

Mergers & Acquisitions Report: **Austria**2011



KUMMER & COMPANY

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Executive Summary

Mergers & Acquisitions activity (see Section 1)

- Mergers & Acquisitions with Austrian participation has decreased this year.
- While the number of deals has only slightly decreased to 304 transactions (-3%), the value of 3.7 bil. EUR is less than half of what was in 2010 (-54%). Especially, the fourth quarter was a time of low deal volume.

National vs. Cross-border M&A (see Section 2)

- The weak development in M&A is partially due to relatively few national combinations and few foreign acquisitions in Austria.
- The share of national M&A in total Austrian M&A has decreased to 42% and the share of value to only 5%. So the significance of cross-border deals has increased once again.
- The increase of the relative importance during decreasing M&A has been supported by Austrian acquisitions abroad.
- Contrary to periods before, Austrian companies have again favored rather target companies in Western Europe than in the East.

Industry (see Section 3)

- The majority of deals in terms of number has taken place in industrials, consumer goods, and high technology.
- By transaction value, deals in the financial sector, energy & power, and consumer goods ranked first.

Top deals (Section 4)

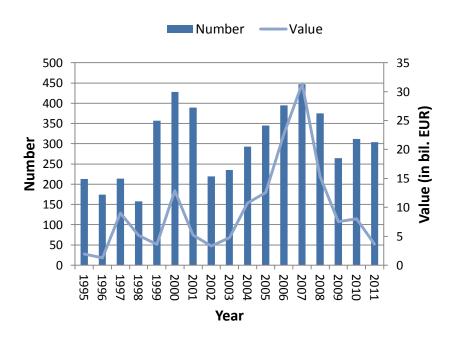
- The big deals have been missing in 2011. There is not a single deal above 1 bil. EUR to be found among the top deals. The biggest one is a share buy back by OMV.
- 7 out of the top 10 deals were carried out by Austrian companies.

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1) M&A ACTIVITY IN AUSTRIA

Austrian M&A Activity in 2011



In 2011, there have been **304 transactions** valued at **3.7 bil. EUR** with Austrian participation.

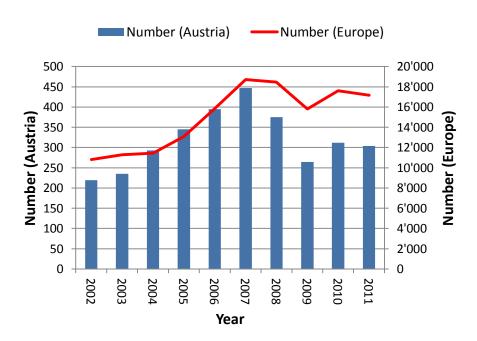
The number of M&A have slightly decreased (-2.6%). Compared with the 2010, the value of deals however has significantly decreased (-54%) – its lowest level since 2002.

Trend in Austrian M&A

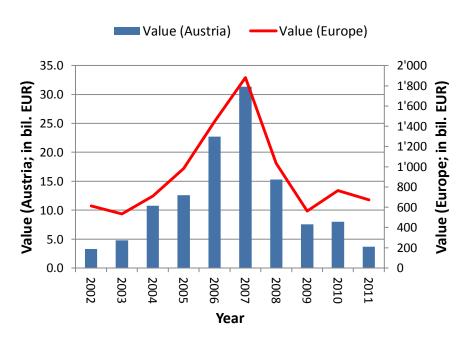




Austrian M&A Activity in 2011: Comparison with Europe



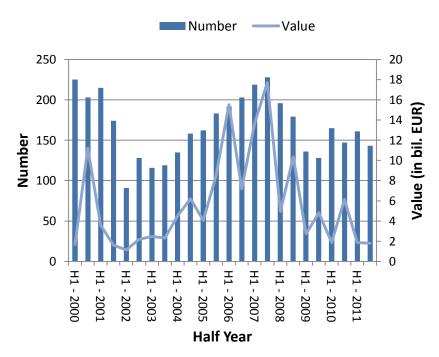
The **number of transactions** in Europe (see left figure) has decreased compared to 2010. But overall M&A with Austrian participation remains relatively low. The **value of transactions** in Europe (see right figure) has decreased as well, but not as drastically as Austrian M&A.



Trend in European M&A



Austrian M&A Activity: 2nd Half of 2012



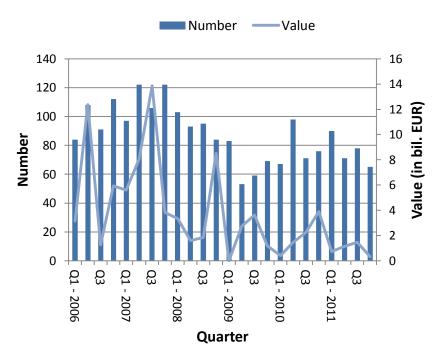
In the second half of 2011, there have been **143** transactions valued at **1.8 bil. EUR** with Austrian participation.

Both, the **number and value of M&A have decreased** compared to the 2nd half of 2010 and the first half of 2011.

Trend in Austrian M&A

compared to	Number	Value
H2 - 2010	-2.7%	-70.6%
H1 - 2011	-11.2%	-3.1%

Austrian M&A Activity: Q4, 2011



In the fourth quarter of 2011, there have been 65 transactions valued at 337 mil. EUR with Austrian participation.

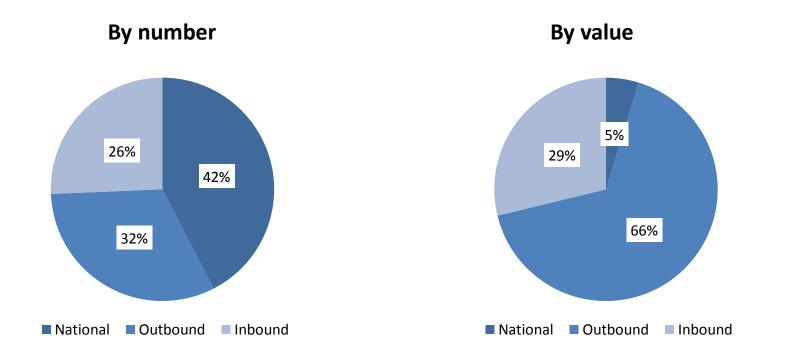
Both, the **number and value of M&A have decreased** compared to the 4th quarter of 2010 and the 3rd quarter of 2011

Trend in Austrian M&A

compared to	Number	Value	
2010 - Q4	-14.4%	-91.3%	
2011 - Q3	-16.7%	-77.0%	

2) NATIONAL AND CROSS-BORDER M&A ACTIVITY IN AUSTRIA

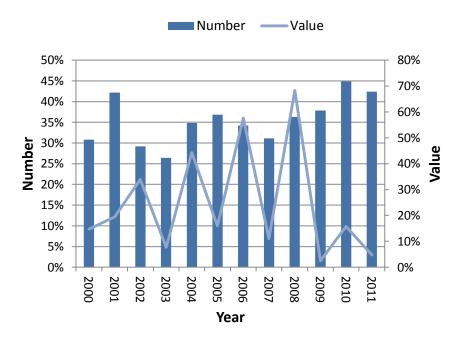
Austrian M&A Deals 2011: National vs. Crossborder



The majority of all transactions in 2011 have been national transactions (see figure on the left side). By value (see right) however especially Austrian acquisitions abroad played a major role, contributing two thirds to the total value, while value of national transaction was extremely low.

National Austrian M&A Deals 2011

Share of Austrian national deals in total M&A activity

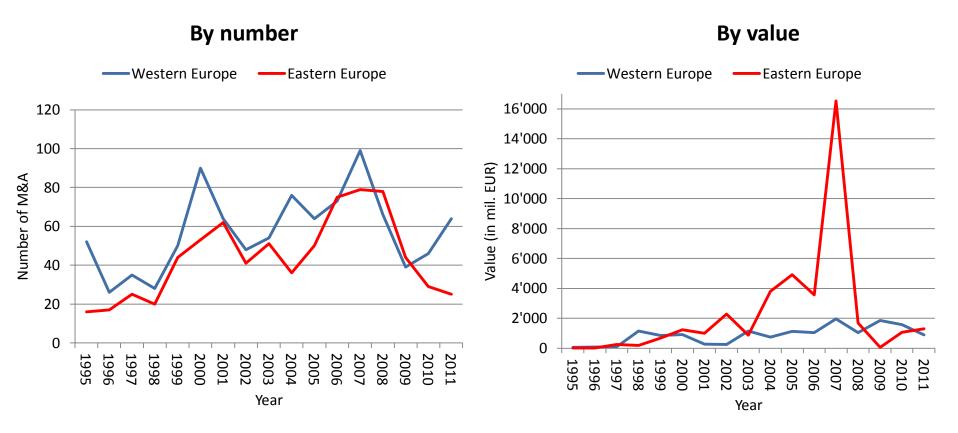


In 2011, there have been 129 national transactions valued at 174 mil. EUR.

The share of national M&A in total Austrian M&A has decreased to 42% and the share of value to 5%.

Acquisitions by Austrian companies abroad remained relatively stable while national combinations and foreign acquisitions in Austria have slowed down.

Austrian Acquisitions: Eastern vs. Western Europe, 1995-2011



In 2011, Austrian companies have again **increased their acquisitions in Western Europe**, while acquisitions in Eastern Europe has continued to decrease (see left side).

In terms of **value**, however the amount of acquisitions **in Eastern Europe** with 1'300 mil. EUR has been **higher** than in the West with 890 mil. EUR.

Most favorite countries for Austrian acquisitions abroad in 2011

Top 10 – By numbers

Rank Country	Number of deals	Value of deals (in mil. EUR)
1 Germany	38	226
2 Romania	5	476
3 Netherlands	5	11
4 Poland	3	665
5 United States	3	229
6 Croatia	3	35
7 China	3	23
8 Russian Fed	3	7
9 United Kingdom	2	618
10 Belgium	2	3

Top 10 – By value

Rank Country	Value of deals (in mil. EUR)	Number of deals
1 Poland	665	3
2 United Kingdom	618	2
3 Romania	476	5
4 United States	229	3
5 Germany	226	38
6 Bulgaria	100	1
7 Croatia	35	3
8 China	23	3
9 Republic of Ireland	21	1
10 Norway	13	1

Acquisitions by foreign companies in Austria in 2011 by countries

Top 10 – By numbers

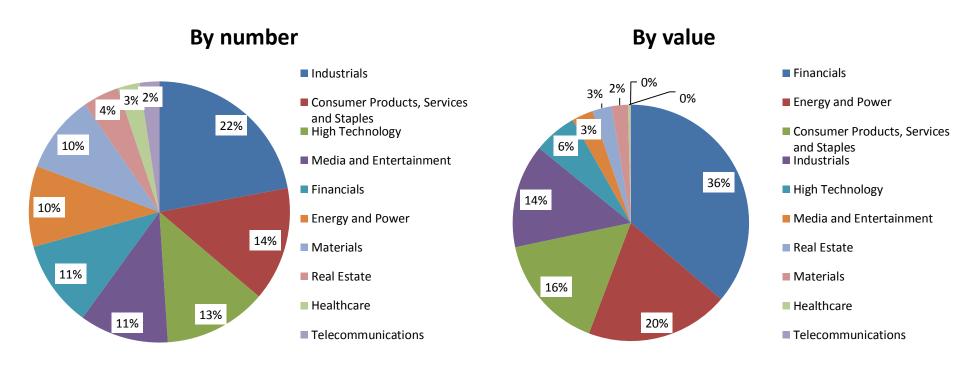
Rank Country	of deals	Value of deals (in mil. EUR)
1 Germany	26	13
2 United States	8	119
3 United Kingdom	7	17
4 China	3	101
5 Russia	1	645
6 Kazakhstan	1	120
7 Brazil	1	16
8 Sweden	1	12
9 Greece	1	10
10 Saudi Arabia	1	6

Top 10 – By value

Rank	Country	Value of deals (in mil. EUR)	Number
	1 Russia	645	1
	2 Kazakhstan	120	1
	3 United States	119	8
	4 China	101	. 3
	5 United Kingdom	17	7
	6 Brazil	16	1
	7 Germany	13	26
	8 Sweden	12	1
	9 Greece	10	1
1	10 Saudi Arabia	6	1

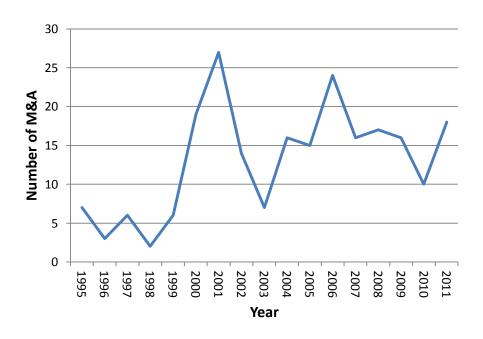
3) M&A IN AUSTRIA BY INDUSTRY

Austrian Transactions by Industry in 2011



- With respect to the number of transactions, the majority of M&A transactions took place in the industrials, consumer goods, and high technology industry.
- By value of deals, transactions in the financial sector, energy & power, and consumer goods ranked first.

Austrian M&A by Private Equity in 2011



- The number of acquisitions by private equity or of a private equity nature has significantly increased in 2011. The number of such deals has increased to 18 (+44%).
- Overall, the number of transactions contributed 14% of total M&A with Austrian participation in 2011 (8% last year).

4) TOP AUSTRIAN M&A DEALS

Austrian Top Deals 2011

Rank Target Company	Target	Acquiror Company	Acquiror	Value Status
	Country		Country	(in mil. EUR)
1 OMV AG	Austria	OMV AG	Austria	895 Pending
2 Volksbank International AG	Austria	Sberbank Rossii	Russia	645 Pending
3 Jimmy Choo Ltd	UK	Labelux Group	Austria	612 Completed
4 EFG Eurobank Ergasias SA	Poland	Raiffeisen Bank International AG	Austria	490 Pending
5 Banca Comerciala Romana SA	Romania	Erste Group Bank AG	Austria	433 Pending
6 Strabag SE	Austria	Strabag SE	Austria	235 Intended
7 Texas Advanced Optoelectronic	US	austriamicrosystems AG	Austria	225 Completed
8 Raiffeisen Bank Polska SA	Poland	Raiffeisen Bank International AG	Austria	175 Intended
9 Hotel am Schubertring	Austria	Vernyi Kapital	Kazakhstan	120 Completed
10 Sensor Dynamics AG	Austria	Maxim Integrated Products Inc	US	116 Completed

Appendix

Unless otherwise stated:

- All sources of data have been: Thomson Financial, Institute of Mergers, Acquisitions and Alliances (IMAA) analysis.
- Deals analyzed have been "announced" which is the standard of analysis for most reports. Announced means that we have included deals with the status: Completed, Unconditional, Intended, Pending Due to Regulatory Reasons, and Pending, Partially Completed, Status Unknown, and Withdrawn. This explicitly excludes the deals with the status: Seeking Buyer, Rumor, Discontinued Rumor, and Seeking Buyer.

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