



UNIVERSITÀ  
DEGLI STUDI DI MILANO-BICOCCA

## **COURSE SYLLABUS**

### **Planning, Fiscal & Company Consulting - 2**

2122-3-E1802M123-E1802M135M-T2

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#### **Learning objectives**

The course aims to provide students with the basic knowledge related to extraordinary business operations, corporate taxation, the determination of taxable income and the company's tax structure. The student will be able to acquire the main methodologies and techniques for the analysis of corporate transactions and taxation that are functional to the business consultancy.

#### **Contents**

The tax and corporate planning and consultancy module allows students to deepen the legal, accounting and tax issues related to the sale and the transfer of company, and mergers and demergers, transformation and voluntary liquidation. In addition, an analysis of transfer corporate taxation will be provided with details on the determination of business income and the taxation regime for partnerships and corporations. In view of the current health crisis, the effects of COVID-19 will be considered in the context of extraordinary operations and corporate taxation.

## **Detailed program**

### **TAX AND CORPORATE PLANNING AND ADVICE**

5 Formative credits (35 hours)

Detailed Programme

#### **PART I - Extraordinary operations**

Company sale: legal, accounting and fiscal aspects, the notion of Economic Capital

Business valuation methods

Conferment of company: legal, accounting and tax aspects

Transformation: legal, accounting and fiscal aspects

Merger: legal, accounting and tax aspects

Demerging: legal, accounting and tax aspects

Voluntary liquidation: legal, accounting and tax aspects

COVID-19 effects on extraordinary operations

#### **PART II - Business income**

Introduction to corporate taxation

The concept of tax planning (outline)

COVID-19 Effects on taxation

#### **AX ON THE INCOME OF COMPANIES - IRES**

The qualification of business income

General principles on the determination of business income: from the statutory result to the taxable income

The national fiscal consolidation

#### **REGIONAL TAX ON PRODUCTION ACTIVITIES - IRAP**

Regulatory requirements and taxable persons

The tax base of joint-stock companies

The tax base for companies of individuals and sole proprietorships.

The deductions from the taxable amount and the determination of the tax

#### **VALUE ADDED TAX - VAT**

Subjective, objective and territorial conditions: general principles and operational details

The categories of transactions relevant for VAT purposes

Tax liability and territoriality for supplies of goods and services

Tax base, revenue and deduction

## **Prerequisites**

Passing of the Financial Accounting (II year) course and Financial Statement course (III year)

## **Teaching methods**

Sessions of frontal teaching, discussion of case studies and carrying out written exercises. Participation and discussion in the classroom on current issues will be stimulated. Some interventions will be organized with testimonies from consultants and practitioners.

During the Covid-19 emergency period, lessons will take place in a mixed mode: partial attendance and asynchronous / synchronous videotaped lessons. Most of the lessons will be conducted synchronously respecting the timetable of the lessons, as far as possible.

## **Assessment methods**

During the course two intermediate tests will be carried out through written tests. The first intermediate test will concern only a first part of the program that will be communicated at the beginning of the course. Those who pass the first test will have access to the second intermediate written test. Students who pass the two intermediate written tests will be able to directly access the oral exam that will have the overall program as their object. Students who decide to accept the written exam grade can validate this grade avoiding the oral exam. Those who do not pass the intermediate tests, decide not to support them or do not accept the vote obtained, they can take the exam in traditional ways. For those who obtained a grade of 21 or more it will be possible to convalidate the grade without passing the oral exam.

The written exam consists of a test consisting of 6 closed questions, average score 0 (0-1 point) and one quantitative exercise (from 0 to 10 points), two open questions (score 0 to 6 and from 0 to 8). To pass the written test it is necessary to obtain an overall grade of 18 (maximum score 30). The purpose of the enclosed-questions is to verify the general preparation on the programme while the open questions will check the students' autonomous ability to rework a specific topic by highlighting some particular aspects required by the questions. The numerical exercises on the other hand will be aimed to verify the students' technical ability to solve problems on an operational nature through the use of data in reference to practical cases.

After the written test the student will be able to access the oral exam on the overall program.

During the Covid-19 emergency period, oral exams will only be online. They will be carried out using the WebEx platform and on the e-learning page of the course there will be a public link for access to the examination of possible virtual attendees.

## **Textbooks and Reading Materials**

Texts for the first part

Confalonieri M., Trasformazione, Fusione, Conferimento, Scissione e Liquidazione delle Società, Il Sole 24 Ore, last edition or in alternative

Cristofori G., (ed.) Manuale di Finanza Straordinaria, Il Sole 24Ore, last edition

Texts for the second part:

Quagli A. D'Alauro G. Tiozzo F., Dal bilancio d'esercizio alle dichiarazioni tributarie, Giappichelli Editore, 2008 (II edition).

Quagli A. Bilancio di esercizio e principi contabili, Giappichelli, 2018.

AA.VV: Contabilità e Bilancio IPSOA In Pratica, 2021, chapter on extraordinary operations.

Tesaro F., Compendio di Diritto Tributario, UTET, ultima edizione

For the text on Business Valuation

Corbella S., Liberatore G., Tiscini R. (edited by), Valutazione d'azienda, McGrawHill, Milano, 2019

Slides

Accounting principles

Exercises

Papers

## **Semester**

First semester

Teaching language

Italian

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