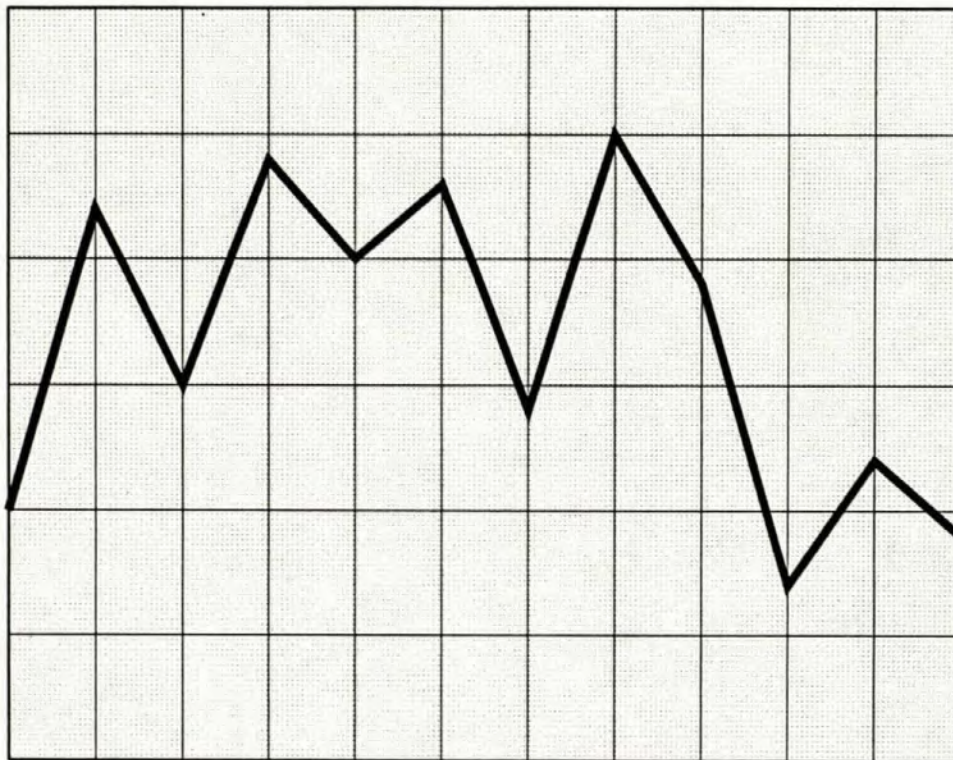


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REGIS- TERS & ACQUISITIONS BULLETIN

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This bulletin replaces the "Quarterly Statistics" publication issued
by

INVESTMENT CANADA

JUNE 1993



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The "Mergers & Acquisitions Bulletin" replaces the Investment Canada "Quarterly Statistics" publication. The intent of the Bulletin is to bring together, inter alia, information from a variety of sources on merger and acquisition activity in Canada and globally. The new report takes into account the results of a reader questionnaire conducted late last year. The Bulletin will be published quarterly and contain the most current information available. Each source of information looks at merger and acquisition activity from a different perspective.

Within the various series of data, there are minor differences in the definition of an acquisition and some series use the "announcement" of an acquisition as an entry date while others use "completion" or another date as the entry date. These differences are minor and will not effect the overall trends but may affect the direct comparability of the data. The initial year of data varies from source to source but all series have at least 5 years data. The sources of information are identified below.

Sources

1. The Investment Canada Act requires that acquisitions of businesses in Canada by non-Canadians be notified to Investment Canada. Above certain thresholds and depending on the nationality of the investor the acquisition may be reviewable. From 1974 to 1985, the Foreign Investment Review Agency had responsibility for reviewing foreign acquisitions of Canadian businesses. The information on acquisitions during this period have been merged with the Investment Canada data. This information provides a 20 year review of foreign acquisition activity in Canada.

Information is entered in this series when the decision is announced in the monthly press release. This is usually after the transaction is announced but before it can be completed. The series includes both direct and indirect acquisitions.

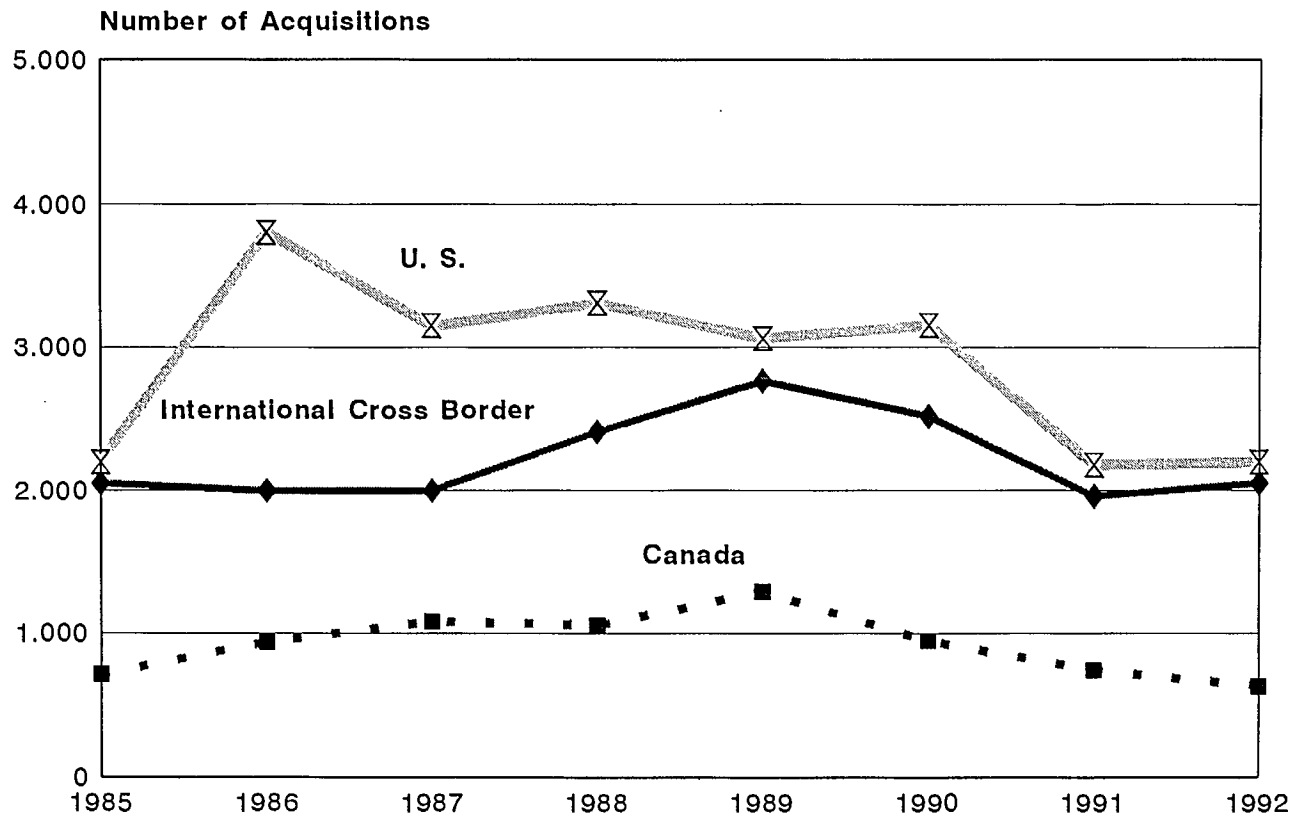
2. Mergers and Acquisitions in Canada is a monthly publication of Toronto-based Crosbie & Co. It also produces an annual Directory which gives detailed information on merger and acquisition activity in Canada. This series is compiled by date of announcement. It includes acquisitions in which one of the parties is based in Canada, ie. a Canadian company acquiring another Canadian company, a foreign company acquiring a Canadian company directly, but not indirectly, and a Canadian company acquiring or selling a business outside Canada.

3. Dealwatch The KPMG Report on International Mergers and Acquisitions is published quarterly by the international headquarters of KPMG in Amsterdam, The Netherlands. This report covers cross-border merger and acquisition activity and is a good source of international investment activity. The Bulletin takes from this publication data on Canadian acquisitions abroad. It is based on the date of completion of the acquisition.

4. Mergers and Acquisitions, The Journal of Corporate Venture is published bi-monthly by MLR Publishing, Philadelphia, U.S.A. The publication covers extensively mergers and acquisitions in the United States from many angles including foreign acquisitions of American businesses, LBOs, American acquisitions abroad and acquisitions in selected industries. Information entered into the series is based on the date of completion of the transaction.

5. The final source of information is the Bureau of Competition Policy, Consumer and Corporate Affairs Canada. This Department administers the Competition Act and compiles the Merger Registry which lists and summarizes reports of acquisitions that appear in the financial press and trade publications. Under this Act, acquisitions above certain thresholds, regardless of the nationality of the investor, must be notified to the Bureau of Competition Policy before the transaction is complete.

INTERNATIONAL TRENDS IN M&As

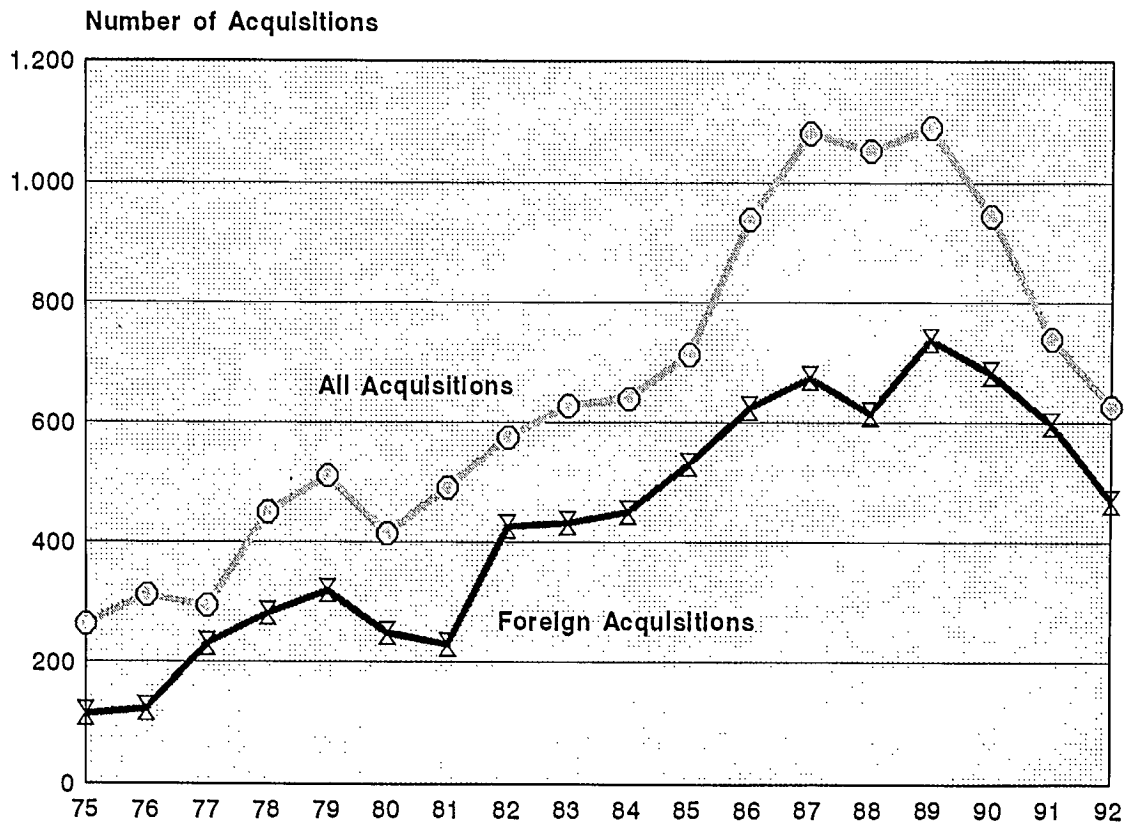


Sources: Consumer & Corporate Affairs, Ottawa
Dealwatch, KPMG Internationa, Amsterdam
Mergers & Acquisitions, New York

Highlights

- * Merger & acquisition activity in Canada roughly parallels activity in the United States and internationally.
- * However, in 1992, the number of cross-border transactions & transactions in the U.S. increased slightly as compared to the number of transactions in Canada, which decreased slightly.

LONG TERM ACQUISITION TREND IN CANADA



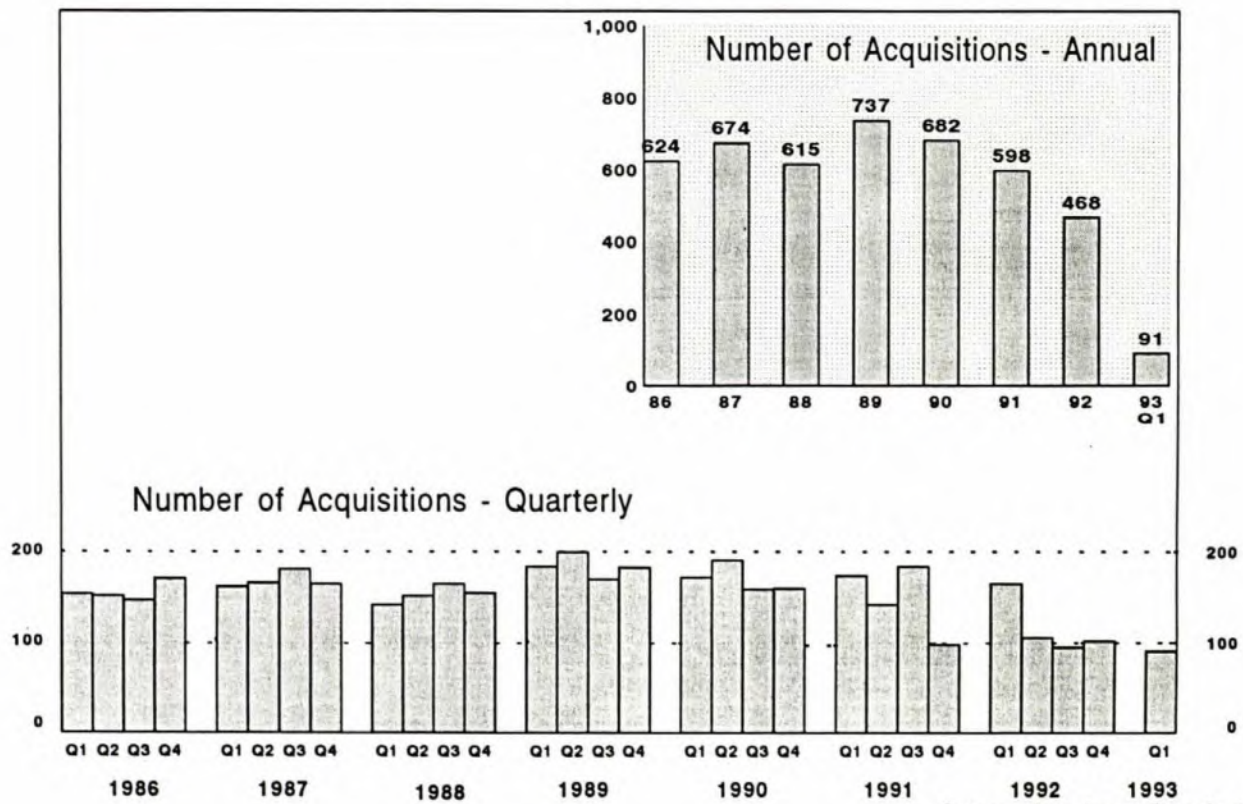
Sources: Investment Canada, Ottawa
Consumer & Corporate Affairs, Ottawa

Highlights

- * The level of mergers & acquisitions in Canada dropped in 1992, continuing a trend started 4 years earlier.
- * The Mergers Register which is maintained by the Bureau of Competition Policy, Consumer & Corporate Affairs Canada, identified 627 mergers in Canada in 1992. This is roughly the same number as recorded 10 years earlier.
- * Investment Canada was notified of 468 foreign acquisitions of Canadian businesses, the lowest number since 1984. Of the 468 acquisitions, 73 were reviewed by Investment Canada.

FOREIGN ACQUISITIONS IN CANADA

QUARTERLY FROM JANUARY 1, 1986 TO MARCH 31, 1993



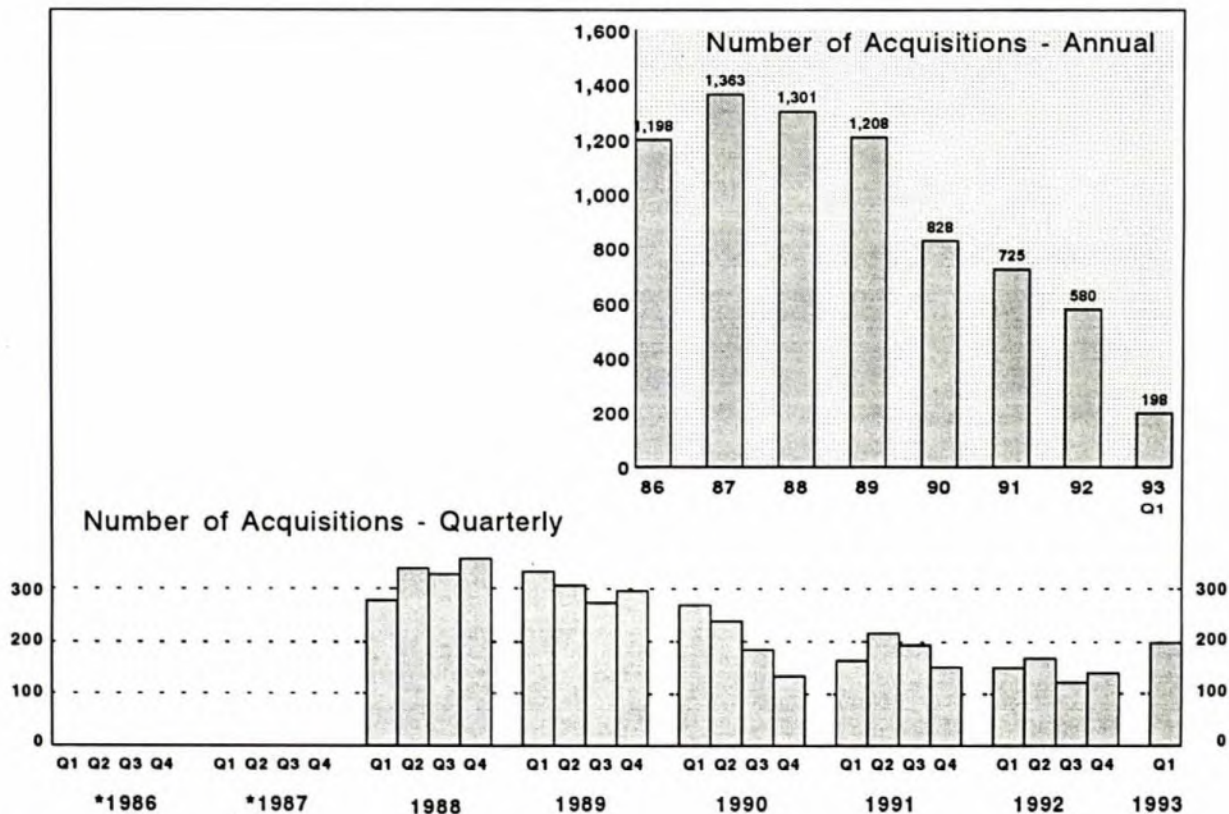
Source: Investment Canada, Ottawa

Highlights

- * The quarterly number of foreign acquisitions of businesses in Canada dropped to the lowest level in at least the past 29 quarters.
- * Among the more prominent takeovers were the acquisitions of Henry Birks & Son Ltd. by Borgosesia S.P.A. (Italy), Delisle Foods Ltd. by Danone Canada Inc. (France) and Senstar Corp. by Deutsche Aerospace AG (Germany)

ACQUISITIONS INVOLVING CANADIANS

QUARTERLY FROM JANUARY 1, 1986 TO MARCH 31, 1993



* Quarterly data not available

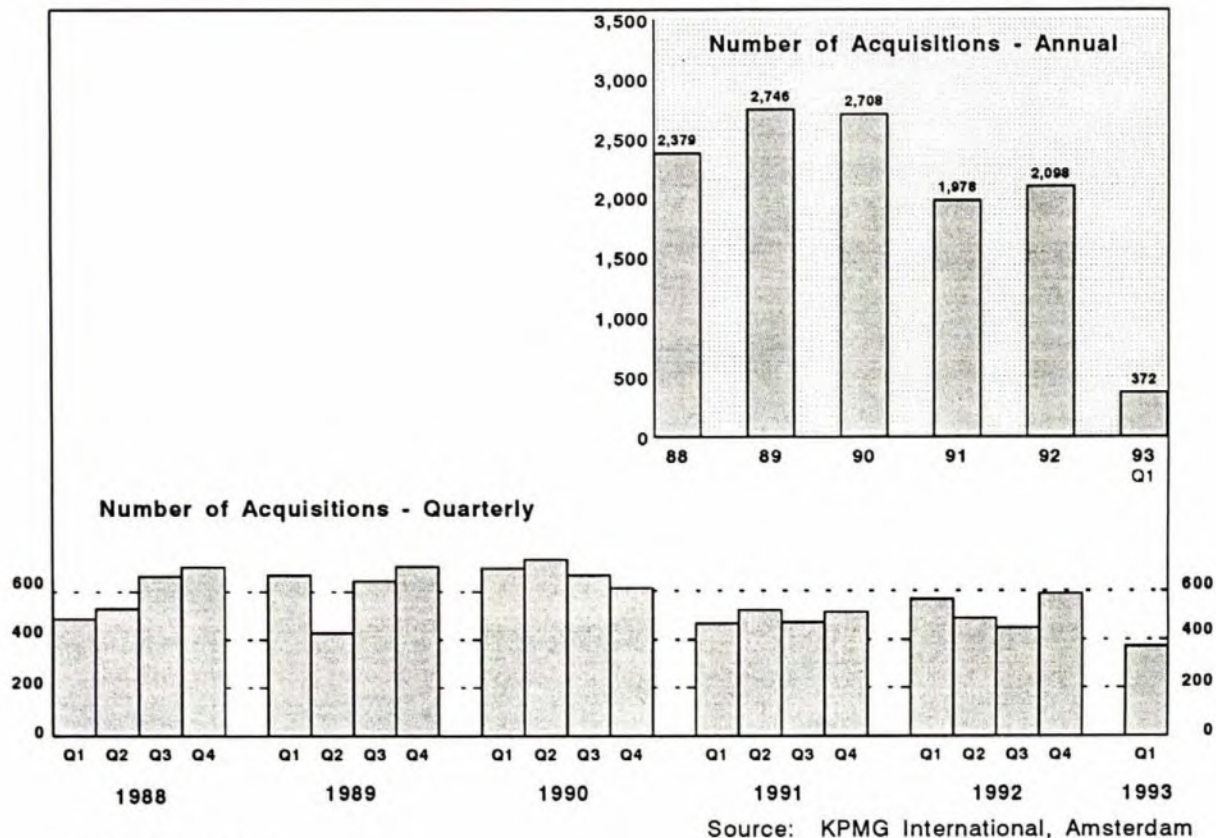
Source: Mergers & Acquisitions in Canada, Crosbie & Co., Toronto

Highlights

- * Canadian businesses were involved in 198 acquisitions transactions in the first quarter of 1993, the highest quarterly number in 7 quarters.
- * The information includes acquisitions in Canada in which a Canadian is the acquiree or acquiror and also acquisitions abroad in which Canadian-based businesses were buyers or sellers.
- * Of the 198 first quarter transactions, 78% were domestic acquisitions, 9% were foreign acquisitions and 13% were Canadian acquisitions or sales abroad.

GLOBAL CROSS BORDER ACQUISITIONS

QUARTERLY FROM JANUARY 1, 1988 TO MARCH 31, 1993



Highlights

- * The number of quarterly cross border acquisitions dropped to its lowest level since KPMG started collecting this series of information in 1988.
- * The largest number of acquisitions was in the electrical products industry (42) followed by chemicals & pharmaceuticals (36).
- * Among the more prominent announced cross-border acquisitions were Kingfisher's (U.K.) acquisition of Darty (France), Procordia's (Sweden) acquisition of Erbamont (Italy) and RTZ's (U.K.) acquisition of Nerco (U.S.A.).

