

# *Closing the deal faster: the role of institutions and government involvement in cross-border M&A completions in Brazil*

Article

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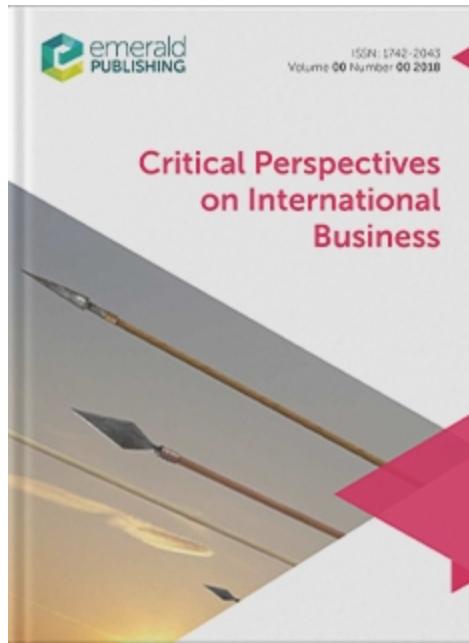
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**Closing the deal faster: The role of institutions and government involvement in cross-border M&A completions in Brazil**

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3 Table 1. M&A deal durations (expected) based on institutional quality and distance combinations for  
4 the developed and emerging country pairs  
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Institutional quality	High	(1) Home emerging country vs Host developed country	(2) Home developed country vs Host developed country
		<i>Short deal duration</i>	<i>The shortest deal duration</i>
Low	Low	(3) Home emerging country vs Host emerging country	(4) Home developed country vs Host emerging country
		<i>The longest deal duration</i>	<i>Long deal duration</i>

17 Institutional distance  
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Figure 1. Research framework and hypotheses

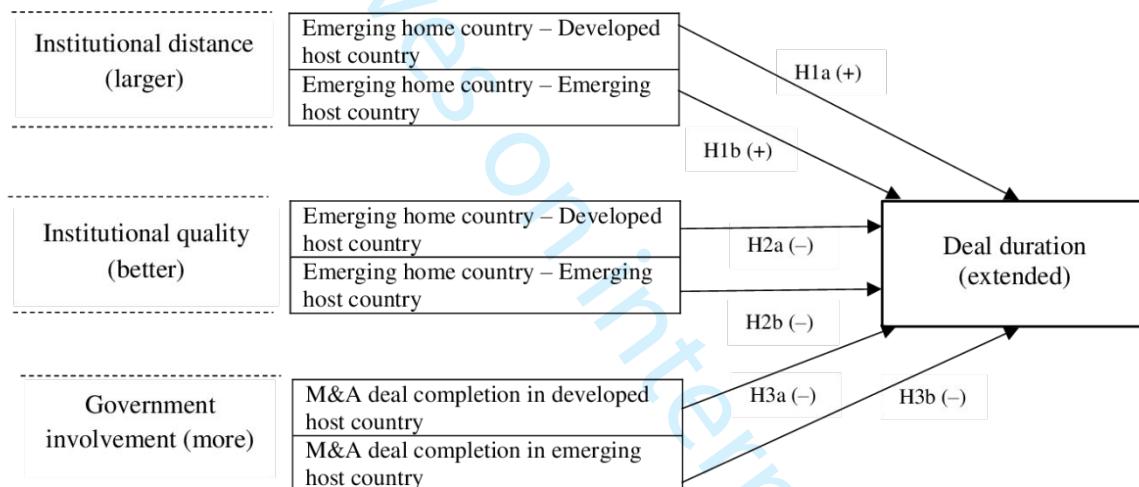


Table 2. Characteristics of the M&amp;A deal sample

Industry	Two digit SIC	Number of deals	Average deal duration (days)	Top 5 locations	Average deal duration (days)
Agriculture & Forestry	01-09	1	31	#1 Argentina	120
Mining, Oil & Gas	10-14	54	117	#2 USA	97
Construction	15-17	19	152	#3 Canada	75
Manufacturing	20-39	129	100	#4 Portugal	145
Transport & Utilities	40-49	93	170	#5 Uruguay	175
Wholesale Trade	50-51	28	113		
Retail Trade	52-59	16	142		
Finance	60-67	109	158		
Services	70-89	55	99		

N= 514

Table 3. Inter-item correlation matrix

#	Variables	Mean	SD	1	2	3	4	5	6	7	8	9	10	11	12	13	14	VIF
1	Deal duration (days)	126.14	128.87	1														1.84
2	Cash payment	0.27	0.45	-0.032	1													1.12
3	Acquired stake	70.02	36.66	-0.025	-0.230**	1												1.32
4	Acquirer listed	0.67	0.46	0.063	-0.092**	0.264***	1											1.44
5	Acquirer experience	2.04	3.39	0.019	0.067	-0.052	-0.033	1										1.66
6	Target listed	0.14	0.35	0.129***	0.027	-0.255***	-0.011	0.046	1									1.10
7	Target subsidiary	0.09	0.29	0.085*	-0.073	-0.098**	0.060	0.287***	0.052	1								1.23
8	Industry relatedness	0.39	0.48	0.064	-0.034	-0.022	0.082*	-0.085*	0.033	-0.076*	1							1.03
9	Bus group affiliation	0.38	0.49	0.010	0.109**	-0.146***	0.116***	0.518***	-0.012	0.166***	-0.068	1						1.65
10	Acquirer size (log)	7.42	2.80	0.052	0.088**	0.078	0.430***	0.530***	0.091**	0.312***	0.012	0.478***	1					1.97
11	Acquirer age	37.95	36.90	0.032	0.050	-0.115***	0.152***	0.275***	0.108**	0.311***	-0.044	0.288***	0.356***	1				1.25
12	Institutional distance	0.07	0.16	-0.067	0.116***	0.100**	0.079*	0.168***	-0.052	-0.068	0.001	0.270***	0.148***	0.040	1			4.60
13	Institutional quality	1.31	3.17	-0.054	0.044	0.052	0.006	0.113**	-0.017	-0.080*	-0.015	0.203***	0.087**	-0.003	0.769**	1		4.32
14	Government involvement	0.27	0.44	0.105**	0.003	0.085*	0.073	-0.036	0.035	-0.039	-0.009	0.027	0.009	0.002	0.074*	0.031	1	1.03

\*\*\* p&lt;0.01, \*\* p&lt;0.05, \* p&lt;0.1

Table 4. Analyses results

Variables	DV: Deal duration							
	Developed host country sample				Emerging host country sample			Hypotheses
	Model 1	Model 2	Model 3	Model 4	Model 1	Model 2	Model 3	Model 4
<i>Controls</i>								
Constant	336.149** (140.624)	348.415** (144.168)	360.673** (143.429)	368.112** (143.9)	34.097 (43.503)	41.088 (43.436)	38.868 (42.713)	26.214 (43.059)
Cash payment	-21.116 (25.821)	-16.718 (27.769)	-17.679 (29.394)	-18.314 (29.536)	-14.677 (18.358)	-15.918 (18.256)	-15.334 (18.132)	-14.835 (17.983)
Acquired stake	0.120 (0.343)	0.142 (0.342)	0.106 (0.401)	0.111 (0.406)	0.030 (0.232)	-0.049 (0.235)	-0.053 (0.237)	-0.095 (0.238)
Acquirer listed	5.424 (29.672)	3.059 (30.597)	4.782 (32.238)	6.237 (33.101)	11.033 (18.196)	11.403 (18.371)	12.226 (18.528)	10.069 (18.672)
Acquirer experience	-7.159* (4.078)	-7.800* (4.380)	-7.593* (4.596)	-7.617* (4.683)	0.669 (2.312)	-0.400 (2.232)	-0.559 (2.224)	-0.377 (2.241)
Target listed	-11.063 (35.935)	-11.983 (35.757)	-12.365 (36.338)	-12.098 (37.045)	46.416* (23.778)	47.251** (23.627)	47.557** (23.604)	42.588* (24.126)
Target subsidiary	9.033 (48.066)	4.452 (48.719)	6.911 (51.337)	6.165 (52.396)	21.424 (19.312)	22.486 (18.985)	21.967 (18.903)	23.627 (19.140)
Industry relatedness	-25.582 (26.613)	-22.186 (26.416)	-21.804 (26.798)	-20.975 (28.593)	8.932 (12.427)	6.224 (12.517)	6.454 (12.519)	7.123 (12.376)
Business group affiliation	-24.675 (33.624)	-23.339 (34.803)	-23.046 (35.114)	-20.907 (36.298)	15.276 (20.143)	11.374 (20.369)	11.688 (20.369)	10.128 (20.676)
Acquirer size (log)	1.323 (5.070)	1.339 (5.037))	0.965 (5.154)	0.604 (5.478)	-3.410 (3.781)	-3.630 (3.806)	-3.684 (3.809)	-3.129 (3.886)
Acquirer age	-0.526 (0.452)	-0.570 (0.464)	-0.557 (0.474)	-0.562 (0.473)	0.231 (0.204)	0.241 (0.204)	0.259 (0.205)	0.252 (0.207)
<i>Independent Variables</i>								
Institutional Distance		-47.726 (58.293)	-22.237 (102.862)	-16.185 (106.229)		290.773*** (100.618)	225.419** (100.344)	211.742** (98.921)
Institutional Quality			-2.517** (6.598)	-2.901** (6.776)			5.197 (3.622)	6.158 (3.533)
Government Involvement				-7.495 (26.727)				37.739** (16.721)
Year dummies	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Industry dummies	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Observations	77	77	77	77	437	437	437	437
R <sup>2</sup>	0.492	0.498	0.499	0.501	0.131	0.144	0.146	0.159
Wald chi-square	422.463***	422.087***	421.405***	421.008***	274.317***	272.126***	272.804***	272.538***

Standard errors in parentheses, \*\*\* p<0.01, \*\* p<0.05, \* p<0.1

## 1 2 3 **Closing the deal faster: The role of institutions and government involvement** 4 **in cross-border M&A completions in Brazil** 5 6 7 8

### 9 **ABSTRACT** 10 11

12 Drawing on an integrative lens of the institutional theory and resource-based view, we  
13 investigate the effect of institutional distance, institutional quality, and government involvement  
14 on the duration of cross-border M&A deals in Brazil between 2000 and 2015. The larger  
15 institutional distance does not extend the duration of M&A deals for emerging home country  
16 (Brazil) and developed host country pairs. However, the larger institutional distance between  
17 emerging home (Brazil) and emerging host country pairs leads to longer M&A deal durations.  
18 We show a positive association between institutional quality and M&A deal duration in  
19 developed host countries but not emerging host countries. While no association between  
20 government involvement and M&A deal durations is reported for developed host country  
21 settings, we find that government involvement extends the deals' duration in emerging host  
22 countries. Thus, government involvement does not contribute as a firm-level asset in helping  
23 Brazilian acquirers shorten their M&A deal durations. We explain our findings with the  
24 importance of institutional quality and complex or sluggish bureaucratic structure, politics, or  
25 corruption that might emerge as transaction costs in emerging country contexts.  
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35 **Keywords:** Deal duration, mergers and acquisitions, institutional distance, institutional quality,  
36 government involvement, institutional theory, resource-based view, emerging countries, Brazil  
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### 41 **INTRODUCTION** 42 43

44 Deal duration, from the announcement date to the completion date of a merger and acquisition  
45 (M&A), holds significant economic implications for the concerned parties (Fuad & Venugopal,  
46 2024; Yang & Ai, 2023). The influence of institutional factors, i.e., distance and quality, and  
47 government involvement as critical determinants of M&A deal durations, is widely  
48 acknowledged and well-documented in the existing literature (Koch, 2022; Li et al., 2019).  
49 However, their roles and impact on M&A deal durations have primarily been examined from the  
50 perspective of transactions flowing from developed to other developed or emerging countries  
51 (Soleimani & Yang, 2022; Das et al., 2021), but the reverse flow from emerging to developed or  
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other emerging countries remains underexplored. It is crucial to examine this aspect because the extent and nature of the impact of institutional distance and quality, as well as government involvement on M&A deal durations, can vary depending on the direction of the M&A flow. Government and institutions of emerging and developed economies are embedded in dissimilar contexts and entail different dominant logics (Molz & Ratiu, 2012). Thus, we propose that the role and dominance of institutions and government—specifically distance, quality, and government involvement—varies depending on the direction of the M&A flow, whether from developed to emerging countries or vice versa. This variation has significant implications for M&A transactions. Once we gain a deeper understanding of the changing roles of the institutions and government involvement in M&A transaction flows, we can provide valuable insights into mitigating potential M&A delays that can result in costs of contract breaching penalties, adverse resource exploitation, missed opportunities in foreign markets, diminished legitimacy, reputation impairment and employee ambiguity (Cardillo & Harasheh, 2023; Thompson & Kim, 2020).

This paper defines institutional distance as the extent of cultural similarity or difference between an acquirer-target country pair (Salomon & Wu, 2012; Dikova et al., 2010). Institutional quality refers to differences between an acquirer-target country pair regarding political stability, opaqueness and accountability in their capital markets, judicial and litigation systems, and efficiency in corporate governance and market intermediaries (Hoskisson et al., 2013). The prevailing view in the extant literature is that larger institutional distance decreases the volume of cross-border M&As, but we are yet to know its impact on the M&A deal duration (i.e., Lawrence et al., 2021; Ahern et al., 2015). We suggest that a larger institutional distance between the home and host countries prolong the duration of the M&A deal. Drawing on institutional theory (DiMaggio & Powell, 1991; North, 1990), we examine the effects of institutional distance and institutional quality on M&A deal duration at the country level

Government involvement refers to the acquirers (Brazilian firms) affiliation with the government (Li et al., 2019). We propose that government involvement could serve as a valuable asset and endorsement for the acquirer and influence the firm's behavior as theorized by the resource-based view (RBV) of the firm (Barney, 1991). Developed countries' general public and political institutions rarely welcome emerging home country M&As, particularly unlisted and private firms, due to perceived bad image and reputational concerns (Kamasak et al., 2019a; Goldstein,

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3 2007). Thus, government involvement may help emerging country acquirer firms enhance their  
4 legitimacy, which can contribute to expediting the duration of the M&A deal. Furthermore, the  
5 institutional quality differences between emerging and developed countries, where the  
6 availability and reachability to sophisticated data repositories, databases or statistical information  
7 vary, may expose emerging country acquirers to high information asymmetry (Brown et al.,  
8 2023; Khanna & Palepu, 2010). Information asymmetry can be managed more easily by  
9 emerging country acquirers in developed countries due to solid governance and transparency,  
10 making information more accessible. However, firms' poor accounting practices, lack of capital  
11 market transparency, weak regulations on financial disclosure, and hidden information by  
12 bureaucracy and regulatory bodies for national security (Hasija et al., 2020) purposes in  
13 emerging countries can prevent acquirers from obtaining reliable information (Song et al., 2021;  
14 Lebedev et al., 2015). So, government affiliation of the acquirer can provide it with government-  
15 related benefits (Kamasak, 2017; Wang et al., 2012). Nonetheless, the benefits the acquirer gains  
16 from government involvement may manifest differently in developed and emerging country  
17 settings (Kamasak et al., 2019b). While government involvement can help the acquirer enhance  
18 its legitimacy and respond to institutional pressures in developed countries, it supports the  
19 acquirer in navigating weak institutional arrangements and mitigating information asymmetry in  
20 emerging countries, thus leading to shorter M&A deal durations. Hence, we separately examine  
21 the effects of government involvement on the duration of Brazilian acquirers' deals in emerging  
22 and developed host country M&As.

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24 Considering the concurrent roles of institutional factors and firms' resources and capabilities that  
25 might emerge from government agency involvement, we used a multi-theoretical lens combining  
26 institutional theory and RBV (Peng et al., 2009). This integrated framework acknowledges that  
27 institutional distance, institutional quality, and government involvement may not yield equal  
28 contributions for Brazilian acquirers in emerging and developed countries to shorten M&A deal  
29 durations.

30 The contributions of this paper mainly lie in the following aspects. First, the complexity of M&A  
31 deal processes needs multi-level analyses, which are scarce in the literature. We extend the  
32 literature by simultaneously explicating the country- i.e., institutional distance and institutional  
33 quality and firm-level, i.e., government involvement effects on M&A deal duration from an  
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3 emerging country acquirer perspective. Second, we shed light on the unique impact of  
4 government involvement in cross-border M&As, including emerging-developed and emerging-  
5 emerging country pairs, on the speed of M&A completions. Given the surge of emerging country  
6 firms' internationalization efforts, insightful findings can help allocate their resources optimally,  
7 enabling them to expedite their M&A deals and minimize unforeseen costs. **Third, limited**  
8 **research exploring the effect of the cross-border M&A flow from an emerging country to another**  
9 **emerging or developed country on deal duration predominantly focuses on Chinese and Indian**  
10 **firms (i.e., Yang & Ai, 2023; Fisch et al., 2019; Opoku-Mensah et al., 2019).** However, these  
11 countries possess highly distinct traditional and historical socioeconomic characteristics and  
12 resource bases. Brazil is a typical middle-class emerging country with many more commonalities  
13 with other emerging countries (Cavallo, 2019; Reddy et al., 2014). Besides, Brazil had more than  
14 five times the number of M&A regulatory reviews than China in 2010 (Harle et al., 2012), and  
15 despite the adverse effects of the global pandemic, the upward trend continues (Clément et al.,  
16 2022). Thus, we consider Brazil an ideal and interesting context and state that empirical evidence  
17 from Brazil can offer findings that are more relevant and applicable to the internationalization  
18 endeavors of other emerging country firms. Finally, unlike most previous studies focusing on  
19 publicly listed firms, we employ a distinctive dataset from the Thomson SDC Mergers and  
20 Acquisitions Database and Zephyr, covering both public and private M&As in Brazil. Random  
21 samples of M&As indicate that about two-thirds of acquired firms are privately held or  
22 subsidiaries or divisions of other firms (Zhou et al., 2016; Zollo & Singh, 2004). Hence,  
23 including private and public firms allows for obtaining results closer to reality (Erel et al., 2015).  
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## THEORY AND HYPOTHESES

### **The Integrative Perspective of Institutional Theory and the Resource-Based View on Firms' Internationalization**

Institutional theory addresses the context within which a firm's activities are embedded (North, 1990). According to institutional theory, firms' strategic behaviors are affected by institutions' regulative, normative, and cognitive structures (Scott, 1995). Similarly, Peng (2003) integrated these structures, categorizing them as formal and informal. These structures confer resources and legitimacy to firms in the environment. Thus, institutional structures and norms shape economic and organizational activities (Peng et al., 2008; DiMaggio & Powell, 1991). Wang et al. (2012)

suggest that the rationales behind firms' internationalization strategy "extend beyond economic optimization and strategic justification to forces shaped by political, legal and social rules, and by the broader political context" (p. 657). Hence, laws, courts, contracts, regulations, public opinion, interest groups, negotiations, and socially constructed beliefs and procedures, i.e., culture as the elements of institutional context, play a pivotal role in firms' internationalization processes. Institutional theory offers valuable insights into how country-level institutional forces determine the conduct and progress of firms' M&A deals yet omits the impact of firm-level resources or capabilities. The RBV theorizes that the speed of M&A deal completion is a function of inter-firm resource heterogeneity (Dierickx & Cool, 1989; Kamasak, 2013). Prior research found that firms' international experience overall (Luypaert & de Maeseneire, 2015; Dikova et al., 2010) and experience in specific contexts (Muehlfeld et al., 2012) contribute to reducing M&A deal duration. Similarly, we argue that a firm's government affiliation (Peng & Turel, 2020) can offer crucial support, such as mitigating legitimacy challenges, expediting permissions or reducing bureaucracy to facilitate the duration of M&A deals.

While institutional theory and RBV individually contribute to the progression of a firm's international expansion by M&A, each theory offers a partial explanation of internationalization (Wang et al., 2012). Institutional theory can elucidate how institutional forces determine the deal durations, yet it falls short of providing insights into which resources firms should use to address institutional forces to expedite the process and shorten deal durations (Clampit et al., 2023). Similarly, firms' resource bases cannot explicitly address the variations in M&A deal durations without understanding institutional constraints dictating to firms which resources to select and use (Huang et al., 2023). The duration of completing a deal in an international setting can only be studied with a thorough understanding of the surrounding context since firms' resource deployment and reconfiguration of bundles are conditional upon institutional pressures (Heaton et al., 2023; Hoskisson et al., 2000). Firms must accommodate strategic choices to handle country-level determinants. At this point, we find these two theories complementary and utilize an integrative perspective to improve comprehension of M&A deal duration.

### Institutional Distance, Institutional Quality, and M&A Deal Duration

In M&As, acquirers and targets must make sense of, manipulate, negotiate and partially construct their institutional environment. Emerging countries diverge from developed countries in terms of social and economic realities, developmental trajectory, and institutional context (Peng et al., 2008). Scholars (i.e., Zhang et al., 2023; Kamasak & Yavuz, 2015; Hoskisson et al., 2000) suggest that institutional effect, i.e. institutional distance and quality, and government agency involvement can have a more pronounced deal duration impact on M&A transactions in emerging countries. For example, Kim and Song (2017) delineate that institutional voids in corporate laws and capital markets make emerging country firms a target for hostile takeovers and enhance the number of M&A abandonments. Thus, the reflections of institutional theory on emerging countries may differ from those of developed countries. Studies (i.e., Li et al., 2022; Zhou et al., 2016) suggest that larger institutional distance prolongs the required time to finalize an M&A transaction due to dissimilarities between pair countries' perceptions of risk and ethics, power relations, business operations and institutional processes. Institutional distance is commonly viewed as a macro variable at the country level, implying that a larger distance increases information asymmetry between the acquirer and target and complicates resource transfer and M&A integration, thereby enhancing risk and uncertainty (Li et al., 2020; Basuil & Datta, 2015). A larger institutional distance can affect the deal process in various ways, such as blurring available information for the market assessments and due diligence processes, exacerbating the lack of legitimacy of transnational operations (Du & Boateng, 2015), extending the duration of ongoing negotiation beyond expected timelines, delaying the enforcement of contracts and the issue of necessary permits (Li et al., 2022). Researchers (i.e., Peng, 2014; Reus & Lamont, 2009) have highlighted the complex nature of institutional distance since it comprises informal structures such as culture (Kilic & Kamasak, 2009a).

A more significant institutional distance may amplify emerging country acquirers' communication and decision-making challenges in developed countries (Liou & Rao-Nicholson, 2017; Kilic & Kamasak, 2009b). Based on the GLOBE framework data, the study by Dikova et al. (2010) reported that a larger institutional distance would delay deal completion. Nevertheless, Slangen (2006) asserts that the effect of informal institutional distance on cross-border M&A transactions can only be seen post-M&A integration. Zhou et al. (2016) find that larger

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3 institutional distance, i.e. risk level perception and regulations between emerging and developed  
4 countries, result in high M&A completion failures. Thus, findings regarding the impact of  
5 informal institutional distance, particularly cultural distance, on the duration of cross-border  
6 M&A deals are mixed.  
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10 For this paper, we mainly focused on uncertainty avoidance and power distance as the  
11 components of culture and their influential effects on M&A deal durations. We propose that  
12 country-level values can predict organizations' values. Uncertainty avoidance is "the extent to  
13 which ambiguous situations threaten individuals, rules and order are preferred, and uncertainty is  
14 tolerated in a society" (Dikova et al., 2010, p. 232). In countries where senior-level managers  
15 possess high uncertainty avoidance, they can show unwillingness to engage in new and risky  
16 projects such as M&As with uncertain outcomes; thus, the decision-making process may extend  
17 the duration of deal completion. Power distance refers to how power is distributed between  
18 managers and subordinates and concentrated in the hands of a few people (House et al., 2004). In  
19 high power distance countries, i.e. emerging countries, organizations are hierarchical, and  
20 subordinates wait for orders and expect supervision from managers, resulting in more extended  
21 periods for making final decisions for M&A transactions (Feng et al., 2017). However, in low  
22 power distance settings, i.e. emerging countries, organizations are flat and have fewer  
23 supervisors, and managers with equally distributed power can make final decisions quickly  
24 (Javidan et al., 2006).  
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27 According to Li et al. (2020), "different institutional settings support the same operational  
28 activities to different degrees in certain environments" (p. 4). We agree and suggest that the  
29 institutional distance effect may manifest differently in emerging and developed countries. Thus,  
30 we separately analyze the impact of institutional distance on M&A deal duration for developed  
31 and emerging country hosts. In summary, we propose the following hypotheses:  
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34 H1a: A larger institutional distance between the emerging home country acquirer (Brazil) and the  
35 developed host country target will extend the duration of the cross-border M&A deal.  
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38 H1b: A larger institutional distance between the emerging home country acquirer (Brazil) and  
39 the emerging host country target will extend the duration of the cross-border M&A deal.  
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3 Although emerging countries have undergone profound institutional transformations, the quality  
4 of their institutions is still lower than that of developed countries (Gorodnichenko et al., 2024).  
5 Institutional quality promotes the development of a well-functioning market economy and  
6 facilitates resource exchanges (Engemann et al., 2023). Complex deal structures that include  
7 competing bids and tenders require full-blown due diligence to investigate the target's legal,  
8 financial and operational issues, and the transaction may also need a judicial decision (Luypaert  
9 & de Maeseneire, 2015). Well-developed institutions supporting transparency in capital markets  
10 and fair judicial and litigation systems help emerging country acquirers reduce information  
11 asymmetry and time needed to conduct business activities, including cross-border M&As (North,  
12 1990). We anticipate a lower degree of information asymmetry and bureaucracy when host  
13 countries exhibit high institutional quality and robust corporate governance systems. Thus, we  
14 hypothesize that.

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17 H2a: Institutional quality is associated with shorter M&A deal durations between the Brazilian  
18 acquirers and target firms in developed and emerging host countries.

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21 However, we suggest that institutional quality may be more influential than institutional distance  
22 for the duration of M&A deals, particularly in emerging host countries. We can explain this  
23 through a framework that Table 1 presents. We build a framework based on institutional quality  
24 and institutional distance between home and host country pairs. The vertical and horizontal axes  
25 indicate the high- and low-level institutional quality and distance in the home and host countries,  
26 respectively. Most prior studies' interest lies in cells (2) and (4) since cross-border M&As  
27 originate from developed countries. Our research adopts an emerging acquirer perspective; thus,  
28 we concentrate on cells (1) and (3). The difference in institutional distance is hypothetically the  
29 same for the scenarios of an emerging home and developed host or vice versa in cells (1) and (4),  
30 respectively. Similarly, the cell (3) scenario indicates the shortest institutional distance since it  
31 considers the emerging home and host.

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60 TABLE 1

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51 The institutional distance from Brazil to a host country may not be identical to that from the  
52 same host country to Brazil due to the culture's complex, intangible and subtle nature  
53 (Boyacigiller et al., 1996). Shenkar (2001) terms this situation as the illusion of symmetry and

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3 claims that this implicitly assumed linear and constant symmetry could not be scaled  
4 quantitatively. The author argues that this symmetry measurement may not work in international  
5 business. In line, we propose that no matter the level of institutional distance between the  
6 Brazilian acquirer and the emerging host country, the impact of institutional quality will be  
7 relatively more decisive in shortening the duration of the M&A deal. We link our proposition to  
8 a potentially more significant impact of institutional quality, which warrants administrative  
9 efficiency and less risk and uncertainty than institutional distance. Therefore, we posit that:  
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11 H2b: Institutional quality will have a stronger impact than institutional distance on shortening  
12 M&A deal durations between Brazilian acquirers and targets from emerging countries.  
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## 15 **Government Involvement and M&A Deal Duration**

  
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17 Government involvement is a frequently investigated firm-level attribute in the M&A literature  
18 (Song & Ahn, 2024; Bannò et al., 2014). Government involvement can occur in various ways,  
19 such as the inclusion of government officials, i.e. bureaucrats or politicians on boards' of public  
20 or private firms (Kamasak et al., 2019b; Sun et al., 2016), ministries holding the majority of  
21 shares in acquirer firms, i.e. state-owned enterprises (SOE) (Tu et al., 2021), and more informal  
22 involvements created by relationships, network-ties or corporate political activities, i.e., lobbying  
23 and election donations of the acquirer firms (Jia & Wu, 2023).  
24

25 Emerging country acquirers may face heightened institutional pressures, especially in developed  
26 host country environments, due to concerns about their legitimacy (Stevens et al., 2016).  
27

28 Suchman (1995) defines legitimacy as a condition reflecting an organization's alignment with  
29 cultural norms, normative support, and adherence to relevant social rules or laws. In a cross-  
30 border M&A transaction, a firm from one country seeks to enter and operate within another  
31 country's society, where perceived legitimacy is embodied by its socially constructed norms,  
32 values, beliefs, and definitions (Ashford & Gibbs, 1990). Firms are no longer merely profit-  
33 driven entities; they are also key players with social responsibilities, working for the greater  
34 good of society (Alkan et al., 2024). The acquirer and target's transaction must be accepted as  
35 desirable, ethical and appropriate within the host country's perception of legitimization (Pesqué-  
36 Cela et al., 2023; Chen & Fan, 2013). The legitimacy of the acquiring firm relies on aligning its  
37 activities and outcomes with the host society's norms, values, beliefs, and expectations.  
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If the host society, government, or local authorities raise concerns about the acquirer's potential harm—rather than its contribution to social value—based on the acquirer's country image, stereotypes, or actual circumstances affecting the firm's legitimacy, the acquirer may encounter resistance. This is especially true for acquiring firms from emerging countries, which may not be welcomed by host country decision-makers in the M&A process (Song et al., 2024). Such a misalignment of legitimacy can lead to extensive checks, additional controls, and prolonged deal durations for the acquiring firm. Furthermore, emerging country acquirers' latecomer disadvantage and lack of experience with internationalization can create additional challenges in addressing the distinct regulatory, normative, and cognitive structures in host countries (Tang & Yang, 2024). Apart from socially constructed values, an acquirer can be perceived as legitimate if it only possesses superior resources and capabilities to its target firm (Yang & Ai, 2023). Emerging country acquirers' limited experience and capability in handling cross-border M&As could pose challenges to gaining legitimacy in the eyes of host country stakeholders (Velez-Ocampo & Gonzalez-Perez, 2022). Thus, legitimacy problems may provoke resistance from key stakeholders whose opposition could result in prolonged or even terminated M&A deals.

Upon announcing the intention to pursue a cross-border M&A, home and host government agencies scrutinize the motives and rationale behind the transaction. When the host country is uncertain about the motives behind an acquisition that poses potential economic or national security threats, in particular M&As related to food, telecommunication, defense industries, crucial infrastructure, or scarce resources, the legitimacy of the deal is likely to be undermined, leading to an elevated risk of acquisition failure (Li et al., 2019).

At this point, government involvement may help acquirers to complete their M&A transactions quicker by addressing the legitimacy concerns of the key stakeholders (Zhang, 2022), facilitating the set of approval procedures of antitrust authorities, providing firms with exceptional loans from public banks or other state-owned non-commercial banks (Yang & Ai, 2023), and offering them expertise for completing the negotiations and procedures with the host government agencies (Brown et al., 2023). Additionally, de Sousa Barros et al. (2021) find that Brazilian firms establish corporate ties with government institutions to decrease information asymmetry in the M&A deal processes.

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3 The ownership status of the acquiring firm can play a crucial role in mitigating legitimacy  
4 challenges during cross-border M&A transactions. State-owned enterprises (SOEs) are often  
5 perceived as more reliable, financially stable, and backed by governmental resources, which can  
6 enhance their credibility in the eyes of the host country. Studies (Byrne et al., 2025; Malik et al.,  
7 2023) suggest that SOEs are better positioned to address legitimacy issues than privately owned  
8 firms, as their affiliation with the state can lend them an aura of trustworthiness and long-term  
9 stability. SOEs may also benefit from diplomatic ties between the home and host countries,  
10 leveraging political goodwill and government-to-government agreements to ease institutional  
11 pressures. Thus, government involvement can help emerging country acquirers in two ways:  
12 First, they can obtain a solid pre-acquisition organizational image, increase their legitimacy and  
13 tackle identity constraints (Ai & Tan, 2020). Second, they can receive more procedural and  
14 financial support, gain quick approvals from their home institutions, and eliminate potential  
15 hindrances that might be posed by political opposition during the duration of the M&A deal. The  
16 advantages generated by home government involvement may be transformed into firm-specific  
17 advantages, such as quicker transaction completion skills (Zhang, 2022; Buckley et al., 2012) in  
18 cross-border M&As. Therefore, the duration of cross-border M&A deal completion decreases  
19 when Brazilian firms are characterized by government involvement. We thus propose the  
20 following hypotheses:  
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35 H3a: Brazilian acquirers' government involvement is positively associated with shorter cross-  
36 border M&A deal completion in developed host countries.  
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39 H3b: Brazilian acquirers' government involvement is positively associated with shorter cross-  
40 border M&A deal completion in emerging host countries.  
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43 Figure 1 shows the hypotheses of our research.  
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## FIGURE 1

## METHODS

### Context and sample

53 Emerging countries experienced a surge in their total GDP from US\$4,121 billion (in constant  
54 US\$2010) to US\$24,490 billion, with an average growth rate of around 5.4% between 1983 and  
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3 2017 (Hasan & Du, 2023). These countries have risen as critical contributors to the global  
4 economy, and emerging country firms have become active cross-border buyers (Kumar et al.,  
5 2023). Lawrence et al. (2021) found that 92.5% of cross-border M&As between 1970 and 2016  
6 were from developed countries. We may explain this fact for two reasons. First, the developed  
7 country acquirers enjoyed their advanced institutional environment; second, they were more  
8 dominant in the global economy and financially more potent for M&A transactions (Caiazza &  
9 Volpe, 2015). Brazil, a prominent Latin American emerging country and a dynamic actor in  
10 M&A transactions, has experienced an economic transition over the last three decades through  
11 several reform packages such as Plano Real, which includes policies of “economic openness and  
12 regional integration, controlling inflation and ensuring stability” (Kumar et al., 2022, p. 1594).  
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15 Despite Brazil's particular success in lowering inflation and strengthening its financial and  
16 manufacturing institutions, doing business in Brazil remains challenging due to its complicated  
17 economic, socio-cultural, and institutional environment (Souza et al., 2022). The high tax burden  
18 on firms and its complexity in the calculation, deficiencies in monetary and regulatory policies,  
19 high unemployment rate, populism in government spending and increased level of global  
20 competition encourage Brazilian firms to engage in cross-border M&A activities (Cai et al.,  
21 2025; Batista et al., 2023). The report by PricewaterhouseCoopers (2021) presents a historical  
22 record in M&A transactions with 1038 announced deals in 2020, which marks a 14% increase  
23 from 2019 and a 48% rise compared to the average of the five years preceding that period (2019-  
24 2015). Brazilian firms have primarily executed M&As in developed countries such as the USA,  
25 Canada, France, Italy, Netherlands, Portugal, Spain, and the UK, emerging countries such as  
26 Argentina, Uruguay, Chile, Colombia, Mexico, and Peru (Souza et al., 2022; Deng & Yang,  
27 2015). The primary industries that Brazilian acquirers engage in M&A deals are mining, oil and  
28 gas, construction, banking, steel, and food and beverage (Batista et al., 2023). Table 2 presents  
29 the characteristics of our M&A deal sample, including industries, host countries and transaction  
30 durations.  
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33 TABLE 2  
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36 Our sample includes all cross-border M&As in Brazil between 2000 and 2015. We obtained this  
37 data from the Thomson SDC Mergers Database and Zephyr Database. We selected deals with  
38 information about announced data. Our initial selection yielded a sample of 8677 M&As.  
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3 However, we excluded the incomplete, domestic and inbound deals. We cross-checked the  
4 numbers from the Institute for Mergers, Acquisition and Alliances (IMAA, 2023). Our final  
5 sample consisted of 514 cross-border M&A deals with Brazilian acquirers, of which 77 occur in  
6 developed countries and 437 in emerging countries.  
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10 The average deal completion time is approximately 132 days, with the most extended M&A deal  
11 taking 1187 days in the emerging country sample. The developed country sample shows an  
12 average of 95 days for completion, with the most prolonged deal duration of 400 days.  
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## 15 **Variables and measures**

### 16 *Dependent variable*

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18 The dependent variable is the deal duration, which is the number of days between the focal deal's  
19 announcement date and the completion date of the M&A. We considered deal duration a non-  
20 zero continuous variable; otherwise, the results could be misleading (Dikova et al., 2010;  
21 Ekelund et al., 2001).

### 22 *Independent variables*

23 Institutional Distance: Institutional distance is assessed by the GLOBE project's uncertainty  
24 avoidance and power distance measures (House et al., 2004; Dikova et al., 2010). Many  
25 researchers have empirically verified (i.e., Meyer et al., 2012; Javidan et al., 2006) and safely  
26 used (i.e., Cumming et al., 2024; Zarei et al., 2022) the cross-culturally developed measures. A  
27 composite in which a larger distance indicated a more significant difference between the home  
28 and host was calculated (Dikova et al., 2010).

29 Institutional Quality: The institutional quality between Brazil and the host country is assessed by  
30 the World Bank's World Governance Indicators (WGI) measure (Kaufmann et al., 2011). The  
31 index consists of six dimensions: voice and accountability, political stability, government  
32 effectiveness, regulatory quality, rules of law and control of corruption. Each dimension ranges  
33 between the values of -2.5 and +2.5, indicating that the higher the value, the better the  
34 institutional quality. Brazil has relatively underdeveloped institutions; host countries with better  
35 institutional quality are developed countries like the U.S., Canada, Portugal, Australia and the  
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3 Government Involvement: We used two measures for government involvement: state ownership  
4 and the number of Brazilian regulatory agencies involved in transactions. The data regarding the  
5 number of regulatory agencies involved in the M&A transaction was found from Zephyr and  
6 cross-checked from company websites and other sources. The government ownership status of  
7 firms is indicated with a flag in the Thompson SDC database. We coded (1) if the acquirer is  
8 government-owned or has a share of the government and (0) otherwise. We also used a dummy  
9 for the acquired host developed and host emerging country firms. We coded (1) for the acquired  
10 developed host and (0) for the acquired emerging host. We used the IMF's list to identify  
11 developed and emerging economies.  
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### 19 *Controls*

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22 We controlled several variables to capture the most significant impact of the relevant factors  
23 affecting the duration of the M&A deal. These factors comprise the characteristics of the deal,  
24 industry and firm. Regarding deal characteristics, *cash payment* can reduce M&A deal durations.  
25 The certainty in the value and payment facilitates deals since stock offers require more  
26 administrative burdens than cash transactions (Luypaert & De Maeseneire, 2015; Dikova et al.,  
27 2010). Thus, we controlled the payment method by a dummy variable indicating whether the  
28 payment was primarily cash. The acquirer and target firms' stockholders' approval can extend  
29 the deal duration for publicly listed firms (Caprio et al., 2011). Therefore, we controlled the  
30 *publicly listed status of the acquirer and target* by two dummies, (1) and (0). Moreover, Chen  
31 (2008) highlights that when lagging behind competitors, MNEs may prefer partial acquisitions or  
32 joint ventures to speed up market entry and avoid escalating rivalry with local firms. We expect  
33 that the more percentage acquired or sold, the more negotiation is needed to complete the  
34 transaction. Thus, the *acquired stake*, measured as the percentage acquired in the deal, was  
35 controlled. Due to the learning effect, more experienced acquirers are more likely to develop an  
36 M&A routine, and we would expect that acquirer deal experience facilitates deal completion  
37 (Vermeulen & Barkema, 2001). Thus, the *acquirer's total experience* is controlled. The  
38 acquisition of a *target subsidiary*, a minor partner of a larger enterprise, can make transactions  
39 more complex "as the parent's heritage in the governance structure of the subsidiary often  
40 persists for a considerable period" (Dikova et al., 2010, p. 233). We used dummies to determine  
41 whether the transaction was a subsidiary (1) or not (0) of a larger enterprise.  
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The potential impact of firm-level characteristics is also controlled. Antitrust authorities use firm size to choose which M&A to scrutinize; thus, we expect that the acquirer's size is positively correlated with a longer time to complete a deal. *Acquirer size*, measured by the log of total assets in Mil USD of the acquirer one year before the acquisition and the *acquirer's age*, are controlled. The business group plays a significant role in reducing institutional voids in emerging countries. Due to the substantial size of these firms, cross-border M&As by bidders affiliated with business groups are more likely to trigger anti-trust merger reviews and prolong the deal process (Wang et al., 2012). *Business group affiliation* is a dummy variable that takes the value of (1) if the Brazilian bidder is affiliated with a business group and (0) otherwise.

Finally, we controlled some industry characteristics. Industry dummies are included based on divisions of primary SIC codes. *Industry relatedness* of a deal is coded (1) if the primary SIC code of the acquirer and the target is the same and (0) otherwise (Yang, 2015). Year dummies are included to control for macroeconomic factors. Our sample had no hostile transactions; therefore, there has been no need to control the hostile or unsolicited deal effects.

## Analyses and findings

We employed hierarchical Ordinary Least Squares (OLS) regression to analyze our dataset. Table 3 presents descriptive statistics, correlation values between variables and variance inflation factor (VIF) scores. All inter-correlations are in the desired range below 0.80 (Bryman & Cramer, 1997), and VIF scores are below the acceptable level of 5 (Kalnins, 2018), indicating no multicollinearity problems.

Table 4 shows the results of our analyses. We separately analyzed the impact of independent variables on cross-border M&A deal duration in the developed and emerging host country samples. First, we only enter the control variables, and Model 1 shows their impacts on cross-border M&A deal duration and the model's benchmark specification with a constant. We enter independent variables with institutional distance in Model 2. Model 3 presents the results with institutional quality added, and Model 4 gives the results with government involvement included. The models report coefficients, standard errors,  $R^2$  values and the Wald chi-squared test results.

In Model 2, institutional distance is insignificant, indicating no relationship between institutional distance and M&A deal duration in developed host countries; thus, we reject H1a. Contrarily,

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3 institutional distance is positive and significant ( $\beta= 290.773$ ,  $p< 0.01$ ), confirming a direct  
4 relationship between institutional distance and M&A deal duration in developing host countries,  
5 and we accept H1b.  
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9 TABLE 3  
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11 In Model 3, better institutional quality is associated with shorter M&A deal durations in  
12 developed ( $\beta= -2.517$ ,  $p< 0.05$ ) host countries but not emerging host countries; therefore, we  
13 find partial support for H2a. When we compare their relative effects, we do not find a more  
14 substantial effect of institutional quality than the institutional distance in shortening deal  
15 durations between Brazilian acquirers and emerging host country targets, and we reject H2b. In  
16 Model 4, the findings report no association between home government involvement and M&A  
17 deal duration between Brazilian acquirers and developed host country targets, offering no  
18 support for H3a. Finally, in contrast to our proposition, government involvement is positive and  
19 significant ( $\beta= 37.739$ ,  $p< 0.05$ ), indicating more home government involvement leads to longer  
20 M&A deal duration between Brazilian acquirers and emerging host country targets, confirming  
21 no support for H2b.  
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24 In our models, some  $R^2$  values are relatively low, particularly for the emerging country data set,  
25 i.e. 15% of explanatory power. Dikova et al. (2010) consider this typical when working with  
26 large panel datasets. The primary objective of our paper is to understand the contribution of our  
27 theoretical independent variables rather than explain the variation in acquisition duration.  
28 Therefore, we do not consider this a negative aspect of our study. A few control variables are  
29 significantly associated with M&A deal duration. The findings reveal that more experienced  
30 Brazilian acquirers are more likely to complete M&A deals in a shorter time in developed host  
31 countries. Listed targets are likely to take longer to be completed in developing host countries.  
32 This can be related to the time-consuming and complex approval procedures of acquisition by  
33 many shareholders and countries' capital market boards.  
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## 36 DISCUSSION 37

38 The duration elapsed from the announcement of an M&A transaction to its completion serves as  
39 a barometer for evaluating the success and efficiency of a deal. This paper explains the  
40 determinants of M&A deal durations from the perspective of an emerging country acquirer,  
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3 Brazil. Our findings show that informal institutional distance between Brazil and host countries  
4 does not impact deal durations when the target is from a developed host. This finding reveals that  
5 factors other than institutional distance may be more critical for Brazilian acquirers to shorten  
6 their M&A deals in developed country settings. Nonetheless, Brazilian deals involving  
7 developing country targets exhibit a positive association between institutional distance and deal  
8 durations. Cultural proximity, similarity in decision-making processes and leadership styles,  
9 shared business norms, a better understanding of partners' business expectations and smoother  
10 communication stemming from the shorter institutional distance between Brazil and other  
11 emerging countries might lead to this result. This result is consistent with earlier studies (i.e.,  
12 Boateng et al., 2017; Schmitt et al., 2013) that emphasize the importance of cultural proximity in  
13 fostering trust, understanding, and efficient collaboration between firms during the M&A  
14 process. However, it adds a layer of understanding by demonstrating that cultural proximity is  
15 particularly relevant in emerging country settings, where institutions are less formalized, and  
16 informal cultural dynamics have a greater influence on deal execution.

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18 Our study finds that stronger institutional quality reduces the duration of M&A deals executed by  
19 Brazilian firms in developed countries. However, no association was found in emerging  
20 countries. It should be noted that, despite their positive impact on M&A deal completions,  
21 developed countries' rigid and inflexible regulatory frameworks can challenge Brazilian firms, as  
22 they do for all potential acquirers and result in more prolonged deal durations. Thus, the rigid  
23 frameworks of developed countries are not one-size-fits-all solutions and may not always lead to  
24 swift M&A deals but instead to more complex transactions.

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26 The institutional deficiencies that create additional obstacles to M&A completion could make the  
27 institutional quality even more valuable for smoother and faster deals in emerging countries. The  
28 insignificant association of institutional quality with M&A deal durations can indicate more  
29 informal transactions and the outcome of relatively longer M&A deal durations in emerging  
30 countries, yet emerging countries with weaker institutions can reap substantial benefits from  
31 higher-quality institutions (Yurdakul et al., 2022). Institutional quality that is more potent in  
32 developed countries promotes information accessibility, transparency and well-functioning  
33 governance (Li et al., 2020). The existing foundation could make the marginal impact of further  
34 institutional quality on deal duration relatively minor in developed countries. However, the  
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absence of institutional distance did not lead to disadvantages in deal duration, and the institutional quality in developed countries somewhat compensated for it. This finding extends the ongoing discussion on the effect of institutional quality on M&A deal duration by showing its differential effects in developed and emerging countries. The fact that stronger institutional quality shortens deal durations in developed countries but not in emerging ones highlights the varying importance of formal institutions across different economic contexts. This insight helps to refine our understanding of how institutional quality interacts with other factors in cross-border M&A transactions. Although the impact of institutional quality on M&A deal durations in the emerging-to-emerging flow is statistically insignificant, we interpret this finding as evidence that institutional quality still plays a more significant role in these transactions (Yurdakul & Kamasak, 2021). The lack of high-quality institutions may pressure firms involved in M&As to resolve issues more quickly through unethical or immoral practices. However, these practices may not resolve the issues but lead to more harmful outcomes for firms, including delayed transactions. The existence of higher-quality institutions can prevent M&A actors from engaging in unethical practices, which can result in smoother and quicker transactions framed with clear expectations.

We examined whether government affiliation gives Brazilian acquirers advantages in shortening M&A deal durations across emerging and developed markets. Contrary to our expectations, government involvement in Brazilian acquirers' deals did not impact M&A completions in developed countries but prolonged the transactions in emerging countries. This finding challenges the conventional assumption that government involvement is always a beneficial resource for emerging country firms (Myznikava & Farinha, 2023; Zhang et al., 2021).

Therefore, the outcomes of government involvement occurred differently in developed and emerging host countries and did not manifest as a resource-based advantage. As a recent trend, many emerging country acquirers cooperate with Western co-investors rather than government involvement for cross-border M&A transactions in developed countries (Zhang, 2022), which aligns with our empirical observation. This trend can be related to emerging country acquirers' awareness of the potential inefficiencies of government involvement in M&A deals. Thus, Brazilian firms might avoid engaging in M&A transactions with government affiliations in developed countries to overcome potential legitimacy and image problems and utilize sophisticated deal structures.

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3 Our findings indicate that Brazilian acquirers also do not benefit from government involvement  
4 in M&A transactions in emerging countries. The limited experience of emerging country firms  
5 may make them more dependent on government-related bodies (Brown et al., 2023) to conduct  
6 their M&A transactions in other emerging countries. The relationship between firms and  
7 government institutions is contingent upon the different institutional contexts of the host country.  
8 Institutional distance based on informal cultural elements not only presents how firms do  
9 business but also how governments act in a particular context. We find that institutional distance  
10 based on informal cultural elements has a more significant impact on the speed of M&A  
11 transactions than government involvement in emerging countries. Therefore, the informal  
12 institutional distance might diffuse into government bodies as well.  
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15 When we evaluate the findings regarding institutional distance and government involvement  
16 together, we suggest that government involvement might generate transaction costs such as  
17 corruption, nepotism, looting, financial demands from politicians and bureaucrats in exchange  
18 for necessary permissions or approvals, excessive bureaucracy, and administrative inefficiencies.  
19 These transaction costs might contribute to prolonged M&A deals in other emerging countries  
20 where the acquirer's government authorities might exploit a more conducive environment to  
21 assert their illegal or unethical advantages. **Thus, the government's involvement in M&A**  
22 **transactions raises critical questions about the role of government and political affiliations in**  
23 **such deals. We add to the literature by highlighting the potential downsides of government**  
24 **involvement in emerging countries. We speculate whether companies might benefit from seeking**  
25 **private-sector co-investors or engaging in deals with less government intervention to improve**  
26 **deal efficiency and completion times.**

27 Our study provides some policy and managerial implications. Overall, our results indicate a more  
28 macro-level institutional effect than firm-level resource advantage effect to lessen the duration of  
29 M&A deals in our sample. Moreover, cultural distance's impact on deal duration is salient in the  
30 emerging host country sample, whereas no effect is observed in the developed host country. So,  
31 our results regarding the impact of institutional distance are mixed. However, cultural similarity  
32 based on uncertainty avoidance and power distance seemed to be the most dominant elements for  
33 prolonging M&A deals in emerging countries. It is understandable for managers to analyze the  
34 business dynamics thoroughly and avoid risky deals. Top managers of acquirer firms may initiate  
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3 their analyses before the deal is announced. One explanation for avoiding risk can be managers'  
4 low self-confidence due to a lack of strategic, managerial and soft skills and proficiencies. Their  
5 professional development can help enhance their self-confidence. Smaller-sized incremental  
6 transactions might also be more beneficial than pursuing larger-scale deals until top management  
7 increases their experience. Self-interest and pride of managers can also extend the decision-  
8 making processes.  
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14 The sample of emerging country M&As proved to have substantially longer deal duration times  
15 than the developed country sample, where the only influential factor was institutional quality. So,  
16 institutional quality alignment has been the most critical determinant for the completion time of  
17 Brazilian acquirers' cross-border M&A transactions conducted with the targets of the developed  
18 country. This empirical finding highlights the pivotal role of institutional quality in the duration  
19 of M&A deals. The weak governance, poor economic policies and ethical concerns discourage  
20 developed and other emerging country firms from investing and promoting M&A activities  
21 (Kumar et al., 2023). We argue that transparency is vital for an emerging country to improve the  
22 regulatory regime's efficiency and facilitate firms' internationalization. Therefore, policymakers  
23 should implement rigorous governance measures and increase the quality of institutions and the  
24 transparency of agencies.  
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34 However, we want to be more realistic about our policymaking suggestions in emerging  
35 countries, where policies might be more inclined to the concerns of the political party in power  
36 rather than the country's needs, the benefits of society, or the benefits of the M&A transactions in  
37 our study. The corrupt environment might nurture the policymakers, so expecting them to change  
38 a system which they exploit could be a naive expectation. Nevertheless, there is always  
39 something to do, and we suggest technological advancements and digital transformation have the  
40 potential to mitigate the negative impact of government involvement on M&A deal duration in  
41 emerging countries (Wijegunawardhana et al., 2024; Kamasak et al., 2023). Digital governance  
42 can reduce opportunities for corruption and ensure greater accountability in regulatory processes,  
43 contributing to more efficient and fair M&A deals and shortening the time required to navigate  
44 government approvals. For example, blockchain technology, which offers immutable records of  
45 every step in the M&A approval process, from the initial application to the final clearance,  
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would make it harder for government officials to manipulate the system for personal gain, as every action would be publicly visible and traceable.

Our study has some limitations and opens opportunities for future research. The small sample size is the primary limitation, but our focus was on one country, Brazil, and further studies can include a larger sample size. We measured institutional distance by informal institutions, yet formal institutions such as legally constituted rules or codes can occur in another study. However, the researchers should be cautious about not duplicating some formal institutional distance elements that also exist in institutional quality. We used regulatory agency involvement as a valid indicator of government involvement, yet regulatory agencies may not always function effectively or impartially, and political or non-economic considerations could influence their actions in emerging countries. This potential inefficiency may distort the actual level of government influence on M&A deals and complicate the interpretation of our findings. Future research could benefit from incorporating additional qualitative assessments of agency effectiveness or exploring other dimensions of government involvement to provide a more comprehensive understanding of the government's role in M&A transactions. We did not have detailed information on deal contracts. Analyzing the impact of termination fees, a no-solicitation clause, and other contract details, such as the deal premium, might provide more insights about M&A deal durations.

## REFERENCES

Ahern, K. R., Daminelli, D., & Fracassi, C. (2015). Lost in translation? The effect of cultural values on mergers around the World. *J. Financ. Econ.* 117 (1), 165–189.  
<https://doi.org/10.1016/j.jfineco.2012.08.006>.

Ai, Q., & Tan, H. (2020). Uncovering neglected success factors in post-acquisition reverse capability transfer: Evidence from Chinese multinational corporations in Europe. *Journal of World Business*, 55(3), 1–13. <https://doi.org/10.1016/j.jwb.2019.101053>

Alkan, P. D., Kamasak, R., & Ozbilgin, M. (2024). Does voluntarism work for the workplace inclusion of individuals with disabilities? The case of global organizations in a country with limited equality structures for people with disabilities. *Personnel Review*.  
<https://doi.org/10.1108/PR-01-2024-0041>.

Ashforth, B. E., & Gibbs, B. W. (1990). The double-edge of organisational legitimization. *Organization Science*, 1(2), 177–194.

1  
2  
3 Bannò, M., Piscitello, L., & Amorim V. C. (2014). "The Impact of Public Support on SMEs'  
4 Outward FDI: Evidence from Italy." *Journal of Small Business Management* 52 (1): 22–38.  
5  
6 <https://doi.org/10.1111/jsbm.12029>

7  
8 Barney, J. B. (1991). Firm resources and sustained competitive advantage. *Journal of*  
9 *Management*, 17, 99–120.

10  
11 Basuil, D. A., Datta, D. K. (2015). Effects of industry- and region-specific acquisition experience  
12 on value creation in cross-border acquisitions: the moderating role of cultural similarity. *J.*  
13 *Manage. Stud.*, 52, pp. 766-795.

14  
15 Batista, A. T. N., Lamounier, W. M., & Mário, P. D. C. (2023). Does Economic Policy  
16 Uncertainty Affect M&A Operations? Evidence from the Brazilian Market. BBR. *Brazilian*  
17 *Business Review*, 20, 133-156.

18  
19 Boateng, A., Du, M., Wang, Y., Wang, C., & Ahammad, M. F. (2017). Explaining the surge in  
20 M&A as an entry mode: home country and cultural influences. *International Marketing*  
21 *Review*, 34(1), 87-108.

22  
23 Boyacigiller, N., Kleinberg, M.J., Philips, M & Sackmann, S. 1996. Conceptualizing Culture. In  
24 B.J. Punnett & O.Shenkar, *Handbook for International Management Research*. Cambridge, MS:  
25 Blackwell.

26  
27 Brown, L. W., Liou, R. S., & Hasija, D. (2023). Emerging market multinational corporations'  
28 cross-border mergers and acquisitions and political distance: Does corporate political activity  
29 matter? *Thunderbird International Business Review*, 65(5), 533–546.

30  
31 Bryman, A., & Cramer, D. (1997). *Quantitative Data Analysis with SPSS for Windows*.  
32 Routledge, London.

33  
34 Buckley, P. J., Forsans, N., & Munjal, S. (2012). Host–home country linkages and host–home  
35 country specific advantages as determinants of foreign acquisitions by Indian firms. *International*  
36 *Business Review*, 21(5): 878–890.

37  
38 Byrne, A., Cai, C., & Kamasak, R. (2025). Top management team characteristics and decision-  
39 making nexus post-Brexit: Evidence from an international wealth management firm in Europe.  
40 In: Ed-Dafali, S., Ozsungur, F. and Mohiuddin, M. (eds.), *Modern Corporate Governance*  
41 *Strategies for Sustainable Value Creation* (pp. 169–198). Hershey, USA: IGI Global  
42 Publications.

43  
44 Cai, C., Kamasak, R., & Bozcu, A. (2025). Red tape roadblock: How regulators slow down  
45 global M&As in Emerging Economies. In: Bento, J., & Torres, M. M. (eds.), *Global*  
46 *Perspectives on Climate Change, Inequality, and Multinational Corporations*. Springer, Cham.

47  
48 Caiazza, R., & Volpe, T. (2015). M&A process: a literature review and research  
49 agenda. *Business Process Management Journal*, 21(1), 205-220.

1  
2  
3 Caprio, L., Croci, E., & Del Giudice, A. (2011). Ownership structure, family control, and  
4 acquisition decisions. *Journal of Corporate Finance*, 17(5), 1636-1657.  
5  
6 Cardillo, G., & Harasheh, M. (2023). Stay close to me: What do ESG scores tell about the deal  
7 timing in M&A transactions? *Finance Research Letters*, Volume 51,103498.  
8  
9 <https://doi.org/10.1016/j.frl.2022.103498>.  
10  
11 Cavallo, P. (2019). "Brazil, BITs and FDI: a synthetic control approach", *The Journal of World*  
12 *Investment and Trade*, Vol. 20, pp. 68–97, doi: 10.1163/22119000-12340123.  
13  
14 Chen, H.C. and Fan, J.H. (2013). "The choice of mergers and acquisitions and green-field of  
15 Chinese multinational company under the institutional distance: a study based on the angel of  
16 organizational legitimacy", *World Economic Studies*, Vol. 12 No. 10, pp. 53-59.  
17  
18 Chen, S. F. S. (2008). The motives for international acquisitions: Capability procurements,  
19 strategic considerations, and the role of ownership structures. *Journal of International Business*  
20 *Studies*, 39(3): 454-471.  
21  
22 Clampit, J., Gaffney, N., Fabian, F., & Stafford, T. (2023). Institutional misalignment and  
23 escape-based FDI: A prospect theory lens. *International Business Review*, 32(3), 102099.  
24  
25 Clément, M., Rougier, E., Jean-Philippe Berrou, François Combarnous, Dominique Darbon,  
26 (2022). "What's in the middle": Scratching beneath the surface of the middle class(es) in Brazil,  
27 Côte d'Ivoire, Turkey and Vietnam, *World Development*, 158,  
28  
29 <https://doi.org/10.1016/j.worlddev.2022.105988>.  
30  
31 Cumming, D., Meoli, M., Rossi, A., & Vismara, S. (2024). ESG and crowdfunding platforms.  
32  
33 *Journal of Business Venturing*, 39(1), 106362.  
34  
35 Das, A. (2021). Predatory FDI during economic crises: Insights from outbound FDI from China  
36 and host country responses. *Critical Perspectives on International Business*, 17(2), 321-341.  
37  
38 de Sousa Barros, T., Cardenas, J. and Mendes-Da-Silva, W. (2021). "The effect of interlocking  
39 directorates on mergers and acquisitions in Brazil", *Journal of Management and Governance*,  
40 Vol. 25 No. 3, pp. 811-839.  
41  
42 Deng, P., & Yang, M. (2015). Cross-border mergers and acquisitions by emerging market firms:  
43 A comparative investigation. *International Business Review*, Volume 24, Issue 1, 157–172.  
44  
45 <https://doi.org/10.1016/j.ibusrev.2014.07.005>.  
46  
47 Dierickx, I. and Cool, K. 1989. Asset stock accumulation and sustainability of competitive  
48 advantage. *Management Science*, 35(12): 1504–1511.  
49  
50 Dikova, D., Sahib, P., & van Witteloostuijn, A. (2010). Cross-border acquisition abandonment  
51 and completion: The effects of institutional differences and organizational learning in the  
52 international business service industry, 1981–2001. *Journal of International Business Studies*,  
53 41, 223–245.  
54  
55  
56  
57  
58  
59  
60

1  
2  
3 DiMaggio, P., & Powell, W. (1991). The new institutionalism in organizational analysis.  
4 Chicago: University of Chicago Press.  
5  
6 Du, M., Boateng, A. (2015). State ownership, institutional effects and value creation in cross-  
7 border mergers & acquisitions by Chinese firms. *Int. Bus. Rev.*, pp. 430-442.  
8  
9 Ekelund Jr, R. B., Ford, G. S., & Thornton, M. 2001. The measurement of merger delay in  
10 regulated and restructuring industries. *Applied Economics Letters*, 8(8): 535-537.  
11  
12 Engemann, H., Jafari, Y., & Heckelei, T. (2023). Institutional quality and the duration of  
13 agri-food trade flows. *Journal of Agricultural Economics*, 74(1), 135-154.  
14  
15 Erel, I., Jang, Y., & Weisbach, M. S. (2015). Do acquisitions relieve target firms' financial  
16 constraints? *The Journal of Finance*, 70(1), 289-328.  
17  
18 Feng, M., Kang, T., & Nabar, S. (2017). National societal values and corporate governance.  
19 *International Journal of Emerging Markets*, 12(2), 183-198.  
20  
21 Fisch, C., Block, J. & Sandner, P. The impact of acquisitions on Chinese acquirers' innovation  
22 performance: an empirical investigation of 1545 Chinese acquisitions. *J Bus Econ* **89**, 125–153  
23 (2019). <https://doi.org/10.1007/s11573-018-0905-9>  
24  
25 Fuad, M., & Venugopal, A. (2024). Deal completion in mergers and acquisitions: past  
26 accomplishment and future direction. *Cross Cultural & Strategic Management*, 31(1), 1-25.  
27  
28 Goldstein, A. (2007). Multinational companies from emerging economies: Composition,  
29 conceptualization and direction in the global economy. Palgrave Macmillan, New York.  
30  
31 Gorodnichenko, Y., Kukharskyy, B., & Roland, G. (2024). Cultural distance, firm boundaries,  
32 and global sourcing. *Journal of Development Economics*, 166, 103175.  
33  
34 Harle, N., Ombregt, P., & Cool, K. (2012). Merger Control and Practice in the BRIC Countries  
35 vs. the EU and the US: Review Thresholds.  
36  
37 Hasan, M. M., & Du, F. (2023). The role of foreign trade and technology innovation on  
38 economic recovery in China: The mediating role of natural resources development, *Resources  
39 Policy*, Volume 80, 103121, ISSN 0301-4207, <https://doi.org/10.1016/j.resourpol.2022.103121>.  
40  
41 Hasija, D., Liou, R. S., & Ellstrand, A. (2020). Navigating the new normal: Political affinity and  
42 multinationals' post-acquisition performance. *Journal of Management Studies*, 57(3), 569–596.  
43  
44 Heaton, S., Teece, D., & Agronin, E. (2023). Dynamic capabilities and governance: An empirical  
45 investigation of financial performance of the higher education sector. *Strategic Management  
46 Journal*, 44(2), 520–548.  
47  
48 Hoskisson, R. E., Eden, L., Lau, C. M., & Wright, M. 2000. Strategy in emerging economies.  
49 *Academy of Management Journal*, 43(3): 249–267.  
50  
51  
52  
53  
54  
55  
56  
57  
58  
59  
60

1  
2  
3 Hoskisson, R. E., Wright, M., Filatotchev, I., & Peng, M. M. (2013). Emerging multi-nationals  
4 from mid-range economies: The influence of institutions and factor markets. *Journal of*  
5 *Management Studies*, 50(7), 1295–1321.  
6  
7

8 House, R. J., Hanges, P. J., Javidan, M., Dorfman, P. W., & Gupta, V. (2004). Culture,  
9 leadership and organizations: The GLOBE study of 62 societies. Thousand Oaks, CA: Sage  
10 Publications.  
11  
12

13 Huang, D., Tsui-Auch, L. S., Dieleman, M., & Gomulya, D. (2023). Politically connected  
14 EMNCs in a (de) globalising world: A review and future research directions. *International*  
15 *Business Review*, 102196.  
16  
17

18 Institute for Mergers, Acquisition and Alliances (IMAA, 2023). M&A Brazil. <https://imaa-institute.org/mergers-and-acquisitions-statistics/ma-statistics-by-countries/#:~:text=M%26A%20Brazil,the%20previous%20year's%20878%20deals>.  
19  
20

21 Javidan, M., House, R. J., Dorfman, P. W., Hanges, P. J., & Sully de Luque, M. (2006).  
22 Conceptualizing and measuring cultures and their consequences: a comparative review of  
23 GLOBE's and Hofstede's approaches. *Journal of International Business Studies*, 37, 897-914.  
24  
25

26 Jia, J. and Wu, P. (2023). "Experiential learning, institutional quality and Chinese state-owned  
27 firms' cross-border acquisitions", *Nankai Business Review International*, Vol. 14 No. 3, pp. 448–  
28 481. <https://doi.org/10.1108/NBRI-11-2022-0106>  
29  
30

31 Kalnins, A. (2018). Multicollinearity: How common factors cause Type 1 errors in multivariate  
32 regression. *Strategic Management Journal*, 39(8), 2362–2385.  
33  
34

35 Kamasak, R. & Yavuz, M. (2015). Economic development, market characteristics and current  
36 business conditions in Turkey: A guide for successful operations. In: Christiansen, B. and  
37 Erdogan, M.M. (eds.), *Comparative Economics and Regional Development in Turkey* (pp. 336–  
38 354). Hershey, USA: IGI Global Publications.  
39  
40

41 Kamasak, R. (2013). *Resource-based view (RBV) in all its aspects*. Scholars' Press Publishing,  
42 Halberg, Germany.  
43  
44

45 Kamasak, R. (2017). The contribution of tangible and intangible resources and capabilities to a  
46 firm's profitability and market performance. *European Journal of Management and Business  
Economics*, 26(2): 252–275.  
47  
48

49 Kamasak, R., James, S. R., & Yavuz, M. (2019b). The interplay of corporate social responsibility  
50 and corporate political activity in emerging markets: The role of strategic flexibility in  
51 nonmarket strategies. *Business Ethics: A European Review*, 28(3): 305–320.  
52  
53

54 Kamasak, R., Palalar, A. D., & Yalcinkaya, B. (2023). Emerging trends of Industry 4.0 in  
55 equality, diversity and implementations. In: Kucukaltan, B. (ed.), *Contemporary Approaches in*  
56  
57  
58  
59  
60

1  
2  
3     *Equality, Diversity and Inclusion: Strategic and Technological Perspectives* (pp. 129–148).  
4     Bingley, UK: Emerald Publishing.  
5

6  
7     Kamasak, R., Yavuz, M., & Akin, S. (2019a). The reputational effects of corporate political  
8     activities: An empirical research. *3rd World Conference on Technology, Innovation and*  
9     *Entrepreneurship*, 21–23 June, Istanbul, Turkey, (Elsevier Procedia – Computer Sciences, Vol.  
10     158, pp. 552–556).

11  
12     Kaufmann D, Kraay A, Mastruzzi M. (2011). The Worldwide Governance Indicators:  
13     Methodology and Analytical Issues. *Hague Journal on the Rule of Law*. 3(2):220-246.  
14     doi:10.1017/S1876404511200046  
15

16  
17     Khanna, T., & Palepu, K. G. (2010). *Winning in emerging markets: A road map for strategy and*  
18     *execution*. Harvard Business Press.  
19

20  
21     Kilic, B. & Kamasak, R. (2009a). Factor pattern of Auckland Individualism-Collectivism  
22     Questionnaire: A study of Turkish sample. *İş Güç, The Journal of Industrial Relations & Human*  
23     *Resources*, 11(5): 25–34.  
24

25     Kilic, B., & Kamasak, R. (2009b). Bireysel ve kültürel faktörlerin çalışanların iş ahlakına ilişkin  
26     tutumlarına etkisi. *Kamu Etiği Sempozyum Bildirileri II, TODAİE Yayıncı, Ankara*, 713-719.  
27

28     Kim, H., Song, J. Filling institutional voids in emerging economies: The impact of capital market  
29     development and business groups on M&A deal abandonment. *J Int Bus Stud* 48, 308–323  
30     (2017). <https://doi.org/10.1057/s41267-016-0025-0>  
31

32     Koch, A. H. (2022). Strategic responses of MNCs in emerging markets: Addressing institutional  
33     voids associated with informal institutions. *critical perspectives on international business*, 18(2),  
34     137-156.  
35

36     Kumar, D., Sengupta, K., & Bhattacharya, M. (2023). Macroeconomic influences on M&A deal  
37     outcomes: an analysis of domestic and cross-border M&As in developed and emerging  
38     economies. *Journal of Business Research*, 161, 113831.  
39

40     Lawrence, E. R., Raithatha, M., & Rodriguez, I. (2021). The effect of cultural and institutional  
41     factors on initiation, completion, and duration of cross-border acquisitions. *Journal of Corporate*  
42     *Finance*, 68, 101950.  
43

44     Lebedev, S., Peng, M. W., Xie, E., & Stevens, C. E. (2015). Mergers and acquisitions in and out  
45     of emerging economies, *Journal of World Business*, Volume 50, Issue 4, Pages 651-662.  
46     <https://doi.org/10.1016/j.jwb.2014.09.003>.  
47

48     Li, J., Li, P., & Wang, B. (2019). The liability of opaqueness: State ownership and the likelihood  
49     of deal completion in international acquisitions by Chinese firms. *Strategic Management*  
50     *Journal*, 40(2), 303–327.  
51

1  
2  
3 Li, W. Chaohui Wang, Qizhe Ren, Ding Zhao. (2020). Institutional distance and cross-border  
4 M&A performance: A dynamic perspective. *Journal of International Financial Markets*, 101207,  
5 <https://doi.org/10.1016/j.intfin.2020.101207>.  
6

7 Li, W., Su, Y., & Wang, K. (2022). How does economic policy uncertainty affect cross-border  
8 M&A: Evidence from Chinese firms. *Emerging Markets Review*, 52, 100908.  
9 <https://doi.org/10.1016/j.ememar.2022.100908>.  
10

11 Liou, R.-S., Rao-Nicholson, R. (2017). Out of Africa: The role of institutional distance and host-  
12 home colonial tie in South African Firms' post-acquisition performance in developed economies.  
13 *Int. Bus. Rev.*, 26, pp. 1184-1195  
14

15 Luypaert, M., & de Maeseneire, W. 2015. Antecedents of time to completion in mergers and  
16 acquisitions. *Applied Economics Letters*, 22(4): 299-304.  
17

18 Malik, A., Sinha, P., Budhwar, P., & Pereira, V. (2023). Managing legitimacy in a cross-border  
19 post-merger integration context: the role of language strategies. *The International Journal of  
20 Human Resource Management*, 34(21), 4144–4174.  
21

22 Meyer, J. P., Stanley, D. J., Jackson, T. A., McInnis, K. J., Maltin, E. R., & Sheppard, L. (2012).  
23 Affective, normative, and continuance commitment levels across cultures: A meta-analysis.  
24 *Journal of Vocational Behavior*, 80(2), 225–245.  
25

26 Molz, R., & Ratiu, C. 2012. Logics of local actors and global agents: divergent values, divergent  
27 world views. *Critical Perspectives on International Business*, 8(3): 225-240.  
28

29 Muehlfeld, K., Rao Sahib, P., & Van Witteloostuijn, A. 2012. A contextual theory of  
30 organizational learning from failures and successes: A study of acquisition completion in the  
31 global newspaper industry, 1981–2008. *Strategic Management Journal*, 33(8): 938-964.  
32

33 Myznikava, K. K., & Farinha, J. (2023). The impact of political freedoms on cross-border M&A  
34 abandonment likelihood. *The Quarterly Review of Economics and Finance*, 91, 112-138.  
35

36 North, D. (1990). *Institutions, institutional change and economic performance*. Cambridge  
37 University Press.  
38

39 Opoku-Mensah, E., Yin, Y., Sandra, A. A., & Tuffour, P. (2019). Mergers and Acquisitions  
40 Antecedents in BRICS. *Global Journal of Emerging Market Economies*, 11(3), 202-214.  
41

42 Peng, G., & Turel, O. (2020). Network ties in the outside-in strategy: Contingencies of resource  
43 endowments and absorptive capacity, *Industrial Marketing Management*, Volume 91, 373-384.  
44 <https://doi.org/10.1016/j.indmarman.2020.09.017>  
45

46 Peng, M. W., Sun, S. L., Pinkham, B., & Chen, H. (2009). The institution-based view as a third  
47 leg for a strategy tripod. *Academy of Management Perspectives*, 23(3), 63–81.  
48

1  
2  
3 Peng, M. W., Wang, D. Y., & Jiang, Y. 2008. An institution-based view of international business  
4 strategy: A focus on emerging economies. *Journal of International Business Studies*, 39(5): 920-  
5 936.  
6  
7

8 Pesqué-Cela, V., Li, J., & Kim, Y. K. (2023). Overcoming the liability of foreignness in US  
9 capital markets: the case of Alibaba and Coupang. *Asia Pacific Business Review*, 29(2), 323-  
10 349.  
11  
12

13 PricewaterhouseCoopers. (2021). Fusões e Aquisições no Brasil-Dezembro 2020.  
14 <https://www.pwc.com.br/pt/estudos/servicos/assessoria-tributaria-societaria/fusoes-aquisicoes/2020/fusoes-e-aquisicoes-no-brasil-dezembro-20.html>  
15  
16

17 Reddy, K. S., Nangia, V. K., & Agrawal, R. (2014). The 2007–2008 Global Financial Crisis, and  
18 Cross-border Mergers and Acquisitions: A 26-nation Exploratory Study. *Global Journal of  
19 Emerging Market Economies*, 6(3), 257-281.  
20  
21

22 Reus, T.H., & B.T. Lamont (2009). The double-edged sword of cultural distance in international  
23 acquisitions. *J. Int. Bus. Stud.*, 40, pp. 1298-1316.  
24  
25

26 Schmitt, A., & Van Biesenbroeck, J. (2013). Proximity strategies in outsourcing relations: The  
27 role of geographical, cultural and relational proximity in the European automotive  
28 industry. *Journal of International Business Studies*, 44, 475-503.  
29  
30

31 Scott, W.R. (1995). *Institutions and organizations*, Thousand Oaks, CA: Sage.  
32  
33

34 Shenkar, O. (2001). Cultural distance revisited: Towards a more rigorous conceptualization and  
35 measurement of cultural differences. *Journal of International Business Studies*: 519–535.  
36  
37

38 Slangen, A. H. L. (2006). National cultural distance and initial foreign acquisition performance:  
39 The moderating effect of integration. *J. World Bus.*, 41, pp. 161-170  
40  
41

42 Soleimani, A., & Yang, K. M. (2022). Overcoming institutional challenges in cross-border  
43 acquisitions: how home-and host-country acquisition experiences shorten the deal completion  
44 phase. *Multinational Business Review*, 30(3), 410-433.  
45  
46

47 Song, M., & Ahn, Y. (2024). The determinants of SME success in the Long Run: an ecosystem  
48 perspective. *Applied Economics*, 1-19.  
49  
50

51 Song, S., Jun, A., Luo, T., & Ma, S. (2024). Political legitimacy and CSR reporting: Evidence  
52 from non-SOEs in China. *Global Finance Journal*, 60, 100942.  
53  
54

55 Song, S., Zeng, Y., & Zhou, B. (2021). Information asymmetry, cross-listing, and post-M&A  
56 performance, *Journal of Business Research*, 122, 447–457.  
57 <https://doi.org/10.1016/j.jbusres.2020.08.035>.  
58  
59

60 Souza de Souza, P.V., Tiburcio Silva, C.A. and Lima, F.G. (2022). “Evidence of the adaptive  
market hypothesis in shares traded by B3 listed banking companies”, *Managerial Finance*, Vol.  
48, pp. 113-125, doi: 10.1108/MF-09-2020-0472.  
61  
62

1  
2  
3 Stevens, C., Xie, E., & Peng, M. (2016). Toward a legitimacy-based view of political risk: The  
4 case of Google and Yahoo in China. *Strategic Management Journal*, 37(5), 945–963.  
5  
6

7 Suchman, M. C. (1995). Managing legitimacy: Strategic and institutional approaches. *The  
8 Academy of Management Review*, 20(3), 571–610.  
9  
10

11 Sun, P., Hu, H. W., & Hillman, A. J. (2016). The dark side of board political capital: Enabling  
12 blockholder rent appropriation. *Academy of Management Journal*, 59(5), 1801-1822.  
13  
14

15 Tang, R. W., & Yang, J. Y. G. (2024). Diversity in foreign direct investment and environmental  
16 innovation of emerging market firms: The effect of ownership-conveyed institutional logics.  
Journal of Business Research, 172, 114405.  
17  
18

19 Thompson, E. K., & Kim, C. (2020). "Information asymmetry, time until deal completion and  
20 post-M&A performance", *Journal of Derivatives and Quantitative Studies*, Vol. 28 No. 3, pp.  
21 123–140. <https://doi.org/10.1108/JDQS-06-2020-0014>  
22  
23

24 Tu, W., Zheng, X., Li, L., & Lin, Z. J. (2021). Do Chinese firms benefit from government  
25 ownership following cross-border acquisitions? *International Business Review*, 30(3), 101812.  
26  
27

28 Velez-Ocampo, J., & Gonzalez-Perez, M. A. (2022). Internationalization and capability building  
29 in emerging markets: What comes after success? *European Management Review*, 19(3), 370-  
390.  
30  
31

32 Vermeulen, F., & Barkema, H. (2001). Learning through acquisitions. *Academy of Management  
33 Journal*, 44, 457–476.  
34  
35

36 Wang, C., Hong, J., Kafouros, M., & Wright, M. (2012). Exploring the role of government  
37 involvement in outward FDI from emerging economies. *Journal of International Business  
38 Studies*, 43, 655-676.  
39  
40

41 Wijegunawardhana, N., Hassanabadi, M., Hassani, R., & Kamasak, R. (2024). Digital  
42 transformation as a source of competitive advantage and sustainability: The digital  
43 transformation challenges faced by the container shipping industry in Sri Lanka. In: Datta, B.  
44 and Satghare, H. (eds.), *Global Cargo Industry: Resilience of Asia-Pacific Shipping Industries*  
45 (pp. 109–135). Hershey, USA: IGI Global Publications.  
46  
47

48 Yang, M. (2015). Ownership participation of cross-border mergers and acquisitions by emerging  
49 market firms: Antecedents and performance. *Management Decision*, 53(1), 221–246.  
50  
51

52 Yang, M., & Ai, Q. (2023). Completion of high-tech M&As by Chinese firms: knowledge  
53 distance, industry attractiveness and government involvement. *Asia Pacific Journal of  
54 Management*, 1-28.  
55  
56

57 Yurdakul, H., & Kamasak, R. (2021). Public Private Partnership (PPP) as a mechanism to  
58 improve the infrastructure needs of countries. In: Akman, E., Babaoglu, C. and Kulac, O. (eds.),  
59  
60

1  
2  
3     *Global Challenges to Improving Public Services and Government Operations* (pp. 222–241).  
4     Hershey, USA: IGI Global Publications.  
5

6  
7     Yurdakul, H., Kamasak, R., & Ozturk, T. Y. (2022). Macroeconomic drivers of Public-Private  
8     Partnership (PPP) projects in low-income and developing countries: A panel data analysis. *Borsa  
9     Istanbul Review*, 22(1): 37–46.  
10

11  
12     Zarei, H., Yazdifar, H., Nasseri, A., & Dahmarde Ghaleno, M. (2022). The fit between GLOBE  
13     cultural dimensions, budget transparency and performance management across emerging  
14     economies. *International Journal of Emerging Markets*.  
15

16  
17     Zhang, B., Ma, J., Khan, M. A., Repnikova, V., Shidlovskaya, K., Barykin, S., & Ahmad, M. S.  
18     (2023). The Effect of Economic Policy Uncertainty on Foreign Direct Investment in the Era of  
19     Global Value Chain: Evidence from the Asian Countries. *Sustainability*, 15(7), 6131.  
20

21  
22     Zhang, J. (2022). Liability of emergingness and EMNEs' cross-border acquisition completion: A  
23     legitimacy perspective. *International Business Review*, 31(2), 101951.  
24

25  
26     Zhang, Z., Xie, X., & Qian, T. (2021). Why do half of the cross-border M&As conducted by  
27     Chinese MNCs fail? Government affiliation and cross-border M&A completion. *European  
28     Journal of International Management*, 15(1), 79–111.  
29

30  
31     Zhou, C., Xie, J. & Wang, Q. Failure to Complete Cross-Border M&As: “To” vs. “From”  
32     Emerging Markets. *J Int Bus Stud* 47, 1077–1105 (2016). <https://doi.org/10.1057/s41267-016-0027-y>  
33

34  
35     Zollo, M., & Singh, H. (2004). Deliberate learning in corporate acquisitions: post-acquisition  
36     strategies and integration capability in US bank mergers. *Strategic Management Journal*, 25(13),  
37     1233–1256.  
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Recommendation: Minor Revision

Comments:

Thank you for allowing me to read and review your paper "Closing the deal faster: The role of institutions and government involvement in cross-border M&A completions in Brazil". The subject matter is very interesting to readers of Critical Perspectives on International Business. Although I enjoyed reading the paper, some issues need addressing before it is suitable for publication in a journal such as CPIB. It has been a pleasure to read this version of the paper.

Additional Questions:

1. Originality: Does the paper contain new and significant information adequate to justify publication?: Thank you for allowing me to read and review your paper "Closing the deal faster: The role of institutions and government involvement in cross-border M&A completions in Brazil". The subject matter is very interesting to readers of Critical Perspectives on International Business. Although I enjoyed reading the paper, some issues need addressing before it is suitable for publication in a journal such as CPIB. Your study has great potential, but needs work in the way you present your arguments. Please read my comments carefully and make all the changes. I look forward to reading a new version!

Introduction needs to be developed. I found the introduction a little disjointed. You start with the context of the phenomenon, highlighting its relevance, and only in the third paragraph do you introduce the theory. Even in this paragraph, you take care to conceptualize the main constructs of the research. In the fourth paragraph, you discuss the theory based on the phenomenon, but the theoretical gap is not clear. You need to highlight it better. You need to make it clearer what we know and what we don't know about the role of institutions and government involvement in cross-border M&A completions, regardless of whether the context is Brazil or not. To answer this question, it is necessary to conduct a thorough review of the literature, while discussing strengths and weaknesses and positioning their study. Thus, it will bring a contribution to their research.

In the introduction, the following questions must be answered:

- 1- Which phenomenon is being studied? Why is it important?
- 2- What has been researched about this phenomenon?
- 3- What is the research problem? What is the gap and why it's important to study it?
- 4- Which is the solution and/or contribution that is being proposed for this gap?

Note that items 3 and 4 will generate their study's contribution.

**RESPONSE:** We thank you, the reviewer, for this constructive feedback. Yes, we noticed this, too. In the first paragraph, we highlighted issues like "Which phenomenon is being studied, and why is it important?" We moved the context of the phenomenon and its relevance to the bottom of the page and incorporated it with the study's final contribution. Additionally, some content related to the context was relocated and cited in the section about Brazil on the subsequent pages.

We also incorporated some papers from Critical Perspectives on International Business into the manuscript.

Das, A. (2021). Predatory FDI during economic crises: Insights from outbound FDI from China and host country responses. *Critical Perspectives on International Business*, 17(2), 321-341.

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3 Koch, A. H. (2022). Strategic responses of MNCs in emerging markets: Addressing institutional voids  
4 associated with informal institutions. *Critical Perspectives on International Business*, 18(2), 137-156.  
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7 2. Relationship to Literature: Does the paper demonstrate an adequate understanding of the  
8 relevant literature in the field and cite an appropriate range of literature sources? Is any significant  
9 work ignored?: The hypotheses are well developed and theoretically supported. However, it is  
10 necessary to clarify the understanding of institutions in the research and better relate them to  
11 legitimacy (see Suchman, 1995). In the section on government involvement, I missed addressing the  
12 role of government in SOEs as well.  
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15 **RESPONSE:** Thank you so much for this feedback. We integrated Suchman's (1995) definition of  
16 institutional legitimacy into the paper and developed our concept based on it. We also added an  
17 additional paragraph explaining the impact of government ownership status (SOEs) in mitigating the  
18 firms' legitimacy challenges during the M&A transactions.  
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21 3. Methodology: Is the paper's argument built on an appropriate base of theory, concepts, or other  
22 ideas? Has the research or equivalent intellectual work on which the paper is based been well  
23 designed? Are the methods employed appropriate?: The method must answer to three criteria:  
24 completeness, clarity, and credibility (Zhang & Shaw, 2012). At this point, I identified the authors'  
25 concern with these aspects to demonstrate the full operationalization of the research. Furthermore,  
26 they should answer the following questions: why? what? how? so? (Eisenhardt, 2014). Similarly, I  
27 found the answer to all these questions. The data analysis shows the parameters desired by the  
28 literature. My only caveat is the use of regulatory agencies as one of the measures to identify  
29 government involvement. It is necessary to consider that, especially in emerging countries,  
30 regulatory agencies can be ineffective and serve much more political interests than the purposes for  
31 which they are intended.  
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35 **RESPONSE:** Thank you very much for this supportive comment that reminds us of this limitation. The  
36 use of regulatory agencies as a proxy for government involvement may indicate some biases,  
37 particularly in emerging countries. We emphasised this limitation at the end of the study and added  
38 that "future research could benefit from incorporating additional qualitative assessments of agency  
39 effectiveness or exploring other dimensions of government involvement to provide a more  
40 comprehensive understanding of the government's role in M&A transactions".  
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44 4. Results: Are results presented clearly and analysed appropriately? Do the conclusions adequately  
45 tie together the other elements of the paper?: The authors developed an adequate discussion of the  
46 results. I noticed a worry about answering some questions such as: What is the meaning of the  
47 results found? How do these results contribute to the literature in the area? What area of knowledge  
48 does the article intend to contribute?  
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51 **RESPONSE:** Thank you very much for this comment. We extended the discussion section.  
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55 5. Implications for research, practice and/or society: Does the paper identify clearly any implications  
56 for research, practice and/or society? Does the paper bridge the gap between theory and practice?  
57 How can the research be used in practice (economic and commercial impact), in teaching, to  
58 influence public policy, in research (contributing to the body of knowledge)? What is the impact  
59 upon society (influencing public attitudes, affecting quality of life)? Are these implications consistent  
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3 with the findings and conclusions of the paper?: I just suggest highlighting better what your results  
4 corroborate, complement or contrast with the literature. Thus, there is an effort of the authors to  
5 provide a dialogue about the issues, showing their contributions. Overall, the paper is making a valid  
6 and timely contribution to an area that is of high importance. It has been a pleasure to read this  
7 version of the paper.  
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10 RESPONSE: Thank you very much for this comment. We extended the policy implication section.  
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13 6. Quality of Communication: Does the paper clearly express its case, measured against the  
14 technical language of the field and the expected knowledge of the journal's readership? Has  
15 attention been paid to the clarity of expression and readability, such as sentence structure, jargon  
16 use, acronyms, etc.: Yes. Well written paper.  
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18 RESPONSE: Thank you so much for this feedback.  
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