

M&A WATCH:
Felice Maranz and
Gelu Sulugiuc

JPMORGAN LENDS AT&T \$20 BILLION. The bridge loan, the biggest since August, is the largest ever led solely by the bank, according to a person briefed on the transaction.

ALTMAN'S EVERCORE CLIMBS M&A RANKS. Investment bank jumped to 9th place with a 10% market share.

GOLDMAN SEES MANAGED CARE UPTICK. Goldman says the 'time is ripe' for acquisitions and points to Wellcare as an M&A player.

KNOC BUYS \$1.55 BILLION ANADARKO STAKE. The oil-shale stake is part of planned \$4 billion KNOC investments in oil assets.

MANTRA ACCEPTS REDUCED ROSATOM OFFER. Rosatom's ARMZ unit will pay A\$1.02 billion or A\$6.87 a share, down from A\$8 a share.

SCHWAB TO BUY OPTIONSPRESS FOR \$1 BLN. The transaction values OptionsXpress at \$17.91 a share, or 12.4 times Ebitda.

LIBERTY TO BUY KBW FOR \$3.16 BLN. John Malone's Liberty Global Cable trumped CVC Capital Partners and Hellman & Friedman for Kabel Baden-Wuerttemberg.

MERCK, SANOFI DROP ANIMAL VENTURE PLAN. The two drug companies abandoned plans to combine animal-health businesses after wrestling with competition regulators.

PIMCO RAISES \$1.5 BILLION TO TARGET BANKS. The Pimco Bravao fund will by debt and may invest directly in banks.

CEPHALON TO PAY \$525 MILLION FOR GEMIN X. The 517 acquisitions of U.S. biotechnology companies in the last 3 years have had an average deal price of \$309.5 million.

AT&T Spending Twice Valuation

BY SARAH RABIL AND RITA NAZARETH

AT&T Inc. is so determined to surpass **Verizon Wireless** that it's willing to pay double its own valuation for the only U.S. wireless operator losing customers.

AT&T agreed to buy **T-Mobile USA** on March 20 for \$39 billion in cash and stock and create the largest U.S. mobile-phone company, valuing **Deutsche Telekom AG's** unit at 28.8 times earnings, according to Bloomberg data. AT&T, which fell 31 percent even after it began exclusively carrying Apple Inc.'s iPhone in June 2007, now trades at 13 times profit, while Verizon Communications Inc. commands a multiple of 16.3. T-Mobile's valuation was also higher than any cellular phone company outside Hong Kong and China.

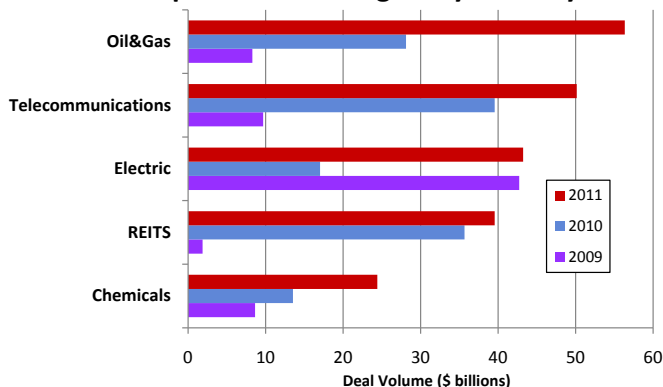
Chief Executive Officer **Randall Ste-**

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Daily Data Comparisons

SUMMARY	TOTAL	YEAR TO DATE	PRIOR YTD
Number of Announced Deals	38	5,115	5,713
Volume (\$)	3.26 billion	557.8 billion	463 billion
Avg Disclosed Deal Size (\$M)	135.9	208.9	158.9
Average Premium	21%	18%	22%

Top 2011 M&A Targets by Industry



Breaking Deals

TARGET NAME	ACQUIRER NAME	TOTAL VALUE (\$M)	TARGET PRICE/EBITDA
Forth Ports PLC	Arcus Infrastructure Partners	1,339	12.4
Parmalat SpA	Groupe Lactalis	1,058	10.9
Spectron Group Ltd	JRJ Group	154	-
Ignis ASA	Finisar Corp	88	109.8
Mayflower Retail Park	British Land Co PLC	83	-
Zhongyuan Un. Stem Cell	Tianjin Sun Investment Group	70	-
Texalta Petroleum Ltd	Petrofrontier Corp	65	-
Certain Assets	Sesa Goa Ltd	49	-
Valley Leisure Park	Lloyds Banking Group PLC	46	-
Nippon Hotel Fund Invest.	Dragon Asiatic Sdn Bhd	41	5.6

Yesterday's Deals

TARGET NAME	ACQUIRER NAME	TOTAL VALUE (\$M)	TARGET PRICE/EBITDA
Kabel BW Erste Beteil.	Liberty Global Inc	4,495	-
optionsXpress Holdings	Charles Schwab Corp/The	1,112	11.53
Mantra Resources Ltd	Rosatom Corp	828	-
Certain Assets	CreXus Investment Corp	586	-
Multiple Targets	Ship Finance International Ltd	342	-
Provigent	Broadcom Corp	313	-
Tiny Prints Inc	Shutterfly Inc	302	-
KEF Holdings Ltd	Tyco International Ltd	300	-
Gemin X Pharma. Inc	Cephalon Inc	225	-
TGC Industries Inc	Dawson Geophysical Co	167	9.73

AT&T SPENDING TWICE VALUATION...

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phenson is betting that adding T-Mobile USA's 34 million customers and wireless spectrum will boost sales and reduce dropped calls after losing exclusive rights to the iPhone. The company is spending what Deutsche Telekom's finance chief called an "enormous" price that avoids taking on T-Mobile USA's \$15.9 billion of debt and may ward off other suitors. The deal still faces regulatory hurdles and a \$3 billion breakup fee if it falls apart.

"Is T-Mobile that much more valuable? I doubt it," said **Malcolm Polley**, chief investment officer at Stewart Capital. "It's a struggling company. If AT&T has to sell big chunks of the thing to make it work, it doesn't make sense. If they can't complete the deal, they've got to turn over \$3 billion."

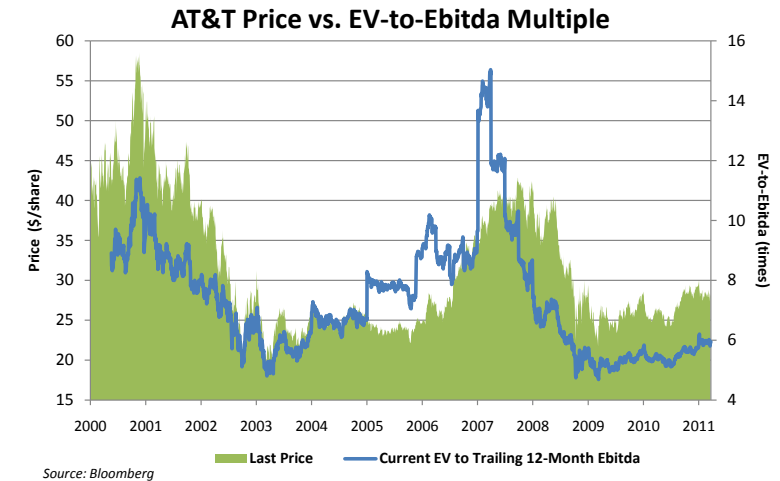
AT&T rose 1.2 percent to \$28.26 yesterday after announcing the deal that will help expand the rollout of its high-speed wireless technology. Deutsche Telekom jumped 11 percent to 10.67 euros, the biggest gain since October 2008, after it sold the unit for more than projected.

AT&T and T-Mobile USA combined would control 39 percent of the U.S. mobile-phone market, surpassing Verizon Wireless, which has 31 percent, according to data compiled by **EMarketer** and **ComScore Inc.**

The transaction will give AT&T new airwaves for its planned high-speed, fourth-generation network that will cover 95 percent of the U.S., **John Stankey**, president of AT&T Business Solutions, said yesterday. AT&T and T-Mobile in the U.S. both use the GSM standard to deliver mobile phone and data service, making the integration easier, he said. The combined company will also be able to cut costs in retail, advertising and overhead.

"The market seems to be liking the deal," said **E. William Stone**, chief investment strategist at PNC Wealth Management, which owns shares of AT&T. The company believes they can "take a lot of costs out of it," he said.

AT&T will be able to increase average revenue per user by selling more data-heavy smartphones to T-Mobile USA customers and reduce T-Mobile USA's cancellation



rate with a bigger lineup of phones, improved network performance and access to Wi-Fi hotspots, said **Ralph de la Vega**, CEO of AT&T's mobility and consumer markets.

Last year, AT&T said it had a so-called churn, or cancellation, rate of 1.3 percent compared with T-Mobile USA's 3.4 percent. AT&T drew an average of \$62.57 from each customer, while T-Mobile USA got \$52.

AT&T was the only U.S. carrier selling the iPhone until Verizon Wireless got the device this year. The smartphone, which downloads music, videos and accesses the Internet, clogged AT&T's network in markets such as New York and San Francisco, causing dropped calls and hurting customer satisfaction ratings. AT&T needs acquisitions to boost profit that it could then invest in its network and service, said **Bill Kavalier**, a special situations analyst at Oscar Gruss & Son Inc.

"You can't really look at it in terms of being cheap or expensive," Kavalier said. "You have to look at it in terms of competitive position. Now that Verizon has Apple's products, AT&T's biggest problem, which was their coverage and their quality of service, perceived to be inferior to Verizon, is now an issue."

While AT&T won more customers since it started selling the iPhone, its shareholders haven't reaped the benefits. Since the phone's debut in June 2007 — the same month Stephenson, 50, became AT&T's CEO — the company's shares declined 31 percent through last week. Over

the same span, Verizon dropped 6.2 percent, according to Bloomberg data.

Including dividends, AT&T fell 16 percent, versus a 15 percent return for Verizon. Only two integrated telephone companies with market values of more than \$10 billion lost more shareholder value in that period than AT&T.

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PEOPLE WATCH

■ **Eric Mandl** will join **Evercore Partners** as a senior managing director. He previously was the global head of software banking at **UBS**. He advised **International Business Machines** on its \$1.7 billion purchase of data-warehousing company **Netezza**, and **Dell** on its \$940 million purchase of **Compellent Technologies**. He was named this month in *Investment Dealers' Digest's* list of the top 40 dealmakers under 40.

■ **Bradford W. Harries** joined **Chessiecap's** investment-banking group as a partner. He'll provide strategic consulting, private capital raising, and merger and acquisition services to companies in the Mid-Atlantic region. Harries, who previously worked independently, has headed corporate finance departments or served as a senior technology banker for **Kaufman Bros.**, **Furman Selz, Cowen & Co.**, **Shearson Lehman Hutton** and **First Boston**.

■ **Philip C. Berg** joined the corporate practice of **Otterbourg, Steindler, Houston & Rosen Berg**. He previously was a partner at **Gonzalez Saggio & Harlan** in New York where he was a member of the corporate and transactional, banking and financial institutions and public finance groups.

■ **David Miller**, chief investment officer of the Troubled Asset Relief Program in the U.S., plans to leave the Treasury Department at the end of this month. Miller previously worked on deals in **Goldman Sachs'** special situations unit.

■ **Takaki Nakanishi**, former head of Japan research at **JPMorgan Chase**, was hired by **Bank of America** to head Asia Pacific auto research. Nakanishi was a director at **AllianceBernstein Japan** after working at JPMorgan.

— Rob Williams
and Nipa Piboontanasawat

E-mail people news to mergerbrief@bloomberg.net.

THE WIRE BLOOMBERG NEWS

JPMorgan's AT&T Loan Deal Shows Life After QE2

JPMorgan Chase's \$20 billion commitment to finance **AT&T's** purchase of **T-Mobile USA** signals confidence that bond and loan markets will withstand the end of the Federal Reserve's unprecedented stimulus. The pledge by Jamie Dimon's JPMorgan to help pay for the \$39 billion acquisition is the biggest since **BHP Billiton** hired five banks to provide \$45 billion of loans in its bid for **Potash of Saskatchewan** in August, according to data compiled by Bloomberg. "You wouldn't be willing to assume so much prospective bond financing if you weren't reasonably sure of the future availability of credit at an attractive cost," said **John Lonski**, chief economist at **Moody's Capital Markets Group**. "The assumption is predicated in part on the continuation of very accommodative monetary policy."

—Tim Catts and Emre Peker

KNOC Buys Shale Stake From Anadarko for \$1.55 Bln

Korea National Oil agreed to buy a stake in a Texas shale-oil block from **Anadarko Petroleum** for \$1.55 billion, the second-largest purchase of U.S. oil and natural-gas fields this year, as Asian companies increase access to U.S. reserves.

KNOC will pay **Anadarko's** drilling costs in the **Maverick basin** block this year after the deal closes, in exchange for a 23.67 percent stake. **KNOC** will pay 90 percent of **Anadarko's** drilling costs in the block after this year, the **Woodlands, Texas-based** company said in a statement. **Jefferies** and **Deutsche Bank** advised **Anadarko** on the sale. **KNOC** said in February it plans to invest as much as \$4 billion in overseas oilfields.

—Sungwoo Park and Jim Polson

Mantra Surges on Rosatom's Reduced Bid

Mantra Resources agreed to a reduced takeover offer from **Rosatom**, the Russian state-owned nuclear company. **Mantra**, an Australian company with projects in Africa, rose 26 percent to A\$6.68, the largest increase since October 9, 2006. **Rosatom's ARMZ Uranium Holding** cut its offer for **Mantra** by 12 percent to A\$1.02 billion (\$1.02 billion) because of Japan's atomic crisis. **ARMZ** will pay A\$6.87 a share and **Mantra** investors will also get a dividend of 15 Australian cents per share, **Mantra** said today in a statement. **ARMZ** agreed on Dec. 15 to pay A\$8 a share.

—Colin McClelland and James Paton

Altman's Evercore Partners Climbs M&A Ranks

Evercore Partners is climbing the ranks of Wall Street's top advisers on mergers and acquisitions after winning roles in some of the year's biggest deals. The company's stock jumped 12 percent yesterday as investors anticipated a boost in fee revenue from the firm's work on **AT&T's** \$39 billion takeover of **T-Mobile USA**. The firm advised **Sanofi-Aventis** on its \$20.1 billion purchase of **Genzyme** and worked with **Lubrizon** on its \$9.2 billion sale to **Warren Buffett's Berkshire Hathaway**.

Those deals have helped **Evercore** jump into the No. 9 slot for M&A advisers so far this year, capturing 10 percent of the market, according to data compiled by Bloomberg. Last year, the bank was 16th with a 3 percent market share, the data show. In the **T-Mobile** deal, **Evercore** joined **Greenhill**, another independent investment bank, and **JPMorgan Chase**, the top ranked M&A adviser this year, in advising **Dallas-based AT&T**.

—Serena Saitto and Laura Marcinek

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PRIVATE EQUITY

■ **Tamares**, controlled by **Poju Zabludowicz**, has put in a bid for the whole of **Warner Music Group**, the Financial Times reported, citing three unidentified people familiar with the matter. A Tamares representative declined to comment, the newspaper said. The bid brings to six the number of offers known to have been submitted for all or part of Warner Music in the second round of bidding, the FT said. BMG Music Publishing Group may have put in a bid worth about \$2.8 billion, the newspaper said.

■ **Apollo Global Management** plans to raise as much as \$417 million in an initial offering as it seeks to join private equity firms Blackstone Group and KKR on the New York Stock Exchange. The firm is selling 18 million new shares for \$17 to \$19 each, the company said. Banks underwriting the offer have the option to buy an additional 3.94 million shares, Apollo said.

■ **Citigroup** is selling its \$1 billion private-equity portfolio to an exclusive group of bidders, the Wall Street Journal reported, citing to people familiar with the situation. The deal would include a significant stake in a \$17.6 billion 2006 **KKR**-managed buyout fund, which has a stake in **Energy Futures Holding**, the website said.

■ Private equity firms raised \$8.1 billion for investments in Latin America in 2010, according to data released by the **Latin American Venture Capital Association**. The value was more than double the amount raised in 2009, LAVCA said. Brazil captured 76 percent of the investment.

THE WIRE

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Schwab to Buy OptionsXpress for \$1 Billion

Charles Schwab Corp. agreed to buy **OptionsXpress Holdings Inc.** for about \$1 billion in stock. Schwab will exchange 1.02 shares for each share of OptionsXpress. Based on Schwab's closing price on March 18, the transaction values OptionsXpress at \$17.91 a share. The price is 12.4 times Ebitda for OptionsXpress, more than the median multiple of 11 for deals larger than \$1 billion in the investment banking and brokerage industry globally over the past 10 years, according to data compiled by Bloomberg. **UBS** was the investment bank for Schwab, while **Evercore Partners** advised OptionsXpress in the transaction, Bloomberg data show.

Schwab bought **Windward Investment Management Inc.** last year for \$150 million, adding products such as gold and real-estate funds in its first acquisition since 2007. Schwab completed at least 15 takeovers since 1999, according to Bloomberg data.

—Nikolaj Gammeltoft and Cecile Vannucci

Liberty's Malone Picks Up KBW for \$3.16 Billion

John Malone's Liberty Global Cable operator agreed to buy **Kabel Baden-Wuerttemberg** for about 3.16 billion euros (\$4.5 billion), trumping offers from private equity firms. **CVC Capital Partners** and **Hellman & Friedman** also participated in the bidding process, according to four people familiar with the talks. Liberty Global said the purchase price is equivalent to about 8.1 times its estimate for 2011 Ebitda

—Aaron Kirchfeld and Ragnhild Kjetland

Merck, Sanofi Drop Plan for Animal Unit Venture

Merck and **Sanofi-Aventis** abandoned plans to combine their animal-health businesses after wrestling with competition regulators for a year over potential divestitures. The drugmakers were to have been equal owners of the joint venture announced on March 9, 2010. The units had combined sales of \$5.5 billion last year.

—Eva von Schaper

Pimco Said to Raise \$1.5 Bln to Target Bank Assets

Pacific Investment Management raised more than \$1.5 billion for a private pool to buy assets from banks looking to strengthen their balance sheets, according to two people with knowledge of the fundraising. Pimco is still accepting money and expects to raise \$2 billion to \$3 billion in total before a final close later this year, said an investor briefed on the plans.

—Jody Shenn and Sree Vidya Bhaktavatsalam

Cephalon to Buy Gemin X for as Much as \$525 Million

Cephalon, the maker of the narcolepsy treatment Provigil, said it will buy **Gemin X Pharmaceuticals** for as much as \$525 million to gain cancer treatments. Cephalon will acquire Gemin X for \$225 million in cash and as much as \$300 million if the company meets certain milestones, Cephalon said. In the last three years, there have been 517 acquisitions of U.S. biotechnology companies with an average price of \$309.5 million.

—Drew Armstrong

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Deal Roster

JPMorgan may earn fees of \$20 million from providing **AT&T Inc.** a \$20 billion, one-year unsecured loan as part of its proposed \$39 billion purchase of **T-Mobile USA** from **Deutsche Telekom**, according to estimates by **Freeman Consulting**. The fee could become "significantly higher" if the deal negatively affects AT&T's credit rating. Freeman said AT&T may also pay up to \$65 million to advisers JPMorgan, **Greenhill** and **Ever-**

core Partners. Greenhill's team included **Robert Greenhill**, **Gil Ha** and **Lawrence Chu**. JPMorgan's bankers were **Andy O'Brien**, **James Woolery**, **Kurt Simon**, **Anwar Zakkour** and **Thomas Cassin**. Evercore's team included **Roger Altman**, **Eduardo Mestre** and **Dan Mendelow**.

Deutsche Telekom's advisers may earn as much as \$60 million in fees, according to Freeman. **Morgan Stanley** bankers in-

cluded **Jean Abergel** and **Dirk Notheis** in Europe and **Robert Eatroff**, **Adam Shepard** and **James Murray** in the U.S. Deutsche Bank's team was led by **Armin von Falkenhayn** and **Philipp Meier-Scherling** in Europe and **David Pearson** and **Don Birchenough** in the U.S. **Credit Suisse** bankers included **Luigi de Vecchi**, **Jeff Murphy** and **Ken Oliver Fritz** in Europe and **John Trousdale** and **Mark Simonian** in the U.S.

— Zachary R. Mider and Brett Foley

Seller:

Deutsche Telekom AG

Investment Banks

Morgan Stanley

Jean Abergel
Robert Eatroff
James Murray
Dirk Notheis
Adam Shepard

Credit Suisse Group AG

Luigi de Vecchi
Ken Oliver Fritz
Jeff Murphy
Mark Simonian
John Trousdale

Deutsche Bank AG

Don Birchenough
Philipp Meier-Scherling
David Pearson
Armin von Falkenhayn

Buyer:

AT&T Inc.

Investment Banks

Greenhill & Co.

Robert Greenhill
Gil Ha
Lawrence Chu

Evercore Partners Inc.

Roger Altman
Dan Mendelow
Eduardo Mestre

JPMorgan Chase & Co.

Karl-Georg Altenburg
Tammo Buennemeyer
Tom Cassin
Jake Donavan
Andy O'Brien
Kurt Simon
Joachim Sonne
Jim Woolery
Anwar Zakkour

Altman, a former deputy secretary of the U.S. Treasury, has expanded Evercore into a more than 600-employee firm since founding the company in 1996

Mestre joined Evercore in 2004 from Citigroup where he had been head of investment banking

COMMENTARY BY TOM BURNETT, GUEST COLUMNIST

Natural Gas Companies Could Gain From Nuclear Power's Woes

The tragic devastation in Japan is a stark reminder that nuclear energy carries hidden costs that may curtail its future growth. Coal suffers from well publicized environmental difficulties which will likely enhance natural gas usage.

Among the major fuels for electricity generation, natural gas is the cleanest, with the lowest cost of pollution control or waste management. It is a domestic resource and its price has fallen dramatically over the past two years due to the discovery and development of large domestic reserves. Natural gas accounted for 17 percent of 2010 electric generation fuel, compared with 17 percent for nuclear and 56 percent for coal, while hydro-power and renewables produced the remainder, according to the U.S. **Energy Information Agency**.

Investors who seek a way to benefit from this trend may want to look at natural gas producers that could become takeover targets. The accompanying table from the **Natural Gas Supply Association** lists the top 40 natural gas producers based on production for the first half of 2010, the latest data available.

For illustrative purposes, we have taken the six smallest "pure plays" from the NGSA table to prepare a list of possible targets. This list can easily be expanded to include larger producers, but each company in our selection carries a market capitalization of over \$1.0 billion.

Any of these companies would be large enough to make a difference for all buyers except majors like **ExxonMobil** or **Chevron**. Chevron recently completed the acquisition of Atlas Energy, an independent developer and producer of natural gas, for a total deal price of \$4.9 billion.

We are not predicting that any particular, individual company will be the beneficiary of a takeover bid, but we suspect that the natural gas production sector is going to experi-

ence significant merger and acquisition activity as the economic and environmental benefits of natural gas become more evident.

Any investment would require an analysis of the potential target's management, hedging strategy, reserves quality and balance sheet leverage. One place to start, however, is the list from the NGSA, which identifies the leading U.S.

producers and ranks them by daily domestic production. The NGSA table is available at www.ngsa.org and the production data are updated on a quarterly basis.

Tom Burnett, CFA, is director of research at Wall Street Access. Linda Varoli, CFA, vice president of M&A research at the firm, assisted with this report.

U.S. Natural Gas Production (million cubic feet a day)

NAME	SIX MONTHS JUNE 2010	NAME	SIX MONTHS JUNE 2010
Chesapeake Energy	2,413	Range Resources	378
Anadarko	2,358	EQT Resources *	355
BP	2,231	Marathon	343
Devon Energy	1,967	Pioneer Natural	340
Encana	1,910	Cabot Oil & Gas	300
ConocoPhillips	1,810	Forest Oil	277
ExxonMobil	1,374	Exco Resources	267
Chevron	1,347	Plains Exploration & Production Co.	244
Royal Dutch Shell plc	1,130	SandRidge Energy	212
Williams Energy (Barrett Res.) *	1,106	Energen Resources Corp.	194
EOG Resources	1,055	Quicksilver Resources	191
Southwestern Energy Co.	1,037	St. Mary Land & Exploration	184
Occidental	678	MDU Resources	138
Apache	673	W&T Offshore Inc.	123
Petrohawk Energy Corporation	604	Stone Energy	120
El Paso Energy	598	McMoran Exploration	116
Newfield Exploration	549	Unit Corp.	109
Ultra Petroleum	536	Rosetta Resources	108
QEP Resources	520	Hess Corp.	100
Noble Energy Inc.	399		
Cimarex Energy	381		

* Provides combined quarterly natural gas and oil production data only.

Note: ExxonMobil acquired XTO Energy 6/25/2010. 2Q pro forma information not provided. Source: Natural Gas Supply Association, Bloomberg

Six Smallest 'Pure Plays' in U.S. Natural Gas

COMPANY	SYMBOL	MARKET CAPITALIZATION	TTM REVENUES	NATURAL GAS PRODUCTION*
SM Energy Co.	SM	\$4.6 billion	\$937 million	184 MMcf/day
W&T Offshore Inc.	WTI	\$1.5 billion	\$710 million	123 MMcf/day
Stone Energy	SGY	\$1.4 billion	\$653 million	120 MMcf/day
McMoran Exploration	MMR	\$2.5 billion	\$435 million	116 MMcf/day
Unit Corp.	UNT	\$2.8 billion	\$881 million	109 MMcf/day
Rosetta Resource	ROSE	\$2.4 billion	\$308 million	108 MMcf/day

*For six months ended June 2010

Source: Natural Gas Supply Association, Bloomberg

Deal Arbitrage

TARGET	ACQUIRER	DEAL SIZE (\$M)	ANNOUNCED DATE	EXPECTED COMPLETION DATE	OFFER PER SHARE	ANNOUNCED PREMIUM IN %	LAST TARGET PRICE	CURRENT PREMIUM %	SPREAD	LAST SPREAD MOVE
Family Dollar Stores Inc	Private	7,710	02/15/11	-	60.00	39.28	51.12	17.37	8.88	0.14
Massey Energy Co	Alpha Natural Resources Inc	8,277	01/29/11	-	67.44	30.56	62.40	8.08	5.04	0.51
Talecris Biotherapeutics Holdings	Grifols SA	3,902	06/07/10	06/30/11	30.19	53.94	26.04	15.93	4.15	0.33
Alcon Inc	Novartis AG	11,743	12/15/10	04/11/11	168.00	4.45	164.54	2.10	3.46	-0.45
Citadel Broadcasting Corp	Cumulus Media Inc	1,720	12/17/10	12/31/11	37.13	35.16	34.25	8.40	2.88	0.36
TMX Group Inc	London Stock Exchange Group	1,941	02/09/11	06/30/11	25.42	8.06	23.59	7.79	1.84	0.31
Progress Energy Inc	Duke Energy Corp	25,531	01/10/11	12/31/11	46.29	6.13	44.66	3.66	1.63	-0.22
NYSE Euronext	Deutsche Boerse AG	9,532	02/15/11	12/31/11	35.73	8.10	34.44	3.74	1.29	0.71
Lubrizol Corp	Berkshire Hathaway Inc	9,218	03/14/11	09/30/11	135.00	24.17	133.99	0.75	1.01	-0.24
Hughes Communications Inc	EchoStar Corp	1,824	02/14/11	-	60.70	3.96	59.74	1.61	0.96	-0.15
Bucyrus International Inc	Caterpillar Inc	8,609	11/15/10	06/30/11	92.00	31.29	91.15	0.93	0.85	-0.05
Emergency Medical Services Corp	Clayton Dubilier & Rice LLC	2,987	02/14/11	06/30/11	64.00	-5.22	63.19	1.28	0.81	-0.04
Nicor Inc	AGL Resources Inc	3,138	12/07/10	06/30/11	54.14	17.61	53.51	1.18	0.63	-0.36
Dionex Corp	Thermo Fisher Scientific Inc	2,068	12/13/10	04/07/11	118.50	27.60	117.89	0.52	0.61	-0.29
Beckman Coulter Inc	Danaher Corp	6,965	02/07/11	03/23/11	83.50	15.23	82.95	0.66	0.55	-0.09
Duncan Energy Partners LP	Enterprise Products Partners LP	1,004	02/23/11	-	40.23	27.10	39.69	1.37	0.54	-0.23
RehabCare Group Inc	Kindred Healthcare Inc	1,277	02/08/11	06/30/11	37.04	40.26	36.56	1.30	0.48	-0.08
Pride International Inc	Ensco PLC	8,466	02/07/11	06/30/11	43.15	23.61	42.68	1.10	0.47	-0.06
Atheros Communications Inc	QUALCOMM Inc	2,917	01/05/11	06/30/11	45.00	26.55	44.56	0.99	0.44	-0.03
Nationwide Health Properties Inc	Ventas Inc	6,819	02/28/11	09/30/11	41.66	15.16	41.28	0.92	0.38	-0.04

Deal Sheet

Target:	T-Mobile USA Inc.
Acquirer:	AT&T Inc.
Seller:	Deutsche Telekom AG
Announcement Date:	03/20/11
Total Value:	\$39 billion
Terms:	\$25 billion in cash, remainder \$14 billion in stock
Analysis:	
	» Largest deal globally year to date.
	» Third-largest acquisition by AT&T after purchase of BellSouth for approx \$83.1 billion and acquisition of AT&T Teleholdings (old Ameritech) for \$68.2 billion.
	» Deal secures JP Morgan's spot on top of Global M&A financial adviser rankings and raises Sullivan & Cromwell to second from 10th place on the global M&A legal advisory tables.

Source: Bloomberg

Target:	OptionsXpress Holdings Inc.
Acquirer:	Charles Schwab Corp.
Announcement Date:	03/21/11
Total Value:	\$1.12 billion including net debt
Target Net Debt:	\$20.8 million
Announced Premium:	19.7%
Total Value Multiples:	Most of the total value deal multiples are in the same value range for multiples in comparable precedent transactions in the finance-Investment Banking/Broker industry. EBITDA is the only multiple that is almost two times higher than the median deal multiples.
EBIT:	13.83x vs 12.50x industry median
Revenue:	4.78x vs 4.70x industry median
Cashflow from Ops:	18.28x vs 26.03x industry median
Enterprise Value:	1.20x vs 1.19x industry median
Net Income:	18.22x vs 14.56x industry median
Deal size context:	
	» Second-largest company takeover ever announced by Charles Schwab. Largest was purchase for US Trust Corp. in 2000 for \$2.415 billion. Schwab hasn't made other significant takeovers since the beginning of 2000s.

Calendars

To submit an event email mergerbrief@bloomberg.net

Anticipated Approvals

DATE	TARGET	ACQUIRER	DEAL VALUE (\$M)	TYPE
3/23	AirTran Holdings Inc.	Southwest Airlines Co.	1,015	Target shareholders
3/25	Wilber Corp.	Community Bank System Inc.	102	Target shareholders
3/25	Aronkasei Co Ltd.	Toagosei Co Ltd.	94	Target shareholders
3/28	Lundin Mining Corp.	Inmet Mining Corp.	4,153	Target, acquirer shareholders
3/28	Global Defense Technology & Systems Inc.	Ares Management LLC	301	Expected HSR expiration
3/30	Cedyna Financial Corp.	Sumitomo Mitsui Financial Group Inc.	570	Target shareholders
3/30	Pride International Inc.	Enso PLC	8,466	Expected HSR expiration
3/31	Sued-Chemie AG	Clariant AG	2,352	Acquirer shareholders
3/31	Valley High Ventures Ltd.	Levon Resources Ltd.	113	Target shareholders
4/9	RC2 Corp.	Tomy Co.	587	Go-shop period ends
4/11	System C Healthcare PLC	McKesson Corp.	65	High Court
4/11	Seven Media Group	West Australian Newspapers Holdings Ltd.	4,121	Acquirer shareholders

Calls and Meetings

DATE	TIME	COMPANY	EVENT	DESCRIPTION
3/23	11 a.m.	Qualcomm Inc.	International CTIA Wireless Conference, Orlando	Goldman Sachs on March 18 said Qualcomm has significant cash for acquisitions. The same day, Atheros shareholders approved \$2.92 billion takeover by Qualcomm.
3/23	11 a.m.	AirTran Holdings Inc.	Shareholders meeting	Vote on merger with Southwest Airlines.
3/23	11 a.m.	AirTran Holdings Inc.	Shareholders meeting	Vote on merger with Southwest Airlines.
3/23	2 p.m.	Hewlett-Packard Co.	Annual general meeting	Company to enter middleware market by own development, partnerships and acquisitions, Computer Business Review reported on March 18, citing interview with CEO Leo Apotheker.
3/23	3:45 p.m.	Caterpillar Inc.	Analyst meeting	Awaits regulatory approval in \$8.61 billion takeover of Bucyrus International.

Conferences

DATE	EVENT	FEATURING	LOCATION	CONTACT / REGISTRATION
March 24, 8:30 a.m.-7:30 p.m.	5th Annual Global Macro Conference,	Speeches by Blackstone's Byron Wien, Kynikos's Jim Chanos	New York Athletic Club	strategasrp.com
March 24, 8-11:30 a.m.	2011 Deal Making in Renewable Energy	"Energy investors face an increasingly complex landscape of renewable opportunities."	New York	argyleforum.com
March 24, 9 a.m.	Responding to Change: Takeover and Merger Rules	"Your Key Guide to Implementing the Code and Overcoming Deal Challenges"	etc.venues, Paddington	sbk-legal.com
March 24-25	International Bar Association's Mergers & Acquisitions in Latin America	"Emerging from the financial crisis."	Hotel Camino Real, Mexico City	int-bar.org/conferences/conf363
March 28-30	SuperReturn China	"The Premier Chinese Private Equity & Venture Capital Conference"	Ritz Carlton, Financial Street, Beijing	icbi-events.com/super-returnchina
March 29	Securing Growth in 2011: Turkey - Discussing M&A Deal Drivers	Energy sector has led deal flow, but other niches could be a boon.	Sheraton Istanbul Maslak Hotel, Turkey	mergermarket.com
March 29-30	Alexander Watson Associates' Mergers & Acquisitions Executive Forum 2011	Resin and Fiber Based Packaging, Coating, and Converting Conference.	Hyatt Rosemont, Chicago	awa-bv.com
March 30-April 1	BioWindhover/Pharmaceutical Strategic Outlook	"The partnering conference for decision makers on biopharma deal structure and strategy."	Grand Hyatt, New York	biowindhover.com
March 31	M&A Insight 2011: Bridging the Gap & Strategic Alternatives	M&A panel will explore current trends, future outlook	Haynes and Boone LLP, Houston	trmoore.com
March 31	Private Equity Investing In Canadian Companies	Master class chaired by Morty White, Wynnchurch Capital Ltd.	New York	capitalroundtable.com
April 1	8th MIT Private Equity Symposium	"Life After Leverage"	Charles Hotel, Cambridge	mitpesymposium.com
April 4-5	2nd Annual Medical Device Mergers and Acquisitions Conference	"Overcoming Challenges to Secure Successful Coverage and Reimbursement for Medical Device Products in the European Market"	Brussels, Belgium	q1productions.com/eventcalendar.php