European Acquisitions in the United States:
Re-examining Olivetti-Underwood Fifty Years Later

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ISSN 2281-6089 (print)
ISSN 2281-6097 (online)
European Acquisitions in the United States: Re-examining Olivetti-Underwood Fifty Years Later

Federico Barbiellini Amidei*, Andrea Goldstein** and Marcella Spadoni***

Abstract

While Italy’s catch-up in the course of the 20th century has been nothing short of extraordinary, it has failed to produce a large number of global business players. Nonetheless, half a century ago an Italian company concluded what was at the time the largest-ever foreign takeover of a US company. The paper analyzes the Olivetti’s acquisition of Underwood and frames it in the broader picture of the literature on the management and performance of foreign companies in the United States. We provide a historical narrative focused on three main issues: 1) head office control and subsidiary autonomy; 2) Olivetti’s adaptation to the American business system; 3) the development of internal knowledge resources within the subsidiary. Lessons and implications are relevant for business historians and management scholars in general.

JEL Classification: L11, M4, N60, N80, F23.
Keywords: FDI, acquisition, control, adaptation, knowledge resources, Olivetti, Underwood.

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Quaderni di Storia Economica – n. 2 – Banca d’Italia – March 2010
1. **Introduction**

The significance of studying European multinationals (MNCs) and the contribution that this line of research can make to enhance our understanding of the history of international business has long been apparent (e.g. Franko 1974). Out of the many permutations of home and host countries that could be studied, however, Italian investments in the United States have received relatively little attention. While the degree of internationalization of Italian big business remains relatively modest – the *World Investment Report*, for instance, includes two Italian entries among the world’s top 100 non-financial TNCs, versus 14 for France and 13 for Germany (UNCTAD 2009) – a number of rather extraordinary entrepreneurs and companies are responsible for the country’s catch-up in the course of the 20th century (Amatori 1980; Zamagni 1998).

It may therefore seem surprising that half a century ago an Italian company made what was at the time the largest-ever foreign takeover of a US company, a record that, with the well-known limitations of time series in this area (Golbe and White 1988), lasted for a few decades. Once granted, Olivetti’s acquisition of Underwood soon became material for business school cases of what not to do when investing abroad (Learned et al. 1965), and in fact was a major determinant of the major crisis that hit the office equipment manufacturer in the early 1960s. But this does not detract from the importance of writing a comprehensive history and analysis of such an important deal, from which many lessons and implications can be drawn that are of interest for business historians and economists in general.

In particular, we intend to place the Olivetti-Underwood story in the broader framework of the literature on management and performance of foreign multinationals in the United States (Jones and Gálvez-Muñoz 2001) and of some of the insights produced on cross-border acquisitions and subsidiary development. Following a short review of the presence of Olivetti in the United States and the history of Underwood in the period immediately preceding the acquisition, we provide a historical narrative focused on three main issues: 1) head office control and subsidiary autonomy; 2) Olivetti’s adaptation to the American

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1 Corresponding author: federico.barbielliniamidei@bancaditalia.it. While this paper is a result of a joint effort, sections 3, 4 and 6 can be attributed to Marcella Spadoni, 2, 5 and 10 to Andrea Goldstein, 7, 8 and 9 to Federico Barbiellini Amidei. The authors thank Gianluigi Gabetti, Giancarlo Lunati, Nerio Nesi and Alberto Vitale for accepting our interview requests; staff at Archivio Storico di Intesa Sanpaolo, patrimonio Banca Commerciale Italiana, Archivio Storico Banca d’Italia, Archivio Storico Olivetti, Baker Library (Harvard Business School), Biblioteca della Fondazione Luigi Einaudi, Biblioteca Nazionale Universitaria, BusinessWeek, Istituto piemontese per la storia della Resistenza e della società contemporanea Giorgio Agosti, Istituto Piemontese Gramsci, Telecom Italia and Watson Library of Business and Economics (Columbia University) for providing background material and/or access to their archives; *Journal de Genève, The Economist, The Financial Times, The Machinist, The New York Times and Time* for the brilliant idea of putting their archives online; Enrico Bandiera, Maria Vittoria Capitanucci, Nino Cusimano, Alessia de Biase, Valeria Giaquinto, Ken Frew, Elisabetta Loche, Luigi Manzetti, Peter Meyers, Riccardo Pettazzi, Francesca Pino, Luciano Pregolato and Ben Ross Schneider for help in various forms; Claire Giordano, Maria Vittoria Capitanucci, Nino Cusimano, Alessia de Biase, Valeria Giaquinto, Ken Frew, Elisabetta Loche, Luigi Manzetti, Peter Meyers, Riccardo Pettazzi, Francesca Pino, Luciano Pregolato and Ben Ross Schneider for help in various forms; Claire Giordano, Paolo Mancinelli, Edoardo Mollona, Margrit Müller, Vera Negri Zamagni, an anonymous referee and seminar audiences at Bocconi, Bologna, Macquarie and Turin Universities, and at the XVth World Economic History Congress for comments on earlier drafts. The opinions expressed in this paper are those of the authors and do not necessarily reflect those of the Bank of Italy and the OECD.

2 Barbiellini Amidei and Goldstein (2008) is an exception. Work produced as part of the HBS Comparative Multinational Enterprise Project included some references to Italian multinational corporations.
business system and its relations with the local community in Hartford and Harrisburg; 3) the development of internal knowledge resources at the Harrisburg subsidiary and then, in the 1970-80s, at Olivetti research laboratories in various US locations.

2. Subsidiary development and European multinationals in America

Reflecting the assumption that subsidiaries merely exploit the ownership advantages of their parent companies, multinational companies are usually analyzed from a headquarter perspective (Sandvik 2007). And yet there is no doubt that subsidiaries are important as firms and play a significant role within multinationals (Jones 2005, p. 162). How do multinational enterprises and their subsidiaries operate in foreign geographies and adapt to the local business systems, labor relations, and government affairs? What autonomy do the subsidiaries have? What contributions do subsidiaries make to knowledge development and R&D? Does the form of entry make a difference?

As in many other areas, the insight of Edith Penrose remains pertinent to this day. In her 1956 seminal contribution she observed that “on the whole, foreign subsidiaries have, for a variety of reasons, a greater degree of independence of the parent than have domestic subsidiaries” (p. 226) and hence should be treated as separate firms. In particular, she listed a number of factors that make foreignness a liability, such as distance, that tends to restrict the mobility of personnel and the difficulty of navigating “a radically different political, economic and social environment”.

Her approach, however, did not question the fact that the headquarters remain the locus of creation of the internal resources that determine the “productive opportunity” which invites corporate expansion. This view has been challenged by the reality of firms meeting difficulties in internal development and engaging in foreign direct investment (FDI) not only to exploit their existing capabilities (e.g. patents, brands, sales force) but also to augment them. FDI can hence aim at gaining market access, reducing costs and/or sourcing technology (Barba Navaretti and Venables 2004). When these are bundled in another corporate entity, a firm can meet demands for new capabilities by entering the market for corporate control (Anand and Delios 2001). In such case ‘pull factors’ from the affiliates themselves make an important contribution to the evolution of the multinational. Pearce (1999) uses the term ‘creative subsidiaries’ to characterize subsidiaries that actively try to shape their destinies and develop new products or new technology – the parallel to the genius that outgrows the bottle comes to mind. A less extreme reading is provided by the Kristensen and Zeitlin (2004) investigation of the British, Danish and US subsidiaries of a British engineering multinational, Aluminium Plant & Vessel (APV). Each of these affiliates had earlier been independent firms with their own distinct company cultures. Kristensen and Zeitlin show that each affiliate joined APV – at least partly – because of its own strategic efforts. Becoming a part of a multinational was seen as beneficial because this gave better access to global markets and low-cost capital. But after APV made the acquisitions, each subsidiary was allowed to pursue its own agenda – again they were in many ways quasi-independent actors.

Empirical studies have indeed shown that several subsidiaries have developed innovative capabilities. Mira Wilkins (2004, pp. 605 and 608-609) has documented that many foreign owned chemical, pharmaceutical and petroleum companies in the United States engaged in R&D during the interwar years.
The next logical step is to analyze the performance of cross-border mergers and acquisitions. The literature on this is immense and this is not the place to review it. Suffice here to notice that by and large there is consensus that “acquisitions do not appear to result in an increase in value nor do they lead to strong financial performance [although] the researchers who have judged mergers and acquisitions on a long-term basis have reported a more mixed outcome” (Hopkins 1999, p. 220). Finkelstein (1999, p. 119) observes: “an inescapable fact emerges when these deals are examined more closely – the majority of cross-border M&As are not successful”.

Case studies confirm that foreign investors experience severe problems in the US, caused by “the sheer size of the US market, its often ferociously competitive nature, the difficulties of acquiring good US companies at a reasonable price, and many problems in the area of post-entry management” (Jones and Gálvez-Muñoz 2001, p. 7). This latter problem appears to have been frequent, because European executives found US laws (anti-trust ones in particular) unpredictable and the business culture rather sui generis and insular, while they also held the US management practice in the greatest esteem and therefore maintained a sort of “inferiority complex”. Even Unilever, one of the world’s earliest and most widespread multinational firms, experienced decades of falling market share, declining profits and managerial problems in the United States between the 1950s and the 1980s.

There are of course also cases of successful acquisition, such as that of Ryder, the second largest player in the US school bus industry, by UK’s FirstGroup. Duncan and Mtar (2006) demonstrate the importance of identifying a target in a market sector in which the home country has a competitive advantage and which fits well with the acquirer’s core business. They also find that, under certain conditions, low integration can yield significant benefits and that the capacity of the acquirer to learn from previous acquisition experience is critical in ensuring the successful management of both pre- and post-acquisition phases. In their longitudinal case study of the use of acquisitions by Unilever to build the world’s largest ice cream and tea businesses, Jones and Miskell (2007) find evidence that complementary rather than related acquisitions add value. Unilever was able to integrate acquisitions quite successfully thanks to clear strategic intent and could take a long-term view because of its size, and relative unconcern for shareholder interests before the 1980s. We turn to focus on the Olivetti case.

3. **Olivetti in the US before Underwood**

Camillo Olivetti founded Ing. Camillo Olivetti & C. (from here onwards Olivetti) in Ivrea, in 1908, after a job assignment in California to lecture electrical engineering at Leland Stanford University (Caizzi 1962). The company specialized in typewriters, with a strong focus on quality and design. Its international expansion was rapid. In the early 1920s, Olivetti began exporting, then established branches abroad, and in 1929 it opened its first foreign plant in Barcelona. After World War II, when German production had halted, the

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4 Quantitative data suggests that the return on assets of foreign-owned companies in the United States is consistently lower than US-owned firms. A favourite explanation for this underperformance has stressed transfer pricing, although Jones and Gálvez-Muñoz (2001) downplay this aspect.

5 By 1958 Olivetti had four other foreign plants in Scotland, Argentina, Brazil and South Africa. See Archivio Istituto piemontese per la storia della resistenza e della società contemporanea Giorgio Agosti (from here onwards ISTORETO), Fondo Umberto Zanatta (FUZ), b. C UZ 73, fasc. 149, “Relazione sul dott. Pero”, undated.
Ivrean-based company, with Camillo’s son, Adriano, at the helm, became the European leader in the production of calculators and typewriters. Already by mid-1950s, more than half of production was being exported and from 1950 to 1961 exports rose seven times in the case of typewriters and 23 times for calculating machines (see tab. 1, fig. 1).

The US market, with its vast potential, attracted Adriano’s interest. A subsidiary (Olivetti Corporation of America, OCA), run by Dino Olivetti, Adriano’s brother, was established in New York in 1950, not only to promote sales but also to raise the necessary foreign currency to cover purchase of materials and equipment in US dollars. Facing relatively little competition, with Remington Rand as the only competitor, Olivetti began selling printing calculators, of which nearly 10,000 units had been sold three years later. The Italian company was competing on quality and innovation rather than price – its machine was selling at US$ 555, versus US$ 469-525 for Remington Rand’s. The slowdown that followed the end of the Korean War prompted a reinforcement of the foreign network. In 1954 OCA had a dozen distributors and over 450 dealers in the country. That same year new branches were set up in San Francisco and Chicago, followed by openings in Kansas City, Los Angeles, Dallas and Montreal. Ugo Galassi was in charge of international operations (de Witt 2005, p. 58), supported by Giuseppe Pero. In 1956, OCA had a book value of US$ 360,000. Two years later, the US market was the largest export one for Olivetti products, absorbing more than 20 per cent of sales abroad (see tab. 1, fig. 2; volume quality adjusted).

OCA’s activities enhanced the appreciation of the Olivetti brand. The company invested in new and better production facilities, but design excellence was what really set it apart from competitors. In 1952, the Museum of Modern Art in New York organized a 40-

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11 In 1953, Olivetti machines earned Italy more dollars (US$2.4 million) than any other mechanical export except Necchi sewing machines. “Thinker from Ivrea,” Time, 8 February 1954.


15 Although The Economist begged to disagree, arguing that Olivetti had “an emphasis on low-priced, none-too-fancy equipment which is a big asset when it comes to selling to developing countries but not necessarily so in more sophisticated markets” (“Low prices, low profits,” 27 August 1966). Olivetti was also different as aimed at giving his workers the best conditions in Italy and a voice in management. He promoted a broad-based cooperative movement called Comunità that in 1956 won local elections by a landslide. Adriano became Mayor.
day design exhibition of the work of the Olivetti Company (Lionni 1952) and in 1959 a poll by the Illinois Institute of Technology among 100 top designers and architects around the world chose the Lettera 22 typewriter, designed by Marcello Nizzoli in 1948, as the best-designed product of modern times. The Fifth Avenue flagship store, designed by the famous Milanese firm of Belgioioso, Peressutti and Rogers, was inaugurated in 1954, followed by others in San Francisco and Chicago designed by Leo Lionni.

As early as 1952 Olivetti opened an electronic computer research laboratory, in New Canaan, CT. Dino Olivetti, who had the initial idea, supervised the facilities that were managed by Michele Canepa. The initiative was a “listening post” to stay close to the technological frontier in electronics and information technology (Sacerdoti and Ranci 1993, p. 127 and Gemelli and Squazzoni 2003). Staff was recruited among young Italians studying in the US, such as Columbia’s Giuliano Raviola and MIT’s Danilo Zucoli (Piol 2004, p. 28).

In 1956, a team from Ivrea led by Ottorino Beltrami spent four months in the United States with Canepa, visiting 36 different industry laboratories. In the meanwhile, in fact, Olivetti had started an ambitious project with the University of Pisa and in 1955 a research team had been established in Barbaricina, near Pisa, under the guidance of Mario Tchou to design an electronic computer for commercial purposes (De Marco et al. 1999). Beltrami’s...
suggestion was to close the New Canaan facilities and to move all research efforts to the Italian laboratories (Sacerdoti and Ranci 1993, p. 127).

Adriano also nurtured a close relationship with many influential Americans in different domains. In 1956 Olivetti was made an honorary member of the American Institute of Planners and deputy chairman of the International Federation for Housing and Town Planning. In this context he became close to David Lilienthal, who had previously been a founding director of the Tennessee Valley Authority (TVA) and the first chairman of the Atomic Energy Commission (AEC) and was then chairman of the Development and Resources Corporation (D&R), provider of regional economic development services. One year later Olivetti’s entrepreneurial achievements won further recognition when the National Management Association of New York awarded him a prize for “ground-breaking activity in the field of international company management.” Adriano also maintained close contacts with leading political figures such as CIA Director Allen Dulles, Clare Boothe Luce (Ambassador to Rome), and Henry Kissinger (then secretary of Americans for Democratic Action, an influential liberal organization).

4. A short history of Underwood

The takeover of Underwood radically changed the status of Olivetti activities in the US – before analyzing the consequences it is important to understand what it was buying. Underwood (originally called Wagner Typewriter Company) was founded by John Thomas Underwood in 1895 to manufacture typewriters exploiting Franz Wagner’s patent. Once the leader of the U.S. typewriter industry – it was the company which had inspired Adriano’s father, Camillo, when he founded Olivetti and which Adriano himself had unsuccessfully tried to visit in 1925, during his first and most significant U.S. trip (Crepax 2001 and Gemelli 2001) – Underwood lost its edge due to its unwillingness to innovate (Golder 2000). The company also made a big mistake when it chose not to protect intellectual property for an electric typewriter, thus allowing IBM to file the patent.

21 According to Piol, the centre was still active in 1959-60 and employed some 40 people, and in fact its closure was decided in order to strengthen another Olivetti research laboratory in Italy, in Borgolombardo, that in turn absorbed the one in Barbaricina (Piol 2004, p. 28). At the time of the Underwood-OCA merger in 1960, the New Canaan assets were valued US$956,480 (ISTORETO, FUZ, b. CUZ 59, fasc. 142, “Accordo stipulato il 12 aprile 1960 tra la Underwood Corporation, una società del Delaware e la Olivetti Corporation of America, società del Delaware,” p. 6).

22 The two met in Bari where Olivetti presented to Lilienthal his project for an Institute for Urban and Rural Development in the Canavese. See Development and Resources Corporation Records, 1936-1980, Box 273, Folder 33, Seeley G. Mudd Manuscript Library, Princeton University.


25 Rather than try to outdo its competitors, Underwood sought to collude with them. According to a 1939 federal antitrust indictment, the four largest typewriter manufacturers met to coordinate activities as early as 1930. Their combined 90% market share and coordinated pricing enhanced short-term profitability. One year after the indictment, Underwood and the other three manufacturers agreed to a consent decree that prohibited their monopolistic practices.

II, while IBM and Remington Rand took advantage of government-sponsored opportunities to develop technology that would eventually prove useful after the war, Underwood opted instead to invest all its energies into the war effort as manufacturer of rifles. At the end of the war, a change in management added to the company’s indefiniteness. From 1945 to 1955, Underwood continued to pay high dividends rather than invest more in product development and manufacturing (Bryan 1962). Whereas other companies were investing heavily in computer technology, Underwood only acquired the small Electronic Computer Corporation of Brooklyn in 1952.

Finally, in 1956, several factors brought to light Underwood’s weaknesses. First, the lower-priced foreign competitors’ market share of manual typewriters increased from 15 per cent to 40 per cent during a five-year period. Second, outdated manufacturing facilities became too costly. Third, electric typewriters became more competitive, later overtaking sales of manual typewriters in the early 1960s. It took Royal and Smith Corona Marchant (SCM) four to five years and more development before they could successfully market a fully electrical office typewriter in the United States. Triumph-Adler required over five years to develop and to market an electrical typewriter. In this segment, barriers to entry in terms of technological and marketing requirements were enormous. The task of establishing an effective marketing organization and achieving the degree of market penetration needed to attain competitive costs is time-consuming and difficult.

These conditions led to increasingly large losses and failed efforts at new strategic directions. Underwood spent US$ 12 million to diversify into computers but gave up after 18 months, lacking the necessary technical expertise. The top management changed three times in as many years.

In 1957, the firm sought mergers with International Telephone & Telegraph (IT&T) and National Cash Register, and then with Litton Industries in 1959, but Underwood was already too weak to be attractive to those firms. Losses and debts kept rising as the US economy entered into recession between 1957 and 1958. Concerned banks asked to be represented on the board: in 1958, out of 12 directors, three were from Chase Manhattan Bank and one each from Lehman Brothers and Lazard Frères. Bank representatives also held four of the six Executive Committee positions.

27 Learned et al. (1965), p. 213.
28 The vicissitudes of Underwood must be seen in the broader canvas of the transformation of the global industry. As a maker of manual typewriters, America declined after the Second World War. Production never returned to what it had been; from being the world’s largest exporter of typewriters, the United States became the largest importer, with companies such as Nippon in Japan, West Germany’s Olympia (with factories in Yugoslavia, Canada, Mexico, and Chile), and Olivetti.
29 In 1955 a new plant was proposed but never built (“Full Union Shop at Underwood, World’s Largest Typewriter Plant,” The Machinist, 30 June 1955).
32 Chase-connected directors included Lynde Selden (previously Executive Vice-President and Director of the American Express Company Inc., and Director of the Chase National Bank), Robert Livingston Clarkson (American Express top manager, in late 1920’s president of CNB), and Reeve Schley (until 1946 vice president
5. The Underwood acquisition

Desperation drove the Underwood management to decide that being acquired by Olivetti was the best solution after all. Philip Wagoner, who cast his final vote for the Olivetti offer, “was heard to say, ‘It’s manna from heaven’. The sentiment was widely shared”. The Italians, for their part, were worried about other European companies taking over Underwood – according to Ochetto (2009, p. 276), conversations were being held with Monroe, a subsidiary of Germany’s Olympia – and concerned that resentment over “the growing flood of foreign imports of all kinds” could lead to higher tariff barriers.

In late September 1959, Frank E. Beane, president of Underwood since 1957, sent the company’s Vice President and Secretary, Herbert W. Bertine to Ivrea. Bertine’s proposal was for Underwood to distribute Olivetti calculators, especially the D Line (Divisumma 24), in the USA, under the Underwood brand. While Adriano Olivetti refused the proposal (Piol 2004, p. 23), the Olivetti executive committee, upon considering the complementarity between the two companies, decided to continue the talks. Some days later though, Adriano took his brother Dino (Senior Technology Manager), his son Roberto (Managing Financial Director), Giuseppe Pero (CEO), Ugo Galassi (Marketing Director), Guido Treves (Foreign Markets Director), Luigi Gandi (Production Manager), Guido Lorenzotti (then Executive Vice President and head of OCA) and Gianluigi Gabetti (Financial Expert) to New York. Dino and Roberto Olivetti went with Gandi to Hartford to visit the main plant, Galassi and Treves took charge of the sales network, Gabetti examined the books, and Adriano together with Pero talked to the lawyers and Underwood top management. It is difficult if not impossible to determine whether Underwood management did or did not paint a realistic picture of the company’s situation and produce all the necessary documentation. Fact is that the negotiations were completed in a hurry – in fact no proper due diligence was

of the CNB), while Joseph A. Thomas was partner in Lehman Bros., and Albert J. Hettinger Jr. in Lazard Frères.

34 “Invasion in Office Machines,” BusinessWeek, 10 October 1959. At the time, exports from Italy represented about 50% of Olivetti’s annual gross sales (with North America alone representing more than one fourth) and overseas production a further 20%.
36 Guido Lorenzotti held major positions in Olivetti, the Italian Economic Corporation, the North America delegation of Touring Club Italiano, and Beretta USA.
37 Gianluigi Gabetti joined Olivetti in 1958 from Banca Commerciale Italiana. Gabetti served as Chief Executive Officer of IFI, the holding company of the Agnelli family, from 1972 to 1993, as a Director of FIAT from 1971 to 1999, and also in various capacities for other companies of the Agnelli Group (IFIL, EXOR, Worms). Gabetti is a Life Trustee of the Museum of Modern Art, where his late wife Bettina Kunz Sichel (born in New York) was a member of the International Council and Architecture and Design Committee. Gianni Agnelli’s offer to leave Olivetti and return to Italy to join IFIL was made to Gabetti during a visit to the MOMA (“John e le lezioni del tutor Gabetti,” il Mondo, 16 March 2007).
conducted – and that most Italians expressed severe reservations. Nonetheless, Adriano decided to go ahead with the merger. He was sure of his ability to turn the American company around and use it as the tool to conquer the US market for Olivetti. In this context Adriano thought that only the acquisition of a large equity stake made sense. Thus, on 2 October 1959, Olivetti purchased 34 per cent of Underwood’s stock for US$ 8.7 million (at US$ 21.50 per share), thus becoming the main shareholder.

Lazard Frères Chief André Meyer and his right-hand man Albert J. Hettinger – who had been an Underwood director since 1957 – helped in the negotiations, although they had probably advised Adriano against the acquisition (Ochetto 2009, p. 279). Chase Manhattan Bank President David Rockefeller was also supportive both for financing and for network building. Financial markets welcomed the agreement. Underwood’s stock at the NYSE rose from US$ 21.12 to US$ 25.37 and stabilized at US$ 28.50 at the beginning of December. Some analysts advanced the hypothesis that Olivetti itself was intervening in

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39 According to Gianluigi Gabetti, “four days of discussions with our counterpart in the Underwood organization in the US [made it clear that] the situation was very bad [...] We understood from the banks that the financial reputation of the company had been spoiled, and that the inventories were badly overstated”. See “Statement by Mr. Gabetti,” in Learned et al. (1965), pp. 235-236.

40 Gianluigi Gabetti and Financial Director Nerio Nesi expressed their reservations to Adriano, who sidestepped them out of an intimate conviction of his ability to turn the American company around, albeit not in the short term (respectively Semplici 2001, p. 104 and personal communication, Turin, 13 May 2009). As recalled by Renzo Zorzi, however, upon his return from the United States Adriano said “if instead of staying with the lawyers I had gone with the engineers, I would have never given my consent” (Giuntella 1984, p. 33, our translation). It has been maintained that Adriano was the only possible one to fully face this challenge (perhaps, gaining full support by Italian and US authorities; Nerio Nesi personal communication, Turin, 13 May 2009; Avalle et al. 1995, p. 35), so that, with his death, his legacy turned out being an even more sour hubris (Roll 1986).

41 Olivetti’s offer was very generous; just some days before Litton Industries had made a merger proposal valuing Underwood shares at $16 each (“Il dramma della Underwood e il finale Olivetti,” Mercurio, 15 March 1961, pp. 63-64, in ASO, DCUS, PV, fasc. 1532, coll. V-E-D-2-3).


43 André Meyer, who ran Lazard after the war, and Enrico Cuccia, Mediobanca’s founder, were allies and pioneers in modern financial engineering. In 1956, Lazard took a stake in Mediobanca and that connection basically meant that all Italian MNCs relied on Lazard for their international deals.

44 Being the main Underwood’s creditor, Chase Manhattan was especially interested in a positive closing of the acquisition: “Underwood had two term loans with the Chase Manhattan Bank that were shortly to become due. One was for US$8 million, due in early 1961, and the other, also for US$8 million, was due in late 1961. The Underwood company had no hope of being able to meet these obligations. With the guarantee of the parent Olivetti organization for 50% of the amount, the notes were renegotiated to fall gradually due up to late 1967” (“Statement by Mr. Gabetti” in Learned et al.,1965, p. 236; see also ATIM, VCDAO, vol. V, Verbale della seduta del Consiglio di Amministrazione del 29.04.1960, p. 40 and ibid., Verbale della seduta del Consiglio di Amministrazione del 23.06.1960, pp. 48-49). David Rockefeller also helped Gabetti for his appointment as Vice-Chairman of the Business machines association (Gianluigi Gabetti, personal communication, Turin, 30 October 2007).
order to consolidate its position.\textsuperscript{45} Olivetti pointed the finger at unspecified “Swiss investment bankers”, but Wall Street did not believe these rumors.\textsuperscript{46}

The reactions in Italy differed. Italian monetary authorities were very sympathetic because they expected the new venture to create new export opportunities.\textsuperscript{47} In October Olivetti asked Banca Commerciale Italiana, its \textit{hausbank},\textsuperscript{48} which in November was authorized to lend, ITL 1 billion.\textsuperscript{49} Olivetti then turned to Banca d’America e d’Italia for another ITL 1.25 billion credit line\textsuperscript{50} and to other Italian banks for an additional ITL 2.2 billion.\textsuperscript{51} Similarly, the Banco di Roma management, as soon as they became aware of the operation, made its availability known.\textsuperscript{52} In addition, the Banco di Napoli agency in New York extended small bridge loans.\textsuperscript{53}

\begin{chenlist}
\item ASO, DCUS, PV, fasc. 2281, coll. V-E-D-3-4, “Stipulato un accordo Olivetti-Underwood,” \textit{Il Globo}, 3 October 1959; “Raggiunto l’accordo Olivetti-Underwood,” \textit{Corriere mercantile}, 28 November 1959; “Favorevoli commenti in U.S.A. all’accordo Olivetti-Underwood,” \textit{Il Sole}, 11 December 1959. In late November, more than 6.5% of Underwood stock was traded in seven sessions and “Wall street sources had reported that Olivetti was buying appreciable quantities of Underwood common stock. These sources said that this was being done to turn Olivetti’s already substantial interest in Underwood into undisputed control. An Olivetti representative, who also is an Underwood director, first declined comment on the Wall Street reports and then said that his organization did not deny them” (“Executive for Olivetti of Italy is Named Underwood President”, \textit{The New York Times}, 25 November 1959).
\item “Promemoria per il Signor Direttore Generale, 25.11.1959”, in ASBI, Segreteria Particolare, Delegazione di New York, cart. 1269.
\item In early 1960 Italian currency authorities promptly authorized a US$10m transfer (Gianluigi Gabetti, personal communication, 30 October 2007). See Ortona (1986).
\item In February 1958 it turned out that Olivetti assigned to Banca Commerciale 58% of her turnover, although the credit institution only contributed to cover 23% of her debt load (Archivio Storico di Intesa Sanpaolo (ASI), patrimonio Banca Commerciale Italiana (BCI), Verbali del Comitato della Direzione Centrale (VCD), vol. 146, \textit{Verbale della seduta del 04.02.1958}). Quickly Comit financing to Olivetti increased substantially, amounting in October 1959 to ITL3.1 billion and US$ 240,000 (ASI, BCI, VCD, \textit{Verbale della seduta del 19.10.1959}).
\item In addition to lines of credit of ITL 0.5 billion and CAN$ 100,000; Olivetti brought 405,000 Underwood shares as collateral. See “Rapportino al governatore, n. 3477, 24.11.1959” in ASBI, Vigilanza; “Richiesta della Banca d’America e d’Italia alla Banca d’Italia per autorizzazione per fidi eccedenti, 21 novembre 1959”, in ASBI, Vigilanza, cart. 9501, p. 770; “Richiesta della Banca d’America e d’Italia alla Banca d’Italia per autorizzazione per fidi eccedenti, 24 ottobre 1960”, in ASBI, Vigilanza, cart. 9501, p. 968.
\end{chenlist}
The media reacted with moderation. At p. 7, Milan’s *Corriere della Sera* wrote about “an Italian-American agreement for two industrial organizations”, while for Turin’s *La Stampa* at p. 11 this was “an important agreement that opened up export opportunities”. Confindustria, the Italian Industrial Association, did not release any official statements, but the general feeling was allegedly of contempt – not a surprising reaction since Adriano was one of the few Italian industrialists who had not joined the association. Trade unions were informed by Dino Olivetti on 2 October and reacted immediately through *Il Tasto*, the communist union FIOM newspaper. The agreement was considered potentially very positive to increase production, employment and salaries in Italy thanks to the inevitable technological advancement that would come out of it. But FIOM did not hide its concerns about a possible capital hemorrhage, at a time when signals were emerging of Olivetti’s financial strains.

With respect to the consequences on market dynamics, *L’Unità* (the Communist party daily) identified a clear monopolistic pattern, while according to *Il Sole* (the Confindustria one) the goal to create new competition and benefit consumers shielded the merger from any risk of ban by the US antitrust authorities. Taking Ivrea by surprise, the Federal Trade Commission launched an investigation. Olivetti hired the lawyer Oscar Sidney Cox — not a surprising reaction since Adriano was one of the few Italian industrialists who had not joined the association. Trade unions were informed by Dino Olivetti on 2 October and reacted immediately through *Il Tasto*, the communist union FIOM newspaper. The agreement was considered potentially very positive to increase production, employment and salaries in Italy thanks to the inevitable technological advancement that would come out of it. But FIOM did not hide its concerns about a possible capital hemorrhage, at a time when signals were emerging of Olivetti’s financial strains.

Olivetti managers had different appreciations of the local reaction. While “Galassi said he had met nothing but obstacles” in the US, according to Gabetti there was comparatively little nationalistic reaction. An influential business magazine complimented Olivetti for

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54 “Accordo italo-americano per due complessi industriali” and “All’Olivetti il 35 per cento delle azioni dell’Underwood,” respectively, both 3 October 1959, our translation.

55 Confindustria’s gossip was “Ivrea has married Hartford, so that IBM can swallow them both in one bite” (ASO, DCUS, PV, fasc. 2281, coll. V-E-D-3-4, E. Nobis, “Anche la piccola Ivrea può competere con gli USA,” *Paese sera*, 23 December 1959, our translation).


59 A government career man since 1938, Oscar Cox was defined as “the smartest damn lawyer in Washington” by *Time* in 1942 (“Roll of Honor,” 10 August 1942). After WWII the law firm of Oscar Sidney Cox, of Lend-Lease fame, was lobbying for Fiat in Washington. On 14 July 1948, when Communist Party leader Palmiro Togliatti was shot in Rome and workers seized the Miraflori plant in Turin, Cox was in a meeting with Valletta (Bairati 1983, p. 199). Cox was also the technical advisor to the Delegazione tecnica italiana (Deltec), a body set up by the Bonomi government in Washington in April 1945 to accompany decisions on American support to the reconstruction. In this guise he drafted the 1947 Exim bank loan (Segreto 2000).

moving to “create an internationally owned firm that can give the only firm answer to nationalistic hostilities and the problem of being labeled ‘foreign’”, 61 Italo Calvino, the Italian novelist, wrote a letter from New York in November 1959 mentioning the favorable reactions to the operation. 62 Nor did the fact that the new owners were Italians raised any eyebrows – although difficult to substantiate, the fact that per capita Connecticut has more residents claiming to be of Italian origin than any other state in the nation may have played a role. 63

Before turning to the implications of the merger, some data help in defining its importance. In 1959 Underwood was employing about 10,000 people (43.8 per cent of which overseas) for sales of US$ 75.4 million (down from US$ 85.2 in 1957; see tab. 2). 64 That year, Olivetti-Italy had sales of US$ 36.1 million and 26,600 employees, 44.2 per cent of them abroad (see tabs. 1 and 3). 65 Well over half of Olivetti Group’s production was sold in foreign countries, through 19 subsidiaries (US$ 15 million for OCA) and 101 commercial branches. 66

6. A substantial restructuring

Adriano Olivetti’s vision was clear – “within five years, [the US] would achieve scientific, industrial and cultural advancements that would take Italy twenty five years to match” (according to Gabetti in Bricco 2005, p. 28, our translation). Being present in America was therefore a great opportunity to learn and acquire new competencies, obviously on top of the fact that Underwood had an extensive, well-established commercial network. 67 Moreover, being the owner of a plant in the US, even if obsolete, qualified the company as a

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62 “Qui in queste settimane si parla molto di Olivetti; Adriano è stato qui come saprai ed è ora padrone del pacchetto d’azioni che controlla la Underwood. Ora la Olivetti produrrà in America sotto il nome di Underwood e la sua attuale popolarità nelle élite che è già forte diventerà (senza più l’ostacolo del nome italiano e senza più impacci doganali) una popolarità di massa. Naturalmente se riesce a tirare su la baracca della Underwood che andava a rotoli e a tenere testa, stava volto nel mercato interno americano, alla Remington. Comunque mi pare che per l’industria italiana sia una data storica. E per Adriano che tornerà vincitore in azienda” (“Lettera a Giulio e Renata Einaudi, New York, 22 novembre 1959”, in Baranelli 2000).

63 See “The Most Italian State in the Nation? Guess,” The New York Times, 30 December 2001 (interestingly, the article makes no mention of Olivetti-Underwood among the factors that mark Italian influence in the state).


65 The data on Olivetti group sales did not include foreign subsidiaries’ turnover, but only sales of the Italian Olivetti to foreign subsidiaries. Foreign subsidiaries’ turnover was augmented by higher selling prices and by directly manufactured products.


67 Nota interna sull’operazione Olivetti-Underwood, undated, p. 1, in ASO, DCUS, FVT, RSC, fasc. 710, coll. V-C-N.
“national manufacturer” and opened access to public tenders (de Witt 2005, p. 98). A further motivation was the urgency to make up for any possible loss of market share in Europe that would have been produced by the creation of the European Economic Community. Olivetti reckoned that the removal of the high tariff barriers it enjoyed in Italy (20 per cent for typewriters, 20 per cent for the adding machines and 18 per cent for the writing calculators) would have benefited German competitors.68

The original agreement stipulated that Underwood and Olivetti would “work closely in every stage of research and development of products and technologies, and advancement of technical and production technologies.”69 The ink had barely dried that Olivetti began placing its people in the Board of Directors.70 Paolo Rogers, Gianluigi Gabetti, Luigi Gandi, Guido Santi and Guido Treves from Italy, as well as Manly Fleischmann of Webster Sheffield & Fleischmann and Ethan A. Hitchcock (an attorney who had been with OCA since 1950) as chairman of the board.71 The “bankers” remained on the new Underwood’s board.72 Frank E. Beane remained President until December, when Ugo Galassi replaced him.73 From the U.S. headquarters at One Park Avenue, the former PepsiCo building, Galassi, who had led Olivetti sales and foreign subsidiaries network since the early 1950s, named Guido Lorenzotti as executive vice-president and Gianluigi Gabetti as financial director. In fact, from the very beginning Underwood was run by a young Italian team (Gemelli and Squazzoni 2003, p. 167).74

In the Olivetti executives’ diagnosis, Underwood lacked new competitive models and the easy solution was to offer Olivetti calculators and book-keeping equipment.75 Still, this meant expensive and radical changes to the marketing structures and significant adjustments to the production processes.76 In April 1960, Olivetti increased its stake in Underwood to 69

69 ASO, DCUS, FVT, RSC, fasc. 710, coll. V-C-N, Relazione interna sull’operazione Olivetti-Underwood, undated, our translation.
72 Selden, Clarkson, Schley, and Hettinger kept their positions, while Philip Isle, a Lehman Bros. partner, replaced Thomas, who had promoted Underwood’s competing deal with Litton.
74 Galassi was then 47-year old, Gabetti 36 and Lorenzotti 31.
75 “Relazione sull’esercizio chiuso al 31 dicembre 1959, Olivetti”, p. 20, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1326.
76 “Olivetti management radically modified all of Underwood’s obsolete systems and processes and built new assembly lines in Hartford, CT, dumping production of outdated calculators” (ASO, DCUS, PV, fasc. 1532,
per cent, trading more than US$ 30 million worth of Underwood common stock in exchange for Olivetti Corporation of America.\textsuperscript{77} Nominally for free, although in practice Olivetti paid the newly-issued 1,200,000 Underwood shares with “the subsidiary’s tangible properties and a long-term exclusive franchise to sell Olivetti products in the US and Canada with Underwood brand”, as well as “the right to financial, technical” and managerial assistance.\textsuperscript{78}

Hartford was a very outdated and inefficient facility – for example, spare parts were stored in a basement and damaged by oil and grease dripping from machinery.\textsuperscript{79} Galassi modernized the plant, improved inventory management, halted production of mechanical book-keeping machines and portable typewriters, streamlined production items from 15 to four, and stopped bidding for low-profit defense contracts.\textsuperscript{80} The new management “set a stable volume of production for each product [...] a traditional Olivetti policy” and “completely refurbished the inside of the plant”, introducing conveyors and specially designed special-purpose machines.\textsuperscript{81} Production costs were cut by 30 per cent.\textsuperscript{82} In six months the daily typewriters output at Hartford went from 300 to 818 units and after a few years four workers could do the job that at Underwood required 21.\textsuperscript{83} Transfer of knowledge coll. V-E-D-2-3, “Un piano della Olivetti per salvare la Underwood,” \textit{Corriere mercantile}, 18 June 1960, our translation). Pero declared that “plants and equipments had to be demolished and replaced to a greater extent than expected [...] the serious deficiencies of the inner organization and commercial structure have forced Olivetti’s technicians and managers to an enormous reorganizing effort, lengthy and complex because of a smaller ductility of the American staff in comparison to ours” (ASI, BCI, VCD, vol. 173, \textit{Verbale della seduta dello 07.11.1961}, p. 125, our translation).


\textsuperscript{79} Alberto Vitale, personal communication, 7 July 2009.

\textsuperscript{80} “Each of the products in the Underwood line was subject to a critical review [...] most of them were judged simply not competitive. [...] On most of them, the cost was not only higher than on competitive US machines, but also higher than the price at which Underwood could acquire Olivetti’s more modern products” [“Interview with Mr. Gabetti” in Learned \textit{et al.} (1965), pp. 243-244]. “[T]hose products which were the best and which were not the best export products of Olivetti” were chosen [“Interview with Mr. Gandi” in Learned \textit{et al.} (1965), pp. 239-240]. See also “Relazione sull’esercizio chiuso al 31 dicembre 1961, Olivetti”, p. 31, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1326.

\textsuperscript{81} “Interview with Mr. Gandi” in Learned \textit{et al.} (1965), pp. 242-243.

\textsuperscript{82} “Why Management Is Missing the Boat To Foreign Markets,” \textit{The Machinist}, 5 October 1961. Notwithstanding the realized cost savings, producing a typewriter in America was costing 30% more than in Italy: the cost of Underwood staff was nearly double that of Ivrea factory, but the presence in the US of significant scale economies and lower raw materials, transportation and electricity costs, made the cost differential lower and equal to 30% (ASO, DCUS, TV, fasc. 851, coll. V-C-N-1-5, “When a European firm opens up in U.S.”, \textit{U.S. News and World Report}, 23 July 1962).

and machinery from Ivrea played no small part in this overhaul. Production of a new line of typewriters (Raphael) began in Hartford in 1961 and a full-page advertisement in 98 daily newspapers suggested that the management was optimistic about a return to normality. Some foreign plants were sold in order to rationalize production and marketing.

In contrast to the attention given to shop floor and engineering improvements, the Italian management did not “feel the need at this time for adventurous change”. Galassi closed the Underwood laboratories, prelude to the 1963 decision to reduce the participation in New Canaan Research Center Inc. (which then had a book value of US$ 1 million) to zero.

From 1960 on, the Underwood and OCA organizations were integrated in North America and Canada. Underwood adopted Olivetti sales strategy, characterized by direct, intensive and capillary presence. The Sales Department was reorganized and dealerships chosen more rationally. The new network consisted of 130 branches with 2,000 specialized salesmen, 850 independent (but exclusive) agents and over 5,000 dealers.

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87 “In engineering, we are now working on redesign in two directions. One group is working on redesign for cost reduction. We have now in product design, tool design, and process design 100 people in our engineering group working on cost reduction. The second group is working on redesign for quality improvement” [“Interview with Mr. Gandi” in Learned et al. (1965), p. 243].

88 “Statement by Mr. Galassi” in Learned et al. (1965), p. 255.


91 “Statement by Mr. Gabetti, Vice President and Treasurer of Underwood” in Learned et al., 1965, p. 234). Up to that point, implementing its concept in sales organization, Olivetti was able to succeed in his most ambitious worldwide sales program (“Relazione sull’esercizio chiuso al 31 marzo 1959, Olivetti”, p. 27, in ASBI, Banca d’Italia, Raccolte diverse - Relazioni e Bilanci, cart. 1326).

92 “Relazione sull’esercizio chiuso al 31 dicembre 1960, Olivetti”, p. 17, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1326.

93 “Relazione sull’esercizio chiuso al 31 dicembre 1961, Olivetti”, p. 29, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1326. “Our first step was to prepare a census of the machine population of the country. [...] Wherever the results of the census indicated the need for a direct sales force, a branch was established or maintained. Each branch was in turn staffed with the number of salesmen required to serve the potential of the market – rather than the current level of sales. This has involved screening thousands of job applicants, hiring those that met our high standards, training them” [“Statement by Mr. Galassi” in Learned et al. (1965), p. 256]. “The average seniority of my salesmen today is about eight months” [“Interview with Mr. Galassi” in Learned et al. (1965), p. 237].
(sold under the Underwood-Olivetti brand) were reserved to dealers. Great attention was given to the training of the branch directors “on the basis of a crash program which started by bringing to the United States a group of Olivetti instructors from the Olivetti Training Center in Florence” (Peccei 1966). A new Customer Engineering Service was also developed. Galassi could thus express in 1961 his “absolute confidence in our selling methods”, although he had to admit “the only question is, will they work in the U.S. market?”

Industrial relations could be a source of problems – in fact staff was laid off for five-months and total employment (excluding independent sales agents and dealers) was drastically reduced (mainly abroad) from an all-time high of 12,000 in 1961 to 6,500 in 1964. The new management paid active attention not only to production and organizational issues, but also to introduce the Olivetti philosophy to the US factories. This “made a big impression on Underwood employees when [Galassi] told The Machinist that his company was more interested in “people value than in share value”. In 1962 a new union shop agreement was signed for the 3,100 employees that contained 163 improvements over the previous one and was in fact welcomed by the manager of IAM District 26 as “one of the best agreements we have negotiated in a long time.” The union’s enthusiasm was so great that Olivetti was repeatedly cited as the best example of the benefits that foreign investment could bring to the US economy.

The 9,000,000th Underwood typewriter was produced sometime in mid-1962 and, in a typical Olivetti gesture, was offered to IAM President during a ceremony at the trade union’s headquarters in Washington. By then the company reckoned it had produced every third typewriter in the industry’s history in the US. Visiting the Hartford plant in March 1962, Secretary of Commerce Luther Hodges declared his admiration for the state-of-the-art facilities, underlining how Olivetti-Underwood partnership was an example to be followed

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94 The reference is to the famous Florence School of Management and Marketing (Novara et al. 2005, p. 532). The total investment in training and recruiting hovered around US$9 million [“Interview with Mr. Galassi,” in Learned et al. (1965), p. 238]. The Hartford Training Center suffered from various problems: it was managed by the personnel department and not the marketing one, lacked performance measurement instruments, employed outdated teaching methods and the instructors were not qualified (ASO, DCUS, TV, fasc. 849, coll. V-C-N-1-5, Rapporto sull’organizzazione del Training Center di Hartford del 13.06.1961).


96 “Interview with Mr. Galassi” in Learned et al. (1965), p. 238.


99 “Improvements written at Underwood Typewriter,” The Machinist, 2 August 1962. Democrat Joseph V. Cronin was Mayor of Hartford in 1951-53 and 1955-57, returning then to his IAM duties.


101 “The 9,000,000 Underwood,” The Machinist, 6 September 1962.
by a US industry too restricted by domestic endeavors: “we can obtain ingenious ideas from other countries’ people”.  

In order to secure the managerial flexibility and freedom of action required for a complete corporate renovation, in May 1963 Olivetti offered to purchase minority stockholders’ shares, considering this as “essential in order to further reduce and ultimately to eliminate Underwood losses”. During a three-year period, Olivetti invested US$ 92 million in stock purchases, long-term loans, and product credits. Unable to foresee any substantial improvement in Underwood’s earnings situation which would relieve its financial condition and need for further aid, Olivetti found it necessary to protect its own position and accordingly announced its offer to purchase Underwood’s minority shares. By April 1964, the company was holding 90 per cent of Underwood stock and incorporated the company in Delaware as Olivetti Underwood Corporation.

In 1960 Underwood sold less than in 1959 (US$ 76 million), but the rewards of succeeding were great – Underwood had a tax-loss carry-forward of at least US$ 25 million that could be applied against earnings – and Galassi expected to reach the break-even point in the first quarter of 1961. The contribution of Olivetti products was very substantial and the US share of exports from Italy rose correspondingly (see tab. 1, fig. 2). However “Underwood practically [did] not benefit from the sale of the Olivetti products (the parent company invoice to all the subsidiaries so as to leave them only modest margins to cover variable commercial costs), while being loaded with all fixed costs of the marketing organization and sales network.” In a sign of renewed confidence, it established a management program for qualified holders of graduate degrees and started on-campus recruiting at prestigious East Coast universities.

U.S. sales returned to US$ 117 million in


103 ATIM, VCDAO, vol. VI, Verbale del Consiglio di Amministrazione del 17.05.1963, pp. 21-25, our translation. See also original company statement reproduced in “Olivetti and Underwood,” The Economist, 1 June 1963.

104 Learned et al. (1965), p. 261. See also “Notizie sulla Ing. C. Olivetti & C., Ivrea, giugno 1963”, p. XII, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1326. The terms of the buyout of minority investors were controversial, leading to a famous 1966 ruling by the Delaware Supreme Court. In Olivetti Underwood Corp. v. Jacques Coe & Co., 217 A.2d 683, the Delaware Supreme Court considered whether a corporation had “the right to require each broker-petitioner to prove, as a prerequisite to the statutory right of appraisal, that it was duly authorized by the beneficial owner of the stock, registered in its name, to seek the appraisal.” It held that “corporations ought…to…look to the corporate books as the sole evidence of membership,” finding that the only recognizable stockholder for purposes of Section 262 is the “registered stockholder.” Only stockholders of record are entitled to pursue appraisal rights. Beneficial owners and holders of stock options therefore lack standing to pursue an appraisal.


1963 — and closer to balance for the first time under the new ownership (although Galassi had expected to see a return to profits by 1962; see tab. 2, fig. 3). To sanction the end of the restructuring period, Ugo Galassi was called back to Italy in April 1963 and replaced by Guido Lorenzotti with Gianluigi Gabetti as Executive Vice President. Under Lorenzotti, who at 34 was one of the youngest corporate heads in the United States, Underwood claimed “to be the industry kingpin in both adding machines and calculators, and No. 2 behind IBM in sales of full-featured office electric typewriters”.

7. Underwood and the Olivetti financial crisis

Major problems were however brewing across the Atlantic. In February 1960, Adriano died of a heart attack, aboard a train in Aigle, Switzerland. He left behind an unresolved governance structure and an equally unclear social mission, but also a brand name with a value probably unparalleled among Italian, if not European, firms. Directors passed over Olivetti’s son Roberto and several other Olivetti family members to elect Giuseppe Pero, then 66 years old, President and CEO. Pero, who had been Olivetti’s general director since 1938, let Adriano’s political adventures die, devoting all his efforts strictly to business. His death in late 1963 exacerbated the governance crisis. In Ivrea, the co-directorship of Roberto Olivetti and his cousin Camillo proved highly ineffective to cope with the new difficulties and to decide promptly on the need to seek external support. Also, competitive pressures from Japan forced export prices down and cut margins, a heavy burden for a firm that at the time sold more than two-thirds of its production abroad.

If the costs of redressing Underwood were considerable (see below), the electronics division had experienced severe problems due to the death of Adriano first and of Mario Tchou, chief of electronic research, in a car accident in 1961. Olivetti found itself undercapitalized and overexposed when an economic slowdown – not only in Italy but also in Latin America – caused a steady deterioration of the company’s finances. Eventually, in May 1964 a rescue syndicate comprising Fiat, Pirelli, La Centrale and two state-owned banks, Mediobanca and IMI, invested US$ 50 million into Olivetti’s stock, appointed Aurelio Peccei, a rising Fiat executive, as managing director, and picked IRI vice president Bruno Visentini as the first man outside the Olivetti family ever to head it.

Did the cost of the acquisition and of the immediate restructuring cause Olivetti’s financial distress? On the one hand, the balance of the consolidation and restructuring of Underwood came close to US$ 100 million and contributed to the almost five-fold increase

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112 “Switching to a black ribbon,” BusinessWeek, 24 October 1964.


114 Import restrictions in Argentina, traditionally one of Olivetti’s main markets, almost completely cut off an attempt to ship in other machines, while in Brazil hyperinflation ate up profits. See “Relazione sull’esercizio chiuso al 31 dicembre 1964, Olivetti”, p. 30, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1326.

in bank debts from US$ 7.6 million to US$ 32.5 million between 1958 and the end of 1963. By then the subsidiary’s net worth was minus US$ 8,681,000.\textsuperscript{116} On the other hand, the takeover certainly imposed a radical change in the nature of the company, from a big family firm to a quasi-public company with more structured corporate governance.\textsuperscript{117} This was probably going to occur anyway, although the process was accelerated and deepened by the Underwood affair.

In mid-1959 Olivetti had already issued listed bonds for ITL 3 billion, earmarked for productive and commercial expansion, particularly exports.\textsuperscript{118} This already posed the issue of opening to the market the equity capital of a large, international company, something that Comit had clearly identified as a potential weakness for Olivetti.\textsuperscript{119} In fact when the exposure to the banks rose dramatically later in the year with the Underwood acquisition, management recognized the need to react swiftly with a share issue destined to the market.\textsuperscript{120} In early 1960, Olivetti issued ITL 10 billion-worth of privileged shares and sought listing on the Milan stock market.\textsuperscript{121} There was little doubt as to the destination of the new funds: “to give a stable settlement to the acquisition and to obtain the funds necessary for the effective exploitation of the greatly increased market opportunities”.\textsuperscript{122} Financial markets reacted favorably and analysts saw a direct link between the good performance of Olivetti stock in Milan and of Underwood stock in New York.\textsuperscript{123} Hence the decision to seek


\textsuperscript{117} In this period various members of the Olivetti family borrowed from Italian and foreign banks in order to subscribe the new capital issues and maintain their controlling share (ASI, BCI, VCD, vol. 182, \textit{Verbale della seduta del 21.03.1963}; Nerio Nesi, personal communication; see also ASI, BCI, Carte di Raffaele Mattioli, Corrispondenza A-Z (CM), fasc. Olivetti, \textit{Rapporto Olivetti}, s.d.). “The family had cornered itself into its own financial crisis. The company’s mounting debts and reinvested profits had not been enough to finance expansion. Unwilling to give up control of the company to outsiders, and afraid to let one branch of the family get more shares than another, the six family branches subscribed most of the capitalization increases themselves [...] To raise the money, they borrowed from banks, putting up their stock as security. But as the value of Olivetti’s stock plummeted with the whole Italian stock market, the banks began pressing the family to put its financial house in order” (“Why GE is Joining Olivetti”, \textit{BusinessWeek}, 12 September 1964).


\textsuperscript{120} Pero had pushed for listing since late 1958, but it was only after the Underwood acquisition that this was accepted (ATIM, VCDAO, vol. IV, \textit{Verbale del Consiglio di Amministrazione del 15.12.1958}, p. 111 and Ibidem, \textit{Verbale del Consiglio di Amministrazione del 14.04.1959}, pp. 141-143. See also ASO, DCUS, FVT, RSC, fasc. 710, coll. V-C-N, \textit{Nota interna sull’operazione Olivetti-Underwood}, undated, p. 3).


\textsuperscript{122} “Relazione sull’esercizio chiuso al 31 dicembre 1959, Olivetti”, pp. 20 and 31, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1326, our translation.

\textsuperscript{123} “Depuis quelque temps, l’action Underwood a marqué une hausse sensible en bourse de New York. Les actions Olivetti ont été introduites à la bourse et ont tout de suite trouvé de nombreux amateurs parmi les
listing in Geneva, Frankfurt, Paris and New York, in order to broaden “the possibilities of access to international financial markets, in coherence with its size and prestige of global company”.

Late in 1962, Olivetti ranked ninth among all foreign stocks held by U.S. investment companies.

In February 1961 Olivetti decided on a new capital increase, accompanied by a bond issue, for a total of ITL 35 billion. In the preliminary documentation prepared for the Bank of Italy Governor in March, staff put in evidence that ITL 30 billion was destined to finance Olivetti foreign investments and asked how this accumulation of share issuance was compatible with family ownership. Again in 1962, Olivetti was compelled to issue ITL 15 billion in 18-year bonds (in June) and ITL 32 billion in new shares (in October).

Once again, the financial implications of the US adventure were spelled out: “an investment program for the 1962/63 biennium for a total of ITL 101 billions, necessary to exploit the results of the reorganization of the Underwood” and “to develop a more extensive and systematic production in the electronic field”.

This was a period of crisis for the Italian stock exchange, which hit Olivetti harder to the problems at Underwood, then in the process of being delisted. Analysts were concerned that the Italian capital markets did not offer the possibility of financing the needs of Olivetti,
related to Underwood and to electronics. According to BusinessWeek, “under the strain of these investments, Olivetti’s debts snowballed. [...] The company entered 1964 with substantial overcapacity and warehouses full of unsold products. [...] With money tight and the company headless [after President Giuseppe Pero’s death in November 1963], the banks balked at extending Olivetti’s loans”.

In spring 1964, according to Visentini, “the situation of Olivetti and its foreign subsidiaries is most fragile. The foreign companies are hugely indebted towards foreign banks”, the risk being of “a revocation by the American banks of tens of millions dollars of Underwood’s credit lines” (our translation). Reassured by the commitment of the rescue consortium, banks resumed lending to Olivetti. The new board took immediate action, depreciating the value of Underwood participation in Olivetti books – from a cost value of ITL 23.9 billion, to ITL 0.62 billion to reflect cumulated losses equal to ITL 23.3 billion (see tab. 4). Olivetti also drew on its own balance sheet reserves to transfer ITL 6 billion to Underwood to cover 1963 losses. The consequence was that, for the first time since 1909, Olivetti could not distribute any dividends to shareholders.

8. Reacting to the crisis and adapting

It comes as no surprise that Underwood was an important topic in the discussions that Olivetti executives held with Enrico Cuccia, who, as Mediobanca’s president, was heading the rescue group. The banks presented the family and top management with a stark alternative: either to sell Underwood or to give up on electronics (Piol 2004, p. 47). In a dramatic eight-hour meeting, Gabetti managed to convince Cuccia that “the American situation could improve considerably by changing the trading strategy by replacing branches with a network of agents” (Bricco 2005, p. 43, our translation). As a consequence, a 75 per cent stake in the computer division was sold in September 1964 to a new company (Olivetti-General Electric) established with General Electric (GE), barely a month after the American

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129 “En ce qui concerne la situation financière, on estime qu’en 1964 la société aurait besoin de 30 milliards de lires pour mener à bien son programme de développement. Actuellement, le marché italien n’offre pas la possibilité d’opérer un financement d’une telle importance” (“Que se passe-t-il chez Olivetti ?”, Journal de Genève, 8 April 1964, p. 5).

130 “Why GE is Joining Olivetti”, BusinessWeek, 12 September 1964. In 1963 credits towards connected companies increased to ITL56.4 billion (from 14.4 in 1959), and short term debt increased to 56.3 billion (from 17.5 in 1959). See “Relazione sull’esercizio chiuso al 31 dicembre 1959, Olivetti”; “Relazione sull’esercizio chiuso al 31 dicembre 1962, Olivetti”; “Relazione sull’esercizio chiuso al 31 dicembre 1963, Olivetti”, in ASBI, Banca d’Italia, Raccolte diverse - Relazioni e Bilanci, cart. 1326.

131 “Lettera di Bruno Visentini a Giorgio Bo, Ministro delle Partecipazioni Statali” in ASBI, Direttorio-Carli, cart. 36, fasc. 18, 12 April 1964.


134 “Relazione sull’esercizio chiuso al 31 dicembre 1964, Olivetti”, p. 46, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1326.
giant had clinched a similar deal with French state-owned Machines Bull. The partnership was dissolved in 1968 (Soria 1979, p. 119).

In summer 1964, Olivetti Underwood executive Vice President and Treasurer Gianluigi Gabetti reassured employees of the beneficial impact of the new governance and financial equilibrium within the parent company, explaining in a letter accompanying the company’s annual report: “Olivetti Underwood Corporation now has equity of over US$ 31 million [see below]. This decisively reverses the situation which existed for some time, whereby, owing to the great outlay of money for reorganization of the Company, our liabilities exceeded our assets. [...] Although the change in our balance sheet is attributable primarily to our parent company, the shift to profitable operations is basically due to the contribution and effort of each member of the Company.”

The need to adapt the trading strategy to the US market and to the more binding financial constraints faced by the group was clear to Lorenzotti. A triple-tiered planning process was introduced to improve marketing management, while a thorough census of the machine population of the country served to identify relevant market areas. Branches were closed and agencies reinforced, with more powers to area managers and stronger incentives schemes and bonuses to salesmen. Olivetti’s recruiting and training methods were found to be excessively sophisticated and expensive and adapted to the US environment. In 1964, Underwood subsidiaries in the United Kingdom, France, Germany, South Africa and Mexico were merged with the Olivetti equivalents in the same countries. Peccei also stationed three managers in the United States to study methods of executive recruitment, development, evaluation and other human resources techniques and hired Stanford Research Institute to study market prospects for Olivetti’s numerically controlled machine tools, immediately after the successful first sales in the US of its special purpose machine tools.

These changes soon started to bear fruits, improving the commercial penetration of Olivetti Underwood products. Imports from Italy started to decline and the company

135 Olivetti new managers justified the sale with the argument that in Italy the funds destined to scientific research were scarce and specialized engineers were few to indirectly sustain this effort, while abroad innovative corporations were backed by research financing (ATIM, VCDAO, vol. VI, Verbale della seduta del Consiglio di Amministrazione del 15.07.1964, p. 147). On R&D activity and financing in Italy see Antonelli and Barbiellini Amidei (2007).

136 Learned et al. (1965), p. 266.

137 “Probe into the World of Ideas with Gianluigi Gabetti”, cit.

138 Agents passed quickly from 850 to 1,100, branches from 130 to 108 (see “Company Operations, 1963-64” in Learned et al., 1965, p. 257).

139 In Peccei’s words: “Olivetti’ methods, both in recruiting and training, were already quite sophisticated, and we felt they would provide a positive basis for the rebuilding of Underwood. Yet as we acquired a deeper knowledge of the US market, we realized that a number of adjustments were needed in our own techniques and methods, to better respond to our new environment” (Peccei 1966).

140 ASO, DCUS, FVT, RSC, fasc. 710, coll. V-C-N, A. Barrett, E.P. Learned, Rapporto sulla Olivetti Underwood Corporation, cit., p. 19.


achieved a better balancing with Hartford production (see table 2). More efficient integration between Olivetti Underwood and Olivetti worldwide operations, together with layoffs in Hartford, led to higher productivity. In due time, the faith in the new commercial structure justified the decision to launch the new Programma 101 on the US market, the first time an Olivetti product was sold abroad earlier than in Italy (see below).

The turning point seemed finally in sight. In 1964, Underwood underwent a US$ 30 million capital increase subscribed by Olivetti through a debt-equity swap. In the Italian parent 1964 balance sheet, the Olivetti Underwood stake was valued at ITL 19.2 billion, 42 per cent of all Olivetti participation (see tab. 4). The 1964 decision to withdraw dividend payments for “prudence” appeared vindicated one year later when Olivetti Underwood, on the wings of a 9 per cent turnover increase, recorded a profit for the first time (US$ 1 million) and Olivetti paid a dividend again (see tab. 2, fig. 3). Olivetti Underwood was now able to make good profits by importing adding machines and calculators from Italy. In July 1965 Gabetti, then 40, succeeded Lorenzotti, who returned to Italy to direct Olivetti’s commercial operations. The company was then directly employing about 6,800 in the US, of which 2,300 at the Hartford factory (see tab. 3).

9. Moving beyond Underwood: integration and cross-fertilization

In 1966, Olivetti employed 52,892 people, sales reached US$ 506 million, up US$ 55 million over 1965, global profits grew about 40 per cent to US$ 16 million and the company had about 25 per cent of world exports of typewriters (see tabs. 3 and 5). One year later, Olivetti claimed 28 per cent of world sales of calculating machines, 29 per cent of standard manual typewriters, 26 per cent of adding machines, 17 per cent of electric typewriters, and 17 per cent of portable and semi-standard typewriters.

The turnaround process made Olivetti a more “normal” company and relatively speaking wages were “no longer so high” (Novara 1973, p. 284). It still remained at the vanguard,

146 “Relazione sull’esercizio chiuso al 31 dicembre 1964, Olivetti”, p. 59, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1326.
148 Gabetti, personal communication.
however, being the first large Italian corporation to introduce productivity-linked metrics for a portion of the total salary.\textsuperscript{152}

Anxious to move rapidly into the lucrative field of office copying machines, Olivetti decided on a joint-venture to speed up the process, after a failed attempt to design in-house in Italy an Olivetti copying machine.\textsuperscript{153} The problem was that the company found it all but impossible to locate the right partner.\textsuperscript{154} It eventually acquired Federal, a copying machine producer, from Victoreen Instrument, purchased design prototypes from Quik-Chek Electronics & Photo Corp., and established a new R&D group. All these operations were merged in 1965 under a new Olivetti Underwood’s subsidiary, Copia, to market copying machines worldwide. The new Copia II model – developed by Olivetti Underwood on its own and exported from the US to the rest of the world – represented a first tentative step in the transformation of Olivetti from an Italian company with foreign subsidiaries to a real multinational.\textsuperscript{155}

A small group of researchers also kept the electronics division going, the one that had been sacrificed on the altar of the rescue group. The 1965 launch of the new desk-top electronic calculator (Programma 101) for business and technical applications in New York was the first time that a new product was unveiled abroad and not in Italy (Perotto 1995). The P101 was innovative because it had a low price (US$ 1,000), was programmable, and did not require specialized personnel for its working. The P101 did not use integrated circuits, but instead automatically assembled \textit{ad hoc} logic components. The P101 grew out of a somewhat secret project undertaken and continued by Pier Giorgio Perotto after the disposal of the electronics division by Olivetti in 1964. Perotto’s project drew upon his Elea experience and produced a product that assisted Olivetti in the shift beyond its mechanical calculator technology.\textsuperscript{156} The design was undertaken by Mario Bellini (then Olivetti’s chief design consultant).\textsuperscript{157} The P101 sold over 44,000 units from 1965 through to the early 1970s, of which 90 per cent in North America where its market dominance was attributed to its simplicity and functionality, robust construction, appearance and low cost. Its reign ended following the introduction of competing products, in particular the Hewlett Packard 9100A calculator in 1968. Olivetti was awarded damages for patent infringements by Hewlett Packard.

Gabetti decided to hire more local managers, deeming it important to build local knowledge and promote cross-fertilization with Ivrea.\textsuperscript{158} In particular, marketing director

\textsuperscript{152} “All’Olivetti accordo fatto,” \textit{Rassegna Sindacale}, 11 July 1965.
\textsuperscript{153} “Olivetti-Underwood, Un’operazione rischiosa che si è tramutata in un grosso affare”, cit., p. 53.
\textsuperscript{156} This sort of autonomous entrepreneurial initiative contributed to the shaping of corporate emerging strategic orientation (Burgelman, 1983; Coda and Mollona, 2010).
\textsuperscript{157} Mario Bellini grouped the mechanical and electronic components in sub-assemblies and employed cast aluminium as the casing material (reducing electrical interference from nearby sources). The final layout of the Programma was the result of over 40 prototype models (McCarty 1987), internal corporate venturing.
\textsuperscript{158} “Probe into the World of Ideas with Gianluigi Gabetti”, cit. and Gabetti, personal communication.
John J. Reilly, an IBM veteran, was widely credited for the P101 success. Alberto Vitale, one of the first Italian MBAs, was deputy director-general in charge of market development planning and went on to a very distinguished career in corporate America. Through Olivetti Underwood, Olivetti adopted new methods of programmed instruction based on the experience of the US Armed Forces and the studies of various organizations and universities. A program for retraining Olivetti’s middle management in various business schools in the United States was launched in order to transfer US knowledge back to Italy.

Peccei acknowledged this new attitude and openness in 1966: “Olivetti brought to the United States its managerial techniques and philosophy, its industrial design, its salesmanship, its personnel training; but instead of reshaping Underwood merely as a reflection of Olivetti, a new experience was started. Olivetti in turn, tested and received from this country, via Underwood, new methods and ideas. The result was the emergence of a set of revised technologies in all sectors concerned, which constitute an important asset not only for Olivetti Underwood but for Olivetti as a whole” (p. 129). Technology transfer and cross-fertilization, however, found their limits in the lack of sufficient investment in R&D. Headquarters were aware that the superior degree of competition in the American market necessitated considerable investments “in research, planning and production of more sophisticated models”, but then balked at the idea of investing adequately to set up a R&D centre in the US. Gabetti tried to convince Ivrea to open a new R&D laboratory on the East coast, close to the MIT campus, with good prospects of qualifying for public aid, but a clear consensus was not reached. According to Gabetti, this was due to Roberto Olivetti’s opposition (Semplici 2001, p. 106), although board minutes reveal that Roberto proposed to strengthen basic research in Italy and simultaneously invest in applied research in the USA, including via partnerships with smaller American firms. While the quest for economies of scale and the top management’s need to exert closer control are important reasons for concentrating R&D activities close to headquarters (Caves 1996), the lack of a common facility, where American and Italian researchers could be co-located, hindered the development of the next-generation P101 (Piol 2004, p. 66).


162 “Relazione sull’esercizio chiuso al 31 dicembre 1966, Olivetti”, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1326, our translation.


164 While most R&D was carried out in Italy, transatlantic coordination permitted to maintain “a direct link with the advanced technological experiences” in the US (“Relazione sull’esercizio chiuso al 31 dicembre 1967, Olivetti”, p. 26, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1326, our translation); three years later the company report stated that “research activity is performed almost exclusively in Italy; in the US there is a
Gabetti was more successful in integrating product planning functions. Not only the exchange of information and experience between Italy and Hartford was regular, but so were the visits of the Ivrea-based managers and technicians to Olivetti Underwood. In fact, it was partly through these interactions that in 1970 Olivetti could develop in the US its first electronic calculator with integrated circuit (microchip), Logos 270, and launch it simultaneously in Europe and North America. Other competencies that Olivetti Underwood transferred to the headquarters were in the use of calculators for school teaching and the attention to eliminate waste and improve after-sale servicing.

In the second half of the 1960s Olivetti’s confidence in its US venture appeared well-grounded and justified a major investment. Olivetti Underwood returned to fledging profitability, making Gabetti “gratified” although “not yet satisfied”. Turnover rose by 21 per cent in 1966 and by 8 per cent in 1967 and profits kept pace even “after adequate and prudential redemptions and reserves were made” (see tabs. 2 and 5, fig. 3). By then Olivetti was the eighth largest foreign investor in the US and the American company accounted for more than a fourth of worldwide Olivetti business. In 1967 Peccei was assigned the honorary post of vice chairman, although he remained very visible in American circles and was invited to testify before the Foreign Policy Subcommittee of the joint Economic Committee of the US Congress on international trade policies. Roberto Olivetti and Bruno Jarach, an engineer arisen through the company ranks, were appointed joint managing directors. The Economist commented that “the takeover of Underwood, which at first looked like the late Adriano Olivetti’s biggest blunder in the light of the 1964 crisis, has now begun to come right”. 

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165 “Olivetti-Underwood, Un’operazione rischiosa che si è tramutata in un grosso affare”, cit.
166 “Olivetti-Underwood, Un’operazione rischiosa che si è tramutata in un grosso affare”, cit. For specific examples of cross-fertilization between staff in Scarmagno and Harrisburg, the two plants where the P101 and Logos 270 models were produced, see “Trip report della visita compiuta allo stabilimento di Harrisburg (USA) nei giorni 26-30 gennaio 1970”, 6 February 1970, in ASO, FOB, fasc. 476, coll. V-E-K-2-7.
168 In late 1966, nine Olivetti engineers and technicians visited industrial plants in the USA, including Hartford, from where they returned with ideas to apply packaging techniques used there (ASO, DCUS, Tecnologie di produzione, fald. 22, fasc. 35, coll. V-E-B-2-2, Visita negli USA dal 30.10.1966 al 12.11.1966; ibid., Relazione sulla visita all’Underwood Corp. del 07.11.1966). See also “Olivetti-Underwood, Un’operazione rischiosa che si è tramutata in un grosso affare”, cit., p. 55.
169 “Probe into the World of Ideas with Gianluigi Gabetti”, cit.
The crumbling Hartford plant on Arbor Street, in the Parkville section, was closed in June 1968. The “sudden” shutdown was prompted by a workers’ strike in frustration after months of fruitless negotiations on a new contract. The company “gave high production costs, out-dated equipment, a rundown plant and a shortage of skilled labor as its chief reasons for closing”. Local authorities “offered to assist Olivetti in the construction of a new factory in Hartford […] but it was not economically feasible to maintain a typewriter factory [there] even with government assistance” (FTC 1973, p. 334). Nonetheless, “thanks to the excellent relations which have always prevailed between the top management of Olivetti Underwood and [directing representative for IAM District 26 Joseph] Cronin”, an “excellent settlement” was reached for about 1,900 displaced workers.

One year later a new plant was inaugurated in Harrisburg designed by Louis I. Kahn, “one of the most uniquely designed modern buildings located in Central Pennsylvania”. Olivetti Underwood acquired the 100-acre property, an abandoned supermarket, through an arrangement with the Harrisburg Area Industrial Development Corp. in 1968. The Harrisburg choice was dictated by the need to find a location that had ample space for the warehouses, excellent connection to major ports and transport hubs, and workforce with significant industrial tradition but no strong unions’ presence. As for the architect, the company followed Zorzi’s advice for Kahn over alternatives. The work took three years and was made difficult by Kahn’s competing projects in India and Bangladesh and also by the need to find technological solutions for some structural issues. The solution was found drawing on the in-house experience that Olivetti had accumulated over the years in building plants in Italy and Latin America.

The closing of Hartford and the opening of Harrisburg meant a further step in the integration process of Olivetti Underwood into the Olivetti Group, firstly because of the riddance of all remaining Underwood products to focus only on Olivetti’s new ones: the

173 In 1975 it was converted into Real Art Ways – one of the seminal “alternative spaces” for art in the U.S.
176 “Olivetti building’s facelift sign of cultural destruction,” The Patriot News, 30 August 1997. Kahn built the factory as a state-of-the-art facility with many unique design features, such as the sky lights and thick, widely spaced columns which join the roof as massive, inverted pyramids. The earliest drawing in the Kahn collection is dated 17 August 1966 and the latest 24 June 1970. Construction was completed on 17 November 1969.
178 Initially Olivetti considered Georges Nelson, who had already designed the Editor typewriter, but his project clashed with the Olivetti tradition of light-exposed buildings. Zorzi, who inter alia edited the Zodiac architecture magazine, suggested Kahn, at the time the subject of a special issue of the journal. See Bottero (1967).
179 “Louis I. Kahn: ricordi di un committente ....”, cit. p. 120.
The plant was destined to produce the P101 as well as the new Editor 2 electric typewriter. The project was ambitious: to move Olivetti to higher-value product niches, reach larger scales by concentrating production in a selected number of plants, and position the company in the emerging global geography of the ICT industry (electric typewriters, terminals, telewriters and microcomputers). Harrisburg cost more than US$ 15.5 million, of which US$ 4 million for machinery and equipment. Its undisputable beauty notwithstanding, both customer and architect probably gave too much importance to form – in particular, skylights on the roof that were assembled on the ground and hoisted into place by helicopter – rather than substance.

Another indication of the company’s intention to grow stronger roots in America was the inauguration of a “bellissimo” (Piol 2004, p. 79) training center in Tarrytown, NY in November 1968. Designed by Richard Meier under the direction of Burton McQueen, the center applied extremely innovative training methods and systems and kept up to date with the latest vocational training techniques developed in the US. The investment was meant to accompany the launch of “more sophisticated and complex products”. New warehouses were built in Bridgewater, NJ along Route 202. In 1968 Olivetti started exporting numerically-controlled machine tools to the US.

It took some time for Ivrea to realize that not only Harrisburg was not such a convenient location as it was initially thought, but also that the plant had been expensive to build and

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181 As part of the same program, production of some Hartford products was moved to Glasgow in 1968 (“Relazione sull’esercizio chiuso al 31 dicembre 1968, Olivetti”, p. 14, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1326).


185 Meier also designed a group of prefabricated buildings, to be erected on some six Olivetti sites all over the United States, and a modified smaller version in timber, developed for seven other sites. In the event, none of these were built as Olivetti decided to economize on development. See Meier (1984), pp. 16-17


188 “Relazione sull’esercizio chiuso al 31 dicembre 1971, Olivetti”, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1327.

189 While the unemployment rate in Harrisburg was high, Olivetti decided to offer relatively high salaries and fringe benefits in order to fight unionization (“Lettera di Ottorino Beltrami a Romano Gabriele del 16.11.1972,” in ASO, FOB, fasc. 476, coll. V-E-K-2-7). In addition, turnover and absenteeism were both high (“Relazione sul viaggio in USA, luglio 1975,” in ASO, Direzione Metodi Organizzativi, fasc.105, coll. V-C-O-1-5).
even costlier to operate and maintain. In practice, the Harrisburg plant was only used for assembling microcomputers and electronic calculators to be sold in North America and the Editor 2 for the domestic market; production was limited to photocopiers, to be exported to 134 countries. In 1969, the United States still accounted for 25.5 per cent of Olivetti’s total sales, making this the company’s largest market overall, although almost half of employees were still in Italy (see tabs. 1, 3 and 5; CESPE 1971). In 1970 Olivetti stopped using the Underwood name in the USA and consolidated the American subsidiary, Olivetti Underwood, whose name was changed to Olivetti Corporation of America. In that year total sales stopped growing and no profit was produced. Rapidly, the North American market became less important for Olivetti, which in 1971 derived 19.2 per cent of its turnover from the US and Canada (see tabs. 1 and 5).

In 1968 Olivetti Underwood’s capital was increased, from US$ 30 to US$ 45 million, by the intervention of Olivetti International, the group’s Luxembourg-based financial holding company, increasingly involved in foreign subsidiaries’ development. In the Italian parent 1968 report, the stake was valued at ITL 28.5 billion, a peak 46 per cent of all Olivetti participations (see tab. 4). In 1969, for the first time ever, Olivetti registered a significant loss.

10. Olivetti’s struggle to emerge as a global ICT player

In the 1970s Olivetti transformed itself, from a mechanical to an electronic company focused on distributed computing and office automation, a process that put tremendous emphasis on technological transformation and product renewal. From 1971 to 1973, the percentage of electronics-based calculating and accounting machines in Olivetti global turnover rose from 23.9 to 37.8, and in 1974 two new minicomputers and a computer terminal were launched. This transformation, however, took a heavy toll on the company finances.

197 “Olivetti’s second try at the computer market”, BusinessWeek, 26 October 1974. This does not mean that Olivetti traditional products were shelved – in his article on leaving Saigon, Time correspondent Roy Rowan wrote of “say[ing] goodbye to my faithful Olivetti” (“‘This Is It! Everybody Out!’”, 12 May 1975).
Gabetti left Olivetti in 1971 and Carlo Alhadeff, previously the Managing Director of British Olivetti, took the helm at OCA in June 1971.\textsuperscript{198} In the broader context of the group’s transformation, the US branch accumulated losses and Ivrea started referring to the “downsizing” of the American production activities.\textsuperscript{199} A new capital increase for OCA was decided in 1972 and in this opportunity the Italian mother-company transferred its shares to its Luxembourg-based financial holding (see tab. 4). The goal was to make it easier to transfer funds among affiliates and “provide maximum flexibility and efficacy to the group’s financial strategies”.\textsuperscript{200} At OCA payroll fell under 5,000 people, with 863 jobs axed in 1973 alone.\textsuperscript{201} The company image was also tarnished by an unfortunate advertising campaign promoting “brainy” typewriters that were supposed to eliminate some typing errors made by shallow secretaries.\textsuperscript{202}

OCA was able to increase total sales, but this was not enough to improve its financial results.\textsuperscript{203} The American contribution to the global Olivetti turnover, which had comfortably exceeded 25 per cent the previous decade (increasingly thanks to US production) came down in the early 1970s. The Olivetti Corporation of America contribution fell under 15 per cent and imports from Italy also dived (see tab. 5, fig. 4 and 5).\textsuperscript{204} In 1978, Ivrea sees OCA situation as “critical”.\textsuperscript{205} Accumulated losses and the costs of OCA restructuring made necessary a recapitalization (US$ 55 million) of the controlling Olivetti International, on top of the capital increase of Olivetti’s itself from ITL 60 to ITL 100 billion (roughly equal to US$ 47 million). It was in this occasion that Carlo De Benedetti assumed financial and managerial control over Olivetti.\textsuperscript{206}

In 1978, De Benedetti closed half of the 90 offices of Olivetti in the United States (which in 1978 were losing US$ 30 million on US$ 160 million of sales) and sold its New York

\textsuperscript{198} Il Giorno, 20 June 1971, p. 9, in ASO, FUS. Alhadeff later joined Bnl Holding, at the invitation of President Nerio Nesi (“Un gigante con il mal di sportello”, Repubblica - Affari & Finanza, 29 April 1988, p. 8).
\textsuperscript{199} “Relazione sull’esercizio chiuso al 31 dicembre 1971, Olivetti”, p. 13, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1327.
\textsuperscript{201} “Relazione sull’esercizio chiuso al 31 dicembre 1973, Olivetti”, pp. 13, 16 and 20, in ASBI, Raccolte diverse - Relazioni e Bilanci, cart. 1327.
\textsuperscript{202} The TV commercial showed a secretary as a vacuous pin-up girl who finds that she can attract men by becoming “an Olivetti girl.” This infuriated a group of New York City secretaries, backed by members of the National Organization of Women, a feminist organization, which picketed its headquarters (“Rebel Secretaries,” Time, 20 March 1972).
\textsuperscript{204} “Relazione sull’esercizio chiuso al 31 dicembre 1978, Olivetti”.
\textsuperscript{205} “Relazione sull’esercizio chiuso al 31 dicembre 1978, Olivetti”, p. 15 e 16.
\textsuperscript{206} In the 1970s, as the end of the Bretton Wood system increased financial instability and made financial management more difficult, Olivetti International became the “group’s financial lung” (“Relazione sull’esercizio chiuso al 31 dicembre 1975, Olivetti”, pp. 9-10).
headquarters as well as the adjacent Nassau Hotel. Almost 1,000 employees were fired and workers in Harrisburg fell to 763. De Benedetti hired Nathaniel Samuels, a Kuhn Loeb Lehman Brothers International partner, as chairman, and then handed the job of president and CEO to Marisa Bellisario, a former Honeywell executive and at the time one of the few female top managers, in Italy or the USA. In less than two years, Bellisario overhauled the company’s strategy, becoming more selective in the product range and offering more advanced products geared to the American market, instead of shipping over from Italy products that had been successful in other markets and yet failed to sell across the Atlantic. Typewriter production was moved from Harrisburg to Singapore. Bellisario also built up a top management team with experience at main US corporations such as IBM, Xerox, Pitney-Bowes and W.R. Grace.

De Benedetti saw the American R&D facilities as a strategic asset for Olivetti to rub elbows with others in the U.S. electronics community and become a major factor in the “office of the future”. Some initial moves in this sense had been made already – in 1976 the new electronic computing division had seen the light in Harrisburg with the explicit mandate of scouting for technology solutions there, thus breaking with Olivetti’s not-invented-here syndrome. This facility was managed by Enrico Pesatori (who later became President and CEO of Olivetti North America and head of the Olivetti Systems Group). The new vision of Olivetti as more than a simple office machine producer led also to the decision of investing in R&D in California. Enzo Torresi and other Italian engineers moved from Harrisburg to the West Coast in 1974, initially to oversee local semiconductors suppliers, but increasingly also to design advanced sub-systems. This led to the creation of the Advanced Technology Center (ATC) in Cupertino and of the Olivetti Research Center in Menlo Park in 1978: these structures are under the direct control of Ivrea, so that innovative technology solutions and ideas can be transferred rapidly to the products and the production lines. Initially the Cupertino group focused the research activities on electronic typewriters, since 1978 turned to software development of the new Olivetti systems line (Linea 1). Thanks to the strategic localization in the Silicon Valley, the Cupertino ATC “had easy access” to technological knowledge, skilled personnel, advising and consultancy, specialized suppliers, software houses, and it was able “to develop successfully new projects [...] allocating

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209 “She Has Three Years to Turn Olivetti America Around,” *Fortune*, 22 October 1979. Bellisario’s business career began in Olivetti’s computer division in 1960, before moving to GE and coming back with Beltrami in 1972. She became head of the information technology division in 1978 and was appointed to the US in January 1979 (Piol 2004).


211 “She Has Three Years to Turn Olivetti America Around”, cit.


product development activities both in the United States and Italy, bringing back progressively ‘at home’ a great part of the development projects”. 214

At least 300 Italian engineers passed through ATC, where roughly 170 researchers were working at any given time.215 Initially half of the staff was made of Italians, but in a few years the Americans share increased to 85 per cent. A success therefore, although the turnover remained very high due to the constant poaching by local firms, that could offer better and longer-term professional opportunities.216 Olivetti produced and supplied to the Italian business community (and not only) a semi-public good: talented international managers and engineers. Olivetti’s ATC was a huge bank of talent and opportunity for both Italian and US business, two prominent examples being Mario Mazzola and Guerrino De Luca.217 A number of former Olivetti stayed on in the San Francisco Bay Area, and most members of the Silicon Valley Italian Executive Council (SVIEC) are said to be former Olivetti employees.

De Benedetti also saw the potential of IT start-ups and set up a venture capital, run in New York but part of Olivetti corporate activities. In 1980-96, Olivetti made 66 venture investments, including 19 companies that then went public, generating a net internal rate of return above 18 per cent (Olivetti 1996).218 It also entered into strategic cooperative agreements and joint ventures with many US companies, to exploit technological, commercial and productive complementarities.

215 ATC Cupertino professionals included Enzo Torresi (founder and president in 1979-1982), Giuliano Raviola (president in 1982-1985), Tiziana Perinotti (the Olivetti representative in Redmond during a joint venture OEM project with Microsoft to develop the international Windows 2.0 release and the Windows version for the first 386 PCs), Piero Scaruffi, Giampiero Caprino, Marco Paganini, Gianmario Clerici, Marco Graziano, Gunjan Sinha, Peter R. Jones, Salvatore Amato (now at the University of Siena), Antonella Fresa, Mauro Meanti (Microsoft EMEA), and Giovanna Petrone and Marino Segnan (now both at University of Turin). Possibly the most famous former Olivetti man in Silicon Valley is Federico Faggin, who designed his first computer in Borgolombardo at the age of 19. Following stints at the University of Padua, CERES and SGS Fairchild in Milan, he left Italy in 1968 to work at Fairchild Semiconductor in Palo Alto. In 1970, Faggin moved to Intel, where he co-developed the world’s first microprocessor (Intel 4004). In 1974, Faggin founded Zilog Corporation, and co-designed its most famous product, the Z80 microprocessor. In 1996, Faggin was inducted in the National Inventors Hall of Fame for the co-invention of the microprocessor.
216 “Intervista a Sandro Graciotti” in Novara et al. (2005). Graciotti was hired in 1968 and left Olivetti between 1981 and 1983 to found Logitech, before returning to Cupertino and contributed to the M24.
217 Mazzola founded Crescendo Communications (that developed the encoding scheme used for Fast Internet) in 1990 and upon selling it to Cisco Systems became Senior Vice President. De Luca became CEO of Logitech in 1998. Logitech, with headquarters in Fremont, CA (although it is incorporated in Switzerland), was then known mostly for selling mice to PC makers and today sells webcams, wireless keyboards, game controllers and speakers.
218 This fund was managed by Elserino Piol, a long-time Olivetti veteran who had joined the firm in 1952, became the first head of the Servizio commerciale elettronico in 1959 and of product planning since 1963 (Piol 2004 p. 36). In 1990 Piol was head of Olivetti Systems and Networks (one on the three units in which Olivetti was split at the end of the 1980s, the others being Olivetti Office, headed by Franco Tatò and Olivetti Information Services Division, headed by Franco De Benedetti). See also Onida and Viesti (1988).
219 As for the technological cutting hedge new Olivetti’s text-editing system: the 1978 TES 701 resulted from a specified design and supply contract with a small Colorado computer company (“She Has Three Years to Turn Olivetti America Around”, cit.).
competencies opened an internal schism with the Olivetti old-timers (“olivettiani”) who saw it as evidence of neglect vis-à-vis long-term investment in intra-muros technological capabilities.\textsuperscript{220}

In 1980, Saint Gobain Pont à Mousson (the conglomerate which also owned a stake in CII Honeywell Bull, France’s largest computer company) acquired a 20 per cent Olivetti stake and Bellisario was recalled to Ivrea to explore joint R&D projects. Olivetti’s management team in the USA became all-American for the first time, as Samuels was paired with Albert Winegar, an IBM veteran, as president and CEO.\textsuperscript{221} The M20 – the smallest in the Linea 1 range and one of the very rare computers based on the 16-bits Zilog Z8000 microprocessor – was launched in March 1982. When \textit{Time} devoted its 1983 New Year’s cover story to the upcoming ICT revolution, the M20 was one of the featured items.\textsuperscript{222} More than 50,000 units were shipped in the first year. Digital Research used the Olivetti M20 personal computer to develop a Z8000-based version of CP/M.\textsuperscript{223} In 1983, AT&T bought 25 per cent of Olivetti and De Benedetti was appointed to the AT&T board; the deal included the sale to AT&T for USS 250 millions of 125,000 Olivetti work stations to be marketed in the US.\textsuperscript{224}

Automated teller machines (ATMs) emerged as the second pillar of Olivetti operations in the USA. In 1982 Docutel, a leading ATM manufacturer, purchased Olivetti Corp., the American subsidiary of the company. The merger agreement made Olivetti & C. the largest single stockholder in Docutel, which accordingly changed its name to Docutel/Olivetti Corp.\textsuperscript{225} The new Olivetti USA acquired Bunker Ramo’s U.S. banking operations from Automatic Data Processing in April 1986 for US$ 174 million.\textsuperscript{226} In September 1986, Olivetti USA moved its corporate headquarters from Las Colinas to Bridgewater, NJ in order to consolidate its operations with ISC-Bunker Ramo ones (which in 1989 employed about 1,900). ISC-Bunker Ramo was focused heavily on the bank-branch automation market, and expanded that in 1992 – shortly before the name change to Olivetti North America – to include four Olivetti products. Also in 1992, the company scored some major gains in service contracts, for example an US$ 11 million agreement with Great Western Bank and major service contracts with IPL Systems and Video Telecom. Through the latter contract, the company also got into the business of installing and servicing videoconferencing products. In early 1993, the company began seeking government accounts and a broader


\textsuperscript{221} Bellisario left Olivetti in 1981 to join giant state-owned Italtel group as managing director and chief executive officer.


\textsuperscript{223} Like most of the computers designed before the IBM PC era, the M20 offered technical choices which made it totally incompatible with the rest of the micro world.

\textsuperscript{224} Ciborra (1986). See also “Relazione sull’esercizio chiuso al 31 dicembre 1983, Olivetti”, p. 5 and 89, in ASBI, Banca d’Italia, Raccolte diverse - Relazioni e Bilanci, cart. 1328; “Relazione sull’esercizio chiuso al 31 dicembre 1984, Olivetti”, p. 1, in ASBI, Banca d’Italia, Raccolte diverse - Relazioni e Bilanci, cart. 1328

\textsuperscript{225} OCA brought 1081 employees into the new company. See “Relazione sull’esercizio chiuso al 31 dicembre 1982, Olivetti”, p. 5 and 6, in ASBI, Banca d’Italia, Raccolte diverse - Relazioni e Bilanci, cart. 1328.

spectrum of retail accounts, such as in the gas-station and airline-travel markets. The new strategy was an attempt to duplicate successes rung up by Olivetti Canada with automated systems and software. The company became Olsy North America in 1997 and merged with Wang Laboratories Inc. in 1998, shortly bought by U.S. rival Getronics.

In the 1990s Olivetti transformed itself into a telecom company (Omnitel in mobile communications and Infostrada in fixed telephony), then made a leveraged buyout to take over Telecom Italia, and finally merged with the latter, changing its company scope and adopting that of Telecom Italia, as well as adopting the Telecom Italia name; in the background Olivetti’s swan song was clearly audible. In 1996 Olivetti could still claim fame as a well-known brand associated with high-end design. That year the Royal Consumer Products Division was awarded one of BusinessWeek’s Annual Design Awards for a battery-operated Brain Gear pencil sharpener that at US$ 9.95 was US$ 2 less than a Panasonic entry in the Staples catalog. But that was not enough – from its heydays of one of Europe’s most famous brands, Olivetti has now become an operator of call centers and other similar services.

11. Conclusions: European business in America and Olivetti in a comparative perspective

How did Olivetti perform, and adapt to the US market? Did the form of entry make a difference, was it the right one? What autonomy did Olivetti-Underwood enjoy? What contributions did the subsidiary give to knowledge development and R&D? What broader implications does this case study have for the study of foreign/Italian multinationals in the US?

Our core finding is that previous studies (and in particular Learned et al. 1965) provide a partial evaluation of the Underwood acquisition. Not that their extremely negative finding was incorrect – Olivetti was a case study of the corporate problems that arise when a foreign firm pays too much for a poor company in order to gain a foothold in the United States. The acquisition took a heavy toll on financial and managerial resources, resulting a brownfield investment with all the costs and risks of both an M&A and a greenfield form of entry. Adriano saw Underwood as a unique opportunity for Olivetti to make a quantum leap, but the company turned out to be a lemon. The sudden death of the top executive who embodied the firm’s ownership advantages also deprived the Italian company of the leadership that was needed to build a clear and stable strategic intent.

But some of the actions that were still incipient in 1964 did produce some results later in the decade. It took Olivetti quite some time to learn and adapt, and the process was both slow and painful, but went definitely deeper and was finally more fruitful than for many other foreign companies in the US. The initial strategy was to turn Underwood into a mere bridgehead for exporting Olivetti products. Only later did US-stationed managers understand the need to adapt Olivetti’s commercial, employment and training strategies, as well as productive strategy to the US environment. In doing so, the subsidiary gained increasing, although always limited, management autonomy. The process of adaptation also allowed

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228 Hamel and Prahalad (1989).
Olivetti to absorb and test new methods and contributed to the company transformation into an MNC in terms not only of geographical spread of operations but also of corporate culture.

It took a bit longer for the headquarters to fully acknowledge that the mission of Olivetti-Underwood could be fruitfully redirected from exploiting to augmenting Olivetti’s capabilities, through information and experience exchanges between Italy and Hartford, technology transfers and cross-fertilization. While Olivetti’s ultimate success in “pulling Underwood up by its ears” was recognized by The Economist as “a not unremarkable feat”, it was delayed and made costlier by the management’s inability to decentralize marketing responsibilities and give more power to the US subsidiary. In fact, American executives working in Italian subsidiaries have been often struck by the contrast between the large number of flamboyant industrial captains and the fewness of middle-level executives. Olivetti also suffered from the “not-invented-here syndrome”, underplaying the essential value of foreign research and development collaboration. This was partly due to the Italian management’s difficulty in fully understanding the local business system, which in turn owed something to linguistic shortcomings.

Eventually, in the late 1970s, Olivetti was probably in the position to exploit its multinational location as an opportunity to develop R&D and knowledge for the whole group. The R&D centre in Cupertino was the necessary condition to tap into the knowledge base available in the West Coast, to scout for technologies, and to create synergies with the internal knowledge resources that Olivetti had in various research locations in the US and in Italy. This research effort was accompanied by other investments in start-ups and venture capital to allow Olivetti to elaborate innovative technology solutions and ideas. The strategy, unfortunately, did not prove sufficiently audacious to develop the products that could establish Olivetti as a global leader. Although De Benedetti lambasted American managers

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230 “Land of Autocratic, Energetic Business Giants,” Time, 12 January 1962 and “First Italian Foreign Investment Seminar Staged by Chamber,” Trade with Italy, June 1961, respectively.

231 In adherence to its traditionally “closed” innovation model, centered both on learning and internal tacit knowledge, on in-house development of machinery and intermediary inputs, and on intra-muros R&D activities, different either to the Italian peculiar innovation model or the standard corporate one. In the Italian model, external tacit knowledge is a key source of technological knowledge: it is incorporated mainly by means of learning activities and qualified knowledge interactions with both customers and vendors of capital and intermediary inputs. In the corporate model key is the research and development activity of large firms laboratories and the intra-muros generation of codified technological knowledge. External knowledge is important but it is mainly accessed by means of specific knowledge transactions formalized as long-term contracts with universities and other public and private research centres, or by the acquisition of codified knowledge embedded in patents and blueprints. See Antonelli and Barbiellini Amidei (2009).

232 “Language barriers are another problem. Most Olivetti officials know some English, but few are fluent. Says a top official: «We sometimes have difficulty communicating our ideas. U.S. companies often have the same trouble when they move to Europe.» Yet another problem: the need to keep stockholders informed. Olivetti owns 70 per cent of the stock of Underwood; the rest is publicly held. Olivetti has had to adjust to the demands of U.S. stockholders for news about Underwood. In Italy, corporate operations are closely guarded secrets. Little information is made public. For example, there are no quarterly reports to stockholders. «It’s just one more adaptation we had to make», says one official” (ASO, DCUS, TV, fasc. 851, coll. V-C-N-1-5, “When a European firm opens up in U.S.,” U.S. News and World Report, 23 July 1962). This problem was then radically solved, by delisting Underwood from the NYSE. Twenty years later, managing information flows with local banks was still a problem (ASO, FCP, fald. 50, fasc. 531, coll. V-A-A-1-5, Lettera di Mario Gabrielli a Ottorino Beltrami del 9 luglio 1976).
for the “dramatic decline in [their] entrepreneurial skills” and American companies for “an enormous growth of bureaucracy”\textsuperscript{233} he proved unwilling to grant Olivetti USA the necessary autonomy to develop, in terms of managerial and entrepreneurial scope, as a creative subsidiary, actively trying to shape her destiny, developing new technologies/products, contributing to shape the group’s strategy and development path.

A second group of findings relate to the management and performance of foreign companies in the United States. In contrast with the findings of Jones and Gálvez-Muñoz (2001), Olivetti had no major problems controlling its US operations in a purposeful fashion. This probably reflects the much smaller scale of operations of the Italian firm relative to such European giants as Unilever and Nestlé, which were reluctant to become too closely involved in the affairs of U.S. affiliates through fears of anti-trust legislation. For the first decade, Olivetti made no attempt to hire top-notch local managers, preferring instead to post highly-competent Italian managers in the world’s most testing market. Some of them were so good that they rose to prominent positions in American business. Only later did the company start a deliberate effort to “indigenize” its management.

Finally, our paper makes a contribution to the history of the international expansion of Italian companies. Italy is a late-comer and Italian MNCs mostly ventured to geographies where the presence of an ethnic community guaranteed a huge reservoir of potential consumers (and this was also true for the United States). Until the recent past precisely few of its firms had accumulated the necessary ownership advantages to expand internationally, \textit{a fortiori} in distant markets such as the United States. Olivetti claimed to be different: since the very beginning, it targeted the core US market, not ethnic niche markets, relying on “the Olivetti Touch”, innovative and competitive products.\textsuperscript{234} To some extent its chequered history in the U.S. market hunted Italian executives for the next decades. In fact, it has only been since the 1980s, and more decisively in the 2000s, that the number of Italian-owned companies and plants in the United States has grown significantly, until the takeover of Chrysler by Fiat in spring 2009.\textsuperscript{235}


\textsuperscript{234} In De Benedetti’s words, “we must be an American company in the US. You can remain Italian in America and be successful only if you are Gucci”. See “She Has Three Years to Turn Olivetti America Around”, cit.

\textsuperscript{235} Fiat itself in the 1950s was pinpointed by Adriano Olivetti, before the Underwood acquisition, as the “most American” of the Italian firms (ISTORETO, FUZ, b. C UZ 64, fasc. 151, “35 domande ad Adriano Olivetti,” \textit{Il Tempo}, 27 June 1957).
References


De Luca, V. (ed.) (1986), Testimoni del nostro tempo, Torino: ERI.


Ochettto, V. (2009), Adriano Olivetti, Venezia: Marsilio.


### TABLE 1 - Olivetti S.p.A. Sales and Exports

<table>
<thead>
<tr>
<th>Year</th>
<th>Total sales in Italy (ITL billion)</th>
<th>Total exports to US, Canada, and Europe in % of total sales</th>
<th>Total exports (ITL billion)</th>
<th>Total sales in Italy (quality adjusted mechanical units)</th>
<th>Total exports (quality adjusted mechanical units)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1954-55</td>
<td>112</td>
<td>39.3</td>
<td>72</td>
<td>18,269</td>
<td>29,044</td>
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<tr>
<td>1955-56</td>
<td>137</td>
<td>46.1</td>
<td>73</td>
<td>16,934</td>
<td>20,473</td>
</tr>
<tr>
<td>1956-57</td>
<td>144</td>
<td>51.3</td>
<td>74</td>
<td>17,935</td>
<td>21,863</td>
</tr>
<tr>
<td>1957-58</td>
<td>16.7</td>
<td>58.6</td>
<td>75</td>
<td>18,252</td>
<td>27,509</td>
</tr>
<tr>
<td>1958-59</td>
<td>22.9</td>
<td>46.1</td>
<td>76</td>
<td>20,210</td>
<td>32,172</td>
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<tr>
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<td>52.6</td>
<td>77</td>
<td>17,078</td>
<td>27,785</td>
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<td>54.4</td>
<td>78</td>
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<td>45.4</td>
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<tr>
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<tr>
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<td>48.3</td>
<td>82</td>
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<td>43,705</td>
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<tr>
<td>1965</td>
<td>57.4</td>
<td>53.6</td>
<td>83</td>
<td>39,950</td>
<td>51,193</td>
</tr>
<tr>
<td>1966</td>
<td>55.6</td>
<td>57.9</td>
<td>84</td>
<td>45,717</td>
<td>58,096</td>
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<td>1967</td>
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<td>56.0</td>
<td>85</td>
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<td>65,527</td>
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<tr>
<td>1968</td>
<td>60.7</td>
<td>56.0</td>
<td>86</td>
<td>55,900</td>
<td>73,710</td>
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<tr>
<td>1969</td>
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<td>62.7</td>
<td>87</td>
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<td>80,069</td>
</tr>
<tr>
<td>1970</td>
<td>54.1</td>
<td>63.0</td>
<td>88</td>
<td>65,241</td>
<td>84,538</td>
</tr>
<tr>
<td>1971</td>
<td>115.0</td>
<td>63.0</td>
<td>89</td>
<td>78,018</td>
<td>104,189</td>
</tr>
</tbody>
</table>

§ The data on exports of Olivetti S.p.A. only include sales abroad and sales to foreign subsidiaries.

^ Quality adjusted mechanical units.

* Nine months, 1 April - 31 December.


### TABLE 2 - Underwood*

<table>
<thead>
<tr>
<th>Year</th>
<th>Revenues (US$ mln)</th>
<th>Profits</th>
<th>Assets</th>
<th>Stockholders</th>
<th>Employees (thousands)</th>
<th>Stockholders equity</th>
</tr>
</thead>
<tbody>
<tr>
<td>1954</td>
<td>76.5</td>
<td>82.7</td>
<td>85.2</td>
<td>85.5</td>
<td>10.0</td>
<td>9580</td>
</tr>
<tr>
<td>1955</td>
<td>82.7</td>
<td>85.5</td>
<td>85.2</td>
<td>85.5</td>
<td>13.0</td>
<td>9580</td>
</tr>
<tr>
<td>1956</td>
<td>87.8</td>
<td>85.5</td>
<td>85.2</td>
<td>85.5</td>
<td>13.6</td>
<td>9580</td>
</tr>
<tr>
<td>1957</td>
<td>92.4</td>
<td>85.5</td>
<td>85.2</td>
<td>85.5</td>
<td>13.6</td>
<td>9580</td>
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<tr>
<td>1958</td>
<td>97.1</td>
<td>85.5</td>
<td>85.2</td>
<td>85.5</td>
<td>13.6</td>
<td>9580</td>
</tr>
<tr>
<td>1959</td>
<td>101.8</td>
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<td>85.2</td>
<td>85.5</td>
<td>13.6</td>
<td>9580</td>
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<td>1960</td>
<td>106.5</td>
<td>85.5</td>
<td>85.2</td>
<td>85.5</td>
<td>13.6</td>
<td>9580</td>
</tr>
<tr>
<td>1961</td>
<td>111.2</td>
<td>85.5</td>
<td>85.2</td>
<td>85.5</td>
<td>13.6</td>
<td>9580</td>
</tr>
<tr>
<td>1962</td>
<td>116.0</td>
<td>85.5</td>
<td>85.2</td>
<td>85.5</td>
<td>13.6</td>
<td>9580</td>
</tr>
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</table>

## TAB. 3 - Olivetti Group Personnel 1954-1971

<table>
<thead>
<tr>
<th>Year</th>
<th>Olivetti S.p.A.</th>
<th>Italian subsidiaries</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>1954</td>
<td>9,724</td>
<td>11,450</td>
<td>21,174</td>
</tr>
<tr>
<td>1955</td>
<td>11,450</td>
<td>12,840</td>
<td>24,290</td>
</tr>
<tr>
<td>1956</td>
<td>13,713</td>
<td>14,839</td>
<td>28,552</td>
</tr>
<tr>
<td>1957</td>
<td>14,374</td>
<td>16,742</td>
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<td>1958</td>
<td>17,872</td>
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<td>39,653</td>
</tr>
<tr>
<td>1959</td>
<td>21,781</td>
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<td>47,504</td>
</tr>
<tr>
<td>1960</td>
<td>25,723</td>
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<td>1961</td>
<td>26,541</td>
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<td>48,972</td>
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<td>1962</td>
<td>22,431</td>
<td>23,214</td>
<td>45,645</td>
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<td>1963</td>
<td>23,214</td>
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<tr>
<td>1971</td>
<td>1,364</td>
<td>1,364</td>
<td>2,728</td>
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## TAB. 4 - Olivetti S.p.A. participations (abroad and in Italy) 1962-1978

<table>
<thead>
<tr>
<th>Year</th>
<th>Olivetti International (US$)</th>
<th>Olivetti Underwood* (US$)</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>1962</td>
<td>14,962,864</td>
<td>38,523,634</td>
<td>53,486,498</td>
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<tr>
<td>1963</td>
<td>14,895,019</td>
<td>30,724,593</td>
<td>45,619,612</td>
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<td>1964</td>
<td>14,884,993</td>
<td>30,703,890</td>
<td>45,588,883</td>
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<tr>
<td>1965</td>
<td>14,894,208</td>
<td>30,740,496</td>
<td>45,634,704</td>
</tr>
<tr>
<td>1966</td>
<td>14,877,814</td>
<td>30,722,930</td>
<td>45,599,744</td>
</tr>
<tr>
<td>1967</td>
<td>14,786,629</td>
<td>30,740,496</td>
<td>45,527,125</td>
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<tr>
<td>1968</td>
<td>14,716,230</td>
<td>30,740,496</td>
<td>45,456,726</td>
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<tr>
<td>1969</td>
<td>14,624,811</td>
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<td>45,369,327</td>
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<td>14,532,492</td>
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<td>45,275,088</td>
</tr>
<tr>
<td>1971</td>
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<td>45,180,759</td>
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<tr>
<td>1974</td>
<td>14,156,616</td>
<td>30,740,496</td>
<td>44,917,232</td>
</tr>
<tr>
<td>1975</td>
<td>14,061,407</td>
<td>30,740,496</td>
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<td>1976</td>
<td>13,966,198</td>
<td>30,740,496</td>
<td>44,732,394</td>
</tr>
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<td>1977</td>
<td>13,870,990</td>
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<td>13,775,882</td>
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<td>44,551,768</td>
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</table>

<table>
<thead>
<tr>
<th>Year</th>
<th>Olivetti International %</th>
<th>Olivetti Underwood* %</th>
<th>Total %</th>
</tr>
</thead>
<tbody>
<tr>
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<td>36,3%</td>
<td>62,9%</td>
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<tr>
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FIG. 5 - Olivetti Group sales by geographical area of destination (% of total sales)
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