

27330 - Mergers and Acquisitions Accounting

Información del Plan Docente

Academic Year	2017/18
Faculty / School	109 - Facultad de Economía y Empresa 228 - Facultad de Empresa y Gestión Pública 301 - Facultad de Ciencias Sociales y Humanas
Degree	454 - Degree in Business Administration and Management 448 - Degree in Business Administration and Management 458 - Degree in Business Administration and Management
ECTS	6.0
Year	4
Semester	Half-yearly
Subject Type	Compulsory
Module	---

1.General information

1.1.Introduction

Nowadays, the presence of different forms of business concentrations is a key characteristic of the economy. There are several processes for business concentration to take place, among which the most common are business combinations.

Business combinations can mean different forms of mergers or divisions but also other processes that maintain the legal personality of the companies implied. When legal personality is maintained, groups of companies appear.

This course provides the students with the necessary knowledge to be able to estimate the advantages and disadvantages of the different ways of combining businesses, as well as to be able to elaborate and understand the financial information of these combinations

1.2.Recommendations to take this course

This is a mandatory course that is based on the knowledge acquired in various accounting courses (Financial Accounting I and II, Financial Statements, and Financial Statements Analysis) of previous years of the degree.

The Online Teaching Platform (ADD- <https://moodle2.unizar.es>) of the University of Zaragoza will be used to upload the materials and activities of the course. There you will find materials, laws, cases and other scheduled activities. The student must be aware of the updates on the ADD.

To be able to achieve the expected learning objectives, the student must attend the theoretical and practical lessons and participate in both these types of classes. Continuous work and carrying out the programmed activities are recommended during the course in order to facilitate its understanding.

1.3.Context and importance of this course in the degree

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"Mergers and Acquisitions Accounting" is a compulsory course of 6 ECTS that is taught in the first semester of the fourth year of the Degree in Business Administration. It is part of the accounting and finance module of the Degree. At this point in the degree, the students have completed several accounting courses, where they have learned about the elaboration, disclosure and analysis of companies' financial information as the basis for decision-making.

On many occasions, business organization requires making different types of business combinations to adjust the size or activities of the companies and/or their governing structures. Mergers, acquisitions and other forms of business combinations imply complex processes of accounting and of elaboration of the required financial information. After passing this course, the students will be able to carry out the accounting of a business combination as well as to elaborate and interpret the resulting financial information

1.4.Activities and key dates

The beginning and end of the course are established by the academic calendar of the University.

The planning of the course, activities and deadlines will be announced through the Online Teaching Platform (ADD) during the term. The most important ones will be announced at the beginning of the course. Dates of the final exams are provided in the Faculty website and/or in the Online Teaching Platform (ADD).

2.Learning goals

2.1.Learning goals

On completing the course, the student will have achieved the following outcomes:

1. To know and understand the accounting concepts related to corporate business, in particular, the different forms of business combinations.
2. To know and understand the national and international regulations for business combinations.
3. To understand the process of elaboration of financial information related to business combinations.
4. To be able to use the methodologies and tools to prepare the financial information of business combinations.

2.2.Importance of learning goals

The learning outcomes of this course are relevant for achieving the expected learning objectives of Business Administration and Management and they will also be important for the students' professional careers.

3.Aims of the course and competences

3.1.Aims of the course

The course and expected results correspond to the following approaches and general objectives:

- To provide the basic knowledge about the different types of business combinations and their accounting processes
- To examine the main accounting techniques of business combinations
- To determine the impact of the different types of business combinations on the financial information.

3.2.Competences

After completing the course, the student will be competent in the following skills:

E1. To lead, manage and administer companies and other types of organizations

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- E2. To understand the functioning of any area of a company or organization and to perform any managerial function.
- E3. To evaluate a situation and its possible evolution for a company or organization, to make decisions and to capture the relevant knowledge.
- E4. To elaborate global management projects for companies and organizations
- E5. To elaborate consultancy reports about specific situations of markets, sectors, organizations, companies and/or functional areas.
- E6. To understand and apply professional criteria and scientific rigour to economic and managerial problem solving.

In addition, the students will achieve the following cross-sectional competences

T1a. - Ability to solve problems

T1d. - Ability to analyze and summarize information from different sources

T1e.- Ability to make decisions

T2a.- Ethical commitment to work

T2b.- Capacity for teamwork

4.Assessment (1st and 2nd call)

4.1.Assessment tasks (description of tasks, marking system and assessment criteria)

The student will prove that he/she has achieved the expected learning outcomes by means of the following assessment tasks

For the first call , there are two assessment systems: a mix model and a global model. The mixt system takes into account different activities carried out by the students during the semester plus a final exam. The global systems only consist of a global exam. This is consistent with the " *Reglamento de normas de evaluación del aprendizaje -Acuerdo de 22 de diciembre de 2010 del Consejo de Gobierno de la Universidad de Zaragoza*" (Learning assessment rules - Agreement of 22 nd of December of 2010 of the Governing Body of the University of Zaragoza)

MIX MODEL

a) ASSESMENT OF THE ACTIVITIES CARRIED OUT DURING THE SEMESTER:

During the semester, the students will have to carry out practical cases and tests, as well as, show a participative behavior during classes, under the terms established by the lecturer at the beginning of the academic year.

These activities will be assessed considering the continuous work of the student and the learning achievements regarding the objectives of this course. In all the activities, the adequacy and coherence of the answers will be considered.

The maximum weight of all these activities in the final mark will be a 25%. Previously to the final exam, this mark will be given to each student.

b) FINAL WRITTEN EXAM.

Its objective is to assess the learning achievements with regards to the theoretical and practical contents of this course, taking into account the ability to argue and explain problems.

The final written exam will weight 75% of the final mark. This exam has a theoretical part (30% of the final mark) and a practical part (45% of the final mark).

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The theoretical part will consist of several questions to assess the level of achievement of the learning objectives indicated above.

The practical part will consist on solving one or more practical cases to evaluate the level of achievement of the learning objectives. The student will be able to use the accounting standards during this practical exam.

In the written exam, students should get a minimum mark of 4 out of 10. In order to pass the course, the final weighted mark of the written exam and the activities should be equal to or greater than 5 out of 10.

GLOBAL SYSTEM: ONLY FINAL WRITTEN EXAM

The global written exams will have two parts: a theoretical part (40% of the final mark) and a practical part (60% of the final mark).

The theoretical part will consist of several questions to assess the level of achievement of the learning objectives indicated above.

The practical part will consist on solving one or more practical cases to measure the level of achievement of the learning objectives.

Students should get a minimum mark equal to or greater than 5 out of 10.

The second call will be assessed only with the global system.

Assessment Criteria

The exam will be assessed considering the rigour of the answers, appropriate, clean and organized reasoning, the adequate use of the terminology, and the accuracy in the practical exercises.

5. Methodology, learning tasks, syllabus and resources

5.1. Methodological overview

The learning process designed for this course is based on the following:

- Theoretical classes: they are key to understanding the basic concepts of a Mergers and Acquisitions Accounting course. The professor will use materials that will be uploaded on Moodle. However, it should be acknowledge that these materials do not substitute 100% going to class and using the references provided.

- Practical classes: they will be oriented to solving exercises and cases that will help the student to better understand the theory of the course. The students are expected to participate actively. They must solve the exercises and cases by themselves.

- Additionally, the learning process requires individual study and effort to achieve the course objectives.

5.2. Learning tasks

The syllabus is designed to help the student to obtain the expected learning outcomes and comprises the following activities:

1. Attending theoretical classes: this will include the preparation of presentations of individual and/or group tasks.
2. Attending practical classes: Practical exercises, previously studied by the students, will be solved.
3. The student must also study the course and sit the exams.
4. Tutorials: the professors will inform the students of their office hours for tutorials.

5.3. Syllabus

Chapter 1: Business concentrations and business combinations

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1.1 The origin of business concentrations

1.2 Business combinations

1.3 The acquisition method

Chapter 2: Mergers: General aspects

2.1 Types of mergers

2.2 Legal aspects of a merger

2.3 Economic aspects of a merger

2.4 Accounting of a merger process

2.5 Other operations related with business mergers

Chapter 3: Business divisions

3.1 Types of divisions

3.2 Legal aspects of a division

3.3 Economic aspects of a division

3.4 Accounting of a division process

3.5 Segregation operations

Chapter 4: Business Groups

4.1 Group concept and consolidation perimeter

4.2 National and international standards of consolidation

4.3 Elaboration of the consolidated financial information

Chapter 5: Consolidation methods

5.1 Consolidation methods: introduction

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5.2 Stages of the consolidation process

5.3 Consolidated Financial Statements

5.4.Course planning and calendar

The calendar of classes will be published in the website of the Faculty and/or in the Online Teaching Platform (ADD) and the presentation of works and other activities will be announced by the lecturer and through the appropriate channels

5.5.Bibliography and recommended resources

[BB: Bibliografía básica / BC: Bibliografía complementaria]

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|-----------|--|
| BB | Besteiro Varela, María Avelina.
Contabilidad de sociedades / María Avelina Besteiro Varela Madrid : Pirámide, [2012] |
| BB | Boned Torres, José Luis. Consolidación de estados financieros : adaptado al Real Decreto 1159/2010 / José Luis Boned Torres, Jesús José Angla Jiménez Barcelona : Profit, [2011]
[Normativa] - Normas para la formulación de las cuentas anuales consolidadas (NOFCAC) . 1ª ed., [ed. act.] [Madrid] : Garceta, D.L. 2011 |
| BB | [Normativa] - La ley 3/2009 de las modificaciones estructurales de las sociedades mercantiles [Disponible a texto completo. Mirar URL] |
| BB | Pulido, Antonio. Combinaciones de negocios y preparación de las cuentas anuales consolidadas : comentarios y aclaraciones sobre el Real Decreto 1159/2010, por el que se aprueban las normas para la formulación de la Cuentas Anuales Consolidadas (NOFCAC) / Antonio Pulido . 3ª ed. Madrid : Garceta, 2017 |
| BC | Lizanda Cuevas, José Manuel.
Contabilidad y fiscalidad de las combinaciones de negocios y otras operaciones societarias : incluye supuestos prácticos / José Manuel Lizanda Cuevas, Carlos Abad Llavori Barcelona : J. M. Bosch Editor, 2012 |
| BC | Sebastián Castro, Francisco. Contabilidad de instrumentos financieros y combinaciones de negocios : 150 supuestos prácticos / autores, Francisco Sebastián Castro, Javier Romano Aparicio . - 1ª ed. Madrid : Centro de Estudios Financieros, D.L. 2008 |



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