Training Course on Environmental, Social, and Governance Due Diligence for Mergers and Acquisitions

Professional Development Training Course Outline

Category	CEOs and Directors	**Duration**	10 Days
Base Fee	$3,000 USD	**Delivery Mode**	Online / On-site Hybrid

Course Introduction

In today's rapidly evolving business landscape, **Environmental, Social, and Governance (ESG)** considerations have transitioned from niche concerns to critical drivers of value creation and risk mitigation in **Mergers and Acquisitions (M&A)**. This comprehensive training course empowers M&A professionals to effectively integrate ESG due diligence into their deal making strategies, ensuring robust assessments, informed decision-making, and long-term sustainable growth. As regulatory scrutiny intensifies and stakeholder expectations for **corporate sustainability** and **responsible investment** rise, mastering ESG due diligence is no longer optional but a strategic imperative for unlocking deal value and safeguarding reputation.

Training Course on Environmental, Social, and Governance Due Diligence for Mergers and Acquisitions will equip participants with the essential knowledge and practical tools to identify, evaluate, and manage ESG risks and opportunities throughout the M&A lifecycle. From initial target screening to post-merger integration, we delve into the methodologies and frameworks necessary for conducting thorough ESG assessments, understanding their financial implications, and ultimately driving **sustainable value creation**. By leveraging **best practices** and **cutting-edge insights**, attendees will gain a competitive edge in a market increasingly prioritizing **impact investing** and **ESG integration** for resilient and future-proof enterprises.

Programme Curriculum

Training Course on Environmental, Social, and Governance Due Diligence for Mergers and Acquisitions

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Course Duration

10 days

Course Objectives

1. Comprehend leading global ESG frameworks (e.g., SASB, TCFD, GRI, CSRD, EU Taxonomy) and their application in M&A.
2. Develop expertise in identifying financially material environmental, social, and governance risks specific to M&A transactions.
3. Uncover hidden value creation opportunities through a proactive ESG due diligence lens, including **green growth** and **circular economy** initiatives.
4. Learn methodologies for quantifying the financial impact of ESG factors on valuation, deal terms, and post-merger performance.
5. Understand the evolving global ESG regulatory environment and its implications for cross-border M&A deals.
6. Seamlessly integrate ESG due diligence into the entire M&A lifecycle, from target sourcing to integration planning.
7. Implement robust ESG screening processes for early identification of red flags and strategic alignment.
8. Execute thorough ESG audits, including **supply chain due diligence** and **human rights assessments**.
9. Formulate effective strategies to mitigate identified ESG risks and enhance post-acquisition resilience.
10. Incorporate ESG provisions into **Sale and Purchase Agreements (SPAs)** and other transaction documents.
11. Plan and execute successful post-merger ESG integration to unlock synergistic value and foster **sustainable business models**.
12. Effectively communicate complex ESG due diligence findings to stakeholders, including investors, boards, and regulatory bodies.
13. Utilize **ESG ratings** and **benchmarking tools** to assess target company performance against industry best practices.

Organizational Benefits

- Protect and unlock deal value by identifying and mitigating ESG-related risks and capitalizing on opportunities.
- Safeguard organizational reputation by avoiding acquisitions with significant ESG liabilities.
- Ensure adherence to burgeoning global ESG regulations, minimizing legal and financial penalties.
- Attract and retain **sustainable finance** and **impact investors** who increasingly prioritize ESG performance.
- Facilitate smoother integration and achieve operational efficiencies through proactive ESG planning.
- Build trust with employees, customers, investors, and communities through transparent and responsible M&A practices.
- Differentiate from competitors by demonstrating leadership in **sustainable M&A** and **responsible investment**.
- Build more resilient and adaptable portfolios by incorporating future-fit ESG considerations.

Target Audience

1. M&A Professionals
2. Legal Professionals.
3. Finance Professionals
4. Sustainability Leaders
5. Risk Management Specialists
6. Board Members and Senior Executives
7. Consultants.
8. Acquisition Teams

Course Outline

Module 1: Introduction to ESG in M&A: The Strategic Imperative

- Defining ESG and its evolution in the M&A landscape.
- Why ESG matters: Value creation, risk mitigation, and competitive advantage.
- Current trends and drivers of ESG integration in M&A.
- Overview of the M&A lifecycle and touchpoints for ESG due diligence.
- **Case Study:** The impact of a significant environmental liability on a major acquisition's valuation and deal structure.

Module 2: Foundations of ESG Frameworks and Standards

- Deep dive into key global ESG reporting frameworks: SASB, GRI, TCFD.
- Understanding sector-specific ESG materiality.
- Introduction to emerging regulatory frameworks: EU Taxonomy, CSRD.
- ESG ratings and their role in M&A assessment.
- **Case Study:** Analyzing a company's public ESG disclosures using GRI standards to identify potential M&A risks.

Module 3: Environmental Due Diligence: Assessing Climate and Resource Risks

- Identifying environmental liabilities: pollution, waste management, compliance.
- Assessing climate-related risks and opportunities (physical and transition risks).
- Energy efficiency, renewable energy, and carbon footprint analysis.
- Water stewardship, biodiversity, and natural resource management.

- **Case Study:** A private equity firm identifies significant climate transition risks in a target's operations, leading to a revised valuation and post-acquisition decarbonization strategy.

Module 4: Social Due Diligence: Human Capital and Community Impact

- Labor practices: human rights, labor relations, health and safety.
- Diversity, Equity, and Inclusion (DEI) metrics and cultural fit.
- Community engagement and social license to operate.
- Supply chain labor conditions and modern slavery risks.
- **Case Study:** A tech company faces reputational damage post-acquisition due to unearthed poor labor practices in a newly acquired subsidiary's supply chain.

Module 5: Governance Due Diligence: Ethics, Transparency, and Oversight

- Board composition, independence, and effectiveness.
- Executive compensation and ethical leadership.
- Anti-bribery and corruption (ABC) policies and practices.
- Data privacy, cybersecurity, and information governance.
- **Case Study:** An acquisition is derailed due to inadequate corporate governance structures and a history of non-transparent financial reporting in the target.

Module 6: ESG Integration into the M&A Process: Pre-Deal Screening

- Developing an ESG-centric investment thesis.
- Integrating ESG criteria into target identification and initial screening.
- Utilizing public data and ESG research tools.
- Crafting ESG-focused Confidentiality Agreements (NDAs).
- **Case Study:** How early-stage ESG screening helped an investment fund avoid a problematic acquisition with undisclosed environmental litigation.

Module 7: Conducting In-Depth ESG Due Diligence

- Structuring the ESG due diligence team and roles.
- Designing comprehensive ESG due diligence questionnaires (DDQs).
- Effective data room review for ESG insights.
- Conducting management interviews and site visits with an ESG lens.
- **Case Study:** A detailed environmental site assessment during due diligence uncovers significant soil contamination, leading to a purchase price adjustment and remediation plan.

Module 8: ESG Valuation and Financial Impact Analysis

- Integrating ESG factors into financial modeling and valuation (e.g., WACC adjustments, cash flow projections).
- Quantifying the financial implications of ESG risks and opportunities.
- Assessing stranded assets and future regulatory costs.
- The concept of an "ESG premium" and discount in M&A.
- **Case Study:** How a strong ESG profile translated into a higher valuation multiple for a renewable energy company during its acquisition.

Module 9: Legal and Regulatory Implications of ESG in M&A

- Understanding ESG-related representations and warranties in SPAs.
- Indemnification clauses for ESG liabilities.
- Regulatory disclosure requirements for ESG (e.g., SEC climate disclosures).

- Cross-border ESG legal considerations.
- **Case Study:** A buyer leverages ESG-specific indemnities in the SPA to cover unforeseen environmental clean-up costs post-acquisition.

Module 10: Post-Merger ESG Integration Strategies

- Developing a post-acquisition ESG integration roadmap.
- Harmonizing ESG policies, systems, and reporting across merged entities.
- Cultural integration and employee engagement on ESG initiatives.
- Synergy realization through ESG optimization (e.g., operational efficiency, waste reduction).
- **Case Study:** A manufacturing conglomerate successfully integrates an acquired smaller firm, leveraging its innovative waste reduction technologies across the larger organization.

Module 11: ESG in Private Equity and Alternative Investments

- ESG considerations for private equity fund managers.
- Value creation strategies through ESG improvements in portfolio companies.
- Responsible exit strategies and ESG reporting for LPs.
- The role of ESG in distressed asset acquisitions.
- **Case Study:** A private equity firm significantly enhances the ESG performance of a portfolio company, leading to a higher multiple upon exit.

Module 12: Sector-Specific ESG Due Diligence Challenges

- Tailoring ESG due diligence to different industries (e.g., energy, manufacturing, tech, consumer goods).
- Unique ESG risks and opportunities by sector.
- Best practices for industry-specific ESG data collection and analysis.
- Emerging ESG issues relevant to specific sectors.
- **Case Study:** Exploring the distinct environmental and social due diligence requirements for an acquisition in the mining sector versus a software company.

Module 13: Advanced ESG Due Diligence Tools and Technology

- Leveraging AI and data analytics for ESG screening and analysis.
- Utilizing third-party ESG data providers and platforms.
- Blockchain for supply chain traceability and human rights verification.
- Scenario analysis and climate risk modeling tools.
- **Case Study:** How an M&A team used predictive analytics to assess the climate resilience of a target's assets across various future climate scenarios.

Module 14: Communication and Reporting of ESG Due Diligence Findings

- Crafting compelling ESG due diligence reports for internal and external stakeholders.
- Presenting findings to deal committees and boards.
- Managing sensitive ESG information and confidentiality.
- Post-deal public reporting on ESG integration.
- **Case Study:** A corporate acquirer effectively communicates its ESG rationale for a major acquisition to its shareholders, garnering strong investor support.

Module 15: Future of ESG in M&A: Trends and Innovations

- The evolving regulatory landscape and its future impact on M&A.
- The rise of "green premiums" and sustainability-linked financing.

- The growing influence of activist investors on ESG in M&A.
- Innovation in ESG data, measurement, and reporting.
- **Case Study:** Examining a recent M&A deal where the primary driver was the acquisition of a company's cutting-edge sustainable technology.

Training Methodology

This training course will employ a highly interactive and practical methodology, combining:

- **Expert-Led Lectures:** Engaging presentations by industry leaders and subject matter experts.
- **Interactive Workshops:** Hands-on exercises and group activities to apply learned concepts.
- **Real-World Case Studies:** In-depth analysis of actual M&A deals with significant ESG implications.
- **Practical Tools & Templates:** Provision of checklists, frameworks, and templates for immediate application.
- **Group Discussions & Peer Learning:** Opportunities for participants to share experiences and insights.
- **Q&A Sessions:** Dedicated time for addressing specific challenges and questions.
- **Optional Pre-Course Readings:** Resources to ensure a foundational understanding for all participants.

Register as a group from 3 participants for a Discount

Send us an email: info@fineskilltrainingcenter.org or call *+254769199797*

Certification

Upon successful completion of this training, participants will be issued with a globally- recognized certificate.

Tailor-Made Course

We also offer tailor-made courses based on your needs.

Key Notes

a. The participant must be conversant with English.

b. Upon completion of training the participant will be issued with an Authorized Training Certificate

c. Course duration is flexible and the contents can be modified to fit any number of days.

d. The course fee includes facilitation training materials, 2 coffee breaks, buffet lunch and A Certificate upon successful completion of Training.

e. One-year post-training support Consultation and Coaching provided after the course.

f. Payment should be done at least a week before commence of the training, to Fineskill Training Center account, as indicated in the invoice so as to enable us prepare better for you.

Upcoming Scheduled Sessions

Start Date	End Date	Location	Price
23 Nov 2026	04 Dec 2026	Online	$2,000
23 Nov 2026	04 Dec 2026	Physical	$3,000
23 Nov 2026	04 Dec 2026	Physical	$6,000
23 Nov 2026	04 Dec 2026	Physical	$6,000
23 Nov 2026	04 Dec 2026	Physical	$12,000
23 Nov 2026	04 Dec 2026	Physical	$9,000
23 Nov 2026	04 Dec 2026	Physical	$12,000
23 Nov 2026	04 Dec 2026	Physical	$12,000

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