

Compatible Mergers: Assets, Service Areas and Market Power¹

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¹The analysis and conclusions set forth are those of the authors and do not indicate concurrence by other members of the staff, by the Board of Governors, or by the Federal Reserve Banks.

研究の動機：合併の要因と帰結

- ▶ 合併に関する経済学的研究の2つの問い

1. 合併の理由
2. 合併の帰結

適切な合併政策をデザインするためには両者の統合的分析が必要

- ▶ 社会的に望ましい合併と企業の私的動機による合併が乖離する可能性

- ▶ シナジー: Takeda/Syrrx
- ▶ 市場支配力: JAL/JAS

- ▶ 合併の実証研究を妨げる二つの問題

1. データの制約
2. 合併審査によるセレクション

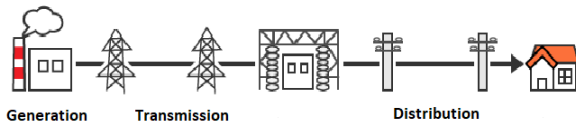
この研究

- ▶ 戦前日本の電力産業のデータを構築
 1. 一つの産業内で多数の合併が観察される
 2. 独占規制当局の不在
 3. 企業／発電所レベルの詳細なデータが利用可能
- ▶ 先行研究では不可能だった統合的分析を実施
 - ▶ 個々の合併の特徴がどのような帰結をもたらすのかを解明
 - ▶ 合併の特徴: 設備の補完性, 顧客の補完性, 地理的近接性
 - ▶ 合併の帰結: コスト, 発電量, 設備稼働率, 価格
 - ▶ 合併の特徴が合併の意思決定に与える影響を検討

Background and Data

電力産業の特徴と構造

- ▶ 電力は貯蔵不可能な財：需要に供給をリアルタイムで一致させる必要
- ▶ 電力産業は以下の3つの活動により構成：



1. 発電 (Generation)
2. 送電 (Transmission)
3. 配電 (Distribution)

私たちが分析する時代の顧客は2種類に大別

- ▶ 電力 – 主に事業者向け，昼間
- ▶ 電燈 – 主に家庭向け，夜間

データ (1/3): データの出典

- ▶ 電気事業要覧
 - ▶ 逋信省編
 - ▶ 年刊（ただし，本研究では 1914, 1918, 1922, 1926, 1930 年を使用）
- ▶ この期間に焦点を当てる理由
 - ▶ 送電技術の進歩によって長距離送電が可能に
 - ▶ 以前は市街地に設置された石炭火力が主体
 - ▶ 1910 年頃を境に水力発電が主体に
 - ▶ 1932 年以降は価格が許認可制に移行

データ (3/3): 利用可能な情報

- ▶ 発電所レベル

- ▶ 発電容量 (Capacity) (kW)
- ▶ 発電量 (Output) (MWh)
- ▶ 位置
- ▶ 所有企業

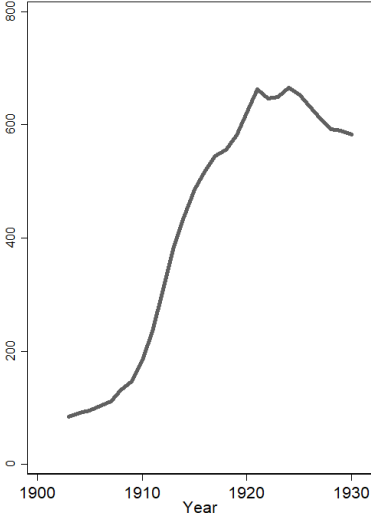
- ▶ 企業レベル

- ▶ 供給区域 (Service area) – 700-800 市郡
- ▶ 送電線延長 (Total transmission line distance) (km)
- ▶ 電力収入/電燈収入 (Revenue from business- and retail-customers)
- ▶ 発電費用/送電線維持費用
- ▶ 財務データ

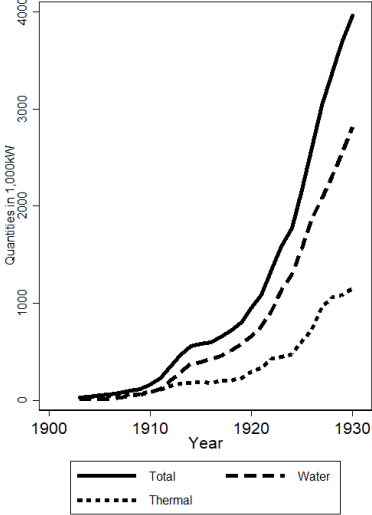
- ▶ 合併情報

電力産業の発展 (1/2)

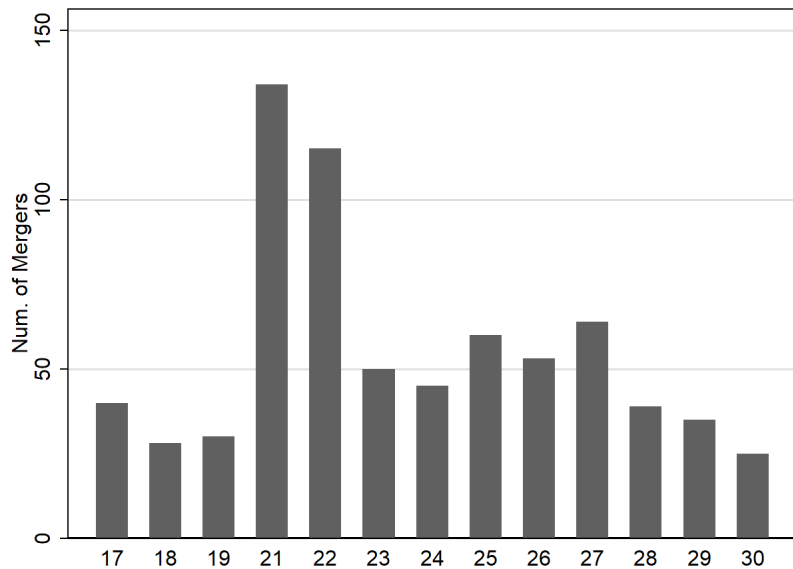
(a) Number of Electric Utility Firms



(b) Electricity Generation Capacity



電力産業の発展 (2/2): 合併件数



記述統計 (1/2): 企業屬性

	1918		1922		1926		1930	
	mean	sd	mean	sd	mean	sd	mean	sd
National-level variables								
# of Firms	276		205		391		368	
Firm-level variables								
Capacity	2,370	7,832	4,068	10,913	5,889	25,647	9,958	46,055
Distance	132	210	265	424	303	1,101	621	2,320
# of Plants	1.98	1.70	2.46	2.49	2.64	4.98	3.09	5.77
Output	11,881	37,386	17,885	49,318	21,425	91,213	32,699	127,246
Electricity Cost	232	769	613	2,086	609	3,844	966	5,265
Rev. from Retail C	230	747	492	1,624	501	2,610	685	3,702
Rev. from Business C	173	603	427	1,505	556	2,857	802	3,860
# of Business Area	3.71	4.45	4.42	5.93	3.54	8.29	3.86	9.55
Market-level variables								
# of Firms	2.31	1.53	2.69	1.83	2.92	2.10	2.53	1.79

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記述統計 (2/2): 合併属性

	1918		1922		1926		1930	
	mean	sd	mean	sd	mean	sd	mean	sd
National-level								
# of Mergers	25		232		157		142	
Acquirers								
# of Acquirers	15		95		74		62	
Capacity	5,465	14,283	4,729	9,543	12,933	27,616	29,399	57,724
Distance	343	396	323	522	934	1,505	1,517	2,509
Output	26,408	67,781	14,689	40,114	36,459	79,576	116,021	20,864
# of Business Area	6.87	9.17	5.41	6.49	8.96	11.95	11.95	17.98
Targets								
# of Target	19		61		57		61	
Capacity	657	1,798	2,417	7,079	5,219	28,256	12,660	62,762
Distance	41	60	204	561	110	178	1081	4647
Output	2,534	7,277	5,007	19,870	34,117	192,848	53,041	210,275
# of Business Area	2.10	2.02	3.63	4.92	1.78	2.16	5.44	14.96

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Empirical Analysis

合併の帰結 (1/7): 推定式

「合併の特徴」がどのような帰結をもたらすかを以下の式で推定

$$\Delta \ln y_{it} = \alpha + \phi D_{it} + \mu \mathbf{M}_{it} + \beta \Delta \ln \mathbf{x}_{it} + \epsilon_{it}$$

- ▶ 被説明変数: $\Delta \ln y_{it} = \ln y_{i,t} - \ln y_{i,t-1}$
 - ▶ 平均費用
 - ▶ 総発電量
 - ▶ 発電施設稼働率, 送電施設稼働率
 - ▶ 平均価格
- ▶ 説明変数
 - ▶ D_{it} : 合併ダミー変数
 - ▶ \mathbf{M}_{it} : 合併の特性
 - 供給区域の重複
 - 有形資産構成比: Tangible (generation/line) asset composition
 - 無形資産構成比: Intangible (business/retail) customer composition
 - ▶ $\Delta \ln \mathbf{x}_{it}$: その他制御変数の差分

合併の帰結 (2/8): 変数の定義の例

企業 i が企業 j と合併した企業の場合は以下のように定義:

- ▶ 被説明変数: 総発電量

$$\Delta \log output_{it} = \log output_{it} - \log (output_{i,t-1} + output_{j,t-1})$$

- ▶ 被説明変数

- ▶ 供給区域の重なり度合い ($TotalOverlapFraction_{it}$)

$$\frac{\text{企業 } i \text{ と企業 } j \text{ の両企業によってカバーされている供給区域の数}}{\text{企業 } i \text{ の供給区域数} + \text{企業 } j \text{ の供給区域数}}$$

- ▶ 有形資産の差分 ($DifferenceInTangibleAssets_{it}$)

$$\left| \frac{Capacity_{it-1}}{Line\ Distance_{it-1}} - \frac{Capacity_{it-1} + \sum_{j \in Tar_{it}} Capacity_{jt-1}}{Line\ Distance_{it-1} + \sum_{j \in Tar_{it}} Line\ Distance_{jt-1}} \right|$$

合併の帰結 (2/7): 平均費用

	(1)	(2)	(3)	(4)	(5)	(6)
	$\Delta \log UC$	$\Delta \log UC$	$\Delta \log UC$	$\Delta \log UC$	$\Delta \log UC$	$\Delta \log UC$
Merger Dum.	-0.0165 (0.128)	0.0913 (0.173)	0.254 (0.181)	-0.0908 (0.118)	0.0468 (0.158)	0.224 (0.165)
Overlap Frac.		-0.0267 (0.115)	-0.0415 (0.114)		-0.0556 (0.105)	-0.0722 (0.104)
Diff in Tang. A.		-0.315*** (0.0739)	-0.255*** (0.0762)		-0.317*** (0.0674)	-0.251*** (0.0694)
Diff in Intang. A.			-0.235*** (0.0797)			-0.257*** (0.0727)
$\Delta \log(\text{Capacity})$				-0.518*** (0.0487)	-0.519*** (0.0480)	-0.521*** (0.0477)
$\Delta \log(\text{Line Dist.})$				0.00460 (0.0670)	0.00404 (0.0661)	0.0127 (0.0656)
Other Controls	Yes	Yes	Yes	Yes	Yes	Yes
Observations	776	776	776	766	766	766
Adjusted R^2	0.077	0.097	0.107	0.207	0.229	0.242

合併の帰結 (2/7): 平均費用

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合併の帰結 (3/7): 総発電量

	(1)	(2)	(3)	(4)	(5)	(6)
	$\Delta \log \text{ Out}$	$\Delta \log \text{ Out}$	$\Delta \log \text{ Out}$	$\Delta \log \text{ Out}$	$\Delta \log \text{ Out}$	$\Delta \log \text{ Out}$
Merger Dum.	0.0635 (0.127)	-0.0484 (0.172)	-0.203 (0.180)	0.177* (0.104)	0.0403 (0.140)	-0.128 (0.146)
Overlap Frac.		0.0380 (0.114)	0.0521 (0.114)		0.0610 (0.0924)	0.0768 (0.0917)
Diff in Tang A.		0.285*** (0.0735)	0.228*** (0.0759)		0.292*** (0.0596)	0.230*** (0.0613)
Diff in Intang. A.			0.223*** (0.0794)			0.244*** (0.0642)
$\Delta \log(\text{Capacity})$				0.591*** (0.0431)	0.592*** (0.0424)	0.594*** (0.0420)
$\Delta \log(\text{Line Dist.})$				0.335*** (0.0587)	0.336*** (0.0578)	0.328*** (0.0573)
Other Controls	Yes	Yes	Yes	Yes	Yes	Yes
Observations	787	787	787	771	771	771
Adjusted R^2	0.059	0.076	0.084	0.331	0.351	0.363

合併の帰結 (4/7): 発電設備稼働率

	(1)	(2)	(3)	(4)	(5)	(6)
	$\Delta \log \text{Utl}$	$\Delta \log \text{Utl}$	$\Delta \log \text{Utl}$	$\Delta \log \text{Utl}$	$\Delta \log \text{Utl}$	$\Delta \log \text{Utl}$
Merger Dummy	0.171 (0.111)	0.00389 (0.150)	-0.172 (0.157)	0.177* (0.104)	0.0403 (0.140)	-0.128 (0.146)
Overlap Frac.		0.0908 (0.0995)	0.107 (0.0988)		0.0610 (0.0924)	0.0768 (0.0917)
Diff in Tang. A.		0.289*** (0.0642)	0.225*** (0.0660)		0.292*** (0.0596)	0.230*** (0.0613)
Diff in Intang. A.			0.253*** (0.0690)			0.244*** (0.0642)
$\Delta \log(\text{Capacity})$				-0.409*** (0.0431)	-0.408*** (0.0424)	-0.406*** (0.0420)
$\Delta \log(\text{Line Dist.})$				0.335*** (0.0587)	0.336*** (0.0578)	0.328*** (0.0573)
Other Controls	Yes	Yes	Yes	Yes	Yes	Yes
Observations	787	787	787	771	771	771
Adjusted R^2	0.033	0.059	0.074	0.147	0.174	0.189

合併の帰結 (5/7): 送電設備稼働率

	(1)	(2)	(3)	(4)	(5)	(6)
	$\Delta \log \text{Utl}$	$\Delta \log \text{Utl}$	$\Delta \log \text{Utl}$	$\Delta \log \text{Utl}$	$\Delta \log \text{Utl}$	$\Delta \log \text{Utl}$
Merger Dummy	0.165 (0.121)	0.0672 (0.163)	-0.0790 (0.171)	0.177* (0.104)	0.0403 (0.140)	-0.128 (0.146)
Overlap Frac.		0.0227 (0.108)	0.0363 (0.107)		0.0610 (0.0924)	0.0768 (0.0917)
Diff in Tang. A.		0.294*** (0.0695)	0.240*** (0.0718)		0.292*** (0.0596)	0.230*** (0.0613)
Diff in Intang. A.			0.213*** (0.0752)			0.244*** (0.0642)
$\Delta \log(\text{Capacity})$				0.591*** (0.0431)	0.592*** (0.0424)	0.594*** (0.0420)
$\Delta \log(\text{Line Dist.})$				-0.665*** (0.0587)	-0.664*** (0.0578)	-0.672*** (0.0573)
Other Controls	Yes	Yes	Yes	Yes	Yes	Yes
Observations	771	771	771	771	771	771
Adjusted R^2	0.062	0.082	0.091	0.304	0.325	0.338

合併の帰結 (6/7): 平均価格

	(1)	(2)	(3)	(4)	(5)	(6)
	$\Delta \log(p)$	$\Delta \log(p)$	$\Delta \log(p)$	$\Delta \log(p)$	$\Delta \log(p)$	$\Delta \log(p)$
$\Delta \text{Avg \# of Firms}_t$	0.00688 (0.0257)	-0.00653 (0.0254)	-0.00770 (0.0253)	0.0104 (0.0227)	-0.00363 (0.0223)	-0.00503 (0.0221)
Merger Dum.	-0.0112 (0.104)	0.150 (0.141)	0.286* (0.146)	-0.0716 (0.0912)	0.120 (0.123)	0.277** (0.127)
Overlap Frac.		-0.0851 (0.0916)	-0.0968 (0.0911)		-0.114 (0.0798)	-0.128 (0.0789)
Diff in Tang. A.		-0.283*** (0.0584)	-0.231*** (0.0603)		-0.287*** (0.0509)	-0.227*** (0.0522)
Diff in Intang. A.			-0.203*** (0.0633)			-0.234*** (0.0549)
$\Delta \log(\text{Capacity})$				-0.468*** (0.0372)	-0.470*** (0.0363)	-0.472*** (0.0359)
$\Delta \log(\text{Line Dist.})$				0.115** (0.0522)	0.119** (0.0510)	0.127** (0.0504)
Other Controls	Yes	Yes	Yes	Yes	Yes	Yes
Observations	756	756	756	743	743	743
Adjusted R^2	0.108	0.137	0.148	0.274	0.307	0.324

合併の帰結 (7/7): コストと価格の関係

	(1)	(2)	(3)	(4)
	$\Delta \log \text{UC}$	$\Delta \log(p)$	$\Delta \log \text{UC}$	$\Delta \log(p)$
$\Delta \text{Avg \# of Firms}_t$	-	-0.00770	-	-0.00503
	-	(0.0254)	-	(0.0221)
Merger Dummy	0.254	0.286*	0.224	0.277**
	(0.1814)	(0.141)	(0.165)	(0.127)
Overlap Fraction	-0.0415	-0.0968	-0.0722	-0.128
	(0.114)	(0.0911)	(0.1045)	(0.0789)
Diff in Tangible Asset	-0.255***	-0.231***	-0.251***	-0.227***
	(0.0762)	(0.0603)	(0.0694)	(0.0522)
Diff in Intangible Asset	-0.235***	-0.203***	-0.257***	-0.234***
	(0.0797)	(0.0633)	(0.0727)	(0.0549)
$\Delta \log(\text{Capacity})$			-0.521***	-0.472***
			(0.0477)	(0.0359)
$\Delta \log(\text{Line Distance})$			0.0127	0.127**
			(0.0656)	(0.0504)
Other Controls	Yes	Yes	Yes	Yes
Observations	776	756	766	743
Adjusted R^2	0.107	0.137	0.229	0.324

合併の意思決定要因 (1/6): 仮説

1. 供給区域の重複は合併を促進するか？
2. 資産（有形・無形）の補完的な構成は合併を促進するか？
 - ▶ 近年の例
 - ▶ 巨大 IT 企業がスタートアップを買収 (資金/技術)
 - ▶ グローバル企業がローカル企業を買収 (製品/顧客アクセス)
 - ▶ 本研究における潜在的な資産の補完性
 - ▶ 有形資産の構成 (発電/送電)
 - ▶ 無形資産の構成 (昼間需要/夜間需要)

合併の意思決定要因 (2/6): 推定式

- ▶ 以下のプロビット・モデルを推定

$$D_{ijt} = \begin{cases} 1, & \text{if } V_{ijt} \geq 0, \\ 0, & \text{if } V_{ijt} < 0, \end{cases}$$

$$\text{where } V_{ijt} = \beta_0 + \beta_1 x_{it} + \beta_2 x_{jt} + \beta_3 x_{ijt} + \varepsilon_{ijt}$$

ただし,

- ▶ D_{ijt} : 実際に企業 i と j が合併したか否かのダミー変数
 - ▶ V_{ijt} : (観測されない) 合併企業の価値
 - ▶ x_{it} : 買収企業の属性
 - ▶ x_{jt} : 被買収企業の属性
 - ▶ x_{ijt} : 買収企業と被買収企業の属性の交差項
- ▶ 潜在的なマッチは複数のシナリオを仮定

合併の意思決定要因 (3/5): 関数の特定化

- ▶ 企業 i (買収企業) と j (被買収企業) が合併した場合の価値関数

$$\begin{aligned}V_{ij} &= \beta_0 + \beta_1 \text{OverlapFraction}_{ij} \\ &= +\beta_2 \text{Capacity}_i + \beta_3 \text{Capacity}_j \\ &\quad +\beta_4 \text{LineDist}_i + \beta_5 \text{LineDist}_j \\ &\quad +\beta_6 \text{Capacity}_i \text{Capacity}_j + \beta_7 \text{LineDist}_i \text{LineDist}_j \\ &\quad +\beta_8 \text{Capacity}_i \text{LineDist}_j + \beta_9 \text{LineDist}_i \text{Capacity}_j \\ &\quad +\dots + \varepsilon_{ij}\end{aligned}$$

- ▶ β_8 や β_9 が正であれば、資産のシナジーが合併を促していると言える

合併の意思決定要因 (4/5): 推定結果

Dep = Merger Dum.	(1)	(2)	(3)	(4)
Overlap Fraction		3.835*** (0.325)	3.852*** (0.327)	3.856*** (0.331)
ln(Acq. Capacity)	0.070** (0.033)	-0.086 (0.065)	-0.077 (0.076)	-0.069 (0.088)
ln(Tar. Capacity)	0.029 (0.028)	-0.298*** (0.095)	-0.308** (0.124)	-0.345*** (0.131)
ln(Acq. Line Dist.)	0.211*** (0.048)	0.296*** (0.083)	0.281*** (0.100)	0.286*** (0.103)
ln(Tar. Line Dist.)	-0.022 (0.036)	0.019 (0.102)	0.024 (0.144)	0.048 (0.146)
ln(Acq. Capacity) × ln(Tar. Capacity)		0.036*** (0.010)	0.022 (0.019)	0.036 (0.022)
ln(Acq. Line Dist.) × ln(Tar. Line Dist.)		-0.001 (0.015)	-0.027 (0.033)	-0.018 (0.035)
ln(Acq. Capacity) × ln(Tar. Line Dist.)			0.018 (0.024)	0.008 (0.026)
ln(Acq. Line Dist.) × ln(Tar. Capacity)			0.020 (0.025)	0.010 (0.028)
Acq. Frac. of Elect Rev.				-0.230 (0.339)
Tar. Frac. of Elect Rev.				0.210 (0.375)
Acq. Frac. of Elect Rev. × Tar. Frac. of Elect Rev.				-1.004 (0.813)
Other Controls	Yes	Yes	Yes	Yes
Observations	36,858	36,858	36,858	36,491
Pseudo R ²	0.251	0.346	0.346	0.347

Standard errors in parentheses

* $p < 0.10$, ** $p < 0.05$, *** $p < 0.01$

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合併の意思決定要因 (5/5): 結果の要約と考察

- ▶ 合併の意思決定要因に関する発見
 - ▶ 供給区域に重複がある場合に企業が合併を行う傾向がある
 - ▶ 資産（有形・無形）の補完性は合併の意思決定に影響を与えていない
- ▶ その含意
 - ▶ （合併審査が無いと）社会的に望ましくない合併がより起こる可能性
 - ▶ 合併の意思決定の段階では考慮されていない可能性がある (Merger failures)

結論

▶ 合併の帰結

費用: 有形・無形資産の構成が補完的な場合、発電設備稼働率、及び、送電設備稼働率の上昇によってコストが減少する

価格: 合併によって価格は上昇しないが、価格支配力は上昇している

▶ 合併の意思決定要因

- ▶ 供給区域に重複が多いほど合併する傾向がある
- ▶ 有形・無形資産の構成は意思決定には影響を与えていない

▶ 政策的含意

- ▶ 当時独占規制当局が存在していたならば、社会的厚生は上昇していた可能性がある
- ▶ 合併政策をデザインする際には、“merger compatibility”を市場集中度と共に精査する必要がある

関連文献

- ▶ 合併の意思決定要因
 - ▶ Akkus, Cookson and Hortacsu (2016, MS)
 - ▶ Uetake and Watanabe (2017)
- ▶ 合併の帰結
 - ▶ サーベイ: Ashenfelter et al (2014, JLE)
 - ▶ Ashenfelter et al (2014, Rand)
 - ▶ Akkus, Cookson and Hortacsu (2016, MS)
 - ▶ Focarelli and Panetta (2003, AER)
 - ▶ Allen et al (2014, AER)
 - ▶ Ohashi and Toyama (2017, JIE)