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14MBAFM407

**Fourth Semester MBA Degree Examination, June/July 2017**  
**Mergers, Acquisitions and Corporate Restructuring**

Time: 3 hrs.

Max. Marks:100

**SECTION - A**

*Note : Answer any FOUR questions from Q.No.1 to Q.No.7.*

- 1 Explain Hubris hypothesis or winners curse. (03 Marks)
- 2 What are Conglomerate mergers? (03 Marks)
- 3 Define Leveraged Buy-out. (03 Marks)
- 4 What are strategic alliances? (03 Marks)
- 5 What do you mean by a slump sale? (03 Marks)
- 6 Define fair price. (03 Marks)
- 7 What are stand still agreements? (03 Marks)

**SECTION - B**

*Note : Answer any FOUR questions from Q.No.1 to Q.No.7.*

- 1 List and explain the financial motives behind mergers and acquisitions. (07 Marks)
- 2 Explain the different stages of the Industry Life cycle with reference to mergers. (07 Marks)
- 3 What is a demerger? What are the reasons for demerger? (07 Marks)
- 4 What is due diligence? Explain the different types of due diligence. (07 Marks)
- 5 What are the various forms of corporate restructuring? (07 Marks)
- 6 With the help of a neat diagram, explain the BCG matrix. (07 Marks)
- 7 What are the salient features of SEBI takeover code? (07 Marks)

**SECTION - C**

*Note : Answer any FOUR questions from Q.No.1 to Q.No.7.*

- 1 Explain the strategic motives behind mergers and acquisitions. (10 Marks)
- 2 Horizontal, vertical and Conglomerate mergers have resulted in value creation. Explain. (10 Marks)
- 3 Explain the various reasons for corporate restructuring. (10 Marks)

- 4 Discuss the five-stage model of the merger process. (10 Marks)
- 5 Explain Michael Porter's five forces model with respect to mergers and acquisitions. (10 Marks)
- 6 Explain in detail about the various theories of mergers. (10 Marks)
- 7 Explain the various preventive anti-take over defense measures undertaken by firms in case of hostile takeovers. (10 Marks)

**SECTION - D**  
**CASE STUDY – [ Compulsory ]**

Consider two firms that operate independently and have the following data:  
(₹ in Million)

Particulars	Metro Ltd.	Regency Ltd.
Reserves	6,000	3,000
Cost of goods sold	3,500	1,800
EBIT	2,500	1,200
Expected Growth rate	5%	7%
Cost of capital	8%	9%

Both the firms are in a steady state with capital spending offset by depreciation. Both the firms have an effective tax rate of 40% and are financed by equity only.

Scenario 1:

Assume that combining of the two firms will create economics of scale that will reduce the cost of goods sold to 48% of reserves.

Scenario 2:

Assume that as a consequence of the merger the combined form is expected to increase its future growth to 7% while the cost of goods sold is 60% and do not come down to 48%.

Scenario's 1 and 2 are mutually exclusive you are required to:

- 1 Compute the value of both the firms as separate units.
- 2 Compute the value of both the firms together if there were absolutely no synergy at all from the merger.
- 3 Compute the cost of capital and the expected growth rate for the combined entity.
- 4 Compute the value of synergy in scenario 1 and scenario 2. (20 Marks)

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