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Demerging Organisations: A Guide to Best Practice (Financial Times Management Briefings) by William Tate and a great selection of similar Used, New and Collectible Books available now at calendrierdelascience.com

Jesse Jacoby October 31, 0 Merging two established organizations is not merely the combination of two operations under one management authority. Successful integration combines, replaces, and transforms diverse processes, systems and organizational structures. During the due diligence phase there is a significant focus on the financial aspects of the deal and rightfully so. At the same time the economic business case is being refined, leadership should spend equal time preparing for the integration of the two organizations. In our experience, realizing the goal of a well-designed and smoothly executed merger requires mastery of the organizational challenges â€" below we highlight a few. The Black Box Challenge Most organization work as they currently exist. Demands are made and results are produced. The problem is that no one really knows how the organization does what it does. The organization is essentially a black box. Technology obscures processes, rules, and assumptions. There are too many moving parts for any one person to know. Expertise and documentation become outdated. This is why it is important to spend the time upfront creating a thorough inventory of what exists today in both the parent and target organization. Enterprise architecture tools like the Zachman Enterprise Framework can help inventory and stucture diverse elements and provide multiple ways of viewing the organizational components from abstract goals down through tangible artifacts, systems, data, and processes. The output from this inventory exercise provides valuable insights for leadership at both companies regarding constraints, dependencies, gaps, and issues that form the foundation for the merger-integration effort. Skipping this step or giving it short shrift can result on nasty surprises later on and can undermine the economic business case. The Challenge of Choice Merging organizations is like blending the households of two people who have long lived on their own. How do you decide what to keep, throw out, share, or replace? Organizational integration is not just about prioritizing a list of projects. Deciding what capabilities will be retained, replaced, or consolidated should be a collaborative effort among the cross-functional leaders from both companies. Once again, a systematic method is required for assessing the best option for each capability, asset, or program, taking into account practical constraints and strategic goals. The output of the aforementioned organizational inventory can be very helpful in informing these decisions. The Buy-In Challenge For all the talk of embracing change, few people find it an easy or welcome experience. How do you prevent fear, anger, and distrust from derailing a successful merger? There are diverse strong and personally legitimate concerns to address, rooted in what we know about why people resist change. Simply communicating is not enough to build buy-in for a post-merger integration. There needs to be a robust organizational change management and communications strategy that includes, at a minimum: We would be happy to share our experience, insights, and lessons learned with you. Other articles you may be interested in:

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In the face of pressure to increase shareholder value, conglomerates are turning to demerger in an attempt to release value to deliver the expected returns.

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Chapter 3 : Simplification & Restructuring â€“ Experge Consulting Group

*Demerging Organizations: A Guide to Best Practice (Financial Times Management Briefings) [W. Tate] on calendrierdelascience.com *FREE* shipping on qualifying offers. In the face of pressure to increase shareholder value, conglomerates are turning to demerger in an attempt to release value to deliver the expected returns.*

For the management team of a conglomerate, having a wide array of companies in different industries can be real boon for their bottom line. Poorly performing companies or industries can be offset by other sectors. By participating in a number of unrelated businesses, the parent corporation is able to reduce costs by using fewer resources, and by diversifying business interests, the risks inherent in operating in a single market are mitigated. In addition, companies owned by conglomerates have access to internal capital markets , enabling more ability to grow as a company. However, the size of conglomerates actually hurts the value of their stock, a phenomena called conglomerate discount. History has shown that conglomerates can become so diversified and complicated that they are too difficult to manage efficiently. The combination of a handful of different issues relating to financial transparency and management makes it so conglomerate stock is valued at a discount. As with most company acquisitions, there is always the risk friction developing because of differences in company culture, and innovation can stagnate. Originally founded by Thomas Edison, General Electric has grown to own companies working in energy, real estate, finance, and healthcare, previously owning majority stake in NBC. The company is made up of specific arms that are independent in their operation but are all interlinked. This makes it so research and development on specific technologies can be applied to a broader range of products. Conglomerates in the s Conglomerates were popular in the s and initially overvalued by the market. Low interest rates at the time made it so leveraged buyouts were easier for managers of big companies to justify because the money came relatively cheap. As long as company profits were more than the interest needing to be paid on loans, the conglomerate could be ensured an ROI. All of this optimism kept stock prices high and allowed companies to guarantee loans. The glow wore off of big conglomerates as interest rates were adjusted as a response to steadily rising inflation that ended up peaking in In response to falling profits, the majority of conglomerates began divesting from companies they bought. Few companies continued on as anything more than a shell company. Foreign Conglomerates Conglomerate companies take on slightly different forms in different countries. This business structure is in some ways a defensive one, protecting companies from wild rises and falls in stock market, and hostile takeovers. Mitsubishi is a good example of a company that is engaged in a Keiretsu model.

Chapter 4 : Demerger - Wikipedia

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Please update this article to reflect recent events or newly available information. August Island of Montreal before the merger: It was felt that larger municipalities would be more efficient, and would be more able to withstand comparison with the other cities in Canada, which had already expanded their territory--most notably Toronto , which had merged with the other municipalities of what was then dubbed " Metro Toronto " in the GTA is the larger regional area including Toronto and the surrounding cities. As happened elsewhere in Canada, the merger was opposed by many residents on the island of Montreal. The situation on the island of Montreal was further complicated by the presence of predominantly English-speaking municipalities that were due to merge with the predominantly French-speaking city of Montreal. English speakers were afraid to lose their rights, despite claims by the mayor of Montreal that their linguistic rights would remain protected in the new city of Montreal. Many street protests were organized, lawsuits were filed, 15 municipalities appealed to the Court of Appeal of Quebec, but it was all to no avail. At the census, the city of Montreal After the merger, the population of the new city of Montreal For comparisons, at the census the city of Toronto Island of Montreal after the merger: Unified City of Montreal The city government was responsible for larger matters such as economic development or transportation issues. It is only a coincidence that there were 27 independent municipalities before , and 27 arrondissements in the merged entity. In fact, in most areas the arrondissements did not correspond to the former municipalities, cutting across the territory of the former municipalities. One central plank of the Liberal campaign was that if elected, they would allow merged municipalities to organize referendums in order to demerge if they wished to do so. As promised, on June 20, , the referendums were held throughout Quebec. The process to demerge from the forced amalgamation was complicated. This process was detailed in a documentary film called The Village Resists: On the island of Montreal, referendums were held in 22 of the 27 previously independent municipalities. Following the referendum results, 15 of the previously independent municipalities have regained most of their independence. These are predominantly English-speaking municipalities, with also some French-speaking municipalities. Island of Montreal now: After this date, there were 16 municipalities on the island of Montreal--the city of Montreal proper plus 15 independent municipalities. The current city of Montreal comprises the pre city of Montreal plus 12 of the previously independent municipalities, and is divided into 19 arrondisements. The post-demerger city of Montreal has a territory of Compared with the pre-merger city of Montreal, this is a net increase of Compared with the post-merger city of Montreal, however, this is a net decrease of Corporate lobbies close to the Liberal Party of Quebec stress the fact that after the demerger, the city of Montreal still has almost as many approx. However, both the Liberal government of Quebec and the municipality of Montreal made it clear that the 15 municipalities recreated would not have as many powers as before the merger. As with the other de-merged municipalities across Quebec, the recreated municipalities remained tied to Montreal via a newly created urban agglomeration. Many powers will remain with a joint board covering the entire island of Montreal, in which the city of Montreal will have the upper hand. Despite the demerger referendums held in , the controversy is still raging in Quebec. It is now focusing on the cost of demerging. Several studies show that the recreated municipalities will incur substantial financial costs, thus forcing them to increase taxes, though proponents of the demerger contest these studies. The president of the Montreal Metropolitan Community is the mayor of Montreal. List of 27 independent municipalities until [edit].

Chapter 5 : Merging and Demerging in Organisations: Transforming Identities - CORE

The human side of mergers and acquisitions: Managing collisions between people, cultures. and organizations. (). The impact of identity orientation on individual and organizational outcomes in demographically diverse settings.

OneDrive is difficult, because the tools have so much in common. The cloud collaboration tool, Office , includes both SharePoint features and the OneDrive storage platform, making those available on any device from the cloud. The answer really has to do with the preferences of your IT department. On the other hand, the company maintains responsibility for any security breaches and purchasing version updates. Businesses who purchase SharePoint as a stand-alone, on-premise option can also purchase OneDrive for document storage and sharing, although all of those features are available in SharePoint. While both Office and OneDrive encrypt to keep documents safe from prying eyes, only SharePoint can offer the added security of a standalone server. Document and Resource Management OneDrive for Business now contains all of the original SharePoint document offerings, including workflows, auditing, templates, and version control. What it does not include are your marketing resources, such as website and social media connections. Many companies use SharePoint for organization-wide document and file collaboration. Both Office and the on-premise SharePoint offerings provide collaborative workflows and granular permissions to help you move content from idea to publication without skipping steps. Office does not include these same branding features. While you can email links to documents, you cannot publish those documents directly to a web page from the OneDrive platform. SharePoint gives your team a collaborative workspace with dashboards, calendars, tasks, notifications, and updates. The SharePoint platform keeps these located in a central portal associated with company sites. You can set up a SharePoint site for each of your teams to access, with dashboards that give team and company notifications. You can also set up a corporate portal where searchable company-wide libraries and notifications live. Assign each employee a security level to allow access. Choosing The Best Option The best software option for any company is the one that everyone can get behind. On the other hand, many companies still find comfort in the control of an on-premise solution. Contact one of our unbiased Technology Advisors for a free software recommendation based on your needs.

Chapter 6 : Challenges to Merging Organizations â€“ Emergent Journal

A demerger is a form of corporate restructuring in which the entity's business operations are segregated into one or more components. It is the converse of a merger or acquisition.

Definition and Meaning of Demerger: Demerger is a form of corporate restructuring. One of the prime reasons why large corporate houses go in for demerger is to increase the role of specialisation in the particular segment. In case of large conglomerates, demerging entities often are the departments which are growing at an impressive rate and have substantial potential. Demerger is the converse of a merger or acquisition. It describes a form of restructure in which shareholders or unit holders in the parent company gain direct ownership of the demerged entity or the subsidiary entity. The company or entity that ceases to own the entity is called the demerging entity. If the parent entity holds a majority stake in the demerged entity, the resulting company is referred to as the subsidiary. The procedures contemplate an application by the company to the concerned High Court by way of a scheme of compromise or arrangement with its creditors or members or any class of its members. Such a Scheme is a viable option for the amalgamation of two or more Indian companies. De-merger is essentially a scheme of arrangement under Section to of the Companies Act, requiring approval by; i. In demergers, tax benefits and concessions available to any undertaking are made available to the undertaking on its transfer to the resulting company. The condition regarding continuity of the same business for the allowability of loss to an assessee under Section 72 of the Income-Tax Act, was dispensed with. The accumulated losses and unabsorbed depreciation in a demerger is allowed to be carried forward by the resulting company if these are directly relatable to the undertaking proposed to be transferred. Where it is not possible to relate these to the undertaking, such losses and depreciation will be apportioned between the demerged company and the resulting company in proportion of the assets coming to the share of each as a result of demerger. Tax benefit to such business reorganisation is limited to transfer of specific assets, which would amount to sale of assets and not business reorganisation. Spin out refers to the process when a division of a company or organization becomes an independent business. Shareholders of the parent company receive equivalent shares in the new company in order to compensate for the loss of equity in the original stocks; thus, as the moment of spin-off, the ownership of the original and spun-off companies are identical. A demerger can take place through a spin out by distributed or transferring the shares in a subsidiary holding the business to company shareholders carrying out the demerger. Consideration for transfer of undertaking would be by issue of shares only by resulting company. Such consideration would be paid only to the shareholders of de-merged company. Resulting company can also be a subsidiary company of a de-merged company. Conclusion It is now a just and proper statement to state that, demergers are a fairly common term involved with corporate restructuring nowadays. They provide an opportunity to create individual profit centres and investors in the company also benefit from the process as there is fresh valuation of the demerged entity which in turn often results in an increase in the share price. Demerger is often done with an eye to segregate, categorise and more importantly specialise a particular segment of a corporate entity. However due to the creation of an altogether new business entity, the same requires prudence and astute decision making on the part of the investor. The following are some of the important points and key notes that the investors must make and take heed of in case of Demerger of a corporate restructuring: Extent of separation First, the activities separated at the time of demerger is a critical factor. It is important to remember that the overall size of the business entity and the extent of the profits that it makes is one important factor that determines the pricing of the newly-listed shares. Also, the future potential will determine the price impact after the demerger. Identifying benefits The key role for the investor is to identify an entity where the strong or profitable business remains. And then, look for the company which has a future potential. Trading price Demerger can lead to some immediate gains for the investors where the price of the separate entities shoots up. Too high a rise and one should immediately opt for the sell option. It is not uncommon to find valuations touch dizzying heights after a demerger and the benefits have to be booked. Investor interest There is often a high interest on a particular scrip, immediately after the demerger leading to a shooting up of the scrip. Following a thumb rule where the price of the scrip vis-a-vis actual valuation gives a fair idea about the extent of overvaluation or undervaluation taking place. Questionable re-structuring exercises are undertaken with a view to strip parent companies of vital assets and defeat revenue. The parent company becomes a shell company though styling itself as a holding company. When the amendments were made, the Central Government was able to prescribe guidelines or conditions so as to ensure that the demergers were made for genuine business purposes. Section of the I-T Act declares certain transfers to be void. But this applies where such transfers are made during the pendency of any proceeding under the Act. It also does not apply to assets not forming part of the stock-in trade of the business. It was not anticipated that the provisions would be abused not merely to take advantage of tax concessions but also to defeat legitimate tax revenues. Asset-stripping is a favourite mechanism always used by errant taxpayers to defeat the Revenue. Such abuses have, however, not become widespread. Proper amendments should be made to the law to safeguard revenue. The definition of demerger in Section 2 19AA requires fresh look. The property and liabilities of the undertaking being transferred by the demerged company, as per the definition, will be transferred at book value. Even a unit or a division or a business activity of an undertaking can be transferred. No doubt, all the property of the undertaking, including liabilities relatable to the undertaking being transferred by the demerged company, shall become the property and liabilities of the resulting company. But it is necessary to specifically lay down that demergers should not result in defeating the Revenue by way of transfer of assets.

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Chapter 7 : SharePoint vs. OneDrive for Business: What's the Difference?

reasons for demerging, however the main aim and benefits will remain the same - to make profit for shareholders, to safeguard the interest of the organization.

In corporate context, merging refers to the combination of two different companies, resulting in the formation of a new company. Two types of merging primarily occur in the market. These are horizontal merging and vertical merging. When two or more competitors that are into the selling of same categories of products unite, the process is called as horizontal merging. When a supplier of a product merges with the buyer of the same product the process is known as vertical merger. There are many benefits of merging for both the players. Some of these benefits include: A common thing that applies to all businesses is that large investment and output reduce the average cost incurred in manufacturing a product. When two companies merge together, their total output increases benefiting them through the economies of scale. If together the companies have considerable fixed cost, this investment has already happened and reduces the average cost of manufacturing a product. When raw materials are purchased in large quantities, the merged company gets huge discounts on their purchase. The larger company gets better rate of interest on funds and finances arranged from outside. The merged company has a single head office rather than continuing with two offices of earlier companies. This results in improved organizational efficiency. Two small individual players can sustain within a country but seldom are able to face international competition. When both these small players are merged together, the firms become capable of facing international competition. Thus, they can thus thrive on the international scale. Improved research and development. Merging of two firms or companies improves their research and development as together they can spend huge amounts of money in the process. This will create improved quality of products for the consumers and profits for the merged company. Large companies when merged with small companies that have unique innovative technology, become technologically advanced without making little or no investment in terms of cash. Reduction in staff cost. No company can have two vice CEOs to take care of the merged company and only person can handle the post. Merging of two companies reduces the staff cost for the resultant company. The benefits of merging depend upon whether or not the companies achieve the condition of synergy. When synergy is achieved, the value of combined firms or companies becomes higher than the individual values of either of the companies- a situation that is beneficial for the players, consumers and the market.

Chapter 8 : Benefits Of Merging â€“ Benefits Of

This paper reports on a collaborative project involving organization scholars and clinicians to examine the ways in which individual and organizational health are conceptualized in the literature.

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Tax certificate: The demerging company must make a declaration to the Jersey Comptroller of Taxes stating that the demerging company is eligible to demerge. The Comptroller will either issue a tax certificate to the demerging company or advise the Registrar of Companies that the Comptroller considers that the demerging company is not eligible.