Paul, Weiss

M&A at a Glance

Key Takeaways

- M&A activity generally fell in June compared to May. The only bright spots were global strategic deal value, which increased 6%, and global sponsor deal count, which increased a modest 1%.
- Year-over-year (YOY), U.S. and global M&A increased by deal value and fell by deal count, leading to a significant increase in the average value of U.S. deals.
- Computers & Electronics was the leading U.S. industry by deal value and count in June and for the last 12 months (LTM), though activity in the sector declined compared to May.
- U.S. inbound crossborder activity increased by deal value, but fell by deal count in June compared to May. France led inbound activity by deal value and the United Kingdom led by deal count. During the LTM, Japan led by deal value and Canada led by deal count.
- Meanwhile, U.S. outbound crossborder activity fell by deal value and count in June compared to May. The United Kingdom led outbound activity by deal value and count in June. During the LTM period, Canada led by deal value and the United Kingdom led by deal count.
- U.S. public deals announced in June had:
 - An average reverse break fee of 5.1%, below the LTM average of 5.9%;
 - A greater proportion of tender offers (28.6%) than the LTM average (17.3%); and
 - An average unaffected premium of 30.5%, below the LTM average of 45.7%.

Strategic vs. Sponsor Activity



Total \$357.3 billion - ▼30.0% 2,589 deals - ▼6.7% Strategic \$250.8 billion - ▲6.2% 1,913 deals - ▼9.2% Sponsor \$106.5 billion - ▼12.9% 676 deals - ▲0.9%

Industry Activity



Crossborder Activity

U.S. Inbound	\wedge /	U.S. Outbound
\$15.2 billion ▲39.3%		\$10.5 billion ▼56.5%
82 deals ▼7.9%		106 deals ▼2.8%
leading country France – \$9.9 billion United Kingdom – 16 deals	* I	leading country United Kingdom – \$6.1 billion United Kingdom – 31 deals
leading country last 12 months Japan – \$72.2 billion Canada – 232 deals		leading country last 12 months Canada – \$33.7 billion United Kingdom – 361 deals

All data in this publication is for June 2025 and is as of July 10, 2025, unless otherwise specified. Each metric in this publication that references deal volume by dollar value is calculated from the subset of the total number of deals that includes a disclosed deal value.



M&A at a Glance July 2025 | Issue 158

Most Active U.S. Target Industries¹



Last 12 Months



Deal Value (U.S.\$B)







Number of Deals



July 2025 | Issue 158



Average Break Fees as % of Equity Value^{3, 4}

	June 2025	Last 12 Months
Target Break Fee for All Mergers	3.6	3.8

	June 2025	Last 12 Months
Reverse Break Fee for All Mergers ⁵	5.1	5.9
Reverse Break Fee for Mergers Involving Financial Buyers ⁶	6.0	6.9
Reverse Break Fee for Mergers Involving Strategic Buyers ⁷	4.8	5.2

U.S. Public Merger Go-Shop Provisions^{3, 4}

	June 2025	Last 12 Months
% of Mergers with Go-Shops	7.1	9.8
% of Mergers Involving Financial Buyers with Go- Shops ⁸	33.3	24.2
% of Mergers Involving Strategic Buyers with Go- Shops ⁹	0.0	5.0
Avg. Go-Shop Window (in Days) for All Mergers with Go-Shops ¹⁰	3.0	37.5
Avg. Go-Shop Window (in Days) for Mergers Involving Financial Buyers with Go-Shops ¹¹	3.0	34.8
Avg. Go-Shop Window (in Days) for Mergers Involving Strategic Buyers with Go-Shops ¹²	N/A	42.0



July 2025 | Issue 158



Form of Consideration as % of U.S. Public Mergers¹³

Tender Offers as % of U.S. Public Mergers



Hostile/Unsolicited Offers as % of U.S. Public Mergers¹⁴

June 2025	6.7
Last 12 Months	14.8

Unaffected Premium %^{14, 15}

June 2025	30.5
Last 12 Months	45.7



Top Five Countries of Origin for Inbound U.S. Crossborder Transactions



Top Five Countries of Destination for Outbound U.S. Crossborder Transactions





Outbound U.S. Crossborder Transactions for the Last 12 Months

Paul, Weiss, Rifkind, Wharton & Garrison LLP





Appendix: M&A Activity – 12-Month Trends











M&A at a Glance July 2025 | Issue 158



YOY % Change (June 2025 vs. June 2024) **Outbound U.S. Crossborder Transactions** Deal Value - ▼37.0% Number of Deals - ▼30.7% 186 \$40 177 153 151 \$35.63 \$32 139 138 133 134 129 124 109 106 \$24 134 \$21.44 \$24.14 \$16 \$16.67 \$14.71 \$14.60 \$12.54 \$11.85 \$11.21 \$8 \$10.55 \$10.50 \$9.93 \$8.09 \$0 Jun 2024 Jul 2024 Aug 2024 Sep 2024 Oct 2024 Nov 2024 Dec 2024 Jan 2025 Feb 2025 Mar 2025 Apr 2025 May 2025 Jun 2025

— By Number of Deals

By Deal Value (U.S.\$B)

200

160

120

80

40

0



July 2025 | Issue 158



Endnotes

- 1. Industry categories are determined and named by Dealogic.
- 2. Based on the highest target break fees and reverse break fees payable in a particular deal.
- 3. There were 14 transactions in June 2025.
- 4. Financial and strategic categories are determined by Deal Point Data.
- 5. Seven transactions in June 2025 had a reverse break fee.
- 6. Two transactions in June 2025 involving a financial buyer had a reverse break fee.
- 7. Five transactions in June 2025 involving a strategic buyer had a reverse break fee.
- 8. Three transactions in June 2025 involved a financial buyer.
- 9. Eleven transactions in June 2025 involved a strategic buyer.
- 10. One transaction in June 2025 had a go-shop provision.
- 11. One transaction in June 2025 involving a financial buyer had a go-shop provision.

- 12. No transactions in June 2025 involving a strategic buyer had a go-shop provision.
- 13. Due to rounding, percentages may not add up to 100%.
- 14. This data includes both announced transactions for which a definitive merger agreement was reached and filed and those for which a definitive merger agreement was never reached and filed (including withdrawn transactions).
- 15. Unaffected Premium % indicates the difference between the current price per share offered as consideration in the transaction and the "unaffected price," reflected as a percentage. The "unaffected price" is the target's closing stock price on the date that is one calendar day prior to the first public disclosure regarding a potential deal involving the target and on which the target's stock price was unaffected by the news of the deal.
- 16. Each of China and Italy was the country of destination for four transactions in June 2025.

The charts on pp. 1–2 and 5–9 were compiled using Dealogic and are for the broader M&A market, including public and private transactions of any value. Deal volume by dollar value and average value of deals are calculated from the subset of deals that include a disclosed deal value. The charts on pp. 3–4 were compiled using Deal Point Data and include acquisitions seeking majority or higher control of U.S. public targets valued at \$100 million or higher announced during the period indicated and for which a definitive merger agreement was reached and filed (except with respect to data regarding premiums and hostile/unsolicited offers, which is for all announced deals). "Last 12 Months" data is for the period from July 2024 to June 2025, inclusive, and "year-over-year" data compares June 2024 and June 2025. Data obtained from Dealogic and Deal Point Data has not been reviewed for accuracy by Paul, Weiss.



July 2025 | Issue 158

Strategic M&A Firm Highlights

ĨĂ	\$60.0B	Chevron Corporation	Acquisition of Hess Corporation
	\$1.45B	General Mills	Acquisition of Whitebridge Pet Brands' Cat Feeding and Pet Treating Business
Ĩ	\$26.0B	Endeavor Energy Resources	Merger with Diamondback Energy
	€12.0B	Carrier Global Corporation	Acquisition of Viessmann Climate Solutions
	\$20.0B	WestRock	Combination with Smurfit Kappa, creating Smurfit WestRock
	\$10.8B	Merck & Co.	Acquisition of Prometheus Biosciences
[3] : }∰	\$21.4B	World Wrestling Entertainment	Agreement with Endeavor to merge WWE with UFC to form a new publicly listed company
	\$9.4 B	Rocket Companies	Acquisition of Mr. Cooper Group
	\$3.9B	Amazon	Acquisition of One Medical
	\$6.4B	IBM	Acquisition of HashiCorp

Private Equity M&A Firm Highlights

X	\$13.4B	Madison Dearborn Partners and HPS Investment Partners	Sale of their portfolio company NFP to Aon
Î	-	Brookfield Asset Management	Strategic partnership with Angel Oak Companies
	\$11.0B	Funds managed by affiliates of Apollo Global Management, Inc.	Investment to acquire from Intel Corporation a 49% equity interest in a joint venture entity
	\$7.2B	General Atlantic	Take-private of its portfolio company Squarespace by Permira
	€ 3.6 B	KPS Capital Partners	Sale of Eviosys to Sonoco Products Company
	-	TDR Capital	Acquisition of Acqua & Sapone
	_	Roark Capital Group	Acquisition of Subway
 &\⊕	\$1.2B	Bain Capital	Strategic joint venture with Warner Music Group
	\$9 . 0B	3G Capital	Acquisition of Skechers U.S.A.
R	\$2.1B	Blackstone Infrastructure Partners	Acquisition of a minority interest in NIPSCO



July 2025 | Issue 158

This publication is not intended to provide legal advice, and no legal or business decision should be based on its content. Questions concerning issues addressed in this memorandum should be directed to:

Matthew W. Abbott	Angelo Bonvino	Robert A. Kindler	James E. Langston
+1-212-373-3402	+1-212-373-3570	+1-212-373-3199	+1-212-373-3016
<u>Email</u>	Email	<u>Email</u>	Email
Jeffrey D. Marell	Kyle T. Seifried	Laura C. Turano	Krishna Veeraraghavan
+1-212-373-3105	+1-212-373-3220	+1-212-373-3659	+1-212-373-3661
1 212 373 3103	+1-212-373-3220	+1-212-373-3039	+1-212-373-3001
<u>Email</u>	<u>Email</u>	<u>Email</u>	<u>Email</u>

Partner Frances F. Mi, legal consultant Cara Grisin Fay, law clerk Usman Syed and associate Victoria Vigo contributed to this publication.

Our M&A Practice

Paul, Weiss is a leading law firm serving the largest publicly and privately held corporations and financial institutions in the United States and throughout the world. Our firm is widely recognized for achieving an unparalleled record of success for our clients, both in their bet-the-company litigations and their most critical strategic transactions. We are keenly aware of the extraordinary challenges and opportunities facing national and global economies and are committed to serving our clients' short- and long-term goals.

The Paul, Weiss M&A Group consists of approximately 50 partners and 125 counsel and associates based in New York, Washington, Wilmington, Los Angeles, London, San Francisco, Toronto, Tokyo, Hong Kong and Brussels. The firm's Corporate Department consists of more than 75 partners and roughly 300 counsel and associates.

Our M&A Group is among the most experienced and active in the world. We represent publicly traded and privately held companies, leading private equity firms, financial advisors and other financial institutions and investors in their most important mergers and acquisitions, joint ventures and other strategic transactions. Our expertise advising corporations and private investors in a broad range of sophisticated transactions enables us to identify new opportunities for our clients to realize value. We have particular experience in guiding clients as they engage in proxy battles, company-altering and market-consolidating transactions or capital markets transactions.

© 2025 Paul, Weiss, Rifkind, Wharton & Garrison LLP. In some jurisdictions, this publication may be considered attorney advertising. Past representations are no guarantee of future outcomes.