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1.1 INTRODUCTION

This report is based on the critical analysis of project risks, its management, and contractual laws that abide by the acquisition of the Vicarious robotic company by Google-Alphabet Intrinsic.
In addition, this paper will not just analyse but also sectionalize the possible risk that might have occurred internally or externally by identification, elaborate technical assessment, mitigation, and the usage of contract laws in managing the risk to totally prevent them from occurring.

2.0 REPORT BACKGROUND

At the time of the creation of Google, it was seen by users as a regular search-based company, but the management of the company needed to make its stance on technology (Hall et al, 2009). Since then, they have made several efforts to show and debunk their effectiveness for just one course. Soon enough, it was supported by the founder's letter which stated that the company is not a conventional company. That is why there have been many inclusions and extensions of the company in different businesses and industries (Larry Page, 2022).

Such is the type of extension that was made on Android many years ago by Google. It happened during the first few months of the year (Alliance, 2010).

But in this report, the extension of Google in a new company (Vicarious) will be expressed.

Vicarious is a new age company that has been able to raise a little over 250 million dollars before its proposed interest from Google's parent company Alphabet Intrinsic (Trumbull, 2022).

In essence, during the acquisition project, some potential risks are imminent and must be analysed, and also mitigated.

3.0 RISK MANAGEMENT

Risk management was first studied just after the world war and it allows the usage of different stages with colloquial techniques to reduce the losses that any company will face in its project execution (Dionne, 2013).

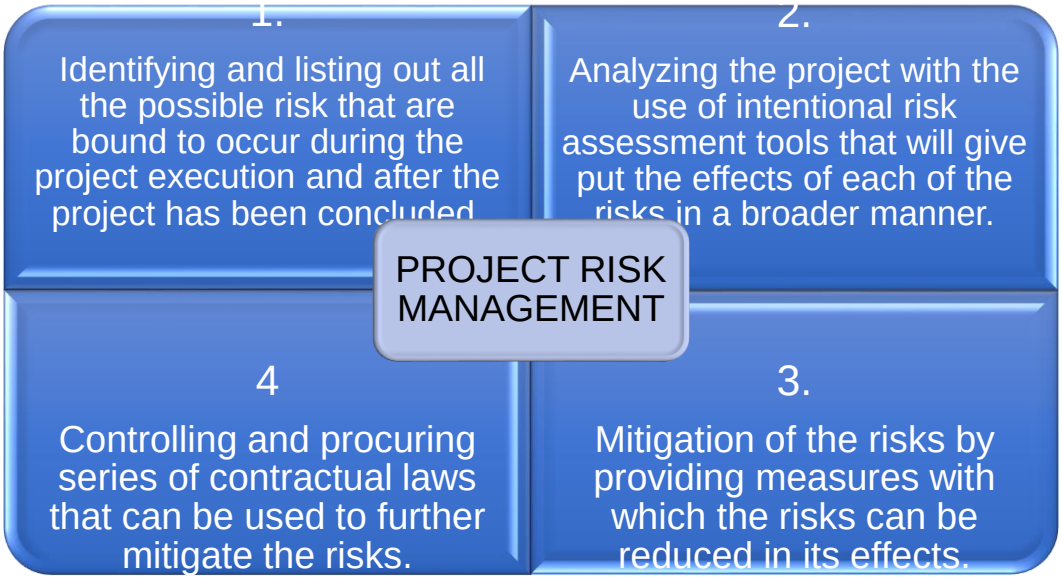
Although, many scholars argue that risk management is mainly based on the study of all the negative possible occurrences in a project. But Akintoye et al., (1997) thought differently, as they defined risk as any positive or negative possible outcome.

Hence, the risks of the proposed acquaintance of Vicarious might be positive in some aspects.

Lastly, according to Garrido et al., (2011), when done well, basic risk management for any project can be divided into three main parts and are;

- Identification.
- Analysis.
- Mitigation.

Figure 1: Google-Alphabet Intrinsic and Vicarious Risk Management Process Diagram**.**



3.1 Risk Identification

For this stage of risk management, every possible risk must be identified. They can be sectioned at the assessment stage, but for the identification stage, every possible risk, or negativity in the project (Acquisition) must be identified.

Meanwhile, Baccarini, (2001) defined this stage of risk management as the stage where the risks that might happen in a project are specifically mentioned and also their method of occurrence.

In addition, the identification of risks involved in a project is not just the most important stage but is also the most challenging stage (Kloss-Grote and Moss, 2008).

This implies that it critically observes the effectiveness, and the criticality of every occurrence on any project in a short while.

The risk identification stage is short but very effective and determines the totality of every risk management report sheet.

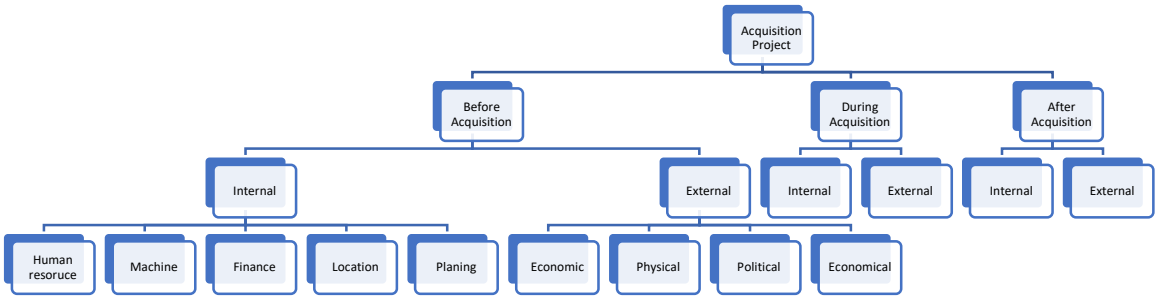
Table 1: Google-Alphabet Intrinsic and Vicarious Acquisition Risk Identification.

S/N	**TYPE**	**RISK**
1	Human resource	Lack of professional human resource maintenance capacity for the new staff acquisition
2	Machines	Lack of competent maintenance ability for the new machines
3	Finances	Lack of capable finances for the new acquisition
4	Location	Lack of proper location goals for the new company
5	Planning	Lack of an intuitive planning group
6	Economic	Possible bankruptcy of the company after purchase
7	Physical	Weariness builds up in workers after the

		announcement of the new acquisition
8	Political	Possible bridge of interest in the new proposed acquisition by another firm.
9	Technological change	Possible non acceptance of the new acquisition tech products by the market
10	Human resources	Lack of proper integration
11	Machines	Possible fowl-play in new acquisition property listing
12	Finances	Possible overpaying for the purchase of the new company
13	Location	Inappropriate selection of proper transaction location
14	Planning	Lack of proper research by purchase team on the new company
15	Economic	Ideation of initial customers about the new acquisition
17	Political	Bridge of contract by invited cooperate bodies
18	Technological change	Inadequate measurement of the effects of the new company products in the old one.
19	Human resources	Inadequate management of the new influx of additional staffs.
20	Machines	The inadequate maintenance of new machine and

		properties of the acquired company
21	Finances	Inadequacy of proper funding rotation for the new acquired firm
22	Location	Selection of the perfect location for operating the new business
23	Planning	Miscalculation of the collaboration
24	Economic	Acceptance of the new acquisition by both party customers
25	Physical	Negative adverse effects of the acquisition on the initial company
26	Political	Possible intentional aggravated tax payment

Figure 2: Google-Alphabet Intrinsic and Vicarious Acquisition Risk Management Breakdown



3.2 Risk Identification with Technical Tools

As in Stasytytė, (2012) the event identification methods that can be used for defining any project risk, runs across many techniques that are intertwined together, with separate but combined supportive tools.

Some of the techniques include the following;

- Brainstorming.
- Risk surveys.
- Delphi technique.
- SWOT analysis.
- PESTLE.
- Porter's Five Forces.
- WBS analysis.
- Benchmarking.
- Scenario analysis.
- Cause-effect analysis.

But for the purpose of this report on the risk management of the acquisition project between Google-Alphabet Intrinsic and Vicarious, only three of the above-mentioned techniques will be utilized. They include the following;

3.2.1 SWOT Analysis

The utilization of SWOT-analysis helps to mitigate any possible risks because the technique exposes all the various sections of the risks and also sectionalizes them with other important variables needed in the project (Aich, 2016).

In late 2020, a study shows that SWOT analysis amongst other techniques is the most widely used analytical tool for determining and identifying certain risks in any project.

It further explains that SWOT analysis consists of four words which act as a different segment of the main technique (Benzaghta, 2021).

Figure 3: Google-Alphabet Intrinsic and Vicarious Swot Analysis Illustration

3.2.2 PESTLE Analysis

Just as SWOT analysis, this is also another very useful strategical technique for determining and identifying specific in any project. It is used mostly by the construction firm, for the project risk evaluation because it has tools that connive properly with the clause of having different situations in each project (Rastogi and Trivedi, 2016).

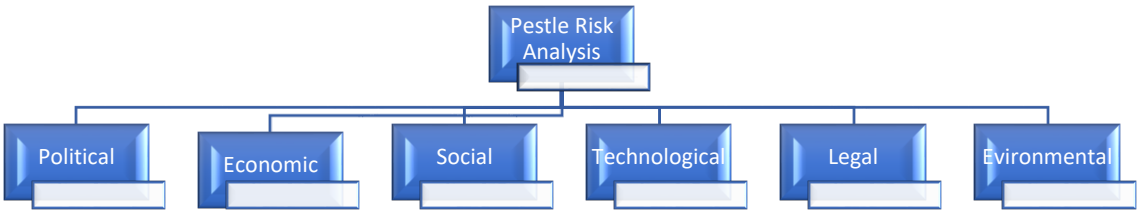
PESTLE analysis is unique, such that it provides an evaluation of tools that shows the risks that might affect the project right from the onset till its completion, mostly in its external and internal space (Perera, 2017).

Table 2: Google-Alphabet Intrinsic and Vicarious Pestle Risk List

S/N	PESTLE TOOLS	RISKS
1	Political	• Possible bridge of interest in the new proposed acquisition by another firm
2	Economic	• Possible bankruptcy of the company after purchase
3	Social	• Weariness builds up in workers after the announcement of the new acquisition
4	Technological	• Possible non acceptance of the new acquisition tech products by the market
5	Legal	• Possible bridge of agreement when due diligence is not done.
6	Environment	• Non acceptance of the product by the

		health community of the world; UNICEF in terms of radiation from mobile devices.

Figure 4: Google-Alphabet Intrinsic and Vicarious acquisition PESTLE analysis**.**



3.3 Risk Assessment

In Tadayon et al., (2012), It was confirmed that there are two major methods for conducting a successful risk management procedure and including a formal and informal approach.

Meanwhile, in this case of the acquisition of Vicarious by Google-Alphabet Intrinsic. The risk identified totalled to 26 risks that are impactful, possible and have consequences when they do occur.

Figure 5: Google-Alphabet Intrinsic and Vicarious Risk Probability Impact Matrix (Impact against probability of occurrence)

Very High		R-11	R-26	R-5, R-21, R-24	R-6, R-9, R-13, R-15	R-3, R-18
High	R-14, R-19, R-20	R-17	R-12		R-2, R-7	
Moderately High				R-8	R-1	R-23
Average		R-10	R-22, R-25			
Moderately Low			R-4			
Low						
Very Low	Low	Moderately Low	Average	Moderately High	High	Very High

Furthermore, the impact probability map grades the risks in 6 different ways, but with one common mark, which is the average.

For each of the grading, here is the most impactful and possible to occur risk.

- **Risk 3:** Lack of capable finances for the new acquisition.
- **Risk 18:** Inadequate measurement of the effects of the new company products in the old one.

Also, for each of the grading, here is the least impactful and possible to occur.

- **Risk 4:** Lack of proper location goals for the new company.

3.4 Risk Mitigation

Risk mitigation can also be incurred with risk monitoring as it somehow constitutes continuous processing in saving a project from utter failure. Through the identification stage, and assessing the stage of determining risks in a project, risk mitigation should be administered (Shahzad et al., 2010).

Ordinarily, it is the norm for risk managers to assign every mitigation procedure to subsequent risk identifiers for proper management. But that idea has since been abolished because there is no reason to try to mitigate a risk that has not yet been identified, or assessed (Llamas et., 2017). Meanwhile, in this case of the acquisition of Veracious by Google-Alphabet Intrinsic, the risk mitigation can be carried out successfully.

In addition, Pellegrino et al., (2013) emphasized in its purpose that for some public-private partnerships, there are larger ideas that could be used to properly manage risks, once there is an acceptance that the traditional risk management techniques are not built properly to favour the sole controller of the risks.

Finally, in other to properly disallow the occurrence of any of the risks, separate mitigation measures will be administered to the most impactful and probable to occur amongst all the risks. According to the risk assessment map in figure 5, there are eleven numbers of risks with the most effective impact on the project.

- **Risk 3:** Lack of capable finances for the new acquisition—Proper valuation and scaling must be done by the company's financial group, before attempting to carry on with the acquisition.
- **Risk 5:** Lack of an intuitive planning group—A proper extension brainstorming department or group must be set up to lead every acquisition interest of the company.
- **Risk 6:** Possible bankruptcy of the company after purchase—Once again, the financial department of the company must be very effective and accurate with its pricing reconnaissance, so as not to go overboard with the acquisition process. A 30%-70% ratio is advised for the purchase and running funds for any new acquisition.
- **Risk 9:** Possible non-acceptance of the new acquisition of tech products by the market—This beckons the question what if? That is why a proper market reconnaissance must be carried out, with the use of interviews and questionnaires to know the level of acceptance of the new product by the customers.
- **Risk 11:** Possible fowl-play in new acquisition property listing—Some companies might work with the idea of loathers during acquisition processes, thereby hiding some of their

properties. In other to mitigate this risk, the acquiring company must utilize a proper investigation of the company.

- **Risk 13:** Inappropriate selection of proper transaction location—To mitigate it, the company must require business codes and registration from the acquiring company, in other to confirm its existence and business location.
- **Risk 15:** Ideation of initial customers about the new acquisition—This is in tune with risk 9, hence the same mitigation measure can be applied i.e., proper market survey and introduction of the new product to existing customers.
- **Risk 18:** Inadequate measurement of the effects of the new company products on the old one—A product effect procurement team should be created to rebrand the company's initial public look to fit the new dispensation.
- **Risk 21:** Inadequacy of proper funding rotation for the newly acquired firm—This risk is also in line with risk 6, and the same mitigation measure can be applied.
- **Risk 24:** Unacceptance of the new acquisition by both party customers—This can be easily mitigated, by first informing the customers of both parties about the possible acquisition, so that a rebranding thought is created.
- **Risk 26:** Possible intentional aggravated tax payment—To mitigate this risk, the company's legal department must work hand in hand with the financial department to prepare for any possible overvaluation of tax by the government because of the new acquisition.

4.0 CONTRACTUAL RECCOMENDATION

For countless numbers of years, law and business have worked together hand in hand. A larger part of the world believes, that the effects of the business world are always affected by the conclusions of the law and its legal powers.

These facts were also backed up in Ciobanu (2015), where a full explanation was given about the fineness of Civil law and how it has been accepted by the United Kingdom, other European countries, and some formerly colonized countries like the United States of America.

Meanwhile, there have also been some changes in the law since its inception and its consistent usage. That is mostly because of the influx and the new interest of lawyers in Mergers and Acquisition law.

For this report, the risk for the acquisition has been identified, assessed, and mitigated. The next bone of contention for the Google-Alphabet Intrinsic acquisition of Vicarious is the enhancement of proper contractual laws in its project.

Both companies are stationed in the United States, hence it is only fair that a relatable legal thought is given to the project.

Although, if the project were to be a United Kingdom acquisition task, then a reasonable amount of this section of the report will be aligned towards the constantly improved United Kingdom law for Mergers and Acquisitions which spreads around to other Scandinavian regions.

Also, in the United Kingdom, it is called takeovers, and there are up to 38 rules that spread across different stages of the merger or acquisition that is very approachable if the case was in the United Kingdom.

With intricate perusal, the Google-Alphabet and Vicarious acquisition can be likened to an acquisition that means a total acquittal of the company's properties and shares to Google. But with a coherent share of the operations with them.

According to Thompson (Thompson, 2022) before any legal action is taken during the acquisition process, these questions must first be answered;

- What is the major reason for the acquisition?
- Who are the major stakeholders involved?
- Who will have the most advantage in the acquisition process?
- Is there any available legal help?

If these questions are answered properly by the risk manager or the governing body in the acquisition project, then a formal acquisition cycle can begin. The acquisition cycle will include

the use of several contractual recommendations that will back all of its purpose such that there can be a lesser chance of running into some of the risks that have been initially listed in the report. To start with, the United State law for acquisition is broad, and not usually directly stated for the public to use due to professional protection, but some of its major characteristic role players are free for use.

Also, the law is governed by two major variations;

1. The state laws.
2. The federal or security law.

No acquisition legal procurement is complete in the United States, without the inclusion of the two laws.

All of the characters present in any acquisition must be provided with such law attention and must include the two state and federal laws.

Although, this is a full acquisition, but there are three major types of acquisition that is shown in the Unites States Merger and Acquisitions law (Richard, 2020).

Type 1—The extension of a business into another one by joining labour forces and sometimes financial efforts together.

Typer 2—The purchase of a new company through the use of shares or stocks.

Type 3—The acquittance of another company through the use of properties.

Now, since this is a Type 3 acquisitions, the company should confirm that the proposed acquisition is to be done in these three basic stages.

4.1 Stage 1—Full Legal arrangement and framework:

Once there is a proposal to back up the acquisition project, the company must be headed on with its legal arrangement.

One of the many ways to prepare for this is to order the asset purchase form from the legal department of the acquittal company. This document will contain a series of information about the proposed purchase of the company and with some legal advantages to back it up such as;

- The allowance of the total purchase of the company.
- The allowance of half or percentage purchase of the company with stock or property as the legal tender.

Also, the purchasers (Google) legal department, should incur a tax history and a total review of the tax law from the IRS (Internal Revenue Service) of the United States for the records of the acquittance company (Vicarious), in other not to run into any unforeseen financial loss.

4.2 Stage 2—Proper finance survey with legal bindings:

This is another critical stage of the legal proceedings that must be done with attention to detail. Naturally, Vicarious may be on the verge of bankruptcy or incapable of managing its resources, but this doesn't mean it will be unobservant of the legal proceedings involved in every legal acquisition process. Hence, a proper financial survey must be carried out through the scrutinizing of finance papers, revenue papers, and purchase receipts to know the financial capability of Google before the commencement of the acquisition.

4.2 Stage 3—Consultation of the United States state and federal security law:

In accordance to ensure the success of the acquisition in the United States, both parties must consult the state laws and federal security laws that govern the acquisition or merger between any company and its major stakeholders.

In Pillsbury (2008), one of the interpreted sections in the state laws (6 Del. C. ß 1101) quotes That "The stakeholders of any of the acquisition party duties maybe reduce, increased or totally annulled according to the LLC rules".

This means that after the acquisition is completed, any of the main governing individuals in the acquired company can be laid off of the company or simply demobilized.

Meanwhile, the state laws have few differences across the country. For this case of Google and Vicarious, it will be advisable to use the California Limited Liability law of acquisition and mergers. Lastly, an acquisition defence legal mitigation must be consulted and administered. Also, the final legal action should be to revise and reconsider the federal laws that old the United States and all the acquisition that occurs in LLCs.

5.0 CONCLUSION

No matter the perfection that has been put into place before the commencement of any project, a new and improved method must be applied to help reduce the chances of risk occurrence. In the case of Google and Vicarious, the process would be much easier and very much usable as long as the regular standardized techniques and tools for carrying out the identification of risks are followed.

Also, as long as they are critically observed, accessed, and finally mitigated the risk will be successfully managed.

Lastly, the project must be assigned to a competent risk manager who is also willing to research further for the project to know the exactness of the risks involved.

APPENDIX

Appendix A: Google-Alphabet Intrinsic and Vicarious Acquisition Risk Identification and categorization.

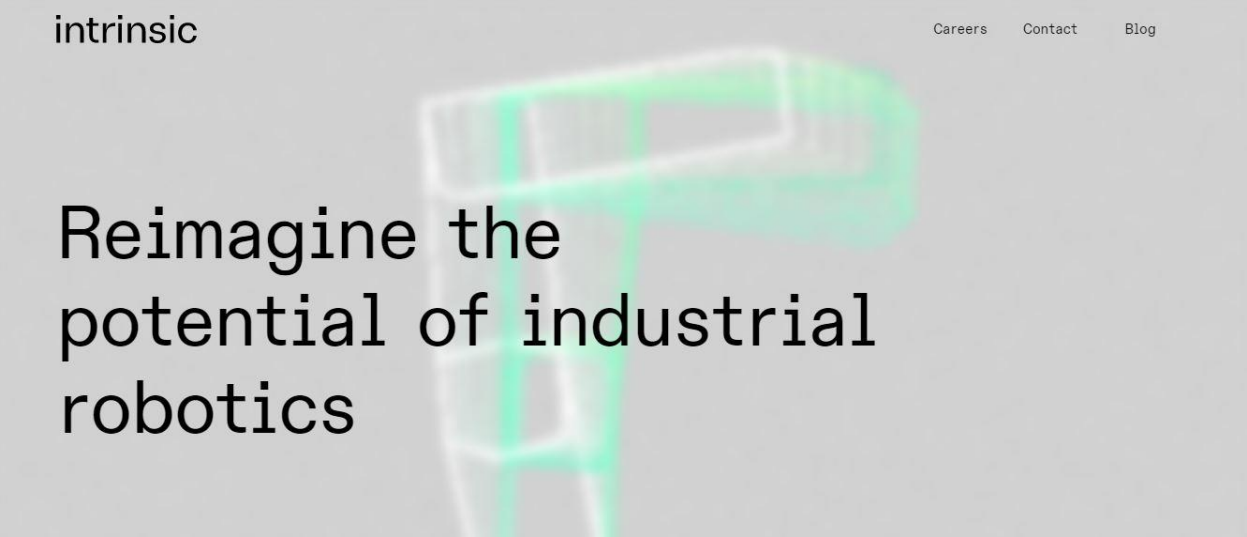
S/N	Project Stage	Category	Sub Category	Risk
1	Before acquisition	Internal	Human resource	Lack of professional human resource maintenance capacity for the new staff acquisition
			Machines	Lack of competent maintenance ability for the new machines
			Finances	Lack of capable finances for the new acquisition
			Location	Lack of proper location goals for the new company
			Planning	Lack of an intuitive planning group
		External	Economic	Possible bankruptcy of the company after purchase
			Physical	Weariness builds up in workers after the

				announcement of the new acquisition
			Political	Possible bridge of interest in the new proposed acquisition by another firm.
			Technological change	Possible non acceptance of the new acquisition tech products by the market
2	During acquisition	Internal	Human resources	Lack of proper integration
			Machines	Possible fowl-play in new acquisition property listing
			Finances	Possible overpaying for the purchase of the new company
			Location	Selection of proper transaction location
			Planning	Lack of proper research by purchase team

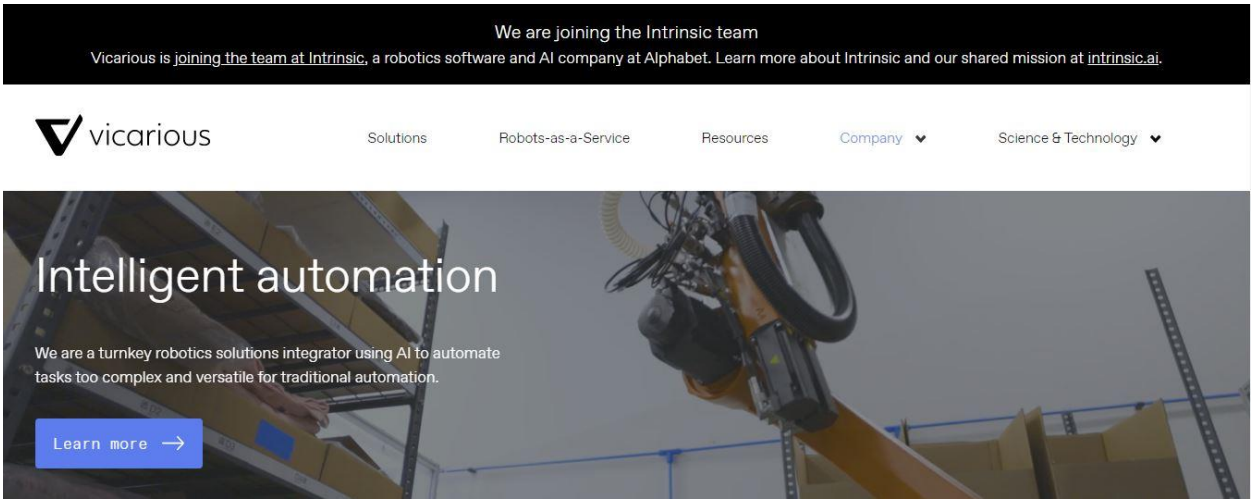
				on the new company
		External	Economic	Ideation of initial customers about the new acquisition
			Physical	NIL
			Political	Bridge of contract by invited cooperate bodies
			Technological change	Inadequate measurement of the effects of the new company products in the old one.
3	After acquisition	Internal	Human resources	Inadequate management of the new influx of additional staffs.
			Machines	The inadequate maintenance of new machine and properties of the acquired company
			Finances	Inadequacy of proper funding rotation for the new acquired firm

			Location	Selection of the perfect location for operating the new business
			Planning	Miscalculation of the collaboration
		External	Economic	Acceptance of the new acquisition by both party customers
			Physical	Negative adverse effects of the acquisition on the initial company
			Political	Possible intentional aggravated tax payment
			Technological change	Inability to perform with the new technological market

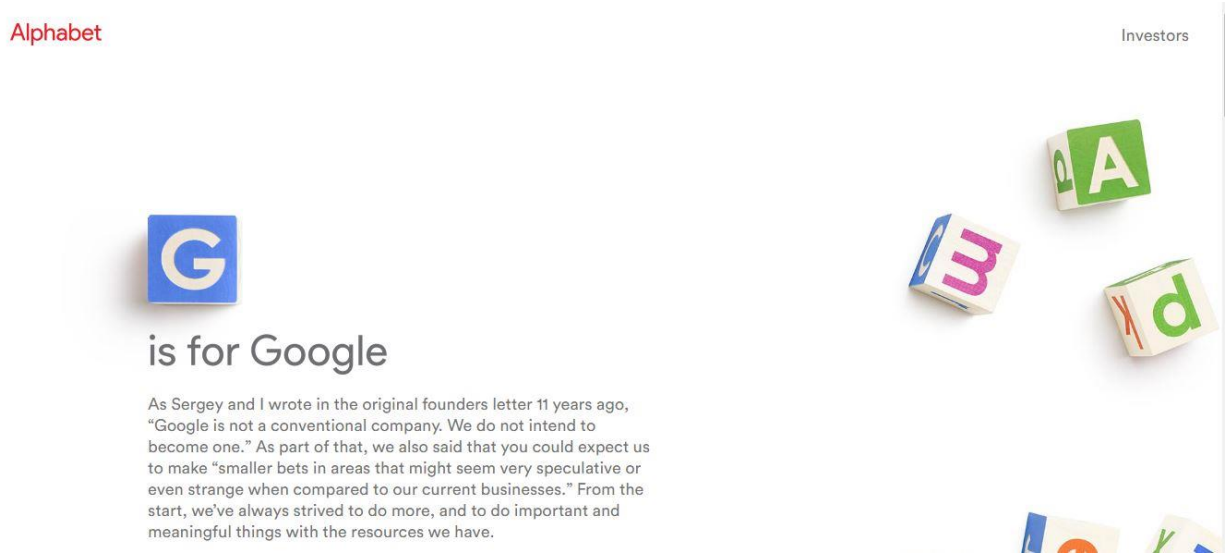
Appendix B: A screenshot image of Intrinsic website.



Appendix C: A screenshot image of Vicarious website.



Appendix D: A screenshot image of the Google-Alphabet website.



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