



your
success...

Mergers and Acquisitions under US GAAP
Syntrofia_2022



TRAINING PROGRAM

Day 1 – Accounting for business combinations under USGAAP

1. What makes a 'group'
 - ✓ Current definitions of parent, subsidiary, associate and joint venture status
 - ✓ The treatment of Special Purpose Entities
 - ✓ The requirements to prepare consolidated accounts, exemptions and the basic technique
 - ✓ Subsidiary entity – reporting requirements
2. Acquisition accounting
 - ✓ Valuing the cost of investments – including issues around deferred and contingent consideration
 - ✓ Valuing the separable assets acquired and goodwill
 - ✓ Subsequent measurement, amortisation and impairment provisions
3. Inter-group transactions
 - ✓ Transfers of assets and services and transfer pricing payments
 - ✓ Impact of the above on distributable profits and impairment testing
4. Accounting for reorganisations and the use of 'merger' accounting
5. Investments in foreign subsidiaries
 - ✓ Treatment of foreign exchange gains and losses and the hedging concessions

Day 2 – Detailed development of day 1 issues

1. Determination of the purchase price – cost of investment
 - ✓ Treatment of deferred and contingent payments
 - ✓ Direct transaction costs incurred
 - ✓ Compensation payments to employees including share-based payments and other such schemes (RSU for example)
 - ✓ Payments for ongoing services to be excluded from cost of investment – employment costs
2. Asset related issues
 - ✓ Treatment of PPA on consolidation
 - ✓ Goodwill, IP and other intangible assets
 - Value at initial recognition
 - Subsequent valuation impairment and amortisation

- ✓ Deferred tax on recognised assets – brief explanation
 - ✓ Discussion of other required adjustments to opening balances
3. Merger accounting under USGAAP
- ✓ How merger accounting works under USGAAP
 - ✓ Acquisition accounting and the use of 'pushdown' adjustments
 - ✓ Reporting push down adjustments in the individual entity accounts – IFRS reporting
 - ✓ Reporting capital before and after the business combination
4. Liquidations and disposals
- ✓ Accounting for liquidation or disposal of a group entity
 - In consolidated accounts; and
 - In accounts of entity that holds the investment
 - ✓ Foreign exchange issues including realisation of Cumulative Translation Adjustments

The course will be highly practical with examples used throughout. Comparison with IFRS requirements and explanations of any differences will also be provided.

KEYNOTE SPEAKER

DAVID POTTS, FCA

David is a qualified UK Chartered Accountant with over 20 years experience of professional training in accountancy and finance. He has taught financial reporting to students preparing for their professional exams to qualify as ACAs, ACCAs and CIMA. He also has over 15 years experience in providing post-qualification professional training in financial reporting and auditing; and was one of the first trainers in the UK to start training on IFRS (IAS as it then was) conversion in 1994.

Key specialisms:

- ✓ UK GAAP, US GAAP
- ✓ IFRS and IAS (including the key issues for energy companies and financial institutions).
- ✓ International Standards of Auditing

Examples of relevant experience:

- ✓ Accredited tutor for training on Financial Services and Markets Act and application of rules to pension fund assets and regulators ,
- ✓ Bank of China – detailed programme on adoption of IFRS and application to financial instruments,
- ✓ Visa International – programme on transition to IFRS,
- ✓ Fitch Ratings – training credit rating agents to analyse IFRS statements

TRAINING DETAILS

DURATION: 2 live on-line training days

DATE: 13th – 14th of April 2022

TIME: 08:30 am - 03:00 pm

LANGUAGE: English

PLACE: ZOOM Meeting platform

PRICE: 450 GBP + VAT

For registration until 18th of March:

✓ **10%** – individual discount

✓ **15%** – group discount – 2 people or more

Price includes:

- ✓ Workshop with professional expert,
- ✓ Training materials for participants,
- ✓ Administration service,
- ✓ Certificate of attendance for participants,