in case of a merger or amalgamation between an Indian party and a Foreign party.
- Q.10** Explain the law relating to amalgamation of companies in national interest.

**Subject : Financing Mergers and Acquisitions**

Day : Wednesday

Date : 20/11/2013



Time : 02.30 PM TO 05.30 PM

Max Marks : 80 Total Pages : 1

N.B:

- 1) Attempt any **SIX** question 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** 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 & 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 & 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 & 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 & 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 due diligence.

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

Day : Tuesday

Date : 19/11/2013



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** of the following:
- a) Articles of Association
  - b) Notice convening meeting under Form No. 36
  - c) Report by Chairman under Form No. 39
  - d) Objects of Mergers
  - e) Order on Summons for Directions under Form No. 35
  - f) Issues of shares by Transferee Company
- Q.2** Draft an order sanctioning the scheme of amalgamation as per the prescribed Form No. 41.
- Q.3** Explain the need and importance of Due Diligence process.
- Q.4** After a meeting with the creditors and the members the company is required to file Form No. 23 with the concerned Registrar. Explain the contents of Form No. 23.
- Q.5** Explain in detail the contents of the notice for holding a general meeting as prescribed in Form No. 36.
- Q.6** What is a scheme of Amalgamation? Explain its various clauses.
- Q.7** An application is required to be made to the National Law Tribunal u/s 391. of Companies Act. Explain its contents.
- Q.8** What is Valuation? Explain the methods of valuation and contents of valuation report.
- Q.9** Explain the Confidentiality Agreement in detail.
- Q.10** Draft an affidavit in support of summons as prescribed in Form No. 34.