

UGRD_YPHSL_2620_LAW4050_AURELIO GURREA MARTINEZ



Singapore Management University

COURSE INFORMATION

Course Code & Title

LAW4050 - The Law and Finance of Corporate Transactions

Effective Start Date

11/01/2027

Offering Unit / Department / School

YPHSL

Course Career

Undergraduate

Course Units

CU:

Grading Basis

GRD - Graded

1

Course Description

This course seeks to provide a comprehensive understanding of the legal and financial aspects of corporate transactions, with a particular focus on Initial Public Offerings (IPOs), mergers and acquisitions, going private transactions, private equity, venture capital, project finance, and corporate restructuring. It will also analyse the role of transactional lawyers when advising private companies and different actors in capital markets, including listed companies, hedge funds, institutional investors and boards of directors. The course starts by providing a background on the role and function of transactional lawyers, as well as the intuition and skillset that transactional lawyers need to possess to effectively advise clients in an increasingly complex, changing and global world. It will then analyse, from an interdisciplinary perspective, a variety of corporate transactions, including some major deals and corporate disputes that have taken place in the past decade. The course will conclude by examining how

technologies are reshaping corporate transactions, with particular emphasis on the use of AI and data analytics tools by law firms as well as the rise of technology-based fundraising methods such as Initial Coin Offerings.

Course Learning Outcomes

- Being able to understand the role and function of transactional lawyers
- Acquiring the intuition, background and skillset that lawyers need to possess to effectively navigate corporate transactions in a complex, changing and global world
- Getting to know the economic and financial aspects of corporate transactions
- Being able to connect different disciplines and areas of practice involved in corporate transactions
- Being able to advise companies and investors in a variety of corporate transactions and in different market and institutional environments

SMU Graduate Learning Outcomes

Disciplinary knowledge, Multidisciplinary knowledge, Interdisciplinary knowledge, Critical thinking & problem solving, Innovation and enterprising skills, Understanding of global and Asian perspectives

Competencies

Corporate and Business Law, Restructuring Insolvency Advisory, Business Negotiation, Corporate Governance

Course Area(s)

AREA - Business Options, AREA - Business-Oriented Electives, AREA - Econ Major Rel/Econ Options, AREA - Finance Electives, AREA - Law Capstone, AREA - Legal Studies Electives, AREA - Social Sciences/PLE Major-related, ENRL - SS Enrolment: 6 ISEP; 1 SUSEP, RQCP - LAW101_601&LAW102_602/LGST101, RQCP - LAW201_621/LGST201, RQCX - LAW4058, TRCK - Law: Corporate Transaction Track

Simple Requirements

(LAW201_621/LGST201) & (LAW101_601 & (LAW102_602/LGST101)) - Pre-req

Type

Prerequisite

Fulfill ALL of the following requirements:

(LAW201_621/LGST201) & (LAW101_601 & (LAW102_602/LGST101)) - Pre-req

Complete ANY of the following Courses:

- LAW201_621 - Corporate Law
- LGST201 - Company Law

— AND —

(LAW201_621/LGST201) & (LAW101_601 & (LAW102_602/LGST101)) - Pre-req

Fulfill ALL of the following requirements:

Complete ALL of the following Courses:

- LAW101_601 - Contract Law 1

— AND —

Complete ANY of the following Courses:

- LAW102_602 - Contract Law 2
- LGST101 - Business Law

LAW4050/ LAW4058 - Mutually Exclusive

Type

Antirequisite

Enroll in the following Courses:

- LAW4058 - Corporate Deals

CLASS SECTION INFORMATION

Instructor(s)

AURELIO GURREA MARTINEZ - (aureliogm@smu.edu.sg)

Instruction Mode

In Person

Consultations

Teaching Assistants

Please contact me to arrange

and

Office Location

Room 4.25 (4th Floor)

Assessment Components (New)

Category*

Class Participation

Weightage*

20

Category*

Projects/Assignments

Weightage*

50

Description

Group Project

Category*

Proctored Assessments

Weightage*

30

Assessment/Submission Period*

Week 10

Description

Midterm Exam

Instructional Methods and Expectations

COURSE METHODOLOGY

The course will be conducted in seminar sessions of 3 hours each per week. There will be a short break after the first hour and a half. There will be 1 or 2 guests lectures delivered by leading practitioners from the industry partner collaborating with this SMU-X course.

ASSESSMENT METHOD

Class Participation	20%
Group Project	50%
Midterm Exam	30%
TOTAL	<u>100%</u>

Class Participation

You will be assessed on your participation in class throughout the course. Apart from being important for the final grade, active participation by students will create a vibrant and interactive environment conducive to learning. Total participation in class comprises 20% of the final grade.

Group Project

The group project will comprise 50% of the final grade. It will consist of a written report and a group presentation. The topic of the group project will be chosen by the students among a list of topics and corporate transactions provided by the instructor. To prepare the project, students will be given the opportunity to schedule a consultation with the industry partner collaborating with this course. The group presentation will take place at the end of the course. Leading practitioners from the industry partner will attend the presentations and provide feedback. They will also participate in the assessment of the group project. More information about the group project will be provided in the first seminar.

Mid-term Exam

The mid-term exam will consist of an open-book exam comprising hypotheticals and/or policy questions about the topics discussed in seminars 1 to 7. The mid-term exam will take place in week 10 and it will comprise 30% of the final grade.

Weekly Lesson Plan
CLASS SCHEDULE

Week	Seminar	Topic
1	1	THE ROLE OF TRANSACTIONAL LAWYERS IN A GLOBAL WORLD
2	2	CAPITAL STRUCTURE AND VALUATION OF COMPANIES
3	3	FUNDRAISING METHODS FOR FIRMS
4	4	GOING PUBLIC: WHY, HOW AND WHERE?
5	5	CORPORATE GOVERNANCE AND INVESTOR PROTECTION
6	6	MERGERS AND ACQUISITIONS
7	7	CORPORATE RESTRUCTURING AND INSOLVENCY
8	-	MID-TERM RECESS WEEK
9	8	TRANSACTIONAL LAWYERING IN EMERGING ECONOMIES
10	9	MID-TERM EXAM
11	10	NO CLASS (STUDENTS WORK ON THEIR GROUP PROJECT)
12	11	NO CLASS (STUDENTS WORK ON THEIR GROUP PROJECT)
13	12	GROUP PROJECT PRESENTATIONS
14	-	REVISION WEEK (NO SEMINAR)
15	-	FINAL EXAMINATION

Note: The above syllabus/schedule is meant only as a guide and is subject to amendment.

Recommended Textbooks and Readings
BIBLIOGRAPHY

There is no need to acquire any textbook. A reading list will be provided at the beginning of the course. Most of the materials will be available online.

Other Information

DROPPING A COURSE

Students are reminded to follow the dates and procedures of add/drop modules found in <https://smu.sharepoint.com/sites/oasis/SitePages/RO/All-About-BOSS.aspx#parentHorizontalTab5>

UG and JD students need to drop the electives via BOSS unless otherwise instructed by the School for specific electives (e.g. Moots).

Students who fail to follow the correct procedures and stipulated timelines for dropping their modules will obtain a “W” or “F” grades as indicated on OASIS.

Do note that a “W” and ‘F’ grade is reflected **permanently** on a student’s transcript.

UNIVERSITY POLICIES

Academic Integrity

All acts of academic dishonesty (including, but not limited to, plagiarism, cheating, fabrication, facilitation of acts of academic dishonesty by others, unauthorized possession of exam questions, or tampering with the academic work of other students) are serious offences.

All work (whether oral or written) submitted for purposes of assessment must be the student’s own work. Penalties for violation of the policy range from zero marks for the component assessment to expulsion, depending on the nature of the offence.

When in doubt, students should consult the instructors of the course. Details on the SMU Code of Academic Integrity may be accessed at <https://smu.sharepoint.com/sites/oasis/SitePages/DOS-WKLSWC/UCSC.aspx>.

Responsible Use of AI

The University recognises the importance of equipping students with the skills to navigate an AI-driven world. While AI tools may support learning, they must be used judiciously and responsibly. Students must not present AI-generated output as their own work.

Each course may set specific guidelines on the use of AI in assessments. Students are required to follow these guidelines carefully and should seek clarification from the instructors if uncertain.

Misuse of AI constitutes a breach of academic integrity and will be subject to the same penalties as other acts of academic dishonesty.

Copyright Notice

Please note that all course materials are meant for personal use only, namely for the purposes of teaching, studying and research. You are strictly not permitted to make copies of or print additional copies or distribute such copies of the course materials or any parts thereof, for commercial gain or exchange.

For the full copyright notice, please visit <https://researchguides.smu.edu.sg/copyright>.

Accessibility

SMU strives to make learning experiences accessible for all. Students who anticipate or experience physical or academic barriers due to disability are encouraged to inform the course instructor as soon as possible. Students may also contact the university's disability services team if they have questions or concerns about academic provisions: accessibility@smu.edu.sg. Please be aware that the accessible tables in our seminar room should remain available for students who require them.

Digital Readiness for Teaching and Learning (DRTL)

As part of emergency preparedness, instructors may conduct lessons online via the Zoom platform during the term, to prepare students for online learning. During an actual emergency, students will be notified to access the Zoom platform for their online lessons. The class schedule will mirror the current face-to-face class timetable unless otherwise stated.