

NBER WORKING PAPER SERIES

CHERRIES FOR SALE:
EXPORT NETWORKS AND THE INCIDENCE OF CROSS-BORDER M&A

Bruce A. Blonigen
Lionel Fontagné
Nicholas Sly
Farid Toubal

Working Paper 18414
<http://www.nber.org/papers/w18414>

NATIONAL BUREAU OF ECONOMIC RESEARCH
1050 Massachusetts Avenue
Cambridge, MA 02138
September 2012

The authors owe many thanks to seminar participants at the NBER ITI Spring Meeting 2012, Gep-ifo conference on International Trade, Productivity and Factor Movements at CESifo, University of British Columbia, Brown University and the Banque de France. Farid Toubal would like to thank the CEPR project "Globalization Investment and Services Trade" funded by the European Commission under FP7-PEOPLE-ITN-2008-21. Lionel Fontagné thanks the Bank of France for making individual firm data available. The views expressed herein are those of the authors and do not necessarily reflect the views of the Bank of France or the National Bureau of Economic Research.

NBER working papers are circulated for discussion and comment purposes. They have not been peer-reviewed or been subject to the review by the NBER Board of Directors that accompanies official NBER publications.

© 2012 by Bruce A. Blonigen, Lionel Fontagné, Nicholas Sly, and Farid Toubal. All rights reserved. Short sections of text, not to exceed two paragraphs, may be quoted without explicit permission provided that full credit, including © notice, is given to the source.

Cherries for Sale: Export Networks and the Incidence of Cross-Border M&A
Bruce A. Blonigen, Lionel Fontagné, Nicholas Sly, and Farid Toubal
NBER Working Paper No. 18414
September 2012
JEL No. F12,F23,G34

ABSTRACT

This paper develops a dynamic model of cross-border M&A activity. We show that foreign firms will be relatively more attracted to targets in the domestic country that had high productivity levels several years prior to acquisition, but then suffered a negative productivity shock (i.e., cherries for sale). With high ex ante productivity levels, target firms are able to invest in large export networks that are valuable to foreign multinationals because of locational differences and trade costs. Subsequently, domestic firms that experience reductions in productivity no longer find their established network as valuable to serve independently, increasing the surplus generated by a foreign acquisition. From the theory we derive a dynamic panel binary choice empirical model that uses predetermined export activity and the evolution of target firm productivity over time to predict cross-border M&A activity. Administrative data from French firms across 1999-2006 provide strong evidence that both the established export networks and productivity losses among target firms promote takeover by foreign multinationals.

Bruce A. Blonigen
Department of Economics
1285 University of Oregon
Eugene, OR 97403-1285
and NBER
bruceb@uoregon.edu

Nicholas Sly
Department of Economics
1285 University of Oregon
Eugene, OR 97403-1285
sly@uoregon.edu

Lionel Fontagné
Paris School of Economics
European University Institute
Maison des Sciences Economiques
106-112 Boulevard de l'Hôpital
75647 Paris Cedex 13
FRANCE
and Banque de France
lionel.fontagne@univ-paris1.fr

Farid Toubal
Ecole Normale Supérieure de Cachan,
Paris School of Economics, and CEPII
Bureau 503, Bat Cournot
61, avenue du Président Wilson
94235 Cachan Cedex, FRANCE
Farid.Toubal@univ-paris1.fr

1 Introduction

A significant majority of foreign direct investment (FDI), especially between developed countries, is in the form of cross-border merger and acquisition (M&A) activity. This mode of international investment clearly has large policy ramifications as one nation's assets come under the control of an entity from another country. Policymakers may be concerned that foreign firms are acquiring a nation's most productive assets through such acquisitions. On the other hand, foreign control of assets may bring important beneficial spillovers to host countries, through higher wages, access to better technologies, and higher productivity.

Recent academic literature has only begun to examine cross-border M&A activity and its subsequent economic effects. There are a number of recent studies that describe quite different theoretical motives for cross-border M&A activity; these include the acquisition of productive capabilities, market-specific expertise held by target firms, strategic motives held by multinational firms under oligopoly, and the ability of some multinationals to better control/manage assets in particular countries.¹ Generally these motives are specific to either the target or acquiring firm's local market. Each of these motives fail to address the fact that a substantial volume of target firm sales are not to local markets, but instead are exported to multiple proximate markets.

Another difficult issue that arises from the literature on M&A activity is the seemingly opposite predictions about which types of domestic firms are targeted by foreign multinationals; particularly, whether high-performing firms ("cherries") or low-performing firms ("lemons") are the targets. The classic notion in the finance literature is that M&A activity is one of natural selection, as well-performing firms take over the assets of poorly-performing firms (e.g., Manne (1965)). Consistent with this view, Lichtenberg and Siegel (1987) find evidence that lemons are the primary targets in U.S. acquisitions in manufacturing. The cross-border M&A models mentioned above also often predict that lemons will be targets, including Nocke and Yeaple's (2007) M-industry model and Neary (2007). However, recent empirical evidence suggests that acquiring firms, especially foreign firms, are acquiring cherries. This has been found using data for Chile (Ramondo (2009)), Indonesia (Arnold and Javorcik (2009)), the U.S. (Criscuolo and Martin (2009)), and Spain (Guadalupe et al. (forthcoming)). In many ways, a cherries story is more difficult to explain than a lemons story. Why would the assets of a high-performing firm be more valuable under the man-

¹These different motives for cross-border M&A are examined in Nocke and Yeaple (2007; 2008), Neary (2007), and Head and Ries (2008). Interestingly, there seems to be no established theoretical model of M&A activity (whether cross-border or not) in the finance or industrial organization literature. Alongside the theoretical progress made toward understanding the motivation for cross-border M&A activity, several empirical studies have examined the effects of acquisitions by multinationals, in particular with regard to local labor market outcomes. For example, see Huttunen (2007), Heyman et al. (2007), Bandick and Gorg (2010), and Hakkala et al. (2011) for studies examining the effect of cross-border M&A on wages and employment in target firms. The effects on productivity and R&D is a lengthier literature, with recent examples including Arnold and Javorcik (2009), Criscuolo and Martin (2009), Ramondo (2009), Bandick et al. (2010), and Guadalupe et al. (forthcoming).

agement of another firm? To our knowledge, Guadalupe et al. (forthcoming) is the only paper to date that has provided a possible rationale - foreign firms purchase cherries in the host country because they can earn a greater *ex post* return from investing in productivity improvements within a target firm that has a higher initial productivity. While this provides a plausible explanation for why we observe cherry-picking, there are a number of remaining questions. First, how do we reconcile the evidence of cherry-picking with the evidence in support of lemon-picking, and with the several sources of theoretical motivation for acquirers to purchase underperforming targets? Second, as firm productivities continue to change over time, when is cross-border acquisition of target firms most likely to take place?

In this paper, we introduce a new motivation for cross-border acquisitions, as well as a resolution to the cherry and lemon stories. First, we argue that firms with larger export networks are attractive to foreign acquirers as export platforms to proximate markets. Export networks established by domestic targets are likely to differ from those established by foreign acquirers due to locational differences, and are, therefore, of high value to a foreign firm.² This is a new dimension in which a target firm can be a “cherry” in the eyes of a foreign acquirer. Importantly, domestic firms are less likely to view targets with large export networks as cherries, because they will independently establish similar export networks due to their identical location. Redundancy makes the target firm’s export networks relatively less valuable to domestic acquirers as it is to foreign firms. Thus, we are able to predict which targets are more likely candidates for cross-border M&A, as opposed to domestic acquisition. We note that this export-network motive for cross-border M&A is consistent with prior evidence that a significant share of worldwide FDI activity is for export-platform motives (Blonigen et al. (2007) and Ekholm et al. (2007)), and the evidence that affiliates export a significant portion of total sales to nearby countries (Hanson et al. (2001)).

We also provide a resolution to the cherry and lemon stories. We consider a dynamic environment where firms face possible productivity shocks that are persistent, and show that firms with export networks are more likely to be targets of cross-border M&A when they experience a negative productivity shock. A firm that realizes a negative productivity shock will earn less revenue from each market within its previously established export network. However, the productivity shock will have little to no impact on the breadth of markets it serves, because the costs of establishing export networks are sunk investments made in previous periods. The realization of a negative productivity shock preserves a target firm’s assets - represented by its established export network - but makes that asset of less internal value to the firm vis-à-vis the external value of the export network to potential acquirers. As a result, the target firm is more likely to accept takeover bids when it realizes a persistent shock to its productivity.

Acquisition of “underperforming” firms that have recently experienced negative produc-

²An equivalent interpretation is that established export networks are endogenously determined sources of (trade) cost synergies between firms in different locations

tivity shocks may appear to be lemon picking if one ignores previous investments in valuable assets. However, target firms that experience negative productivity shocks are not necessarily low-productivity firms, which we would term “lemons.” Instead, they are firms that may be still high-performing firms, who now have a lower opportunity cost of accepting a takeover bid for its assets. This point is particularly salient in the context of investments in export networks, given the robust stylized fact that high-productivity firms are more likely to export; see Bernard and Jensen (1999) and Bernard et al. (2003). Recognizing that both the initial investments by target firms, and the evolution of their productivity over time, influence the likelihood of takeover, we characterize M&A activity as acquirers seeking “cherries for sale.” The dynamic aspect of our analysis allows us to predict not only which firms are targeted by multinationals, but also when cross-border acquisition of targets is more likely to take place. To our knowledge, this the first micro-level analysis that considers M&A activity in a dynamic context and has implications for the entire literature on M&A activity, not just cross-border activity.

In addition to highlighting the role of export networks and time-varying firm productivity in promoting cross-border M&A activity, this paper also makes an important methodological contribution. We use the theoretical model of endogenous export behavior and cross-border M&A to derive a dynamic panel binary choice model that predicts which targets are acquired by multinationals across time. An important feature of our empirical model is that it circumvents the *initial conditions problem* associated with estimating the likelihood of acquisition when firm-specific sunk costs to enter foreign markets are unobserved, and the target firm’s *initial* level of productivity corresponds to a time period that may predate the sample period. Each target firm chooses where to export conditional on its own costs to enter foreign markets and productivity, in anticipation of the likelihood of being acquired by a foreign firms. We derive an empirical specification that incorporates a measure of previously observed export activity, which is conditional on the unobserved firm-specific sunk costs to export and previous levels of firm productivity. As a result, we provide an empirical strategy that avoids the biases associated with estimating the likelihood of acquisition where previous levels of firm productivity are observed, but perhaps not the initial level of firm productivity, when there are correlated unobserved effects.³

In the next section, we provide some basic descriptive statistics and figures of cross-border M&A activity using detailed firm-level data from France over the 1999-2006 period. Even these simple graphs demonstrate strong evidence that multinationals seek targets that are “cherries for sale.” In sections 3, 4, and 5, we provide theory to explain these patterns more formally. We construct a sequential model of exporting behavior that builds

³See Arellano and Carrasco (2003), Wooldridge (2005), and Honore and Tamer (2006) for detailed discussions about the initial conditions problem associated with estimating non-linear dynamic panel data models with unobserved effects. Our derived estimation strategy is closely related to those studied in Honore and Lewbel (2002).

on Helpman et al. (2008) with endogenous export decisions, and then integrate varying firm productivities over time, and an M&A market within each country. In the first stage, firms receive random draws of productivity and costs to set up export networks. Firms then select the foreign markets, if any, to which they will export. Importantly, these export relationships require substantial sunk (or beachhead) costs to establish. In stage 2, firms realize persistent productivity shocks, and these productivity changes provide incentives for new M&A activity between firms. In the final stage, firms participate in the M&A market, where domestic targets are acquired based on both their current productivity level, and the export networks they established with their initial productivity level. We show that greater export networks and negative productivity shocks each work toward increasing the likelihood of a cross-border takeover. We also show that the export network effect is larger when foreign firms differ more in their locational costs from the target, as there will then be less overlap in the networks independently established by the acquirer and target, making the export network of the target more valuable to the acquirer. In section 6 we derive an empirical framework from the theory to predict the likelihood of foreign acquisition. Section 7 describes our sample compiled from several sources of administrative data on French firms. The results of our empirical analysis are in Section 8, followed by concluding remarks

2 A First Look at the Patterns in the Data

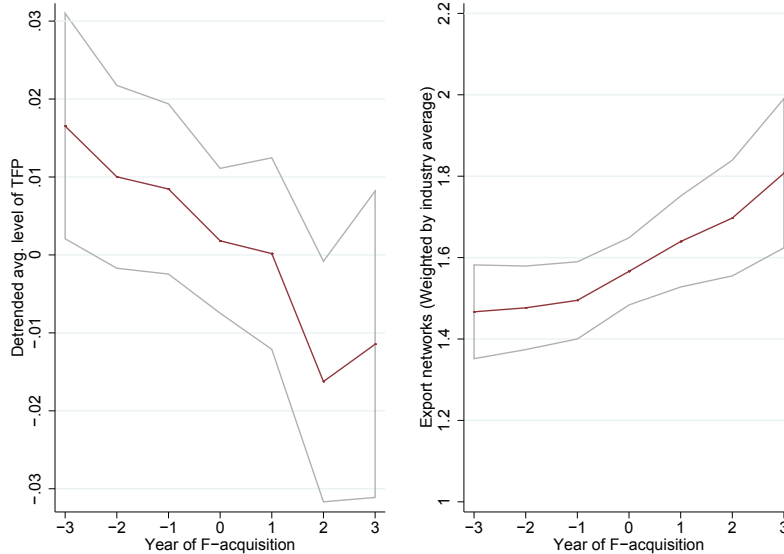
In this section, we provide descriptive statistics on the level, and evolution, of productivity and export networks of French firms that are acquired by foreign multinationals. The sample for our analysis is built from several micro-datasets that are provided by different French administrations and covers the period from 1999-2006. These data are matched using the firm tax-register number which identifies each unique firm located in France.

We identify firms involved in a merger or acquisition using the ‘extended’ LIFI (Liaison Financière) data, a dataset that has information on the ownership and nationality of the parent company of firms located in France.⁴ We use LIFI to identify the year of a takeover and the foreign status of the acquiring firm. We define a firm as having undergone a foreign M&A if the owner in time t is foreign, while the owner in $t - 1$ is French. Similarly, a firm undergoes a domestic M&A if it changes ownership but the owner remains French.

To calculate firm-level TFP, we first merge the LIFI data to the EAE (Enquete Annuelle d’Entreprise) annual business survey dataset, which contains information from firms’ income statements and balance sheets. It also reports the location of firms in France and their 4-digit sector of principal activity. The survey has information on firms with more than 25

⁴A firm classified as French independent is a resident in France and is not owned by a group. A French affiliate is resident in France and owned by a French parent. A foreign affiliate is a firm that is located in France but owned by a foreign group. An affiliate is foreign owned if the foreign firm controls more than 50% of its shares or voting rights. The results are insensitive to the specified cutoff for an acquisition to take place, as the median share of voting shares owned by a group is 99%.

Figure 1: Target Productivity and Export Networks Margins Across Time



Source: Authors calculations based on “LIFI” and “EAE” data.

employees. Importantly, the EAE dataset is exhaustive above this reporting threshold. In order to compute total factor productivity (TFP), we restrict the data to the manufacturing sectors. We compute firm-level TFP using the procedure described by Olley and Pakes (1996), controlling for the simultaneity bias that arises from the endogeneity of a firm’s input selection. We then calculate a firm’s detrended TFP relative to its sectoral average.

The left panel of Figure 1 plots normalized detrended TFP for the French firms acquired by foreign owners from three years prior to the acquisition through three years after the acquisition. The middle line shows the relative detrended TFP for the average French firm acquired by a foreign owner, whereas the lines above and below show the relative detrended TFP for the 95th and 5th percentile, respectively. The pattern is striking and consistent with a “for sale” effect. Relative detrended TFP is falling significantly in the three years prior to acquisition for French firms who are acquired by foreign firms. The average acquired firm falls from being 1.5% above the mean of all firms in its sector to being just an average firm in its sector at the time of acquisition. Compared to the sample average annual change in TFP of 0.03, this is a pretty significant negative shock to TFP for the typical acquisition target.

The other important feature of the data is that the acquired French firms (from as low as the 5th percentile) all have an above-average relative detrended TFP in the third year before the acquisition. The right panel of Figure 1 shows the export networks of the French target firms acquired by a foreign multinational, relative to the average number of markets

served in each sector (normalized to be 1 in the graph). In other words, these acquired firms are “cherries,” in the initial TFP dimension. In our model below, and consistent with well-known stylized facts, higher TFP allows a firm to profitably export to many destinations. The right panel of Figure 1 illustrates the corresponding export networks established by firms acquired during the sample period. Information about firm-level trading behavior, which we use to construct our variable related to export networks, is taken from the French customs (Douanes). We observe the yearly value of exports of each firm at the product-level, in each destination market.⁵ A target firm’s export network is defined as the number of unique countries served.

The pattern of the export networks established by French firms who are acquired by foreign firms further reinforces the evidence that acquired targets are cherries in the dimension of export networks, as the average firm has an export network that is 40-50% larger than its sector’s average in the years leading up to the foreign acquisition. Again, the lines above and below report the statistic for the 95th and 5th percentile of the sample, respectively. As one can see, even the 5th percentile target in the sample has an export network that is well above its own sector’s average. While we have only used the number of country links as our measure of export networks, qualitatively identical patterns are in the data when we measure exports by number of exported products or exported country-product combinations. However, in the statistical analysis below, we will show that country links are the main driver in our export network effects.

While this paper’s focus is on who gets acquired and when, there are interesting patterns of TFP and export networks after foreign acquisition in our sample. Firm-level TFP continues to fall for a couple years after the acquisition before rebounding, whereas export networks begin to increase for the target firm immediately after the acquisition. This may reflect a longer delay in improving TFP in a plant versus having it begin shipping to new export destinations that (perhaps) are already established by the parent firm. The fall in firm TFP immediately after acquisition, and growth in export capacity after acquisition, are each consistent with the evidence in Guadalupe et al. (forthcoming), where acquiring firms make costly *ex post* investments in the target’s production technology and export capacity.

Our goal in the remainder of the paper is to develop a model of exporting and M&A behavior that is consistent with the patterns in Figure 1, and to derive an empirical strategy that demonstrates that acquisition activity is motivated by export networks and productivity changes, as opposed to other confounding features of target firms.

⁵We use the 8-digit Combined Nomenclature, a European extension of the 6-digit Harmonized System. We have approximately 200 possible destinations and 8,000 different product categories.

3 Model

We build a model of a multi-country world with differentiated producers from each country operating in a single sector. The timing of the model occurs in three stages. In stage one, firms are born with a specific productivity, and then choose whether or not to make investments that allow them to export to foreign markets. The multi-country trading environment builds from Helpman et al. (2008), with firm-specific sunk costs to enter foreign markets. In stage 2, domestic firms realize a permanent shock to their productivity. We then focus on a single country, and examine M&A activity. In stage 3, target firms are bought and sold in the domestic M&A market, including the possibility that foreign multinationals acquire domestic firms. Our goal is to demonstrate how the export networks established in stage 1, and the realization of productivity shocks among firms in stage 2, each influence cross-border M&A activity in stage 3.

Basics: Consumption & Production

The world is comprised of a mass of countries indexed by $j \in [1, J]$. There is a continuum of products in each country, and the representative consumer in each country j has the following utility function:

$$U = \ln \left[\int_{l \in B_j} x_j(l)^{(\epsilon-1)/\epsilon} dl \right]^{\frac{\epsilon}{\epsilon-1}}, \quad \epsilon > 1, \quad (1)$$

where $x_j(l)$ is the consumption of product l , B_j is the set of products available for consumption in country j , and ϵ is the elasticity of substitution across varieties, which is common across countries. Letting E_j denote the expenditure (or income) level of country j , its demand for product l is derived as

$$x_j(l) = \frac{p_j(l)^{-\epsilon} E_j}{P_j^{1-\epsilon}}, \quad (2)$$

where $p_j(l)$ is the price of product l in country j , and P_j is the country's ideal price index, defined as

$$P_j = \left[\int_{l \in B_j} p_j(l)^{1-\epsilon} dl \right]^{1/(1-\epsilon)}. \quad (3)$$

Each country has a mass M_j of risk-neutral firms, each producing a unique variety in a monopolistically-competitive sector. The cost of producing a unit of output for a firm in country j is $c_j a$, where a is a firm-specific measure of the number of bundles of the country's

inputs required during production, and c_j is a country-specific measure of the cost of this bundle. The inverse of a represents the firm's productivity level. Each country has an identical cumulative distribution function $G_a(a)$, with support $[a_L, a_H]$, that describes the distribution of productivity across firms.

3.1 Stage 1: Export networks

In order for a firm in country j to sell its product in country $i \neq j$, it must incur both a one-time sunk cost, f_{ij} , and a transport cost, τ_{ij} , that are specific to the ij country pair. For convenience, we normalize $f_{jj} = 0$ for each country j . Within each country, firms differ in their ability to establish export networks; the sunk costs are given in terms of the amount of domestic factors that must be hired at costs c_j , where bf_{ij} is the total number of domestic factors that must be hired by a firm with parameter b in country j in order to serve country i . Let $G_b(b)$, be the distribution of the firm-specific parameter that determines the cost to set up export networks, having support $[b_L, b_H]$.⁶ Roberts and Tybout (1997) provide evidence that plant-level export behavior over time is consistent with the presence of sunk costs to enter foreign markets, and that there is substantial heterogeneity in these sunk costs across establishments.

We assume that transport costs are of the iceberg variety, where τ_{ij} units of a product must be shipped from country j in order for one unit of the product to arrive in country i , and $\tau_{ij} > 1$ for $i \neq j$ and $\tau_{jj} = 1$ for each country j . For each country j , we order the set of potential export destinations in terms of their relative trade costs, $c_j^\epsilon f_{ij} \tau_{ij}^{\epsilon-1}$, and denote this set as $\mathcal{D}_j \subset [1, J]$. We note for the reader that we are departing from Helpman et al. (2008) in specifying the costs to gain access to market i as a one-time sunk cost, rather than a recurring per-period fixed cost. Define $N_j(a, b) \subset \mathcal{D}_j$ as the endogenously determined set of destinations that a firm with characteristics (a, b) in country j chooses to serve, which we call its export network.

Given a continuum of monopolistically-competitive firms, each producing a distinct variety, we derive the standard price mark-up for a firm producing in country j with productivity parameter a and selling in country i so that the price of variety l is given by $p_j(l) = \tau_{ij} \frac{\epsilon c_j a}{\epsilon - 1}$. From this, we can write the operating profit a firm in country j receives from its sales of variety l to consumers in country i conditional on its productivity parameter a as

$$\pi_{ij}^l(a) = \frac{Y_i}{\epsilon} \left(\frac{\tau_{ij} c_j a}{P_i} \right)^{1-\epsilon}. \quad (4)$$

⁶Generally we are agnostic about whether firm productivity parameters, a , and the firm-specific parameter affecting the costs to export, b , are drawn independently. All our theoretical results are maintained regardless of the joint distribution of firm productivity and export costs parameters. Moreover, we will show that our empirical strategy generates consistent estimates of the model even if there is correlation between the initial draws of productivity and export costs among firms.

3.2 Stage 2: Shocks in firm productivity

After firms have incurred the sunk costs to establish their trade networks they are all subject to persistent productivity shocks, $1/\psi$, which are infinitesimal and independent of their initial productivity level. Equivalently, a firm with initial productivity parameter a continues to operate with productivity parameter $a\psi$, once its shock is realized. We assume that (log) firm productivities evolve according to a random walk such that the productivity shocks $\ln(1/\psi)$ are distributed log-normal, with drift ω and variance σ . Upon realizing a productivity shock, firms maintain their export network established in stage 1, $N_j(a, b)$. The profits a firm earns by operating independently across its entire export network once its productivity shock is realized is

$$V_j(a\psi) = \int_{i \in N_j(a, b)} \pi_{ij}^l(a\psi) d(i). \quad (5)$$

Put another way, equation (5) represents the outside option of a target firm on the M&A market. For any acquisition price offered, a target maintains the option of serving markets $i \in N_j(a, b)$ with its realized productivity parameter $a\psi$.⁷

3.3 Stage 3: Merger & Acquisition

Domestic firms can sell their assets, including access to foreign consumers via their established trade networks, to both foreign and domestic acquirers. Upon acquisition of a firm, the acquirer can substitute its own productivity, a' , for the realized productivity of the target firm, $a\psi$.⁸ In addition to integrating technologies, once a merger is completed the acquiring firm can select the location of production. In particular, the acquiring firm chooses the source country for exports that minimizes variable trade costs. Denote s_i^{jh} as the source of production that minimizes the transportation cost of serving market $i \in N_j(a, b) \cap N_h(a', b')$. The integration of the acquiring firm's technology, and the relocation of production within the merged firm, require fixed costs given by I .⁹ The probability of meeting a potential

⁷We have assumed that there are no per period fixed costs to export to any market, which implies that firms maintain their export networks even if they realize negative productivity shocks. While we make the assumption of no fixed costs for convenience, the sunk nature of the costs to enter foreign markets is consistent with the dynamic decision to export studied by Roberts and Tybout (1997). All of our results hold if there are also fixed costs to enter markets.

⁸Without loss of generality, we assume that the productivity of the acquiring firm dominates that of the target firm: $a' > a$. This assumption is primarily for notational convenience but it is consistent with the evidence in Nocke and Yeaple (2008) that it is relatively high productivity and high revenue firms that select into cross-border acquisition activity.

⁹For now we specify the integration cost I as being independent of target firm characteristics. Guadalupe et al. (forthcoming) show that the investments acquirers make to update the target firm's production technology and export capacity following acquisition are complementary to its current productivity level. Also, Heyman et al. (2007) argue that integration of the acquiring firm technology is a skill-bias activity. We will account for these facts in the empirical analysis below.

acquirer during any particular time period is given by the parameter μ .¹⁰

Upon acquisition, the merged firm produces two unique varieties that can be sold on the export networks established by the acquirer and target. For any potential target with initial productivity a , and trade network $N_j(a, b)$, an acquisition by a firm having productivity a' from county h with export network $N_h(a', b')$ will create a conglomerate earning total operating profits

$$Z_{jh}(a', b', a, b) = \int_{N_j(a, b) \cup N_h(a', b')} [\pi_{is_i^{jh}}^l(a') + \pi_{is_i^{jh}}^m(a')] d(i) \quad (6)$$

There are two potential sources of surplus generated by a merger present in $Z_{jh}(a', b', a, b)$. The first is the profit earned by continuing to sell the acquiring and target firms' varieties on their existing networks, but from the least costly source of production, s_i^{jh} . If either variety can be relocated to a less costly production origin, then a merger generates a surplus through variable trade cost savings. The second potential source of surplus is the additional profits that can be earned by selling the target (acquiring) firm's product on the export network of the acquiring (target) firm that was otherwise not profitable to serve from their respective locations because of differences in fixed exporting costs. The gains from accessing new markets via cross-border M&A are present for any pair of firms such that $N_j(a, b) \neq N_h(a', b')$.¹¹

4 Equilibrium

In this section we derive conditions that characterize a Perfect Bayesian Equilibrium, such that firms in each country establish export networks in stage one, facing uncertainty about productivity shocks in stage two, and the potential for cross-border M&A activity in stage three. We proceed using backwards induction.

4.1 Equilibrium Acquisition Activity

In stage three, firms engage in M&A activity with the possibility that domestic targets are acquired by foreign multinationals. Let $Q_{jh}(a', b', a, b, \psi)$ be the strike price a firm with

¹⁰For simplicity we model the arrival rate of potential acquires to be constant over time. Harford (2005) provides evidence that the timing of M&A activity occurs in waves. We will account for the potential for the arrival rate of acquirers to be non-homogeneous in the empirical analysis below.

¹¹Our primary goal is to highlight how export networks established by firms, and changes in their productivity, influence the likelihood of them being acquired by foreign firms. In doing so we have abstracted from strategic incentives to acquire competitors within imperfectly competitive markets. The combined profits earned by a merged firm over its different products may not be simply the sum of operating profits as in equation (6). An analysis of strategic motivations for cross-border M&A is provided by Neary (2007). While strategic incentives for mergers in an oligopolistic sector are outside the scope of this paper, we note that a merger is likely to consolidate market power, in addition to creating (trade) costs synergies. Thus we are likely to underestimate the probability of acquisition, rather than overstate the motives.

productivity given by a' in country h pays to acquire a target firm with initial parameter a and realized shock ψ in country j , given their specific costs to establish export networks b' and b . The price of an acquisition is determined non-cooperatively and divides the surplus created by a merger, with a fraction β retained by the acquirer and a fraction $1 - \beta$ gained by the target firm. The probability that any acquisition takes place is then given by the likelihood that the value of the merged firm in (6), net the acquisition price, $Q_{jh}(a', b', a, b, \psi)$, is greater than the outside option of the target firm in (5). As our interest is in cross-border M&A, we define the probability that a domestic firm with initial productivity a , and network cost parameter b , in country j is acquired by a foreign firm from country h at time t as $Y_{jht}(a, b)$, such that

$$Y_{jht}(a, b) = Pr \left[Z_{jh}(a', b', a, b) - Q_{jh}(a', b', a, b, \psi) - I - V_h(a') > Q_{jh}(a', b', a, b, \psi) - V_j(a\psi) \mid M_h, \mu \right], \quad (7)$$

where M_h is the mass of firms in country h , and μ is the probability that the target encounters a potential acquirer during time t .

Note that the surplus generated by a merger is strictly increasing in the productivity of the acquiring firm and strictly decreasing in the ability of the acquirer to establish its own export networks. Define $A_{jh}(b', a, b)$ as the productivity parameter of a firm in country h that it is indifferent between acquiring and not acquiring a target with any realized productivity parameter a , specific export network costs b , in country j , given its own network costs b' . That is, suppressing its arguments for simplicity, A_{jh} satisfies

$$\int_{N_j(a, b) \cup N_h(A_{jh}, b')} [\pi_{is_i^{jh}}^l(A_{jh}) + \pi_{is_i^{jh}}^m(A_{jh})] d(i) \equiv \int_{i \in N_j(a, b)} \pi_{ij}^l(a) d(i) + \int_{i \in N_h(A_{jh}, b')} \pi_{ij}^m(A_{jh}) d(i) + I \quad (8)$$

We can now derive the likelihood of acquisition for any target firm. Let M_W be the mass of firms worldwide, so that the probability that the acquirer that meets a domestic target is from country h is given by $\frac{M_h}{M_W}$. The proportion of firms in country h with productivity such that there is a non-negative surplus is generated by acquisition of firm (a, b) in country j , given their own network costs, b' is given by $G_a(A_{jh}(b', a, b))$. Finally, aggregating across the distribution of export network parameters of acquiring firms, the probability a target firm with realized productivity a is acquired by a firm from country h is

$$Y_{jht}(a, b) = \mu \frac{M_h}{M_W} \int_{b_L}^{b_H} G_a(A_{jh}(b', a, b)) dG_b(b'). \quad (9)$$

Our analysis of cross-border M&A activity will focus on the properties of equation (9), but we will first complete the characterization of equilibrium.¹²

4.2 Equilibrium Target Firm Valuation with Productivity Shocks

In the second stage, target firms face productivity shocks that affect the value of operating independently, and thereby the likelihood of accepting an offer to be acquired by another firm. Let $S_{jh}(a', b', a, b, \psi)$ be the surplus retained by a target (a, b) , which receives a shock ψ , in country j , upon acquisition by a firm (a', b') from country h ;

$$S_{jh}(a', b', a, b, \psi) = [Z_{jh}(a', b', a, b) - I - V_j(a\psi) - V_h(a')] (1 - \beta) .$$

The value of a firm that continues to operate independently is given in equation (5). Then any target firm, (a, b) , facing the realization of future productivity shocks, and the probability μ of meeting a potential acquirer, exhibits a flow value of

$$T_j(a, b) = \int_{\Psi} \left\{ \frac{\mu}{J} \sum_{h=1}^J \left[\int_{b_L}^{b_H} G_a(A_{jh}) S_{jh}(A_{jh}, b', a\psi, b) dG_b(b') \right] + \left[(1 - \mu) + 1 - \prod_{h=1}^J \int_{b_L}^{b_H} G_a(A_{jh}) dG_b(b') \right] V(a\psi, b) \right\} dF(\psi) \quad (10)$$

The first term inside the braces is the value retained upon the incidence of a merger for the average potential acquirer, weighted by the likelihood of acquisition, while the second term is the value of continuing to operate independently, weighted by the likelihood of not being acquired, each evaluated for the realization of ψ . These values are then aggregated across the potential realizations of $\psi \in \Psi$ from the distribution $F(\psi)$.¹³

4.3 Equilibrium Export Behavior

In stage one, firms select which markets to serve in anticipation of shocks to their productivity, and the likelihood of acquisition. With our assumption that $f_{jj} = 0$, firms will always operate domestically. However, since $f_{ij} > 0$, firms may not serve all potential destinations, $i \in [1, J]$. A firm from country j with initial productivity parameter a , will choose to serve country i if, given future productivity shocks and the likelihood of acquisition, the net benefits of exporting are non-negative. Note that for the ordered set of export destinations \mathcal{D}_j , if a firm in country j chooses to serve market k , then it also will export to all markets

¹²From this point forward we suppress the arguments of $A_{jh}(b', a, b)$ for notational convenience.

¹³Given that the productivity shocks, $\ln(1/\psi)$ are log-normally distributed, the distribution function $F(\psi)$ can readily be obtained using method of transformations.

$i \in \mathcal{D}_j$ such that $c_j^\epsilon f_{ij} \tau_{ij}^{\epsilon-1} \leq c_j^\epsilon f_{kj} \tau_{kj}^{\epsilon-1}$. Thus, the export network of a firm $N_j(a, b)$ is fully characterized by the export destination that is the most costly for it to enter, which we denote $k_j(a, b) = \sup N_j(a, b)$. Optimal export decisions satisfy the following condition:

$$\frac{dT_j(a, b)}{dk_j(a, b)} = bc_j f_{k_j(a, b)j} , \quad (11)$$

such that increasing the mass of export destinations of firm a to include destination $k_j(a)$ equates the additional value earned by the target firm in (10) to the costs of entry into that market.

One of our key goals is to highlight the role of target firm exporting behavior in promoting cross-border M&A activity. Equation (11) is useful in that it illustrates the relationship between target firm characteristics and their endogenous choice to establish export networks, which affects their value on M&A markets. Firms with greater productivity earn higher profits in each market that they serve. Thus, the first implication of the condition in (11) is that firms with higher initial productivity within each country will export to more markets. The greater propensity of high productivity firms to export is now widely recognized; see for example Bernard and Jensen (1999). A key difference here is that firm may choose to export to particular markets even if future productivity shocks would make them potentially unprofitable to serve, given they they retain the option of selling their export networks to high productivity acquirers.

Second, firms with lower export network costs, b , set up larger export networks. While the role of firm-specific costs to set up networks is straightforward, it is important to note here because it will be useful in identifying the impact of export networks on cross-border M&A activity as target firm productivities change over time. Furthermore, Bernard et al. (2003) provide evidence that, even after controlling for productivity, there is substantial heterogeneity in export activity among plants. The heterogeneity in firm-specific costs to access foreign markets is consistent with the observed differences export activity between firms with similar productivity.

A third implication of equation (11) is that firms with the same level of productivity and network setup costs, but from different countries, will establish different export networks because they face a different set of fixed costs, factor costs, and transport costs from their particular location. Thus, the location of country j can independently grant an advantage in exporting to particular markets. For example, because of France's proximity to other European markets, French firms are likely to have an advantage relative to the U.S. in exporting to, say, Germany. The advantage that firms within some countries possess in establishing particular trade networks can make them attractive targets for cross-border M&A, independent of firm-specific characteristics.

5 Analysis of Cross-Border M&A activity

Purchasing a firm with a large export network, due to either greater initial productivity, lower setup costs, or locational advantages, allows a foreign acquirer to use the target's network as an export platform to countries that are otherwise unprofitable to serve. Several studies have suggested that global patterns of FDI are consistent with multinationals locating in countries that serve as effective export platforms to proximate markets, but ignored the role of cross-border M&A, and the endogenous creation of export networks by target firms.¹⁴ Similarly, previous studies of cross-border M&A activity have ignored export platforms as a potential motive. The following proposition demonstrates that target firms may appear to be “cherries” sought by multinationals on M&A markets specifically because of their endogenous export behavior.

Proposition 1 *Domestic firms that set up relatively large export networks are more likely to be acquired by a foreign multinational firm.*

Proof. Note that firms endowed with greater values of b set up smaller export networks, all else equal. Then, the result is evident from the following:

$$\frac{dY_{jht}(a, b)}{db} = \mu \frac{M_h}{M_W} \int_{b_L}^{b_H} g_a(A_{jh}(a, b, b')) dG_b(b') \frac{dA_{jh}(a, b, b')}{db} < 0$$

where $\frac{dA_{jh}(a, b, b')}{db} < 0$ is the reduction in the mass of potential acquirers that generate a non-negative surplus by acquiring firms with higher network set up costs. A analagous result is obtained by considering export behavior that is due to differences in the *initial* levels of firm productivity. ■

The propensity of multinationals to acquire targets with highly valued export networks appears to contradict the conventional wisdom that acquirers seek under-performing “lemons” as potential targets. Here we argue that the seemingly opposing incentives to acquire high performing versus low performing targets are in reality differences in the effect of productivity across the life cycles of firms. In our dynamic framework we can investigate the impact of firm productivity changes, conditional on the initial investments in export networks, on the likelihood of acquisition.

Proposition 2 *Firms that realize a persistent negative shock to their productivity level, after their export networks have been established, are more likely to be acquired relative to other targets.*

¹⁴Examples of studies of export platform FDI and spatial FDI flows are Hanson et al. (2001), Yeaple (2003), Lai and Zhu (2006), Blonigen et al. (2007) and Ekholm et al. (2007).

Proof. Recall that an increase in the productivity parameter a corresponds to a reduction in firm productivity. The result states that $\left. \frac{dY_{jht}(a,b)}{da} \right|_{N_j(a,b)} > 0$, where $N_j(a,b)$ is the export network established conditional on its initial productivity, which we hold fixed. Calculating from equation (9) directly we obtain

$$\left. \frac{dY_{jht}(a,b)}{da} \right|_{N_j(a,b)} = \mu \frac{M_h}{M_W} \int_{b_L}^{b_H} g_a(A_{jh}(a,b,b')) dG_b(b') \left. \frac{dA_{jh}(a,b,b')}{da} \right|_{N_j(a,b)} > 0$$

where $\left. \frac{dA_{jh}(a,b,b')}{da} \right|_{N_j(a,b)} > 0$ is the increase in the mass of potential acquirers that generate a non-negative surplus by acquiring firms that suffer negative productivity shocks, holding their initial investments in export networks fixed. ■

Propositions 1 and 2 indicate which types of firms are the preferred targets for multinational firms engaging in cross-border M&A. Moreover, they predict when acquisitions are relatively more likely to take place during the life cycles of target firms. We refer to the behavior of acquirers seeking valuable assets, like export networks, and subsequently choosing to engage in M&A activity after targets realize negative productivity shocks as multinationals acquiring “cherries for sale.”

It is important to note that the incentives to acquire firms with large export networks after they suffer negative productivity shocks does not imply that firms with large export networks are *relatively* more likely to be acquired upon a loss in productivity; that is, a negative productivity shock does not magnify the propensity to acquire firms that export to many destinations. In the appendix we show that the joint effects of export activity and productivity changes on the likelihood of acquisition activity, i.e., $\left. \frac{d^2 Y_{jht}(a,b)}{dad b} \right|_{N_j(a,b)}$ holding initial investments in export activity constant, can generally be positive or negative. Although firms with both a large export network and negative productivity shock look relatively more desirable, there may also be relatively fewer potential acquirers who are profitable enough to make a success takeover bid of a firms that had high enough productivity to set up large export networks in the first place.¹⁵

Thus far we have emphasized the endogenous export behavior of heterogeneous firms in motivating cross-border M&A. The value of targets’ export networks can also vary as exogenous geographical differences give rise to variation in trade costs across countries. The ability to serve markets from locations that result in lower trade costs also provides a motive for multinationals to engage in cross-border M&A, and use the target firm’s network as an

¹⁵In fact, we show in the appendix that if the distribution of firm productivities is Pareto (which has been shown to be a good fit of firm size/productivity distributions in many countries), and the match probability between acquirers and targets is low such that there is a relatively low volume of M&A activity in any time period (which we also observe in the data), then the sign of $\left. \frac{d^2 Y_{jht}(a,b)}{dad b} \right|_{N_j(a,b)}$ is more likely to be positive, holding initial investments in export activity constant. The appendix also shows additional specifications from the empirical analysis that confirm the positive cross-partial effect.

export platform to proximate markets.

Proposition 3 *Domestic targets are relatively more likely to be acquired by foreign multinationals from locations that exhibit higher variable trade costs across destinations, in terms of stochastic dominance, than the domestic country.*

Proof. See Appendix ■

All together, these results suggest distinct empirical strategies that examine target firm characteristics across time, and across the locations of potential acquirers, to identify the roles of export networks and productivity shocks in promoting cross-border M&A activity.

6 Empirical Strategy

In this section we use the theory above to derive our empirical strategy for detecting the impacts of export networks and productivity shocks on the likelihood of foreign acquisition of domestic firms. The outcome variable of interest is the probability that a domestic firm d in sector s is acquired by a foreign firm from location h at time t , conditional on its initial productivity $a_{d,t-2}$, current productivity, $a_{d,t-1}$, and its specific costs to setup export networks, b_d , which we write $Y_{dsht} \equiv Pr(Acquisition_{dt}|a_{d,t-1}, a_{d,t-2}, b_d)$. Note that, given the annual frequency of observation, we indicate current firm-level characteristics as those observed in time period $t-1$, for a firm observed to be under new foreign ownership during time period t .¹⁶ We specify the conditional probability as having a logistical distribution

$$Y_{dsht} = \Lambda(z_{dsht}) + \xi_{dsht} \equiv \frac{\exp(z_{dsht})}{1 - \exp(z_{dsht})} + \xi_{dsht} \quad (12)$$

where we index the response probability to firm characteristics $(a_{d,t-2}, a_{d,t-1}, b_d)$, and other control variables X_{dsht} , as

$$z_{dsht} = \beta_0 - \beta_1 \ln(a_{d,t-2}) - \beta_2 \ln(a_{d,t-1}) + \beta_3 b_d + X_{dsht} \beta .$$

Noting that $-\ln(a_{d,t})$ is simply the observed $\ln TFP_{d,t}$ for firm d at time t , given its productivity parameter a , we can rewrite the index function above as

$$z_{dsht} = \beta_0 + \beta_1 \ln TFP_{d,t-2} + \beta_2 \ln TFP_{d,t-1} + \beta_3 b_d + X_{dsht} \beta . \quad (13)$$

The firm-specific costs to enter foreign markets, b_d , are not observed. It may also be that the case that the *initial* level of productivity for firm d corresponds to a time period before the sample period begins. If the initial draws of productivity and export setup costs for each

¹⁶Specifying the timing in this way avoids erroneously attributing firm characteristics that belong to an acquirer to be those of the target firm at any given time.

firm are not independent, then obtaining unbiased estimates of the impact of prior levels of firm-level productivity in the model described by equations (12) and (13) is difficult, due to the well-known *initial conditions problem*. Arellano and Carrasco (2003), Wooldridge (2005), and Honore and Tamer (2006) discuss specifically the initial conditions problem in non-linear unobserved effects models, such as the logit specification in (12).¹⁷ The concern over the role of unobserved firm-specific costs to enter foreign markets is exacerbated by the evidence in Roberts and Tybout (1997) that there is significant variation in these sunk costs across plants, and that sunk costs explain a large amount of variation in observed export activity.

Even though the firm-specific parameters, b_d , are not observed, the theory above predicts that initial firm-level productivity and the firm-specific costs to enter markets impact the likelihood of acquisition through a target firm's choice to establish export networks. Specifically, the (log) number of export destinations, $\ln \text{ExpNet}_{dt-2}$, established previously by targets can be written in reduced form as

$$\ln \text{ExpNet}_{dt-2} = \gamma_0 + \gamma_1 \ln \text{TFP}_{dt-2} + \gamma_2 b_d \quad (14)$$

with $\gamma_1 > 0$, as more productive firms export to a greater number of destinations, and $\gamma_2 < 0$, as large setup costs deter target firms from exporting to foreign markets.¹⁸ From an empirical point of view equation (14) is useful in that it provides an observable firm characteristic, export networks, that explicitly accounts for the conditional distribution of initial productivity and unobserved costs to enter each market for each firm. Then, solving (14) for b_d , and substituting into the index function in (13), we obtain

$$z_{dsh,t} = \left(\beta_0 - \frac{\beta_3 \gamma_0}{\gamma_2} \right) + \left(\beta_1 - \frac{\beta_3 \gamma_1}{\gamma_2} \right) \ln \text{TFP}_{d,t-2} + \beta_2 \ln \text{TFP}_{d,t-1} + \frac{\beta_3}{\gamma_2} \ln \text{ExpNet}_{dt-2} + X_{dsh,t} \beta. \quad (15)$$

It is also useful to note that firm-level productivities (in logs) evolve through time as a

¹⁷Note that we have no reason to expect that the initial draws of firm attributes are mutually dependent. If they are independent, then a fixed effects logit specification can be used to obtain consistent parameter estimates. Our goal here is to show that we can obtain consistent estimates assuming less restrictive moment conditions.

¹⁸Consistent with the predictions of the model, there is robust evidence that high productivity firms are more engaged in export activity and that sunk costs are significant in explaining variation in export activity across firms and time; See Bernard and Jensen (1999), Bernard et al. (2003) and Roberts and Tybout (1997). Equation (14) can generally be specified dynamically, so that it includes measures of previous levels of firm productivity. We will report the results of specifications that account for this possibility, and show that our results remain robust.

random walk.¹⁹ Thus we can write

$$\ln TFP_{dt-1} = \ln TFP_{dt-2} + \ln(1/\psi)_{dt-1} \quad (16)$$

where $\Delta \ln TFP_{d,t-1} \equiv \ln(1/\psi)_{dt-1}$ is the firm-level shock to a target's productivity level, after it has invested in creating valuable assets such as export networks. Finally, we can substitute the relationship in equation (16), into the response probability in (15), and simplifying notation for parameters (β and γ) we obtain

$$z_{dsh} = \theta_0 + \theta_1 ExpNet_{d,t-2} + \theta_2 \Delta \ln TFP_{d,t-1} + \theta_3 \ln TFP_{d,t-1} + X_{sdht} \Theta . \quad (17)$$

Together the logit model in (12), and the derived index function in (17), characterize our empirical strategy. The theory above predicts that previous investments in export networks, measured as $ExpNet_{d,t-2}$, promote cross-border M&A activity. Thus the predicted sign of θ_1 is positive. Proposition 3 makes further predictions about the effect of export networks across sub-samples of acquiring countries. While locational differences and trade costs make export networks of domestic targets valuable to foreign acquirers, potential acquirers from the domestic country will already export to a similar set of markets. Redundancy in the export networks of domestic targets should make them relatively less valuable to domestic acquirers. To evaluate this prediction we estimate a multinomial logit model for the likelihood of foreign *versus* domestic acquisition, relative to the excluded group of firms that are not acquired. Proposition 3 predicts that in the multinomial logit regression, θ_1 is positive for foreign acquirers and equal to zero for domestic acquirer. To further evaluate the role of export networks across the locations of acquirers, we estimate the logit model separately for the sub-sample of acquisition from nearby countries (European nations) and the sub-sample of acquisitions from far-away countries (Non-European nations). The prediction is that non-European countries will value the export networks established by French targets more than acquirers from nearby countries; i.e., the prediction is $\theta_1^{EUR} > \theta_1^{Non-EUR}$.

Investments in export networks cause domestic firms to appear as high value cherries to foreign acquirers, making them more likely targets for takeover. Our model also makes predictions as to when target firms that invest in export capacity are more likely to be acquired. Proposition 2 predicts that reductions in firm-level productivity after investments in establishing export networks, $\Delta \ln TFP_{d,t-1}$, increase the likelihood of acquisition. A negative sign for θ_2 indicates propensity to seek targets who are currently "for sale" on domestic M&A markets. The dynamic specification of our empirical model, derived from the theory above, allows us to simultaneously estimate the impact of previous investments

¹⁹Our sample confirms that firm productivity evolves according to a random walk. The coefficient of a regression of the contemporaneous TFP on lagged TFP is 1.01. In accordance with the assumptions of the model we also find that log TFP evolves according to a random walk, with a coefficient of 0.98 when we regress $\ln TFP$ on its lagged value.

in valuable assets such as export networks and the impact of reductions in firm productivity over time. Estimates such that $\theta_1 > 0$ and $\theta_2 < 0$ indicate that cross-border M&A activity is characterized by multinationals seeking “cherries for sale.”

Our theory makes no prediction about how the current level of TFP of a target firm impacts the likelihood of acquisition, after we condition on previous productivity shocks and established export networks of a target firm; with productivities evolving according to a random walk, the shock to firm productivity, $\Delta \ln TFP_{d,t-1}$, is sufficient to characterize how the outside option of producing independently with its own productivity level, $\ln TFP_{d,t-1}$, has changed for each target firm. Yet, our model only considers the *ex ante* role of firm productivity in promoting investments in assets such as export networks. Guadalupe et al. (forthcoming) show that the current TFP level of a domestic target firm is positively associated with the likelihood of foreign acquisition, because of *ex post* investments in technologies made by the acquirer. They argue that these investments are complementary to the current productivity of a target firm. In line with their findings we expect to find that $\theta_3 > 0$.

The vector X_{dsh} contains several additional control variables that might promote cross-border M&A activity independently. Heyman et al. (2007) show that foreign acquirers seek targets with relatively high skill workers, suggesting that integration of the acquiring firm technology may be a skill-bias activity. We include controls for the skill intensity of the workforce of target firms, and accordingly expect that a more skill intensive workforce will increase the likelihood of foreign takeover. Firms may possess other intangible assets that make them attractive as targets as well. For example, Blonigen and Taylor (2000) argue that firms can use M&A to substitute for costly research and development. Lee (2011) argues that cross-border M&A is motivated by firms seeking specific technologies, and Nocke and Yeaple (2008) highlight the incentives for takeover of firms which possess strong market potential. We include a set of intangible assets, such as R&D expenditure and goodwill, to account for these distinct motivations for foreign acquisition. Finally, Desai et al. (2004) demonstrate that multinational firms have access to internal credit markets across countries that may alleviate financial conditions among affiliate firms. This presence of credit constraints among target firms which could independently motivate acquisition by a multinational firm. We include a measure of credit constraints faced by French firms, *Payment Incidents*, to account for this alternative incentive to engage in cross-border M&A.

We also include a time specific effects, τ_t , which capture aggregate macroeconomic conditions of the economy that may affect M&A activity. For example, the timing of acquisitions typically ebbs and flows in merger waves, even if motivated by economic fundamentals; see Harford (2005). We also include sector-specific effects for each 4-digit sector level. A sector fixed effects strategy accounts for fixed differences in cross-border M&A activity, as well as fixed differences in export activity within the host country across sectors.

Table 1: Summary Statistics

	Obs.	Mean	Std.Dev.	Obs.	Mean	Std.Dev.
	Whole Sample			Acquired Foreign Affiliates		
Foreign Affiliate [1/0]	32883	0.092	0.289	2728	0.470	0.499
$\ln(\text{Export Network})_{t-2}$	32883	1.798	1.224	2728	2.338	1.117
$\Delta \ln(\text{TFP})_{t-1}$	32883	0.030	0.231	2728	0.040	0.236
$\Delta \ln(\text{TFP})_{t-2}$	25363	0.037	0.230	2213	0.049	0.246
$\ln(\text{TFP})_{t-1}$	32883	3.940	1.042	2728	4.508	1.099
Share of Intangible $_{t-1}$	32883	0.109	0.160	2632	0.136	0.193
Skill Intensity $_{t-1}$	32883	0.306	0.190	2679	0.369	0.207
Payment Incidents $_{t-1}$	32883	0.029	1.073	2728	0.245	3.182
Ile de France	32883	0.196	0.394	2728	0.250	0.433

Although the lagged values of export networks will account for firm specific costs to enter foreign markets, including firm-specific effects still may be useful. We have specified the evolution of firm-level productivity as a random walk, where each firm realizes shocks drawn from the same distribution. In practice, firms may draw productivity shocks from distributions with different amounts of drift, leading to differences in the propensity of firms to accept similar takeover bids, independent of their specific attributes a and b . Thus we will also report estimates from specifications that include firm-fixed effects.²⁰

7 Data

While section 2 above described some of the primary data we have and how we construct our measures of TFP and export networks, we next describe the additional data that we employ in our econometric analysis. These additional data provide the important control variables (mentioned above) that may also affect cross-border M&A activity and which we want to include in order to avoid spurious inferences.

Data regarding workers and occupations come from the “DADS Panel”–Declaration Annuelle de Données Sociales, an employer-employee dataset collected by the INSEE (*Institut National de la Statistique et des Etudes Economiques*).²¹ The DADS report mandatory information on all declared employees including the number of yearly hours worked, wages and

²⁰Note that when firm-level fixed are included the sector-specific fixed effect is dropped due to the low number of acquisitions in each of the highly disaggregated sectors included in the sample. Without firm-level fixed effects, the appropriate counter-factual is the observed export networks and changes in TFP for acquired firms, relative to non-acquired firms. In specifications that include firm fixed effects we exclude non-acquired firms and examine differences target firm characteristics before and after the time of acquisition.

²¹This data is a yearly notification of social data filled by any firm with employees. Information on age, gender, experience, occupation, sector, region, firm identifier, plant size, compensation.

occupation. The French classification of occupations identifies skilled and unskilled workers. Skill groups correspond to the 2-digit French Classification of Occupations and Social Categories. We divide these categories into two groups: skilled non-production workers (executives, technicians, administrative occupations, clerks) and production workers. We compute the skill intensity at firm-level as the share of hours worked by skilled non-production workers in the total number of hours worked. Information on the value of intangible and tangible assets are taken from the BRN (Bénéfice Réel Normal - ordinary actual profit), a mandatory tax form for any firm with revenue larger than 763,000 euros in manufacturing. The share of intangible assets is simply the ratio of intangible assets to total assets.

We identify financially constrained firms by exploiting a database derived from regulatory constraints in the French banking system. Since 1992, banks are legally obligated to report any incident of a firm failing to pay its creditors within four business days. These defaults on credits are called *Payment Incidents*. Banks use this information to adapt their supply of credit to firms, so that observed payment incidents inform about the potential credit constraints faced by French target firms.²² The Banque de France collects this information and makes 12-month histories available freely to all commercial banks and other credit institutions. We make use of the historical series, and compute the total value of incidents, within a year, for each firm since 2000. The matching with our data is permitted by the use of a common administrative ID for the firm. A full description of the sample construction from the various sources of data is provided in the Appendix. Table 1 provides simple summary statistics for each variable used in estimation for the sample of all foreign affiliates, as well as the sample of targets which we observed being newly acquired by foreign multinationals.

Table 1 provides summary statistics for our variables in the econometric analysis. We will employ two samples. The first is a sample that is composed of domestic firms that have become foreign owned during the sample period, as well as French firms that did not change their ownership over 1999-2006. We accordingly drop all observations for (i) firms acquired by French firms after becoming foreign owned, (ii) independent firms acquired by French groups, (iii) firms that have always been foreign owned from 1999-2006, and (iv) French groups acquired by French groups. The corresponding sample is composed of 32,883 observations. Descriptive statistics for our variables with this sample are in the left columns of Table 1. When we introduce fixed effects in a logit estimation, we are then down to a sample of only those French firms that were acquired by a foreign firms at some point in our sample. This reduces our sample size to 2,728 observations and descriptive statistics for this sample are reported in the right columns of Table 1.²³

²²There are several reasons we would observe payment incidents, ranging from a material error to an actual default of payment. We select cases corresponding to insufficient liquidity of the debtor and drop cases related to material error or contested claims. These data have been used in several previous studies to identify financial constraints among firms. See for example Aghion et al. (forthcoming) and Bricongne et al. (forthcoming).

²³In the appendix, we show comparisons of TFP levels, employment and trade volumes between foreign-

Table 2: Results: Logistic Estimation with Sector Fixed Effects

	(1)	(2)	(3)	(4)	(5)	(6)
$\ln(\text{ExportNetwork})_{t-2}$	0.028*** (0.002)			0.011*** (0.002)	0.008*** (0.002)	0.008*** (0.003)
$\Delta \ln(\text{TFP})_{t-1}$		-0.001 (0.005)	-0.018*** (0.005)	-0.014*** (0.005)	-0.014*** (0.005)	-0.013* (0.007)
$\ln(\text{TFP})_{t-1}$			0.039*** (0.003)	0.032*** (0.003)	0.033*** (0.003)	0.037*** (0.003)
Share of Intangible $_{t-1}$					0.025* (0.013)	0.032* (0.016)
Share of Skill $_{t-1}$					0.107*** (0.015)	0.118*** (0.018)
Payment Incidents $_{t-1}$					0.003* (0.002)	0.006 (0.005)
Ile de France					-0.017*** (0.006)	-0.017** (0.008)
$\Delta \ln(\text{TFP})_{t-2}$						-0.004 (0.006)
Sector FE	yes	yes	yes	yes	yes	yes
Year Effects	yes	yes	yes	yes	yes	yes
Observations	32,883	32,883	32,883	32,883	32,883	25,063
Pseudo R^2	0.133	0.104	0.158	0.162	0.175	0.175

Robust standard errors clustered at firm-level in parentheses.
***, **, * significantly different from 0 at 1%, 5% and 10% level.

8 Results

The section is divided into five parts corresponding to our different empirical strategies: (i) we focus on the export networks and productivity changes at acquired targets relative to firms that are never acquired; (ii) we incorporate firm-level fixed effects into the empirical model and compare the export networks and productivity shocks before and after acquisition among the set of target firms; (iii) we reconsider alternative specifications of export networks that also account for the number of products exported by each target; (iv) we compare firm characteristics across those that are targets for domestic versus multinational acquirers; and (v) we provide evidence that the role of export networks varies across the acquiring firm's country of origin, as predicted by the model.

8.1 Evidence comparing Targets to Non-Acquired Firms

The estimation results from the sector fixed effects logistic regression are given in Table 3. The reported values correspond to the marginal effects evaluated at sample means. All owned and domestic firms. In line with previous studies foreign-owned firms (unconditionally) exhibit higher productivity, employ more workers, pay higher wages, and trade more than their domestic counterparts.

Table 3: Results: Logistic Estimation with Sector Fixed Effects

	(1)	(2)	(3)	(4)	(5)	(6)
$\ln(\text{ExportNetwork})_{t-2}$	0.028*** (0.002)			0.011*** (0.002)	0.008*** (0.002)	0.008*** (0.003)
$\Delta \ln(\text{TFP})_{t-1}$		-0.001 (0.005)	-0.018*** (0.005)	-0.014*** (0.005)	-0.014*** (0.005)	-0.013* (0.007)
$\ln(\text{TFP})_{t-1}$			0.039*** (0.003)	0.032*** (0.003)	0.033*** (0.003)	0.037*** (0.003)
Share of Intangible $_{t-1}$					0.025* (0.013)	0.032* (0.016)
Share of Skill $_{t-1}$					0.107*** (0.015)	0.118*** (0.018)
Payment Incidents $_{t-1}$					0.003* (0.002)	0.006 (0.005)
Ile de France					-0.017*** (0.006)	-0.017** (0.008)
$\Delta \ln(\text{TFP})_{t-2}$						-0.004 (0.006)
Sector FE	yes	yes	yes	yes	yes	yes
Year Effects	yes	yes	yes	yes	yes	yes
Observations	32,883	32,883	32,883	32,883	32,883	25,063
Pseudo R^2	0.133	0.104	0.158	0.162	0.175	0.175

Robust standard errors clustered at firm-level in parentheses.
***, **, * significantly different from 0 at 1%, 5% and 10% level.

specifications include 4-digit sector fixed effects and year effects.

Looking across each specification in Table 4 we find strong evidence that previously established export networks provide significant motivation for cross-border M&A activity. In column (1) we include only the export characteristics of a firm, defined as the number of countries to which a firm exports. In columns (4)-(6), we introduce other firm level characteristics that may independently motivate foreign acquisition. Even after controlling for these other firm-level characteristics the established trade networks have a significant impact on the likelihood of acquisition.

The effect of the export characteristics of target firms is quantitatively significant as well. Based on the preferred estimates from columns (5) and (6) that include full sets of controls, a standard deviation increase in a firm's export network (about a 66% increase) raises its likelihood of being acquired by 0.54 percentage points. With an average probability of foreign acquisition of 1.5% in each year, an export network that is a standard deviation above the mean implies approximately a roughly a 33% greater likelihood in the probability of foreign acquisition. In other words, the pseudo-elasticity between changes in export networks and the likelihood of acquisition is near 0.5. Another way to consider the quantitative impact

of export networks is to note that the average number of markets served among French firms is approximately 12. Thus, exporting to even a single additional market is roughly equivalent to a 10% larger export network, corresponding to a 5% increase in the likelihood of acquisition.

It is worth noting that the positive effect of export networks is maintained even when we introduce measures of firm TFP levels. The well-known stylized fact is that high-productivity firms invest in exporting capacity more than those with lower productivity, as they are better able to cover fixed exporting costs.²⁴ However, the fact that we find a positive and robust impact of previous exporting behavior after controlling for TFP levels is consistent with our assertion in the theory above that investments in export capacity are, at least in part, sunk costs. Targets are more attractive for having established export networks, even after controlling for differences in their ability to do so in the future.

The second hypothesis from the model is that negative productivity shocks increase the surplus generated by a merger, further motivating cross-border M&A. In column (2) we include only the measured change in productivity experienced in the previous year. As expected, without controlling for potentially valuable assets held by the target, productivity shocks have no estimated impact on the likelihood of foreign acquisition. Proposition 2 states that negative shocks promote cross-border M&A when other firm characteristics are held fixed. Once we account for other firm-level characteristics we obtain a strong and robust negative impact of productivity shocks on the probability of being acquired by a foreign multinational.

The negative coefficient on the lagged changes in productivity in columns (4)-(6) suggest that a productivity shock that is 10% above average corresponds to 0.13 percentage point increase, or equivalently about a 8.6% increase, in the probability of foreign acquisition. We observe large differences in productivity shocks across firms in our sample; See Table (1). Thus, the estimated pseudo-elasticity of 0.86 suggests substantial differences in the likelihood of foreign acquisition for firms that receive various shocks to their productivity in each year.

One may be concerned that additional lags in productivity, or more specifically previous shocks to firm-level TFP, may also promote takeover in the current period. Our empirical model described in equations (12) and (17) can easily be generalized to accommodate further lags in firm characteristics. With productivity evolving according to a random walk, this is equivalent to including additional lagged values of TFP shocks. In column (6) we introduce an additional measure of previous shocks, $\Delta \ln TFP_{t-2}$, and find that it has no effect. Predetermined export activity and the latest shock to target-firm productivity appear to be sufficient in describing the dynamics of target firms that promote cross-border M&A activity.²⁵

²⁴See for example Bernard and Jensen (1999).

²⁵In the theory we have assumed that all shocks to firm productivity are persistent. Indeed our sample

All of the estimated effects of other firm-level characteristics are in line with previous findings. Firms with a relatively more skill-intensive workforce are more likely to be acquired, as are those with a substantial share of intangible assets. The positive coefficient on TFP levels is consistent with the previous evidence from many other countries, including Chile, Indonesia, the U.S., and Spain. The regression results which account other firm characteristics confirm the patterns illustrated in Figure 1. None of the regression results in Table 3, or in subsequent specifications, are affected by the inclusion of additional firm-level controls. For the sake of brevity we suppress the coefficient estimates on the firm-level control variables from this point forward. Full tables are available in the Appendix.

8.2 Evidence looking within Acquired Targets

In this section, we incorporate firm-level fixed effects to estimate the impact of target firm characteristics on the probability of switching from French to foreign ownership status. There are two reasons that we wish to estimate (12) with firm-level fixed effects. First, one may be concerned that the positive effect reported in the previous section for established export networks is actually due to the formation of other unobserved assets that are correlated with investments in export activity. Incorporating firm fixed effects accounts for any independent, but unobserved, M&A determinants that are specific to the firm and time invariant. Second, looking within acquired firms we are able to identify the distinct effects of export networks and productivity shocks, consistent with acquisition activity where multinationals seek cherries for sale. It is possible that the previous results from the sector-fixed effects specification are due to two distinct groups of acquired firms: those with negative productivity shocks and those with large export networks.²⁶ The sample reduces to 512 acquired targets and 2,728 observations over the sample period. Again, the treatment group in the sample is the set of firms acquired by foreign multinationals, but the control group for this empirical strategy is composed of French firms before the year of acquisition.

Table 4 provides additional support for the positive impact of previously established export networks, and the effects of negative productivity shocks, in promoting cross-border M&A activity. The inclusion of firm-level fixed effects precludes calculations of marginal effects, but looking within acquired targets the coefficient on the number of previously established export destinations continues to be positive and significant, consistent with the positive marginal effect reported in Table 3.²⁷ In Table 4 we also continue to find that

of French firms provides strong evidence that productivity evolves according to a random walk. However, it may be possible that some shocks are only temporary. We have estimated each specification in Table 2, where shocks that are relatively small (less than a half of a standard deviation) are normalized to zero, as these small shock may be more likely to be viewed as temporary by potential acquirers. We find identical quantitative results when only large shocks are considered.

²⁶Of course Figure 1 allays such concerns, since the entire distribution of acquired targets, from the 5th-95th percentile in productivity, suffer losses prior to acquisition, in addition to having a larger than average export network.

²⁷In Table 4 we continue to report estimates from specifications that use export networks observed two

Table 4: Results: Logistic Estimation with Firm Fixed Effects

	(1)	(2)	(3)	(4)	(5)
$\ln(\text{Export Network})_{it-2}$	1.097*** (0.193)		1.080*** (0.193)	0.936*** (0.230)	0.732*** (0.267)
$\Delta \ln(\text{TFP})_{it-1}$		-0.581*** (0.193)	-0.526*** (0.195)	-2.145*** (0.328)	-3.488*** (0.684)
$\Delta \ln(\text{TFP})_{it-2}$					-2.288*** (0.503)
Firm Controls	no	no	no	yes	yes
Firm FE	yes	yes	yes	yes	yes
Year Effects	yes	yes	yes	yes	yes
Observations	2,728	2,728	2,728	2,601	1,587
Pseudo R^2	0.029	0.006	0.033	0.218	0.201
No. of Switchers	512	512	512	498	352

Robust standard errors clustered at firm-level in parentheses.
***, **, * significantly different from 0 at 1%, 5% and 10% level, respectively.

negative productivity shocks encourage takeover. Now that we examine productivity changes within individual acquired firms, we find that that further lags in changes to TFP may also contribute to the probability of acquisition by foreign firms (see column (6)), however with firm-level fixed effects we cannot discern whether the additional lag a significant marginal impact on the likelihood of acquisition.²⁸

8.3 Alternative Specifications of Export Networks

Table 5 provides evidence that export networks, defined as product-destination pairs, promote foreign acquisition. Columns (1)-(2) report estimated marginal effects from specifications that include 4-digit sector fixed effects. Columns (3)-(4) report the coefficient estimates from specifications that include firm-level fixed effects. In columns (5)-(6) we decompose the product-destination pairs and include the number of countries that a target exports to, and the number of products exported, independently. The estimates in columns (1)-(4), which define export network as the number of country-product pairs, are consistent with the predicted cherry effects of export behavior on the likelihood of foreign acquisition: larger export networks promote foreign acquisition. However, in columns (5) and (6) we find that the number of countries to which a target exports is the key feature of its export behavior

years prior to acquisition, as in Table 3. However we find nearly identical results if we use earlier observations ($t-3$ or $t-4$) from each acquired target. Recall that Figure 1 shows that the export networks among target firms grow following acquisition, and Guadalupe et al. (forthcoming) find that foreign multinationals make significant investments in export capacity following takeover of Spanish firms. Note that this formation of new nodes on the export network of acquired firms only works against finding a positive effect of previous export behavior on the likelihood of foreign acquisition.

²⁸In column (6) the number of observations drops due to the introduction of additional lagged variables.

Table 5: Results from Alternative Specifications of Export Networks

	(1)	(2)	(3)	(4)	(5)	(6)
$\ln(\text{Export Network})_{it-2}^{CP}$	0.004** (0.002)	0.004* (0.002)	0.619*** (0.166)	0.362* (0.198)		
$\ln(\text{Export Network})_{it-2}^C$					0.011*** (0.004)	0.834*** (0.292)
$\ln(\text{Export Network})_{it-2}^P$					-0.004 (0.004)	-0.225 (0.209)
$\Delta \ln(\text{TFP})_{it-1}$	-0.014*** (0.005)	-0.014** (0.007)	-2.154*** (0.326)	-3.545*** (0.675)	-0.014** (0.007)	-3.501*** (0.683)
$\Delta \ln(\text{TFP})_{it-2}$		-0.004 (0.006)		-2.336*** (0.493)	-0.004 (0.006)	-2.321*** (0.502)
Firm Controls	yes	yes	yes	yes	yes	yes
Sector FE	yes	yes	no	no	yes	no
Firm FE	no	no	yes	yes	no	yes
Year Effects	yes	yes	yes	yes	yes	yes
Observations	32,883	25,063	2,601	1,587	25,063	1,587
Pseudo R^2	0.174	0.174	0.213	0.194	0.175	0.200
No. of Switchers	.	.	498	352	.	352

Robust standard errors clustered at firm-level in parentheses.
***, **, * significantly different from 0 at 1%, 5% and 10% levels, respectively.

that attracts foreign acquirers. After controlling for the number destination markets, the number of products exported by a target has no significant impact on the likelihood of acquisition. Consistent with the model above, investments made in the ability to serve foreign markets attracts multinational acquirers.

The regression models estimated in Table 5 generate similar goodness-of-fit regardless of how the export networks are specified; note that the pseudo- R^2 is nearly the same across definitions of export networks in Tables 3 and 4. As a basis of comparison note that the specification in column (2) of Table 5 is equivalent to the specification in column (6) of Table 3 for the corresponding definitions of export networks. The marginal effect of a larger export network defined as product-destination pair is nearly half the estimated effect of an increase in the number of foreign markets served; i.e., the elasticity with respect to the the number of product-destination pairs is approximately 0.4 versus an elasticity of the probability of foreign acquisition with respect to the number of export destinations estimated to be 0.8. The fact that both the statistical and economic impacts of the number of products exported are small further confirms that the number of countries to which a firm exports is the key aspect of its export behavior on the M&A market. From this point forward we will continue to define a target's export network according the number of export destinations.

So far we have presented evidence that the number of countries to which a target firm exports will positively affect its likelihood of acquisition by a foreign multinational. Bernard et al. (2011) argue that firms may make different export decisions for different products in their portfolio if there are product specific costs to establish export networks. The theory above also predicts that the additional of product line manufactured by target firms may contribute to the surplus generated by a merger, and hence alter the likelihood of foreign acquisition. In this section we examine the cherry effect of established export networks on cross-border M&A activity, looking across the number of export destinations, number of products exported, and number of product-destination pairs.

8.4 Export Networks and Geographical Differences

In the previous two sections considered how the export behavior of target firms, and changes to their productivity, influence cross-border M&A behavior. Thus far we have not distinguished the export decisions that are due to endogenous investments by heterogeneous firms from the export decisions that are due to exogenous geographical advantages. Proposition 3 suggests that the proximity of domestic targets to nearby markets motivates cross-border M&A from countries that face different trade costs. In this section we take two different approaches to investigate how the cherry effect of export networks varies across geographical locations. First, all domestic firms face the same costs associated with serving any foreign market. Thus, the export behavior of any target firm should not attract domestic acquirers, whose similar investments in export capacity make the target's network redundant. Second,

Table 6: Foreign versus Domestic Acquisition: Multinomial Logit Results

	Domestic	Foreign
$\ln(\text{Export Network})_{it-2}$	0.003 (1.269)	0.004*** (4.483)
$\Delta \ln(\text{TFP})_{it-1}$	-0.016* (-1.907)	-0.009** (-2.225)
$\ln(\text{TFP})_{it-1}$	0.026*** (8.850)	0.012*** (12.064)
Share of Intangible $_{it-1}$	0.070*** (4.861)	0.007 (1.265)
Share of Skill $_{it-1}$	0.064*** (4.426)	0.044*** (8.128)
Payment Incidents $_{it-1}$	0.001*** (4.100)	-0.000 (-1.554)
Ile de France	-0.024*** (-3.972)	-0.007*** (-2.769)
Sector FE	yes	yes
Year Effects	yes	yes
Observations		36,962
Pseudo R^2		0.038
Excluded group includes firms that are never acquired.		
Robust standard errors clustered at firm-level in parentheses.		
***, **, * significance at 1%, 5% and 10% levels.		

countries that are far away from the domestic country are likely to face higher trade costs associated with serving markets proximate to the domestic country. Therefore, investments in export networks by domestic (French) targets should be more attractive to acquirers that are far away (non-European) from the domestic country.

8.5 Domestic versus Foreign Acquisitions

In Table 6 we use a multinomial logit regression to estimate the role of trade networks in promoting foreign versus domestic acquisition, relative to the likelihood of not being acquired (i.e., the excluded group). We include a full set of firm-level controls with sector and year effects.²⁹ The results indicate that foreign multinationals acquire domestic targets that have large export networks and suffered recent negative productivity shocks. As we found earlier in Tables 2 and 3, the acquisition behavior of foreign multinationals is consistent with them looking for cherries on sale.

In contrast to foreign acquirers, domestic acquirers do not seek targets with large export networks. Instead of export networks, domestic acquirers seek targets with large intangible

²⁹Within each year and 4-digit sector there is a small number of acquisitions observed, and even fewer observations of either domestic or foreign acquisitions. Given the small number of observations we incorporate 2-digit sector fixed effects, rather than 4-digit, when estimating the multinomial logit regression in Table 6.

assets, such as R&D expenditure, goodwill in the market place, or targets facing tough financial conditions, as indicated by the positive coefficient on the payment incidents variable for domestic acquisitions in Table 6. We also find that negative productivity shocks increase the likelihood of takeover by both foreign and domestic acquirers, when we control for assets other than export networks. The propensity of domestic acquirers to acquire financially troubled and underperforming ‘lemons’ also matches previous evidence from US manufacturing in Lichtenberg and Siegel (1987). Note further that intangible assets have no impact on the likelihood of foreign acquisition; the point estimate is an order of magnitude smaller for foreign firms as well as being indistinguishable from zero. Multinationals seek export capacity in the targets they acquire, consistent with notion that their locations put them at a disadvantage relative to domestic firms in serving proximate foreign markets.³⁰

8.5.1 Differences across Acquirer Origins

The model above makes predictions about cross-border M&A activity in a multi-country world. Given the differences in the costs of creating export networks across locations, the surplus generated from acquisition by a foreign multinational is much larger when it faces substantially different trade costs. Multinationals that originate in countries far from the domestic market should value locally established export networks relatively more. In this section, we investigate whether the impact of established export networks is smaller for multinationals that originate from (near) European countries than for those that originate from (far away) non-European countries.³¹ Table 7 reports estimates obtained from sector fixed-effect logit regressions with the sample split by countries of origin.³² In each specification we include the full set of firm-level controls.

The pattern of cross-border M&A activity originating from European nations appears much different than activity originating in non-European nations. Consistent with nearby countries facing similar costs to set up preferred export networks as French firms, we only weak evidence that export networks motivate cross-border M&A activity among European acquirers. The marginal effect is estimated with a low degree of precision. On the other hand, we find significant evidence that export networks motivate cross-border M&A activity from non-European countries. See column (2). The evidence in Table 7 is consistent with prediction in Proposition 3, suggesting that there are significant differences in role of

³⁰Nocke and Yeaple (2008) argue that the market potential of a target firm is an asset particular to its domestic market. While here we find that the locational advantage of domestic targets is tied to the potential to serve other foreign markets.

³¹There are 16 European members in the sample to which we add Liechtenstein, Monaco and the Netherlands and United Kingdom Possessions. (Austria, Belgium, Denmark, Finland, France, Germany, Greece, Ireland, Italy, Luxembourg, Monaco, Netherlands, Norway, Portugal, Spain, Sweden, United Kingdom). The group of non-European members is composed by Australia Canada, India, Israel, Japan, Lebanon, Singapore, South Korea, Switzerland, Taiwan, Tunisia, USA, and Venezuela.

³²Note that it is not possible to make comparisons across samples using firm-level fixed effects because comparable marginal effects cannot be calculated.

Table 7: European versus Non-European Acquiring firms

	(1)	(2)
	European	Non-European
$\ln(\text{Export Network})_{it-2}$	0.003* (0.002)	0.004*** (0.001)
$\Delta \ln(\text{TFP})_{it-1}$	-0.008** (0.004)	-0.005* (0.003)
Firm Controls	yes	yes
Sector FE	yes	yes
Year Effects	yes	yes
Observations	30,870	24,779
Pseudo R^2	0.165	0.201
Robust standard errors clustered at firm-level in parentheses.		
***, **, * significantly different from 0 at 1%, 5% and 10% levels.		

exporting behavior by target firms in motivating cross-border M&A across the location of acquiring firms.

9 Conclusion

Cross-border mergers and acquisition constitute the primary mode of foreign direct investment. Understanding the motives to acquire affiliates in foreign countries, and understanding the effects of this substantial global economic activity, requires knowing what types of domestic targets multinationals seek to acquire. Here we have argued for two seemingly opposing incentives simultaneously motivate global M&A activity.

In a multi-country world with differences in trade costs across locations, the formation of export networks endogenously creates (trade) cost synergies between firms from different locations. Firms with high initial levels of productivity are better able to establish costly export networks, generating larger surpluses from acquiring a target that was initially more productive. In other words, there are strong incentives for multinational firms to seek out targets that appear to be cherries in the domestic market. The incentives are even stronger for potential acquirers originating from locations far from the domestic market.

Firm productivities are constantly changing over time. When the performance of a domestic firm suffers, there is a greater surplus to be had by transferring control its stock of assets over to new management. Productivity losses among target firms provide an opportunity for multinational acquirers to obtain desired assets at relatively lower costs. Searching for such bargains lead multinational firms to seek out targets that appear to be cherries on sale.

We first constructed a model with endogenous export behavior, dynamic productivity, and endogenous M&A activity that provided several predictions about the patterns of cross-border acquisitions. We found strong evidence in from M&A activity in France that foreign multinationals seek firms with strong prior export behavior and recent productivity losses. We also provided further evidence on the importance of export networks by contrasting acquisition patterns by domestic firms versus foreign multinationals, comparing foreign acquisitions across different countries of origin.

References

- Aghion, Philippe, Philippe Askenazy, Nicolas Berman, Gilbert Cette, and Laurent Eymard**, “Credit constraints and the cyclicality of R&D investment: evidence from France,” *Journal of the European Economics Association*, forthcoming.
- Arellano, Manuel and Raquel Carrasco**, “Binary choice panel data models with predetermined variables,” *Journal of Econometrics*, 2003, *115* (1), 125–157.
- Arnold, Jens and Beata Javorcik**, “Gifted kids or pushy parents? Foreign direct investment and plant productivity in Indonesia,” *Journal of International Economics*, 2009, *79* (1), 42–53.
- Bandick, Roger and Holger Gorg**, “Foreign Acquisition, Plant Survival, and Employment Growth,” *Canadian Journal of Economics*, 2010, *43*, 547–73.
- , –, and **Patrick Karpaty**, “Foreign acquisitions, domestic multinationals and R&D,” 2010. Centre for Economic Policy Research discussion paper 8081.
- Bernard, Andrew B. and J. Bradford Jensen**, “Exceptional exporter performance: cause, effect or both?,” *Journal of International Economics*, 1999, *47* (1), 1–25.
- , **Jonathan Eaton, J. Bradford Jensen, and Samuel Kortum**, “Plants and Productivity in International Trade,” *The American Economic Review*, 2003, *93* (4), 1268–1290.
- , **Stephen Redding, and Peter Schott**, “Multi-product firms and trade liberalization,” *The Quarterly Journal of Economics*, 2011, *forthcoming*. Princeton University working paper.
- Blonigen, Bruce A. and Christopher T. Taylor**, “R&D intensity and acquisitions in high-technologies: evidence from the US electronic and electrical equipment industries,” *Journal of Industrial Economics*, 2000, *48* (1), 47–70.
- , **Ronald B. Davies, Glen R. Waddell, and Helen Naughton**, “FDI in Space: Spatial Autoregressive Relationships in Foreign Direct Investment,” *European Economic Review*, 2007, *51* (5), 1303–25.
- Bricongne, Jean-Charles, Lionel Fontagné, Guillaume Gaulier, Daria Tablioni, and Vincent vicard**, “Firms and the global crisis: French exports in the turmoil,” *Journal of International Economics*, forthcoming.

- Criscuolo, Chiara and Ralf Martin**, “Multinationals and U.S. Productivity Leadership: Evidence from Great Britain,” *Review of Economics and Statistics*, 2009, 91 (2), 263–81.
- Desai, Mihir A., C. Fritz Foley, and James R. Hines Jr.**, “A multinational perspective on capital structure and internal capital markets,” *The Journal of Finance*, 2004, 59 (6), 2451–2487.
- Ekholm, Karolina, Rikard Forslid, and James R. Markusen**, “Export-platform foreign direct investment,” *Journal of the European Economic Association*, 2007, 5 (4), 776–95.
- Guadalupe, Maria, Olga Kuzmina, and Catherine Thomas**, “Innovation and foreign ownership,” *The American Economic Review*, forthcoming.
- Hakkala, Katrina, Fredrik Heyman, and Fredrik Sjöholm**, “Acquisition, Multinationals, and Wage Dispersion,” *Canadian Journal of Economics*, 2011, 44 (2), 627–50.
- Hanson, Gordon H., Raymond J. Mataloni, and Matthew J. Slaughter**, “Expansion strategies of U.S. multinational firms,” in Dani Rodrik and Susan Collins, eds., *Brookings Trade Forum 2001*, Washington, D.C.: Brookings, 2001.
- Harford, Jarrad**, “What drives merger waves?,” *Journal of Financial Economics*, 2005, 77 (3), 529–60.
- Head, Keith and John Ries**, “FDI as an outcome of the market for corporate control: theory and evidence,” *Journal of International Economics*, 2008, 74 (1), 2–20.
- Helpman, Elhanan, Marc J. Melitz, and Yona Rubinstein**, “Estimating Trade Flows: Trading Partners and Trading Volumes,” *Quarterly Journal of Economics*, 2008, 123, 441–87.
- Heyman, Fredrik, Fredrik Sjöholm, and Patrik Gustavsson Tinnvall**, “Is there really a foreign ownership premium? Evidence from matched employer-employee data,” *Journal of International Economics*, 2007, 73 (2).
- Honore, Bo E. and Arthur Lewbel**, “Semiparametric Binary Choice Panel Data Models without strictly exogenous regressors,” *Econometrica*, 2002, 70 (5), 2053–2063.
- **and Elie Tamer**, “Bounds on parameters in panel dynamic discrete choice models,” *Econometrica*, 2006, 74 (3), 611–629.
- Huttunen, Kristiina**, “The Effect of Foreign Acquisition on Employment and Wages: Evidence from Finnish Establishment Data,” *Review of Economics and Statistics*, 2007, 89 (3), 497–509.
- Lai, Huiwen and Susan Chun Zhu**, “U.S. export and multinational production,” *Review of Economics and Statistics*, 2006, 88 (3), 531–548.
- Lee, Donghyun**, “Cross-border mergers and acquisitions with heterogeneous firms: technology vs. market motives,” 2011. mimeo University of Oregon.
- Lichtenberg, Frank R. and Donald Siegel**, “Productivity and changes of ownership in manufacturing plants,” *Brookings Papers on Economic Activity*, 1987, 1987 (3), 643–83.

- Manne, Henry G.**, “Mergers and the Market for Corporate Control,” *Journal of Political Economy*, 1965, 73 (110-20).
- Neary, J. Peter**, “Cross-Border Mergers as Instruments of Comparative Advantage,” *Review of Economic Studies*, 2007, 74 (4), 1229–57.
- Nocke, Volker and Stephen R. Yeaple**, “Cross-border mergers and acquisitions versus greenfield foreign direct investment: the role of firm heterogeneity,” *Journal of International Economics*, 2007, 72 (2), 336–365.
- **and –**, “An assignment theory of foreign direct investment,” *Review of Economic Studies*, 2008, 75 (2), 529–557.
- Olley, G. Steven and Ariel Pakes**, “The dynamics of productivity in the telecommunications industry,” *Econometrica*, 1996, 64, 1263–1298.
- Ramondo, Natalia**, “Foreign Plants and Industry Productivity: Evidence from Chile,” *Scandinavian Journal of Economics*, 2009, 111 (4), 789–809.
- Roberts, Mark J. and James R. Tybout**, “The decision to export in Colombia: an empirical model of entry with sunk costs,” *The American Economic Review*, 1997, 87 (4), 545–564.
- Wooldridge, Jeffrey M.**, “Simple solutions to the initial conditions problem in dynamic, non-linear panel data models with unobserved heterogeneity,” *Journal of Applied Econometrics*, 2005, 20, 39–54.
- Yeaple, Stephen R.**, “The complex integration strategies of multinationals and cross-country dependencies in the structure of foreign direct investment,” *Journal of International Economics*, 2003, 60 (2), 293–314.

10 Appendix

Details of the Proof of Proposition 1

Totally differentiating yields $\frac{dY_{jht}(a,b)}{db} = \mu \frac{M_h}{M_W} \int_{b_L}^{b_H} g_a(A_{jh}(a,b,b')) dG_b(b') \frac{dA_{jh}(a,b,b')}{db} < 0$.

Then applying the implicit function theorem to the identity in (8) we can calculate $\frac{dA_{jh}}{db}$, and substituting we obtain

$$\frac{dY_{jht}(a,b)}{db} = -\mu \frac{M_h}{M_W} \int_{b_L}^{b_H} g_a(A_{jh}(a,b,b')) dG_b(b') \left[\frac{\chi_{jh}(a,b)}{\Omega_{jh}(a,b)} \right], \quad (\text{A.1})$$

where

$$\chi_{jh}(a,b) = \left[\frac{\partial k_j(a,b)}{\partial b} \left(\pi_{k_i(a)s^{ij}}^l(A_{jh}) + \pi_{k_i(a)s^{ij}}^m(A_{jh}) - \pi_{k_i(a)j}^l(a) \right) \right] \leq 0$$

is the profit surplus lost by the merged firm on any reduction export networks established by targets with higher costs to set up export networks $\left(\frac{\partial k_j(a,b)}{\partial b} \leq 0 \right)$, and

$$\begin{aligned} \Omega_{jh}(a,b) &= \frac{\partial k_h(A_{jh},b')}{\partial A_{jh}} \left[\pi_{k_h(A_{jh},b')s^{ij}}^l(A_{jh}) + \pi_{k_h(A_{jh},b')s^{ij}}^m(A_{jh}) - \pi_{k_h(A_{jh},b')h}^m(A_{jh}) \right] \\ &+ \int_{i \in N_j(a,b) \cup N_h(A_{jh},b')} \left[\frac{\partial \pi_{is_{ij}}^l(A_{jh})}{\partial A_{jh}} + \frac{\partial \pi_{is_{ij}}^m(A_{jh})}{\partial A_{jh}} \right] d(i) - \int_{i \in N_j(a,b)} \frac{\partial \pi_{ij}^m(A_{jh})}{\partial A_{jh}} d(i) < 0 \end{aligned}$$

is the corresponding change in the mass of viable foreign acquirers that weights the total effect in (A.2).

The weak inequality in (A.2) is due to the fact that $\left(-\frac{\partial k_j(a,b)}{\partial b} \right)$ is zero if a change in cost to establish export networks for the target firm leads to a change in the export network that is redundant for the merged firm; i.e., if $k_j(a,b) \in N_h(A_{jh}(a,b))$ and relative trade costs are such that $c_j^\epsilon f_{k_j(a,b)j} \tau_{k_j(a,b)j}^{\epsilon-1} = c_h^\epsilon f_{k_j(a,b)h} \tau_{k_j(a,b)h}^{\epsilon-1}$ then $\chi_{jh}(a,b) = 0$.

Details of the Proof of Proposition 2

Here we derive $\frac{dY_{jht}(a,b)}{da} \Big|_{N_j(a,b)}$, or equivalently we derive $\frac{dY_{jht}(a,b)}{da}$ subject to $\frac{\partial k_j(a,b)}{\partial a} = 0$, since we are interested in productivity changes holding export networks fixed. Recall that an increase in a is equivalent to a reduction in firm productivity. Totally differentiating yields

$$\frac{dY_{jht}(a,b)}{da} = -\mu \frac{M_h}{M_W} \int_{b_L}^{b_H} g_a(A_{jh}(a,b,b')) dG_b(b') \left[\frac{\Lambda_j(a,b)}{\Omega_{jh}(a,b)} \right] > 0, \quad (\text{A.2})$$

where

$$\Lambda_j(a, b) = - \left[\int_{i \in N_j(a)} \frac{\partial \pi_{ij}^l(a)}{\partial a} d(i) \right] > 0 \quad (\text{A.2})$$

is (minus) the change profit of a target firm that realizes a negative productivity shock.

Proof of Proposition 3

Let $d\tau^{hij}$ be a shift in trade costs across all destinations i such that the distribution of trade costs from country h stochastically dominates the distribution of costs from country j . (Thus, $d\tau_{ij}$ corresponds to a Radon-Nikodym derivative in the distribution of trade costs between countries.) Note that from the criterion in (11), lower variable trade costs from country j across all markets will lead to an increase in the number of markets to which any firm will export; i.e., $\frac{dk_j(a,b)}{d\tau_{ij}^h} < 0$ for all a and b . The final step is to examine how subsequent differences in the mass of chosen export destinations, indexed by $k_j(a, b)$, affect the likelihood of acquisition. Calculating directly we obtain

$$\frac{dY_{jht}(a, b)}{dk_j(a, b)} = -\mu \frac{M_h}{M_W} \int_{b_L}^{b_H} g_a(A_{jh}(a, b, b')) dG_b(b') \frac{\Delta_j(a, b)}{\Omega_j(a, b)} > 0 \quad (\text{A.3})$$

where

$$\Delta_j(a, b) = \pi_{k_j(a,b)s^{ij}}^l(A_{jh}) + \pi_{k_j(a,b)s^{ij}}^m(A_{jh}) - \pi_{k_j(a,b)j}^l(a) > 0 .$$

Sample Construction

The full sample is composed by 31,611 firms and 168,548 observations over the period 1999-2006. Due to the construction of the M&A information, we lose information on 1999. The sample reduces to 20,476 firms and 90,967 observations because there are also missing information on TFP, export network and other covariates. The introduction of the lag change in TFP and the second lag of the export network and export intensity variables, reduces the sample further to 18,114 firms and 71,830 observations over 2001 to 2006.

In order to build the control group in the estimation of section 8.1, we eliminate all observations for i) firms acquired by French firms after having been foreign owned, ii) firms that have always been foreign owned from 1999-2006, iii) independent firms acquired by French groups; and iv) French groups acquired by French groups. The corresponding sample reduces to 8,759 firms and 32,883 observations. Table 8 reports the number of foreign affiliates and French firms in the control group over the estimation period.

Descriptive Statistics

Figures 2a and 2b show the geographical origins of foreign multinationals acquiring firms in France in 2006. In Figure 2a, we report the share of the number of targets from each

Table 8: Description of the Sample

Year	Number of Foreign Affiliates	Number of French Firms
2001	268	5410
2002	383	5205
2003	457	4998
2004	517	4892
2005	643	4805
2006	760	4545
Total	3028	29855

Figure 2: Geographical Origin of Foreign Groups, 2006 (% total)

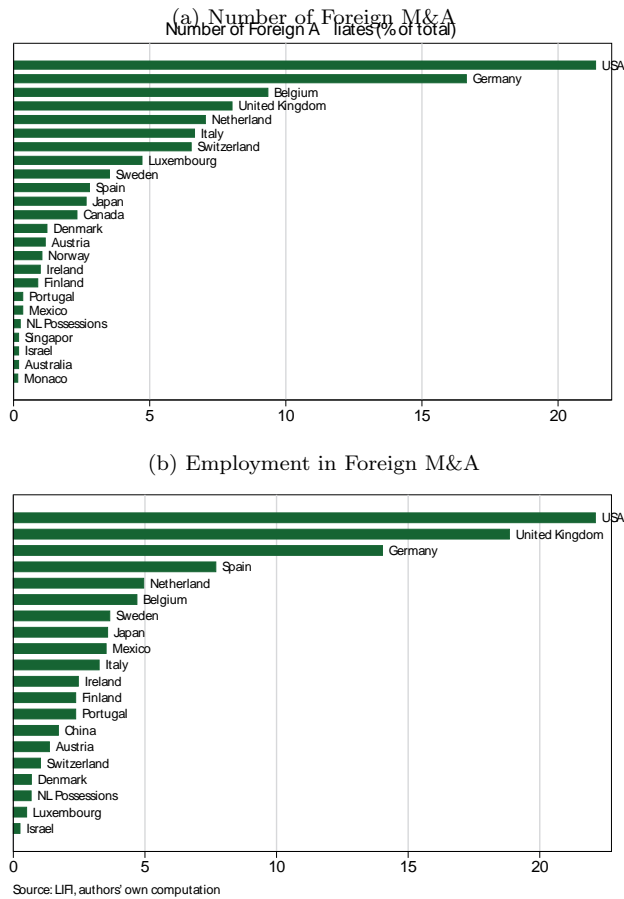


Table 9: Percent premium for group membership compared to independent firm

	Foreign (%)	French (%)	Difference (p.p.)
TFP	3.83	1.76	2.07
Export Network	11.58	7.57	4.00
Export Value	24.56	11.93	12.63
Import Network	14.51	7.15	7.36
Import Value	25.83	12.68	13.15
Value Added	6.01	2.74	3.27
Employment	5.32	2.56	2.78
Wages	6.32	2.10	4.23

Source: Customs, EAE, LIFI, authors' calculation

Table 10: Export networks by Ownership Status

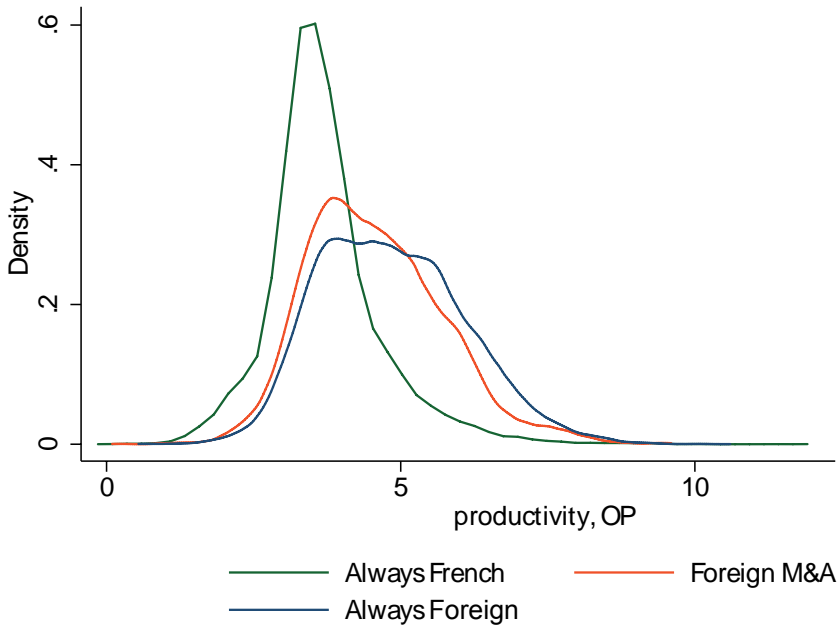
Year	Always Foreign	FM&A	Always French
1999	4.41	4.11	3.34
2000	4.46	4.11	3.38
2001	4.46	4.09	3.36
2002	4.48	4.09	3.35
2003	4.45	4.07	3.31
2004	4.45	4.14	3.39
2005	4.44	4.15	3.37
2006	4.48	4.25	3.48

Source: EAE, LIFI, authors' calculation.
 Values indicate log of number of product-destinations.

countries to the total number of acquired firms. Most of the acquiring firms are located in the European Union with the notable exception of U.S firms. Considering only those firms that have been acquired during the sample period, we show that about one fifth of M&A involves a US parent. The second origin of the acquiring group is Germany (one sixth), followed by Belgium and the UK. In Figure 2b, we use employment to characterize the distribution of operations and report the share of employment by origin country in acquired firms' total employment. The pattern of employment across geographical origins is similar to the simple counts of foreign acquisitions, suggesting that cross-borders M&A are tied real economic activities in the global economy.

Table 10 reports the size of firm export networks across ownership classifications. The group of firms that are always French has an average export network of 28 to 32 pairs of product-destinations. This is far below the average export networks of firms belonging to the group of "Foreign M&A" (58 to 70 pairs). We find that affiliates that have always been

Figure 3: Productivity distributions of Firms by Ownership Classification: 1999-2006



Source: Authors' calculations based on "LIFT" and "EAE" data.

owned by foreign groups have on average the largest export network (82 to 88 product-destinations). In Figure 3 we plot the distribution of firm productivities and it is clear that sample of acquired firms dominate non-acquired firms in terms of productivity.

Estimation Results: Full Tables

Table 11: Full Results - Logistic Estimation with Firm Fixed Effects

	(1)	(2)	(3)	(4)	(5)
$\ln(\text{ExportNetwork})_{t-2}$	1.097*** (0.193)		1.080*** (0.193)	0.936*** (0.230)	0.732*** (0.267)
$\Delta \ln(\text{TFP})_{t-1}$		-0.581*** (0.193)	-0.526*** (0.195)	-2.145*** (0.328)	-3.488*** (0.684)
$\ln(\text{TFP})_{t-1}$				3.916*** (0.595)	5.560*** (1.015)
Share of Intangible $_{t-1}$				4.764*** (1.537)	5.882** (2.348)
Share of Skill $_{t-1}$				13.247*** (1.967)	10.377*** (2.358)
Payment Incidents $_{t-1}$				-0.019 (0.020)	-0.026 (0.054)
Ile de France				-2.735*** (0.929)	-15.184*** (0.732)
$\Delta \ln(\text{TFP})_{t-2}$					-2.288*** (0.503)
Firm FE	yes	yes	yes	yes	yes
Year Effects	yes	yes	yes	yes	yes
Observations	2,728	2,728	2,728	2,601	1,587
Pseudo R^2	0.029	0.006	0.033	0.218	0.201
No. of Switchers	512	512	512	498	352

Robust standard errors clustered at firm-level in parentheses.
***, **, * significantly different from 0 at 1%, 5% and 10% level, respectively.

Table 12: Full Results - Alternative Specifications of Export Networks

	(1)	(2)	(3)	(4)	(5)	(6)
ln(Export Network) $_{it-2}^{CP}$	0.004** (0.002)	0.004* (0.002)	0.619*** (0.166)	0.362* (0.198)		
ln(Export Network) $_{it-2}^C$					0.011*** (0.004)	0.834*** (0.292)
ln(Export Network) $_{it-2}^P$					-0.004 (0.004)	-0.225 (0.209)
$\Delta \ln(\text{TFP})_{it-1}$	-0.014*** (0.005)	-0.014** (0.007)	-2.154*** (0.326)	-3.545*** (0.675)	-0.014** (0.007)	-3.501*** (0.683)
$\Delta \ln(\text{TFP})_{it-2}$		-0.004 (0.006)		-2.336*** (0.493)	-0.004 (0.006)	-2.321*** (0.502)
ln(TFP) $_{t-1}$	0.034*** (0.003)	0.038*** (0.004)	3.966*** (0.591)	5.657*** (0.995)	0.038*** (0.004)	5.589*** (1.009)
Share of Intangible $_{t-1}$	0.026** (0.013)	0.033** (0.016)	4.907*** (1.524)	6.015** (2.362)	0.032** (0.016)	5.963** (2.363)
Share of Skill $_{t-1}$	0.110*** (0.015)	0.120*** (0.018)	13.186*** (1.945)	10.276*** (2.299)	0.119*** (0.018)	10.272*** (2.316)
Payment Incidents $_{t-1}$	0.003* (0.002)	0.007 (0.005)	-0.021 (0.020)	-0.027 (0.052)	0.007 (0.005)	-0.024 (0.050)
Ile de France	-0.017** (0.006)	-0.017** (0.008)	-2.799*** (0.927)	- (0.706)	-0.017** (0.008)	- (0.707)
				14.026***		15.246***
Sector FE	yes	yes	no	no	yes	no
Firm FE	no	no	yes	yes	no	yes
Year Effects	yes	yes	yes	yes	yes	yes
Observations	32,883	25,063	2,601	1,587	25,063	1,587
Pseudo R^2	0.174	0.174	0.213	0.194	0.175	0.200
No. of Switchers	.	.	498	352	.	352

Robust standard errors clustered at firm-level in parentheses.
***, **, * significantly different from 0 at 1%, 5% and 10% levels, respectively.

Table 13: Full Results - European versus Non-European Acquiring firms

	(1)	(2)
	European	Non-European
$\ln(\text{ExportNetwork})_{t-2}$	0.003* (0.002)	0.004*** (0.001)
$\Delta \ln(\text{TFP})_{t-1}$	-0.008** (0.004)	-0.005* (0.003)
$\ln(\text{TFP})_{t-1}$	0.023*** (0.002)	0.010*** (0.002)
Share of Intangible $_{t-1}$	0.016 (0.011)	0.011 (0.007)
Share of Skill $_{t-1}$	0.077*** (0.012)	0.032*** (0.008)
Payment Incidents $_{t-1}$	0.002** (0.001)	0.001* (0.000)
Ile de France	-0.020*** (0.006)	0.000 (0.003)
Sector FE	yes	yes
Year Effects	yes	yes
Observations	30,870	24,779
Pseudo R^2	0.165	0.201

Robust standard errors clustered at firm-level in parentheses.
***, **, * significantly different from 0 at 1%, 5% and 10% levels.