

**Finance 203**  
**Course Outline and Reading List**

PROFESSOR RICHARD KIHLSSTROM

Fall, 2008

• **Readings**

- Brealey, Myers and Allen, *Principles of Corporate Finance*, Ninth Edition, McGraw Hill, 2006 (BMA) or Ross, Westerfield and Jaffe, *Corporate Finance*, Eighth Edition, McGraw Hill, 2005 (RWJ)
- Higgins, R., *Analysis for Financial Management*, Eighth Edition, McGraw Hill, 2007. (H)
- Bulk Pack, Available from Wharton Duplicating (B)
- Additional readings and notes will be handed out in class. These will be duplicated by the instructor at Wharton duplicating and charged to students enrolled in the class. For the most part these notes will also be available on Webcafe. In many cases notes for the coming day will be on Webcafe in advance.

• **Grading**

- **Written Case Analyses: (50%)**
  - \* Students should organize themselves into groups of three or four. **Larger groups are absolutely not permitted.** This should be accomplished by Tuesday, Sept. 16. The list of students in each group should be e-mailed to the instructor prior to class on that date or given to the instructor at the beginning of class on that date. Consult with the instructor if you are having a problem joining or forming a group.
  - \* The written analyses will be done by each group for each of the cases for which a student write-up is required. The written analysis will be **at most five double-spaced pages** and will, if necessary, be supported by appendices. The analysis will be preceded by a one page executive summary. (The one double-spaced page summary will not count as one of the five pages of analysis.) **The written analyses will be turned in by 9am on the day of the class during which the case is to be discussed.** (Make additional copies for your own use during the class discussion.) **Late analyses will not be accepted!**

- There are three starred cases. Each of those will be worth one-quarter of the case grade (meaning 12.5% of the course grade). These case write-ups will each be given a grade between 1 and 10.
- The other four cases for which a write-up is required will, therefore, in total also represent one-quarter of the case grade (meaning 12.5% of the course grade). These cases will each simply be given a grade of check, check-minus or check-plus.

– **Quizzes: (50%)**

- \* There will be periodic short (20 minute) quizzes. Most of the quizzes will be unannounced.
  - \* There will be eight to ten quizzes in total.
  - \* Each quiz will be given a grade between 1 and 10.
  - \* Quizzes may occur at the beginning or at the end of class. They may cover the case to be discussed that day or cases discussed on previous days. They may also cover the reading material assigned for that day or the preceding days.
  - \* The first possible quiz will be on Tuesday, September 16. There will be no quiz on Thursday, October 16, the first class after the fall break. There will be no quiz on Tuesday, December 2, the first class after the Thanksgiving break.
  - \* The bottom two quiz grades will be dropped when the grade is computed.
- **Class Discussion:** This will enter the grade determination only informally. It will be used for the purpose of determining grades only in borderline cases.
- **There will be no exams!**

- **Office:** SH-DH 2255
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- **Office Hours:** Mon and Tues 4:30-5:30 and by appointment
- **Thurs, Sept 4: Course Overview, Review and Introduction**

– **Readings**

- \* Benninga and Sarig, Chapters 1 and 2, B

- \* BMA, Chapters 1-13 or RWJ Chapters 1-12.
- \* H, Chapters, 1-4, 7 and 9 (pp. 319-337)

- **Tues, Sept 9 and Thurs, Sept 11: Financial Statements, the Evaluation of Financial Performance and Financial Planning**

**Instructor Case Presentation and Class Discussion: Clarkson Lumber (No student write up required)**

– **Readings**

- \* Benninga and Sarig, Chapters 1 and 2, B
- \* BMA, Chapters 27-29 or RWJ Chapters 26 and 27
- \* H, Chapters, 1-4, 7 and 9 (pp. 319-337)
- \* Note on Bank Loans, B

- **Tues, Sept 16 (First date for a possible quiz) and Thurs, Sept 18: Risk Adjusted Discount Rates**

**Instructor Case Presentation and Class Discussion: Comsat (No student write up required)**

– **Readings**

- \* “Diversification, The Capital Asset Pricing Model, and the Cost of Equity Capital,” B
- \* BMA, Chapters 7-9 or RWJ Chapters 8-11
- \* H, Chapter 8

- **Tues, Sept 23: Leverage, the Discount Rate and WACC**

– **Readings**

- \* BMA, Chapters 17-19 or RWJ Chapters 15-17
- \* “Financial Leverage, The Capital Asset Pricing Model, and the Cost of Equity Capital,” B.

- **Thurs, Sept 25: Class Discussion: Marriott (Student write up required)**

- **Tues Sept 30 and Thurs, Oct 2: Instructor Case Presentation and Class Discussion: Harris Seafood (No student write up required)**

- **Tues, Oct 7: Class Discussion: All America Pipeline (Student write up required)**
- **Thurs, Oct 9: Capital Structure and Three DCF Approaches: Discounting UFCF at WACC, APV and Discounting Flows to Equity at ROE**

– Readings

- \* BMA, Chapters 17-19 or RWJ Chapters 15-17
- \* H, Chapters 5-6
- \* Barclay, et.al., “The Determinants of Corporate Leverage and Dividend Policy,” B.
- \* Inselbag and Kaufold, “Two DCF Approaches for Valuing Companies Under Alternative Financing Strategies (and How to Choose Between Them),” B

- **Tues, Oct 14: Fall Break, No Class**
- **Thurs, Oct 16: (No quiz on this day) Capital Structure, Bankruptcy and Bond Ratings**

– Readings

- \* “Note on Bankruptcy in the US,” B

- **Tues, Oct 21: Class Discussion: American Chemical (Student write up required)**
- **Thurs, Oct 23: Instructor Case Presentation and Class Discussion: American Home Products (No student write up required)**
- **Tues, Oct 28: Instructor Case Presentation and Class Discussion: Continental Airlines-1992 (No student write up required)**
- **Thurs, Oct 30: Class Discussion: Case TBA\* (Student write up required. Worth 12.5% of the course grade.)**
- **Tues, Nov 4: Takeovers, Mergers and “The Market for Corporate Control”**

– Readings

- \* BMA Chapter 33 or RWJ Chapter 30

- \* H, Chapter 9
  - \* Jensen, "The Takeover Controversy: Analysis and Evidence," B.
  - \* Jarrell, Brickley and Netter, "The Market for Corporate Control: The Empirical Evidence Since 1980," B
  - \* Dodd, "The Market for Corporate Control: A Review of The Evidence," B.
  - \* Schleifer and Vishny, "The Takeover Wave of the 1980's" B
  - \* "Do Mergers Work?" B
  - \* "Why All Takeovers Aren't Created Equal," B
  - \* Jensen, "Agency Costs of Free Cash Flow, Corporate Finance, and Takeovers," B
- **Thurs, Nov 6: Instructor Case Presentation and Class Discussion: Gulf (No student write up required)**
  - **Tues, Nov 11: Private Equity and LBOs**
    - **Readings**
      - \* BMA Chapter 34 or RWJ Chapter 30 and 31
      - \* Jensen, "Agency Costs of Free Cash Flow, Corporate Finance, and Takeovers," B
      - \* Schleifer and Vishny, "Management Buyouts as a Response to Market Pressure," B.
      - \* Schleifer and Vishny, "Value Maximization Process," B
      - \* "Leveraged Buyouts," B
      - \* Bhide, "Reversing Corporate Diversification," B.
      - \* Kaplan and Stein, "The Evolution of Buyout Pricing and Financial Structure (or, What Went Wrong) in the 1980's," B.
      - \* Allen, "The Evolution of Financial Structures and Strategies," B.
      - \* Kaplan and Stromberg, "Leveraged Buyouts and Private Equity" B
  - **Thurs, Nov 13: Class Discussion: RJR Nabisco (Student write up required)**
  - **Tues, Nov 18: Instructor Case Presentation and Class Discussion: Philip Morris and Kraft (No student write up required)**
  - **Thurs, Nov 20: Class Discussion: Case TBA\* (Student write up required. Worth 12.5% of the course grade.)**

- **Tues, Nov 25: TBA: Instructor Case Presentation and Class Discussion: Seagate Technology Buyout (No student write up required)**
- **Tues, Dec 2: (No quiz on this day) Topic TBA**
- **Thurs, Dec 4: Class Discussion: Case TBA\* (Student write up required. Worth 12.5% of the course grade.)**