UNIVERSITÀ
DEGLI STUDI DI MILANO-BICOCCA

COURSE SYLLABUS

Planning, Fiscal & Company Consulting

2627-3-E1802M167

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.
Regarding Knowledge and Understanding (**Dublin Descriptor 1**), students will acquire and deepen their understanding of the fundamentals of extraordinary corporate transactions and corporate taxation. This involves studying and observing how such transactions are executed—particularly from business-economic and accounting perspectives—and how taxation is addressed within a corporate context. The course will also provide students with conceptual frameworks and practical examples to identify, analyze, and understand the key structural elements of extraordinary transactions and corporate taxation, thereby fostering the "Ability to apply knowledge and understanding" (**Dublin Descriptor 2**). Regarding Making Judgments (**Dublin Descriptor 3**), students will be able to independently evaluate the execution of extraordinary transactions and tax practices by applying the tools acquired during the course. Students will be able to form work teams to acquire and exchange data and information, thereby enhancing their "Communication Skills" (**Dublin Descriptor 4**). Students are encouraged to participate actively in the learning process—demonstrating their "Learning Skills" (**Dublin Descriptor 5**)—by exploring extraordinary transactions through case studies and professional insights, as well as by completing practical exercises and self-assessment quizzes.

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. A cycle of practical lectures and discussions of case studies has been planned.

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
Stock listing process
Renting a company

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
Controlled foreign companies (CFC)
Transfer pricing

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. For different bachelor degrees (no Business administrion courses) it is required to pass similar exams like Accounting and Financial statement.

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 (tentative) of the teaching activities included in the course with different teaching methods:

1. 18 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).
4. 6 lessons of 2 hours held in the form of practical sessions and corporate/professionals speeches

Assessment methods

During the course two intermediate tests 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 direct access to the oral exam which will cover the overall program. 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, the student will be able to access the oral exam on the overall program. For those who pass the written exam it will be possible to validate the grade without taking the oral exam.

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, last edition
Corbella, Liberatore, Tiscini, Corso di valutazione d'azienda McGraw Hill, Milano, 2026
Quagli A., Avallone A. D'Alauro G., Risultato aziendale e dichiarazioni fiscali, Giappichelli, 2025

Slides
Accounting standards OIC
Exercises
Papers

Semester

First semester

Teaching language

Italian

Sustainable Development Goals

INDUSTRY, INNOVATION AND INFRASTRUCTURE