



## CEE M&A Expert Manager

### Purpose of the training

Providing an overview of M&A transactions, equipping participants with the professional knowledge and competencies required for the successful management and coordination of sale and acquisition processes.

Upon completion of the training, M&A experts will have a comprehensive overview of the most frequent challenges relating to sales and acquisitions, major risks arising in due diligence reviews and business valuation, key transaction documents and negotiation points, as well as the practical management of the challenges and risks arising in the course of M&A transactions. Course participants will gain an insight into the legal structuring of transactions and obtain guidance on the typical practical issues in civil law, company law, labour law, and competition law. Our training is based on our experts' related international experience and multidisciplinary knowledge. During the training, we will present several areas, which are equally relevant in the whole CEE region (e.g. use of English law) while we will also outline some local, country-specific particularities within the M&A market.

After the course, participants will understand the major risks, and the high-level impact of acquisitions, group restructurings from an accounting point of view. The course will also include a high-level overview of the taxation-related challenges of M&A transactions.

### Who is the training for?

Our training course is recommended for business owners and decision-makers who are planning a sale or an acquisition transaction, as well as for experts who work in the finance, tax and legal fields, especially for players in the investment, banking and capital markets sectors.

Course participants will familiarise themselves with the legal, taxation and accounting aspects of M&A processes. The structure of the course allows participants to pick any specialised advanced module according to their scope of activities, following completion of an introductory foundation module.



# Structure of the M&A expert manager training course

The three optional modules of the training series discuss the above topics in detail, as follows:



## 1. DEALS

**10 November 2023**

- Types of M&A transactions, process, and transaction “map”
- Parties to the M&A transaction, the role of advisers
- Major documents associated with the M&A process (teaser, NDA, info memo, indicative bid, term sheet, binding bid, SPA)
- Due diligence: purpose, process, possible outcomes, and common pitfalls
- Pricing the transaction, main types of purchase price accounting, pros and cons
- Transaction agreement, closing the transaction
- Integration

### **Tutors:**

- Zoltán Kun, Director, Valuation & Economics
- Zoltán Réczey, Director, Valuation & Economics
- Máté Diósi, Senior manager, Valuation & Economics
- Vivien Róka, Senior manager, Valuation & Economics

## 2. FINANCE AND ACCOUNTING

29 November 2023

- Overview of acquisition accounting
- Accounting for acquisitions in the standalone financial statements
- Accounting for acquisitions in the consolidated financial statements
- Key accounting issues, tips and hints
- Group reorganisations
- Post-implementation matters

**Tutor:** Roland Balogh, Director, Accounting Advisory, FCCA

## 3. TAX & LEGAL

8 December 2023

- Structuring the transaction and viewing the process from a legal perspective: share vs. asset sale and purchase
- Legal due diligence and its effects on the transaction
- Main issues concerning the SPA: civil law and other problems
- Common law background of the transactions: key English law considerations, terminology and their use in contracts
- Competition law and compliance during transactions: confidentiality in due diligence, “clean teams,” reporting and consultation with the authorities
- Labour law aspects: consultation with employees and representative bodies, and legal succession under labour law
- National reporting and authorisation rules, specific procedures for regulated industries
- High-level taxation-related challenges of M&A transactions (tax due diligence, structuring matters).

### Tutors:

- Hugh Owen, Head of Legal, CEE, Of Counsel M&A
- Dr. Dániel Kelemen, LL.M. Attorney-at-law, Law Firm Member
- János Faragó, Attorney-at-law, Law Firm Member,
- Norbert Czilják, Senior Manager

### Guest Speakers:


- Anda Rojanschi, M&A Partner, D&B David si Baias (PwC Legal Romania)
- Wojciech Trzcinski, PwC Legal Partner, Poland
- Beata Kiedrowicz, PwC Legal Partner, Poland
- Daniel Pikal, M&A Senior Attorney, PwC Legal Czech Republic







## Dates and logistics:


### Module 1: Deals

 Date: 10 November 2023

 Time: 10.00– 13:15 EET


### Module 2: Finance and Accounting

 Date: 29 November 2023

 Time: 10:00 – 13:15 EET

### Module 3: Tax & Legal

 Date: 8 December 2023

 Time: 10:00 – 13:15 EET



### Price for the whole training:

650 EUR (excl. VAT)

### Price per one module:

250 EUR (excl. VAT)



Live-online



Training will be delivered in English

## Registration

Please fill out our [Registration form](#) or contact us at [bg\\_pwcacademy@pwc.com](mailto:bg_pwcacademy@pwc.com)

