POST-MERGER INTEGRATION AS IMPORTANT ELEMENT OF VALUE CREATION OF COMPANY IN M&A DEALS

Rodionov Ivan,

Professor of Finance Department of National Research University Higher School of Economics

Bratkovsky Alexandr Sergeevich,

Post-graduate student of Finance Department of National Research University

Higher School of Economics

Abstract

Unstable economic and political situation in the world is on the one hand the chance for the companies to increase the size of its business at the expense of the acquisition of less successful competitors but on the other hand on the one hand poor state of affairs is the barrier for deals of this kind, because the expediency of carrying out M&A deals (M&A) is contradictory on the background of the uncertainty of achieving results that were planned

An activity on the M&A market in a period of uncertainty, as a rule, is reduced, but, nevertheless, M&A deals continue to be. Deep understanding of the motives of M&A deals allows to explain the desire of shareholders and management to continue running risks.

In the article the theories explaining motives of M&A deals are analyzed: theory of synergy, agency theory of free cash flow, hubris theory, Q-theory. Analysis of the main provisions of motivational theories of M&A deals leads to the conclusion that the company's value growth is possible, first of all, by means of the synergetic effect implementation, which is often considered by researchers and practitioners as the main driver of value growth. The calculation of the synergy effect is produced at the stage of decision making while achieving a synergetic effect occurs at the post-merger integration stage of the companies. Since synergetic effect achievement takes place directly in the process of integration of the companies, the process of integration, its main characteristics, such as the extent and duration of integration, methods of integration and estimation of its results. are considered in the article. The article also considered the basic possible levels of integration of the companies: "zero" integration, partial integration, full integration. The determination of integration level implies the choice of spheres of companies' activities, which have to be integrated on the basis principle of synergy maximization. It allows to create integration plan, according to which will be determined duration of the integration, methods and instruments of achieving synergies, and consequently the conditions for creation of value added.

JEL: G34

Key words: mergers and acquisitions, post-merger integration (PMI), level of integration, motivational theory, synergy effect, company value

References

- 1. Berkovitch E., Narayan M.P. Motives for takeovers: An empirical investigation. *Journal of Financial and Quantitative Analysis*, 1993, 3(28), pp. 347–362.
- 2. Bradley M., Desai A., Kim E.H. The rationale behind interfirm tender offers: Information or synergy? *Journal of Financial Economics*, 1983, 2(11), pp. 183–206.

- 3. Damodaran A. The Value of synergy. New York University, Stern School of Business, 2005.
- 4. Haspeslagh P.C., and Jemison D.B. Managing acquisitions: Creating value through corporate renewal. Free Press New York, 1991.
- Huang J., Pierce J., Tsyplakov S. Post-merger integration duration and leverage dynamics of 5. mergers: Theory and evidence. University of South Carolina, Moore School of Business, 2011.
- Jensen M.C. Agency costs of free cash flow, corporate finance and takeovers. American Economics Review, 1986, 76, pp. 323–329.
- Jovanovich B., Rousseau P. The Q-Theory of mergers. American Economic Review, 2002, 7. 92, pp. 198–204.
- Lang L.H., Stulz P., Rene M., Walkling R.A. A Test of the Free Cash Flow Hypothesis: The 8. case of bidder returns. Journal of Financial Economics, 1991, 3(29), pp. 315–335.
- Marks M.L., and Mervis P.H. Joining forces: Making one plus one equal three in mergers, acquisitions, and alliances. Jossey-Bass Inc Pub, Chichester, John Wiley, 1998.
- 10. Nahavandi A., and Malekzadeh A.R. Acculturation in mergers and acquisitions. *The Academy* of Management Review, 1988, 1(13), pp. 79–90.
- 11. Roll R. The Hubris hypothesis of corporate takeovers. *Journal of Business*, 1986, 2(59), pp. 197–216.
- 12. Schweiger D.M., and Very P. Creating value through merger and acquisition integration. Advances in Mergers & Acquisitions, Volume 2, Emerald Group Publishing Limited, 2003, pp.1–26.
- 13. Shrivastava, P. Postmerger integration. *Journal of Business Strategy*, 1988, 7(11), pp. 65–76.
- 14. Sirower M.L. The synergy trap: How companies lose the acquisition game. New York, Free Press, 1997, p. 17.