

# Course Code MGT 516

## Managing Mergers and Acquisitions

### Module 2, 2024-2025

#### Course Information

---

**Instructor: ZHU Hong, PhD**

Office: PHBS Building, Room 666  
Phone: 86-755-2603-3781  
Email: zhuhong@phbs.pku.edu.cn  
Office Hours: 1:20pm-3:20pm Monday & By Appointment

**Teaching Assistant: Chalaueynit Kunavongvorakul (Kitty)**

Phone: 15994831129  
Email: 2301213790@stu.pku.edu.cn  
TA Office: PHBS Building, Room 213/214  
TA Office Hours: 8:30-10:30am, Wednesday

**Classes:**

Lectures: 8:30am-10:20am, Monday & Thursday

Venue: Room XXX

Wechat Group: 2024M2Nov-Acquisition

## 1. Course Description

### 1.1 Context

#### Course overview

Mergers and acquisitions (M&As) are the most important strategy for a firm to grow rapidly and gain the competitiveness in the markets. M&As have played a very important role in firm growth for more than a century. The history of firms in the last century is coined as a century-old history of M&As.

This course aims to enable students to have a comprehensive and solid grasp of the long and complicated process of M&As from management perspective. The M&A process typically begins with a firm's strategic motivation, involves target selection, due diligence, negotiation, announcement, and post-acquisition integration, among other stages. These are the key steps in the M&A process. This course integrates lectures and analyses of acquisition cases to offer theory-based, and vivid, enriched and in-depth understanding of M&As.

#### Prerequisites

This course welcomes every student who has strong interests in M&As. At the same time, **before you register the course**, please pay close attention to the following prerequisites.

- 1. The key for you to succeed in this course is to actively participate in group case analyses and discussions in the classroom.**
2. Students are generally required to have completed at least one management course at master/undergraduate level.

## 1.2 Textbooks and Reading Materials

Course materials will consist of three areas: (1) References; (2) Cases; (3) Powerpoint slides.

### (1) References

DePamphilis, D.M. 2022. Mergers, acquisitions, and other restructuring activities: an integrated approach to process, tools, cases, and solutions. 11<sup>th</sup> Edition. Elsevier.

(2) Cases (e-version) will be emailed to you one week before each case discussion.

### (3) Powerpoint slides (PPTs)

- 1) We will not use CMS in order to make sure that only students who register for the course will receive the course materials.
- 2) PPT slides without answers will be emailed to you one week before the lectures.
- 3) PPT slides with answers will be emailed to you after each week's lectures.

**Recommended Readings:** I recommend that you read (or browse) a major business newspaper (e.g., *the Wall Street Journal* or *Financial Times*) on a daily basis. You have heard the phrase "readers are leaders." This is true assuming the reading is relevant. There is a lot to choose from so choose wisely. Most people do not read; this will be a habit that will set you apart.

## 2. Learning Outcomes

### 2.1 Intended Learning Outcomes

Learning Goals	Objectives	Assessment (YES with details or NO)
1. Our graduates will be effective communicators.	1.1. Our students will produce quality business and research-oriented documents.	No
	1.2. Students are able to professionally present their ideas and also logically explain and defend their argument.	Yes
2. Our graduates will be skilled in team work and leadership.	2.1. Students will be able to lead and participate in group for projects, discussion, and presentation.	Yes
	2.2. Students will be able to apply leadership theories and related skills.	Yes
3. Our graduates will be trained in ethics.	3.1. In a case setting, students will use appropriate techniques to analyze business problems and identify the ethical aspects, provide a solution and defend it.	Yes
	3.2. Our students will practice ethics in the duration of the program.	Yes
4. Our graduates will have a global perspective.	4.1. Students will have an international exposure.	Yes
5. Our graduates will be skilled in problem-solving and critical thinking.	5.1. Our students will have a good understanding of fundamental theories in their fields.	Yes
	5.2. Our students will be prepared to face problems in various business settings and find solutions.	Yes
	5.3. Our students will demonstrate	Yes

	competency in critical thinking.	
--	----------------------------------	--

**2.2 Course specific objectives**

This course contains the frontier academic research, a number of examples, and classic cases of acquisitions. The goals of this course are to (1) facilitate students to develop a solid and comprehensive understanding of M&As that involve a long and intricate process and stakeholders including top leadership of firms, shareholders, employees, investment banks, etc; (2) offer students fine-grained analyses of how to formulate a value-creating M&A and realize the synergy through post-acquisition integration. Armed with such in-depth understandings of M&As, students are more capable of serving for firms where M&As are inevitable across the firms’ life cycle.

**2.3 Assessment/Grading Details**

	Assessment Task	Weighting	Submission
I	Individual Participation*	10%	After Each Lecture
II	Group Participation in Cases*	30%	After Each Case
III	Final Group Presentations	25%	1. Group Information: 5:30 Dec 15 2. Draft PPTs: 5:30pm Jan 6 3. Presentations: Last two Lectures 4. Finalized PPTs: 5:30pm Jan 19
IV	Final Individual Report	30%	5:30pm Jan 19
V	Effective Group Leaders	5%	
	Total	100%	
VI	Bonus (Active Participation)	5%	

**\* Please refer to page 9 for instructions on how to record your participation and other required details.**

\* Individual participation excludes in-class group case discussions.

"Cases" refer to the major cases (e.g., Case 1, Case 2) listed on pages 7-8 of the syllabus and do not include examples or mini-cases.

Assignments submitted after the due time will be penalized 10% of the base grade for each 24-hour late.

Submission time is temporary and may change slightly according to the course progress.

**I.Class Participation (10%)**

Please plan to treat this course as an opportunity to practice the professionalism that will serve you well during your career. You owe yourself and your fellow students your presence in the classroom. Meanwhile, please note that nonprofessional behavior (i.e. sleeping in class, chatting with your neighbors during the class time, showing up late to class, reading materials other than those assigned for this class, leaving class early, failing to turn cell phones off, passing notes, eating, rudeness, sarcasm, discrimination, etc.) that creates a distraction is likely to inhibit both your own and your peers classroom learning. As such you can expect that the demonstration of unprofessional behavior will negatively impact your grade in class participation.

**Attendance.** Please also note that attendance is a necessary but insufficient condition for participation in a timely manner; this means that simply attending the class is not the same as participating. Participation will be graded on the basis of the quantity and quality of an individual’s contribution to classroom discussion. In fact, we learn best when we are actively involved in the activity we are attempting to master (consider

riding a bicycle, studying dentistry). According to PHBS regulations, you can have one opportunity to ask for a leave due to business reasons; you can have unlimited times to ask for a leave due to emergencies; and six absences are equal to failure in the course. **Please arrive at the classroom five minutes before the class starts and scan your face.**

**Individual Participation.** Being well prepared for class is a prerequisite for high quality involvement, which in turn better enables you to maximize your learning. Hence, it is virtually important and it is your responsibility that you always have read in advance the materials that will be covered during the class. Your level of preparation for this class will determine your success. Please come to class prepared. I expect each of you will provide your quality opinion at least once during a week. As such, you will receive the full grade for participation.

Please fill in the excel sheets uploaded to our wechat group right after each lecture.

1. Attendance sheet: There are attendance and lateness columns for you to fill in.
2. Individual participation sheet: it refers to the number of times you provide quality opinions excluding
  - 2.3 simple answers such as yes/no
  - 2.4 in-class major case group discussions

## **II. Group Participation in Major Case Analyses (30%)**

**Group members:** Five students will form a group. To ensure students to experience sufficient interactions with each other and to experience group dynamics, students will be assigned to two different groups this module.

**Two groups:** Group 1 will be formed to be responsible for *major cases in Week 1-5* and Group 2 will be formed to be responsible for major cases in *Week 6-9*.

Group 1 and Group 2 information including group members along with the seating chart will be sent to you after add-drop and roughly in Week 5 respectively.

**Group leaders:** Every student will have an opportunity to serve as a group leader. Each group leader is responsible for one major case. Group leaders will be assigned to each case right before each case discussion. If you have preferences such as the time to serve as a group leader, please inform TA asap.

Group leaders will be responsible for (a) taking a laptop to the classroom; (b) coordinating group discussion; (c) leading the group to discuss the case with other groups; and (d) filling in group case participation uploaded after each case discussion.

**Pre-class preparations:** Each group member has to read the case and think about case discussion questions INDEPENDENTLY before class.

**In-class group case discussion:** In class each group member will discuss your thoughts with your group members; and then groups will exchange and/or debate on ideas.

**Group case participation fill-in:** Each major case's group leaders are responsible for filling in the online group case participation form uploaded by TA after each case analysis. Group case participation refers to the total number of times that all of your group members provide quality opinions to all discussion questions of a major case.

**Please refer to online group case participation form for details.**

**Grading criteria:** Each group is expected to contribute, on average, at least one quality opinion to each discussion question. For example, if we discuss three major cases from Week 1 to Week 5, and there are 20 questions in total across these cases, your group should provide one quality opinion per question, resulting in 20 quality opinions overall. This will enable your group to receive a full grade, which will be the same for each group member.

## **III. Final Individual Report (30%)**

**Final individual report:** *The report covers major take-away discussed in classes throughout the module.*

**Grading criteria:** The relevance of your contents, the accuracy of the concepts and

theories, the logics, breadth and depth of your analyses, the format, and the diligence shown in the reports.

**Submissions:** Each individual report is no more than *single-spaced, 12 point Times New Roman, three-page* long excluding the cover page with your name, student ID number and individual report title, and reference page. Please provide your references to the facts/data in your reports. *Please email each report (Word and PDF format) to TA roughly around **5:30pm Jan 19.***

#### **IV. Final Group Presentations (25%)**

To facilitate students' understanding of M&As in the business world dynamics, as well as application of what is learned throughout the course, students are required to form groups and prepare a group case presentation in the last two lectures.

**Group information:** Please email TA your group members (e.g., **five** students) and the group leader before **5:30pm Dec 15**. If TA does not receive your preference, TA will assign students into different groups with group leaders.

**Group leaders:** *Group leaders take the responsibilities for calling for group meetings, assigning tasks to each group member and coordinating the progress of each group member, etc. leading the group to complete the project successfully. Assigned tasks to each team member could include identifying the case, collecting the materials, presenting the project, compiling and submitting the PPTs of presentations, etc. These assigned tasks also need the collective efforts to some extent.*

**Group members:** *Group members are responsible for contributing to the quality of the project, and completing the assigned tasks timely and effectively, etc. to ensure the success of the whole team.*

**Topics:** The principle is "first come, first served." Please fill in the online final presentation groups and topics excel sheet as soon as you could.

**Contents:** Your group presentation should include the following parts:

- (1) A brief introduction of an M&A including the acquirer and the target, the announcement date of the deal, etc.
- (2) Analyses of several key aspects of this M&A etc. For example,
  - a. Motivation, Synergy, Target selection, Due diligence, Stakeholders, Post-acquisition integration
  - b. The role of the leadership in this M&A
  - c. Challenges the acquirer and target confront in this deal

The above topics are examples. Your final presentations do not need to cover them all, and are not limited to these topics either. You can cover any topics we discuss in the class.

- (3) Conclusion

**Submissions:** Please email TA the draft of PowerPoint slides (PPT Format) before or on **5:30pm Jan 6** and copy the email to the Professor. Please email the finalized version of your PPT slides to the TA before or on **5:30pm Jan 19.**

**Presentations:** The presentations will take place during the final two lectures. The sequence of the presentation will be based on the alphabetic order of the surname of each group leader. At least half of your group members must do the presentation. The presentation will last 15-20 minutes excluding 3-5 minutes Q&A session.

**Grading criteria** include the concepts and theories included in the analyses, accurate understandings of concepts and theories, the application of concepts and theories to analyze the case, the breadth, depth and quality of your analyses, critical thinking, quality of PPTs, presentation quality, professional dress, efforts, the quality of your answers to the questions, and completion of the presentation within time limit. Marks will be deducted if the time limit is exceeded. Each group member receives the same grade.

#### **V. Effective Group leaders (5%)**

If you serve as a group leader of in-class group case analyses, you will automatically receive 5% given your good efforts and contributions as a group leader.

## **VI. Bonus (5%)**

In the past years I observed outstanding individual participation and group case participation. To reward these outstanding students and groups, I set up this bonus. If your individual participation is far more than once a week, you will receive a bonus with the maximum 2.5%. If your group case participation is far beyond 1.5 quality opinions per question, your group members will receive a bonus with the maximum 2.5%.

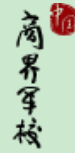
### **2.4 Academic Honesty and Plagiarism**

It is important for a student's effort and credit to be recognized through class assessment. Credits earned for a student work due to efforts done by others are clearly unfair. Deliberate dishonesty is considered academic misconducts, which include plagiarism; cheating on assignments or examinations; engaging in unauthorized collaboration on academic work; taking, acquiring, or using test materials without faculty permission; submitting false or incomplete records of academic achievement; acting alone or in cooperation with another to falsify records or to obtain dishonestly grades, honours, awards, or professional endorsement; or altering, forging, or misusing a University academic record; or fabricating or falsifying of data, research procedures, or data analysis.

All assessments are subject to academic misconduct check. Misconduct check may include reproducing the assessment, providing a copy to another member of faculty, and/or communicate a copy of this assignment to the PHBS Discipline Committee. A suspected plagiarized document/assignment submitted to a plagiarism checking service may be kept in its database for future reference purpose.

Where violation is suspected, penalties will be implemented. The penalties for academic misconduct may include: deduction of honour points, a mark of zero on the assessment, a fail grade for the whole course, and reference of the matter to the Peking University Registrar.

For more information of plagiarism, please refer to *PHBS Student Handbook*.



### 3. Topics, Teaching and Assessment Schedule

**Note: This is a temporary schedule and may be adjusted based on the class progress.**

Week		Date	Lecture	Chapter/Case
				<b>Introduction</b>
1	Thursday	14-Nov	1	1. Introduction
2	Monday	18-Nov	2	2. Acquisition: Importance, Definitions
	Thursday	21-Nov	3	<b>Acquisition - History and Prospects</b>
				1. Acquisitions in China: History and Prospect
				<b>Acquisition - A Snapshot</b>
				1. Acquisition Process
2. Acquisition Stakeholders				
3	Monday	25-Nov	4	<b>Acquisition - Success and Failure</b>
				1. Acquisition Success and Failure
				<b>Acquisition - Synergy</b>
	Thursday	28-Nov	5	Case 1: Framework Media Tan Zhi: The Power of Synergy Part II
4	Monday	2-Dec	6	<b>Acquisition - Four Types</b>
	Thursday	5-Dec	7	1. Horizontal, Vertical, related and unrelated acquisitions Part II
5	Monday	9-Dec	8	Case 2: Two Group Exercises: What is the next step?
	Thursday	12-Dec	9	<b>Acquirer Motives</b> 1. Acquisition Motives - A multi-level Framework

6	Wednesday	18-Dec	10	Case 3: Focus Media's Acquisition of Target Media
	Thursday	19-Dec	11	1. Financial acquisitions vs. strategic acquisitions Example 1: China Ping An Acquired Autohome in 2016
7	Monday	23-Dec	12	Example 2: China Ping An Acquired Shanghai Jahwa <b>Private Equity Acquirer: Motives</b>
	Thursday	26-Dec	13	Case 4: Rays Lighting Entrepreneur's Dilemma Part I
				Case 4: Rays Lighting Entrepreneur's Dilemma Part II <b>Target Selection</b>
8	Monday	30-Dec	14	1. Target selection - Multi-Level Framework <b>Case 5: Group Exercise: Target Selection</b>
	Thursday	2-Jan	15	<b>Due Diligence</b>
				1. Concept Due diligence
				Video: Mitsubishi Purchases US Landmark Rockefeller Center <b>Case 6 Lenovo acquires IBM PC division Part C</b>
9	Monday	6-Jan	16	<b>First Meeting and Letter of Intent</b>
	Thursday	9-Jan	17	1 First Meeting, Letter of Intent and, Due Diligence - Part I Project Presentation
				First Meeting, Letter of Intent and, Due Diligence - Part II
10	Monday	13-Jan	18	Project Presentation





#### 4. Miscellaneous

**The Excel file uploaded after each lecture** includes the following sheets. Please complete the information promptly:

1. Nationality
  - Fill in by 5:30 pm on the day of Lecture 3.
2. Attendance
  - Complete it immediately after each lecture.
3. Individual Participation
  - Fill it in immediately after each lecture.
4. Group Participation in In-Class Major Case Discussion
  - Group leaders should complete this immediately after each major case discussion.
5. Final Presentation Groups and Topics
  - Fill in group information by December 15.
  - Enter topics as soon as possible.
6. Assignment Submission Status
  - The TA will upload this after each submission.

#### **Wechat group**

Each student is required to join the wechat group. Each student should use his/her real name (Chinese/ English names in this wechat group). Announcements will be posted through the wechat.

#### **A group photo**

In Lecture 3, case 1 group leaders will be responsible for taking a group photo clearly showing each member's face and manner.

Case 1 group leaders will also be responsible for submitting the group photo indicating each member's Chinese name and English name to TA before/on 9:00pm on the day of Lecture 3.

#### **Laptop**

1. You can use the laptop only during group case discussions.
2. Please bring notepad or paper to take notes in lectures.

#### **Homework Submission**

1. Please submit them (Word and PDF format for reports; and PPT format for the final presentation) to TA on time.
2. After the deadline, the TA will update the submission status Excel sheet to indicate your submission status, such as "submitted on time."

#### **Notes**

1. The number of groups and the number of students in each group including case discussions and final projects will be announced based on the number of registered students after the add-drop period.
2. The number of cases we will discuss will depend on our progress in the module.
3. If there is any discrepancies in terms of the number of participations, or a **free rider** issue, please contact the Professor asap. The student will be asked to fulfil the responsibilities asap, to reduce their scores or to drop from the course.