

Table of Contents

Foreword	V
Acknowledgements	VII
Table of Contents	IX
Index of Figures	XV
Index of Tables	XVII
Index of Abbreviations	XXI
A Introduction and Founding Theory	1
1 Introduction and Overview	1
1.1 Relevance of Thesis	1
1.2 Research Objectives	3
1.3 Research Approach	7
1.4 Structure of Analysis	9
2 Definition and Context	11
2.1 Buyouts: a Definition	11
2.2 Characteristics of Buyouts	14
2.2.1 Industry-Specific Characteristics	15
2.2.2 Company-Specific Characteristics	18
2.2.3 Longevity of Buyouts and their Exit	20
2.3 Institutional Governance Framework	25
2.3.1 Buyout Investors	26
2.3.2 Stock Market	28
2.3.3 Strategic Owner	31
3 Related Theory to the Buyout Cycle	32
3.1 Introduction	33
3.2 Agency Theory	36
3.2.1 Agency Costs of Equity and Debt	38
3.2.2 Agency Costs of Free Cash Flow	40
3.2.3 Agency Costs during the Buyout	41
3.2.4 Agency Costs in the Post-Exit Period	44
3.3 Resource-Based View	48
3.3.1 Overview Resource Base	49
3.3.2 Categories of Resources and Capabilities	51
3.4 Corporate Governance-Related Perspective	54
3.4.1 Stakeholders in General and their Claims	55
3.4.2 Large Investors	56
3.5 Active Ownership and the Governed Corporation	60

B	Model building and Hypotheses Development	65
1	Introduction to the Basic Model	65
2	Post-Exit Changes in the Governance Structure and Managerial Objectives	68
2.1	Changes in Governance Structure at the Exit	69
2.1.1	Debt Leverage over the Buyout Cycle	69
2.1.2	Ownership Structure and Performance	79
2.1.3	Owner Identity and Activity Level of Investors	86
2.1.4	Change of Management Shareholdings	94
2.1.5	Concluding Remarks	98
2.2	Changes in Motives and Potential Wealth Transfer	99
2.2.1	Buyout Investors	101
2.2.2	Post-Exit Shareholders	103
2.2.3	Management	104
2.2.4	Employees	106
2.2.5	Debt Holders	107
2.3	Changes in Management Objectives at the Exit	108
2.3.1	Emphasis on Efficiency by Management	109
2.3.2	Emphasis on Corporate Entrepreneurship by Management	111
3	Post-Exit Changes in Efficiency-Focused Management Activities	114
3.1	Introductory Remarks	114
3.2	Changes in Operations and Manufacturing	115
3.2.1	Operational Productivity and Employment	116
3.2.2	Asset Productivity and Capital Expenditure	124
3.2.3	Outsourcing, Offshoring and Partnering	129
3.2.4	Working Capital Management	133
3.3	Changes in Administration and Organization	136
3.3.1	Overhead Productivity	137
3.3.2	Hierarchical Complexity and Decision-Making	141
3.3.3	Efficiency of Management Control Systems	145
4	Post-Exit Changes in Entrepreneurial Growth Focused-Management Activities	150
4.1	Introductory Remarks	150
4.2	Changes in Strategy	156
4.2.1	Strategic Positioning	157
4.2.2	Diversification and Scope	171
4.3	Changes in Innovation	178
4.3.1	R&D Spending and Efficiency	179
4.3.2	R&D Focus and Cooperation	189

4.4	Change in Market Development	191
4.5	Change in Human Resource Management	198
4.5.1	Human Resources	199
4.5.2	Top Management Resources	203
4.5.2.1	Quality and Composition of Team	203
4.5.2.2	Incentive System and Compensation	209
5	Performance Development during the Buyout Cycle	215
5.1	Introductory Remarks	215
5.2	Performance Development during Buyout Restructuring	215
5.3	Post-Exit Performance Development	227
5.3.1	Exit Market Development in Germany	227
5.3.2	Determining Concerns for the Choice of Exit Channel	231
5.3.3	Costs and Benefits	235
5.3.4	Performance Development of a LBO exiting via Going-Public	237
5.3.4.1	General Empirical Evidence related to a Going-Public	237
5.3.4.2	Changes in Corporate Governance and Performance at Going-Public	243
5.3.4.3	Performance of LBOs Going Public	246
5.3.5	Performance Development of a Buyout Exiting via Trade Sale	251
5.3.5.1	General Empirical Evidence related to a Trade Sale	251
5.3.5.2	Changes in Corporate Governance and Performance after a Trade Sale	255
C	Empirical Part	259
1	Research Methodology	259
1.1	Identification of Case Studies	259
1.2	Measures for Analyses	261
1.2.1	Measures for Corporate Governance	261
1.2.2	Measures for Management Objectives	262
1.2.3	Measures for Value Creation Levers	263
1.2.4	Measures for Performance Development	267
1.3	Data Collection	269
2	Case Study: Wincor Nixdorf	271
2.1	Case Description	271
2.1.1	Company Development before the Buyout	271
2.1.2	Company Development during the Buyout Period	273
2.1.2.1	Efficiency-Focused Management Activities	273
2.1.2.2	Entrepreneurial Growth-Focused Management Activities	275
2.1.3	Company Development After The Exit	277
2.1.3.1	Market And Competitive Environment	277

- 2.1.3.2 Efficiency-Focused Management Activities 278
- 2.1.3.3 Entrepreneurial Growth Focused-Management Activities 285
- 2.2 Case Analysis 297
 - 2.2.1 Changes in Governance over the Buyout Cycle and in the Post-Exit Period 297
 - 2.2.1.1 Debt Leverage 297
 - 2.2.1.2 Ownership Concentration 299
 - 2.2.1.3 Activity Level of Investors 301
 - 2.2.1.4 Managerial Shareholdings 305
 - 2.2.2 Changes in Management Objectives 308
 - 2.2.3 Changes in Efficiency-Focused Management Activities 310
 - 2.2.4 Changes in Entrepreneurship-Focused Management Activities 314
 - 2.2.5 Changes in Performance Development 318
- 3 Case Study: Techem 324
 - 3.1 Case Description 324
 - 3.1.1 Company Development before the Buyout 324
 - 3.1.2 Company Development during Buyout 325
 - 3.1.2.1 Efficiency-Focused Management Activities 325
 - 3.1.2.2 Entrepreneurial Growth-Focused Management Activities 327
 - 3.1.3 Company Development after the Exit 330
 - 3.1.3.1 Market and Competitive Environment 330
 - 3.1.3.2 Efficiency-Focused Management Activities 331
 - 3.1.3.3 Entrepreneurial Growth Focused-Management Activities 336
 - 3.2 Case Analysis 351
 - 3.2.1 Changes in Governance over the Buyout Cycle and in the Post-Exit Period 351
 - 3.2.1.1 Debt Leverage 351
 - 3.2.1.2 Ownership Concentration 353
 - 3.2.1.3 Activity Level of Investors 357
 - 3.2.1.4 Managerial Shareholdings 359
 - 3.2.2 Changes in Management Objectives 362
 - 3.2.3 Changes in Efficiency-Focused Management Activities 364
 - 3.2.4 Changes in Entrepreneurship-Focused Management Activities 367
 - 3.2.5 Changes in Performance Development 372
- 4 Case Study: Trevira 379
 - 4.1 Case Description 379
 - 4.1.1 Company Development before the Buyout 379
 - 4.1.2 Company Development during the Buyout Period 381
 - 4.1.2.1 Efficiency-Focused Management Activities 381

4.1.2.2	Entrepreneurial Growth-Focused Management Activities	383
4.1.3	Company Development after the Exit	386
4.1.3.1	Market and Competitive Environment	388
4.1.3.2	Efficiency-Focused Management Activities	388
4.1.3.3	Entrepreneurial Growth Focused-Management Activities	395
4.2	Case Analysis	401
4.2.1	Changes in Governance over the Buyout Cycle and in the Post-Exit Period	401
4.2.1.1	Debt Leverage	402
4.2.1.2	Ownership Concentration	403
4.2.1.3	Activity Level of Investors	405
4.2.1.4	Managerial Shareholdings	407
4.2.2	Changes in Management Objectives	410
4.2.3	Changes in Efficiency-Focused Management Activities	411
4.2.4	Changes in Entrepreneurship-Focused Management Activities	416
4.2.5	Changes in Performance Development	421
5	Comparative Case Study Analysis	427
5.1	Changes in Governance Structure	427
5.1.1	Debt Leverage	427
5.1.2	Ownership Concentration	428
5.1.3	Activity Level of Investors	429
5.1.4	Managerial Shareholdings	431
5.2	Changes in Management Objectives	433
5.3	Changes in Efficiency-Focused Management	436
5.4	Changes in Entrepreneurial Growth-Focused Management	445
5.5	Changes in Performance Development	458
5.5.1	During the LBO	458
5.5.2	Post-LBO	459
5.5.2.1	Revenue Growth	459
5.5.2.2	Margin Development	460
5.5.2.3	Cash Flow from Operations	463
5.5.2.4	Cash Flow from Investments and Resulting Free Cash Flow	466
5.6	Discussion	467
5.7	Closing Remarks	472
D	Synthesis and Outlook	475
1	Research Synthesis and Conclusion	475
2	Contributions to Research and to Practice	482
2.1	Contributions to Agency Theory	482
2.2	Contributions to Corporate Governance Theory	484

2.3	Contributions to Operations Management, Strategy, and Corporate Entrepreneurship Research	487
2.4	Contributions to Finance Research	489
2.5	Applications of Findings to Post-Ext Shareholders and Investors	493
3	Limitations of Study and Areas of Future Research	497
E	Appendix	501
1	Interview Partners	501
2	Key Financials of Case Studies	502
F	References	505