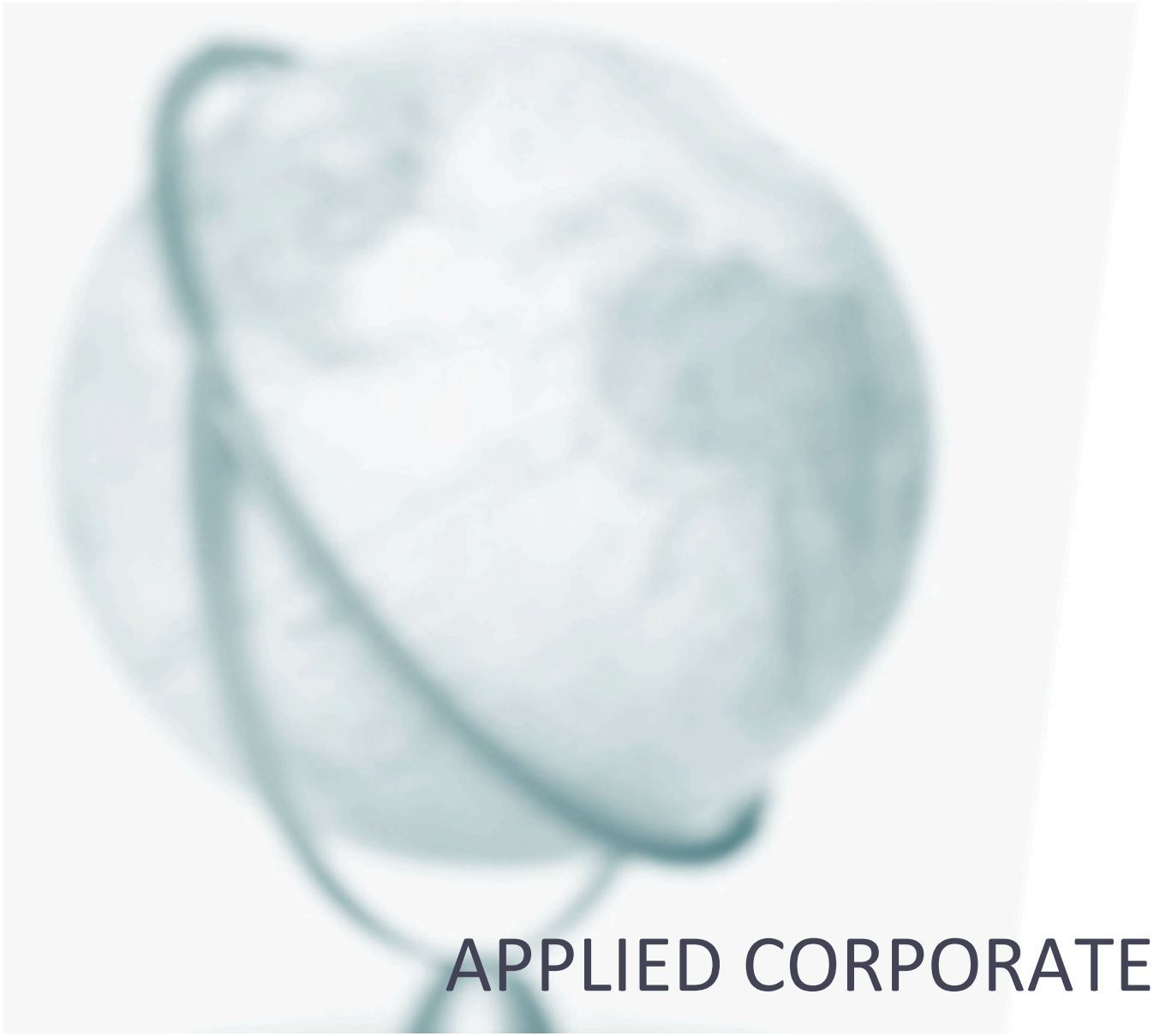
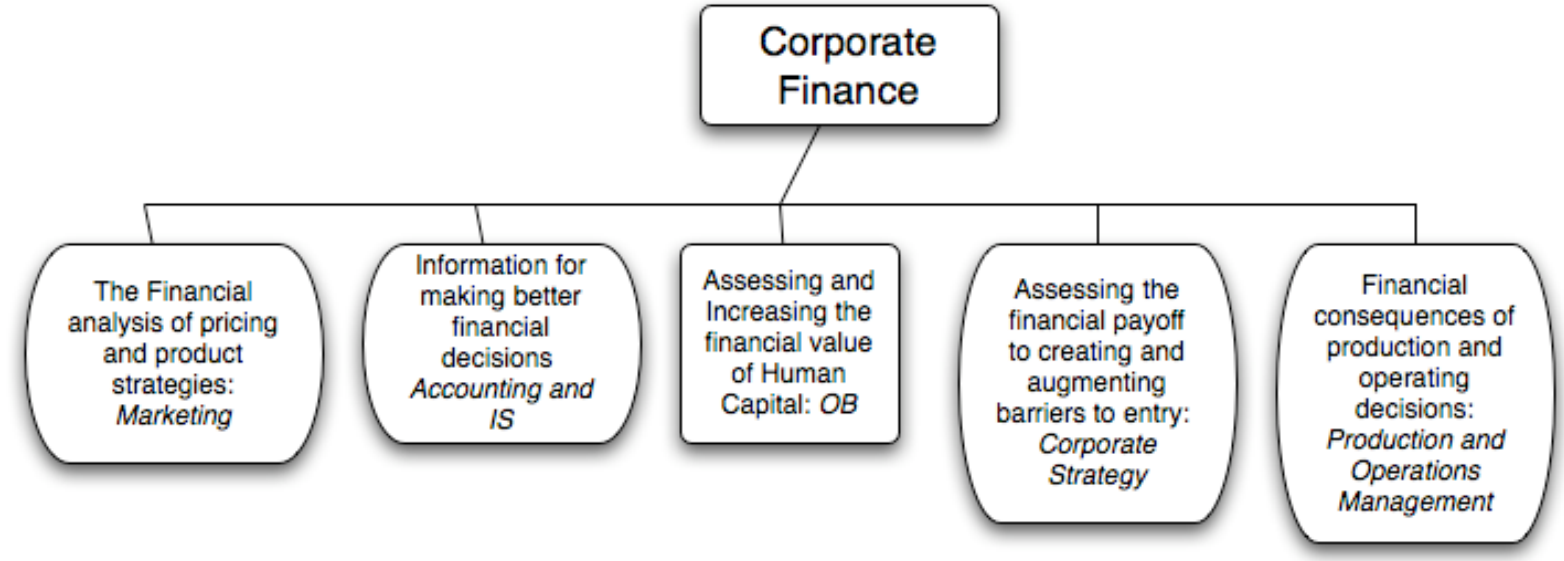


APPLIED CORPORATE FINANCE

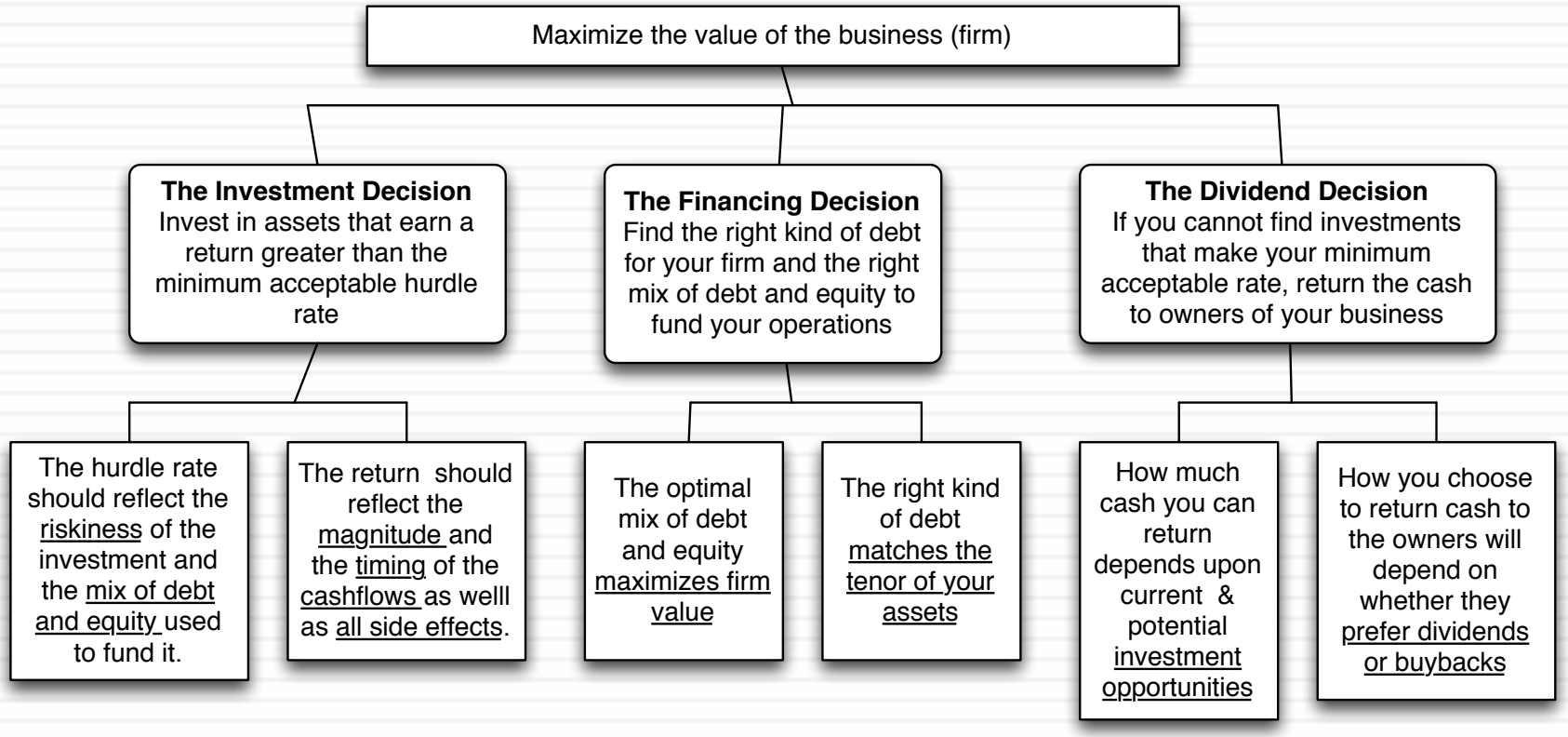
Aswath Damodaran
www.damodaran.com

What is corporate finance?

- Every decision that a business makes has financial implications, and any decision which affects the finances of a business is a corporate finance decision.
- Defined broadly, everything that a business does fits under the rubric of corporate finance.

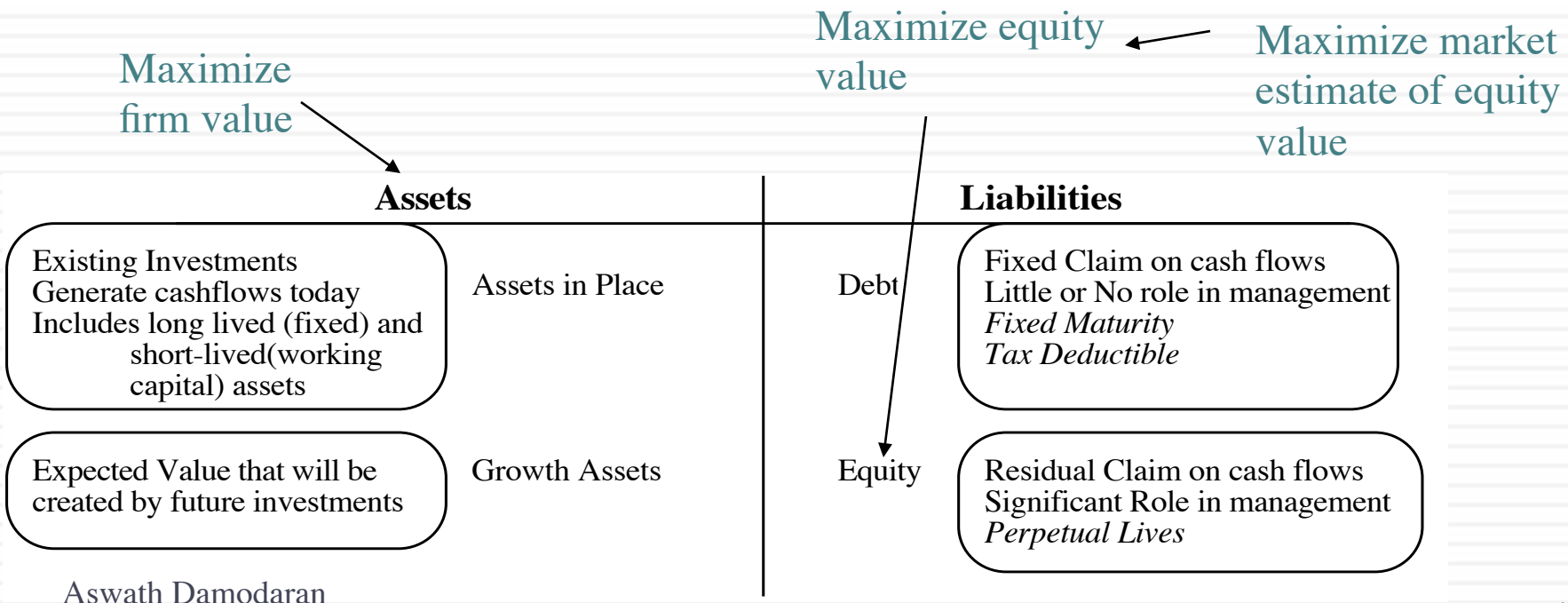


The first principles of corporate finance & the tie to value

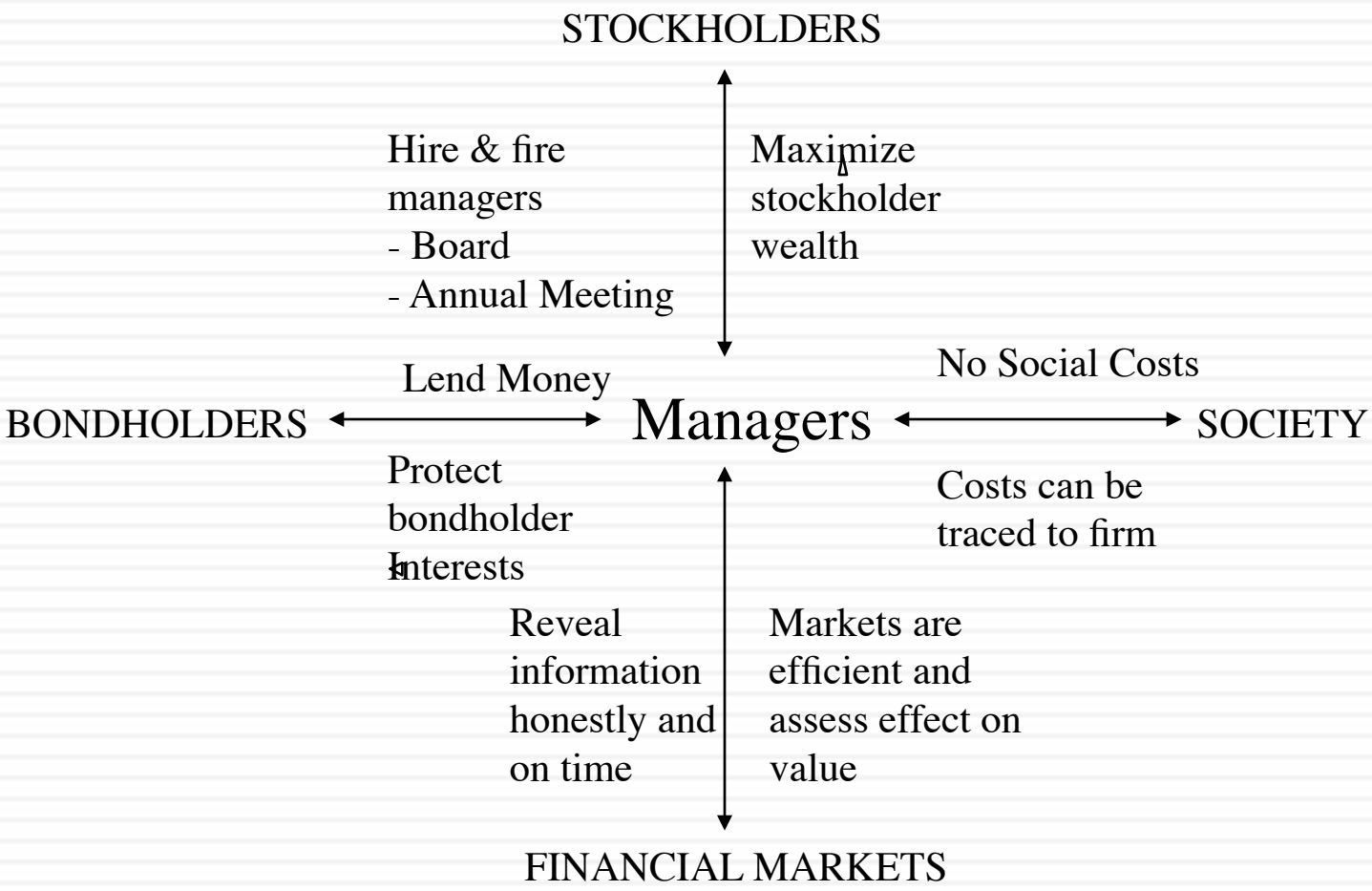


The Objective in Decision Making

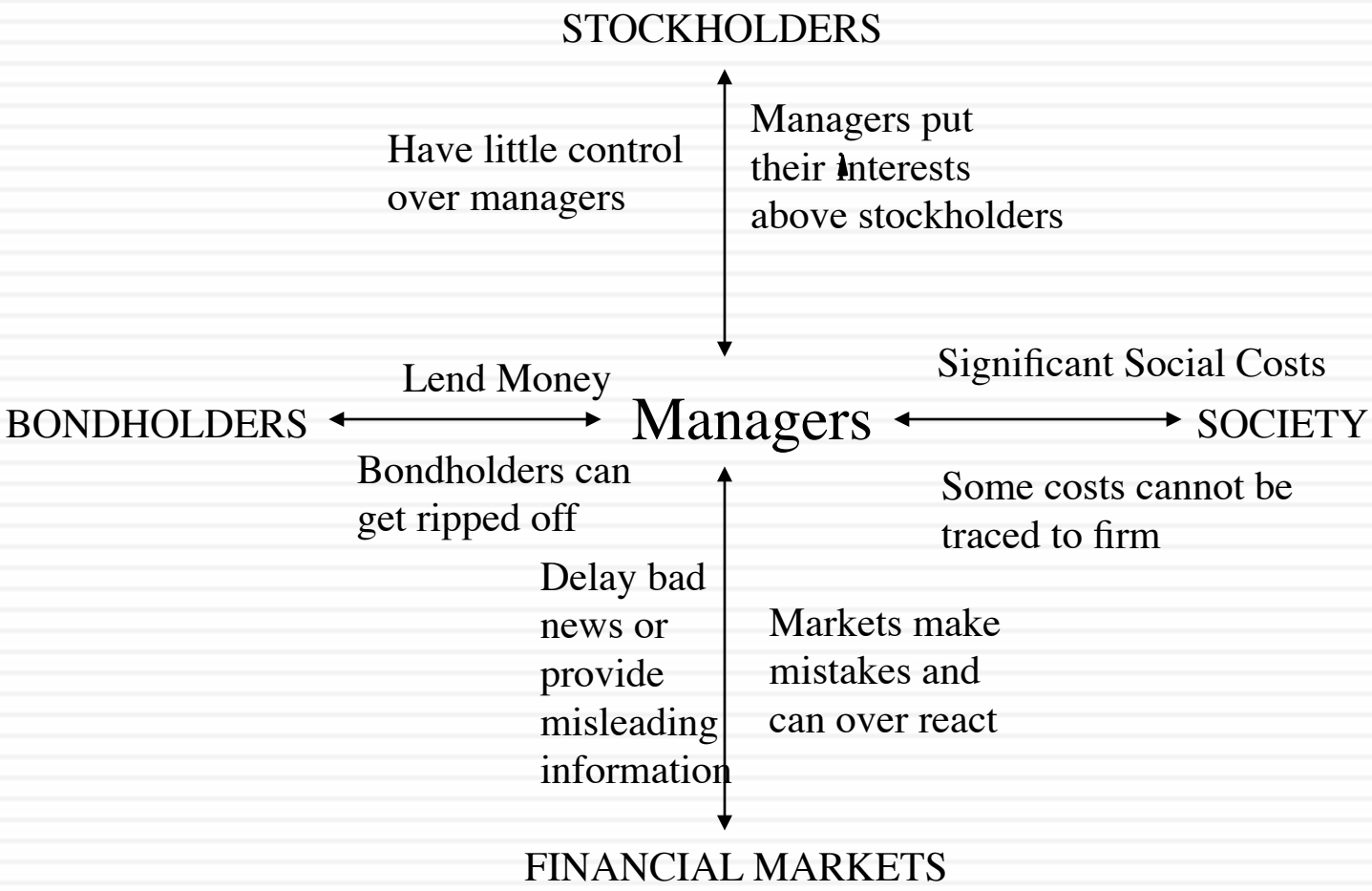
- In traditional corporate finance, the objective in decision making is to maximize the value of the firm.
- A narrower objective is to maximize stockholder wealth. When the stock is traded and markets are viewed to be efficient, the objective is to maximize the stock price.



The Classical Objective Function



What can go wrong?



Who's on Board? The Disney Experience - 1997

Reveta F. Bowers 1,5
Head of School
Center for Early Education

Roy E . Disney 3
Vice Chairman
The Walt Disney Company

Michael D. Eisner 3
Chairman and Chief Executive Officer
The Walt Disney Company

Stanley P. Gold 4,5
President and Chief Executive Officer
Shamrock Holdings, Inc.

Sanford M. Litvack
Senior Executive Vice President
and Chief of Corporate Operations
The Walt Disney Company

Ignacio E. Lozano, Jr. 1,2,4
Editor-in-Chief, LA OPINION

George J. Mitchell 5
Special Counsel
Verner, Liipfert, Bernard, McPherson
and Hand

Thomas S. Murphy
Former Chairman
Capital Cities/ABC, Inc.

Richard A. Nunis
Chairman
Walt Disney Attractions

Leo J. O'Donovan, S.J.
President
Georgetown University

Michael S. Ovitz 3
President
The Walt Disney Company

Sidney Poitier 2,4
Chief Executive Officer
Verdon-Cedric Productions

Irwin E. Russell 2,4
Attorney at Law

Robert A.M. Stern
Senior Partner Productions

E. Cardon Walker 1
Former Chairman and Chief Executive Officer
The Walt Disney Company

Raymond L. Watson 1,2,3
Vice Chairman
The Irvine Company

Gary L. Wilson 5
Co-Chairman
Northwest Airlines Corporation

1 Member of Audit Review Committee
2 Member of Compensation Committee
3 Member of Executive Committee
4 Member of Executive Performance Plan Committee
5 Member of Nominating Committee

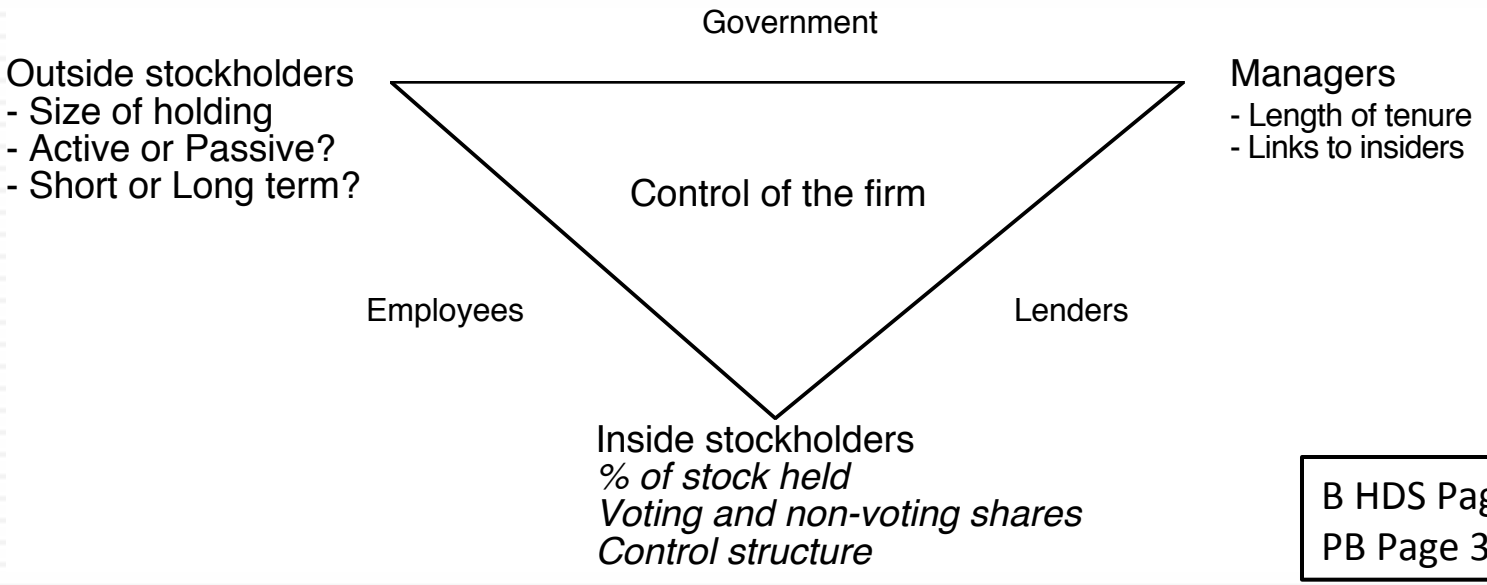
So, what next? When the cat is idle, the mice will play ....

- When managers do not fear stockholders, they will often put their interests over stockholder interests
  - Greenmail: The (managers of) target of a hostile takeover buy out the potential acquirer's existing stake, at a price much greater than the price paid by the raider, in return for the signing of a 'standstill' agreement.
  - Golden Parachutes: Provisions in employment contracts, that allows for the payment of a lump-sum or cash flows over a period, if managers covered by these contracts lose their jobs in a takeover.
  - Poison Pills: A security, the rights or cashflows on which are triggered by an outside event, generally a hostile takeover, is called a poison pill.
  - Shark Repellents: Anti-takeover amendments are also aimed at dissuading hostile takeovers, but differ on one very important count. They require the assent of stockholders to be instituted.
  - Overpaying on takeovers: Acquisitions often are driven by management interests rather than stockholder interests.

No stockholder approval needed.... Stockholder Approval needed

⌛Application Test: Who owns/runs your firm?

- Look at: Bloomberg printout HDS for your firm
- Who are the top stockholders in your firm?
- What are the potential conflicts of interests that you see emerging from this stockholding structure?



B HDS Page
PB Page 3-12

Splintering of Stockholders
Disney's top stockholders in 2003

<HELP> for explanation. dgp Equity HDS
Enter #<GO> to select aggregate portfolio and see detailed information

001189650224-000 HOLDINGS SEARCH CUSIP 25468710
DIS US DISNEY (WALT) CO Page 1 / 100

	Holder name	Portfolio Name	Source	Held	Percent Outstd	Latest Change	Filing Date
1	BARCLAYS GLOBAL	BARCLAYS BANK PLC	13F	83,630M	4.095	1,750M	09/02
* 2	CITIGROUP INC	CITIGROUP INCORPORAT	13F	62,857M	3.078	4,811M	09/02
* 3	FIDELITY MANAGEM	FIDELITY MANAGEMENT	13F	56,125M	2.748	5,992M	09/02
4	STATE STREET	STATE STREET CORPORA	13F	54,635M	2.675	2,239M	09/02
* 5	SOUTHEASTRN ASST	SOUTHEASTERN ASSET M	13F	47,333M	2.318	14,604M	09/02
6	ST FARM MU AUTO	STATE FARM MUTUAL AU	13F	41,938M	2.054	120,599	09/02
7	VANGUARD GROUP	VANGUARD GROUP INC	13F	34,721M	1.700	-83,839	09/02
8	MELLON BANK N A	MELLON BANK CORP	13F	32,693M	1.601	957,489	09/02
9	PUTNAM INVEST	PUTNAM INVESTMENT MA	13F	28,153M	1.379	-11,468M	09/02
10	LORD ABBETT & CO	LORD ABBETT & CO	13F	24,541M	1.202	5,385M	09/02
11	MONTAG CALDWELL	MONTAG & CALDWELL IN	13F	24,466M	1.198	-11,373M	09/02
12	DEUTSCHE BANK AK	DEUTSCHE BANK AG	13F	23,239M	1.138	-5,002M	09/02
13	MORGAN STANLEY	MORGAN STANLEY	13F	19,655M	0.962	3,482M	09/02
14	PRICE T ROWE	T ROWE PRICE ASSOCIA	13F	19,133M	0.937	2,925M	09/02
15	ROY EDWARD DISNE	n/a	PROXY	17,547M	0.859	-126,710	12/01
16	AXA FINANCIAL	ALLIANCE CAPITAL MAN	13F	14,283M	0.699	69,353	09/02
17	JP MORGAN CHASE	JP MORGAN CHASE & CO	13F	14,209M	0.696	-462,791	09/02
Sub-totals for current page:				599,159M	29.340		

* Money market directory info available. Select portfolio, then hit IP<GO>.

Australia 61 2 9777 8600 Brazil 5511 3048 4500 Europe 44 20 7330 7500 Germany 49 69 920410
Hong Kong 852 2977 6000 Japan 81 3 3201 8900 Singapore 65 212 1000 U.S. 1 212 318 2000
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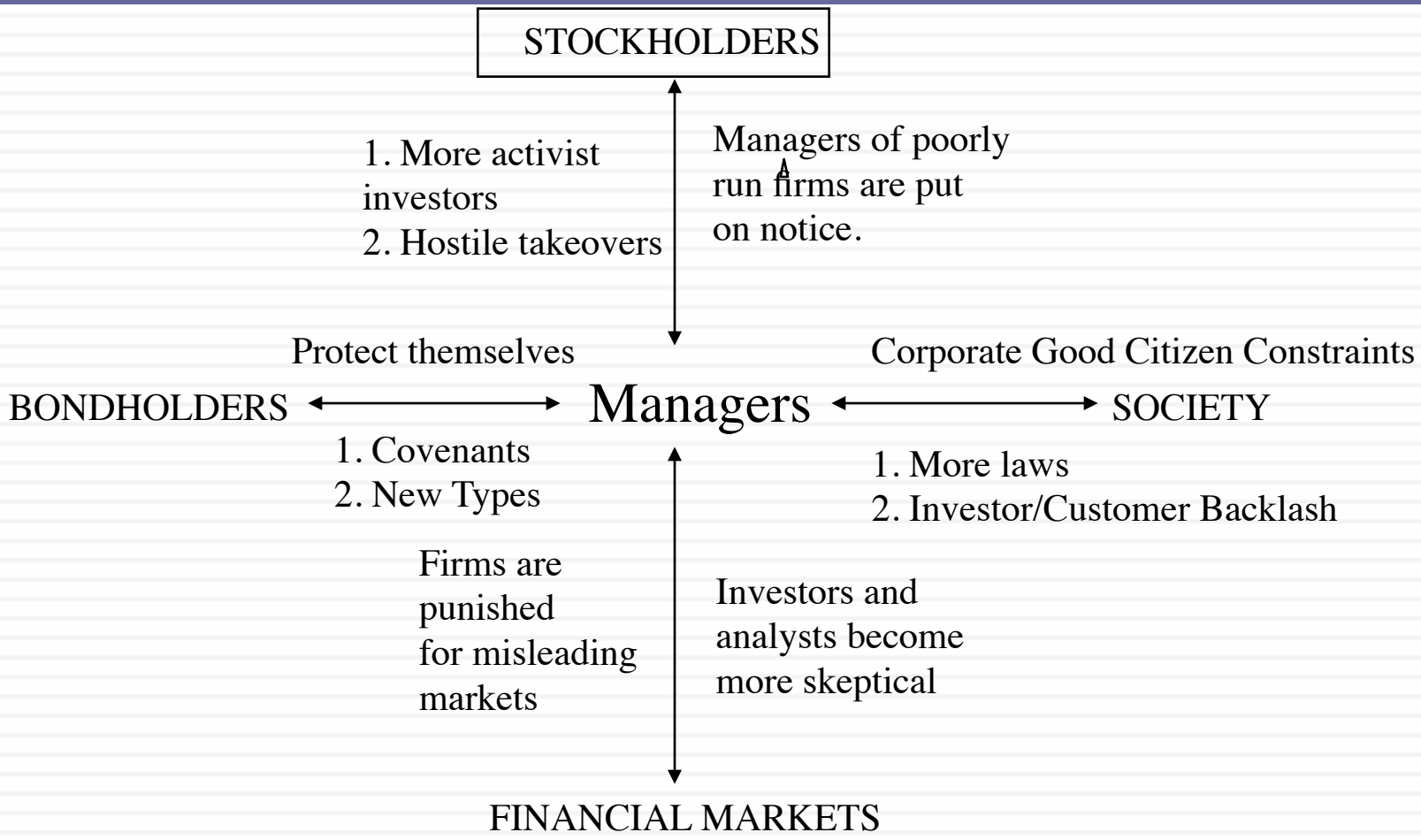
Bloomberg PROFESSIONAL

When traditional corporate financial theory breaks down, the solution is:

- To choose a different mechanism for corporate governance, i.e., assign the responsibility for monitoring managers to someone other than stockholders.
- To choose a different objective for the firm.
- To maximize stock price, but reduce the potential for conflict and breakdown:
  - Making managers (decision makers) and employees into stockholders
  - Protect lenders from expropriation
  - By providing information honestly and promptly to financial markets
  - Minimize social costs

A Market Based Solution

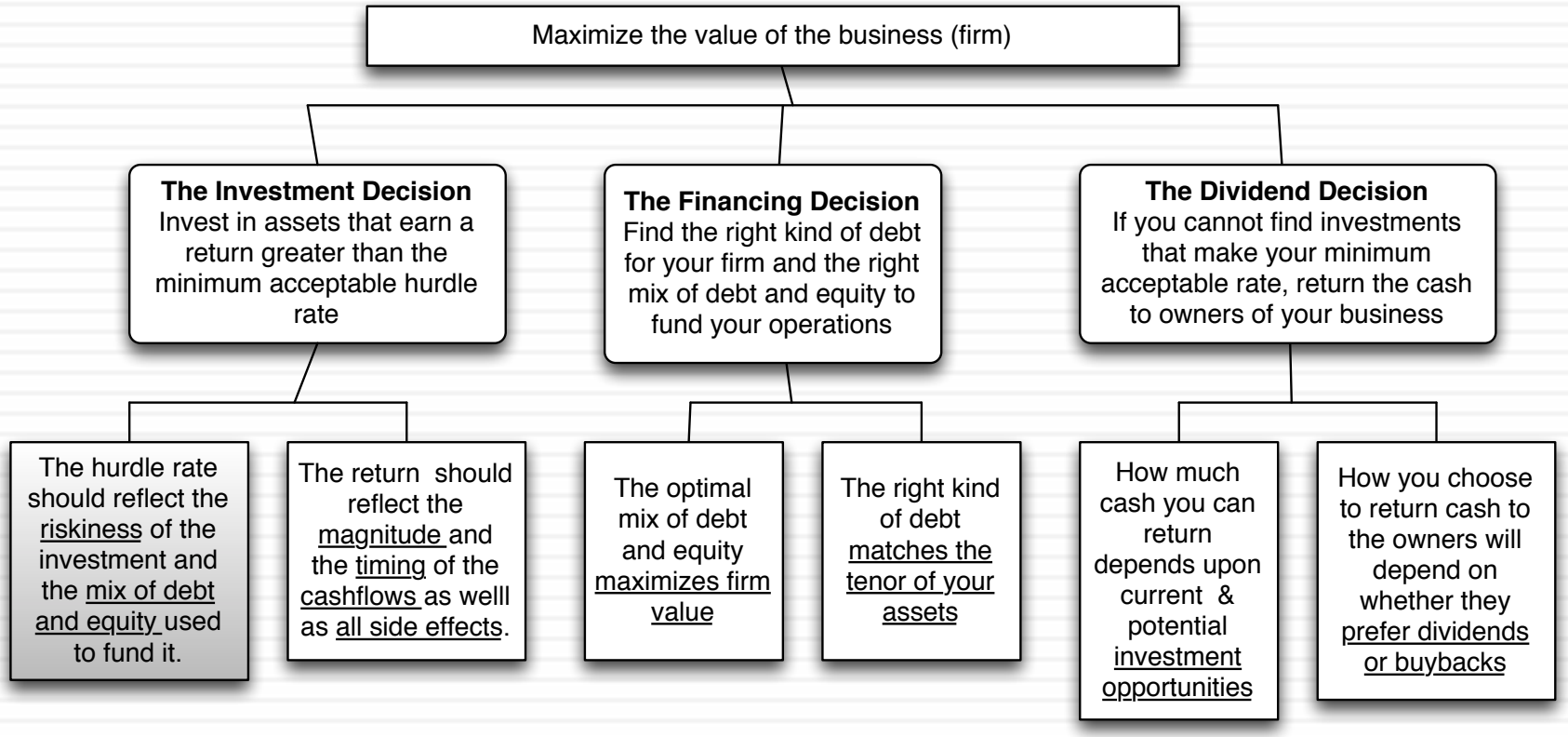


Aswath Damodaran

CORPORATE AND INVESTMENT HURDLE RATES: RISK AND RETURN MODELS

"You cannot swing upon a rope that is attached only to your own belt."

First Principles



What is Risk?

- Risk, in traditional terms, is viewed as a ‘negative’. Webster’s dictionary, for instance, defines risk as “exposing to danger or hazard”. The Chinese symbols for risk, reproduced below, give a much better description of risk:

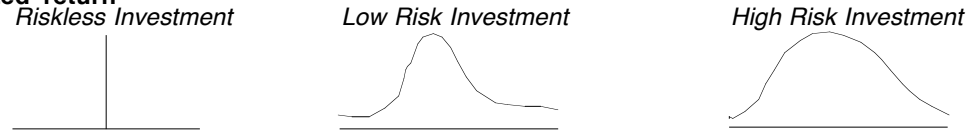
危机

- The first symbol is the symbol for “danger”, while the second is the symbol for “opportunity”, making risk a mix of danger and opportunity. You cannot have one, without the other.
- Risk is therefore neither good nor bad. It is just a fact of life. The question that businesses have to address is therefore not whether to avoid risk but how best to incorporate it into their decision making.

The CAPM and its alternatives

Step 1: Defining Risk

The risk in an investment can be measured by the variance in actual returns around an expected return



Step 2: Differentiating between Rewarded and Unrewarded Risk

Risk that is specific to investment (Firm Specific)
Can be diversified away in a diversified portfolio
1. each investment is a small proportion of portfolio
2. risk averages out across investments in portfolio

Risk that affects all investments (Market Risk)
Cannot be diversified away since most assets are affected by it.

The marginal investor is assumed to hold a "diversified" portfolio. Thus, only market risk will be rewarded and priced.

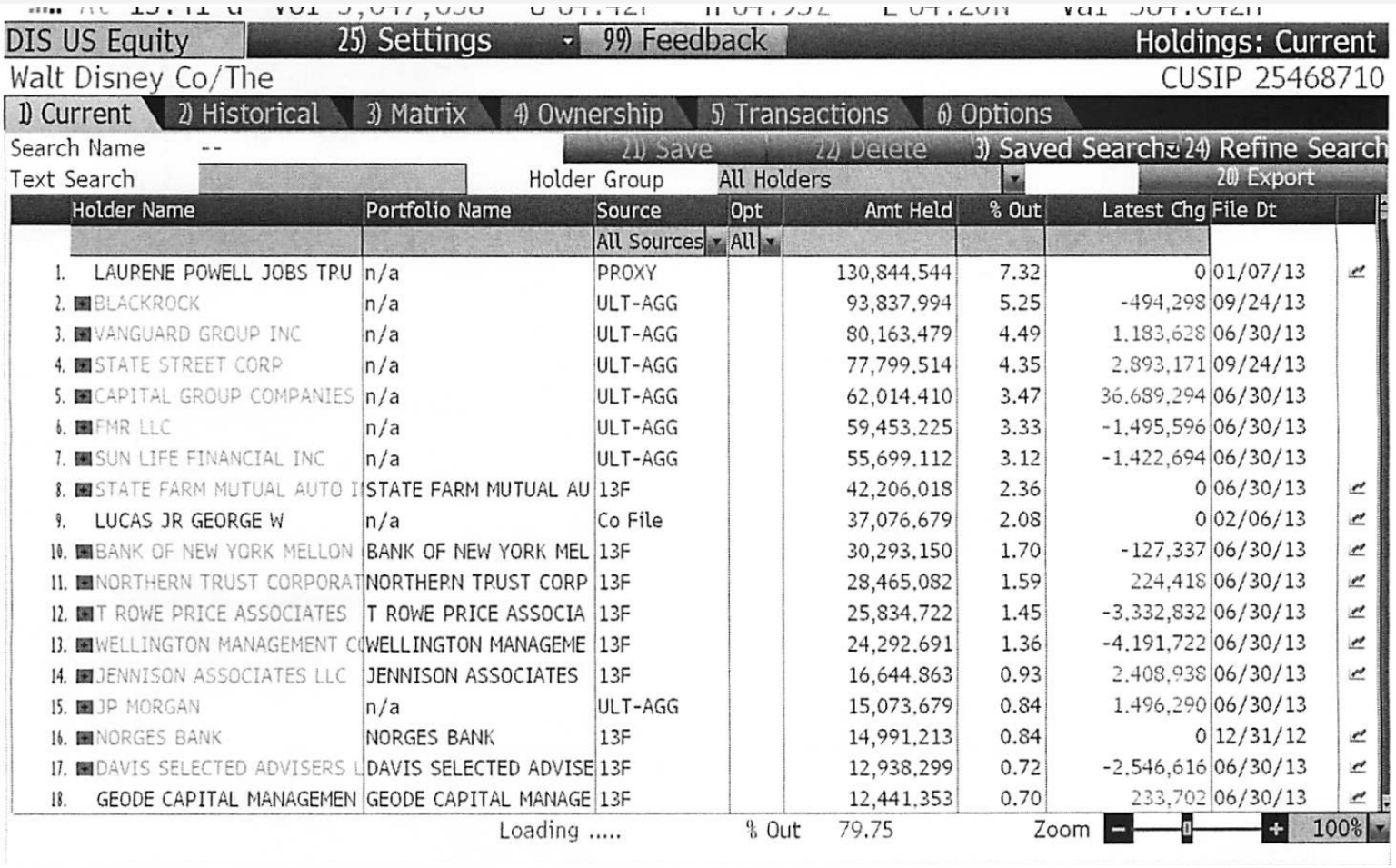
Step 3: Measuring Market Risk

The CAPM	**The APM**	**Multi-Factor Models**	**Proxy Models**
If there is 1. no private information 2. no transactions cost the optimal diversified portfolio includes every traded asset. Everyone will hold this<u>market portfolio</u> **Market Risk = Risk added by any investment to the market portfolio:**	If there are no arbitrage opportunities then the market risk of any asset must be captured by betas relative to factors that affect all investments. **Market Risk = Risk exposures of any asset to market factors**	Since market risk affects most or all investments, it must come from macro economic factors. **Market Risk = Risk exposures of any asset to macro economic factors.**	In an efficient market, differences in returns across long periods must be due to market risk differences. Looking for variables correlated with returns should then give us proxies for this risk. **Market Risk = Captured by the Proxy Variable(s)**
Beta of asset relative to Market portfolio (from a regression)	Betas of asset relative to unspecified market factors (from a factor analysis)	Betas of assets relative to specified macro economic factors (from a regression)	Equation relating returns to proxy variables (from a regression)

Limitations of the CAPM

1. The model makes unrealistic assumptions
2. The parameters of the model cannot be estimated precisely
   - Definition of a market index
   - Firm may have changed during the 'estimation' period'
3. The model does not work well
   - If the model is right, there should be
     a linear relationship between returns and betas
     the only variable that should explain returns is betas
   - The reality is that
     the relationship between betas and returns is weak
     Other variables (size, price/book value) seem to explain differences in returns better.

Gauging the marginal investor: Disney in 2013



DIS US Equity | 25) Settings | 99) Feedback | Holdings: Current

Walt Disney Co/The — CUSIP 25468710

1) Current | 2) Historical | 3) Matrix | 4) Ownership | 5) Transactions | 6) Options

Search Name -- | 21) Save | 22) Delete | 23) Saved Searches | 24) Refine Search

Text Search | Holder Group: All Holders | 20) Export

	Holder Name	Portfolio Name	Source	Opt	Amt Held	% Out	Latest Chg	File Dt
			All Sources	All				
1.	LAURENE POWELL JOBS TRU	n/a	PROXY		130,844,544	7.32	0	01/07/13
2.	BLACKROCK	n/a	ULT-AGG		93,837,994	5.25	-494,298	09/24/13
3.	VANGUARD GROUP INC	n/a	ULT-AGG		80,163,479	4.49	1,183,628	06/30/13
4.	STATE STREET CORP	n/a	ULT-AGG		77,799,514	4.35	2,893,171	09/24/13
5.	CAPITAL GROUP COMPANIES	n/a	ULT-AGG		62,014,410	3.47	36,689,294	06/30/13
6.	FMR LLC	n/a	ULT-AGG		59,453,225	3.33	-1,495,596	06/30/13
7.	SUN LIFE FINANCIAL INC	n/a	ULT-AGG		55,699,112	3.12	-1,422,694	06/30/13
8.	STATE FARM MUTUAL AUTO I	STATE FARM MUTUAL AU	13F		42,206,018	2.36	0	06/30/13
9.	LUCAS JR GEORGE W	n/a	Co File		37,076,679	2.08	0	02/06/13
10.	BANK OF NEW YORK MELLON	BANK OF NEW YORK MEL	13F		30,293,150	1.70	-127,337	06/30/13
11.	NORTHERN TRUST CORPORAT	NORTHERN TRUST CORP	13F		28,465,082	1.59	224,418	06/30/13
12.	T ROWE PRICE ASSOCIATES	T ROWE PRICE ASSOCIA	13F		25,834,722	1.45	-3,332,832	06/30/13
13.	WELLINGTON MANAGEMENT C	WELLINGTON MANAGEME	13F		24,292,691	1.36	-4,191,722	06/30/13
14.	JENNISON ASSOCIATES LLC	JENNISON ASSOCIATES	13F		16,644,863	0.93	2,408,938	06/30/13
15.	JP MORGAN	n/a	ULT-AGG		15,073,679	0.84	1,496,290	06/30/13
16.	NORGES BANK	NORGES BANK	13F		14,991,213	0.84	0	12/31/12
17.	DAVIS SELECTED ADVISERS L	DAVIS SELECTED ADVISE	13F		12,938,299	0.72	-2,546,616	06/30/13
18.	GEODE CAPITAL MANAGEMEN	GEODE CAPITAL MANAGE	13F		12,441,353	0.70	233,702	06/30/13

Loading ..... | % Out 79.75 | Zoom 100%

Inputs required to use the CAPM -

- The capital asset pricing model yields the following expected return:
  - Expected Return = Riskfree Rate+ Beta * (Expected Return on the Market Portfolio - Riskfree Rate)
- To use the model we need three inputs:
  a. The current risk-free rate
  b. The expected market risk premium (the premium expected for investing in risky assets (market portfolio) over the riskless asset)
  c. The beta of the asset being analyzed.

I. The government bond rate is not always the risk free rate

- On a riskfree asset, the actual return is equal to the expected return. Therefore, there is no variance around the expected return.
- For an investment to be riskfree, i.e., to have an actual return be equal to the expected return, two conditions have to be met –
  - There has to be no default risk, which generally implies that the security has to be issued by the government. Note, however, that not all governments can be viewed as default free.
  - There can be no uncertainty about reinvestment rates, which implies that it is a zero coupon security with the same maturity as the cash flow being analyzed.

Proposition 1: Since investment analysis and valuation are almost always done over the long term, the risk free rate in corporate finance has to be a long term rate.

Proposition 2: Only government bonds can be risk free, but not all government bonds are risk free.

What if there is no default-free entity? Risk free rates in November 2013

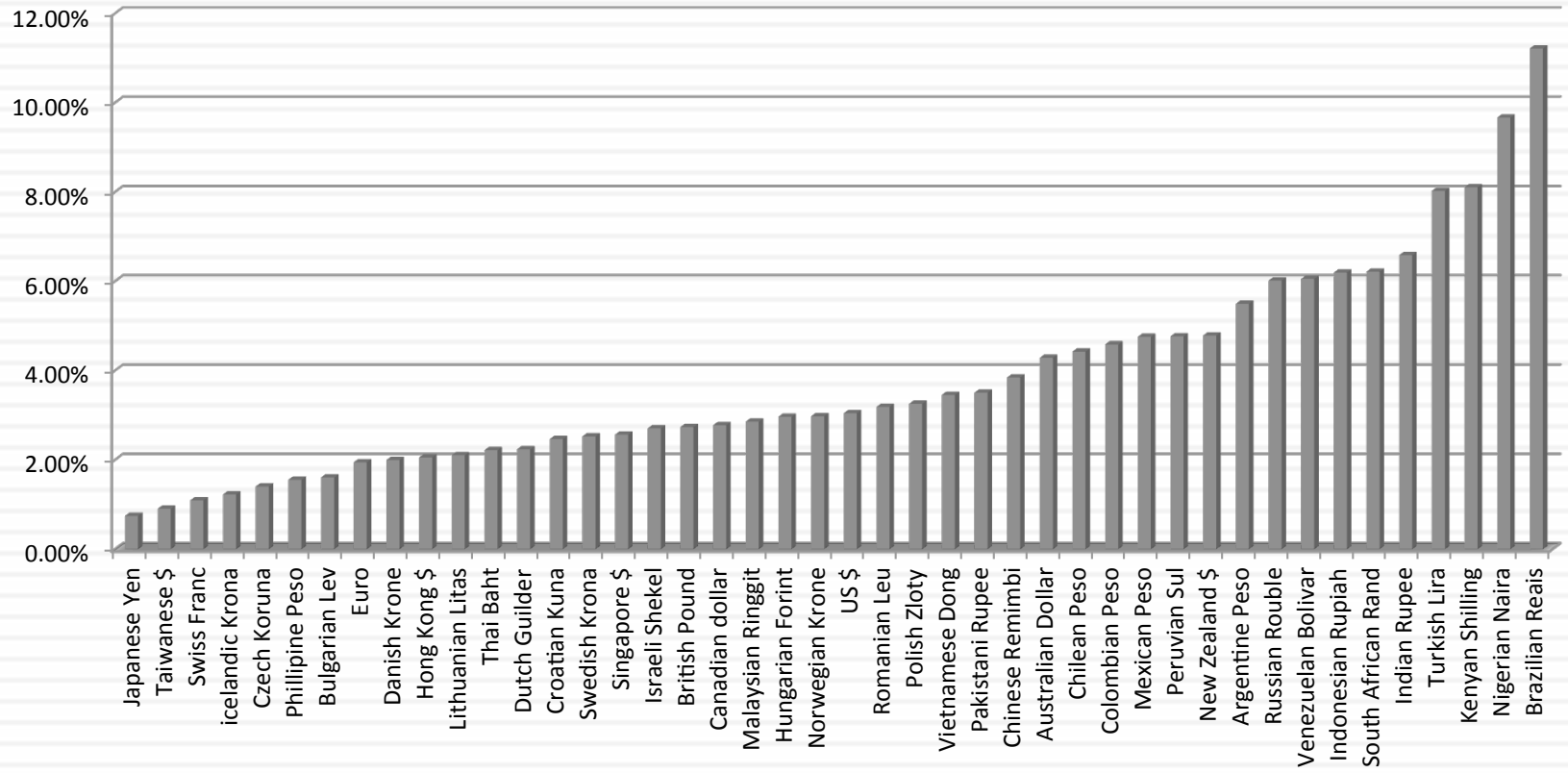
PB Page 14-21

- If the government is perceived to have default risk, the government bond rate will have a default spread component in it and not be riskfree. There are three choices we have, when this is the case.
  - Adjust the local currency government borrowing rate for default risk to get a riskless local currency rate.
    - In May 2014, the Russian Government Bond rate in rubles = 8.82%
    - The Russian local currency rating was Baa1, with a default spread of 1.6%. However, the sovereign CDS spread for Russia in May 2014 was 2.45%.

    Riskfree rate in Russian Rubles = 8.82% - 2.45%= 6.37%
  - Do the analysis in an alternate currency, where getting the riskfree rate is easier, say the US dollar. The riskfree rate is then the US treasury bond rate.
  - Do your analysis in real terms, in which case the riskfree rate has to be a real riskfree rate. The inflation-indexed treasury rate is a measure of a real riskfree rate.

Risk free rates will vary across currencies!

Risk free rate by Currency: January 2014



Measurement of the risk premium

- The risk premium is the premium that investors demand for investing in an average risk investment, relative to the riskfree rate.
- As a general proposition, this premium should be
  - greater than zero
  - increase with the risk aversion of the investors in that market
  - increase with the riskiness of the "average" risk investment

A. The Historical Risk Premium
United States – January 2014

	Arithmetic Average		Geometric Average	
	Stocks - T. Bills	Stocks - T. Bonds	Stocks - T. Bills	Stocks - T. Bonds
1928-2013	7.93%	6.29%	6.02%	4.62%
Std Error	*2.19%*	*2.34%*		
1964-2013	6.18%	4.32%	4.83%	3.33%
Std Error	*2.42%*	*2.75%*		
2004-2013	7.55%	4.41%	5.80%	3.07%
Std Error	*6.02%*	*8.66%*		

- What is the right premium?

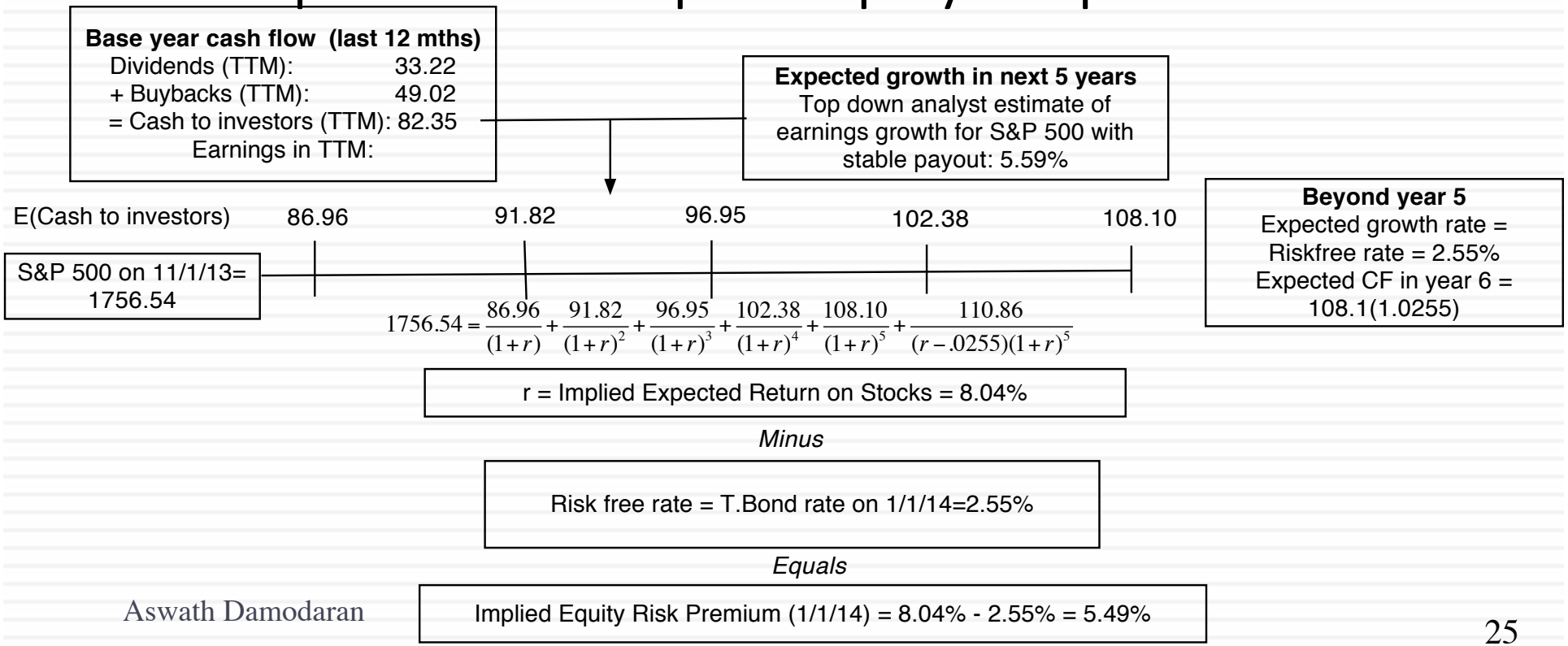
1. Go back as far as you can. Otherwise, the standard error in the estimate will be large.

$$\text{Std Error in estimate} = \frac{\text{Annualized Std deviation in Stock prices}}{\sqrt{\text{Number of years of historical data}}})$$

2. Be consistent in your use of a riskfree rate.
3. Use arithmetic premiums for one-year estimates of costs of equity and geometric premiums for estimates of long term costs of equity.

B. Implied ERP in November 2013: Watch what I pay, not what I say..

- If you can observe what investors are willing to pay for stocks, you can back out an expected return from that price and an implied equity risk premium.



What about historical premiums for other markets?

- Historical data for markets outside the United States is available for much shorter time periods. The problem is even greater in emerging markets.
- The historical premiums that emerge from this data reflects this data problem and there is much greater error associated with the estimates of the premiums.
- Put simply, if you distrust historical risk premiums in the United States, because the estimates are backward looking and noisy, you will trust them even less outside the US, where you have less data.

A Composite way of estimating ERP for countries

Step 1: Estimate an equity risk premium for a mature market. If your preference is for a forward looking, updated number, you can estimate an implied equity risk premium for the US (assuming that you buy into the contention that it is a mature market)

- My estimate: In January 2014, my estimate for the implied premium in the US was 5%. That will also be my estimate for a mature market ERP.

Step 2: Come up with a generic and measurable definition of a mature market.

- My estimate: Any AAA rated country is mature.

Step 3: Estimate the additional risk premium that you will charge for markets that are not mature. You have two choices:

- The default spread for the country, estimated based either on sovereign ratings or the CDS market.
- A scaled up default spread, where you adjust the default spread upwards for the additional risk in equity markets.

One solution: Estimating an additional country risk premium

- Emerging markets offer growth opportunities but they are also riskier. If we want to count the growth, we have to also consider the risk.
- Two ways of estimating the country risk premium:
  - Sovereign Default Spread: In this approach, the country equity risk premium is set equal to the default spread of the bond issued by the country.
    - Equity Risk Premium for mature market = 5.00%
    - Default spread for Russia
      - Based on sovereign rating of Baa1 (Moody's), default spread = 1.60%
      - Based on CDS spread in May 2014 = 2.45%
    - Equity Risk Premium for Russia = 5.00% + 2.45% = 7.45%
  - Adjusted for equity risk: The country equity risk premium is based upon the volatility of the equity market relative to the government bond/CDS.
    - Country risk premium= Default Spread* $\text{Std Deviation}_{\text{Country Equity}} / \text{Std Deviation}_{\text{Country CDS}}$
    - Standard Deviation in Micex = 20.33%
    - Standard Deviation in Russian CDS= 13.12%
    - Russian Sovereign CDS = 2.45%
    - Additional country risk premium for Russia = 2.45% (20.33%/13.12%) = 3.80%
    - Equity risk premium for Russia = 5% + 3.80% = 8.80%

ERP : Nov 2013

Andorra	7.45%	1.95%
Austria	5.50%	0.00%
Belgium	6.70%	1.20%
Cyprus	22.00%	16.50%
Denmark	5.50%	0.00%
Finland	5.50%	0.00%
France	5.95%	0.45%
Germany	5.50%	0.00%
Greece	15.63%	10.13%
Iceland	8.88%	3.38%
Ireland	9.63%	4.13%
Italy	8.50%	3.00%
Liechtenstein	5.50%	0.00%
Luxembourg	5.50%	0.00%
Malta	7.45%	1.95%
Netherlands	5.50%	0.00%
Norway	5.50%	0.00%
Portugal	10.90%	5.40%
Spain	8.88%	3.38%
Sweden	5.50%	0.00%
Switzerland	5.50%	0.00%
Turkey	8.88%	3.38%
United Kingdom	5.95%	0.45%
Western Europe	**6.72%**	**1.22%**

Canada	5.50%	0.00%
United States of America	5.50%	0.00%
North America	**5.50%**	**0.00%**

Argentina	15.63%	10.13%
Belize	19.75%	14.25%
Bolivia	10.90%	5.40%
Brazil	8.50%	3.00%
Chile	6.70%	1.20%
Colombia	8.88%	3.38%
Costa Rica	8.88%	3.38%
Ecuador	17.50%	12.00%
El Salvador	10.90%	5.40%
Guatemala	9.63%	4.13%
Honduras	13.75%	8.25%
Mexico	8.05%	2.55%
Nicaragua	15.63%	10.13%
Panama	8.50%	3.00%
Paraguay	10.90%	5.40%
Peru	8.50%	3.00%
Suriname	10.90%	5.40%
Uruguay	8.88%	3.38%
Venezuela	12.25%	6.75%
Latin America	**9.44%**	**3.94%**

Country	*TRP*	*CRP*
Angola	10.90%	5.40%
Benin	13.75%	8.25%
Botswana	7.15%	1.65%
Burkina Faso	13.75%	8.25%
Cameroon	13.75%	8.25%
Cape Verde	12.25%	6.75%
Egypt	17.50%	12.00%
Gabon	10.90%	5.40%
Ghana	12.25%	6.75%
Kenya	12.25%	6.75%
Morocco	9.63%	4.13%
Mozambique	12.25%	6.75%
Namibia	8.88%	3.38%
Nigeria	10.90%	5.40%
Rwanda	13.75%	8.25%
Senegal	12.25%	6.75%
South Africa	8.05%	2.55%
Tunisia	10.23%	4.73%
Uganda	12.25%	6.75%
Zambia	12.25%	6.75%
Africa	**11.22%**	**5.82%**

Albania	12.25%	6.75%
Armenia	10.23%	4.73%
Azerbaijan	8.88%	3.38%
Belarus	15.63%	10.13%
Bosnia	15.63%	10.13%
Bulgaria	8.50%	3.00%
Croatia	9.63%	4.13%
Czech Republic	6.93%	1.43%
Estonia	6.93%	1.43%
Georgia	10.90%	5.40%
Hungary	9.63%	4.13%
Kazakhstan	8.50%	3.00%
Latvia	8.50%	3.00%
Lithuania	8.05%	2.55%
Macedonia	10.90%	5.40%
Moldova	15.63%	10.13%
Montenegro	10.90%	5.40%
Poland	7.15%	1.65%
Romania	8.88%	3.38%
Russia	8.05%	2.55%
Serbia	10.90%	5.40%
Slovakia	7.15%	1.65%
Slovenia	9.63%	4.13%
Ukraine	15.63%	10.13%
E. Europe & Russia	**8.60%**	**3.10%**

Bahrain	8.05%	2.55%
Israel	6.93%	1.43%
Jordan	12.25%	6.75%
Kuwait	6.40%	0.90%
Lebanon	12.25%	6.75%
Oman	6.93%	1.43%
Qatar	6.40%	0.90%
Saudi Arabia	6.70%	1.20%
United Arab Emirates	6.40%	0.90%
Middle East	**6.88%**	**1.38%**

Bangladesh	10.90%	5.40%
Cambodia	13.75%	8.25%
China	6.94%	1.44%
Fiji	12.25%	6.75%
Hong Kong	5.95%	0.45%
India	9.10%	3.60%
Indonesia	8.88%	3.38%
Japan	6.70%	1.20%
Korea	6.70%	1.20%
Macao	6.70%	1.20%
Malaysia	7.45%	1.95%
Mauritius	8.05%	2.55%
Mongolia	12.25%	6.75%
Pakistan	17.50%	12.00%
Papua NG	12.25%	6.75%
Philippines	9.63%	4.13%
Singapore	5.50%	0.00%
Sri Lanka	12.25%	6.75%
Taiwan	6.70%	1.20%
Thailand	8.05%	2.55%
Vietnam	13.75%	8.25%
Asia	**7.27%**	**1.77%**

Australia	5.50%	0.00%
Cook Islands	12.25%	6.75%
New Zealand	5.50%	0.00%
Australia & NZ	**5.00%**	**0.00%**

Black #: Total ERP
Red #: Country risk premium
AVG: GDP weighted average

Estimating ERP for Disney: November 2013

- Incorporation: The conventional practice on equity risk premiums is to estimate an ERP based upon where a company is incorporated. Thus, the cost of equity for Disney would be computed based on the US equity risk premium, because it is a US company, and the Brazilian ERP would be used for Vale, because it is a Brazilian company.
- Operations: The more sensible practice on equity risk premium is to estimate an ERP based upon where a company operates. For Disney in 2013:

Region/ Country	*Proportion of Disney's Revenues*	*ERP*
US& Canada	82.01%	5.50%
Europe	11.64%	6.72%
Asia-Pacific	6.02%	7.27%
Latin America	0.33%	9.44%
Disney	**100.00%**	**5.76%**

ERP : Jan 2014

Andorra	6.80%	1.80%
Austria	5.00%	0.00%
Belgium	5.90%	0.90%
Cyprus	20.00%	15.00%
Denmark	5.00%	0.00%
Finland	5.00%	0.00%
France	5.60%	0.60%
Germany	5.00%	0.00%
Greece	20.00%	15.00%
Iceland	8.30%	3.30%
Ireland	8.75%	3.75%
Italy	7.85%	2.85%
Liechtenstein	5.00%	0.00%
Luxembourg	5.00%	0.00%
Malta	6.80%	1.80%
Netherlands	5.00%	0.00%
Norway	5.00%	0.00%
Portugal	10.40%	5.40%
Spain	8.30%	3.30%
Sweden	5.00%	0.00%
Switzerland	5.00%	0.00%
Turkey	8.30%	3.30%
United Kingdom	5.60%	0.60%
Western Europe	**6.29%**	**1.29%**

Canada	5.00%	0.00%
United States of America	5.00%	0.00%
North America	**5.00%**	**0.00%**

Argentina	14.75%	9.75%
Belize	18.50%	13.50%
Bolivia	10.40%	5.40%
Brazil	7.85%	2.85%
Chile	5.90%	0.90%
Colombia	8.30%	3.30%
Costa Rica	8.30%	3.30%
Ecuador	16.25%	11.25%
El Salvador	10.40%	5.40%
Guatemala	8.75%	3.75%
Honduras	13.25%	8.25%
Mexico	7.40%	2.40%
Nicaragua	14.75%	9.75%
Panama	7.85%	2.85%
Paraguay	10.40%	5.40%
Peru	7.85%	2.85%
Suriname	10.40%	5.40%
Uruguay	8.30%	3.30%
Venezuela	16.25%	11.25%
Latin America	**8.62%**	**3.62%**

Angola	10.40%	5.40%
Benin	13.25%	8.25%
Botswana	6.28%	1.28%
Burkina Faso	13.25%	8.25%
Cameroon	13.25%	8.25%
Cape Verde	13.25%	8.25%
DR Congo	14.75%	9.75%
Egypt	16.25%	11.25%
Gabon	10.40%	5.40%
Ghana	11.75%	6.75%
Kenya	11.75%	6.75%
Morocco	8.75%	3.75%
Mozambique	11.75%	6.75%
Namibia	8.30%	3.30%
Nigeria	10.40%	5.40%
Rep Congo	10.40%	5.40%
Rwanda	13.25%	8.25%
Senegal	11.75%	6.75%
South Africa	7.40%	2.40%
Tunisia	10.40%	5.40%
Uganda	11.75%	6.75%
Zambia	11.75%	6.75%
Africa	**10.04%**	**5.04%**

Albania	11.75%	6.75%
Armenia	9.50%	4.50%
Azerbaijan	8.30%	3.30%
Belarus	14.75%	9.75%
Bosnia and Herzegovina	14.75%	9.75%
Bulgaria	7.85%	2.85%
Croatia	8.75%	3.75%
Czech Republic	6.05%	1.05%
Estonia	6.05%	1.05%
Georgia	10.40%	5.40%
Hungary	8.75%	3.75%
Kazakhstan	7.85%	2.85%
Latvia	7.85%	2.85%
Lithuania	7.40%	2.40%
Macedonia	10.40%	5.40%
Moldova	14.75%	9.75%
Montenegro	10.40%	5.40%
Poland	6.28%	1.28%
Romania	8.30%	3.30%
Russia	7.40%	2.40%
Serbia	11.75%	6.75%
Slovakia	6.28%	1.28%
Slovenia	8.75%	3.75%
Ukraine	16.25%	11.25%
E. Europe & Russia	**7.96%**	**2.96%**

Abu Dhabi	5.75%	0.75%
Bahrain	7.85%	2.85%
Israel	6.05%	1.05%
Jordan	11.75%	6.75%
Kuwait	5.75%	0.75%
Lebanon	11.75%	6.75%
Oman	6.05%	1.05%
Qatar	5.75%	0.75%
Saudi Arabia	5.90%	0.90%
United Arab Emirates	5.75%	0.75%
Middle East	**6.14%**	**1.14%**

Bangladesh	10.40%	5.40%
Cambodia	13.25%	8.25%
China	5.90%	0.90%
Fiji	11.75%	6.75%
Hong Kong	5.60%	0.60%
India	8.30%	3.30%
Indonesia	8.30%	3.30%
Japan	5.90%	0.90%
Korea	5.90%	0.90%
Macao	5.90%	0.90%
Malaysia	6.80%	1.80%
Mauritius	7.40%	2.40%
Mongolia	11.75%	6.75%
Pakistan	16.25%	11.25%
Papua New Guinea	11.75%	6.75%
Philippines	8.30%	3.30%
Singapore	5.00%	0.00%
Sri Lanka	11.75%	6.75%
Taiwan	5.90%	0.90%
Thailand	7.40%	2.40%
Vietnam	13.25%	8.25%
Asia	**6.51%**	**1.51%**

Australia	5.00%	0.00%
Cook Islands	11.75%	6.75%
New Zealand	5.00%	0.00%
Australia & New Zealand	**5.00%**	**0.00%**

Black #: Total ERP
Red #: Country risk premium
AVG: GDP weighted average

Estimating Beta

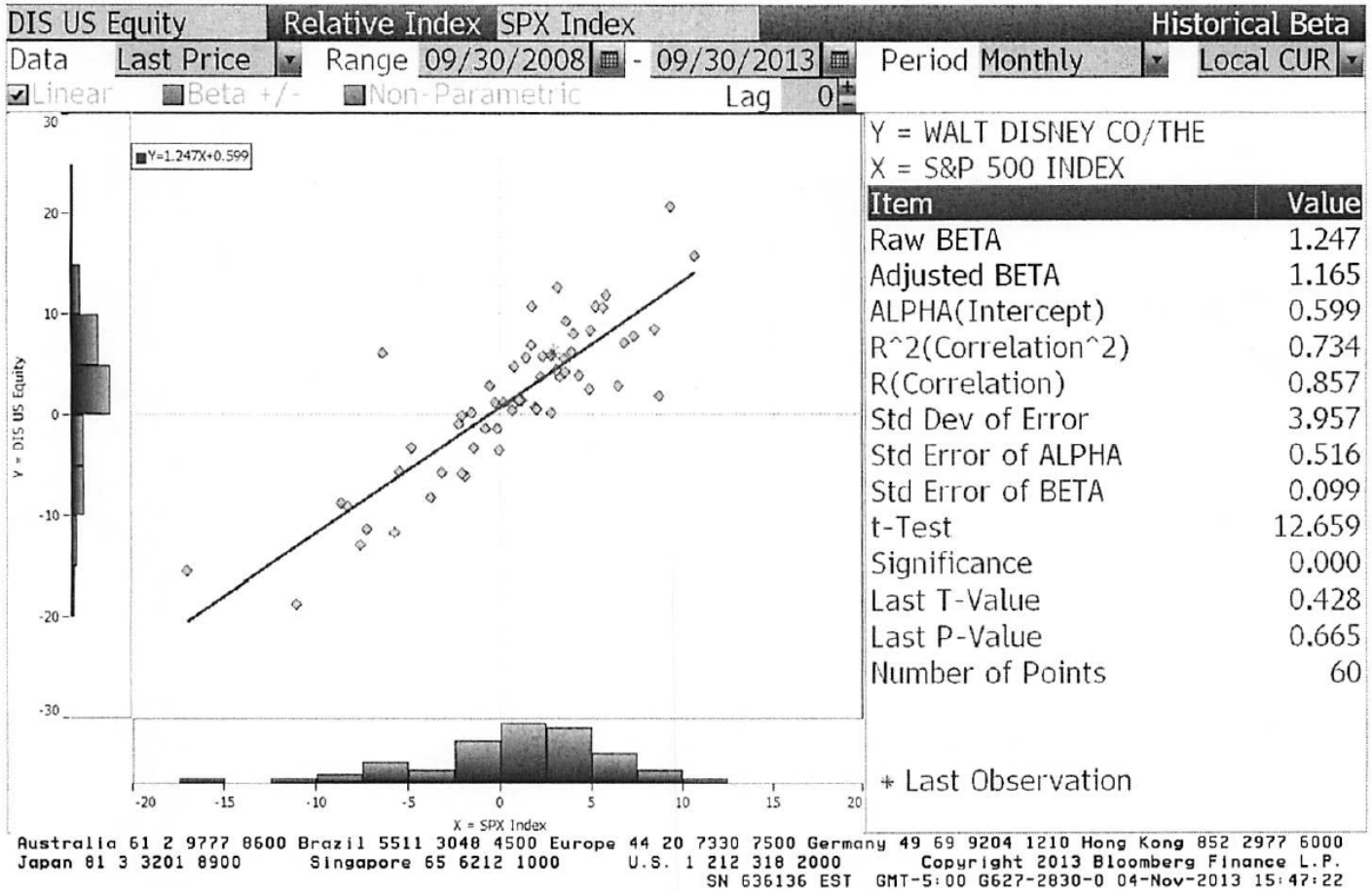
- The standard procedure for estimating betas is to regress stock returns (Rj) against market returns (Rm) -

  $R_j = a + b\ R_m$

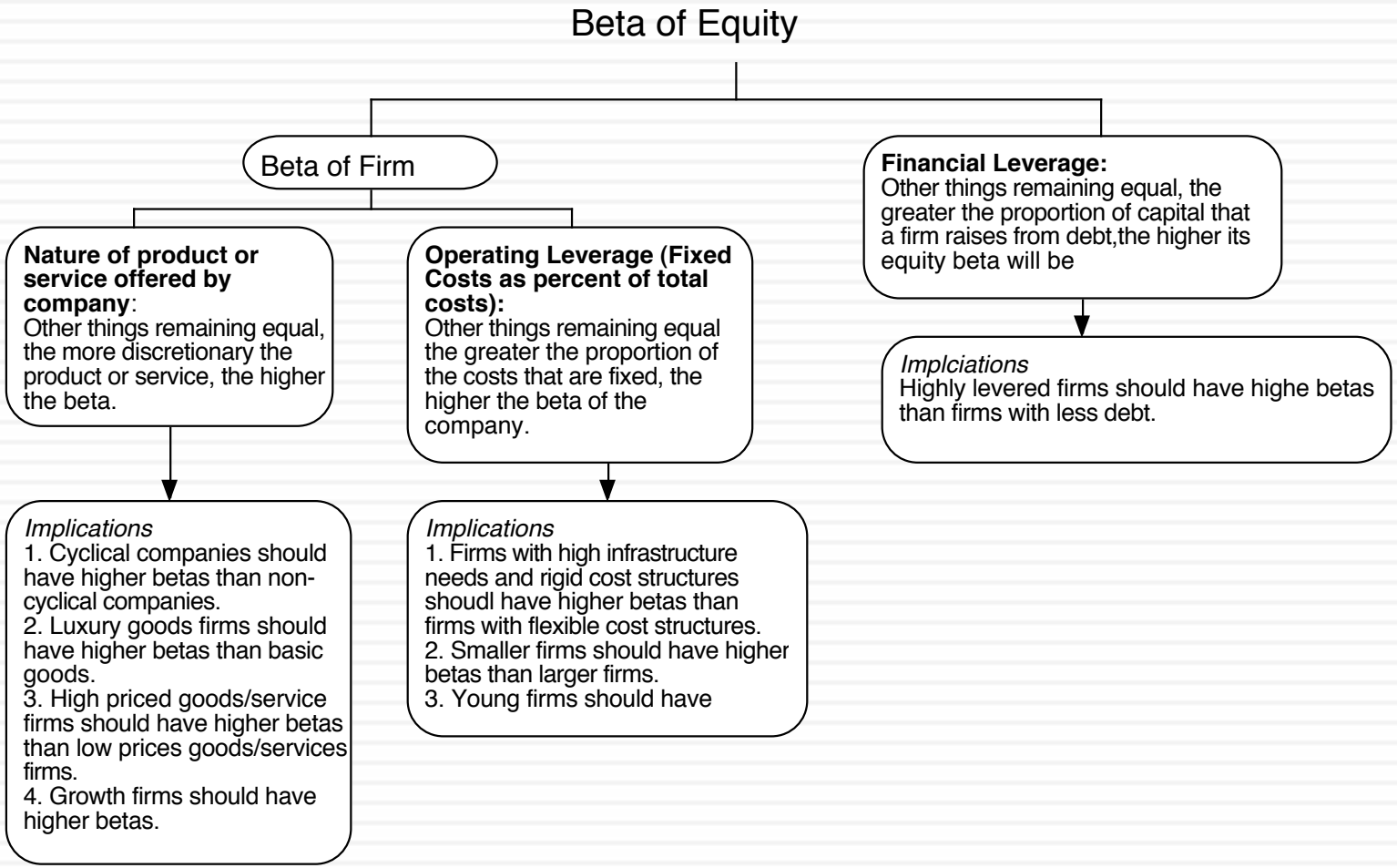
  where a is the intercept and b is the slope of the regression.

- The slope of the regression corresponds to the beta of the stock, and measures the riskiness of the stock.
- The R squared (R^2) of the regression provides an estimate of the proportion of the risk (variance) of a firm that can be attributed to market risk. The balance (1 - R^2) can be attributed to firm specific risk.

Disney's Beta: A regression



Determinants of Betas



Bottom-up versus Top-down Beta

- The top-down beta for a firm comes from a regression
- The bottom up beta can be estimated by doing the following:
  - Find out the businesses that a firm operates in
  - Find the unlevered betas of other firms in these businesses
  - Take a weighted (by sales or operating income) average of these unlevered betas
  - Lever up using the firm's debt/equity ratio
- The bottom up beta is a better estimate than the top down beta for the following reasons
  - The standard error of the beta estimate will be much lower
  - The betas can reflect the current (and even expected future) mix of businesses that the firm is in rather than the historical mix

Unlevered Betas for businesses

$$\text{Unlevered Beta} = \frac{\text{Unlevered Beta}}{(1 - \text{Cash/ Firm Value})}$$

Business	*Comparable firms*	*Sample size*	*Median Beta*	*Median D/E*	*Median Tax rate*	*Company Unlevered Beta*	*Median Cash/ Firm Value*	*Business Unlevered Beta*
Media Networks	US firms in broadcasting business	26	1.43	71.09%	40.00%	1.0024	2.80%	1.0313
Parks & Resorts	Global firms in amusement park business	20	0.87	46.76%	35.67%	0.6677	4.95%	0.7024
Studio Entertainment	US movie firms	10	1.24	27.06%	40.00%	1.0668	2.96%	1.0993
Consumer Products	Global firms in toys/games production & retail	44	0.74	29.53%	25.00%	0.6034	10.64%	0.6752
Interactive	Global computer gaming firms	33	1.03	3.26%	34.55%	1.0085	17.25%	1.2187

Disney's unlevered beta: Operations & Entire Company

Business	*Revenues*	*EV/Sales*	*Value of Business*	*Proportion of Disney*	*Unlevered beta*	*Value*	*Proportion*
Media Networks	$20,356	3.27	$66,580	49.27%	1.03	$66,579.81	49.27%
Parks & Resorts	$14,087	3.24	$45,683	33.81%	0.70	$45,682.80	33.81%
Studio Entertainment	$5,979	3.05	$18,234	13.49%	1.10	$18,234.27	13.49%
Consumer Products	$3,555	0.83	$2,952	2.18%	0.68	$2,951.50	2.18%
Interactive	$1,064	1.58	$1,684	1.25%	1.22	$1,683.72	1.25%
Disney Operations	$45,041		$135,132	100.00%	0.9239	$135,132.11	

Disney has $3.93 billion in cash, invested in close to riskless assets (with a beta of zero). You can compute an unlevered beta for Disney as a company (inclusive of cash):

$$\beta_{\text{Disney}} = \beta_{\text{Operating Assets}} \frac{\text{Value}_{\text{Operating Assets}}}{(\text{Value}_{\text{Operating Assets}} + \text{Value}_{\text{Cash}})} + \beta_{\text{Cash}} \frac{\text{Value}_{\text{Cash}}}{(\text{Value}_{\text{Operating Assets}} + \text{Value}_{\text{Cash}})}$$

$$= 0.9239\left(\frac{135{,}132}{(135{,}132+3{,}931)}\right) + 0.00\left(\frac{3{,}931}{(135{,}132+3{,}931)}\right) = 0.8978$$

The levered beta: Disney and its divisions

- To estimate the debt ratios for division, we allocate Disney's total debt ($15,961 million) to its divisions based on identifiable assets.

Business	*Identifiable assets (2013)*	*Proportion of debt*	*Value of business*	*Allocated debt*	*Estimated equity*	*D/E ratio*
Media Networks	$28,627	38.04%	$66,580	$6,072	$60,508	10.03%
Parks & Resorts	$22,056	29.31%	$45,683	$4,678	$41,005	11.41%
Studio Entertainment	$14,750	19.60%	$18,234	$3,129	$15,106	20.71%
Consumer Products	$7,506	9.97%	$2,952	$1,592	$1,359	117.11%
Interactive	$2,311	3.07%	$1,684	$490	$1,194	41.07%
Disney	$75,250	100.00%		$15,961	$121,878	13.10%

- We use the allocated debt to compute D/E ratios and levered betas.

Business	*Unlevered beta*	*Value of business*	*D/E ratio*	*Levered beta*	*Cost of Equity*
Media Networks	1.0313	$66,580	10.03%	1.0975	9.07%
Parks & Resorts	0.7024	$45,683	11.41%	0.7537	7.09%
Studio Entertainment	1.0993	$18,234	20.71%	1.2448	9.92%
Consumer Products	0.6752	$2,952	117.11%	1.1805	9.55%
Interactive	1.2187	$1,684	41.07%	1.5385	11.61%
Disney Operations	0.9239	$135,132	13.10%	1.0012	8.52%

Estimating the Cost of Debt

- If the firm has bonds outstanding, and the bonds are traded, the yield to maturity on a long-term, straight (no special features) bond can be used as the interest rate.
- If the firm is rated, use the rating and a typical default spread on bonds with that rating to estimate the cost of debt.
- If the firm is not rated,
  - and it has recently borrowed long term from a bank, use the interest rate on the borrowing or
  - estimate a synthetic rating for the company, and use the synthetic rating to arrive at a default spread and a cost of debt
- The cost of debt has to be estimated in the same currency as the cost of equity and the cash flows in the valuation.

A more general route: Estimating Synthetic Ratings

- The rating for a firm can be estimated using the financial characteristics of the firm. In its simplest form, we can use just the interest coverage ratio:

  Interest Coverage Ratio = EBIT / Interest Expenses

- Using the interest coverage ratio, you can estimate a rating for a company.

Interest Coverage Ratios, Ratings and Default Spreads- November 2013

Large cap (>$5 billion)	*Small cap or risky (<$5 billion)*	*Rating is (S&P/ Moody's)*	*Spread (11/13)*
>8.50	>12,5	Aaa/AAA	0.40%
6.5-8.5	9.5-12.5	Aa2/AA	0.70%
5.5-6.5	7.5-9.5	A1/A+	0.85%
4.25-5.5	6-7.5	A2/A	1.00%
3-4.25	4.5-6	A3/A-	1.30%
2.5-3	4-4.5	Baa2/BBB	2.00%
2.25-2.5	3.5-4	Ba1/BB+	3.00%
2-2.25	3-3.5	Ba2/BB	4.00%
1.75-2.25	2.5-3	B1/B+	5.50%
1.5-1.75	2-2.5	B2/B	6.50%
1.25-1.5	1.5-2	B3/B-	7.25%
0.8-1.25	1.25-1.5	Caa/CCC	8.75%
0.65-0.8	0.8-1.25	Ca2/CC	9.50%
0.2-0.65	0.5-0.8	C2/C	10.50%
<0.2	<0.5	D2/D	12.00%

Disney: Large cap, developed 22.57 → AAA

Weights for Cost of Capital Calculation

- The weights used in the cost of capital computation should be market values.
- There are three specious arguments used against market value
  - Book value is more reliable than market value because it is not as volatile: While it is true that book value does not change as much as market value, this is more a reflection of weakness than strength
  - Using book value rather than market value is a more conservative approach to estimating debt ratios: For most companies, using book values will yield a lower cost of capital than using market value weights.
  - Since accounting returns are computed based upon book value, consistency requires the use of book value in computing cost of capital: While it may seem consistent to use book values for both accounting return and cost of capital calculations, it does not make economic sense.
- In practical terms, estimating the market value of equity should be easy for a publicly traded firm, but some or all of the debt at most companies is not traded. As a consequence, most practitioners use the book value of debt as a proxy for the market value of debt.

Disney: From book value to market value for interest bearing debt…

- In Disney's 2013 financial statements, the debt due over time was footnoted.

Time due	Amount due	Weight	Weight *Maturity
0.5	$1,452	11.96%	0.06
2	$1,300	10.71%	0.21
3	$1,500	12.36%	0.37
4	$2,650	21.83%	0.87
6	$500	4.12%	0.25
8	$1,362	11.22%	0.9
9	$1,400	11.53%	1.04
19	$500	4.12%	0.78
26	$25	0.21%	0.05
28	$950	7.83%	2.19
29	$500	4.12%	1.19
	$12,139		7.92

- Disney's total debt due, in book value terms, on the balance sheet is $14,288 million and the total interest expense for the year was $349 million. Using 3.75% as the pre-tax cost of debt:
- Estimated MV of Disney Debt = $$349\left[\frac{(1-\frac{1}{(1.0375)^{7.92}}}{.0375}\right]+\frac{14,288}{(1.0375)^{7.92}}=\$13,028 \text{ million}$$

Operating Leases at Disney

- The "debt value" of operating leases is the present value of the lease payments, at a rate that reflects their risk, usually the pre-tax cost of debt.
- The pre-tax cost of debt at Disney is 3.75%.

Year	Commitment	Present Value @3.75%
1	$507.00	$488.67
2	$422.00	$392.05
3	$342.00	$306.24
4	$272.00	$234.76
5	$217.00	$180.52
6-10	$356.80	$1,330.69
Debt value of leases		$2,932.93

Disney reported $1,784 million in commitments after year 5. Given that their average commitment over the first 5 years, we assumed 5 years @ $356.8 million each.

- Debt outstanding at Disney = $13,028 + $ 2,933= $15,961 million

Current Cost of Capital: Disney

- Equity
  - Cost of Equity = Riskfree rate + Beta * Risk Premium
    = 2.75% + 1.0013 (5.76%) = 8.52%
  - Market Value of Equity = $121,878 million
  - Equity/(Debt+Equity) = 88.42%
- Debt
  - After-tax Cost of debt =(Riskfree rate + Default Spread) (1-t)
    = (2.75%+1%) (1-.361) = 2.40%
  - Market Value of Debt = $13,028+ $2933 = $ 15,961 million
  - Debt/(Debt +Equity) = 11.58%
- Cost of Capital = 8.52%(.8842)+ 2.40%(.1158) = 7.81%

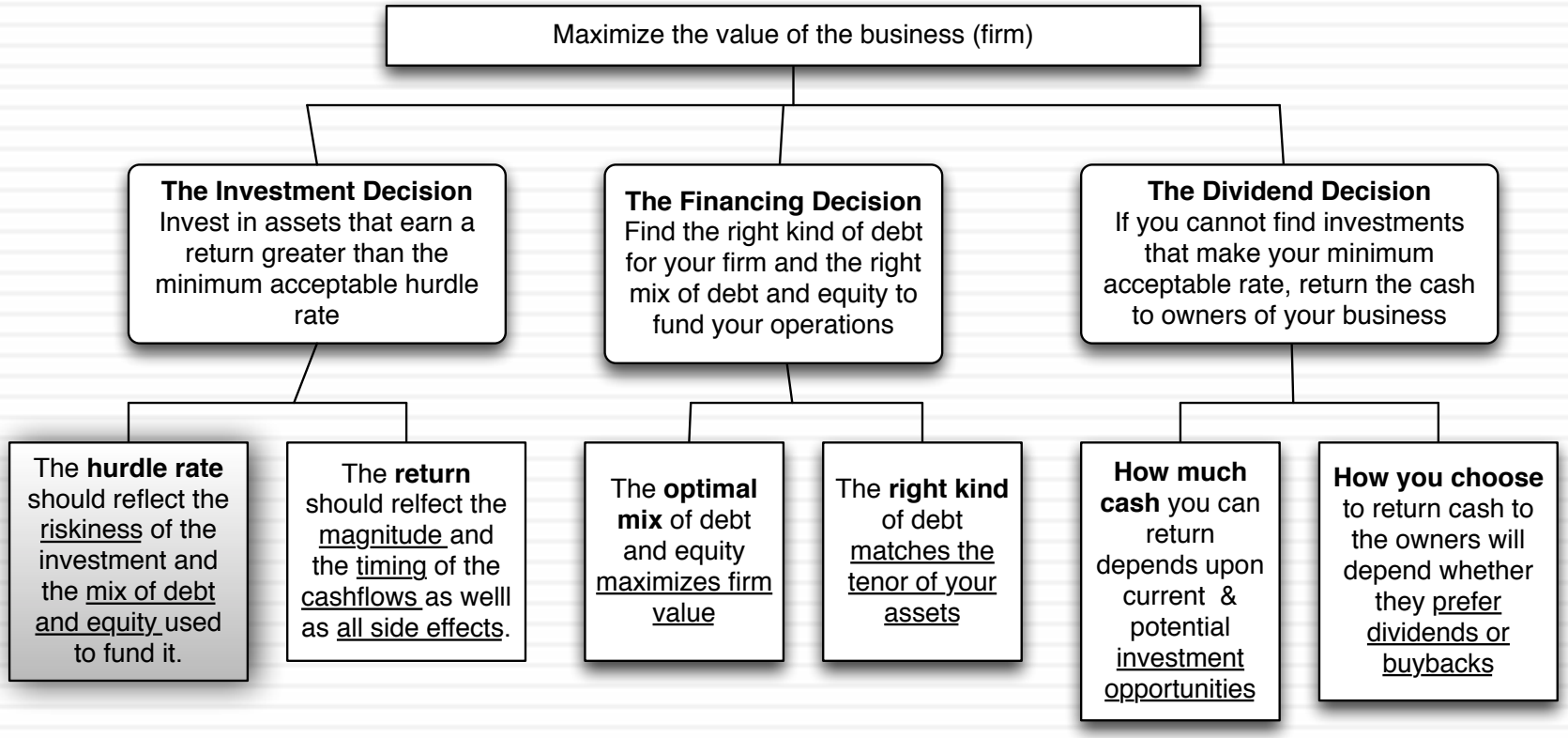
121,878/ (121,878+15,961)

Divisional Costs of Capital: Disney Cost of Capital

Disney

	Cost of equity	Cost of debt	Marginal tax rate	After-tax cost of debt	Debt ratio	Cost of capital
Media Networks	9.07%	3.75%	36.10%	2.40%	9.12%	8.46%
Parks & Resorts	7.09%	3.75%	36.10%	2.40%	10.24%	6.61%
Studio Entertainment	9.92%	3.75%	36.10%	2.40%	17.16%	8.63%
Consumer Products	9.55%	3.75%	36.10%	2.40%	53.94%	5.69%
Interactive	11.65%	3.75%	36.10%	2.40%	29.11%	8.96%
Disney Operations	8.52%	3.75%	36.10%	2.40%	11.58%	7.81%

Back to First Principles



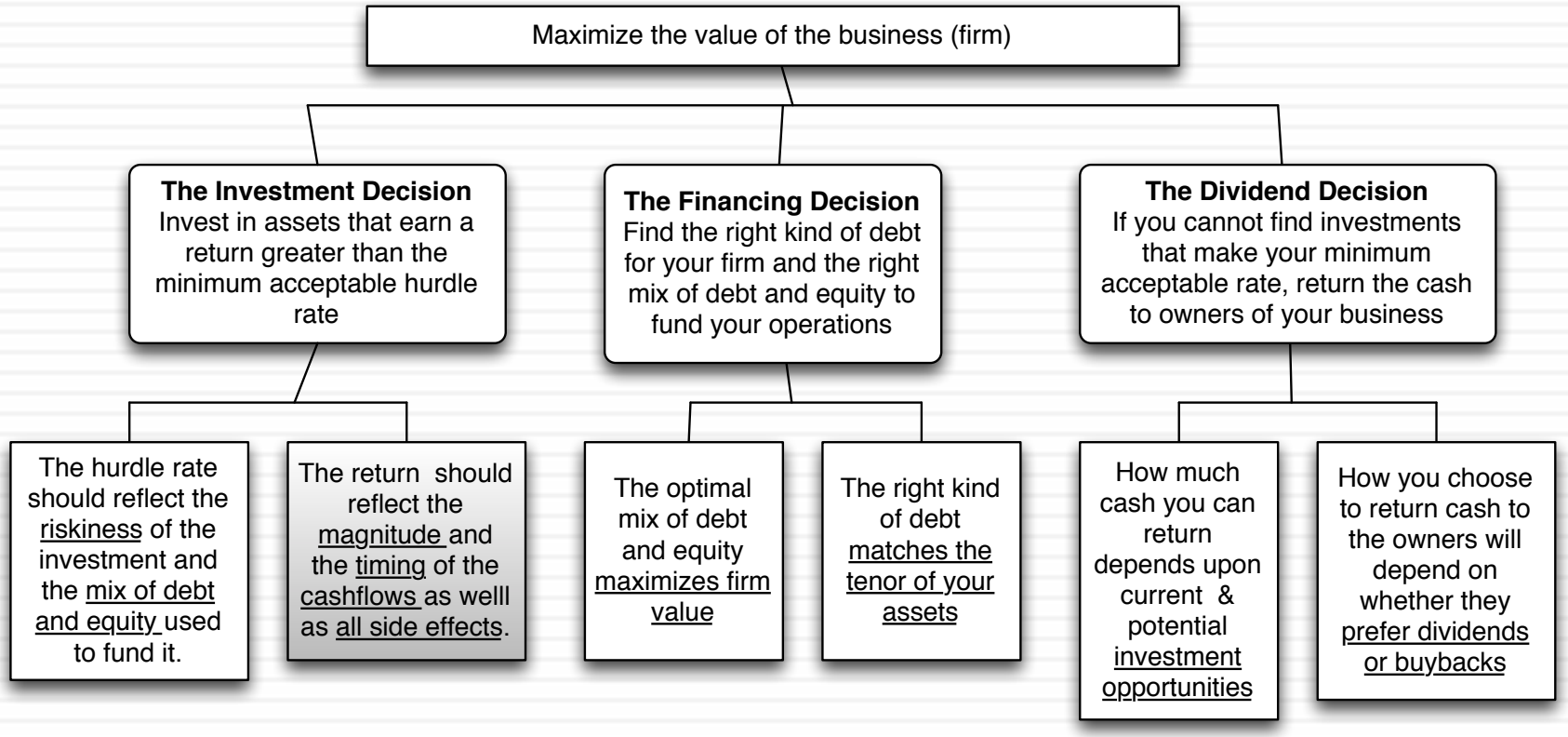
Aswath Damodaran

MEASURING INVESTMENT RETURNS

"Show me the money"

from Jerry Maguire

First Principles



Measures of return: earnings versus cash flows

- Principles Governing Accounting Earnings Measurement
  - Accrual Accounting: Show revenues when products and services are sold or provided, not when they are paid for. Show expenses associated with these revenues rather than cash expenses.
  - Operating versus Capital Expenditures: Only expenses associated with creating revenues in the current period should be treated as operating expenses. Expenses that create benefits over several periods are written off over multiple periods (as depreciation or amortization)
- To get from accounting earnings to cash flows:
  - you have to add back non-cash expenses (like depreciation)
  - you have to subtract out cash outflows which are not expensed (such as capital expenditures)
  - you have to make accrual revenues and expenses into cash revenues and expenses (by considering changes in working capital).

Measuring Returns Right: The Basic Principles

- Use cash flows rather than earnings. You cannot spend earnings.
- Use "incremental" cash flows relating to the investment decision, i.e., cashflows that occur as a consequence of the decision, rather than total cash flows.
- Use "time weighted" returns, i.e., value cash flows that occur earlier more than cash flows that occur later.

The Return Mantra: "Time-weighted, Incremental Cash Flow Return"

Earnings versus Cash Flows: A Disney Theme Park

- The theme parks to be built near Rio, modeled on Euro Disney in Paris and Disney World in Orlando.
- The complex will include a "Magic Kingdom" to be constructed, beginning immediately, and becoming operational at the beginning of the second year, and a second theme park modeled on Epcot Center at Orlando to be constructed in the second and third year and becoming operational at the beginning of the fourth year.
- The earnings and cash flows are estimated in nominal U.S. Dollars.

Step 1: Estimate Accounting Earnings on Project

	0	1	2	3	4	5	6	7	8	9	10
Magic Kingdom - Revenues		$0	$1,000	$1,400	$1,700	$2,000	$2,200	$2,420	$2,662	$2,928	$2,987
Epcot Rio - Revenues		$0	$0	$0	$300	$500	$550	$605	$666	$732	$747
Resort & Properties - Revenues		$0	$250	$350	$500	$625	$688	$756	$832	$915	$933
Total Revenues			**$1,250**	**$1,750**	**$2,500**	**$3,125**	**$3,438**	**$3,781**	**$4,159**	**$4,575**	**$4,667**
Magic Kingdom – Direct Expenses		$0	$600	$840	$1,020	$1,200	$1,320	$1,452	$1,597	$1,757	$1,792
Epcot Rio – Direct Expenses		$0	$0	$0	$180	$300	$330	$363	$399	$439	$448
Resort & Property – Direct Expenses		$0	$188	$263	$375	$469	$516	$567	$624	$686	$700
Total Direct Expenses			**$788**	**$1,103**	**$1,575**	**$1,969**	**$2,166**	**$2,382**	**$2,620**	**$2,882**	**$2,940**
Depreciation & Amortization		$50	$425	$469	$444	$372	$367	$364	$364	$366	$368
Allocated G&A Costs		$0	$188	$263	$375	$469	$516	$567	$624	$686	$700
Operating Income		**-$50**	**-$150**	**-$84**	**$106**	**$315**	**$389**	**$467**	**$551**	**$641**	**$658**
Taxes		-$18	-$54	-$30	$38	$114	$141	$169	$199	$231	$238
Operating Income after Taxes		-$32	-$96	-$54	$68	$202	$249	$299	$352	$410	$421

Direct expenses: 60% of revenues for theme parks, 75% of revenues for resort properties
Allocated G&A: Company G&A allocated to project, based on projected revenues. Two thirds of expense is fixed, rest is variable.
Taxes: Based on marginal tax rate of 36.1%

And the Accounting View of Return

Year	After-tax Operating Income	BV of pre-project investment	BV of fixed assets	BV of Working capital	BV of Capital	Average BV of Capital	ROC(a)	ROC(b)
0		500	2000	0	$2,500			
1	-$32	$450	$3,000	$0	$3,450	$2,975	-1.07%	-1.28%
2	-$96	$400	$3,813	$63	$4,275	$3,863	-2.48%	-2.78%
3	-$54	$350	$4,145	$88	$4,582	$4,429	-1.22%	-1.26%
4	$68	$300	$4,027	$125	$4,452	$4,517	1.50%	1.48%
5	$202	$250	$3,962	$156	$4,368	$4,410	4.57%	4.53%
6	$249	$200	$3,931	$172	$4,302	$4,335	5.74%	5.69%
7	$299	$150	$3,931	$189	$4,270	$4,286	6.97%	6.94%
8	$352	$100	$3,946	$208	$4,254	$4,262	8.26%	8.24%
9	$410	$50	$3,978	$229	$4,257	$4,255	9.62%	9.63%
10	$421	$0	$4,010	$233	$4,243	$4,250	9.90%	9.89%
Average							4.18%	4.11%

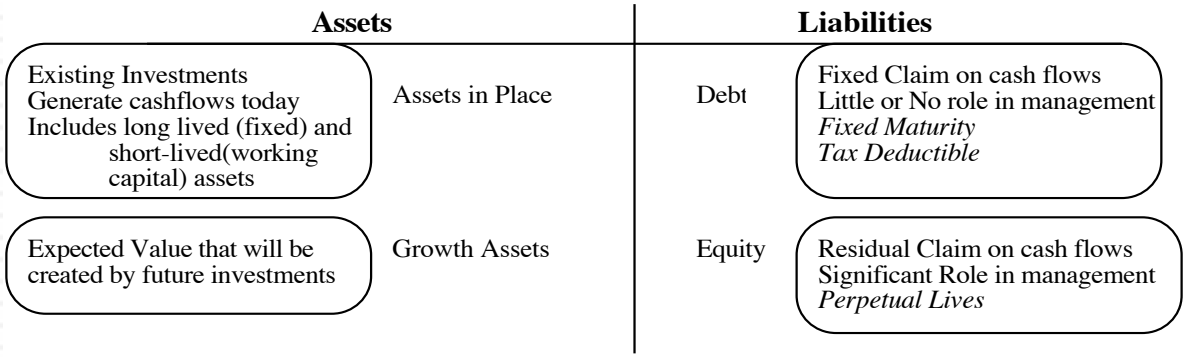
(a) Based upon book capital at the start of each year
(b) Based upon average book capital over the year

Estimating a hurdle rate for Rio Disney

- We did estimate a cost of capital of 6.61% for the Disney theme park business, using a bottom-up levered beta of 0.7537 for the business.
- This cost of equity may not adequately reflect the additional risk associated with the theme park being in an emerging market.
- The only concern we would have with using this cost of equity for this project is that it may not adequately reflect the additional risk associated with the theme park being in an emerging market (Brazil). We first computed the Brazil country risk premium (by multiplying the default spread for Brazil by the relative equity market volatility) and then re-estimated the cost of equity:
  - Country risk premium for Brazil = 5.5%+ 3% = 8.5%
  - Cost of Equity in US$= 2.75% + 0.7537 (8.5%) = 9.16%
- Using this estimate of the cost of equity, Disney's theme park debt ratio of 10.24% and its after-tax cost of debt of 2.40% (see chapter 4), we can estimate the cost of capital for the project:
  - Cost of Capital in US$ = 9.16% (0.8976) + 2.40% (0.1024) = 8.46%

A Tangent: From New to Existing Investments: ROC for the entire firm

How "good" are the existing investments of the firm?



Measuring ROC for existing investments..

Company	*EBIT (1-t)*	*BV of Debt*	*BV of Equity*	*Cash*	*BV of Capital*	*Return on Capital*	*Cost of Capital*	*ROC - Cost of Capital*
Disney	$6,920	$16,328	$41,958	$3,387	$54,899	12.61%	7.81%	4.80%

The cash flow view of this project..

	0	1	2	3	4	5	6	7	8	9	10
After-tax Operating Income		-$32	-$96	-$54	$68	$202	$249	$299	$352	$410	$421
+ Depreciation & Amortization	$0	$50	$425	$469	$444	$372	$367	$364	$364	$366	$368
- Capital Expenditures	$2,500	$1,000	$1,188	$752	$276	$258	$285	$314	$330	$347	$350
- Change in non-cash Work Capital		$0	$63	$25	$38	$31	$16	$17	$19	$21	$5
Cashflow to firm	($2,500)	($982)	($921)	($361)	$198	$285	$314	$332	$367	$407	$434

To get from income to cash flow, we

I. added back all non-cash charges such as depreciation. Tax benefits:

	1	2	3	4	5	6	7	8	9	10
Depreciation	$50	$425	$469	$444	$372	$367	$364	$364	$366	$368
Tax Bendfits from Depreciation	$18	$153	$169	$160	$134	$132	$132	$132	$132	$133

II. subtracted out the capital expenditures

III. subtracted out the change in non-cash working capital

The incremental cash flows on the project

	0	1	2	3	4	5	6	7	8	9	10
After-tax Operating Income		-$32	-$96	-$54	$68	$202	$249	$299	$352	$410	$421
+ Depreciation & Amortization	$0	$50	$425	$469	$444	$372	$367	$364	$364	$366	$368
- Capital Expenditures	$2,500	$1,000	$1,188	$752	$276	$258	$285	$314	$330	$347	$350
- Change in non-cash Working Capital		$0	$63	$25	$38	$31	$16	$17	$19	$21	$5
Cashflow to firm	($2,500)	($982)	($921)	($361)	$198	$285	$314	$332	$367	$407	$434
+ Pre-project investment (sunk)	$500										
- Pre-project Depreciation * tax rate		$18	$18	$18	$18	$18	$18	$18	$18	$18	$18
+ Non-incremental Allocated Expense (1-t)		$0	$80	$112	$160	$200	$220	$242	$266	$292	$298
Incremental Cash flow to the firm	($2,000)	($1,000)	($860)	($267)	$340	$467	$516	$555	$615	$681	$715

$ 500 million has already been spent & $ 50 million in depreciation will exist anyway

2/3rd of allocated G&A is fixed. Add back this amount (1-t) Tax rate = 36.1%

Closure on Cash Flows

- In a project with a finite and short life, you would need to compute a salvage value, which is the expected proceeds from selling all of the investment in the project at the end of the project life. It is usually set equal to book value of fixed assets and working capital
- In a project with an infinite or very long life, we compute cash flows for a reasonable period, and then compute a terminal value for this project, which is the present value of all cash flows that occur after the estimation period ends..
- Assuming the project lasts forever, and that cash flows after year 10 grow 2% (the inflation rate) forever, the present value at the end of year 10 of cash flows after that can be written as:
  - Terminal Value in year 10= CF in year 11/(Cost of Capital - Growth Rate)
    =715 (1.02) /(.0846-.02) = $ 11,275 million

Which yields a NPV of..

Year	Annual Cashflo	Terminal Value	Present Value
0	-$2,000		-$2,000
1	-$1,000		-$922
2	-$859		-$730
3	-$267		-$210
4	$340		$246
5	$466		$311
6	$516		$317
7	$555		$314
8	$615		$321
9	$681		$328
10	$715	$11,275	$5,321
			$3,296

Discounted at Rio Disney cost of capital of 8.46%

Disney Theme Park: The irrelevance of currency

Expected Exchange Rate$_t$
= Exchange Rate today * $(1.09/1.02)^t$

Discount at $R cost of capital
= (1.0846) (1.09/1.02) – 1 = 15.91%

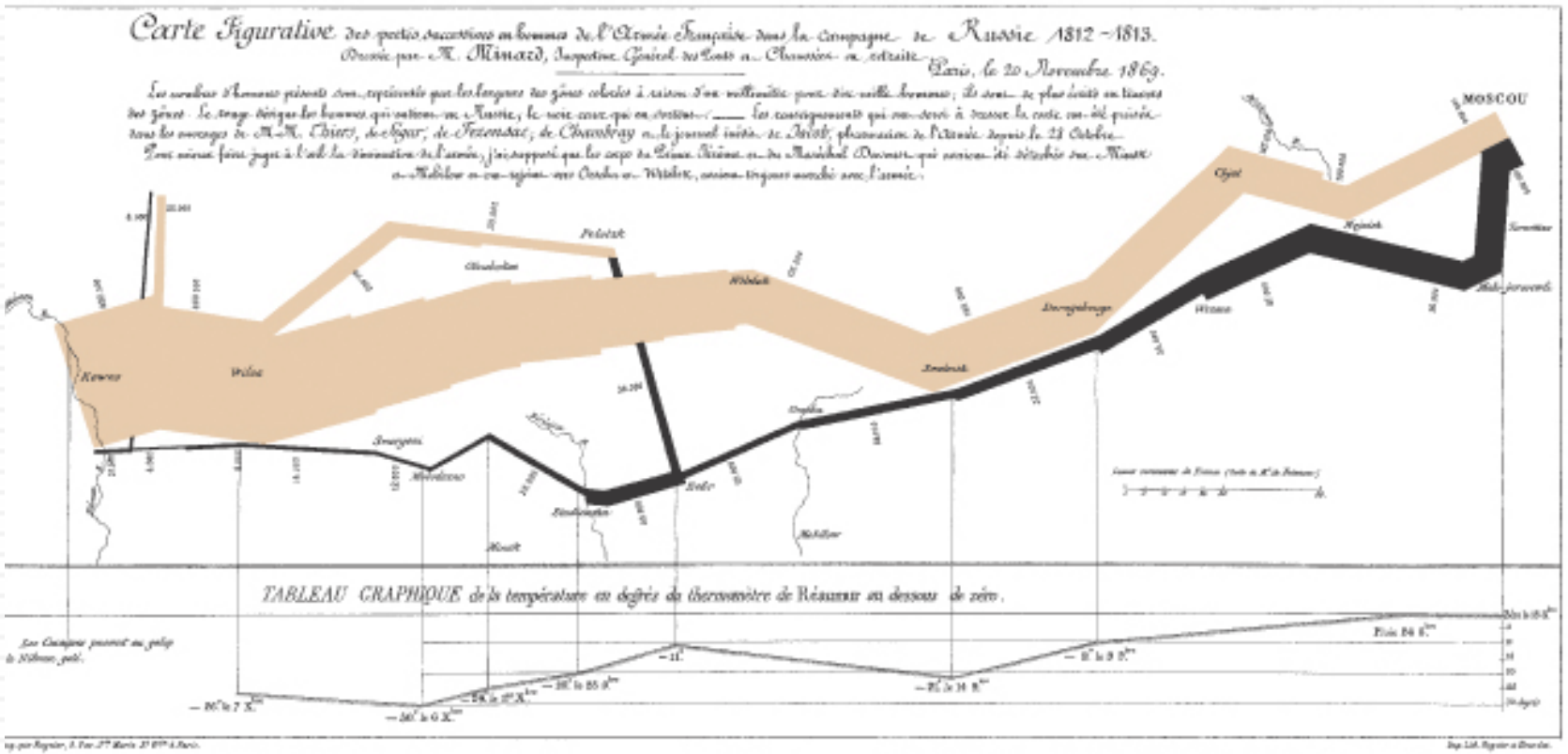
Year	Cashflow ($)	$R/$	Cashflow (Bt)	Present Value
0	-R$ 2,000	R$ 2.35	-R$ 4,700	-R$ 4,700
1	-R$ 1,000	R$ 2.51	-R$ 2,511	-R$ 2,167
2	-R$ 859	R$ 2.68	-R$ 2,305	-R$ 1,716
3	-R$ 267	R$ 2.87	-R$ 767	-R$ 492
4	R$ 340	R$ 3.06	R$ 1,043	R$ 578
5	R$ 466	R$ 3.27	R$ 1,527	R$ 730
6	R$ 516	R$ 3.50	R$ 1,807	R$ 745
7	R$ 555	R$ 3.74	R$ 2,076	R$ 739
8	R$ 615	R$ 4.00	R$ 2,458	R$ 754
9	R$ 681	R$ 4.27	R$ 2,910	R$ 771
10	R$ 11,990	R$ 4.56	R$ 54,720	R$ 12,504
				R$ 7,745

NPV = R$ 7,745/2.35= $ 3,296 Million
NPV is equal to NPV in dollar terms

Sensitivity Analysis & What-if Questions…

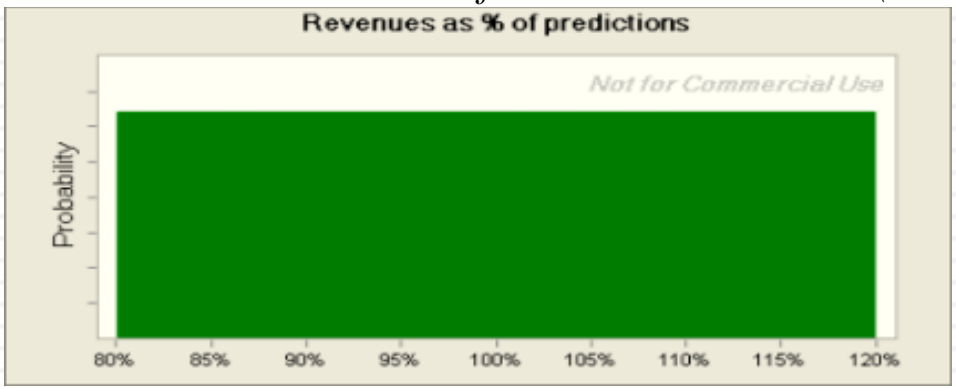
- The NPV, IRR and accounting returns for an investment will change as we change the values that we use for different variables.
- One way of analyzing uncertainty is to check to see how sensitive the decision measure (NPV, IRR..) is to changes in key assumptions. While this has become easier and easier to do over time, there are caveats that we would offer.
- Caveat 1: When analyzing the effects of changing a variable, we often hold all else constant. In the real world, variables move together.
- Caveat 2: The objective in sensitivity analysis is that we make better decisions, not churn out more tables and numbers.
  - Corollary 1: Less is more. Not everything is worth varying…
  - Corollary 2: A picture is worth a thousand numbers (and tables).

And here is a really good picture…

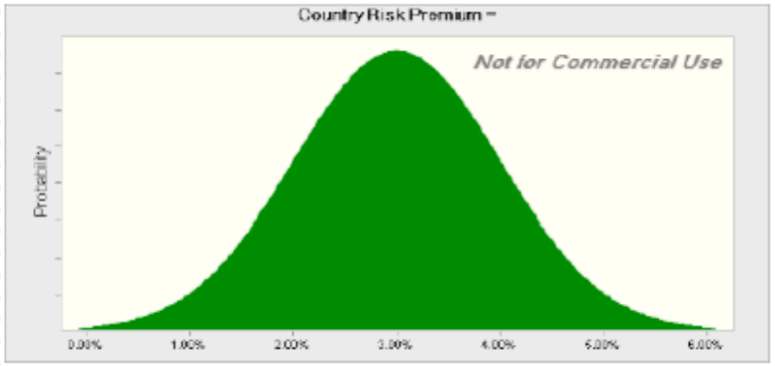


The final step up: Incorporate probabilistic estimates.. Rather than expected values..

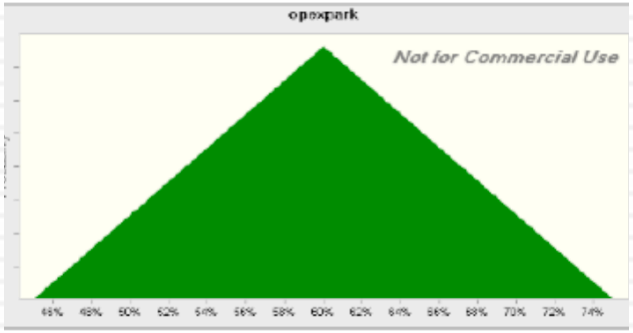
Actual Revenues as % of Forecasted Revenues (Base case = 100%)



Country Risk Premium (Base Case = 3% (Brazil))

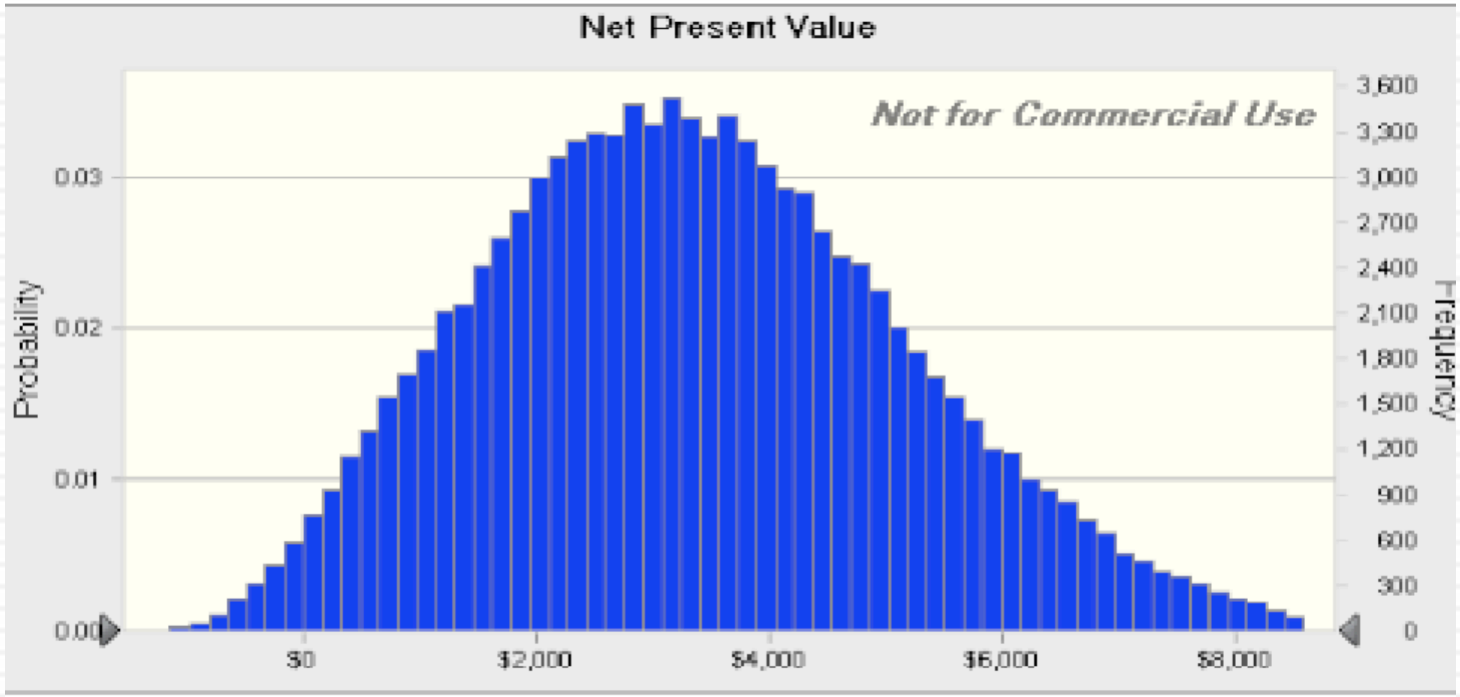


Operating Expenses at Parks as % of Revenues (Base Case = 60%)



The resulting simulation…

Average = $3.40 billion
Median = $3.28 billion

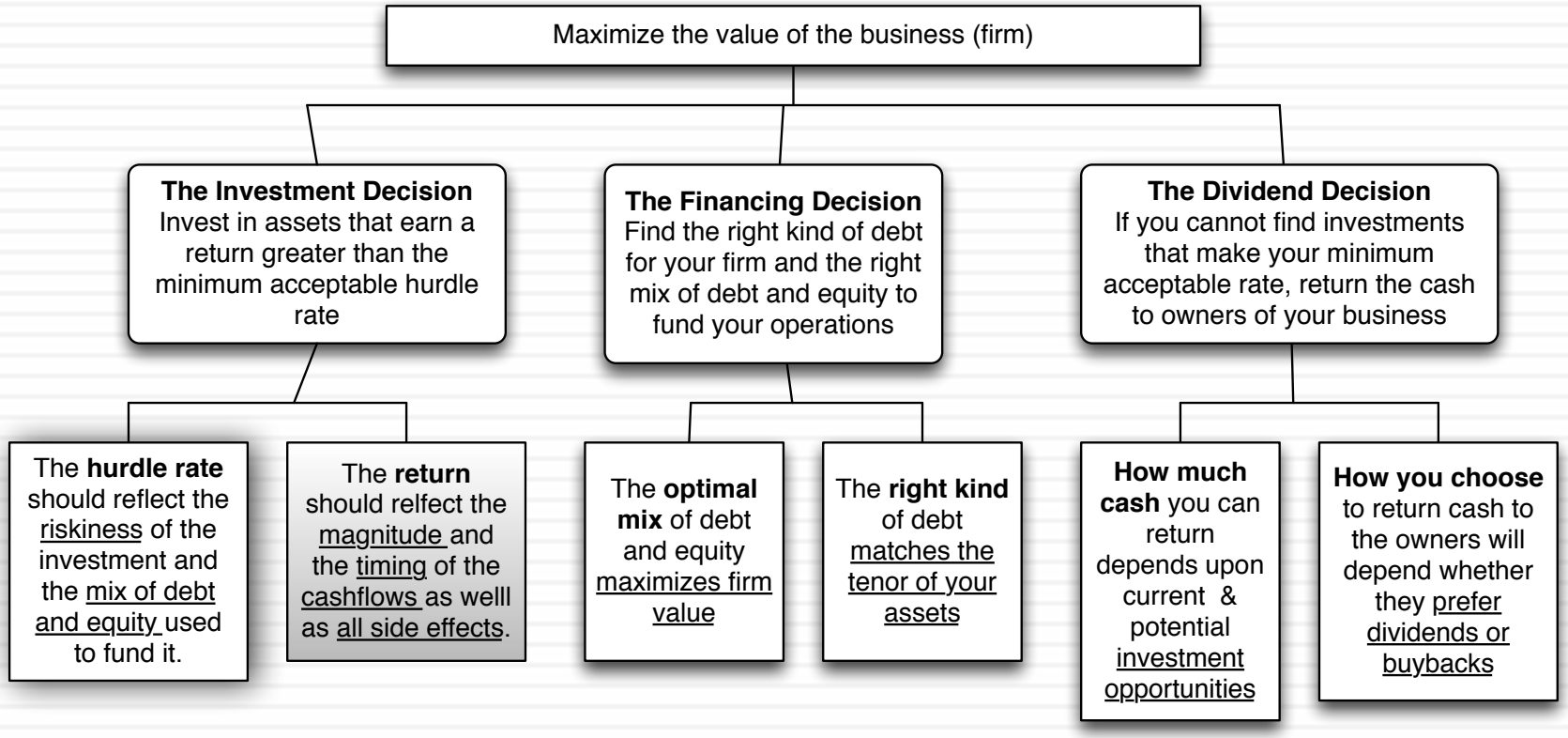


NPV ranges from -$1 billion to +$8.5 billion. NPV is negative 12% of the time.

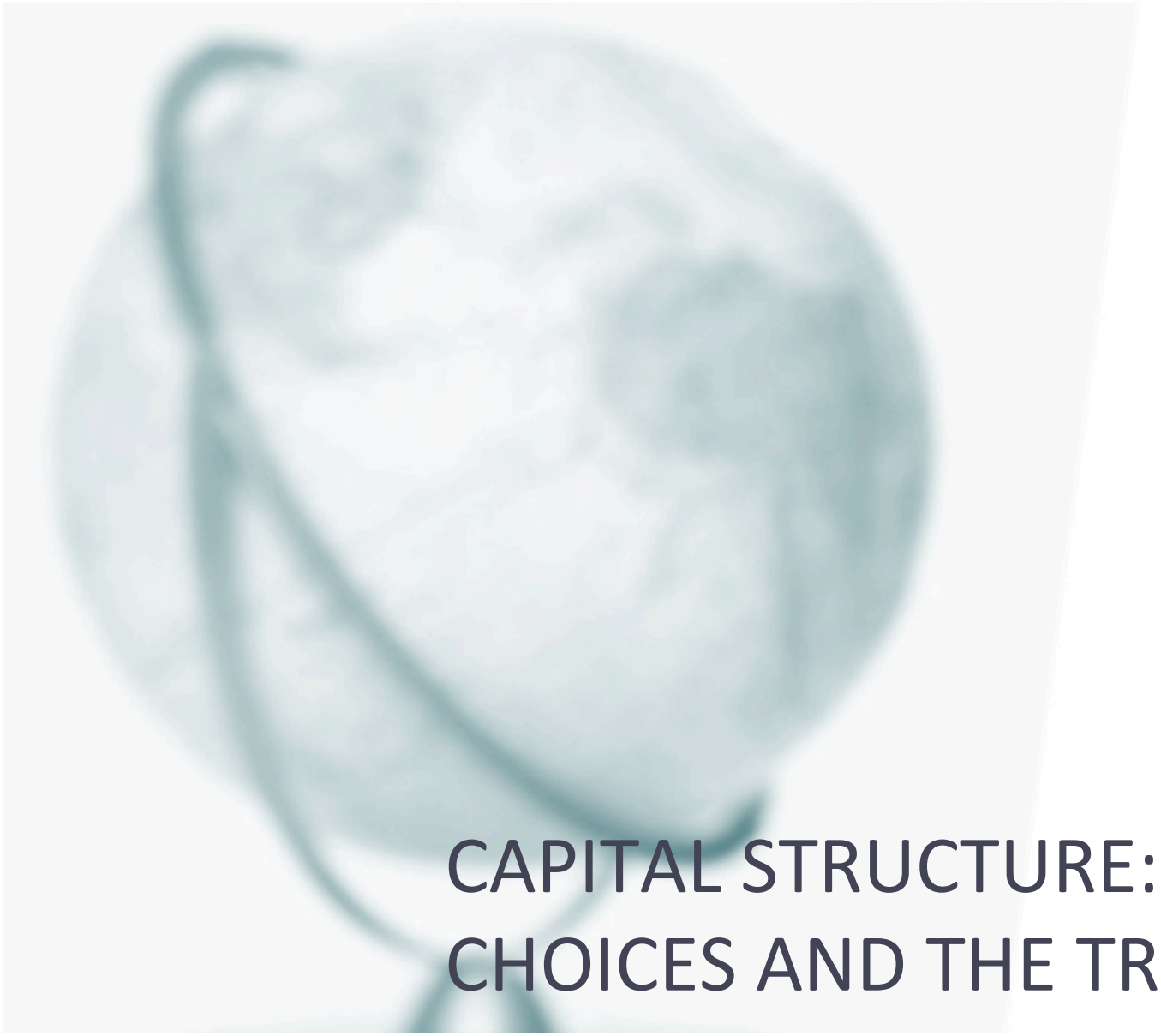
A final thought: Side Costs and Benefits

- Most projects considered by any business create side costs and benefits for that business.
  - The side costs include the costs created by the use of resources that the business already owns (opportunity costs) and lost revenues for other projects that the firm may have.
  - The benefits that may not be captured in the traditional capital budgeting analysis include project synergies (where cash flow benefits may accrue to other projects) and options embedded in projects (including the options to delay, expand or abandon a project).
- The returns on a project should incorporate these costs and benefits.

First Principles



Aswath Damodaran

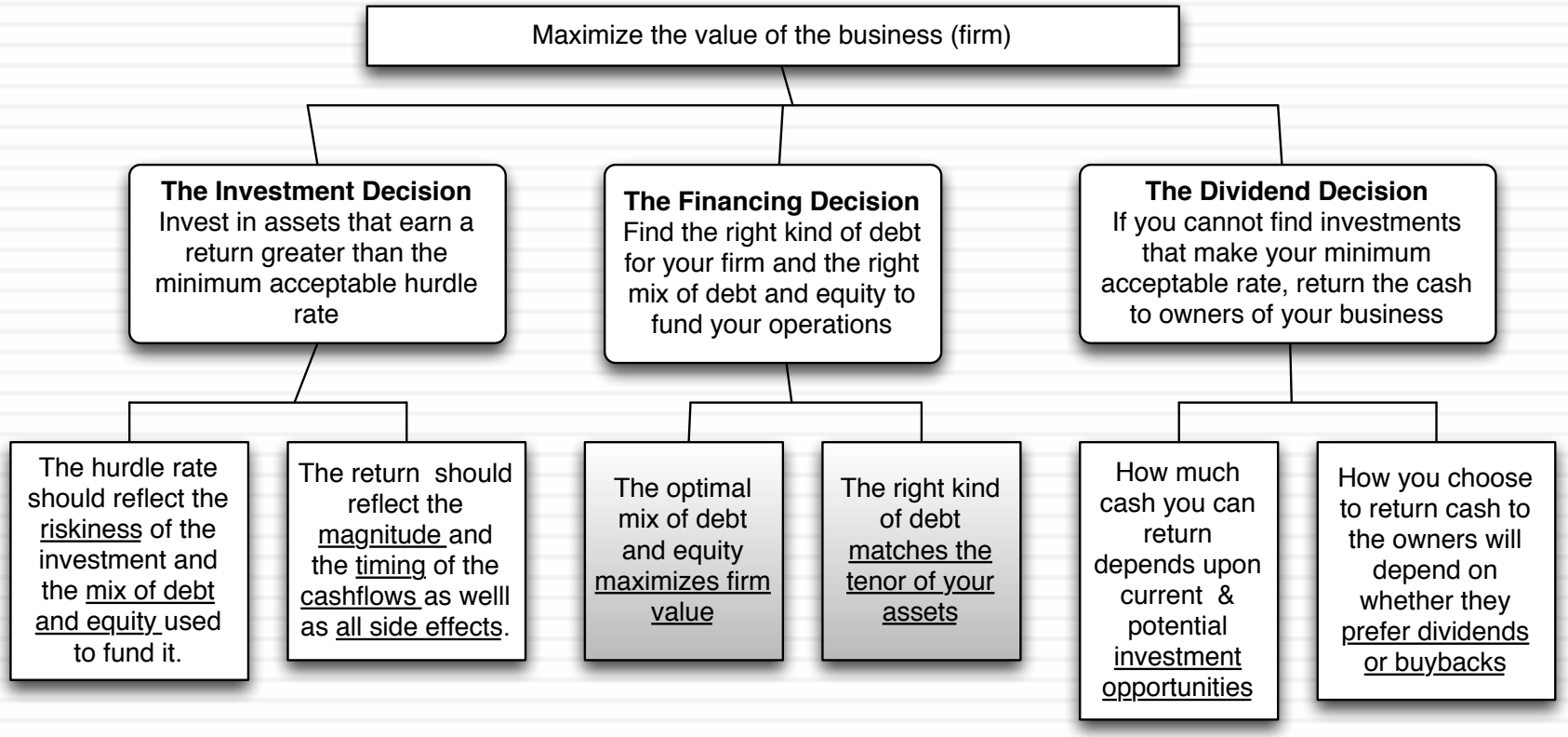


CAPITAL STRUCTURE: THE CHOICES AND THE TRADE OFF

"Neither a borrower nor a lender be"

Someone who obviously hated this part of corporate finance

First Principles



Debt: Summarizing the trade off

Advantages of Debt	*Disadvantages of debt*
1. Tax Benefit: Interest expenses on debt are tax deductible but cash flows to equity are generally not. *Implication: The higher the marginal tax rate, the greater the benefits of debt.*	**1. Expected Bankruptcy Cost**: The expected cost of going bankrupt is a product of the probability of going bankrupt and the cost of going bankrupt. The latter includes both direct and indirect costs. The probability of going bankrupt will be higher in businesses with more volatile earnings and the cost of bankruptcy will also vary across businesses. *Implication:* *1. Firms with more stable earnings should borrow more, for any given level of earnings.* *2. Firms with lower bankruptcy costs should borrow more, for any given level of earnings.*
2. Added Discipline: Borrowing money may force managers to think about the consequences of the investment decisions a little more carefully and reduce bad investments. *Implication: As the separation between managers and stockholders increases, the benefits to using debt will go up.*	**2. Agency Costs**: Actions that benefit equity investors may hurt lenders. The greater the potential for this conflict of interest, the greater the cost borne by the borrower (as higher interest rates or more covenants). *Implication: Firms where lenders can monitor/ control how their money is being used should be able to borrow more than firms where this is difficult to do.*
	3. Loss of flexibility: Using up available debt capacity today will mean that you cannot draw on it in the future. This loss of flexibility can be disastrous if funds are needed and access to capital is shut off. *Implication:* 1. *Firms that can forecast future funding needs better should be able to borrow more.* 2. *Firms with better access to capital markets should be more willing to borrow more today.*

A Hypothetical Scenario

Assume that you live in a world where

(a) There are no taxes

(b) Managers have stockholder interests at heart and do what's best for stockholders.

(c) No firm ever goes bankrupt

(d) Equity investors are honest with lenders; there is no subterfuge or attempt to find loopholes in loan agreements.

(e) Firms know their future financing needs with certainty

Benefits of debt	Costs of debt
Tax benefits	Expected Bankruptcy Cost
Added Discipline	Agency Costs
	Need for financial flexibility

The Miller-Modigliani Theorem

- In an environment, where there are no taxes, default risk or agency costs, capital structure is irrelevant.
- In this world,
  - Leverage is irrelevant. A firm's value will be determined by its project cash flows.
  - The cost of capital of the firm will not change with leverage. As a firm increases its leverage, the cost of equity will increase just enough to offset any gains to the leverage

Optimizing capital structure: Cost of capital approach

- Value of a Firm = Present Value of Cash Flows to the Firm, discounted back at the cost of capital.
- If the cash flows to the firm are held constant, and the cost of capital is minimized, the value of the firm will be maximized.

Current Cost of Capital: Disney

- The beta for Disney's stock in November 2013 was 1.0013. The T. bond rate at that time was 2.75%. Using an estimated equity risk premium of 5.76%, we estimated the cost of equity for Disney to be 8.52%:

  Cost of Equity = 2.75% + 1.0013(5.76%) = 8.52%

- Disney's bond rating in May 2009 was A, and based on this rating, the estimated pretax cost of debt for Disney is 3.75%. Using a marginal tax rate of 36.1, the after-tax cost of debt for Disney is 2.40%.

  After-Tax Cost of Debt = 3.75% (1 – 0.361) = 2.40%

- The cost of capital was calculated using these costs and the weights based on market values of equity (121,878) and debt (15.961):

  Cost of capital = $= 8.52\% \frac{121{,}878}{(15{,}961+121{,}878)} + 2.40\% \frac{15{,}961}{(15{,}961+121{,}878)} = 7.81\%$

Mechanics of Cost of Capital Estimation

1. Estimate the Cost of Equity at different levels of debt:
   - Equity will become riskier -> Beta will increase -> Cost of Equity will increase.
   - Estimation will use levered beta calculation
2. Estimate the Cost of Debt at different levels of debt:
   - Default risk will go up and bond ratings will go down as debt goes up -> Cost of Debt will increase.
   - To estimating bond ratings, we will use the interest coverage ratio (EBIT/Interest expense)
3. Estimate the Cost of Capital at different levels of debt
4. Calculate the effect on Firm Value and Stock Price.

I. Cost of Equity

Debt to Capital Ratio	D/E Ratio	Levered Beta	Cost of Equity
0%	0.00%	0.9239	8.07%
10%	11.11%	0.9895	8.45%
20%	25.00%	1.0715	8.92%
30%	42.86%	1.1770	9.53%
40%	66.67%	1.3175	10.34%
50%	100.00%	1.5143	11.48%
60%	150.00%	1.8095	13.18%
70%	233.33%	2.3016	16.01%
80%	400.00%	3.2856	21.68%
90%	900.00%	6.2376	38.69%

Levered Beta = 0.9239 (1 + (1- .361) (D/E))
Cost of equity = 2.75% + Levered beta * 5.76%

2. Cost of Debt

Debt Ratio	$ Debt	Interest Expense	Interest Coverage Ratio	Bond Rating	Pre-tax cost of debt	Tax rate	After-tax cost of debt
0%	$0	$0	∞	Aaa/AAA	3.15%	36.10%	2.01%
10%	$13,784	$434	23.10	Aaa/AAA	3.15%	36.10%	2.01%
20%	$27,568	$868	11.55	Aaa/AAA	3.15%	36.10%	2.01%
30%	$41,352	$1,427	7.03	Aa2/AA	3.45%	36.10%	2.20%
40%	$55,136	$2,068	4.85	A2/A	3.75%	36.10%	2.40%
50%	$68,919	$6,892	1.46	B3/B-	10.00%	36.10%	6.39%
60%	$82,703	$9,511	1.05	Caa/CCC	11.50%	36.10%	7.35%
70%	$96,487	$11,096	0.90	Caa/CCC	11.50%	32.64%	7.75%
80%	$110,271	$13,508	0.74	Ca2/CC	12.25%	26.81%	8.97%
90%	$124,055	$16,437	0.61	C2/C	13.25%	22.03%	10.33%

Disney's cost of capital schedule…

Debt Ratio	Beta	Cost of Equity	Cost of Debt (after-tax)	WACC
0%	0.9239	8.07%	2.01%	8.07%
10%	0.9895	8.45%	2.01%	7.81%
20%	1.0715	8.92%	2.01%	7.54%
30%	1.1770	9.53%	2.20%	7.33%
40%	1.3175	10.34%	2.40%	7.16%
50%	1.5143	11.48%	6.39%	8.93%
60%	1.8095	13.18%	7.35%	9.68%
70%	2.3762	16.44%	7.75%	10.35%
80%	3.6289	23.66%	8.97%	11.90%
90%	7.4074	45.43%	10.33%	13.84%

And the effect on value..

- We start with the current market value and isolate the effect of changing the capital structure on the cash flow and the resulting value.

Enterprise Value before the change = $133,908 million

Cost of financing Disney at existing debt ratio = $ 133,908 * 0.0781 = $10,458 million

Cost of financing Disney at optimal debt ratio = $ 133,908 * 0.0716 = $ 9,592 million

Annual savings in cost of financing = $10,458 million – $9,592 million = $866 million

$$\text{Increase in Value} = \frac{\text{Annual Savings next year}}{(\text{Cost of Capital - g})} = \frac{\$866}{(0.0716 - 0.0275)} = \$19,623 \text{ million}$$

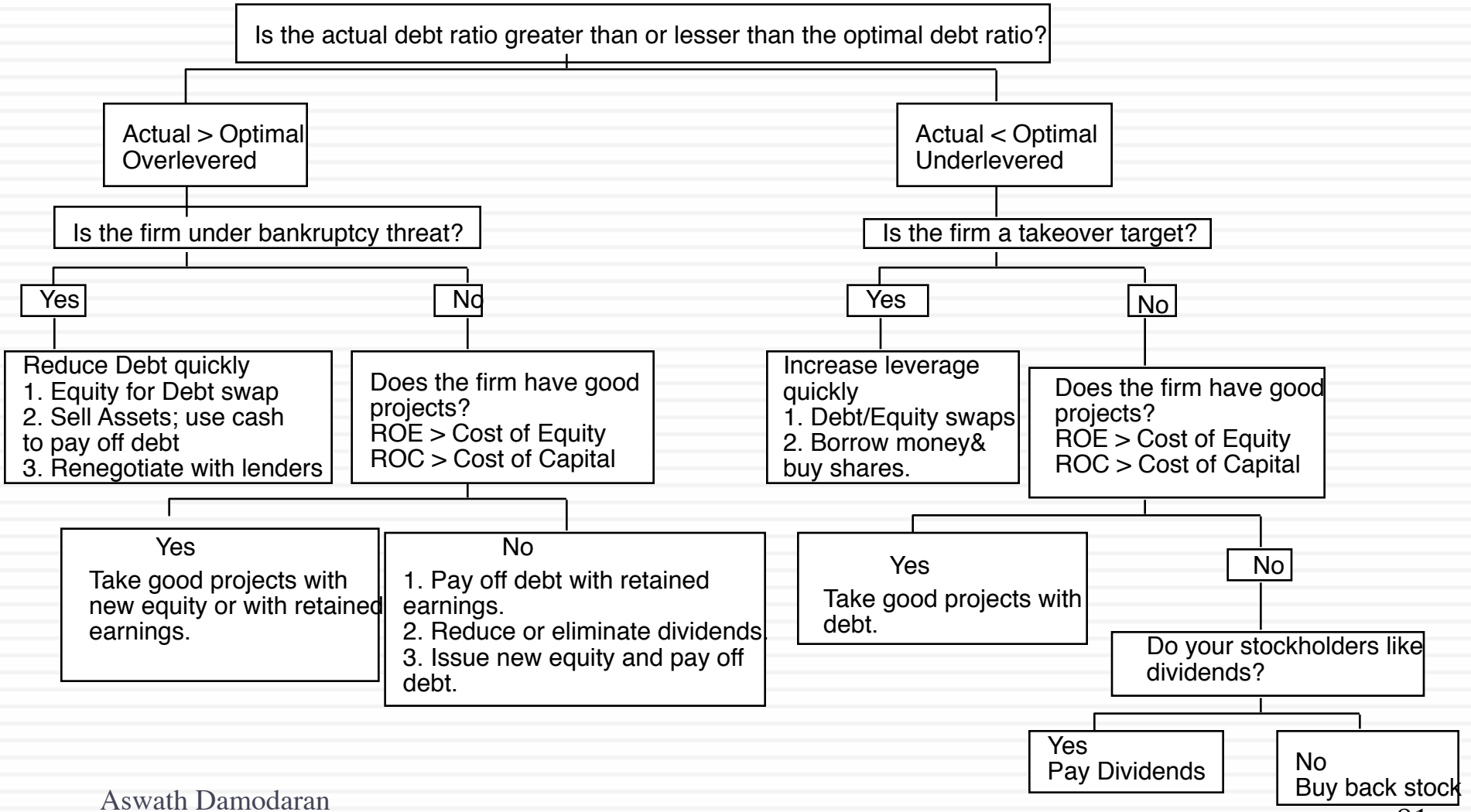
Enterprise value after recapitalization

= Existing enterprise value + PV of Savings = $133,908 + $19,623 = $153,531 million

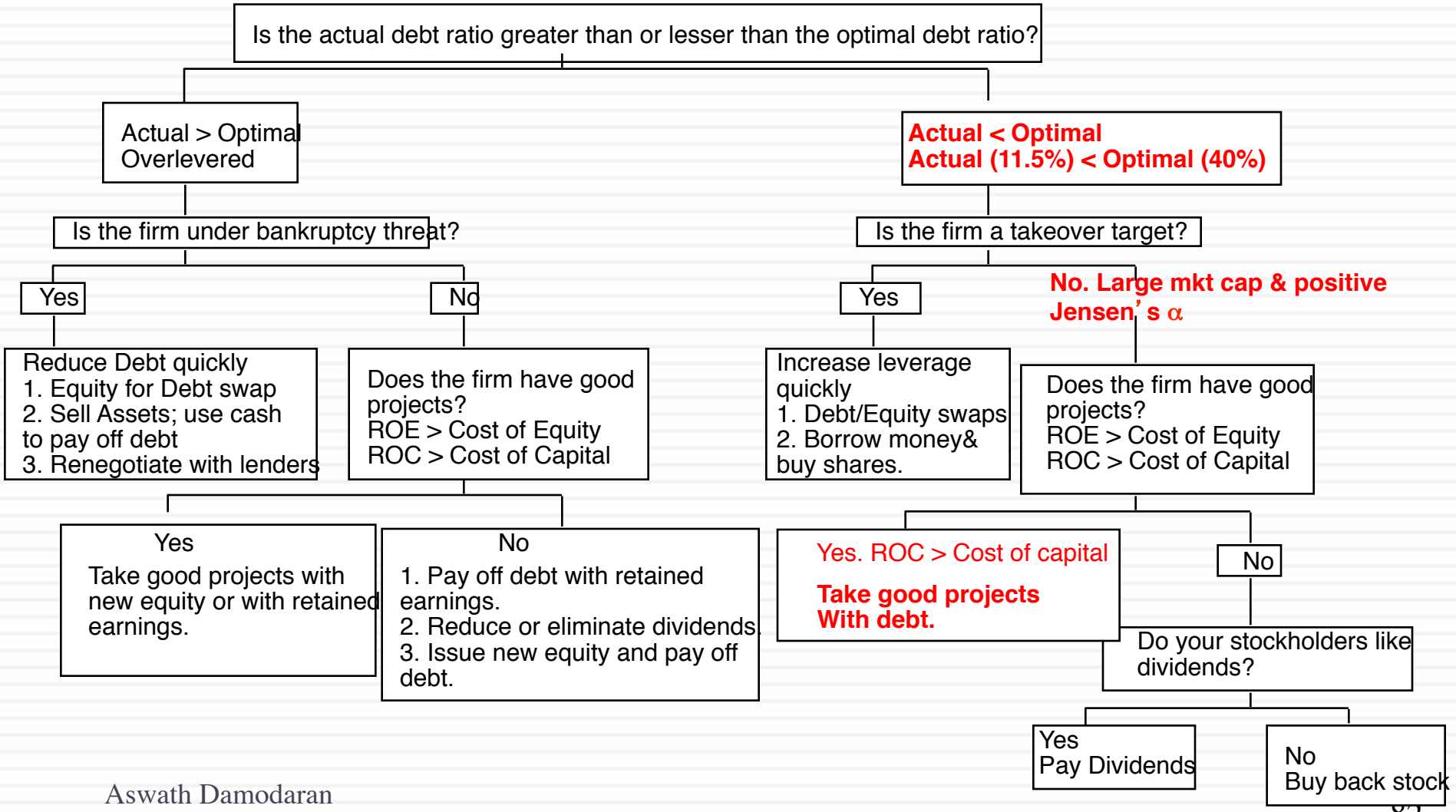
The cost of capital approach suggests that Disney should do the following…

- Disney currently has $15.96 billion in debt. The optimal dollar debt (at 40%) is roughly $55.1 billion. Disney has excess debt capacity of 39.14 billion.
- To move to its optimal and gain the increase in value, Disney should borrow $ 39.14 billion and buy back stock.
- Given the magnitude of this decision, you should expect to answer three questions:
  - Why should we do it?
  - What if something goes wrong?
  - What if we don't want (or cannot) buy back stock and want to make investments with the additional debt capacity?

A Framework for Getting to the Optimal



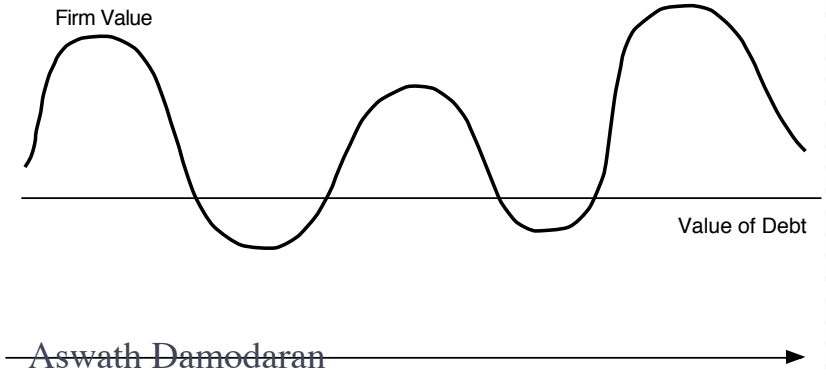
Disney: Applying the Framework



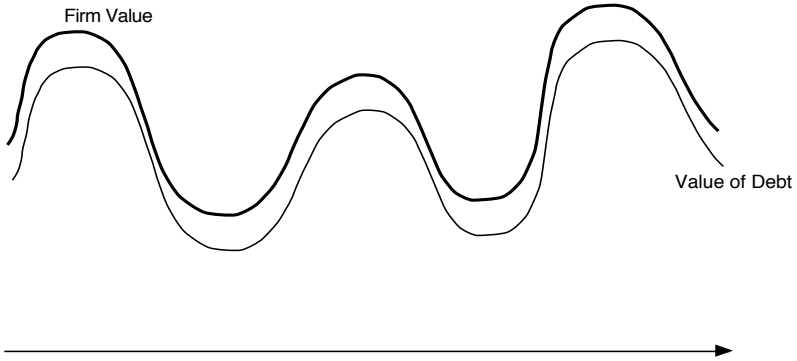
Designing Debt: The Fundamental Principle

- The objective in designing debt is to make the cash flows on debt match up as closely as possible with the cash flows that the firm makes on its assets.
- By doing so, we reduce our risk of default, increase debt capacity and increase firm value.

Unmatched Debt



Matched Debt



Designing Disney's Debt

Business	*Project Cash Flow Characteristics*	*Type of Financing*
Studio entertainment	Movie projects are likely to • Be short-term • Have cash outflows primarily in dollars (because Disney makes most of its movies in the U.S.), but cash inflows could have a substantial foreign currency component (because of overseas revenues) • Have net cash flows that are heavily driven by whether the movie is a hit, which is often difficult to predict	Debt should be 1. Short-term 2. Primarily dollar debt.Mixed currency debt, reflecting audience make-up. 3. If possible, tied to the success of movies.
Media networks	Projects are likely to be 1. Short-term 2. Primarily in dollars, though foreign component is growing, especially for ESPN. 3. Driven by advertising revenues and show success (Nielsen ratings)	Debt should be 1. Short-term 2. Primarily dollar debt 3. If possible, linked to network ratings
Park resorts	Projects are likely to be 1. Very long-term 2. Currency will be a function of the region (rather than country) where park is located. 3. Affected by success of studio entertainment and media networks divisions	Debt should be 1. Long-term 2. Mix of currencies, based on tourist makeup at the park.
Consumer products	Projects are likely to be short- to medium-term and linked to the success of the movie division; most of Disney's product offerings and licensing revenues are derived from their movie productions	Debt should be 1. Medium-term 2. Dollar debt
Interactive	Projects are likely to be short-term, with high growth potential and significant risk. While cash flows will initially be primarily in US dollars, the mix of currencies will shift as the business ages.	Debt should be short-term, convertible US dollar debt.

Recommendations for Disney

- The debt issued should be long term and should have duration of about 4.3 years.
- A significant portion of the debt should be floating rate debt, reflecting Disney's capacity to pass inflation through to its customers and the fact that operating income tends to increase as interest rates go up.
- Given Disney's sensitivity to a stronger dollar, a portion of the debt should be in foreign currencies. The specific currency used and the magnitude of the foreign currency debt should reflect where Disney makes its revenues. Based upon 2013 numbers at least, this would indicate that about 18% of its debt should be foreign currency debt. As its broadcasting businesses expand into Latin America, it may want to consider using either Mexican Peso or Brazilian Real debt as well.

Analyzing Disney's Current Debt

- Disney has $14.3 billion in interest-bearing debt with a face-value weighted average maturity of 7.92 years. Allowing for the fact that the maturity of debt is higher than the duration, this would indicate that Disney's debt may be a little longer than would be optimal, but not by much.
- Of the debt, about 5.49% of the debt is in non-US dollar currencies (Indian rupees and Hong Kong dollars), but the rest is in US dollars and the company has no Euro debt. Based on our analysis, we would suggest that Disney increase its proportion of Euro debt to about 12% and tie the choice of currency on future debt issues to its expansion plans.
- Disney has no convertible debt and about 5.67% of its debt is floating rate debt, which looks low, given the company's pricing power. While the mix of debt in 2013 may be reflective of a desire to lock in low long-term interest rates on debt, as rates rise, the company should consider expanding its use of foreign currency debt.

Adjusting Debt at Disney

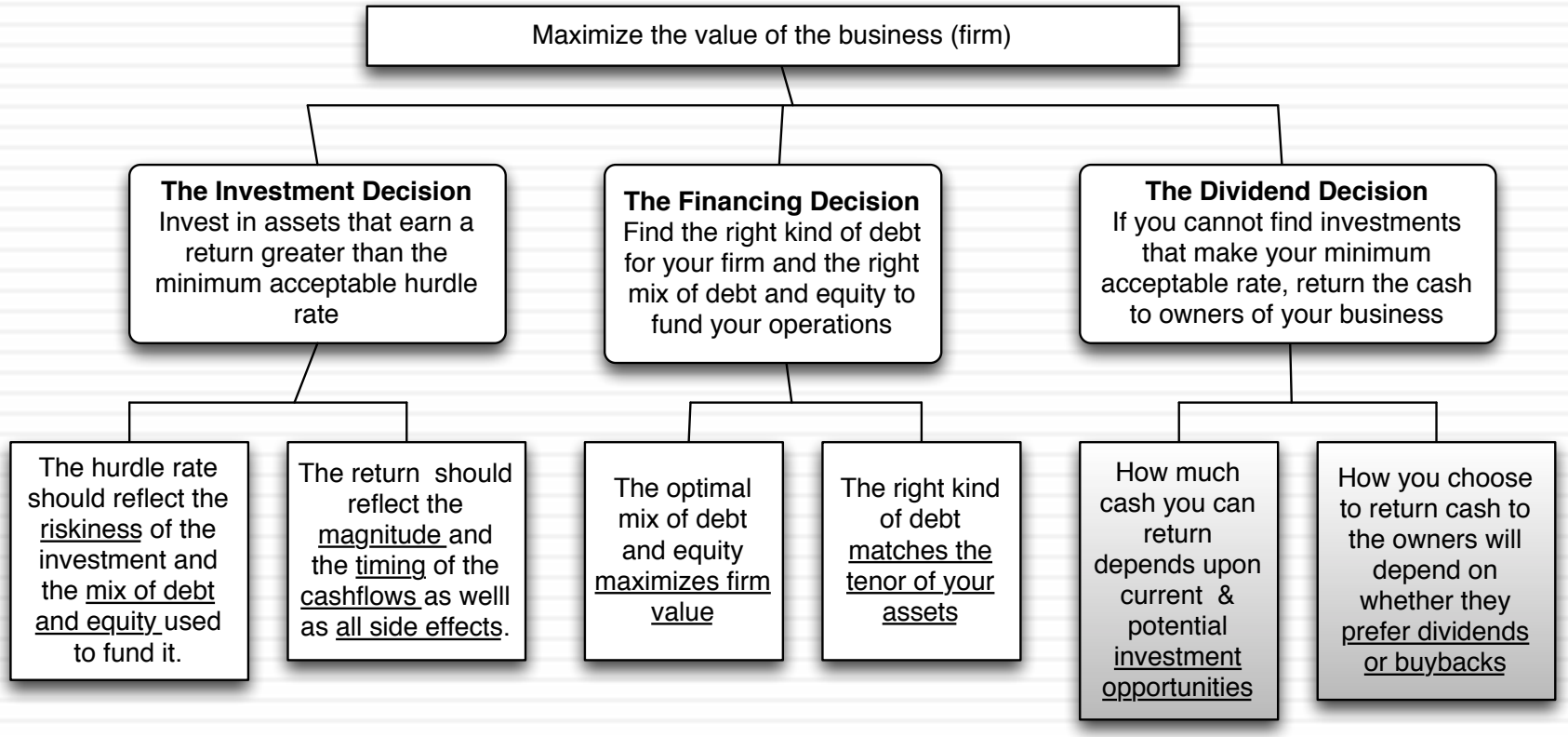
- It can swap some of its existing fixed rate, dollar debt for floating rate, foreign currency debt. Given Disney's standing in financial markets and its large market capitalization, this should not be difficult to do.
- If Disney is planning new debt issues, either to get to a higher debt ratio or to fund new investments, it can use primarily floating rate, foreign currency debt to fund these new investments. Although it may be mismatching the funding on these investments, its debt matching will become better at the company level.

Aswath Damodaran

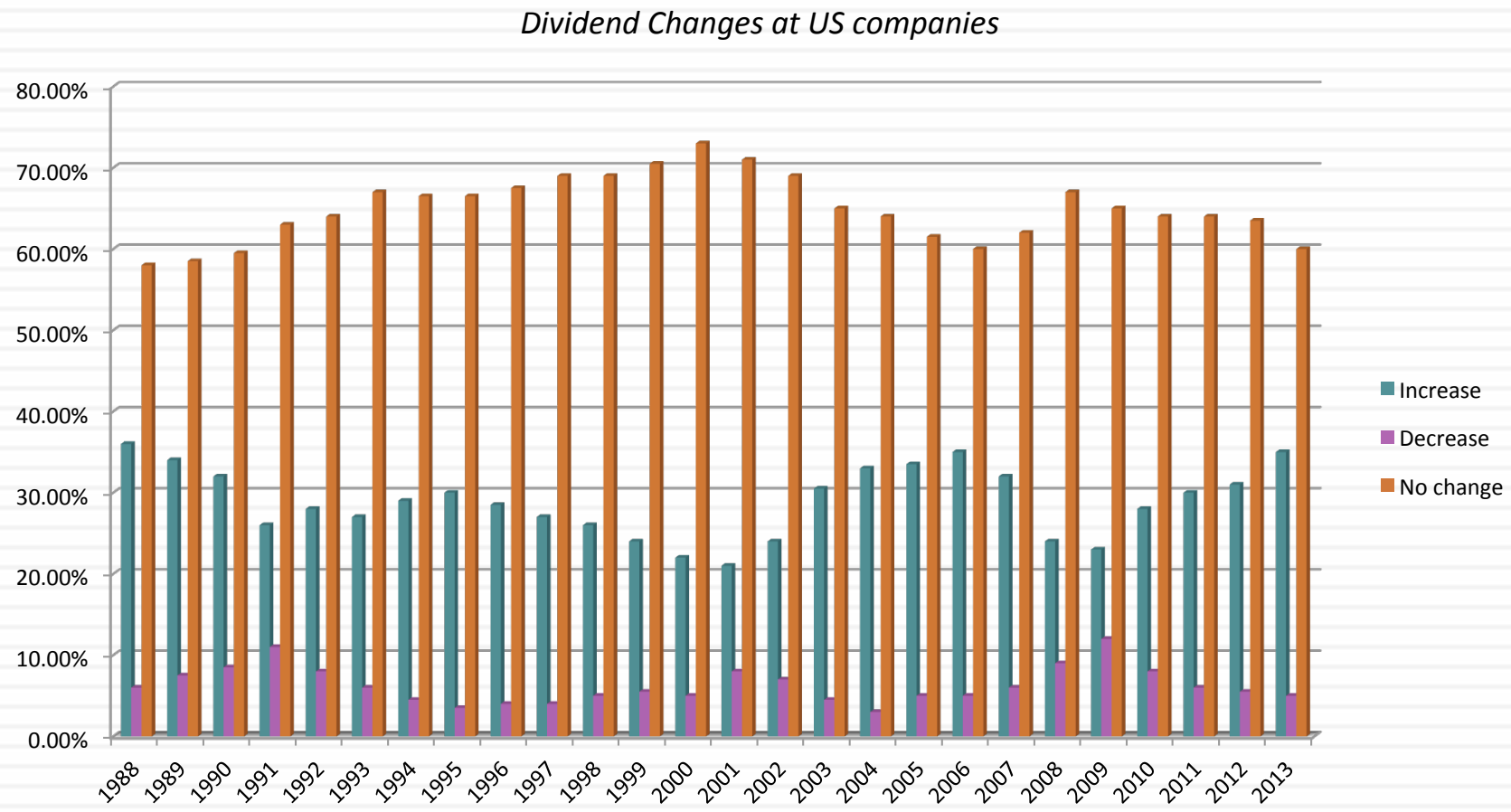
RETURNING CASH TO THE OWNERS: DIVIDEND POLICY

"Companies don't have cash. They hold cash for their stockholders."

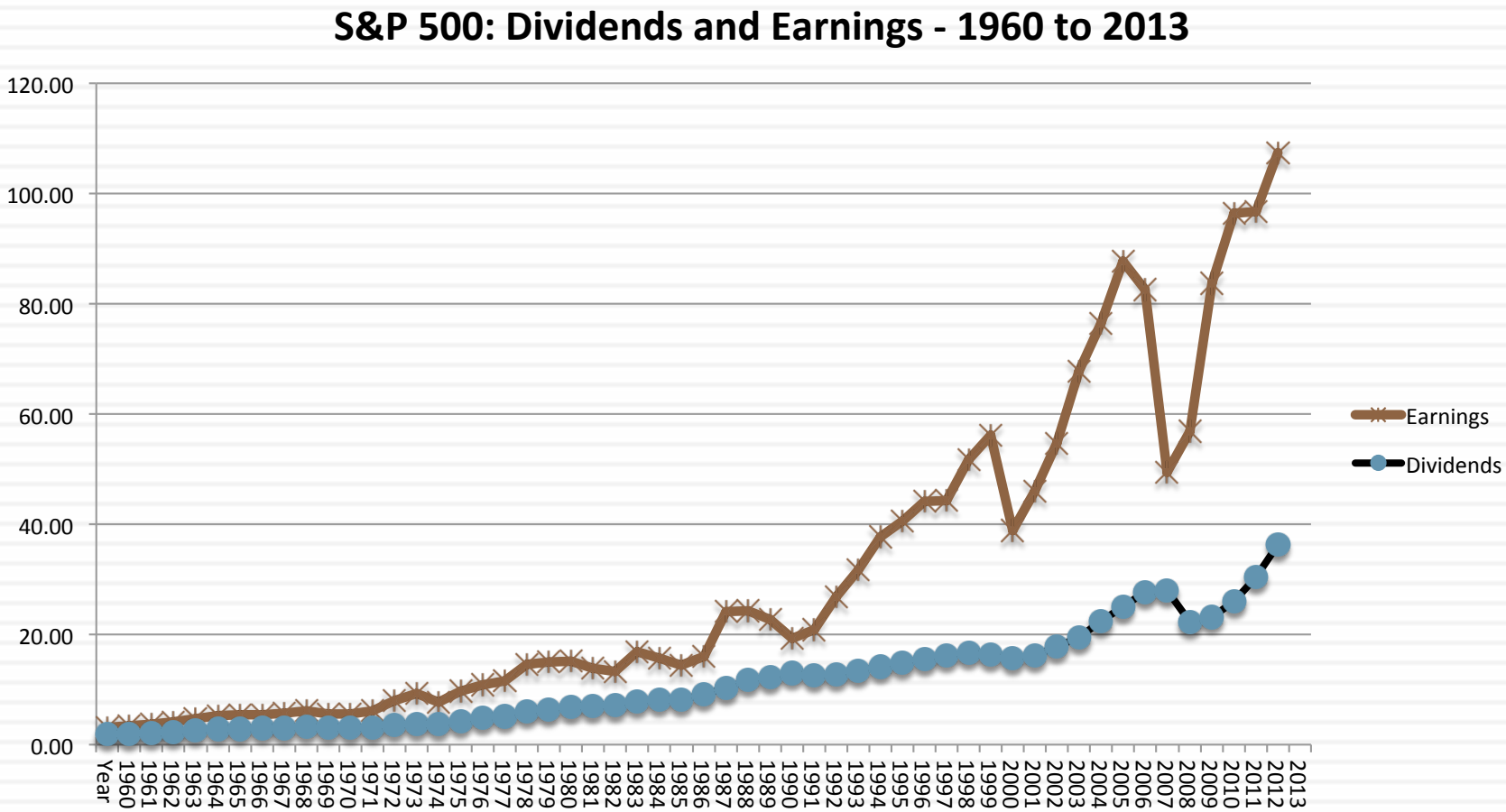
First Principles



I. Dividends are sticky

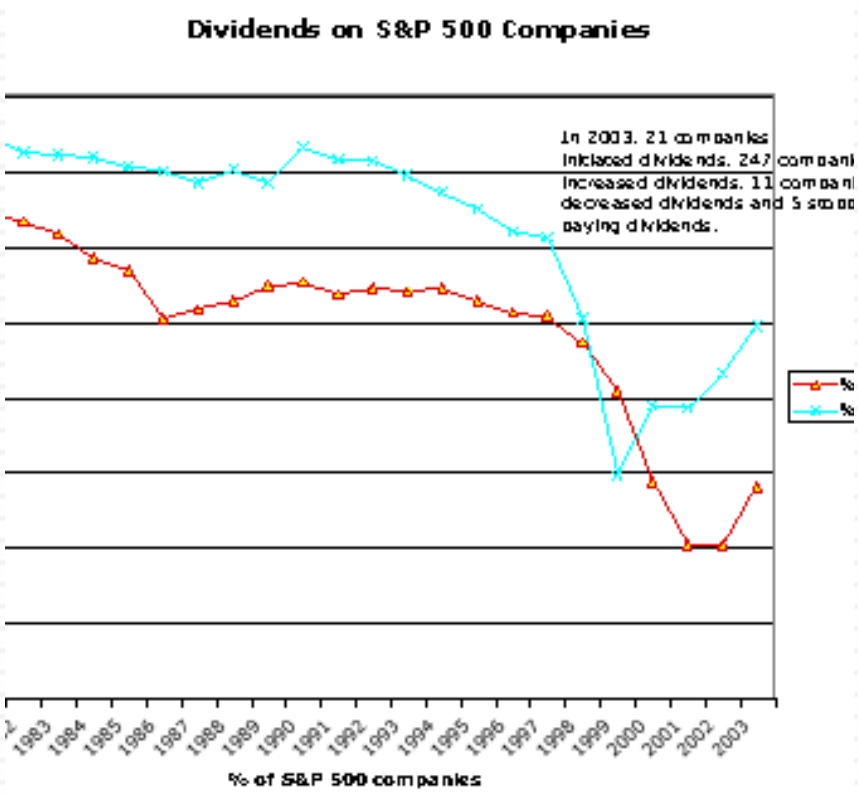


II. Dividends tend to follow earnings



II. Are affected by tax laws…

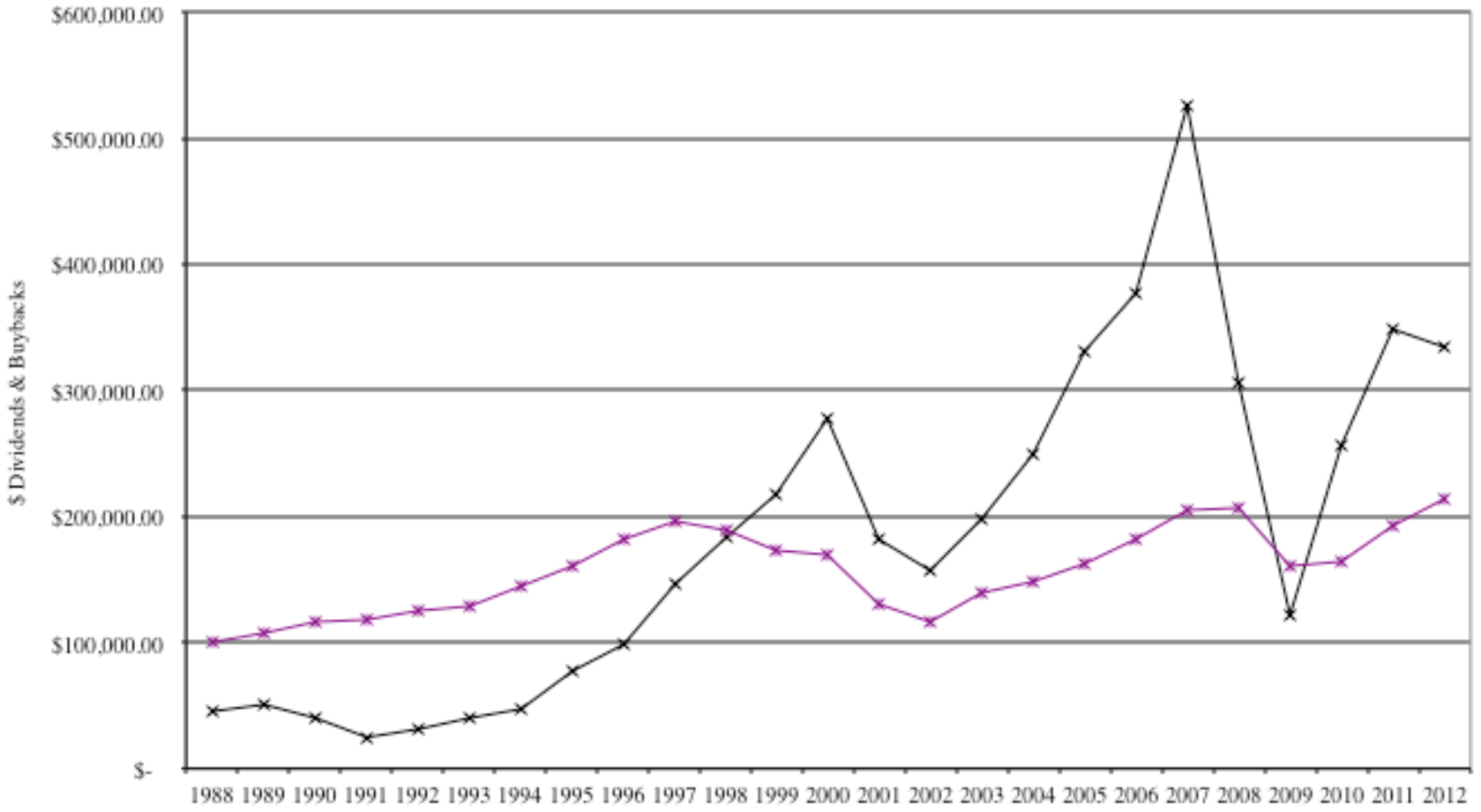
In 2003



In the last quarter of 2012

- As the possibility of tax rates reverting back to pre-2003 levels rose, 233 companies paid out $31 billion in dividends.
- Of these companies, 101 had insider holdings in excess of 20% of the outstanding stock.

IV. More and more firms are buying back stock, rather than pay dividends...



Measures of Dividend Policy

- Dividend Payout = Dividends/ Net Income
  - Measures the percentage of earnings that the company pays in dividends
  - If the net income is negative, the payout ratio cannot be computed.
- Dividend Yield = Dividends per share/ Stock price
  - Measures the return that an investor can make from dividends alone
  - Becomes part of the expected return on the investment.

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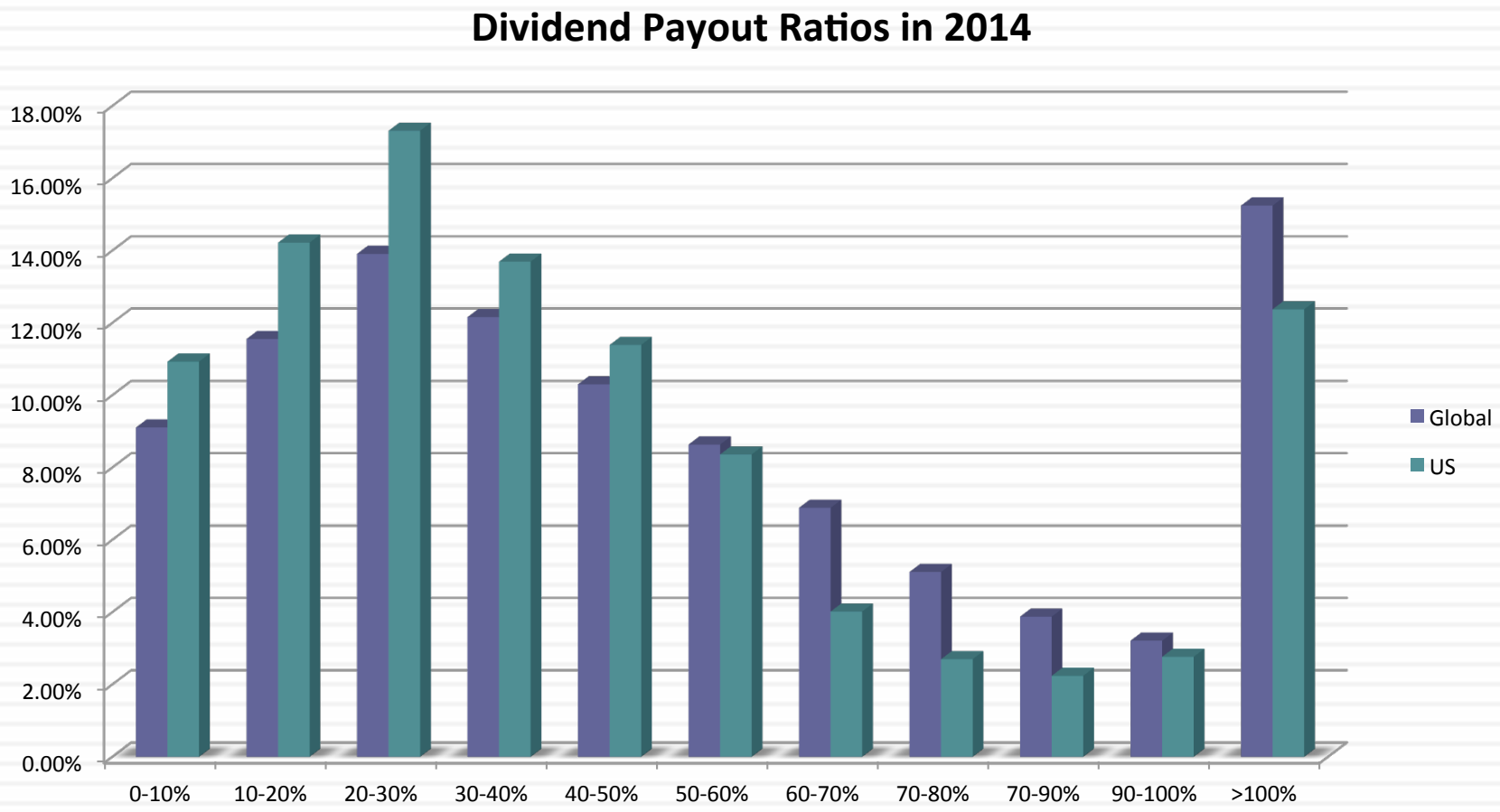
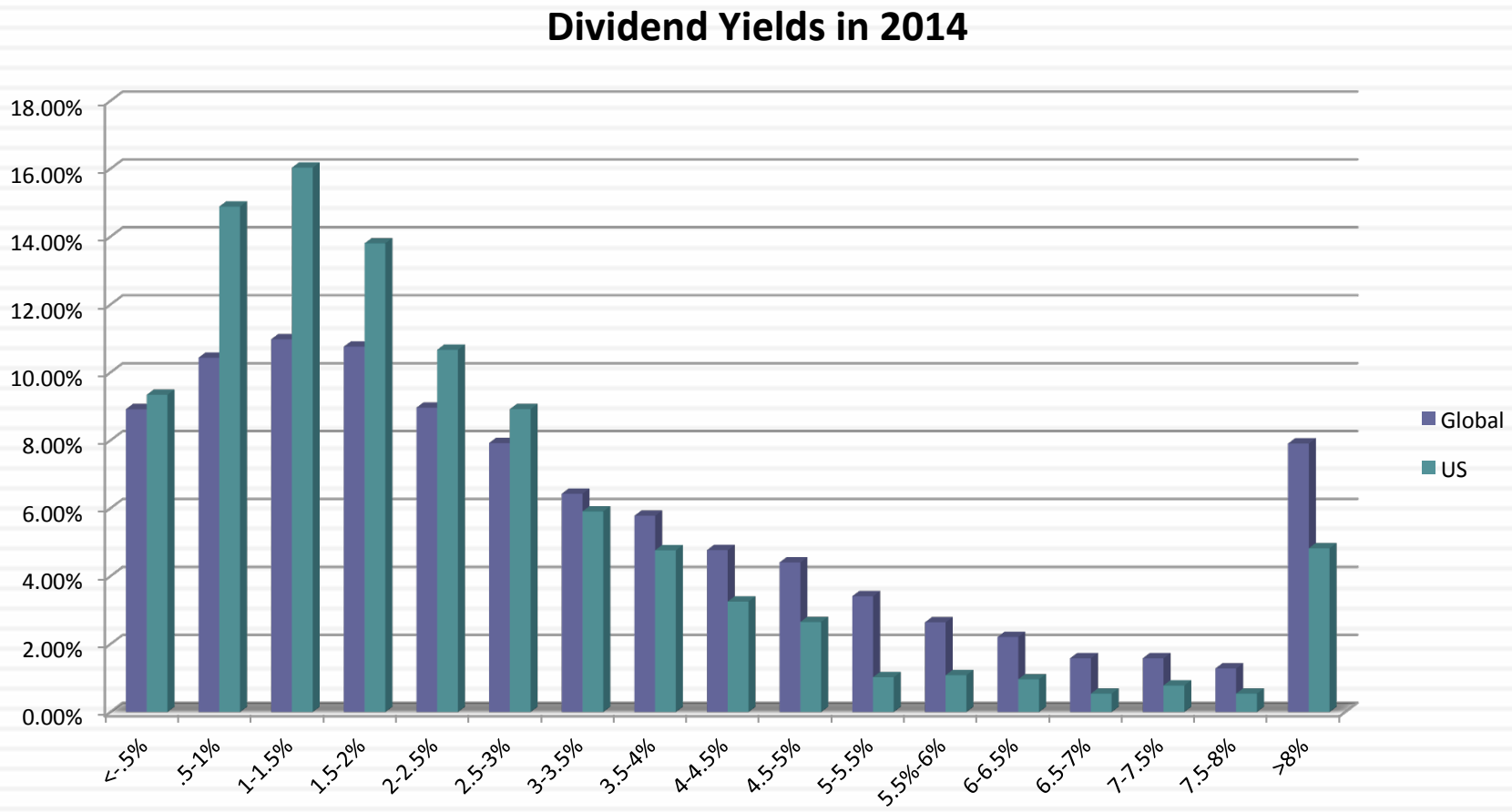
Dividend Payout Ratios



Dividend Yields



Three Schools Of Thought On Dividends

1. If there are no tax disadvantages associated with dividends & companies can issue stock, at no issuance cost, to raise equity, whenever needed

   Dividends do not matter, and dividend policy does not affect value.

2. If dividends create a tax disadvantage for investors (relative to capital gains)

   Dividends are bad, and increasing dividends will reduce value

3. If dividends create a tax advantage for investors (relative to capital gains) and/or stockholders like dividends

   Dividends are good, and increasing dividends will increase value

The balanced viewpoint

- If a company has excess cash, and few good investment opportunities (NPV>0), returning money to stockholders (dividends or stock repurchases) is good.
- If a company does not have excess cash, and/or has several good investment opportunities (NPV>0), returning money to stockholders (dividends or stock repurchases) is bad.

Assessing Dividend Policy: The Cash/Trust Assessment

- Step 1: How much could the company have paid out during the period under question?
- Step 2: How much did the the company actually pay out during the period in question?
- Step 3: How much do I trust the management of this company with excess cash?
  - How well did they make investments during the period in question?
  - How well has my stock performed during the period in question?

How much has the company returned to stockholders?

- As firms increasing use stock buybacks, we have to measure cash returned to stockholders as not only dividends but also buybacks.
- For instance, for the companies we are analyzing the cash returned looked as follows.

	Disney	
Year	Dividends	Buybacks
2009	$648	$648
2010	$653	$2,669
2011	$756	$4,993
2012	$1,076	$3,015
2013	$1,324	$4,087
2009-13	**$4,457**	**$15,412**

A Measure of How Much a Company Could have Afforded to Pay out: FCFE

- The Free Cashflow to Equity (FCFE) is a measure of how much cash is left in the business after non-equity claimholders (debt and preferred stock) have been paid, and after any reinvestment needed to sustain the firm's assets and future growth.

  Net Income

  + Depreciation & Amortization

  = Cash flows from Operations to Equity Investors

  - Preferred Dividends

  - Capital Expenditures

  - Working Capital Needs

  - Principal Repayments

  + Proceeds from New Debt Issues

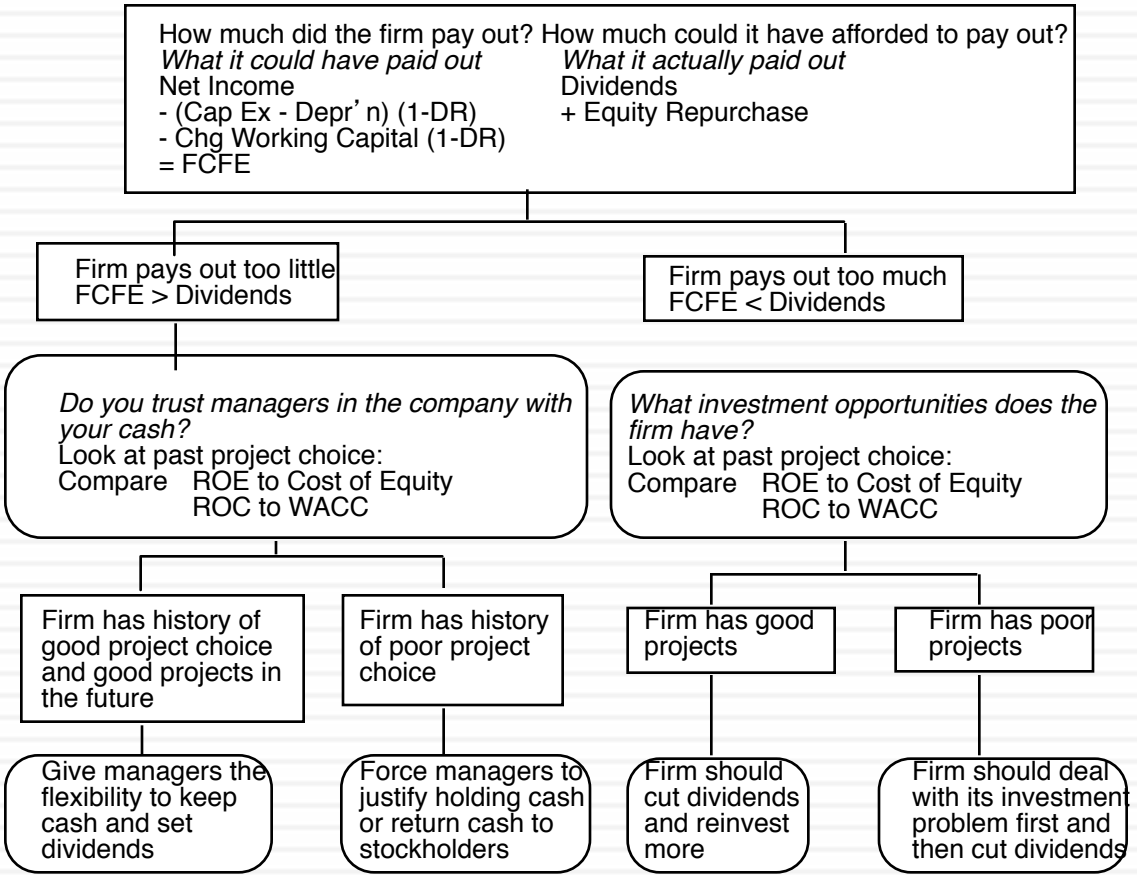
  = Free Cash flow to Equity

Disney's FCFE: 2009-2013

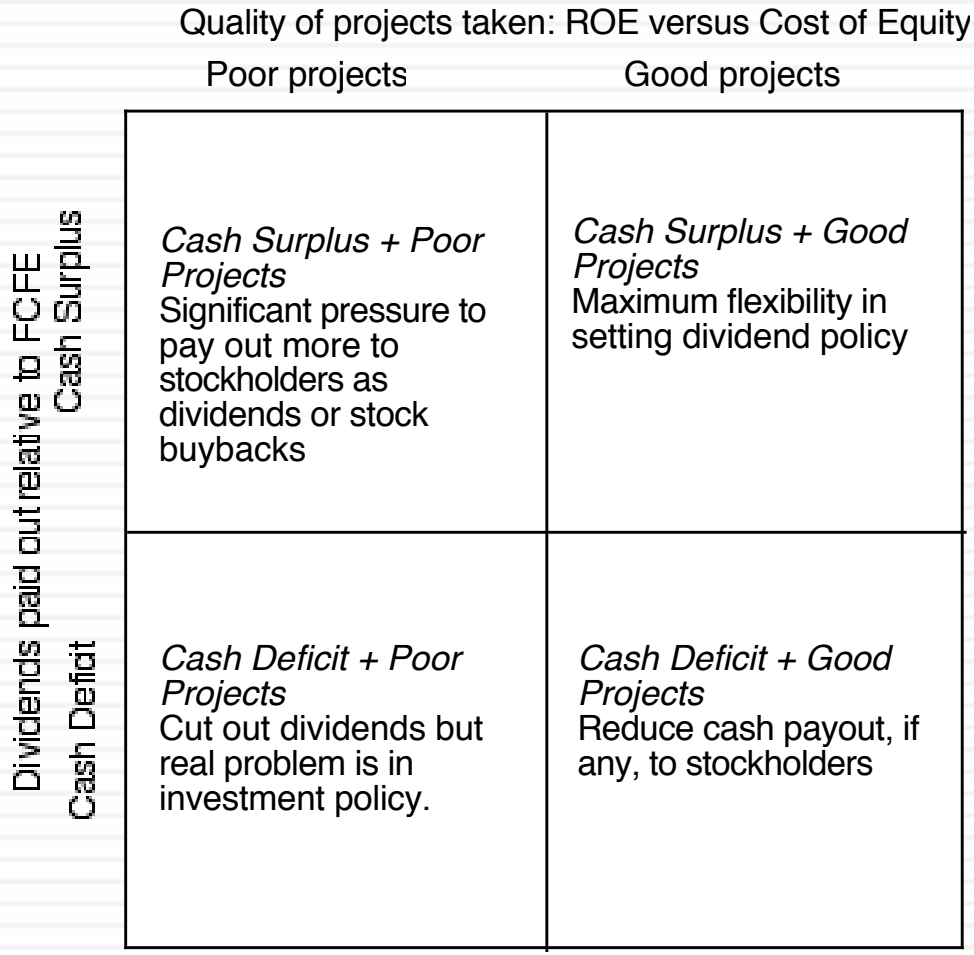
	2013	2012	2011	2010	2009	Aggregate
Net Income	$6,136	$5,682	$4,807	$3,963	$3,307	$23,895
- (Cap. Exp - Depr)	$604	$1,797	$1,718	$397	$122	$4,638
- ∂ Working Capital	($133)	$940	$950	$308	($109)	$1,956
Free CF to Equity (pre-debt)	$5,665	$2,945	$2,139	$3,258	$3,294	$17,301
+ Net Debt Issued	$1,881	$4,246	$2,743	$1,190	($235)	$9,825
= Free CF to Equity (actual debt)	$7,546	$7,191	$4,882	$4,448	$3,059	$27,126
Free CF to Equity (target debt ratio)	$5,720	$3,262	$2,448	$3,340	$3,296	$18,065
Dividends	$1,324	$1,076	$756	$653	$648	$4,457
Dividends + Buybacks	$5,411	$4,091	$5,749	$3,322	$1,296	$19,869

Disney returned about $1.5 billion more than the $18.1 billion it had available as FCFE with a normalized debt ratio of 11.58% (its current debt ratio).

A Practical Framework for Analyzing Dividend Policy



A Dividend Matrix



Disney in 2003

- FCFE versus Dividends
  - Between 1994 & 2003, Disney generated $969 million in FCFE each year.
  - Between 1994 & 2003, Disney paid out $639 million in dividends and stock buybacks each year.
- Cash Balance
  - Disney had a cash balance in excess of $ 4 billion at the end of 2003.
- Performance measures
  - Between 1994 and 2003, Disney has generated a return on equity, on it's projects, about 2% less than the cost of equity, on average each year.
  - Between 1994 and 2003, Disney's stock has delivered about 3% less than the cost of equity, on average each year.
  - The underperformance has been primarily post 1996 (after the Capital Cities acquisition).

Can you trust Disney's management?

- Given Disney's track record between 1994 and 2003, if you were a Disney stockholder, would you be comfortable with Disney's dividend policy?

a. Yes

b. No

- Does the fact that the company is run by Michael Eisner, the CEO for the last 10 years and the initiator of the Cap Cities acquisition have an effect on your decision.

a. Yes

b. No

Following up: Disney in 2009

- Between 2004 and 2008, Disney made significant changes:
  - It replaced its CEO, Michael Eisner, with a new CEO, Bob Iger, who at least on the surface seemed to be more receptive to stockholder concerns.
  - Its stock price performance improved (positive Jensen's alpha)
  - Its project choice improved (ROC moved from being well below cost of capital to above)
- The firm also shifted from cash returned < FCFE to cash returned > FCFE and avoided making large acquisitions.
- If you were a stockholder in 2009 and Iger made a plea to retain cash in Disney to pursue investment opportunities, would you be more receptive?
  a. Yes
  b. No

Final twist: Disney in 2013

- Disney did return to holding cash between 2008 and 2013, with dividends and buybacks amounting TO $2.6 billion less than the FCFE (with a target debt ratio) over this period.
- Disney continues to earn a return on capital well in excess of the cost of capital and its stock has doubled over the last two years.
- Now, assume that Bob Iger asks you for permission to withhold even more cash to cover future investment needs. Are you likely to go along?

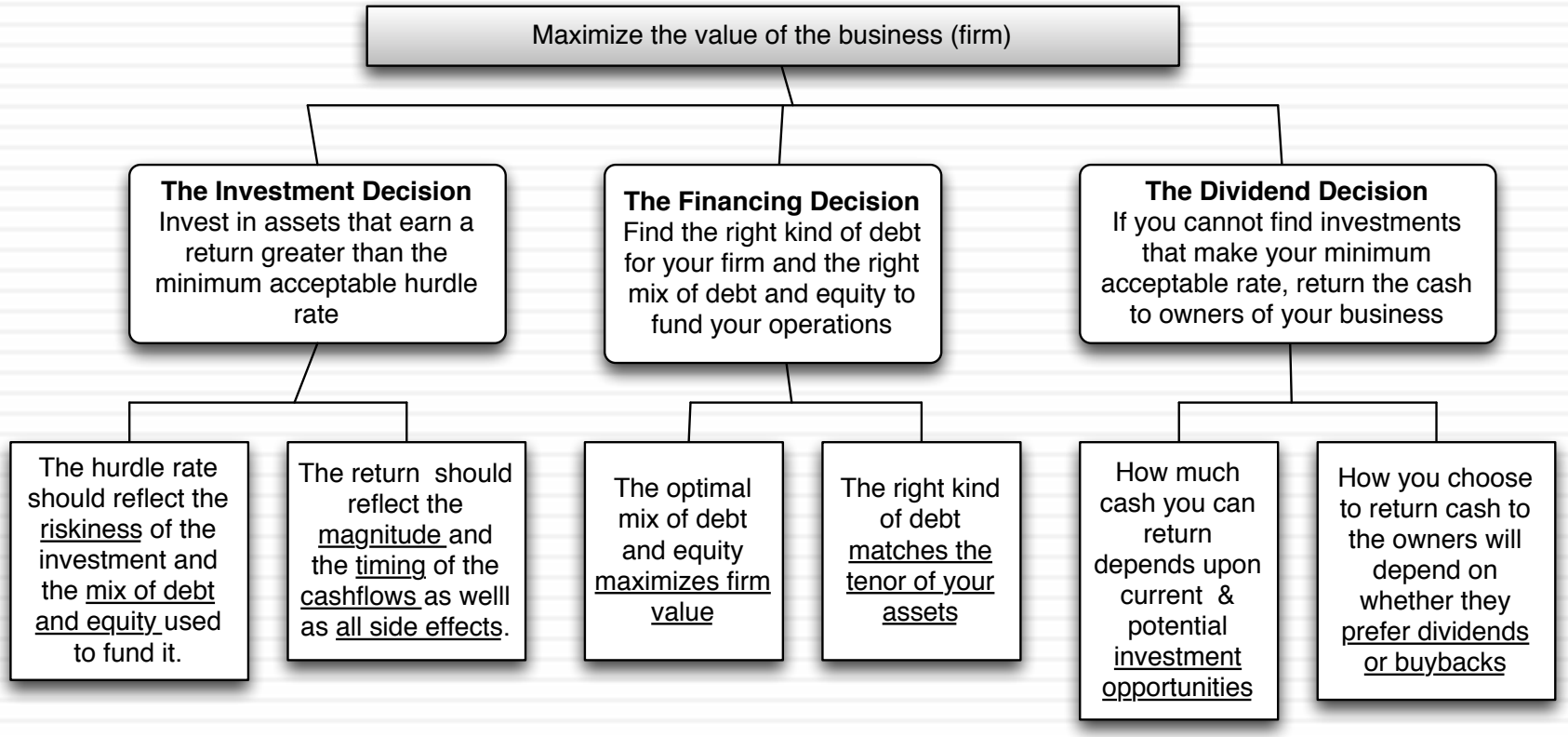
a. Yes
b. No

Aswath Damodaran

VALUATION

Cynic: A person who knows the price of everything but the value of nothing..
Oscar Wilde

First Principles



Three approaches to valuation

1. Intrinsic valuation: The value of an asset is a function of its fundamentals – cash flows, growth and risk. In general, discounted cash flow models are used to estimate intrinsic value.
2. Relative valuation: The value of an asset is estimated based upon what investors are paying for similar assets. In general, this takes the form of value or price multiples and comparing firms within the same business.
3. Contingent claim valuation: When the cash flows on an asset are contingent on an external event, the value can be estimated using option pricing models.

Intrinsic Value: Four Basic Propositions

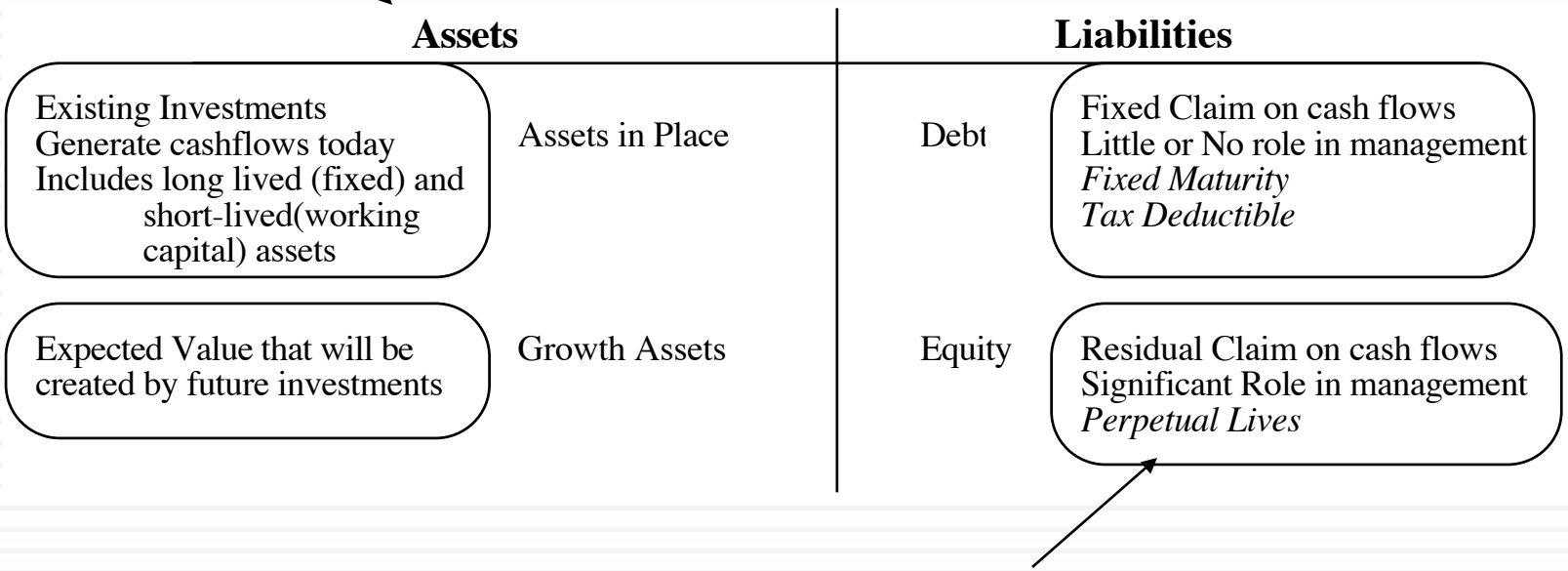
The value of an asset is the present value of the expected cash flows on that asset, over its expected life:

$$\text{Value of asset} = \frac{E(CF_1)}{(1+r)} + \frac{E(CF_2)}{(1+r)^2} + \frac{E(CF_3)}{(1+r)^3} \ldots\ldots + \frac{E(CF_n)}{(1+r)^n}$$

1. *The IT Proposition*: If "it" does not affect the cash flows or alter risk (thus changing discount rates), "it" cannot affect value.
2. *The DUH Proposition*: For an asset to have value, the expected cash flows have to be positive some time over the life of the asset.
3. *The DON'T FREAK OUT Proposition*: Assets that generate cash flows early in their life will be worth more than assets that generate cash flows later; the latter may however have greater growth and higher cash flows to compensate.
4. *The VALUE IS NOT PRICE Proposition*: The value of an asset may be very different from its price.

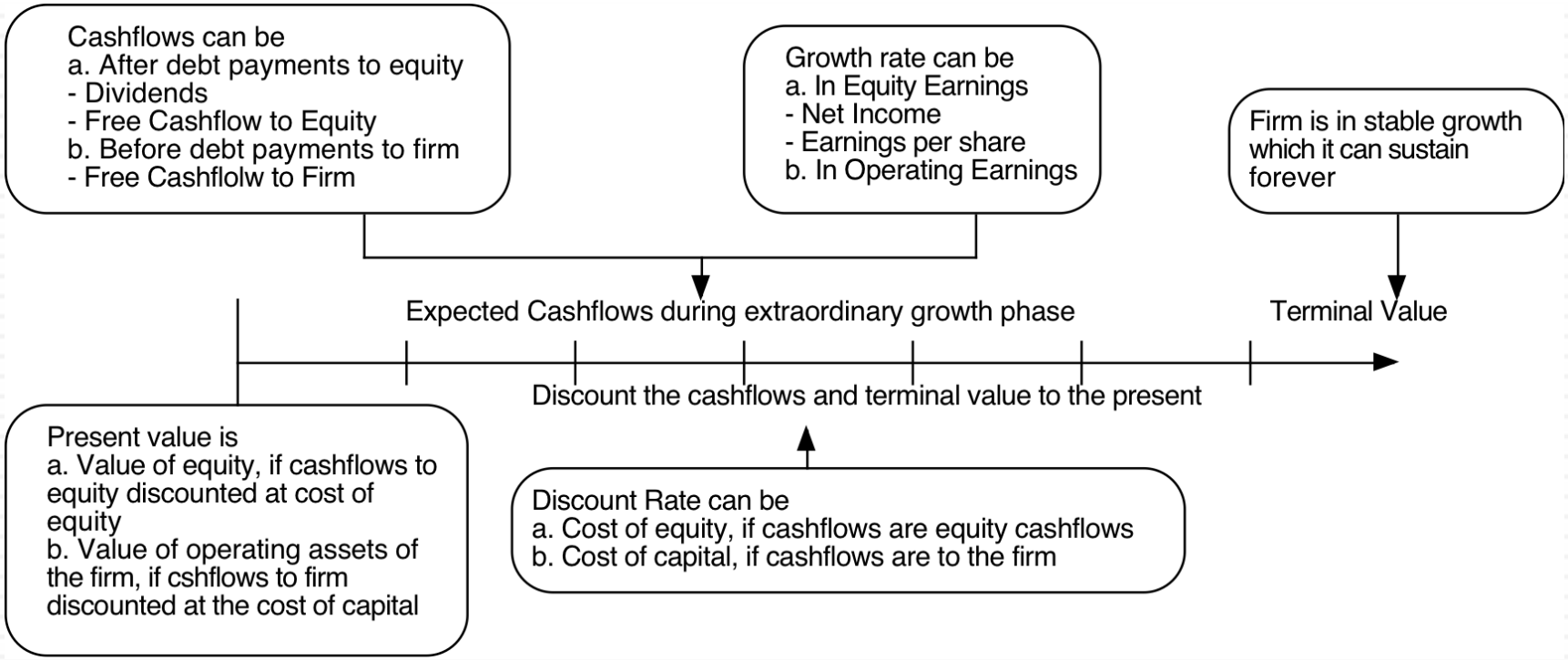
DCF Choices: Equity Valuation versus Firm Valuation

Firm Valuation: Value the entire business

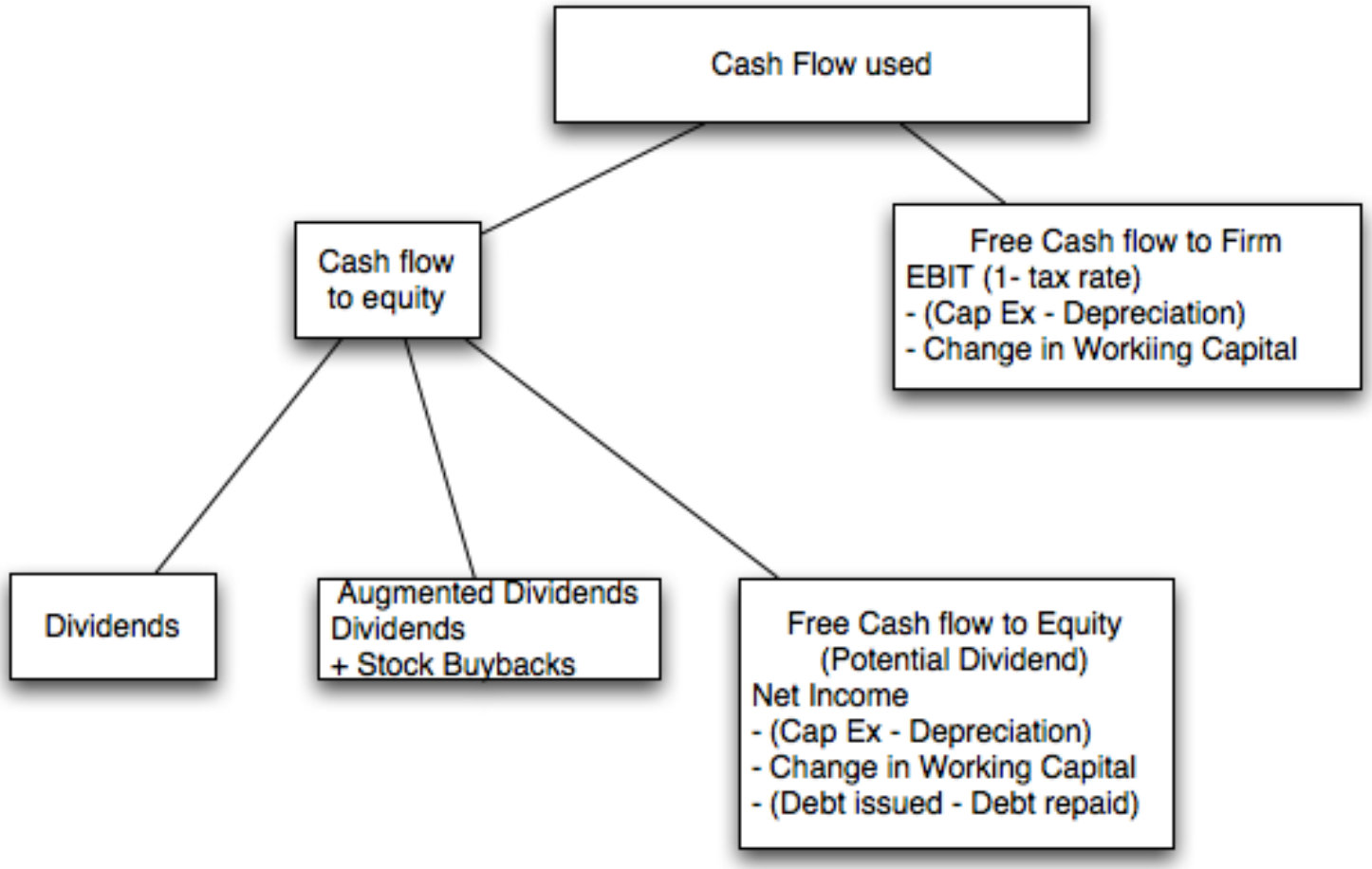


Equity valuation: Value just the equity claim in the business

The Ingredients that determine value.



I. Estimating Cash Flows



Estimating FCFF: Disney

- In the fiscal year ended September 2013, Disney reported the following:
  - Operating income (adjusted for leases) = $10,032 million
  - Effective tax rate = 31.02%
  - Capital Expenditures (including acquisitions) = $5,239 million
  - Depreciation & Amortization = $2.192 million
  - Change in non-cash working capital = $103 million
- The free cash flow to the firm can be computed as follows:

After-tax Operating Income	= 10,032 (1 -.3102)	= $6,920
- Net Cap Expenditures	= $5,239 - $2,192	= $3,629
- Change in Working Capital	=	=$103
= Free Cashflow to Firm (FCFF)	=	= $3,188

- The reinvestment and reinvestment rate are as follows:
  - Reinvestment = $3,629 + $103 = $3,732 million
  - Reinvestment Rate = $3,732/ $6,920 = 53.93%

II. Discount Rates

- Keep it current: When doing a valuation, you need a discount rate that reflects today's conditions. Not only does this require you to update the base risk free rate, but also your risk premiums (equity risk premium and default spread) and perhaps even your measures of risk (betas, default risk measures)
- Keep it consistent: At an intuitive level, the discount rate used should be consistent with both the riskiness and the type of cash flow being discounted. The cost of equity is the rate at which we discount cash flows to equity (dividends or free cash flows to equity). The cost of capital is the rate at which we discount free cash flows to the firm.
- Keep it in perspective: The discount rate obviously matters in a discounted cash flow valuation, but not as much as your other inputs. In fact, as uncertainty about the future increases, the more you should focus on estimating cash flows and the less your should focus on discount rates.

Current Cost of Capital: Disney

- The beta for Disney's stock in November 2013 was 1.0013. The T. bond rate at that time was 2.75%. Using an estimated equity risk premium of 5.76%, we estimated the cost of equity for Disney to be 8.52%:

  Cost of Equity = 2.75% + 1.0013(5.76%) = 8.52%

- Disney's bond rating in May 2009 was A, and based on this rating, the estimated pretax cost of debt for Disney is 3.75%. Using a marginal tax rate of 36.1, the after-tax cost of debt for Disney is 2.40%.

  After-Tax Cost of Debt = 3.75% (1 – 0.361) = 2.40%

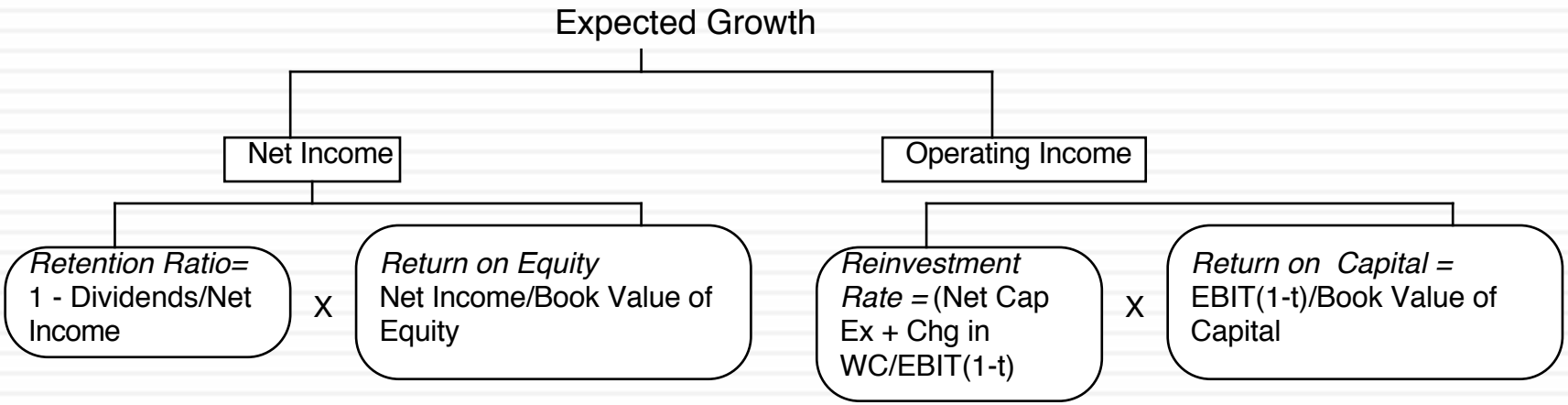
- The cost of capital was calculated using these costs and the weights based on market values of equity (121,878) and debt (15.961):

  Cost of capital = $= 8.52\% \frac{121{,}878}{(15{,}961+121{,}878)} + 2.40\% \frac{15{,}961}{(15{,}961+121{,}878)} = 7.81\%$

But costs of equity and capital can and should change over time…

Year	Beta	Cost of Equity	After-tax Cost of Debt	Debt Ratio	Cost of capital
1	1.0013	8.52%	2.40%	11.50%	7.81%
2	1.0013	8.52%	2.40%	11.50%	7.81%
3	1.0013	8.52%	2.40%	11.50%	7.81%
4	1.0013	8.52%	2.40%	11.50%	7.81%
5	1.0013	8.52%	2.40%	11.50%	7.81%
6	1.0010	8.52%	2.40%	13.20%	7.71%
7	1.0008	8.51%	2.40%	14.90%	7.60%
8	1.0005	8.51%	2.40%	16.60%	7.50%
9	1.0003	8.51%	2.40%	18.30%	7.39%
10	1.0000	8.51%	2.40%	20.00%	7.29%

III. Expected Growth



Estimating Growth in EBIT: Disney

- We started with the reinvestment rate that we computed from the 2013 financial statements:

$$\text{Reinvestment rate} = \frac{(3{,}629 + 103)}{10{,}032\ (1-.3102)} = 53.93\%$$

We computed the reinvestment rate in prior years to ensure that the 2013 values were not unusual or outliers.

- We compute the return on capital, using operating income in 2013 and capital invested at the start of the year:

$$\text{Return on Capital}_{2013} = \frac{\text{EBIT (1-t)}}{\text{(BV of Equity+ BV of Debt - Cash)}} = \frac{10{,}032\ (1-.361)}{(41{,}958+ 16{,}328 - 3{,}387)} = 12.61\%$$

Disney's return on capital has improved gradually over the last decade and has levelled off in the last two years.

- If Disney maintains its 2013 reinvestment rate and return on capital for the next five years, its growth rate will be 6.80 percent.

Expected Growth Rate from Existing Fundamentals = 53.93% * 12.61% = 6.8%

IV. Getting Closure in Valuation

- Since we cannot estimate cash flows forever, we estimate cash flows for a "growth period" and then estimate a terminal value, to capture the value at the end of the period:

$$\text{Value} = \sum_{t=1}^{t=N} \frac{CF_t}{(1+r)^t} + \frac{\text{Terminal Value}}{(1+r)^N}$$

- When a firm's cash flows grow at a "constant" rate forever, the present value of those cash flows can be written as:
  - Value = Expected Cash Flow Next Period / (r - g)
  - where,

    r = Discount rate (Cost of Equity or Cost of Capital)

    g = Expected growth rate forever.
- This "constant" growth rate is called a stable growth rate and cannot be higher than the growth rate of the economy in which the firm operates.

Getting to stable growth…

- A key assumption in all discounted cash flow models is the period of high growth, and the pattern of growth during that period. In general, we can make one of three assumptions:
  - there is no high growth, in which case the firm is already in stable growth
  - there will be high growth for a period, at the end of which the growth rate will drop to the stable growth rate (2-stage)
  - there will be high growth for a period, at the end of which the growth rate will decline gradually to a stable growth rate(3-stage)
- The assumption of how long high growth will continue will depend upon several factors including:
  - the size of the firm (larger firm -> shorter high growth periods)
  - current growth rate (if high -> longer high growth period)
  - barriers to entry and differential advantages (if high -> longer growth period)

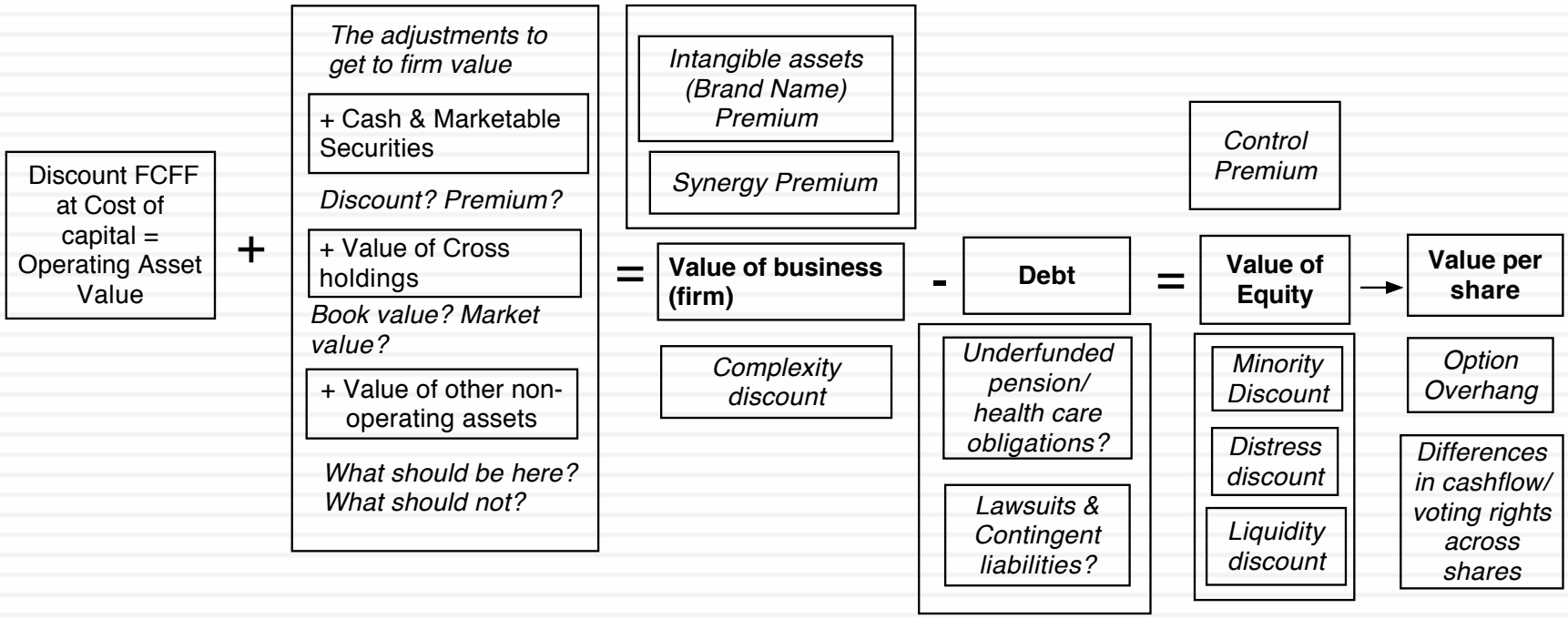
Estimating Stable Period Inputs: Disney

- Respect the cap: The growth rate forever is assumed to be 2.5. This is set lower than the riskfree rate (2.75%).
- Stable period excess returns: The return on capital for Disney will drop from its high growth period level of 12.61% to a stable growth return of 10%. This is still higher than the cost of capital of 7.29% but the competitive advantages that Disney has are unlikely to dissipate completely by the end of the 10th year.
- Reinvest to grow: Based on the expected growth rate in perpetuity (2.5%) and expected return on capital forever after year 10 of 10%, we compute s a stable period reinvestment rate of 25%:
  - Reinvestment Rate = Growth Rate / Return on Capital = 2.5% /10% = 25%
- Adjust risk and cost of capital: The beta for the stock will drop to one, reflecting Disney's status as a mature company.
  - Cost of Equity = Riskfree Rate + Beta * Risk Premium = 2.75% + 5.76% = 8.51%
  - The debt ratio for Disney will rise to 20%. Since we assume that the cost of debt remains unchanged at 3.75%, this will result in a cost of capital of 7.29%
  - Cost of capital = 8.51% (.80) + 3.75% (1-.361) (.20) = 7.29%

V. From firm value to equity value per share

Approach used	To get to equity value per share
Discount dividends per share at the cost of equity	Present value is value of equity per share
Discount aggregate FCFE at the cost of equity	Present value is value of aggregate equity. Subtract the value of equity options given to managers and divide by number of shares.
Discount aggregate FCFF at the cost of capital	PV = Value of operating assets + Cash & Near Cash investments + Value of minority cross holdings -Debt outstanding = Value of equity -Value of equity options =Value of equity in common stock / Number of shares

Getting from DCF to value per share: The Loose Ends



Disney: Inputs to Valuation

	High Growth Phase	*Transition Phase*	*Stable Growth Phase*
Length of Period	5 years	5 years	Forever after 10 years
Tax Rate	31.02% (Effective) 36.1% (Marginal)	31.02% (Effective) 36.1% (Marginal)	31.02% (Effective) 36.1% (Marginal)
Return on Capital	12.61%	Declines linearly to 10%	Stable ROC of 10%
Reinvestment Rate	53.93% (based on normalized acquisition costs)	Declines gradually to 25% as ROC and growth rates drop:	25% of after-tax operating income. Reinvestment rate = g/ ROC = 2.5/10=25%
Expected Growth Rate in EBIT	ROC * Reinvestment Rate = 0.1261*.5393 = .068 or 6.8%	Linear decline to Stable Growth Rate of 2.5%	2.5%
Debt/Capital Ratio	11.5%	Rises linearly to 20.0%	20%
Risk Parameters	Beta = 1.0013, k_e = 8.52%% Pre-tax Cost of Debt = 3.75% Cost of capital = 7.81%	Beta changes to 1.00; Cost of debt stays at 3.75% Cost of capital declines gradually to 7.29%	Beta = 1.00; k_e = 8.51% Cost of debt stays at 3.75% Cost of capital = 7.29%

Disney - November 2013

Current Cashflow to Firm
EBIT(1-t)= 10,032(1-.31)= 6,920
- (Cap Ex - Deprecn) 3,629
- Chg Working capital 103
= FCFF 3,188
Reinvestment Rate = 3,732/6920 =53.93%
Return on capital = 12.61%

Reinvestment Rate 53.93%

Return on Capital 12.61%

Expected Growth
.5393*.1261=.068 or 6.8%

Stable Growth
g = 2.75%; Beta = 1.00;
Debt %= 20%; k(debt)=3.75
Cost of capital =7.29%
Tax rate=36.1%; ROC= 10%;
Reinvestment Rate=2.5/10=25%

Terminal Value$_{10}$= 7,980/(.0729-.025) = 165,323

Term Yr
10,639
2,660
7,980

First 5 years

Growth declines gradually to 2.75%

	1	2	3	4	5	6	7	8	9	10
EBIT * (1 - tax rate)	$7,391	$7,893	$8,430	$9,003	$9,615	$10,187	$10,704	$11,156	$11,531	$11,819
- Reinvestment	$3,985	$4,256	$4,546	$4,855	$5,185	$4,904	$4,534	$4,080	$3,550	$2,955
FCFF	$3,405	$3,637	$3,884	$4,148	$4,430	$5,283	$6,170	$7,076	$7,981	$8,864

Op. Assets 125,477
+ Cash: 3,931
+ Non op inv 2,849
- Debt 15,961
- Minority Int 2,721
=Equity 113,575
-Options 972
Value/Share $ 62.56

Cost of Capital (WACC) = 8.52% (0.885) + 2.40% (0.115) = 7.81%

Cost of capital declines gradually to 7.29%

In November 2013, Disney was trading at $67.71/share

Cost of Equity
8.52%

Cost of Debt
(2.75%+1.00%)(1-.361)
= 2.40%
Based on actual A rating

Weights
E = 88.5% D = 11.5%

Riskfree Rate:
Riskfree rate = 2.75%

+

Beta
1.0013

Unlevered Beta for Sectors: 0.9239

D/E=13.10%

X

ERP for operations
5.76%

Investment decision affects risk of assets being finance and financing decision affects hurdle rate

The Investment Decision
Invest in projects that earn a return greater than a minimum acceptable hurdle rate

The Dividend Decision
If you cannot find investments that earn more than the hurdle rate, return the cash to the owners of the businesss.

The Financing Decision
Choose a financing mix that minimizes the hurdle rate and match your financing to your assets.

Strategic investments determine length of growth period

Existing Investments ROC = 12.61%

New Investments Return on Capital 12.61%

Reinvestment Rate 53.93%

Financing Mix D=11.5%; E=88.5%

Financing Choices Mostly US $ debt with duration of 6 years

Current EBIT (1-t) $ 6,920

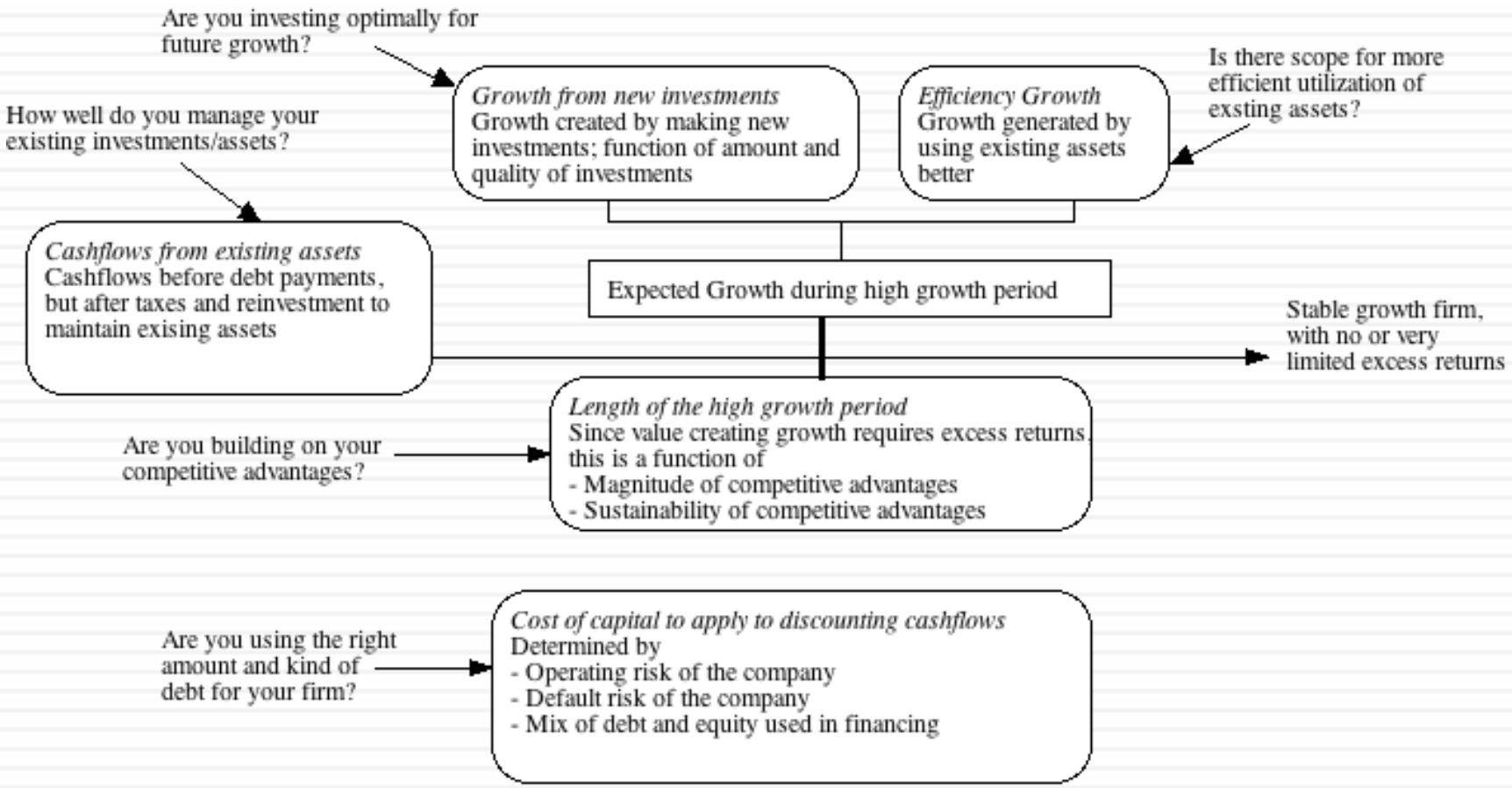
Expected Growth Rate = 12.61% * 53.93%= 6.8%

Cost of capital = 8.52% (.885) + 2.4% (.115) = 7.81%

Year	Expected Growth	EBIT (1-t)	Reinvestment	FCFF	Terminal Value	Cost of capital	PV
1	6.80%	$7,391	$3,985	$3,405		7.81%	$3,158
2	6.80%	$7,893	$4,256	$3,637		7.81%	$3,129
3	6.80%	$8,430	$4,546	$3,884		7.81%	$3,099
4	6.80%	$9,003	$4,855	$4,148		7.81%	$3,070
5	6.80%	$9,615	$5,185	$4,430		7.81%	$3,041
6	5.94%	$10,187	$4,904	$5,283		7.71%	$3,367
7	5.08%	$10,704	$4,534	$6,170		7.60%	$3,654
8	4.22%	$11,156	$4,080	$7,076		7.50%	$3,899
9	3.36%	$11,531	$3,550	$7,981		7.39%	$4,094
10	2.50%	$11,819	$2,955	$8,864	$189,738	7.29%	$94,966

Value of operating assets of the firm =	$125,477
Value of Cash & Non-operating assets =	$6,780
Value of Firm =	$132,257
Market Value of outstanding debt =	$15,961
Minority Interests	$2,721
Market Value of Equity =	$113,575
Value of Equity in Options =	$972
Value of Equity in Common Stock =	$112,603
Market Value of Equity/share =	$62.56

If your job is enhancing value, it's got to come from changing the fundamentals



Disney (Restructured)- November 2013

Current Cashflow to Firm
EBIT(1-t)= 10,032(1-.31)= 6,920
- (Cap Ex - Deprecn) 3,629
- Chg Working capital 103
= FCFF 3,188
Reinvestment Rate = 3,732/6920 =53.93%
Return on capital = 12.61%

Reinvestment Rate 50.00%

More selective acquisitions & payoff from gaming

Return on Capital 14.00%

Expected Growth
.50* .14 = .07 or 7%

Stable Growth
g = 2.75%; Beta = 1.20;
Debt %= 40%; k(debt)=3.75%
Cost of capital =6.76%
Tax rate=36.1%; ROC= 10%;
Reinvestment Rate=2.5/10=25%

Terminal Value$_{10}$= 9,206/(.0676-.025) = 216,262

Term Yr
12,275
3,069
9,206

First 5 years

Growth declines gradually to 2.75%

	1	2	3	4	5	6	7	8	9	10
EBIT * (1 - tax rate)	$7,404	$7,923	$8,477	$9,071	$9,706	$10,298	$10,833	$11,299	$11,683	$11,975
- Reinvestment	$3,702	$3,961	$4,239	$4,535	$4,853	$4,634	$4,333	$3,955	$3,505	$2,994
Free Cashflow to Firm	$3,702	$3,961	$4,239	$4,535	$4,853	$5,664	$6,500	$7,344	$8,178	$8,981

Op. Assets 147,704
+ Cash: 3,931
+ Non op inv 2,849
- Debt 15,961
- Minority Int 2,721
=Equity 135,802
-Options 869
Value/Share $ 74.96

Cost of Capital (WACC) = 8.52% (0.60) + 2.40%(0.40) = 7.16%

Cost of capital declines gradually to 6.76%

Cost of Equity
10.34%

Cost of Debt
(2.75%+1.00%)(1-.361)
= 2.40%
Based on synthetic A rating

Weights
E = 60% D = 40%

In November 2013, Disney was trading at $67.71/share

Move to optimal debt ratio, with higher beta.

Riskfree Rate:
Riskfree rate = 2.75%

+

Beta
1.3175

Unlevered Beta for Sectors: 0.9239

D/E=66.67%

x

ERP for operations
5.76%

First Principles