Mergers & Acquisitions: Where Theory Meets Practice

April 20 – 24, 2020

In This Session

Overview of SMU Cox & Executive Education

Course Introduction: Mergers & Acquisitions

Registration Process

Key Contacts

Q&A
World-Renowned Faculty
Nationally Ranked Degree Programs
First-Class Executive and Leadership Programs
Partnership with the George W. Bush Presidential Library
Located in the Heart of Dallas
Ally for Lifelong Learning

The SMU Cox ADVANTAGE
**What We Bring**
Over Four Decades
Hundred of Organizations
Thousands of Future Leaders

**How We Deliver For You**
- We are passionate about people.
- We believe in lifelong learning.
- We actively engage with the business community.
- We have local roots and global reach.
Mergers & Acquisitions

Q&A with Dr. Shane Goodwin

Q

If most M&A details fail, how do you beat the odds with your first – or next – transaction?

By learning hands-on approaches from business leaders who’ve done M&A – and done it right.
What inspired you to develop this M&A course? What makes the course unique?
## Topics Across the Full Deal Lifecycle

<table>
<thead>
<tr>
<th>PROGRAM SCHEDULE</th>
<th>NOVEMBER 18</th>
<th>NOVEMBER 19</th>
<th>NOVEMBER 20</th>
<th>NOVEMBER 21</th>
<th>NOVEMBER 22</th>
</tr>
</thead>
<tbody>
<tr>
<td>7 a.m. – 8:45 a.m.</td>
<td>Breakfast &amp; Discussion</td>
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<td></td>
<td>Joseph Kuriakose</td>
<td>Brian Tyler McKesson</td>
<td>Peter Brundage Evercore</td>
<td>Marty Ellen Eden Green Technology</td>
<td>Margot Carter Installed Building Products, Eagle Materials</td>
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<td></td>
<td>Kimberly-Clark</td>
<td>DBJ CEO Conversations</td>
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<td>9 a.m. – Noon</td>
<td>M&amp;A Strategy Regulatory Considerations Shane Goodwin, Ph.D.</td>
<td>Valuation Discounted Cash Flow Jim Linck, Ph.D.</td>
<td>Accounting and Tax Issues Russ Hamilton, Ph.D.</td>
<td>Private Equity Shane Goodwin, Ph.D.</td>
<td>Shareholder Activism Shane Goodwin, Ph.D.</td>
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<td>Noon – 1:15 p.m.</td>
<td>Jimmy Tran CBRE</td>
<td>Brand Valuation Bill Dillon, Ph.D.</td>
<td>Mike McGill MHT Partners</td>
<td>Evan Shaver PepsiCo</td>
<td>Pete Michelsen Goldman Sachs</td>
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<td>Lunch</td>
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<td>1:30 p.m. – 3:30 p.m.</td>
<td>M&amp;A Process Bill Maxwell, Ph.D.</td>
<td>Relative Valuation Jim Linck, Ph.D.</td>
<td>Deal Structuring/ Legal Considerations Wilson Chu McDermott Will &amp; Emery</td>
<td>Win-Win Negotiation Robin Pinkley, Ph.D.</td>
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<td>3:30 p.m. – 5:30 p.m.</td>
<td>Due Diligence Bill Maxwell, Ph.D.</td>
<td>Private Company Valuation Jim Linck, Ph.D.</td>
<td>Post-Closing/ Integration Russ Hamilton, Ph.D.</td>
<td>Cross-Border M&amp;A Shane Goodwin, Ph.D.</td>
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<td>6 p.m. – 7:30 p.m.</td>
<td>Mark Canty AT&amp;T</td>
<td>Bruce Shaw FCLTGlobal</td>
<td>Jeff Chapman Gibson Dunn</td>
<td>Kevin O’Brien CCMP</td>
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<td>Dinner</td>
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Can you describe the program structure?

**Course Layout**
Mergers, Acquisitions, and Other Restructuring Activities

- **Part I**  
  M&A Environment  
  - Strategic Rationale for M&A  
  - Regulatory Considerations  
  - Takeover Tactics, Defenses, and Governance

- **Part II**  
  M&A Process  
  - Business and Acquisition Plans  
  - Search through Closing Activities  
  - M&A Postclosing Integration

- **Part III**  
  M&A Valuation and Modeling  
  - Discounted Cash Flow Valuation  
  - Relative Valuation Methodologies  
  - Financial Modeling Techniques  
  - Private Company Valuation

- **Part IV**  
  Deal Structuring and Financing  
  - Payment and Legal Considerations  
  - Accounting & Tax Considerations  
  - Financing the Deal  
  - Applying Financial Models to Deal Structuring

- **Part V**  
  Restructuring, Bankruptcy, and Cross-border  
  - Business Alliances  
  - Divestitures, Spin-Offs, Split-Offs, Equity Carve-Outs  
  - Restructuring Strategies  
  - Cross-Border Transactions
Introduce the faculty who will lead topical areas?

**Shane Goodwin**
Academic Director
Shane Goodwin, Ph.D., Associate Dean of Graduate Programs and Executive Education; former investment banker with more than 20 years of M&A experience on Wall Street

**Bill Dillon**
Ph.D., Senior Associate Dean, Herman W. Lay Professor of Marketing and Statistics, branding consultant with more than 25 years of experience

**Russ Hamilton**
Ph.D., Visiting Assistant Professor, SMU Cox; former Deloitte tax partner focused on corporate taxation, M&A structuring, due diligence and post merger integration

**James (Jim) Linck**
Ph.D., C.F.A., C.P.A., Distinguished Chair and Professor in Finance, former corporate M&A practitioner

**William Maxwell**
Ph.D., Mary Jo Vaughn Rauscher Chair in Financial Investments; former M&A banker

**Robin L. Pinkley**
Ph.D., Janet and Craig Duchossois Endowed Professor, Department of Management and Organizations,
Guest experts representing a diverse set of industries and companies including: Goldman Sachs, Evercore, AT&T, PepsiCo, Gibson Dunn, McDermott Will & Emery, Kimberly-Clark, McKinsey, and Bain.

Who can we expect to represent the industry perspective?

- **Peter Michelsen**
  Managing Director – Head of Activism and Shareholder Advisory
  Goldman Sachs

- **Margot Carter**
  Lead Director of the Board of Directors,
  Installed Building Products
  Eagle Materials, Freeman Co.

- **Bruce Shaw**
  Managing Director
  FCLTGlobal
Who Should Apply?

- Leadership teams and board members involved in growing a company through M&A or selling a company
- Private company owners
- Corporate directors
- Chief financial officers and finance directors
- Business development officers
- Business analysts
- Division and unit heads pursuing acquisitions
Additional Questions?
Connect with Us.

Open Forum Q&A

Dr. Shane Goodwin
Associate Dean, Graduate Programs & Executive Education
Professor of Practice, Department of Finance
sgoodwin@smu.edu
214.768.3808

Dr. Luigi Pecoraro
Managing Director, Business Development
lpecoraro@smu.edu
214.768.3549
We Invite You to Join Us

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WEBINAR

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SCHOOL OF BUSINESS
## Spring 2020 Program Calendar

<table>
<thead>
<tr>
<th>Month</th>
<th>Date</th>
<th>Program</th>
</tr>
</thead>
<tbody>
<tr>
<td>February</td>
<td>2/3:</td>
<td>Corporate Executive Development Program</td>
</tr>
<tr>
<td></td>
<td>2/11:</td>
<td>Transformational Leadership</td>
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<td></td>
<td>2/18:</td>
<td>Aspiring Manager</td>
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<td>2/26:</td>
<td>Ethics &amp; Compliance</td>
</tr>
<tr>
<td>March</td>
<td>3/2:</td>
<td>Essentials of Finance &amp; Accounting</td>
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<td>3/17:</td>
<td>Master Negotiation</td>
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<td>3/24:</td>
<td>Digital Strategy</td>
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<td>3/30:</td>
<td>Financial Skills for the Energy Industry</td>
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<tr>
<td>April</td>
<td>4/1:</td>
<td>Leading Organization Change: A Simulation</td>
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<td>4/6:</td>
<td>Rising Latino Leaders</td>
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<td>4/13:</td>
<td>Women’s Leadership Program</td>
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<tr>
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<td>4/20:</td>
<td>Mergers &amp; Acquisitions</td>
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<td>4/28:</td>
<td>Cox Leadership Academy</td>
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<tr>
<td>Year-Round</td>
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<td>Custom Programs designed in collaboration with companies specifically to meet the needs of their business objectives.</td>
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