Course Outline

Course number	
Course title	**Mergers and Acquisitions**
Credit points	3 ECTS
Total hours	24
Contact hours	24
Independent studies	N/A
Course level	masters
Prerequisites	none

Category	Mandatory		Restricted elective		Free elective	X

COURSE RESPONSIBLE

Name	Academic degree	Academic position
Raimonds Slaidiņš	J.D.	Guest lecturer
Zinta Jansons	J.D.	Guest lecturer

COURSE TEACHERS

Name	Academic degree	Academic position
Liga Merwin	LLM dipl.iur.	Guest lecturer
Sarmis Spilbergs	LLM dipl.iur.	Guest lecturer
Mikijs Zimecs	LLM dipl.iur.	Guest lecturer
Marta Cera	LLM dipl.iur.	Guest lecturer
Antti Perli	LLB	Guest lecturer

COURSE ABSTRACT

This course will provide an introduction to the legal aspects of mergers and acquisitions from a practitioner's perspective. The course will examine basic M&A structures, transaction processes, regulatory aspects including competition and securities regulation, contract drafting and negotiation issues. Specific topics of a current nature including business transfers (transfer of undertaking) and cross border mergers will also be examined. Students will be required to examine and present case studies upon conclusion of the course.

GRADING CRITERIA

Criteria	*Weighting*
Class participation	10%
Case study/group presentation	30%
Written exam	60%

COURSE REQUIREMENTS

No prerequisites necessary.   Introductory course to merger and acquisitions from a legal perspective and practical aspects.

COURSE PLAN – MAIN SUBJECTS

No.	*Main subjects*	*Planned hours*
1.	Components of an M&A transaction including agreements, processes, structuring, venture capital	8
2.	Current trends in the M&A field	2
3.	Regulatory aspects (merger control, other regulatory, data privacy)	4
4.	Financial aspects of M&A transactions	2

COURSE PLAN – SESSIONS

Session	Session subjects and readings	Lecture/ Seminar
1.	Venture capital in M&A	Antti Perli
2.	Introduction/current trends/multiple aspects	Raimonds Slaidiņš, Zinta Jansons
3.	M&A process/pre-agreements/auctions	Raimonds Slaidiņš, Zinta Jansons
4	M&A transaction structuring issues	Raimonds Slaidiņš, Zinta Jansons
5	Due diligence	Raimonds Slaidiņš, Zinta Jansons
6	Merger control regulationn M&A	Līga Merwin
7	Regulatory aspects of M&A (licensing, approvals)	Sarmis Spilbergs
8	Data protection/IT and IP issues	Mikijs Zemics
9	Financing aspects of M&A	Marta Cera
10	Agreements, SPA, APA, ancillary agreements	Raimonds Slaidiņš, Zinta Jansons
11	Case study/issue spotting exercise	Raimonds Slaidiņš, Zinta Jansons
12	Group presentations/M&A strategy and issues	Raimonds Slaidiņš, Zinta Jansons

COURSE LEARNING OUTCOMES

This course has the following main learning outcomes:

Knowledge:

1. Recognize the main components and issues in an M&A transaction
2. Identify and understand means of addressing issues in an M&A transaction
3. Apply learned information and plan a strategy for an M&A transaction based on a set of facts

Skills:

4. Analyse factual circumstances within the scope of a potential M&A transaction to identify main issues

5. Integration of multiple concepts and communication with multiple parties to apply concepts in practical situations

Competencies:

6. Planning and organizational skills
7. Collaboration and presentation

By completing the study course and successfully passing examination, the student will be able to:

Learning outcomes	Evaluation criteria		
	(40-69%)	*(70-89%)*	*(90-100%)*
Knowledge	Name main M&A processes, agreements and components	Identify main M&A processes, agreements and components	Ability to apply main M&A processes, agreements and components
Skills	Use information for analysing factual circumstances	Integrate multiple concepts for practical application	Combine concepts with legal regulation and practical application to identify issues and propose solutions
Competences	Identify issues and planning/organing required steps for resolution	Collaboration among multiple parties to problem solve	Presenting clear and relevant path to solving issues identified

Please analyse the contribution of defined grading criteria to learning outcomes. Number of grading criteria and learning outcomes should correspond to previously defined one.

Grading criteria	Learning outcomes					
	1.	**2.**	**3.**	**4.**	**5.**	**6.**
Class participation	X	X	X	X	X	X
Case studies			X	X	X	X
Exam	X	X			X	

COURSE LITERATURE

Compulsory literature

No.	Author, year, title, publisher
	No specific readings are assigned. Students are encouraged to follow current events with respect to M&A transactions in the media on a European, global and regional basis.

Additional literature and sources

No.	Author, year, title, publisher