JUPITER PRIME

Consulting • Training • Advisory

جوبيتر برايم للاستشارات والتدريب

COURSE BROCHURE

Advanced Mergers and Acquisitions Training Course

jupiterprime.uk

info@jupiterprime.uk

Registered in the United Kingdom and Saudi Arabia

Advanced Mergers and Acquisitions Training Course

Advanced Mergers and Acquisitions is a 2-week training course for corporate development, investment, finance and legal professionals who originate, evaluate and close acquisitions, and who leave with a deal evaluation and integration plan for a real or realistic target. Many acquisitions fail to deliver the synergies promised at signing, so boards now demand sharper screening, harder diligence and an integration plan before they approve a bid. Advanced Mergers and Acquisitions is delivered by Jupiter Prime Training.

Why Mergers and Acquisitions Matters Now

Three groups shape mergers and acquisitions today. Boards and shareholders scrutinise premiums paid and ask whether synergies are credible and owned by named executives. Sellers and private capital funds run competitive auctions with short timetables, compressing diligence. Lenders and competition authorities examine leverage and market concentration more closely. Acquirers that follow a disciplined process buy at sensible prices and capture value through integration; those that chase deals overpay, inherit hidden liabilities and lose key staff. The course rests on discounted cash flow DCF valuation, synergy modelling and a structured integration management office IMO approach.

Who Gains Most from Mergers and Acquisitions

- Corporate development leads who build acquisition pipelines and run screening against strategy
- Investment professionals who value targets and prepare investment committee papers
- Finance leads who coordinate financial, tax and working capital diligence
- In-house lawyers who draft term sheets, negotiate share purchase agreements and manage disclosure
- Integration leads who plan Day One readiness and synergy tracking

A deal team that sends its corporate development, finance and legal members together gains most, because valuation, diligence findings and contract protections can then be linked in one negotiating position.

Mergers and Acquisitions Capabilities

Participants follow a target from first screen to post-closing integration, turning each stage into evidence for a disciplined bid.

- Design acquisition criteria and a screening scorecard aligned with corporate strategy — the executive committee
- Calculate standalone value, synergy value and maximum price using DCF and multiples — the investment committee
- Specify a diligence scope covering financial, tax, legal, commercial and people risks — the deal sponsor
- Weigh share versus asset deals, earn-outs and locked-box mechanisms — the seller and lenders
- Apply negotiation tactics to price, warranties and indemnities — the legal counsel
- Build a Day One and hundred-day integration plan with synergy owners — the integration steering committee

Key Mergers and Acquisitions Terms

- Synergy — the extra value created when two businesses combine, through cost savings or revenue gains neither could achieve alone
- Control premium — the amount an acquirer pays above the target's standalone market value to obtain control
- Due diligence — the structured investigation of a target's finances, operations, contracts and risks before committing to a deal
- Earn-out — deferred consideration paid to sellers only if the acquired business meets agreed future performance targets
- Locked-box mechanism — a pricing method fixing the equity value at a past balance sheet date, with protection against value leakage
- Integration management office IMO — the central team that coordinates integration workstreams, decisions and synergy tracking after closing

Mergers and Acquisitions Day by Day

Day 1: Deal Strategy and the Acquisition Thesis

- Build, Buy or Partner Analysis — Choosing Inorganic Growth Routes
- Acquisition Thesis Statement — Strategic Logic Behind Each Deal
- Deal Failure Patterns — Overpayment, Culture Clash and Lost Talent
- M&A Process Roadmap — Origination to Post-Closing
- Deal Team Roles and Advisers — Bankers, Lawyers and Accountants

Day 2: Target Screening and Approach

- Acquisition Criteria Scorecards — Filtering the Long List
- Market Mapping and Target Profiles — Prioritising Approaches
- Confidentiality Agreements and First Contact — Managing Information Flow
- Indicative Offers and Non-Binding Letters — Setting Early Price Ranges
- Auction Versus Bilateral Processes — Tactics for Each Route

Day 3: Valuation of the Target

- Standalone DCF of the Target — Normalised Earnings and Cash Flows
- Trading and Transaction Multiples — Market Evidence for Price
- Quality of Earnings Adjustments — One-Off and Owner-Related Items
- Net Debt and Debt-Like Items — From Enterprise to Equity Value
- Football Field Valuation Summary — Presenting Value Ranges

Day 4: Synergies and Maximum Price

- Cost Synergy Sizing — Procurement, Overheads and Footprint
- Revenue Synergy Assessment — Cross-Selling and Pricing Realism
- Integration Costs and Dis-Synergies — Netting True Gains
- Synergy Phasing and Probability Weighting — Credible Timelines
- Walk-Away Price Setting — Sharing Synergies With the Seller

Day 5: Due Diligence

- Financial and Working Capital Diligence — Normalised Levels and Peg
- Tax Diligence — Exposures, Losses and Structuring Opportunities
- Legal and Contract Diligence — Change-of-Control Clauses and Litigation
- Commercial and Operational Diligence — Customer Concentration and Capacity
- People and Culture Diligence — Key Talent and Retention Risks

Day 6: Deal Structuring and Tax

- Share Deal Versus Asset Deal — Liability Transfer and Tax Effects
- Consideration Mix of Cash, Shares and Deferred Payments — Risk Sharing
- Earn-Outs and Contingent Consideration — Bridging Valuation Gaps
- Locked-Box Versus Completion Accounts — Price Adjustment Choices
- Acquisition Financing and Leverage Limits — Funding the Purchase

Day 7: Negotiation and Documentation

- Term Sheet Priorities — Price, Conditions and Exclusivity
- Share Purchase Agreement Structure — Key Clauses for Acquirers
- Warranties, Indemnities and Disclosure Letters — Allocating Known Risks
- Warranty and Indemnity Insurance — Transferring Residual Risk
- Negotiation Planning and Concession Strategy — Protecting Value at Signing

Day 8: Approvals, Closing and Accounting

- Board and Investment Committee Approval Papers — Evidence for Directors
- Competition and Regulatory Clearance Planning — Conditions Precedent
- Signing to Closing Covenants — Protecting the Business in Between
- Purchase Price Allocation and Goodwill — First Reported Figures
- Communication Plans for Staff, Customers and Investors — Announcement Day

Day 9: Post-Merger Integration

- Integration Management Office Set-Up — Governance of Workstreams
- Day One Readiness Checklist — Payroll, Systems and Customer Continuity
- Hundred-Day Plan — Quick Wins and Critical Decisions
- Synergy Tracking and Ownership — Converting Promises Into Results
- Culture Integration and Talent Retention — Keeping Key People

Day 10: Practising the Deal Evaluation and Integration Plan

- Screening and Valuation of the Chosen Target — Applying Days 2 to 4
- Diligence Findings and Structure Choice — Applying Days 5 and 6
- Healthcare Clinic Group and Food Manufacturer Cases — Peer Challenge of Deal Terms
- Integration Roadmap and Synergy Owners — Applying Day 9 Methods
- Deal Evaluation and Integration Plan — Price Range, Risks and Hundred-Day Actions

Applying Mergers and Acquisitions After the Course

- Refresh your acquisition criteria scorecard and rescore the current target pipeline with the corporate development team
- Draft a synergy register with owners and phasing for the next deal under review and present it to the investment committee

Mergers and Acquisitions Questions FAQ

What is Advanced Mergers and Acquisitions and why does it matter now?

Advanced Mergers and Acquisitions covers the full acquisition cycle from strategy and screening to valuation, diligence, negotiation and integration. It matters now because boards demand credible synergies and competitive auctions leave little time for diligence.

Which roles gain most from Mergers and Acquisitions?

Corporate development leads, investment professionals, finance leads, in-house lawyers and integration leads gain most. Cases from a healthcare clinic group and a food manufacturer show how synergies, diligence risks and integration differ between service and production targets.

How does Advanced Mergers and Acquisitions differ from a corporate valuation course?

It goes beyond valuing a business to running the whole transaction. A valuation course focuses on pricing methods; here you also screen targets, scope diligence, structure terms, negotiate documents and plan integration.

What do you bring back from Mergers and Acquisitions?

You bring back an evaluation and integration plan for a target covering price range, synergy case, diligence risks, deal structure and hundred-day actions. It is ready for your investment committee.

Mergers and Acquisitions: The Way Forward

The deal evaluation and integration plan brings valuation, synergies, diligence risks, structure and integration actions for one target into a single document. Its first decision is whether to submit a binding offer and at what walk-away price, and the deal sponsor uses it to brief the investment committee. After closing, revisit synergy phasing and retention measures against actual integration progress.