

**UNIVERSITY OF PENNSYLVANIA**  
**The Wharton School**  
(Tentative as of August 14, 2016)

**FNCE 726: ADVANCED CORPORATE FINANCE**

Professor Nihat Bülent Gültekin

Fall 2016

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Office: Steinberg Hall-Dietrich Hall Room 2344  
Office Hours: Mondays 3:30-5:00 pm or by appointment

Teaching Assistants: Leonid Spesivtsev      spesiv@wharton.upenn.edu

### **Course Objective**

The objective of this course is to teach students how to apply modern financial theory to the investment and financing decisions of a modern corporation. The course is designed for finance majors who will pursue careers in major corporations, the financial sector, and consulting firms. The core theory introduced in the Financial Analysis course is extended for applications to the strategic financial decision areas of a firm.

### **Course Content**

The theme of this course is value-based management. Financial theory explains the real world using abstract and simplified models. While such conceptual models are often not sufficiently rich for dealing with all the complexities of the real world, financial decisions based on rigorous theory and models are superior to ad hoc alternatives. Concepts and techniques introduced in this course should help you express key decisions in terms of their impact on firm value.

The first four sections of the course focus on a range of financial issues that confront managers in their ordinary course of doing business; mainly financial planning, capital budgeting, and the interaction between investment and financing decisions. The options approach to investment decisions is in Section IV. Section V deals with dividend policy. The last two sections of the course focus on financial distress and corporate restructuring, mergers, and acquisitions.

### **Course Format**

This course is taught mostly with cases. We will have a few review lectures.

The case method of instruction offers some distinct benefits. In preparing cases, you learn more than just the financial theory required to analyze a case. You learn about the agents, institutions, and transactions that comprise the modern financial system. You also learn to contribute effectively to fast paced discussions about complex financial issues and test your understanding and your solutions to these issues that are seldom black and white.

The case method helps you use financial theory to arrive at coherent and defensible conclusions when faced with real world problems. One should keep in mind that there is not necessarily “the right” answer to a case; different assumptions may lead to different solutions and decisions. There is, however, always a theoretically correct and sound approach to the problems encountered in cases.

The course will succeed if all students come to class well prepared. Class participation is vital to your learning as well as the learning of others. Furthermore, to foster mutual trust and respect, it is imperative that students attend each class, arrive on time, and minimize subsequent class disruptions.

## **Textbooks**

Cases are the only required reading materials in this course. For some cases, explanatory teaching notes on your reading list might be useful. If you need to review the prerequisite background materials for the cases, you may refer to the relevant chapters indicated in the following or any similar texts:

J. Berk and P. DeMarzo, *Corporate Finance*, 3rd ed., Pearson - Prentice Hall, 2014. (Henceforth BD)

T. Koller, M. Goedhart, and D. Wessels, *Valuation: Measuring and Managing the Value of Companies*, McKinsey & Company, Inc., John Willey & Sons, Inc. (Henceforth KGW)

The text by Koller et al. is a valuation book written from practitioners' perspective.

## **Course Pack**

The course pack is available online through Study.net. It contains all of the cases and other recommended readings. Students will be charged for class handouts that will be distributed regularly throughout the term

## **Canvas**

The course site on Canvas contains suggested questions for cases; Excel files for exhibits for most cases and lecture notes and handouts will be distributed in class. You will find the most updated information and announcements for the course on Canvas, such as office hours and rooms for the teaching assistants, review sessions, exams, and guest speakers. Canvas is the information center for the course. Please check the course site regularly.

## **Grades**

The final grade for the course will be based on:

- |                                       |     |
|---------------------------------------|-----|
| 1. Class attendance and participation | 25% |
| 2. Written assignments                | 25% |
| 3. Exam 1                             | 25% |
| 4. Exam 2                             | 25% |

### **1. Class Attendance and Participation**

Case courses require attendance. If you cannot attend the classes regularly, you should not take this course. Students will be excused for absences due to illness with the approval of the MBA Program Office or that are necessary to observe religious holidays.

Your active class participation is expected. I will start the class by cold calling a student to open the case discussion. Failure to prepare for class reflects an unacceptable disregard for your fellow students. Learning in this course is dependent on everyone's preparation for class.

You are welcome to make a 10 minute group presentation of any case at the beginning of the class. This will count toward your class participation.

If you cannot attend a class, send me an analysis of the case assignment if there is one by email before your session. If you cannot prepare for class for any reason, inform me of this prior to class by email, so I will not call on you.

## **2. Written Group Assignments**

You should hand in 8 case assignments as written group reports throughout the semester. These cases are indicated on the last page. Your reports will be graded on a scale from 1 to 10. Groups that provide a competent report will get a grade of 7. Exceptionally good reports will get bonus credit of 8, 9 or 10. Your case report should be in the form of an executive summary of 4 pages at most. You may include your supporting computations and tables in an appendix. We will grade your reports for your honest effort, not necessarily for “the” correct answer. Specifically, we will use the following criteria for grading the case write ups:

- a. ability to identify the main issues,
- b. theoretical and analytical soundness of your approach to your decision and/or conclusions,
- c. clarity and succinctness of the report.

## **3. Exams**

There are two exams. These exams will be “closed book”. They will consist of problems similar to those in the cases, but they will be shorter and more focused. No laptops or any other electronic devices other than a calculator are allowed in the exams. You will need a calculator with NPV and IRR features. You are allowed to bring a single “cheat sheet” (standard 8.5x11 size, double sided) to the exam.

You cannot take the exams at other times unless you have an official permission from the MBA office.

All graded materials will be returned to your mail folders or posted on Canvas.

## **Study Groups**

You should form groups of no more than four students during the first day of class. Groups offer a good opportunity to leverage your strengths with other team members for a more comprehensive case analysis. Suggested study questions often require extensive calculations and/or valuations. Your team members also enable you to try out your own ideas prior to class discussion. Each student is responsible for these questions. All questions are fair game if you are cold called to open class discussion.

## **Review Sessions and Office hours by Teaching Assistants**

I will offer periodic review sessions for those needing extra help with the prerequisite finance theory. Teaching assistants will hold office hours to answer your questions before the exams. The rooms and schedules of TA office hours will be posted on Canvas.

## **Correspondence by e-mail**

I will not provide lengthy answers to your course related questions or hold tutorial sessions by e-mail. Use office hours, review sessions, or TA office hours for that purpose. You may see me by appointment any time if you have further questions on any aspect of the course.

## **Workload**

This course is quantitative; the pace is fast and the work load is very heavy. Case preparation requires significantly more time than lecture-based courses. Furthermore, you should be thoroughly familiar with the material taught in the Financial Analysis course. The course is designed for finance majors and is not a remedial course for those who want a second chance to learn finance. We will not review the materials covered in the first year finance course. Lectures will only cover new material.

Unlike an introductory finance course, this course uses real world cases where the information you need is seldom complete before you make a decision or solve a problem. Your results may differ depending on the initial set of assumptions you have to make in the absence of complete information. If you have difficulty with such ambiguity and the case method of teaching, this course may not be for you.

## **Academic Integrity and Code of Ethics:**

Most case materials in this course are based on real companies and transactions. In preparing for class discussions or presentations, you may use any publicly available past or current information about the companies covered in cases. You are strongly encouraged to study cases in a study group. Any submitted assignments for grading should be your own or your group's in case of joint work. Each member of your group is expected to contribute equally to group work.

Use of previously distributed materials from this course, including old exams is, however, not allowed. You cannot use work completed by other students, old notes or handouts, or solutions to the cases from previous years or other sections of this course at Wharton or similar courses at other business schools or elsewhere for any purpose. Furthermore, you are not allowed to see old exams unless provided by your professor. Violation of this rule will result in an automatic failing grade for the course. Furthermore, the violators will be reported to the Wharton Graduate Division for further disciplinary action.

If you use materials from any public or private source, including those sources on the internet, private company presentations, etc. in your submitted work for any reason, you should properly cite them. Otherwise, it may be considered plagiarism.

If you register for this course, you agree with the principles of academic integrity described above in conjunction with the Wharton Graduate Division Code of Ethics.

## **I. INTRODUCTION**

Readings: KGW, Chapters 1-4 or BD, Chapters 1 -2

1. Lecture: Introduction and Course Overview

## **II. FINANCIAL ANALYSIS AND PLANNING**

Readings: BD, Chapters 26-27  
Teaching Note: "Assessing the Financial Health of a Firm"

2. No class  
3. Case: Clarkson Lumber Company

## **III. INVESTMENT DECISIONS, VALUATION THEORY & CAPITAL STRUCTURE**

### **A. Identifying the Relevant Cash Flows for Capital Budgeting Projects**

Readings: BD, Chapters 4-9  
Capital Budgeting Decisions Part I and II (on Canvas:Files/Teaching Notes)

4. Case: Empirical Chemicals A&B

### **B. DCF Methods for Valuation**

Readings: KGW, Chapters 5-9  
Capital Structure and Valuation Theory Part I & II (Canvas: Files/Teaching Notes)  
Teaching Note: "Alternative Methods for Estimating Terminal Value"  
Teaching Note: "An Introduction to Cash Flow Valuation Methods"  
Teaching Note: "The Adjusted Present Value Method for Capital Assets"  
Teaching Note: "Valuing Equity Cash Flows"

5. Lecture: Capital Structure and Valuation Theory I  
6. Lecture: Capital Structure and Valuation Theory II  
7&8. Case: M&M Incorporated (posted on Canvas)

### **C. Cost of Capital and Capital Structure**

Readings: BD, Chapters 10-13  
KGW, Chapters 10 and 11  
"What Practitioners Should Know About Future Value" by M. Kritzman

9. Case: Marriott Corporation

### **D. Interaction between Investment and Financing Decisions**

Readings: DB, Chapters 14-18 and 31  
KGW, Chapters 11 and 12

10. Case: Galveston Fishing Company (posted at Canvas)  
11. Case: Southport Minerals  
12. Case: American Chemical Company  
13. No class  
14. Lecture: Review

<b>15. EXAM 1</b>
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#### **IV. THE OPTIONS APPROACH TO CAPITAL INVESTMENTS**

Reading: BD, Chapters 20-22  
Teaching Note: "Capital Projects as Real Options: An Introduction"  
KGW, Chapter 20  
"The Options Approach to Capital Investment" by Dixit and Pindyck

- 16. Lecture: Review of Option Valuation Models I
- 17. Lecture: Review of Option Valuation Models II
- 18. Case: Chrysler's Warrants
- 19. Case: MW Petroleum Corporation

#### **V. DIVIDEND POLICY**

- Readings: BD, Chapter 17
- 20. Case: Avon Products

#### **VI. MERGERS & ACQUISITIONS & CORPORATE RESTRUCTURING**

Reading: BMA, Chapters 32-34 or BD, Chapters 28-29  
KGW, Chapter 7 and 17-19

- 21. Case: Philip Morris
- 22. Case: Conrail A&B
- 23. Case: RJR Nabisco
- 24. Case: Guest Speaker

<b>25. EXAM 2</b>
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#### **VII. OVERVIEW**

- 26. Case: SFM
- 27. Case: TXU
- 28. Lecture: Overview

**FNCE 726: ADVANCED CORPORATE FINANCE**  
**COURSE SCHEDULE**  
**FALL 2016**  
(Aug 14, 2016)

Session #	Date	Topic and Assignments	Class Format
1	Aug 31	Introduction	Lecture
2	Sep 07	No class	
3	Sep 12	Clarkson Lumber Company	Case discussion/required writeup 1
4	Sep 14	Empirical Chemicals A&B	Case discussion/required write-up 2
5	Sep 19	Capital Structure and Valuation Theory I	Lecture
6	Sep 21	Capital Structure and Valuation Theory II	Lecture
7	Sep 26	M&M Inc.	Case discussion/required write-up 3
8	Sep 28	M&M Inc. & Introduction to CAPM	Case discussion cont'd and Lecture
9	Oct 03	Marriott Corporation	Case discussion
10	Oct 05	Galveston Fishing Company	Case discussion/required write-up 4
11	Oct 10	Southport Minerals	Case discussion
12	Oct 12	American Chemicals	Case discussion/required write-up 5
13	Oct 17	No class	
14	Oct 19	Review	
15	<b>Oct 24</b>	<b>EXAM 1</b>	
16	Oct 26	Option Valuation Review	Lecture
17	Oct 31	Option Valuation Review & Real Options	Lecture
18	Nov 02	Chrysler's Warrants	Case discussion/required write-up 6
19	Nov 07	MW Petroleum Corporation	Case discussion
20	Nov 09	Avon	Case discussion
21	Nov 14	Philip Morris	Case discussion
22	Nov 16	Conrail A&B	Case discussion
23	Nov 21	RJR Nabisco	Case Discussion/required write-up 7
24	Nov 28	Mitch Scherzer/CFO Hearst Corporation	Lecture at 4:30 PM for all sections
25	Nov 30	<b>EXAM 2</b>	
26	Dec 05	SFM	Case discussion
27	Dec 07	TXU	Case discussion/Required write-up 8
28	Dec 12	Overview	