A Study on the Relationship Between Leveraged Buyouts and Profitability

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Abstract. This article delves into the profitability of post-buyout subsidiaries resulting from Leveraged Buyouts (LBOs), focusing on prominent examples such as Blackstone, Hilton, Bain Capital, and Toys "R" Us. Through a comparative analysis of two scenarios, it scrutinizes the impact of LBOs on the profitability of these companies. Previous research predominantly concentrated on isolated aspects, lacking comprehensive cross-comparisons across various domains. This study addresses this gap by broadening the scope, aiming for a more holistic understanding. The paper examines notable instances such as the Blackstone Hilton lawsuit and Bain Capital's involvement with Toys "R" Us. It reveals that the success of LBOs hinges on several critical factors, including a robust underlying business model, an appropriate financing structure, and a well-defined exit strategy. By elucidating these key components, the research provides insights into the dynamics of LBOs and their implications for post-buyout profitability. The findings contribute to a deeper comprehension of the intricate relationship between LBOs and profitability, offering valuable guidance for stakeholders in the financial and corporate sectors.

Keywords: Leveraged Buyouts; Profitability analysis; Strategic management.

1. Introduction

LBOs are characterized by their capacity to enable significant acquisitions through a substantial amount of debt financing, typically secured by the assets of the acquired company. This approach relies on leverage, using a little amount of equity to control a greater asset base, with the goal of achieving high returns on equity through successfully turning around or growing the target firm. One of the primary virtues of LBOs is their capacity to instigate efficiency improvements. By taking a company private, LBO investors can focus on long-term strategic initiatives without the quarterly earnings pressures public companies face. This perspective is supported by Kaplan's seminal work, which found that LBOs often lead to significant operational improvements in the firms they target [1]. The post-LBO environment, characterized by high debt levels, necessitates strict financial discipline, fostering an environment where efficiency and cash flow management are paramount.

The execution of an LBO is a complex undertaking that requires meticulous planning, sophisticated financial modeling, and strategic foresight. The process involves several stages, including due diligence, financing structuring, negotiation, and post-acquisition integration. Each stage is fraught with challenges, from accurately valuing the target and structuring the debt in a way that balances risk and return, to managing the operational transition and realizing the envisioned value creation post-acquisition. The complexity is further accentuated by the need to navigate a fluctuating economic landscape. Interest rates, market sentiment, and regulatory environments play crucial roles in determining the timing and structure of LBO transactions. The strategic alignment of the target company's potential with the LBO's operational and financial restructuring capabilities is critical for success.

Recent years have seen several high-profile LBO transactions that illustrate the continued importance and evolving nature of this strategy. For instance, the 2021 acquisition of Medline Industries by a consortium of private equity firms, including Blackstone, Carlyle Group, and Hellman & Friedman, for about $34 billion, underscores the scale and strategic ambition inherent in modern LBOs. Medline, a healthcare supplies manufacturer, represented an attractive target due to its significant market position, stable cash flows, and potential for operational enhancements [2].

Another notable example is the LBO of Thyssenkrupp Elevator by Advent and Cinven in 2020, valued at approximately €17.2 billion [3]. This deal highlighted the strategic use of LBOs to carve out divisions from larger conglomerates, aiming to unlock value by focusing on core competencies and growth opportunities in a standalone entity.

Despite the potential for high returns, LBOs carry significant risks, primarily stemming from the use of substantial debt financing. The financial leverage amplifies the effects of operational performance on the ability to service debt, making LBOs particularly sensitive to economic downturns and market volatility. The case of Toys "R" Us, which filed for bankruptcy in 2017 following a leveraged buyout, exemplifies the potential pitfalls of unsustainable debt levels and the inability to adapt to competitive market dynamics [4]. Moreover, the success of an LBO depends heavily on the post-acquisition strategy. Operational improvements, market expansion, and strategic investments are crucial for servicing debt and realizing value. This requires not only financial acumen but also deep industry expertise and effective management execution.

Leveraged buyouts are a crucial and intricate aspect of corporate finance, providing a powerful method for creating value by making selective purchases funded with substantial debt. Leveraged buyouts (LBOs) are crucial for enhancing operating efficiencies, restructuring organizations for expansion, and providing significant returns to investors. A deep comprehension of financial structures, market dynamics, and operational management is necessary due to the intricacy and hazards involved in LBOs. Recent instances of leveraged buyouts highlight the potential benefits and difficulties associated with this approach, emphasizing the importance of careful preparation, strategic vision, and precise implementation for achieving success. LBO plans will vary in response to changes in the economic climate, demonstrating the inventiveness and adaptability needed to negotiate the complexity of modern corporate finance.

2. Case Analysis: Blackstone & Hilton

The acquisition of Hilton Hotels Corporation by Blackstone Group represents one of the most notable LBOs in the hospitality industry. This detailed account covers the timeline, major events, and background of the acquisition. Before its acquisition, Hilton Hotels Corporation was a leading global hospitality company, founded by Conrad Hilton in 1919. With its headquarters in Beverly Hills, California, the company owned, managed, or franchised a portfolio of brands across the globe, including Hilton, Conrad Hotels & Resorts, DoubleTree, and Hampton Inn. By the time of the acquisition, Hilton had over 500 hotels in 78 countries, showcasing its significant footprint in the hospitality sector. In the early 2000s, Hilton Hotels Corporation was performing well, with a strong portfolio of properties and a solid position in the market. However, the global financial climate and the evolving dynamics of the hospitality industry made Hilton a prime target for acquisition. Blackstone Group, an American private equity, alternative asset management, and financial services firm, saw an opportunity to capitalize on Hilton's strong brand and global presence.

In April 2007, initial discussions and considerations regarding the acquisition of Hilton Hotels Corporation began within Blackstone. With a strong history of investing in real estate, Blackstone identified Hilton as a valuable addition to its portfolio. By July 3, 2007, Blackstone Group publicly announced its intention to acquire Hilton for approximately $26 billion, marking one of the largest LBOs in the hospitality industry. The deal, comprising a mix of cash and debt, valued Hilton at $47.50 per share, representing a premium of nearly 40% over its pre-announcement stock price [5]. Finally, on October 24, 2007, the acquisition was completed, transitioning Hilton Hotels Corporation into a private entity as its shares were delisted from the New York Stock Exchange. This pivotal moment signaled the commencement of a new chapter for Hilton under Blackstone's ownership. Notably, post-acquisition, strategic moves and developments have shaped Hilton's trajectory, reflecting its evolution and growth under Blackstone's stewardship [6].

Following the acquisition, Blackstone swiftly implemented a series of strategic initiatives aimed at maximizing Hilton's value. One of the initial and critical steps taken was the restructuring of

Hilton's debt, a pivotal move especially in the aftermath of the 2008 financial crisis, which had profoundly affected the real estate and hospitality sectors [7]. Concurrently, Blackstone concentrated on bolstering Hilton's global footprint, with a particular focus on burgeoning markets like China and India. This expansion strategy entailed introducing existing Hilton brands into new territories while also launching new brands tailored to diverse market segments. Additionally, Blackstone prioritized operational enhancements within Hilton, directing investments toward improving technological infrastructure and elevating guest experiences to enhance profitability and sustain competitiveness within the industry [8]. In December 2013, Blackstone made a strategic decision to capitalize on the recovering global hospitality market and commence the realization of its investment in Hilton by taking the company public once again. The IPO proved immensely successful, serving as a testament to the value creation achieved since the acquisition, and solidifying Hilton's position as a leading player in the hospitality sector [9].

The acquisition of Hilton Hotels Corporation by Blackstone Group is a landmark case in the hospitality industry, showcasing the potential of leveraged buyouts to transform companies. Blackstone's strategic management post-acquisition, focused on debt restructuring, operational improvements, and global expansion, was instrumental in Hilton's growth. The successful IPO in 2013 further validated the acquisition's success, making it a case study in how private equity can drive value in the hospitality sector. This acquisition not only reshaped Hilton's trajectory but also had a lasting impact on the industry, illustrating the significant role of private equity in corporate transformations. The acquisition of Hilton Hotels Corporation by Blackstone Group represents one of the most notable LBOs in the hospitality industry.

Looking at Hilton's 2013 financial report, it finds that Hilton is off to a good start after its initial public offering and it can be found that Hilton outperformed its main competitors in terms of revenue, profit and net unit growth in 2013 [8]. Meanwhile Hilton's performance was highlighted by a 5.2% increase in revenue per available room (RevPAR) across the business, as Figure 1 shown. In addition, the adjusted EBITDA increased 13 per cent to $2.21 billion and it achieved 4.5 per cent net unit growth in the managed and franchised segments. Hilton's performance has been elevated due to a strategic makeover initiated after the company was acquired by Blackstone in 2007. The corporation underwent a strategic shift after Blackstone acquired it in 2007. Hilton was presented with a unique and exceptional chance to restore a nearly century-old company, which was once a prominent figure in the hospitality sector, to its former position of leadership.

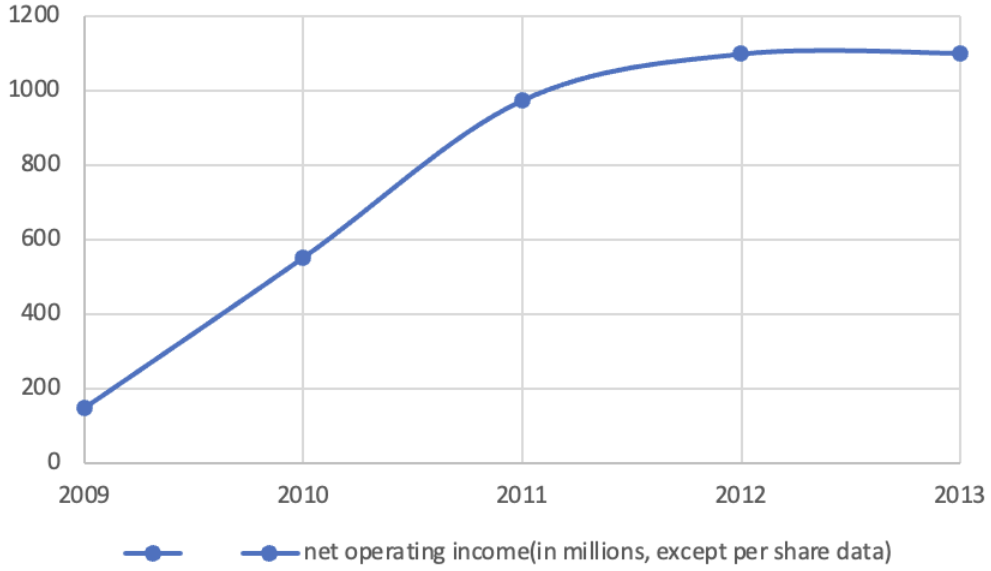


Fig. 1 Statement of operations data (Photo/Picture Credit: Original)

3. Case Analysis: Bain Capital & Toys R Us

The LBO of Toys R Us in 2005 is a prime example of how high leverage and industry shifts can lead to the downfall of a major company [10]. The buyout was executed by a group of private equity investors including KKR & Co., Bain Capital, and Vornado Realty Trust, who acquired Toys "R" Us for approximately $6.6 billion. The acquisition was heavily financed through debt, with the consortium putting in around $1.3 billion of equity and borrowing the rest.

Several factors contributed to the failure of Toys R Us. Firstly, the acquisition saddled the company with a substantial debt burden exceeding $5 billion, resulting in high-interest payments that significantly eroded its cash flows. This financial strain left Toys R Us with limited flexibility to invest in crucial areas such as store renovations, technological upgrades, and the development of e-commerce platforms [11]. Secondly, the retail landscape experienced substantial shifts with the emergence of e-commerce giants like Amazon and aggressive pricing strategies from discount retailers such as Walmart and Target. Toys R Us struggled to compete effectively due to its outdated stores and weak online presence, failing to keep pace with the convenience and competitive pricing offered by online competitors. Despite efforts to revamp its online sales platform, the company's endeavors were insufficient and came too late. Lastly, despite various restructuring attempts, including store closures, cost-cutting measures, and investments in online retailing, Toys R Us was unable to reverse its declining fortunes [12]. The heavy debt load hampered its ability to invest adequately in these initiatives, perpetuating a cycle of underinvestment and diminishing sales.

The culmination of these challenges proved insurmountable for Toys "R" Us, leading to its declaration of Chapter 11 bankruptcy protection in September 2017. The company sought this legal recourse in an attempt to restructure its debt and breathe new life into the business. However, by early 2018, it became evident that a successful turnaround was not achievable. Consequently, in March 2018, Toys "R" Us made the heartbreaking decision to liquidate all of its U.S. stores, resulting in the displacement of approximately 30,000 employees. Subsequently, the company either sold or shuttered its operations in other countries, signaling the end of an era for the iconic brand [13].

4. Conclusion

In summary, leveraged buyouts (LBOs) represent a compelling strategy with the potential to yield substantial value for both investors and target companies, provided that certain conditions are met and critical factors are carefully managed. The success of LBOs hinges on a meticulous approach to planning and execution, alongside adept management of financial and operational risks. Several key elements contribute significantly to the success of LBOs, the foremost being the strength of the underlying business. This encompasses factors such as solid cash flows, which are essential for effective debt servicing and operational investment. Predictable cash flow patterns, often associated with subscription-based revenue models or long-term contracts, provide stability and confidence in financial projections. Moreover, the resilience of a business's earnings, demonstrated through its ability to maintain profitability even in adverse economic conditions, is crucial for weathering market fluctuations and ensuring sustainable performance.

Additionally, a robust competitive position is vital for the success of an LBO. Companies that occupy a leadership position or exhibit strong competitiveness within their respective markets possess sustainable competitive advantages, such as brand recognition, technological superiority, or exclusive partnerships. These advantages fortify the company's ability to defend market share and preserve profit margins, contributing to long-term value creation. Furthermore, high barriers to entry for potential competitors serve as a protective barrier, safeguarding the company's market position and profitability. Whether arising from significant capital requirements, regulatory constraints, or specialized expertise, these barriers deter new entrants and bolster the company's competitive advantage.

In conclusion, while leveraged buyouts offer compelling opportunities for value creation, success is contingent upon careful consideration of various factors. By prioritizing a solid underlying business,

a strong competitive position, and barriers to entry, LBOs can maximize their potential for success and deliver substantial returns for investors while fostering sustainable growth for the target company. Through strategic planning, diligent execution, and prudent risk management, LBOs can navigate challenges effectively and realize their full potential as a value-enhancing strategy in the corporate landscape.

References

[1] Kaplan, S. N. (1989). The effects of management buyouts on operating performance and value. Journal of Financial Economics, 24(2), 217–254.

[2] Lerner, J., & Leamon, A. (2023). Teaching Private Equity in an Era of Uncertainty: Introduction to Private Equity, Venture Capital, and the Financing of Entrepreneurship: The Power of Active Investing, New York, Wiley 2023. Venture Capital, and the Financing of Entrepreneurship: The Power of Active Investing, New York, Wiley.

[3] Zykov, S. V. (2022). Fostering Digitalization: IT-Intensive Businesses. In IT Crisisology Casebook: Smart Digitalization for Sustainable Development (pp. 65-87). Singapore: Springer Nature Singapore.

[4] Corkery, M. (2017). Toys R Us files for bankruptcy crippled by competition and debt. New York Times, (September 19).

[5] Rockett, G. (2024). Hilton's approach to diversity, equity and inclusion management. In The Routledge Handbook of Diversity, Equity, and Inclusion Management in the Hospitality Industry (pp. 321-331). Routledge.

[6] Austin, N., & Phalippou, L. (2023). Decomposing value gains–The case of the best leveraged buy-out ever. Journal of Corporate Finance, 81, 102317.

[7] Singh, P., Gupta, A., & Dwivedi, P. (2023, March). Financial and Management Accounting: The Analysis of Financial Models for comparison. In 2023 2nd International Conference for Innovation in Technology (INOCON) (pp. 1-6). IEEE.

[8] Hilton Annual reports. (2013). https://ir.hilton.com/financial-reporting/annual-reports, last accessed 2024/03/03.

[9] Hilton, B., Hajihashemi, B., Henderson, C. M., & Palmatier, R. W. (2020). Customer Success Management: The next evolution in customer management practice?. Industrial marketing management, 90, 360-369.

[10] Morgan, J., & Nasir, M. A. (2021). Financialised private equity finance and the debt gamble: The case of Toys R Us. New political economy, 26(3), 455-471.

[11] Stowell, D. P., & Raino, M. (2017). The Toys "R" Us LBO. Kellogg School of Management Cases, 1-23.

[12] Wang, X., Chan, C. K., & Yang, L. (2021). Economic restructuring and migrant workers' coping strategies in China's Pearl River Delta. Third World Quarterly, 42(4), 812–830.

[13] Lee, H. K. and Abdul Raziff, A.R. (2021). The impact of technology adoption on the success and failure of two toys industry: Hasbro and toys R us, The Journal of Management Theory and Practice (JMTP), 96-103.