



From play to pay: A multifunctional approach to the role of culture in post-merger integration

Journal:	<i>Management Decision</i>
Manuscript ID	MD-01-2021-0136.R2
Manuscript Type:	Original Article
Keywords:	Mergers and acquisitions, post-merger integration, multifunctional analysis, Organizational Culture, functional differentiation, Niklas Luhmann

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ABSTRACT:

the literature on Mergers and Acquisitions (M&A), cultural differences between organizations have frequently been identified as one of the main challenges in the process of post-merger integration (PMI). Existing research has explored a broad variety of cultural differences in perceptions, such as those relating to expectations, norms, values, and beliefs within the respective organizations, and how these affect the process and success of PMI. However, less attention has been paid to the relevance of the macro-societal context to PMI. The ambition of this article is, therefore, to advance our understanding of how macro-level societal factors define organizational cultures and affect the success of PMI.

We draw on social systems theory as devised by Niklas Luhmann, assuming that organizations are always embedded in the macro-level societal context of distinctive realms of social reality—such as the economy, politics, religion, and the arts—that make up the so-called “function systems”. Looking at the case of the integration of a Brazilian technology start-up into a market-leading corporation, we analyze the dominant orientations towards these function systems, and the changes in these orientations over time.

The results suggest that differences in organizational culture in PMI can be partly explained by differences in orientations to the function systems. Moreover, forcing dramatic changes of orientations towards the function systems within a merged entity can severely damage its *raison d'être* in the first place, potentially leading to, in some sense, an account of 'culture murder'.

CUST_RESEARCH_LIMITATIONS/IMPLICATIONS__(LIMIT_100_WORDS) :No data available.

CUST_PRACTICAL_IMPLICATIONS__(LIMIT_100_WORDS) :No data available.

CUST_SOCIAL_IMPLICATIONS__(LIMIT_100_WORDS) :No data available.

This article is unique in demonstrating that organizations are multifunctional systems whose culture is defined by the highly specific and potentially varying degrees of importance they place on individual function systems and that knowledge or neglect of these functional profiles may seriously affect the success of post-merger integration. Against this backdrop, the article presents a multifunctional profiling method that may easily translate into PMI management tools.

From play to pay: A multifunctional approach to the role of culture in post-merger integration

Abstract:

Purpose: In the literature on Mergers and Acquisitions (M&A), cultural differences between organizations have frequently been identified as one of the main challenges in the process of post-merger integration (PMI). Existing research has explored a broad variety of cultural differences in perceptions, such as those relating to expectations, norms, values, and beliefs within the respective organizations, and how these affect the process and success of PMI. However, less attention has been paid to the relevance of the macro-societal context to PMI. The ambition of this article is, therefore, to advance our understanding of how macro-level societal factors **define organizational cultures and affect the success of PMI.**

Design/methodology/approach: We draw on social systems theory as devised by Niklas Luhmann, assuming that organizations are always embedded in the macro-level societal context of distinctive realms of social reality—such as the economy, politics, religion, and the arts—that make up the so-called “function systems”. Looking at the case of the integration of a Brazilian technology start-up into a market-leading corporation, we analyze the dominant orientations towards these function systems, and the changes in these orientations over time.

Findings: The results suggest that differences in organizational culture in PMI can be partly explained by differences in orientations to the function systems. Moreover, forcing dramatic changes of orientations towards the function systems within a merged entity can severely damage its *raison d'être* in the first place, potentially leading to, in some sense, an account of “culture murder”.

Originality/value: **This article is unique in demonstrating that organizations are multifunctional systems whose culture is defined by the highly specific and potentially varying degrees of**

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3 importance they place on individual function systems and that knowledge or neglect of these
4 functional profiles may seriously affect the success of post-merger integration. Against this
5 backdrop, the article presents a multifunctional profiling method that may easily translate into
6 PMI management tools.
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14 *Keywords:* Mergers and acquisitions; post-merger integration; multifunctional analysis;
15 organizational culture; functional differentiation, Niklas Luhmann.
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21 **Introduction**

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26 Mergers and acquisitions (M&A) are an important instrument for companies to enter
27 new markets, gather vital skills, knowledge, and other resources, or scale up and diversify their
28 business (Haleblian et al., 2009; Steigenberger, 2017; Yue et al., 2021). They have significant
29 consequences for the involved organizations — both the acquirers and the acquired — as well
30 as their respective members (Appelbaum et al., 2000a, 2000b; Avetisyan et al., 2020; Bauer
31 and Matzler, 2014; Cartwright and Schoenberg, 2006; Graebner et al., 2017; Meyer and
32 Altenborg, 2007; Tetenbaum, 1999).
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42 Often, M&A fail or take unexpected turns during the process of post-merger integration
43 (PMI) (Lucia-Casademunt et al., 2018). Hence, understanding the process of PMI, and
44 identifying the driving factors of failure and success in the process, have been an important
45 research topic in organization and management research in recent decades (Graebner et al.,
46 2017; Steigenberger, 2017). Extant research has looked at aspects such as interaction,
47 communication and connectivity (e.g. Angwin and Vaara, 2005; Larsson and Lubatkin, 2001),
48 the effects of media depiction and discourses (e.g. Halsall, 2008; Hellgren et al., 2002; Kuronen
49 et al., 2005; Vaara and Tienari, 2002), the achievement of alignment and structural integration
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3 (e.g. Puranam et al., 2006; Zollo and Singh, 2004), the quality of human resource management
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5 (Avetisyan et al., 2020), as well as internal restructuring and resource reconfiguration (e.g.
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7 Barkema and Schijven, 2008; Capron et al., 1998). Moreover, researchers have increasingly
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9 turned their attention to sociocultural variables that have an impact on the success or failure of
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11 M&As in general and the PMI process in particular (Buono et al., 1985; Cartwright and
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13 Schoenberg, 2006; Dackert et al., 2003; Halsall, 2008; Tetenbaum, 1999; Vaara, 2000; Stahl et
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15 al., 2011; Stahl and Voigt, 2008; Khan et al., 2020; van den Steen, 2010). Hence, cultural
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17 integration and compatibility, as well as the process of acculturation, have been identified as
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19 crucial factors for understanding the outcomes of M&A (Qi et al., 2021; Larsson and Lubatkin,
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21 2001; van den Steen, 2010; Stahl and Voigt, 2008; Cartwright and Schoenberg, 2006; Weber,
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23 1996). Existing research generally suggests that cultural differences between acquirer and
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25 acquired tend to produce negative effects on the PMI process, and scholars have explored the
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27 nature and characteristics of these differences on multiple cultural levels (Graebner et al., 2017).
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29 Following this line of inquiry, scholars have mainly looked at the differences in perceptions,
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31 expectations, norms, values, and beliefs as such, how these affect identities, trust, knowledge
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33 transfer, and integration (e.g. Azambuja and Islam, 2019; Bartels et al., 2006; Dackert et al.,
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35 2003; Edwards et al., 2017; Giessner, 2011; Pina e Cunha et al., 2019; Stahl et al., 2011; Stahl
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37 and Voigt, 2008; van den Steen, 2010; van Marrewijk, 2016; Veiga et al., 2000), and the more
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39 or less successful strategies of coping with the differences (e.g. Edwards and Edwards, 2015;
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41 Larsson and Lubatkin, 2001; van Dick et al., 2006; Thelisson et al., 2019).

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49 However, less attention has been paid to the societal context that shapes these internal
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51 organizational cultures, their norms, values and world views. Several works on PMI have taken
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53 a look at the relevance of media discourse (e.g. Halsall, 2008; Hellgren et al., 2002; Kuronen
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55 et al., 2005; Vaara and Tienari, 2002), **political ideologies (Chow et al., 2021)**, and differing
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57 national cultures (see Avetisyan et al., 2020; Fehrenbacher et al., 2018; Meyer and Altenborg,
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3 2007; Halsall, 2008; Morosini et al., 1998; Qi et al., 2021; Vaara et al., 2003), but, apart from
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5 these narrow or nationally-focused perspectives, we know surprisingly little about **how macro-**
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7 **level societal factors and their interplay** affect organizational cultures in the context of PMI. As
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9 such, despite the richness of research on PMI, there is a pressing need to employ alternative
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11 theoretical frameworks, conceptualizations and methods, and to avoid conducting research
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13 work in the field in silos of increasing specialization.
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17 Against this backdrop, we argue that the understanding of the process of PMI and its
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19 relevant factors can be advanced if research on M&A takes into account an important—yet so
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21 far virtually ignored—insight from sociological theory, i.e. that organizations are always
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23 embedded in a macro-level societal context of specific socio-cultural formations that take the
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25 form of factually distinctive realms of social reality (Apelt et al., 2017; Luhmann, 2018;
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27 Abrutyn and Turner, 2011; Seidl and Becker, 2006; Sundgren and Styhre, 2006). Different
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29 approaches within sociological theory have referred to these realms with terms like “value
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31 spheres” (Weber, 1946), “social fields” (Bourdieu, 1988), “institutional domains” (Turner,
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33 2010), “social worlds” (Guston, 2001), or “function systems” (Luhmann, 2013). However,
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35 despite the use of differing terms, all these theories of societal differentiation agree on the
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37 utmost significance of factually distinctive sociocultural formations on the macro-level of
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39 society (such as politics, the economy, science, art, religion) for all aspects of social life in
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41 general, and for organizations in particular (Abrutyn and Turner, 2011; Apelt et al., 2017;
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43 Ghauri and Rosendo-Rios, 2016; Turner, 2010). These macro-level formations constitute
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45 important points of reference for an organization, shaping its culture, identity, and structures,
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47 and orienting its internal processes and external relations (Luhmann, 1977, 2013).
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49 Organizations can differ considerably in their orientations towards the differing macro-level
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51 formations, and, hence, in the effects that these formations have on their culture and identity.
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53 We assert that, without acknowledging the factual macro-differentiation of society and its
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3 relevance for organizations and organizational cultures existing in its context, we cannot
4 properly understand the challenges and consequences this societal context creates for M&A,
5 and the process of PMI in particular. Hence, we ask the following question:
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10 *From a multifunctional perspective, how do differences between acquirer and acquired*
11 *function systems orientation influence PMIs?*
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17 To answer this question, we draw on social systems theory as devised by Niklas
18 Luhmann (1994, 2012, 2013, 2018). Luhmann's theory has received considerable attention
19 from organization and management scholars in recent years (e.g., Cooren and Seidl, 2020;
20 Czarniawska, 2017; Deroy and Clegg, 2015; Mohe and Seidl, 2011; Schneider et al., 2017;
21 Schoeneborn et al., 2014; Seidl and Becker, 2006, Sundgren and Styhre, 2006). Among the
22 aforementioned frameworks of the factual differentiation of society, the Luhmannian
23 framework is the only one that offers an integrated theory of organizations *and* societal macro-
24 differentiation in combination with an established and well-elaborated canon of macro-level
25 systems—termed “function systems” (Roth and Valentinov, 2020; Seidl and Becker, 2006).
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37 According to the Luhmannian framework, organizations are always oriented towards a
38 variety of macro-level function systems, with the dominant points of reference varying in each
39 organization. Thereby, each organization features its own unique set of function-systemic
40 orientations, constituting an important ground for its overall culture. The priorities that
41 organizations and their members give to the different functions systems are crucial in shaping
42 how they observe and construct the world they operate in.
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51 The PMI process always implies a degree of acculturation as a response to an initial
52 state of cultural dissonance. In this respect, mergers can reach a crisis state of deculturation in
53 which one culture disintegrates in the face of the other (Nahavandi and Malekzadeh, 1988). We
54 assert that organizational orientations towards different function systems are particularly
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3 relevant in this respect. In a merger, it might happen that very different macro-societal reference
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5 cultures come together in a potentially conflictive manner, with ensuing negative effects.
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7 Recent big data research in macro-societal trends, for example, shows that the relative
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9 importance given to different function systems not only changes significantly over time, but
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11 also exhibits considerable differences across language areas (Roth et al., 2017; 2019). The core
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13 insight of the current study is therefore that macro-societal points of reference should be
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15 considered as an important facet of organizational cultures, and, hence, as a factor that needs to
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17 be considered for the trajectory and success of PMI.
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22 We draw on a qualitative case study in which we combined an innovative mapping
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24 approach to visualize function system references with interviews and observational data. We
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26 present a vignette in which we accompany one founder and CEO of a start-up acquired by, and
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28 integrated into, another organization to showcase the significant effects of differing macro-level
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30 orientations for the process of PMI. Our results demonstrate that differing macro-level
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32 orientations between the acquired and the acquiring organization can cause significant
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34 challenges for the process of PMI.
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38 This article responds to the as-yet largely unanswered calls for theoretical and
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40 methodological innovation in M&A research (Cartwright et al., 2012; Teerikangas and Colman,
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42 2020). Specifically, our study makes three contributions to the existing literature. First, we
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44 introduce an important insight from sociological macro-level theory to the debate on PMI by
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46 adding the new and relevant aspect of the functional differentiation of society to the existing
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48 insights on socio-cultural factors (Jørgensen et al., 2012). Second, we shed more light on the
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50 components of organizational culture and how these affect PMI. Finally, by introducing points
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52 of reference to function systems as one significant source for cultural differences, we add to the
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54 academic understanding of the factors that shape post-merger acculturation. **On a practical note,**
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our article outlines a multifunctional profiling method that may easily translate into PMI management tools.

Literature review: The role of culture in PMI

Traditionally, scholars have examined PMI by looking at strategies and outcomes, and how they influence each other. In a recent paper, Brueller et al. (2018) identified three different categories of integration strategies—annex & assimilate; harvest & protect; link & promote—which correspond with three categories of intended outcomes of a merger—absorption; preservation; symbiosis (see also Haspeslagh and Jemison, 1991). *Absorption* refers to situations in which one firm is completely assimilated into the other firm, losing its original characteristics. *Preservation* describes cases where boundaries are preserved and both firms continue to operate independently, so that their respective functioning, culture and other key aspects remain unharmed. Finally, in *symbiosis*, both firms are gradually blended together, retaining their leading work practices. Viewed in this way, Brueller et al. (2018) considers that *absorption* is most suitable when acquirer-acquired interdependence is high, degree of relatedness is low, and the acquired's assets are not negatively affected by complete assimilation. On the contrary, acquirers should pursue *preservation* when acquirer-target interdependence is low, but the acquired's autonomy is critical (e.g., in order to preserve capabilities). *Symbiosis* is advised when both acquirer-acquired interdependence and the acquired organization's autonomy are high. However, in practice, keeping the balance between control and autonomy or freedom is precarious or paradoxical task (Thelission et al., 2019; Tabesh and Vera, 2020). Thus, PMI is a complicated process, which tends to develop its own trajectory and often leads to very different outcomes than those intended – even, in the worst case, to the complete failure of a merger (Edwards and Edwards, 2015; Graebner et al., 2017;

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3 Meyer and Altenborg, 2007; Pina e Cunha et al., 2019; Sales and Zanini, 2017). In this context,
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5 organizational culture has been identified as a major factor in the development of the PMI
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7 process.
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10 Organizational cultures can be understood as the specific way an organization and its
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12 members observe the world and construct it as meaningful (Vaara, 2000). As such, differing
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14 organizational cultures imply different world views, values, norms, and beliefs (Alvesson,
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16 1995; Schein, 1985; Roux-Rosier et al., 2018). Such cultures are not fixed but develop over
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18 time, affecting and transforming each other (Engelke, 2017). In M&A, cultural differences
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20 across organizations are of particular relevance, given that, in any such situation, one
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22 organization with a unique culture is integrated into another organization with another culture.
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26 In recent decades, researchers have looked at the relevance of cultural similarities and
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28 differences between organizations for the PMI process (Buono et al., 1985; Stahl and Voigt,
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30 2008; van den Steen, 2010; Weber, 1996). In general, existing research shows a tendency
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32 towards rather positive outcomes in cases in which acquirer and acquired are culturally
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34 relatively similar (van den Steen, 2010; Weber, 1996), while greater cultural differences tend
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36 to be related to rather negative outcomes (Stahl and Voigt, 2008), often leading to severe
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38 “cultural clashes” with potentially devastating effects (Buono et al., 1985; Veiga et al., 2000;
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40 Larsson and Lubatkin, 2001; Van den Steen, 2010).
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44 In a seminal paper, Nahavandi and Malekzadeh (1988) identified four modes of
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46 acculturation that can take place in PMI: assimilation; integration; separation; deculturation.
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48 *Assimilation* describes the process by which one side willingly adopts the culture of the other,
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50 implying a cultural absorption of one organization into the other. *Integration* describes a state
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52 in which a structural merging of the organizations takes place, but without one organization
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54 being entirely culturally assimilated into the other. *Separation* refers to cases in which the
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56 acquired organization retains a high degree of cultural autonomy, so that organizations remain
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3 largely distinct. PMI can also lead to *deculturation*, in which one culture more or less
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5 disintegrates in the face of the other. Research based on this framework continues to confirm
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7 that cultural similarity between acquired and acquirer leads to better acquisition outcomes
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9 (Grabner et al., 2017; Chow et al., 2021; Doukas and Zhang, 2021).

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12 In terms of the characteristics of cultural similarities and differences, a number of
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14 aspects have been identified as relevant. Scholars have, for instance, documented the relevance
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16 of trust dynamics (Stahl et al., 2011), value orientations (van Marrewijk, 2016), discursive
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18 formations, frames, and narratives (Riad, 2005; Vaara, 2002; Zueva-Owens et al., 2012), actors'
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20 expectations and perceptions (Dackert et al., 2003; Edwards and Edwards, 2015; Giessner,
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22 2011), and organizational members' identifications (van Dick et al., 2006; Bartels et al., 2006;
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24 Giessner, 2011; Edwards et al., 2017; Pina e Cunha et al., 2019) in shaping organizational
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26 culture; by implication, divergences in any of these between different organizations will present
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28 challenges in the PMI process. Attention has also been paid to the effects of differences in
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30 nationality and industry between acquirer and acquired (Halsall, 2008; Larsson and Lubatkin,
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32 2001; Morosini et al., 1998; Vaara et al., 2003; Veiga et al., 2000).

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35 To summarize, then, existing studies on the role of culture in PMI have focused on the
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37 internal norms and values of the organizations affected (e.g. Larsson and Lubatkin, 2001; van
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39 Marrewijk, 2016), members' perceptions (e.g. Edwards and Edwards, 2015; Giessner, 2011),
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41 the relevance of differing national cultures (e.g. Avetisyan et al., 2020; Halsall, 2008; Meyer
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43 and Altenborg, 2007; Morosini et al., 1998; Vaara et al., 2003), and which strategies of coping
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45 with the differences can be successful (Edwards and Edwards, 2015; Larsson and Lubatkin,
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47 2001; van Dick et al., 2006). However, less attention has been paid to the macro-societal context
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49 that is just as crucial in shaping organizational cultures. Apart from the mentioned nationality-
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51 focused works, we know surprisingly little about the macro-level factors that affect
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3 organizational cultures in the context of PMI. To address this shortcoming, we mobilize Niklas
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5 Luhmann's theory of social systems, which we will outline in the next section.
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14 **Theoretical framework: Applying social systems theory to the process of PMI**

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16 In recent years, Niklas Luhmann's (1994, 2012, 2013, 2018) theory of social systems
17 has gained considerable attention in organization and management research (Cooren and Seidl,
18 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
19 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
20 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
21 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
22 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
23 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
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27 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
28 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
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31 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
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35 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
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40 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
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43 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
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48 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
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50 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
51 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
52 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;
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60 2020; Czarniawska, 2017; Deroy and Clegg, 2015; Roth, 2021; Schneider et al., 2017;

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3 those that shape other function systems (see Table 1). For instance, the political system is
4 concerned with aspects of power and the making of collectively binding decisions, while the
5 scientific system is concerned with the creation of knowledge, and the economic system is
6 concerned with distribution and exchange of money, goods, and property (Luhmann 1989).
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8 These function systems are considered systems because they are constituted of interconnected
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10 networks of highly specific activities that are thematically distinct from the activities making
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12 up other function systems.
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19 Each function system observes and constructs social reality through its own specific
20 lens (Schirmer and Michailakis, 2016; Apelt et al., 2017). For instance, the economic system
21 looks at all other systems from the economic lens, and interprets society as a whole from this
22 perspective. The same objects and events will have different meanings if observed from the
23 perspective of the legal or religious system. Think of a simple example like a car. It is possible
24 to observe the car through the logic of each function system. One can discuss the car's price
25 and running costs (economic system), assess the aesthetic value of its design (art system), use
26 it as a racing device (sports system), admire its engineering efficiency (scientific system), and
27 so on. This also means that the activities and products of one function system may have a
28 different meaning to another function system. Laws and political regulations may have an
29 economic meaning within the economic system, for example, while economic considerations
30 may be relevant for education and medical issues, and so on.
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53 Organizations play a crucial role in this concept of society. Following the classical
54 works of March and Simon (1993), Luhmann (2018) defined organizations as social systems in
55 which most important operations take the form of decisions (see also Cooren and Seidl, 2020;
56 Nassehi, 2005; Ahrne et al., 2016). Organizations can be understood as processual entities that
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3 reproduce themselves by constantly making decisions that build on previous decisions and
4 establish the ground for further decisions. As such, organizations achieve a precarious state of
5 contingent stability that is constantly being adapted.
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10 Function systems are linked to organizations but not confined to them, and vice versa.
11 For instance, political decisions are typically made in organizations such as parliaments or
12 parties, economic activities take place in firms, and educational activities take place in schools
13 and universities. Consequently, decisions taken within these organizations are important for the
14 re-specification of the differing functional logics of their respective systems (Besio and Meyer,
15 2015). This might lead us to think that many organizations are dedicated to one certain function
16 system—e.g. economic organizations to the economic system (for this argument see Martens,
17 2006)—but it is a crucial insight of Luhmann’s that organizations are traversed by all function
18 systems (Luhmann, 2018; Roth et al., 2020). An organization is part of society, and, as such,
19 part of every function system constituting that society (Schoeneborn et al., 2014). Hence, a
20 society’s function systems structure certain ideologies, norms, values, and other expectations
21 that organizations within that society are subject to (cf. Abrutyn and Turner, 2011). Economic
22 factors, law, political decisions, health issues, and so on always have relevance for
23 organizations, and influence the decisions that are made within them. Economic organizations,
24 for example, are not only concerned with business; they also educate their members, conduct
25 scientific research, or provide spaces for religious practices and health promotion. There are
26 economic decisions in hospitals as much as there are health-related decisions outside of them,
27 and there is bureaucracy – and, hence, politics – in institutions of higher education (see e.g.,
28 Jemielniak and Greenwood, 2015). In a functionally differentiated society, organizations are,
29 therefore, said to be always “multi-referential” (Apelt et al., 2017) or “multifunctional” (Roth
30 et al., 2020; Will et al., 2018), as they relate to a variety of function systems simultaneously,
31 and at different levels of intensity over time.
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3 The logics, values and norms of society's function systems serve as points of reference
4 for organizations to orient their operations, structures and culture (Luhmann, 2013). In each
5 organization, different function systems are granted differing levels of importance, with each
6 organization considering certain function systems as being particularly dominant (Roth et al.,
7 2020). In this respect, we argue that the unique orientation to certain function system constitutes
8 an important facet of what can be considered an organization's culture.
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Luhmann (2018) conceptualized organizational culture as the nexus of undecided structural elements that serve as premises for the organization's decisions (see also Seidl and Becker, 2006; Roth, 2021). While organizations, of course, feature a multiplicity of decided structures – such as official rules and hierarchies – to guide their decisions, these very structures are themselves shaped by specific organizational cultures as well. Organizational culture takes the form of a shared set of abstract values, ambiguous norms, leadership styles, and cognitive skills. These values, norms and skills lead to certain ways of observing and constructing the world, and of assessing what is and is not considered to be important (Besio and Pronzini, 2014). Therefore, function systems serve as important points of reference for organizational cultures, shaping organizational decisions. Of course, organizations can differ considerably in their orientations to the differing function systems, and the function system alignment of an organization is an important aspect of its identity. For instance, it makes a fundamental difference to an organization's culture if it is oriented towards the function systems of economy and science instead of sports and religion. These aspects are of particular importance in the PMI process because, in this process, one organization is integrated into another one, implying challenges in terms of macro-level points of reference and the perceived fit of cultures and identities.

In the following, we present the design and results of an empirically-driven Luhmannian multifunctional analysis which, by focusing mainly on organizational culture aspects,

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3 demonstrates the effects stemming from differing orientations to function systems on a PMI
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5 process.
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10 **Case description and context**

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12 The first author observed the PMI process following the acquisition of the Brazilian
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14 technology start-up Byround¹ by the Brazilian market leader in retail technology solutions, and
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16 compulsive acquirer, Ringx. Incumbent firms often struggle to rely solely on internal resources
17
18 to maintain their competitive advantage and, therefore, are often forced to resort to M&A as a
19
20 means of accessing and integrating external technologies, methods, or talent pools, particularly
21
22 by acquiring creative and entrepreneurial start-ups. Ringx is one of the leading retail
23
24 management software firms in Brazil, and, since 2008, has been pursuing an inorganic growth
25
26 strategy to expand its services into areas such as e-commerce, the consumer shopping
27
28 experience, omnichannel offerings, payment solutions, cloud management, consulting services,
29
30 and online advertising. In 2017, after the acquisition of 25 firms, Ringx approached Byround
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32 with an investment thesis to shift its business model away from offline retail software solutions
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34 in favour of pursuing a leading online position in the field. Byround was a start-up business
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36 operating in the native online media platform space, uniting merchants, brands, and consumers.
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38 Byround allowed its customers to advertise on the top e-commerce sites in different formats
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40 and segmentations, thus offering transparency regarding return on investment in online
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42 advertising campaigns.
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49 By acquiring technology start-up firms, Ringx aims to purchase the capacity to
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51 articulate within, communicate within, and take part in the start-up innovation ecosystem,
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53 which they believe to be paramount to their future. Ringx makes visible to the outside world
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59 ¹ All names, including those of the firms, are pseudonyms.
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3 that, at the organization level, a decision was made to pursue inorganic growth with a view to
4 equip the company with the competencies required to compete in the online space.
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8 In December 2017, the acquisition took place, and the process of integrating Byround
9 into Ringx began. From this time onwards, the first author started the data collection. Over a
10 period of 16 months (December 2017 to April 2019), he followed the PMI of Byround through
11 recurrent visits to the start-up, during which he conducted a series of both unstructured and
12 semi-structured interviews². The decision was taken to focus the investigation on the privileged
13 perspective of its founder and CEO, Mr. Sun. The importance of Mr. Sun within Byround
14 cannot be overstated – he gave birth to the start-up, served as its walking representation for the
15 market, and shaped its “startup culture” and function system orientation. After the merger, Mr.
16 Sun’s position as rainmaker remained virtually unchanged, and he was the focal point of the
17 PMI from Byround’s side, being appointed as the executive responsible for implementing a
18 chain of decisions made by the acquirer in relation to the acquired firm. Our case descriptions
19 were mainly derived from repeated interaction between Mr. Sun and the first author. Moreover,
20 the first author also interviewed Mr. Sun’s right-hand man (Mr. Rock) and the members of his
21 team, as well as conducting on-site observations. These additional interviews served to
22 triangulate the information obtained from Mr. Sun. The main tool used to document Byround’s
23 shift from its original systems of preference was a multifunctional questionnaire (Table 2)
24 featuring statements mirroring typical behavioural expectations according to the existing
25 literature. We recorded Mr. Sun’s answers before and after the PMI, twelve months later.
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51 **Identifying points of reference to function systems: Applying a multifunctional approach**

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57 ² All interviews were conducted in Portuguese language and quotes translated and included in this paper were
58 reviewed by the interviewees for accuracy purposes.
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3 The research methodology followed the idea that, as indicated above, organizations may
4 be characterized, compared and contrasted in terms of the importance they give to different
5 function systems. As it is easy to imagine that the PMI of Byround into Ringx would pose a
6 challenge for organizational culture and change management, it was the ambition of the authors
7 to identify Byround's pre-merger function system orientations, so as to have a baseline against
8 which to measure potential changes in orientation along the course of the merger and PMI
9 processes.
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19 To identify Byround's function system references, we deployed a multi-stage approach.
20 As a starting point, the first author introduced the concept of functional differentiation to Mr.
21 Sun by following the *multifunctional structural constellations* approach as outlined by Roth
22 (2019). Mr. Sun was given a set of wooden tokens, each of which represented one of the
23 following ten function systems: politics, economics, justice, medicine, science, education, mass
24 media, art, religion, sports. Moreover, one additional token was provided for cases in which
25 Mr. Sun found that another function system than the identified ten was important (which was
26 notably not the case). At the same time, the first author explained the foundations of functional
27 differentiation to Mr. Sun, focusing on the ten systems (Roth and Schütz, 2015) and
28 highlighting their respective thematic orientations (Table 1). This exercise took approximately
29 60 minutes, after which Mr. Sun was asked to begin by choosing the function system token that
30 in his opinion represented Byround's most important macro-societal orientation and placing it
31 in the centre of a demarcated field. Next, Mr. Sun was asked to place the other tokens one after
32 the other around the first one according to their orientational importance in decreasing order.
33 The purpose of this exercise was, first, to allow Mr. Sun to achieve a more intense
34 familiarization with the interview topic; second, to facilitate the interview using a game-like
35 tool; and, third, to gain initial insights into the function system preference structure of Mr. Sun
36 and Byround.
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3 The second part of the exercise was designed to document Byround's systems of
4 preference before and after the PMI. Mr. Sun was then asked to fill in a questionnaire to identify
5 Byround's preferences for each of the ten listed function systems. This questionnaire featured
6 statements mirroring prevalent behavioural expectations that can be seen as typical for each
7 function system. We derived these statements from the existing literature on the peculiarities
8 of the specific function systems (Luhmann, 1989, 2012, 2013; Roth and Schütz, 2015; Baraldi
9 and Corsi, 2017; King and Thornhill, 2013; Stichweh, 2013). For each function system we
10 formulated three statements, accumulating to a total of 30 statements that are listed in Table 2.
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24 --INSERT TABLE 2 HERE—
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28 Mr. Sun was then asked to express his agreement with each of the statements, ranging
29 from 0 (no affirmation at all) to 10 (full affirmation). The questions were randomized and
30 submitted using a tablet during a mutual discussion. The result of the questionnaire was then
31 discussed and adapted if Mr. Sun felt that a result did not adequately capture Byround's function
32 system references. After this second round of discussion, the results were then tabulated in a
33 spider-web diagram to allow for a better visualization of Byround's function system
34 orientations.
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44 The discussion took about two hours. The first author then agreed with Mr. Sun that
45 they would repeat the questionnaire one year later, to see if, and how, the organization's
46 function system preferences would have changed as a result of the merger. This questionnaire,
47 allowed us to document Byround's systems preference configuration at the start and twelve
48 months later at end of the PMI process. It also helped us to visualize better the transformation
49 of Byround's function system preferences as well as to understand the intended and unintended
50 consequences for the PMI process. To provide a better understanding of the whole process that
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3 underlies the derived function system preferences, we embedded the visualizations into a
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5 chronological case description.
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8 Additionally, Mr. Sun agreed to allow visits to Byround offices from the first author
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10 over the intervening period, during which he would collect his impressions about the PMI and
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12 the decisions impacting the business and the overall culture of Byround, as well as hold
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14 unstructured interviews with him. The unstructured interviews and site visits allowed us to
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16 witness the process and capture Mr. Sun's impressions about the PMI, illustrating vividly the
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18 impact of Ringx on Byround's systems of preference. The following vignette is the result of
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20 this approach.
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26 **Vignette: The PMI of Byround**

27 *The starting point of the PMI*

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30 In 2017, Mr. Sun and his founding partner, Mr. Rock, agreed to sell 100% of Byround's
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32 shares and join Ringx with their team under certain conditions: 2/3rds of the price was to be
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34 paid upfront at the closing of the transaction, with the remaining 1/3rd to be paid in three years
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36 according to an "earn-out" clause that determined some financial and operational KPIs to be
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38 met during that time. The contract also confirmed that Mr. Sun would remain as CEO of
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40 Byround and his right-hand man Mr. Rock would take the position of Commercial Director,
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42 binding the two team leaders to retain their position for at least three years.
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47 *"They said to us: - you are going to be independent. You can stay in Rio and we are not changing*
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49 *anything. We won't touch you. We don't want to disturb your business. We'll only support your growth."*

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51 At this point, then, the strategy of maintaining Byround's business running
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53 independently was consistent with the aforementioned idea of "preservation" in the PMI
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55 literature. Byround was supposed to remain largely autonomous, with selective areas of
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57 interdependence between it and Ringx and opportunities for knowledge transfer and cultural
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59 learning experiences. Ringx indicated to Byround that nothing would change after the
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3 acquisition. The business would remain independent and undisturbed, with Byround's solutions
4 being offered to Ringx's large existing customer base, just as Ringx would have access to
5 Byround's customers. They would also go to market together in order to win potential new
6 prospects for both sides. The newly acquired firm would also benefit from networking with all
7 of Ringx's previously acquired start-ups, as well as with any future acquisitions, which would
8 give Byround access to the resources to develop new products and continue pursuing the path
9 of innovation. Ringx had a strong balance sheet to fund Byround's activities during this period.

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19 Similar to many early-stage businesses, Byround was not profitable at the time of the
20 takeover. Mr. Sun and his team had other priorities ahead of making a profit. Byround was
21 guided by a "winner takes all" approach, common to many tech start-ups, based on the
22 conventional business wisdom in technology-oriented markets that virtual monopoly should be
23 the ultimate objective of any business (see for an example Thiel and Masters, 2014). Backed
24 by Ringx, Byround could now fuel its business to fight its direct and indirect competitors.

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33 *"We were megalomaniacs. We wanted to be leaders in Brazil. In one year, we had 85% of the*
34 *online in our base. In six months, we decided to expand across Latin America, and we were able to close*
35 *contracts in Colombia, Argentina and Chile. We had gigantic clients. Our objective was to be big. When*
36 *we were approached by Ringx, we were at the stage of raising funds to invest in the business, expand and*
37 *acquire more clients. We were not making profits yet... The priority was to increase scale... In the future,*
38 *we would figure the profit equation out..."*

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47 The first visit to the Byround offices was intriguing. The firm operated in a garage
48 turned into a co-working space in an upper middle-class neighbourhood in Rio de Janeiro. The
49 team was excited about the merger, as the business had been running for no longer than 18
50 months (12 months with the product in the market), and yet it was already the object of desire
51 of a big player, receiving an unrefusable offer accompanied by assurances of promising careers
52 for everybody and a bright future for the firm. The team members were mostly dressed
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3 informally, wearing shorts, t-shirts and football jerseys. Mr. Sun gave orders from the middle
4 of the rectangular room, while the team listened attentively. Byround had a total workforce of
5 12 professionals (including six sales specialists located in São Paulo). By contrast, Ringx had
6 3,000 employees and was based in São Paulo, 400 kilometres from Rio. It was agreed that Mr.
7 Sun and his team would stay in Rio de Janeiro following the merger.
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14 During this first visit, the first author interviewed Mr. Sun and administered the
15 questionnaire according to the procedure described above. The resulting figure 1 shows
16 Byround's function system references as identified in the questionnaire and discussion with Mr.
17 Sun. The importance of the function system increases from the center (0 = total disaffirmation
18 in the interview and thus low importance) to the outer edges of the spider-web diagram (10 =
19 total affirmation in the interview and thus high importance).
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31 --INSERT FIGURE 1 HERE—
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35 The results obtained in this first round of our multifunctional analysis clearly indicated
36 that Byround was *not* a profit-driven organization (economy). It did not care much about norms,
37 contracts and regulations (legal) and gave no importance to corporate or other forms of politics:
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41 *"Profit was not important for us. In terms of priority, it was close to zero. To acquire more ad*
42 *space, we understood that we had to subsidize certain contracts [with publishers]. ...We had zero*
43 *concerns for contracts and formalization of contracts."*
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48 Instead, the firm was obsessed with pure competition (sports), had something of an
49 artistic disposition manifested in its drive to produce novelty with a view to disrupting the
50 (corporate) establishment (arts), and was somewhat religious in the way team members believed
51 themselves to be predestined to change the landscape of the market in which they operated
52 (religious):
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3 *“For us, Ringx represented a challenge! The other offer we received [from another potential*
4 *buyer] was much better economically speaking. More money upfront and we had only to transfer the*
5 *know-how and technology to get the earn-out... But they offered no challenge. It was too easy. We wanted*
6 *to stay in the game... We had no budget, no budget meetings, only a daily cash flow to monitor the money*
7 *we had and how much more we needed ... And we wanted our clients to also meet their targets... to make*
8 *them happy... so they became loyal to us...”*

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11 Finally, Byround communicated to the market that its solutions were open to scrutiny,
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17 and that its approach was scientific and based on testable hypotheses (science):

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19 *“We were funding clients and suppliers to prove our product, our hypothesis... we were testing*
20 *a hypothesis..., we were always trying to prove a hypothesis, a theory, a thesis”.*

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Six months after: the consolidation decision

 Mr. Sun and the first author agreed to see each other again in six months. In the
 meantime, they exchanged phone calls and text messages, and met twice informally in São
 Paulo. Before the end of the six-month period, Byround was informed that a decision was made
 to transfer the entire team, including Mr. Sun, to São Paulo. They would move into a brand-
 new space in Ringx headquarters that was especially designed to accommodate all start-ups
 acquired by the company. The objective of this initiative, as communicated by Ringx, was to
 foster cross-fertilization amongst the start-ups and with Ringx itself.

 The consolidation of start-ups in Ringx headquarters was a mild surprise for the team,
 but not to any great degree. São Paulo is the business capital of Brazil, and, hence, Mr. Sun and
 his team accepted the decision, maintaining high expectations about the relocation. Just a few
 days before the move, the first author again visited Mr. Sun in Rio de Janeiro. Mr. Sun reported
 that things were going well, and that the first six months had been a sort of honeymoon from
 his perspective. Apart from one or two changes that had to be implemented (e.g. Byround had
 to adopt Ringx standard contracts with its clients), the team had continued to operate
 independently. In general, everyone seemed relatively motivated.

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3 In the first weeks after the move, the first author visited the new office. It was colorful,
4 open, with catchy phrases and statements on boards and walls, balloons and neon. The start-
5 ups' floor was decorated very differently from the rest of the Ringx headquarters building. It
6 also had beverages (including beer), games and toys. On the administrative side, Ringx agreed
7 to maintain flexible time for employees and to accept casual dress.
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14 *"The new place is wonderful! Parties, free beer, everyone wearing shorts and t-shirts!*
15 *Personally, I don't care about the decoration. These people think that start-up teams and entrepreneurs*
16 *need colorful walls, graffiti and ping-pong tables...What is important is that things work properly here."*
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23 *Nine months after: increasing interference from Ringx*
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25 When the first author met Mr. Sun for an update nine months after the acquisition, things
26 were starting to go sour. He reported that, over the preceding three months, after moving into
27 Ringx headquarters, gradual changes were imposed on Byround. It was like every week a new
28 decision was made by Ringx regarding Byround.
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34 *"We were in the new space for a month and they decided to put access control turnstiles to*
35 *monitor the time people arrive and leave... They said: - It was decided that this floor will also have to*
36 *respect the same rules as the other floors... Well, with the access controls, more rules followed..."*
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40 Apparently, the start-ups' floor did not survive for more than a month. First, Ringx
41 introduced turnstiles to control employee attendance, arrival and departure times. Free drinks
42 were rationed to once a month and floor parties were discontinued.
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46 On the administrative side, in addition to turnstiles, Ringx pushed down to Byround the
47 decision to align roles and competencies to mirror the firm's bureaucratic hierarchies.
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51 *"The following month, they said all roles need to be formalized. We were forced to adjust the*
52 *Byround team to the hierarchies of Ringx. That was complicated. We had no sense of hierarchy. We had*
53 *a flat structure. Now, we had to adjust and conform to categories such as 'Manager'... We needed no*
54 *manager..."*
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3 And then, one week later, Ringx decided to renegotiate the Byround team's salaries and
4 benefits to align these with Ringx employees. "Equal pay for equal work" was the premise.
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7 *"If they changed the way we do business, the way we are organized, they are interfering in my*
8 *business model, so we are not talking about mere administrative decisions only".*
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11 On the financial side, Mr. Sun was invited to participate in the monthly Directors'
12 Meeting. In these meetings, the executives discussed numbers, financial targets and quarterly
13 results. Mr. Sun did not have not much to show at this point, given that, as we have observed,
14 Byround's game was to win the market, betting on the long term.
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23 *10-12 months after: "Ringx-zation"*
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25 *"My biggest concern was the Ringx effect: to retain my team. After six months, I was different*
26 *already. I was seeing myself talking to my folks differently. I was representing the new organization. My*
27 *mindset was changed. It had to be that way".*
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31 In October 2018, Ringx announced it would be replacing its Vice President of Business
32 Development, who was responsible for the start-ups and had originally developed the strategy
33 of acquiring start-ups to build a new online business. The new Vice President, Mr. Hans, called
34 a meeting with the leadership of all start-ups and assured them he wanted to continue the work
35 of his predecessor. Again, the message was that "nothing is going to change." The meeting was
36 scheduled to take place in a fancy hotel and all founders, CEOs and heads of products were
37 invited to explain their solutions. During the meeting, Mr. Hans confirmed the plan to create a
38 'New Ringx,' which had been already discussed by his predecessor with the start-ups' CEOs.
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40 All start-ups would function under the *new* 'Ringx Digital' umbrella brand. Mr. Sun and his
41 team were very upset:
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53 *"Ringx Digital? Man, that was awful. I looked around and everyone was like... fuck! It's game*
54 *over... It is so cliché, so unimaginative, so lazy..."*
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3 The next day, Mr. Hans said that he was slightly disappointed that nobody had presented
4 a business plan. Accordingly, the new administration decided that Byround needed to prepare
5 a budget for the next year.
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10 *“Where is the business plan?’ The killer of start-ups? Is this what you want? Based on what?*
11 *Do you want us to innovate, create new solutions and at the same time think about how much revenue it*
12 *would generate? Budget for next year?”*
13
14

15 Because Byround was not profitable, the result of this new policy was that all
16 investments were frozen, the development of new products not authorized, and the scope of
17 innovation limited. Lastly, financial targets were dictated by Ringx. Mr. Hans said in a meeting
18 that the new businesses acquired were not making enough money to pay for their bills.
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24 At this point, Mr. Sun questioned the extent to which Ringx was honoring the agreement
25 to keep his organization preserved and undisturbed. Mr. Hans replied to the effect that the
26 agreement had not been infringed upon – Mr. Sun was still responsible for Byround’s business
27 decisions, and all the changes that had been implemented were merely administrative. Mr. Sun
28 realized it was a good time to renegotiate his contract with Ringx and prepare a graceful exit.
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36 *“It was October and I said to my partner Mr. Rock: ‘I think I got an idea’. He replied: ‘Me too’.*
37 *Then I thought to myself. ‘We are not here anymore. We are out!’ We were already thinking about our*
38 *next move, our next venture... Let’s move on. We will lose money... but it was never about the money.”*
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42 These chains of decisions were particularly costly for Byround, putting at risk the
43 membership bond of its founders and staff. Mr. Sun called for a meeting with Mr. Hans to
44 discuss their immediate exit. Ringx, however, did not accept the two founders resigning at the
45 same time. At the end, they agreed and decided to let Mr. Rock leave in December (2018), with
46 Mr. Sun agreeing to stay on for one more year (instead of two). As mentioned above, originally,
47 they were both supposed to stay a three-year minimum period with Byround after the merger.
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55 *“We lost our freedom to create, to improvise, to go against the status quo. We represent the status quo*
56 *now... Perhaps we were naïve to believe things could be just the opposite...”*
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3 As agreed with Mr. Sun, the first author re-ran the function systems preferences
4 assessment of Byround 12 months after the acquisition (see Figure 2).
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9 --INSERT FIGURE 2 HERE--
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14 Strikingly, Byround's function system references are now extremely different from the
15 assessment 12 months before. Byround's points of reference were changed by the chain of
16 decisions imposed in a top-down manner by the acquirer, which had the (direct or indirect) aim
17 of aligning Byround's culture to its own dominant preferences. The dominant function systems
18 prevailing at Byround are now the economic, legal, and political systems:
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24

25 *"Now [this new Byround] is all about money. About the next quarter, about profit, revenue*
26 *recognition... to meet the financial challenges."*
27
28

29 In January, the decision was made that Mr. Sun would not be required to actively
30 participate in business decisions. His obligations were now to take part in the monthly
31 Directors' meeting, hear the reports about Byround and provide the specific inputs of a
32 specialist.
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38 *"One day I looked around and no one was wearing shorts or jerseys. All my team was dressed*
39 *like Ringx employees. The thing is... if you don't conform, people look at you with disapproving eyes. I*
40 *realized my team looked bored. They were not [operating] the same."*
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44 Accordingly, Byround's senior team of developers wanted to resign as well. To
45 convince them to stay, Mr. Sun decided to communicate to them in the "old" Byround manner.
46 He made it a competition – a sport – by setting them a new challenge. The last one:
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50 *"To keep the remaining team, I said to them: folks, there is little time left... We are nearly there... You*
51 *just need to stay till the end of the year."*
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56 Discussion

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3 Our empirical material shows a case of PMI in which the achievement of initial
4 reorganization goals failed, leading to abrupt changes in the post-merger strategy of the acquirer
5 from “preservation” to full “absorption” with a complete consolidation (see Haspeslagh and
6 Jemison, 1991; Brueller et al., 2018). In terms of organizational culture, an almost complete
7 deculturation of the acquired firm seems to have happened within the course of a few months.
8 While the original culture seems to have largely disappeared, the founders and members appear
9 hesitant to adopt the acquirer’s cultural expectations. In our case, the founders as well as the
10 original personnel of the acquired organization left or wanted to leave around one year after
11 acquisition, indicating significant challenges for the originally intended knowledge and culture
12 transfer.
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26 Our analysis indicates the presence of a multiplicity of factors that led to problems in
27 this PMI process, such as enforcement of structural integration including the adoption of
28 hierarchies and strict rules (cf. Graebner et al., 2017), faulty communication between Ringx
29 and Byround (cf. Bartels et al., 2006), problematic perceptions of each other’s cultures (cf.
30 Giessner, 2011), and a lack of effective coordination (cf. Puranam et al., 2006). Moreover, a
31 variety of internal cultural facets—like group norms, dress codes, communication and
32 leadership styles—seem to play a significant role. Finally, we can also identify a massive shift
33 of function system references over the course of the PMI.
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44 Before its acquisition, Byround, although it was certainly a business enterprise, was not
45 defined primarily by the codes of the economic system. Instead, the organizational culture was
46 shaped by a strong competitive drive (sports), a hypothesis-testing approach (science), the
47 attempt to convince their customers to believe in Byround in an almost religious fashion
48 (religion), and a rather artistic approach to producing novelty for the world (arts). Conversely,
49 Byround gave almost no importance to economic, legal, and political norms and values.
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3 After the acquisition, the decisions shaping Byround as an organization shifted
4 progressively within a period of months from its original systems of reference (sports, religion,
5 arts, science) to fundamentally different ones. By the end of the period, Byround's culture was
6 strongly oriented towards economic, legal, and political logics, while the importance of a
7 scientific approach had been relegated to a secondary role, and its once-eminent orientations to
8 religion, sports, and arts had been almost completely abandoned (see Figure 3). It did not matter
9 anymore whether or not, in the long run, Byround could win the race to monopoly. It was now
10 important for the new Byround to be profitable and legally fail-safe, and to properly
11 acknowledge power structures and hierarchies.
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26 --INSERT FIGURE 3 HERE—
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30 When acquired, Byround, its founders and team members were formally forced into
31 Ringx ecosystem by a collective membership bond. Although initially both organizations
32 agreed to a preservation strategy (Haspeslagh and Jemison, 1991; Vieru and Rivard, 2014;
33 Brueller et al., 2018), the merger indirectly exposed Byround to Ringx's systems of preference.
34 Accordingly, the differing function system orientations became apparent in the organizations'
35 day-to-day practice. Byround was unable to understand the demands of the economic systems
36 as manifested in the form of internal communication with Ringx, while Ringx was unable to
37 learn and interpret the demands of the sports systems that required Byround to compete at all
38 costs, including the sacrifice of immediate profit. Moreover, from one day to another, Byround
39 was confronted with the burdens of the legal system, materialized by Ringx bureaucracy (e.g.
40 the mandatory use of standard contracts) and other formalities. Subsequently, the imposition of
41 structures of power relations, hierarches and office politics had a tremendous impact on
42 Byround, which was exacerbated the relocation to Ringx headquarters in order to be better
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3 monitored by the acquirer. Command and control were something utterly alien to Byround, an
4 organization that disregarded the idea of formalized power relations (politics) when we first
5 assessed its systems of reference. Members of Byround felt that their core organization values,
6 practices and, ultimately, culture were endangered by the PMI process, and the chain of top-
7 down decisions from Ringx jeopardized their sense of membership in the organization (Vieru
8 and Rivard, 2014).
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17 Against this backdrop, we assert that the differing function system preferences of the
18 organizations had a tremendous impact on shaping the cultural encounter between the two
19 organizations. We conclude that the merger and the related PMI process failed to accomplish
20 the strategic objectives *because*—among other things—Ringx failed to understand and
21 recognize that Byround in general, and its leadership in particular, had function system
22 preferences that were fundamentally different to their own. As our case illustrates, business
23 organizations can give significantly different degrees of importance to particular function
24 system, which implies elemental differences between the organizations' cultures. This leads us
25 to the following proposition:
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38 *Proposition 1: The cultural differences between organizations that manifest in PMI*
39 *processes can be partly explained by differences in orientations to the function systems*
40 *of society.*
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46 In our case, the diametrically opposed macro-level orientations of the organizations led
47 to a severe “cultural clash” (Buono et al., 1985; Veiga et al., 2000; Larsson and Lubatkin, 2001;
48 Van den Steen, 2010). Hence, we find a novel form of cultural clashes in PMI that has not been
49 identified in the existing literature. Research has generally shown that even organizations
50 operating in the same business branch can experience massive cultural clashes in case of a
51 merger (Buono et al. 1985) if they feature differing values and beliefs (Van den Steen, 2010)
52 or if they have different national backgrounds (Lee et al. 2015; Veiga at al. 2000). To these
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3 existing insights, we add macro-societal orientations as a new but relevant facet. Specifically,
4 we argue that, in PMI, the differences in function system preferences bear the potential for
5 substantial cultural dissonance, which can lead to widespread deculturation through absorption
6 by the acquirer (Nahavandi and Malekzadeh, 1988) even if cultural integration via strategic
7 preservation is the stated goal (Haspeslagh and Jemison, 1991; Brueller et al., 2018). To
8 formulate this as our second proposition:
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17 *Proposition 2: The greater the difference between the acquirer and the acquired in*
18 *terms of their function system orientations, the greater the cultural dissonances will be.*
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21 As we have seen, these cultural differences between the acquirer and the acquired make
22 it hard for them to understand each other. Each function system reference provides a highly
23 specific mode of observing, interpreting, and constructing the world (Schirmer and Michailakis,
24 2016; Apelt et al., 2017). Each organization has its own way of combining several of these
25 world constructions to create a specific and unique world view (Will et al., 2018). In this
26 respect, we conclude that the distance between the orientations to function systems matters
27 significantly. The greater the divergence in function system references between two
28 organizations, the greater the difference in how these organizations observe and construct the
29 world around them. Therefore, we derive our final proposition:
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42 *Proposition 3: The greater the difference in function system orientations , the greater*
43 *the challenge to translate norms, values, and beliefs derived from one functional logic*
44 *into another.*
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51 **Managerial implications**

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53 There are several potential applications of social theory, particularly functional
54 differentiation, in management practice. In this article, we illustrated the use of functional
55 differentiation in understanding the challenges posed by PMI. We believe a similar framework
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3 could be tailored for conceptualizing M&A strategy, including an assessment of ‘strategic fit’
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5 between merging entities. Outside M&A, we can identify additional potential use cases in fields
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7 such as human resources or career development (Roth, Sales, et al., 2017), stakeholder
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9 management (Valentinov et al., 2019; Valentinov and Hadju, 2019), risk analysis, strategic
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11 planning and risk analysis, or ESG (environmental, social and governance) evaluation (Roth
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13 and Valentinov, 2020). The last case appears particularly well-suited to such an approach, given
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15 that political orientations seem to have a profound impact on organizational CSR performance.
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17 While there has been some clear indication that politics matters in M&A (Jeong and Kim, 2019;
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19 Chow et al., 2021), our research finds the same to be true for a broader set of function systems.
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21 Managers will, therefore, need to challenge the narrow foci on political, economic, and
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23 environmental factors suggested by established tools or frameworks and account for a broader
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25 spectrum of factors and functions that impact the outcome of M&As in general and the success
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27 of PMI management in particular.
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35 **Limitations and future research**

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37 Our single case study has, of course, **certain** limitations. Although we derive our case
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39 description from observations and multiple interviews, we mainly present the function system
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41 references of Byround as they are derived from interactions between the founder/CEO of
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43 Byround and one of the researchers. Moreover, existing research indicates that failure narratives
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45 produced in the aftermath of a merger tend to depict the PMI in an overly pessimistic manner
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47 (Vaara, 2002). Such an effect might also play a role in our case, and might explain the
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49 perception of such an extreme shift of function system references in our findings. However, our
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51 triangulation with observational and interview data suggests that the general tendency we have
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53 identified remains plausible.
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3 Although we argue that this approach was sufficient for deriving the rather general
4 insights in our paper, we believe that this multi-functional analysis should be further developed
5 in future research, especially towards the possible consideration of multiple levels and
6 perspectives within the affected organizations. Different departments or teams within
7 organizations might feature different function system orientations, adding more complexity to
8 the socio-cultural aspects of PMI (cf. Luhmann, 2018; van Marrewijk, 2016). Our multi-
9 functional analysis could, therefore, also develop into a valuable qualitative tool for
10 practitioners in better preparing M&A and understanding the cultural differences between
11 acquirers and acquired. Moreover, our approach could also be combined with big data
12 technologies, as it is easy to imagine systematic scans of organizational databases or -lakes run
13 to identify and compare organizational decision-making processes for preferences for particular
14 (sets of) function systems.

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Given the general significance that trends in functional differentiation have for organizational theory and practice (Roth et al., 2020), we therefore conclude that the importance that different organizations place on different function systems should as a matter of course be systematically analyzed in future M&A processes so as to avoid the issues Ringx had with its misunderstood inhouse start-up. Conversely, purposeful disregard of the different functional profile of one's acquisition might also be a very effective strategy for expelling key personnel from the formerly independent organization. In both cases, a multifunctional approach to M&A, particularly when designing the PMI process, can bear fruits for acquirers.

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#	Statements (0-10)	System
1	You need to be an “artist” to work at Byround	Arts
2	It is part of our mission to challenge the status-quo (artistically speaking)	Arts
3	Aesthetics is in everything we do	Arts
4	We do anything for money	Economy
5	There is limited space for activities that do not involve money	Economy
6	The main objective of our organization is economic; in other words, to make profit	Economy
7	We are concerned about the training and education of our people	Education
8	For Byround, it is important to build a good curriculum for the team	Education
9	We are concerned about transferring knowledge	Education
10	We care about the corporate health of our clients, suppliers and stakeholders	Health
11	We diagnose and prescribe "medicine" to our clients	Health
12	We care about the physical and mental integrity of our members	Health
13	There is no space for breaking rules, informalities and improvisation	Legal
14	Everything we do is regulated (there are clear norms, procedures and policies)	Legal
15	Relationships with suppliers, clients and workers are always formalized with contracts	Legal
16	It is easy to follow Byround in the press and social media	Mass Media

17	Our wins and accomplishments are shared in the social media	Mass Media
18	Byround is media focussed	Mass Media
19	We believe in command and control	Political
20	You need to know how to navigate the internal politics of the organization to be successful	Political
21	Power relations need to be monitored	Political
22	We have faith in Byround	Religion
23	Work at Byround is transcendental (out of this world!)	Religion
24	To be part of Byround is like a religion	Religion
25	It is important to prove everything we do with numbers or facts (we are open to be scrutinized)	Science
26	Byround searches for new theories and truths is to be shared with society	Science
27	We can say Byround is scientifically driven	Science
28	We believe in "winner takes all"	Sports
29	We are in the game to win. Everyone is motivated by goals, targets and missions to be accomplished.	Sports
30	Fair play is part of Byround's values	Sports

Table 2: Multifunctional questionnaire (own Table).

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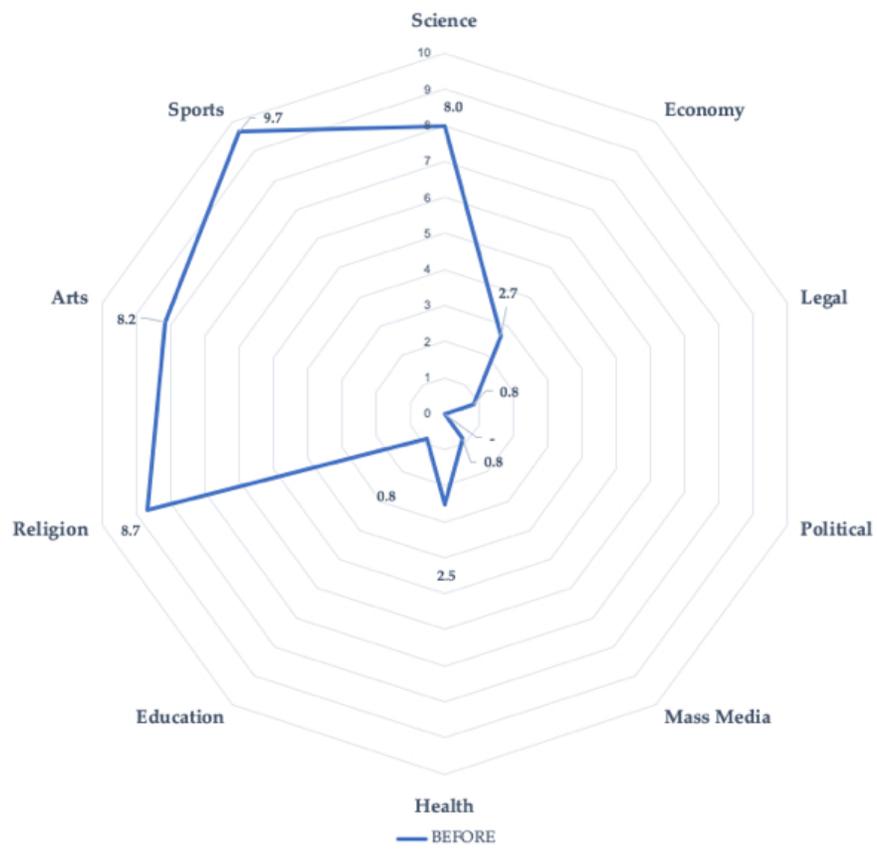


Figure 1: Byrond's original primary systems of reference
447x387mm (38 x 38 DPI)



Figure 2: Byround's changed, post-merger systems of reference

441x358mm (38 x 38 DPI)

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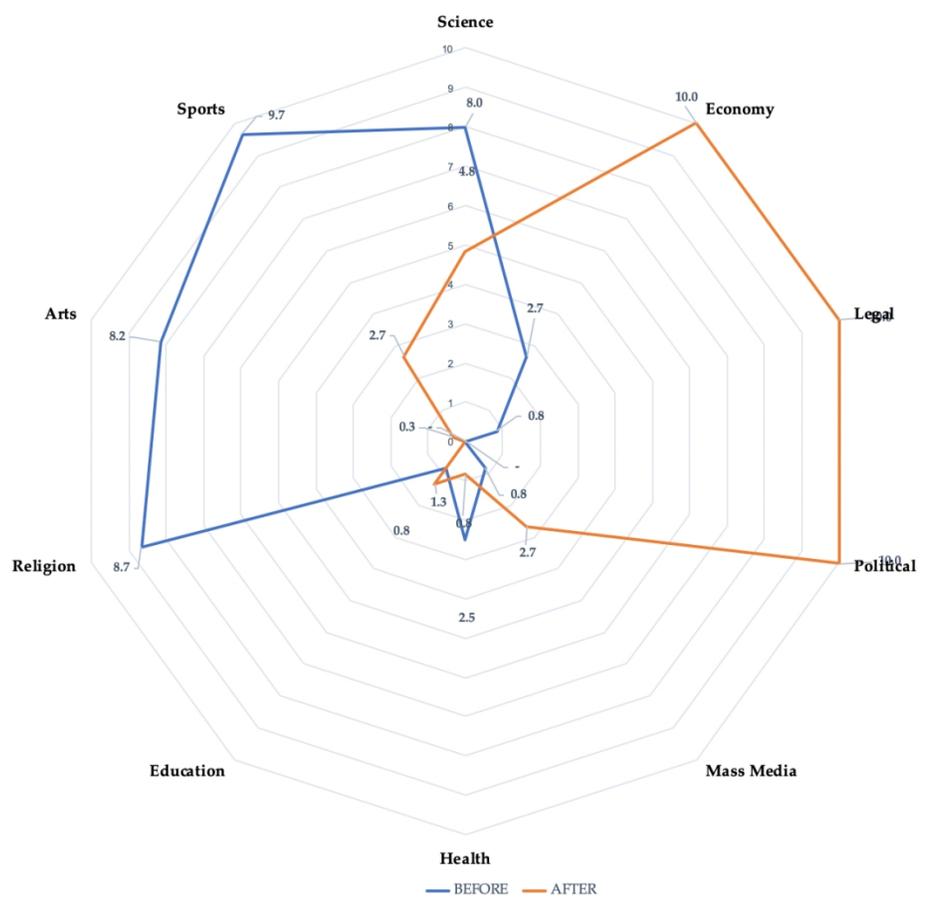


Figure 3: Combination of Byround's primary systems preferences: Original (blue) vs. Changed, post-merger (orange)

606x557mm (57 x 57 DPI)

Table 1: Function Systems with thematic orientations

Function System	Thematic Orientation
<i>Art</i>	Creativity; production of innovative creations that are experienced as aesthetic or as a novel way of observing and interpreting reality. Produces accounts of alternative realities.
<i>Economy</i>	Money; revenues and expenses; profit and loss; distribution of scarce resources.
<i>Education</i>	Impartation of knowledge, qualifications and skills, norms and values. Decisions on educational contents. Premise for the placement of individuals to particular positions in society.
<i>Judiciary</i>	Laws and regulations; determines and decides what is right and wrong behaviour.
<i>Mass Media</i>	Informativity; determines what contents are relevant/informative for the “masses”. Creates these contents through observation of the world and distributes these via media.
<i>Medicine</i>	Health and Illness; Determines what is treated as healthy or ill and provides treatment.
<i>Politics</i>	Power; collectively binding decision-making.
<i>Religion</i>	Faith; creates spirituality and constructions of transcendence; “proselytizes” people to believe in a higher purpose, goal, or cause.
<i>Science</i>	Truth; produces and makes use of theories and methods to create verified knowledge. Tests, verifies, questions, and adapts hypothesis and theories based on evidence and plausibility.
<i>Sports</i>	Competition; oriented to winning and losing; concerned with how to “beat” the other and win the “game”. Gathering of achievements.