UNIVERSITÀ
DEGLI STUDI DI MILANO-BICOCCA

COURSE SYLLABUS

Planning, Fiscal & Company Consulting - 1

2526-3-E1802M123-E1802M135M-T1

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 and chartered accountant profession.
In particular, with regard to "knowledge and understanding" (**Dublin Descriptor 1**), the student will be able to acquire theoretical and practical skills to interpret, measure and detect economic and financial data relating to company valuation, extraordinary operations and operations relating to business income taxation. With regard to the "ability to apply knowledge and understanding" (**Dublin Descriptor 2**), the student will be able to apply the knowledge acquired through lectures to operational situations that will allow him to fully understand the management and administrative dynamics of extraordinary and tax operations. With regard to autonomy of judgment, communication skills and learning ability (**Dublin Descriptors 3, 4 and 5**), the course will allow students to independently acquire the ability to set up analysis and interpretation models of different business cases relating to extraordinary operations and business taxation. This autonomy of judgment will be verified in the profit exams. The student will also be able to organize work teams, interact and communicate summaries and opinions on the topics covered in class. Finally, thanks to the support of the teacher, the student will be able to select data and information related to the topics covered in relation to specific business cases.

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.

Detailed program

TAX AND CORPORATE PLANNING AND ADVICE
5 Formative credits (35 hours)

PART I - Extraordinary operations
Company sale: legal, accounting and fiscal aspects, the notion of Economic Capital
Business valuation methods (outline)
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
The process of listing on the stock exchange: economic, business and financial aspects

PART II - Business income
Introduction to corporate taxation

The concept of tax planning (outline)

TAX ON THE INCOME OF THE 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, revenge and deduction

Prerequisites

Passing of the Financial Accounting and Financial Statement exams

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 speeches will be organized with testimonies from consultants and practitioners.
Below is the breakdown of the teaching activities included in the course with different teaching methods:

1. 10 two-hour lessons held in person
2. 4 2-hour exercises carried out in interactive mode in person;
3. 2 lessons of 2 hours held in remote delivery mode (remote synchronous).

Should Covid-19 emergency periods arise, the lessons will take place in mixed mode: partial presence and asynchronous/synchronous video-recorded lessons. In this context, lessons will mainly be carried out in synchronous mode, respecting the lesson timetable, as far as possible.

Assessment methods

During the course two **mid-term tests** (in itinere tests, November and at the end of the course) will be carried out by written tests. The first intermediate test will cover only a first part of the program. Those who pass the first test will have access to the second written test. Students who pass the two written tests will have confirm the grade without other exam. Those who do not pass the intermediate tests, decide not to support them or do not accept the grade obtained will be able to take the exam in traditional ways.
The written exam consists of a test composed of 6 multiple choice questions (score 0, if wrong or missing, score 1, if exact), one numerical exercise (0-10 scores) and two/three open questions (score may vary from 0 to 6 and from 0 to 8). In order to pass the written exam, it is necessary to obtain a total score of 18. After passing the written test, **it will be possible to validate the grade without taking the oral exam**. On the student's request it will be possible to have the oral exam as the University students regulation issued.

Textbooks and Reading Materials

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
AA.VV: Contabilità e Bilancio IPSOA In Pratica, 2025 chapter on extraordinary operations
Tesauro F., Compendio di Diritto Tributario, UTET, 2023
Corbella, Liberatore, Tiscini, Corso di valutazione d’azienda McGraw Hill, Milano, 2020
Quagli A., Avallone A. D’Alauro G., Risultato aziendale e dichiarazioni fiscali, Giappichelli, 2022

Slides
Accounting standards OIC
Exercises
Papers

Semester

First semester

Teaching language

Italian

Sustainable Development Goals

INDUSTRY, INNOVATION AND INFRASTRUCTURE