

企业并购下的人力资源管理

专为 HR 设计的企业并购管理课程，美世特色工具与方法助力掌控交易全过程

上海场次支持全景动态直播 

Duration: 2 days

Price: RMB 13,800 (6% VAT included)

市场状况的波动创造了很多并购机会，趋向宽松的货币政策也让投资人蠢蠢欲动。传统的并购活动往往聚焦于财务和法律方面，但是随着买家越来越有经验，各公司都希望其团队在交易之前，能够精通与交易价值最相关的新思想和新实践。

人力资本对交易的成功发挥着至关重要的作用，因此人力资源专业人士必须准备好在各类型交易中，例如兼并与收购、资产剥离、合资企业和私募股权交易，就人力资源风险与机会提出建议、辅导和指引。

美世为期 2 天的研讨会旨在帮助人力资源专业人士成为 M&A 项目团队及团队负责人的业务伙伴。我们将帮助您做好准备，去迎接交易工作中的各种挑战，能够使您满怀信心地回到谈判桌前，做出贡献。课程中传授的战略重点和专业工具与工作流程，能够帮助您管理整个并购工作。我们将首先概述全球范围内的并购术语和重要概念，然后深入至每一个交易阶段，从并购战略规划与尽职调查实施，到逐步达成交易和交易后的整合管理工作，包括专门针对复杂交易的关键流程以及人力资源计划管理方法。

课程概述

并购基础

- 并购流程
- 估值基础
- 通过并购创造价值

人力资源尽职调查

- 人力资源尽职调查的目的和价值
- 人力资源尽职调查的主要工具和输出
- 常见尽职调查话题

- 支持交易谈判

投后整合

- 投后整合的场景和挑战
- 首日组织结构与首日运营模式
- 关键人才识别与保留
- 薪酬与福利整合
- 文化、沟通与变革
- 百日计划与高管激励
- 长期整合规划
- 整合项目管理办公室
- 人力资源并购战略手册

学员收获

- 把引导式讨论和围绕典型交易而构建的互动练习结合在一起，通过以下各方面的深入讲解，增强人力资源可对交易成功做出的贡献：
 - 理解交易假设以及交易价值，人力资源部门如何在同一层面上与交易部门沟通
 - 人力资源部门如何帮助推进交易并协助业务创造并捕获交易价值
 - 重要的人力资本问题以及人力资源部门在各个交易阶段处理这些问题时所发挥的作用
 - 交易与人力资源团队的结构、职责以及关系
 - 并购的阶段、流程及专业词汇
- 提前为并购交易做好准备，在实际需要实施之前对流程进行检验，并做出必要的修正
- 参与模拟并购程序和流程，从而获得并购交易过程中的实战性体验。运用美世特色工具与模板，与团队一起进行涉及整个收购生命周期的案例研究。在此过程中，您将获得以下方面的收获：
 - 尽职调查的工具和方式
 - 识别国内并购的主要风险点和关注点
 - 支持业务进行交易谈判
 - 了解投后整合的主要工作内容，包括组织设计、关键人才识别与保留、薪酬福利整合、文化沟通和变革、百日计划与高管激励等
 - 获取有用的美世参考资料和样本模板

- 了解中国企业去境外收购可能遇到的问题及解决方案，吸取跨境并购的经验与教训

目标学员

负责识别并管理成功并购交易所涉及到的人力资源问题的专业人士

M&A ready

Live stream is available for Shanghai sessions 

Market disturbances created a lot of opportunities for companies to create and capture value through M&A activities, and a loose monetary policy encouraged potential investors to make their moves. To prepare for the next wave of growth or to implement corporate objectives, companies want their teams to be well-versed in the latest thinking and best practices around maximizing the value of their deal – before transactions are undertaken.

Human capital plays a critical role in deal success, so HR professionals must be ready to deliver optimal advice, guidance and leadership regarding the people risks and opportunities inherent in all types of transactions, including mergers and acquisitions, divestitures, joint ventures, and private equity deals.

Mercer's 2-day workshop is designed for HR professionals to become business partners with the deal and senior leadership teams. Our workshop will prepare you to meet the challenges of deal work, enabling you to return to the table and contribute with confidence. This workshop will provide strategic focus and valuable tools and processes to help you manage M&A work. The workshop begins with a global overview of M&A terminology and key concepts, and then provides an in-depth look at each phase of a deal, from planning the M&A strategy and conducting due diligence to getting to close and managing integration. The workshop addresses critical processes and HR project management approaches that are designed for complex transactions. We will take the method of Mercer blended

learning, which will strengthen and consolidate learning effect through combining online module with offline workshop.

Topics covered

Deal fundamentals

- Deal process
- Fundamentals to valuation
- How is value created through M&A

HR due diligence

- Goals of HR due diligence
- Main tools and output for HR due diligence
- Common HR due diligence topics
- Supporting deal negotiations

Post deal integrations

- Types of post deal integrations and key challenges
- Day-1 organization structure and Day-1 operating model
- Identifying and retaining key talent
- Compensation & benefits integration
- Culture, communications and change
- Day-100 plan and executive incentives
- Long term integrations
- Integration management office
- HR M&A playbook

Benefits to participants

- Strengthen HR's contribution to deal success by creating an in-depth understanding of:
 - Understanding and articulating deal hypothesis and deal value to enable discussions with the deal team
 - How HR can help advance deal objectives to create and capture value along the way

- Key human capital issues and HR's role in managing them across each deal phase
- Deal and HR team structures, roles, and relationships
- M&A phases, processes, and vocabulary
- Allow you to prepare for an M&A deal in advance, test your process before it is actually needed and revise as necessary
- Obtain practical experience by participating in a simulated “live” deal. You will work with a team on a case study throughout the two days covering the entire life cycle of an acquisition using Mercer proprietary tools and templates. During the deal simulation you will:
 - Key tools and templates for due diligence
 - Understanding key issues and risks for a domestic acquisition
 - Support deal team in negotiations
 - Understand key activities for post close integration, including organization design, key talent identification and retention, C&B integration, culture, communication and change, Day-100 plan and executive incentive, etc.
 - Acquire useful, exclusive reference materials and sample templates
- Discuss potential issues and solutions for Chinese companies acquiring overseas and learn Mercer's experience and insights on cross-border transactions

Target participants

HR or other professional charged with identifying and managing the people issues involved in a successful M&A transaction