

## Mergers & Acquisition Masterclass

27-29 Dec 2022  
Kuala Lumpur

The objective of this program is to provide knowledge, and detailed understanding of managing the Mergers & Acquisitions transactions followed in the industry. This course will help participants to improve their knowledge and develop their professional skills required in the M&A career or dealing with M&A transaction in their companies.

### Overview

The Course curriculum includes a detailed understanding of the M&A process, identification, analysis of investment, modeling, due diligence, structuring, negotiation and post-integration processes from the seller as well as buyer perspectives.

Upon completion of this course, participants will have a clear understanding of the critical processes, challenges and issues faced in the industry as well as be able to differentiate between various transaction structures, their implications and provide an explanation on how to analyze and negotiate and close the M&A transactions.

A case study discussion included in this program detailing the complete process of M&A investments which will provide participants with more significant and valuable knowledge that will be useful in their business and profession.

### Who should attend

All individuals who want to improve their knowledge and further develop their professional skills in the private equity space

- Professionals who are seeking a career in M&A
- CEOs, head of business units, departments and decision-making personnel - who want to deal or currently dealing with private equity firms
- Middle to senior managers from any industry
- Analysts/ investment bankers/ professionals planning to do M&A
- Candidates who wish to set up M&A business

### Methodology

The non-theoretical methodology which includes interactive discussions, case studies, interactive games and assignments to understand the concepts and their applicability in the current economic and financial environment.

### Trainer

All our trainers are carefully chosen by us and possess a rich and vast experience in the financial sector. This course is conducted by an experienced training consultant having more than 17 years of industry experience with some of the world's leading business institutions, specializing in corporate finance, investment banking, and private equity.

**Mergers & Acquisition Masterclass**27-29 Dec 2022  
Kuala Lumpur**Course Content****Module – 1****Introduction**

- Introduction
- What constitutes M&A?
- How M&A is different from Strategic Alliance
- Summary of M&A processes - identification, due diligence and acquisition, documentation, Integration

- How to integrate the data of two companies and build the synergies the combined entity
- Financial Analysis and Effects of M&A
- Calculation of Purchase Price Consideration and Goodwill
- Sources and Uses of Fund
- Shareholding and its impact due to dilution of shares

**Module – 2****Various Types of M&A and Strategic Reason for M&A**

- Why do companies M&A?
- Strategic and Tactical Reasons for doing M&A
- Various Types of M&A
- Pitfalls and advantages for these Strategic decisions

**Module – 6****Calculation and Analysis of EPS Accretion/Dilution**

- Detailed EPS calculations, including the pitfalls to avoid
- EPS Accretion/Dilution calculation and analysis
- Analysis – Combined financial statement
- Analysis of Shares, convertibles, preference shares outstanding of the combined entity
- Exchange ratio calculation
- EPS Accretion/Dilution Analysis

**Module – 3****Success Factor and Parties involved in M&A Transactions**

- Key Parties Involved
- Pre-requisites to an M&A
- Critical Success Factors and pitfalls to avoid

**Module – 7****Valuation Model applied in M&A Transaction Valuation**

- Valuation Methods and adjustment of various premiums and discounts
- Discounted Cash Flow Adjusting for Synergies
- Types of Sensitivity Analysis in the M&A valuation
- 1-D Sensitivity Analysis
- 2-D Sensitivity Analysis
- One Stage vs Multi-Stage Models

**Module – 4****Key Process involved in M&A**

- Steps by Step Approach in M&A
- Why analyze the Industry?
- How to identify the target companies and approach
- Various Criteria to be applied to the Target

**Module – 8****Managing Comparable Companies Analysis****Module – 5****How to create a comprehensive model and analysis for M&A Transactions**

- Build and Critical combined statements

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- Process of valuation based on comparative multiples - Compilation, adjustments, and rationalization
- Characteristics of Multiples
- Comparable Companies Analysis Pros and Cons
- Enterprise value multiples - Equity value multiples
- Key issues and pitfalls
- Application of control or leadership premium, synergies, cash flows, illiquidity and minority discounts, etc

### Module - 9

#### How to analyze the company using Precedent Transactions Method

- Key Challenges applying Precedent Transaction Method
- Precedent Transactions Analysis vs Trading Comps
- Pros and Cons
- Process/Steps of valuation based Precedent Transactions Analysis
- Critical adjustments in the compilation and analyzing precedent transactions

### Module – 10

#### How to identify and analyze the Synergies in M&A

- Various types and their impact
- Cost Synergies
- Revenue Synergies
- Critical Success Factors and pitfalls to avoid

### Module – 11

#### Due Diligence

- Why do Due Diligence?
- Various types of Due-diligence
- How to prepare a company for due diligence
- Creating a due diligence plan in line with the rationale
- Balancing the role of internal and external service providers
- How to resolve post due to diligence observations

### Module – 12

#### Deal Structuring and Negotiation and Closure

- Key terms and their impact on M&A business-
- How to negotiate effective terms sheets
- Key points to focus while negotiating SPA/SHA
- Key Structure used in M&A Transactions

### Module – 13

#### Post-Merger Integration

- Why do M&A deals fail?
- Risks and its mitigation in M&A
- Key issues like Attrition, KMPs Retention Mechanism etc
- Financial Implications of Firing KMPs
- Management of hierarchal differences and cultural differences

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### DELEGATES' REGISTRATION FORM

#### Course Fees

(Fees per participant)	Single	Group**
Normal fees	2299	1999
Early bird price*	1899	1699

\*Payment 30 days before commencement of course

\*\*Minimum of 3 participants

The course fee includes

- Two days of dedicated expert training
- Lunch and refreshments
- Copies of important course material

#### Venue Details

- All our training sessions are held in suitable locations, assuring a high level of comfort and a conducive learning environment.
- Due to variation in number of participants, final venue details will be mailed 14 days before the course commences.
- Registration : 8:30 am
- Session timings: 9:00 am to 5:00 pm
- **Disclaimer:** Riverstone Training reserves the right to change the venue or postpone the course due to unforeseen circumstances.

#### Company Information

Company Name : \_\_\_\_\_  
 \_\_\_\_\_  
 Address : \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 Contact person : \_\_\_\_\_  
 Designation : \_\_\_\_\_  
 Email : \_\_\_\_\_  
 Phone : \_\_\_\_\_

#### Delegate Information

Name (1) : \_\_\_\_\_  
 Designation : \_\_\_\_\_  
 Email : \_\_\_\_\_  
 Phone : \_\_\_\_\_  
 Name (2) : \_\_\_\_\_  
 Designation : \_\_\_\_\_  
 Email : \_\_\_\_\_  
 Phone : \_\_\_\_\_

#### Payment Terms

- Full payment is required for seat confirmation.
- Make a crossed cheque or bank draft payable to **Riverstone Training Pte Ltd.**
- Mail your payment with this registration form to **Level 20, Tower 2, One Raffles Place, Singapore 048616.**
- Alternatively, you can do a bank transfer to OCBC Bank account no **686679846001**(Bank no: 7339; Branchno:686; Swiftcode:OCBCSGSG).

#### Cancellation Policy

- If you are unable to attend, a replacement delegate is always welcome.
- Any cancellation must be made in writing to Riverstone Training at least 14 days before the event date. A full refund, less an administration fee of SGD 150, will be given.
- For written cancellations received less than 14 days before the event date, no refunds will be given. However, you will receive a 100% credit voucher that can be applied towards any of our subsequent training courses within six months of the initial registration.

#### Need in-house training on the same topic?

For in-house training on the same course or customized course, please contact us through

Email : [register@riverstonetraining.com.sg](mailto:register@riverstonetraining.com.sg)

or

Phone : +65 9730 4250