UNIVERSITÀ
DEGLI STUDI DI MILANO-BICOCCA

SYLLABUS DEL CORSO

Operazioni di Finanziamento e di Riorganizzazione delle Imprese

2122-2-FSG01A017

Learning objectives

- Understand rationales, means and consequences of the major operations of firms outside the ordinary course of business.
- Learn to analyze in a unified perspective economic, legal and fiscal profiles of firms' operations.

Contents

The course aims to explore the major structural issues in the life of business firms, classified (for the sake of simplicity) into three general categories: capital raising; organizational and ownership structure; business combinations and other structural changes. Each of these issues will be jointly analyzed from the economic, legal and fiscal point of view, in order to bring students as close as possible to an insider perspective.

Detailed program

1. Capital raising

a. Financial structure of the business firm

b. Particular types of firms (start-ups; benefit corporations)

2. Organizational and ownership structures

a. Business groups

b. Entry of outside investors

c. Succession planning

3. Structural changes

a. Proprietary changes (acquisitions; spin-offs)

b. Entity-related changes (transformations, mergers, divisions)

Prerequisites

Essential elements of business law and business administration.

Teaching methods

Lectures, case-based analyses and discussions, outside experts interventions.

Assessment methods

Oral exam for all students.
Written exam (optional).

Textbooks and Reading Materials

The exam can be prepared on the material and documents provided in class and available on Moodle.
Students who want to further strengthen their preparation can study the following texts.

- For business administration contents: Potito, Le operazioni straordinarie nell'economia delle imprese, Giappichelli, Torino, latest edition, up to Ch. 7 (included).
- For corporate law contents: M. Cian (a cura di), Diritto commerciale, Giappichelli, Torino, latest edition, limited to: volume I. Diritto dell’impresa, ch. 9 and 10; volume III. Diritto delle società, ch. 1 (sec. III, IV, VI), 11, 12, 16, 17, 24 (sec. V), 26 (sec. II and III), 31, 35, 36, 37; volume IV. Diritto del sistema finanziario, ch. 9 (sec. II).
- For tax law contents: F. Tesauro, Istituzioni di diritto tributario. Parte speciale, Utet, Torino, latest edition, limited to: ch. 1, 2 (sec. II, V, and VI), 3 and 5.