

**Department of Finance
College of Management
National Chung Cheng University
Course Syllabus
Spring 2026**

Course Name:	Mergers, Acquisitions, and Corporate Governance (公司併購與治理)
Class Location/Time:	XXX/Wednesday 10:10-13:00
Professor:	Liang-wei Kuo
Office Location:	Room 338
Tel:	05-272-0411 ext. 24208
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Office Hours:	TBA or by appointment

Course Description: The course is for students who seek a deeper understanding of how and when to apply the appropriate tools and skills to successfully complete a transaction. All major elements of the acquisition process will be discussed in the context of a logical process. The course will involve the application of what the student may have learned in such courses as finance, accounting, micro and macroeconomics, management, negotiation, new ventures, entrepreneurship, strategic planning, and business policy/organization. All students will gain “hands-on” experience in manipulating a complex valuation and deal structuring model, a skill increasingly valued by employers.

Learning Objectives: Students will

1. Investigate what corporate restructuring is and why it occurs;
2. Analyze how value is created (or destroyed) as a result of corporate mergers, and acquisitions, through in-depth analysis of how to “do a deal.”;
3. Evaluate commonly used takeover tactics and defenses;
4. Learn how to manipulate financial models to value, structure, and negotiate deals;
5. Assess the practical limitations of the various valuation techniques;
6. Investigate the importance of understanding assumptions underlying business valuations;
7. Investigate how the various components of the deal structuring process interact to determine price.

Prerequisites: The course presumes that students have knowledge of basic accounting, economics, and financial management concepts and tools. Students should have had at least one course in accounting, finance, and economics within the last two years.

References:

- DePamphilis, D.M., “*Mergers, Acquisitions, and Other Restructuring Activities*,” Academic Press (10th or earlier editions).

Grading:

Participation	10%
News Presentation (1)	20%
Learning Journals (2)	20%
M&A Cases (2)	30%
Exam (1)	20%
Total	100%

Class Schedule:

#	Date	Subject	Notes
1	2/25	Course Overview	
2	3/4	M&A Introduction	Ch. 1
3	3/11	M&A Introduction CG, Bidder Tactics, and Target Defenses	Ch. 1, 3
4	3/18	CG, Bidder Tactics, and Target Defenses	Ch. 3
5	3/25	Acquisition Process	Ch. 4-6
6	4/1	Acquisition Process	Ch. 4-6
7	4/8	Spring Break	
8	4/15	Company Valuation	Ch. 7, 8
9	4/22	Company Valuation	Ch. 8, 10
10	4/29	Company Valuation	Ch. 10
11	5/6	Accounting, Taxation, and Means of Payment	Ch. 11, 12
12	5/13	Financing the M&A Deal	Ch. 13
13	5/20	Financing the M&A Deal	Ch. 13
14	5/27	Case Presentations and Discussions	
15	6/3	Case Presentations and Discussions	
16	6/10	Final Exam	
17	6/17	Self-Learning Week	
18	6/24	Self-Learning Week	