



LEAD CITY UNIVERSITY
Faculty of Environment, Management & Social Sciences
Department of Business Administration

2017/2018 Academic session.

2nd Semester

COURSE CODE: BUS 413

COURSE TITLE: Corporate Development: Mergers & Acquisition

NO OF UNITS: 2

STATUS: COMPULSORY

LECTURERS IN CHARGE:

NAME: DR. ADEIGBE, YUNUS KAYODE

QUALIFICATIONS: B.A. (HONS), LL.B (HONS), M.P.P, Ph.D., ACIPM, AMNIM

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AREA OF SPECIALIZATION: Industrial (Personnel) Psychology, Human Resources Management, Entrepreneurship

NAME: DR. C.T. JEGEDE *MCIPMN*,

QUALIFICATIONS: *B.Sc. Dip.Th., M.Sc. PGDMS, MBA, M.Phil. PhD (Bus. Admin/Entrepreneurship)*

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AREA OF SPECIALISATION: ENTREPRENEURSHIP, SMES, ECM, HRM

SECTION A

COURSE DESCRIPTION

Corporate Development: Mergers & Acquisition is a two credit course for students offering B. Sc. Business Administration in the Faculty of Environment, Management & Social Sciences.

It is a compulsory course that is designed to broaden students' knowledge which would help the students to understand corporate development as applied to business governance/management and consolidation. The course addresses the need for cooperation among the staff of the affected firms and also pave way to understanding growth and expansion strategy, consolidation of core corporate activities, streamlining of input and output sources through mergers and acquisition, exploring competitive advantage in process and products development. At the end of the course, students would be able to use the knowledge gained to apply to daily entrepreneurial activities after graduation. Attendance at lectures will enable students to contribute to the development of scholarly thoughts in entrepreneurship and business management as it affects corporate development and corporate governance in Nigeria. The course is designed in a way that the aims of the course will be achieved by discussing corporate governance on Consolidation policy, discussing mergers and acquisitions in Nigeria, explaining merger procedures for Small, Large and Intermediate enterprises, explaining documentation for required business combination transactions, understanding what mergers and acquisitions are all about, discussing the relationship between various forms of corporate strategies, identify the various issues and challenges in mergers and acquisitions and finally discussing disclosure of negotiations in mergers and acquisitions.

LEARNING OBJECTIVES

At the end of this course, students should be able to:

- (i) Understand the key company initiatives for corporate development
- (ii) Identify various techniques for corporate development
- (iii) Explain what a corporation is and the roles it performs;
- (iv) Understand what mergers and acquisitions are and reasons for them
- (v) Identify various types of mergers and acquisitions and their procedures, as well as
- (vi) Understanding the legal framework for Banks consolidation in Nigeria.

COURSE ASSESSMENT

Students are expected to attend classes, sit for exams and satisfy the requirements of the examiners in the following:

Students are expected to answer 4 questions out of six. Each question carries 15 marks. The use of relevant illustrations and references to support answers will be highly encouraged. Answers must be written in good English with minimal grammatical errors.

Grading will be done as follows:

Continuous Assessment	40 marks
Final Examination	60 marks
Total	100 marks

LECTURE PLAN

WEEK 1 – Overview of corporate development

WEEK 2 – Concepts of Mergers and Acquisition in a developing economy

WEEK 3 – Scope and nature of Mergers & Acquisition in a developing nation like Nigeria.

WEEK 4- Mergers & Acquisition: Opportunities and avoiding the pit falls.

WEEK 5 – Mergers & Acquisition: Challenges & Regulatory Agencies

WEEK 6 –Understanding the concept of strategy

WEEK 7 – Understanding the practice and forms of strategy in a competitive economy

WEEK 8 – Case study of mergers and acquisitions in the Banking Sector

WEEK 9 – Case study in the oil sector

WEEK 10 –Incentives on Consolidation in the banking sector.

WEEK 11 – Product Mix-Strategy and New Product Development

WEEK 12 – Seminar/Test

WEEKS 13 & 14 – REVISION

READING LIST

Bataille, G. (1985). —Nietzsche and the fascists. In *Georges Bataille Visions of excess. Selected writings, 1927-1939* (translated by A. Stoekl). Minneapolis: University of Minnesota Press.

Bataille, G. (1987). *Eroticism* (translate by M. Dalwood). London: Marian Boyars.

Bataille, G. (1988). *Inner Experience* (translated by L.A. Boldt). New York: State University of New York Press.

Bataille, G. (1990). —Hegel, death and sacrificel (translated by J. Strauss). In A. Stoekl (Ed.) *On Bataille, Yale French Studies*, 78: 9-28. New York: Yale University Press.

Baudrillard, J. (1993). *Symbolic exchange and death* (translated by I.H. Grant). London: Sage Publications.

DR. J. ADE AFOLABI “Mergers & Acquisitions: Identifying the Opportunities & Avoiding the Pitfalls” Paper presented at the workshop for business editors and finance correspondents association of Nigeria at manpower development institute, Dutse, Jigawa state: FABIAN AJOGWU, Publishers

Schumpeter, J.A. (1934). The theory of Economic Development, Cambridge, MA: Harvard University Press.

Robbert T. Kiyosaki (2010) “The Business of the 21st Century” USA: Cashflow Technologies

Robbert T. Kiyosaki (2001) “The Rich Dad’s Guide to Investing: What the rich invest in, that the Poor and middle Class Do Not!” NY: Warner Books

Robbert T. Kiyosaki (2001) “The Business School” USA: Momentum Media

Robbert T. Kiyosaki (1998) “The Cashflow Quandrant” NY: Warner Books

SECTION B

TUTORIAL QUESTIONS

1. Define the concept of Corporation and vividly describe the procedures for forming a Corporation in Nigeria
2. Describe the concept of corporate development. Identify and explain the techniques for corporate development.
3. As an HR practitioner, you have been requested by a company to address their Board members by explaining the following key terms at their meeting: Corporate Diversification, Corporate Growth, Globalization, Consolidation and Corporate Recycling.
You are required to write a short address on this that will be presented at the next board meeting.
(b) Discuss the relationship between Corporations as a legal entity and a person, as well as the limitation called ‘lifting the veil of incorporation’
4. The terms “Mergers, Acquisitions and consolidation” may often be confused, they look similar and mostly used interchangeably. Discuss.
5. Define the following terms giving vivid examples:
(i) Horizontal Mergers, (ii) Vertical Mergers. (iii) Conglomerate Mergers (iv) Concentric Mergers
6. As a young graduate from LCU, you have been invited to attend an interview to the position of Manager-in-training, Department of Mergers & Acquisitions in XYZ Company, Mokola road, Ibadan. You are required to write a brief presentation to demonstrate your knowledge on reasons for Mergers and Acquisitions in Nigeria.
7. What are the procedures in preliminary considerations for Mergers in Nigeria?
8. Explain the Twin Issue of Due diligence and valuation.
9. In an asset acquisition, highlight and explain any five post-closing tasks that are typical to Mergers and Acquisition in Nigeria.
10. Identify and expatiate on the main objectives of the regulatory/supervisory agencies in Mergers & Acquisition practices in Nigeria.
11. In line with global best practices in Mergers & Acquisition, suggest some measures to be considered for adoption by the Regulatory agencies in order to achieve their objectives, especially in the Banking industry in Nigeria.
12. With reference to Oil & Gas industry in Nigeria, highlight and expatiate the content of documentation required for business combinations transactions.



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2017/2018 Academic session Examination. 2nd Semester

COURSE CODE: BUS 413

TIME: 2HRS

COURSE TITLE: Corporate Development: Mergers & Acquisition.

Instructions: Answer 4 questions out of the 6 picked questions Time: 2 Hours

1. Define the concept of Corporation and vividly describe the procedures for forming a Corporation in Nigeria
2. Describe the concept of corporate development. Identify and explain the techniques for corporate development.
- 3 (a). As an HR practitioner, you have been requested by a company to address their Board members by explaining the following key terms at their meeting: Corporate Diversification, Corporate Growth, Globalization, Consolidation and Corporate Recycling.
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- 3 (b) Discuss the relationship between Corporations as a legal entity and a person, as well as the limitation called 'lifting the veil of incorporation'
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COURSE TITLE: Corporate Development: Mergers & Acquisition.

Lecturers: Dr Y K Adeigbe & Dr. C. T. Jegede

MARKING SCHEME

1. Define the concept of Corporation and vividly describe the procedures for forming a Corporation in Nigeria

Ans- Definition 5 marks and Procedures 10 marks totaling 15 marks

2. Describe the concept of corporate development. Identify and explain the techniques for corporate development.

Ans- Concept 5 marks and identification/explanation 10 marks totaling 15 marks

3 (a). As an HR practitioner, you have been requested by a company to address their Board members by explaining the following key terms at their meeting: Corporate Diversification, Corporate Growth, Globalization, Consolidation and Corporate Recycling.

You are required to write a short address on this that will be presented at the next board meeting.

Ans- Explanation on the 5 concepts @ 2 marks = 10 marks

3 (b) Discuss the relationship between Corporations as a legal entity and a person, as well as the limitation called 'lifting the veil of incorporation'

Ans- Discussions 3 marks and limitations 2 marks = 5 marks all totaling 15 marks

4. The terms "Mergers, Acquisitions and consolidation" may often be confused, they look similar and mostly used interchangeably. Discuss.

Ans- Discussions: Argument for = 5 marks, argument against = 5 marks and conclusion = 5 marks totaling 15 marks

5 Define the following terms giving vivid examples:

Horizontal Mergers, (ii) Vertical Mergers. (iii) Conglomerate Mergers (iv)

Concentric Mergers

Ans- Discussions on the 4 concepts @ 3marks = 12 marks and conclusion = 3 marks totaling 15 marks

6 As a young graduate from LCU, you have been invited to attend an interview to the position of Manager-in-training, Department of Mergers & Acquisitions in XYZ Company, Mokola road, Ibadan. You are required to write a brief presentation to demonstrate your knowledge on reasons for Mergers and Acquisitions in Nigeria.

Ans- Any 3 reasons @ 5 marks totaling 15 marks

7 What are the procedures in preliminary considerations for Mergers in Nigeria?

Ans- Discussions 10 marks and limitations 5 marks totaling 15 marks

8. Explain the Twin Issue of Due diligence and valuation.

Ans- Discussions on any 3 explanation @ 5 marks totaling 15 marks

9. In an asset acquisition, highlight and explain any five post-closing tasks that are typical to Mergers and Acquisition in Nigeria.

Ans- Discussions on any 5 points@3 marks totaling 15 marks

10. Identify and expatiate on the main objectives of the regulatory/supervisory agencies in Mergers & Acquisition practices in Nigeria.

Ans- Discussions on any 5 objectives@3 marks totaling 15 marks

11. In line with global best practices in Mergers & Acquisition, suggest some measures to be considered for adoption by the Regulatory agencies to achieve their objectives, especially in the Banking industry in Nigeria.

Ans- Discussions on any 5 points@3 marks totaling 15 marks

12. With reference to Oil & Gas industry in Nigeria, highlight and expatiate the content of documentation required for business combinations transactions.

Ans- Discussions on any 5 points@3 marks totaling 15 marks

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Ans- Any 3 reasons @ 5 marks totaling 15 marks

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Ans- Discussions on any 5 points@3 marks totaling 15 marks

12. With reference to Oil & Gas industry in Nigeria, highlight and expatiate the content of documentation required for business combinations transactions.

Ans- Discussions on any 5 points@3 marks totaling 15 marks