

Tech M&A Monthly

Starts in 2 minutes

CORUM Tech M&A Monthly

Software Bidding Wars

Search Funds & 2021 Mid-Year Report





We welcome your questions!

Email questions to info@corumgroup.com

This event is being recorded

On demand webcast will be available at www.corumgroup.com

Merge Briefing



MERGE BRIEFING

- 90 Minutes
- Industry Update
- Overview of the M&A Process



Selling Up, Selling Out





- Half-Day
- Tech M&A Bootcamp
- The most attended tech executive conference in history









- Half-Day
- Tech M&A Bootcamp
- The most attended tech executive conference in history

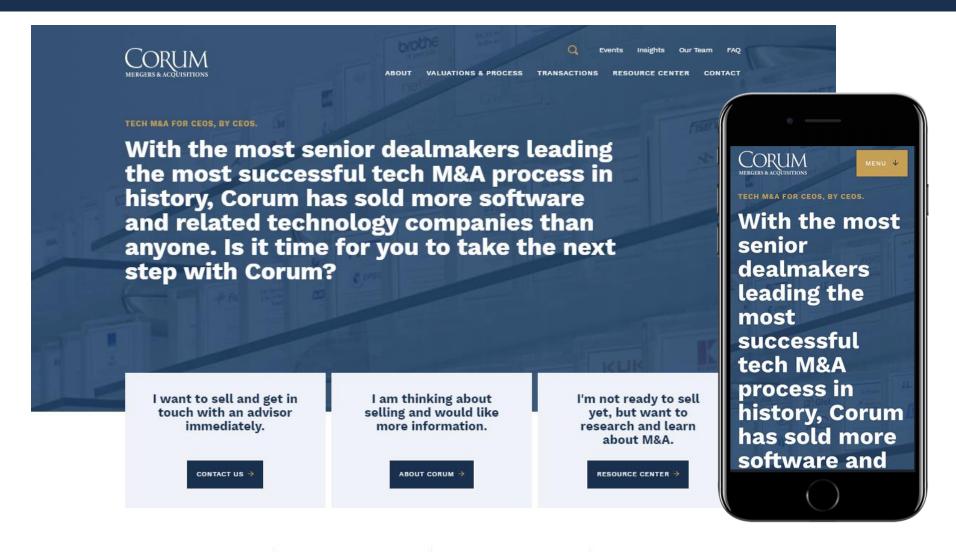
MERGE BRIEFING



- 90 Minutes
- Industry Update
- Overview of the M&A Process

CorumGroup.com







World Tech M&A Leaders





Focus—sell side, technology only

Detailed, professional, global process

Team approach, senior dealmakers

World Technology Council

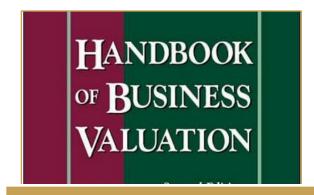
SOLD MORE SOFTWARE-RELATED FIRMS THAN ANYONE

World Tech M&A Leaders





Research

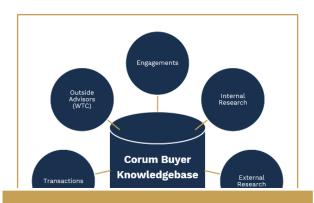


Valuation

JEFFREY D. JONES



Education



Database

World Tech M&A Leaders





The definitive tech M&A education

- Since 1990, the most attended executive conference in technology history
- More events hosted than all other competitive conferences combined
- Over \$2 trillion in transaction value by attendees – buyers and sellers



8 Stages for an Optimal Outcome



Past Attendees Include













































Tech M&A Monthly

Starts in 1 minutes

CORUM Tech M&A Monthly

Software Bidding Wars

Search Funds & 2021 Mid-Year Report





TIM GODDARD, EVP, CORPORATE STRATEGIES, CORUM GROUP LTD.



- Oversees Corum's global marketing efforts including extensive conference schedule, "Selling Up, Selling Out," the "Merge Briefing," the "Tech M&A Monthly webcast" and Corum's platinum sponsorship of the World Financial Symposium's live events and Tech Market Spotlight series.
- Served as marketing and product manager for GIS software startup Depiction, Inc., and previously worked in marketing for VizX Labs, a pioneering SaaS startup delivering DNA analysis tools.
- Worked for a US Senate campaign and taught science in Rio de Janeiro.
- Graduated Magna Cum Laude from Bethel University in St. Paul, Minnesota, with degrees in History and Biology.



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Agenda



Welcome

Deal Report

Field Report

Search Funds: The Good, The Bad, The Ugly

Global Tech M&A Research Report

Boomer Beware: Careful of the Clock

Closing



IVAN RUZIC, SR. VICE PRESIDENT, CORUM GROUP LTD.



- 30+ year career in the software business, in virtually every senior executive role
- Resume spans marquee companies such as BEA Systems, Novell, and Borland
- International M&A experience United States, Europe, Africa, and Asia
- Expert in building value and realizing wealth
- PhD in Chemistry, Monash University
- Degrees in Information Technology, Chemistry, and Biochemistry





Io-Tahoe's Al-driven data management software helps Fortune 1000 clients address their toughest data challenges by driving data quality, data lineage, workflow approval, and governance and regulatory compliance to deliver meaningful business outcomes.



ROB GRIGGS, PRESIDENT, CORUM GROUP LTD.



- Serial entrepreneur and investment banker with a 35+ year career in the high technology arena.
- Founder of Authorware / MacroMedia, NetRadio, Wit Capital, and many other companies.
- Early career as a top performer at Apple before starting his first software company.
- Sales, marketing, business development and capital raising skills have been honed over supporting hundreds of company financial transactions.
- Proven expert in building value and realizing wealth.





Central Consulting Group (CCG) is a leading professional services company and premier software reseller, providing Enterprise Resource Planning (ERP) software to the Architectural & Engineering (A&E) vertical.

Growth and Exit Strategies

For Software & IT Companies:



WFS **Barbara Momboeuf**

International Director





Tech Growth & Exits CANADA





Buyers







Tech Trends



Sellers



Growth and Exit Strategies

For Software & IT Companies:



https://wfs.com/conferences

- Discuss what's happening in the Tech M&A World
- Hear stories of successful exits
- Get advice from investors, buyers, and other tech CEOs





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- Worked for a US Senate campaign and taught science in Rio de Janeiro.
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CORUM

Search Funds

The Good, The Bad, The Ugly



What are Search Funds?

- Individual entrepreneurs looking to buy and run a single company
- Significant new wave of interest
- Majority of our clients have been approached by one
- Helping drive today's software bidding wars





What are Search Funds?

- Corum has sold several tech companies to search funds in sectors like
 - Business process management
 - Martech
 - Natural resources
 - Asset management





To properly understand today's Software Bidding Wars, you must know the good, the bad, and the ugly of search funds



The Good

- Quick response time
- Often more flexible than other buyers
- Good match for founders and CEOs concerned with legacy and the future
- Key metric of success a fit between the company and the searcher





The Bad

- Increased the signal-to-noise ratio in tech M&A
- Searchers often lack tech expertise, ready capital and clean structure
- Most searchers also lack the capabilities required to successfully run a tech company
 - Often fresh from an MBA and lack experience



The Bad

- Search Fund's generalist outlook
 - Cannot compete with deep technology backgrounds of strategic acquirers and even most PE's
- Majority answer to investors
- "Committed funds" not ready to deploy



The Bad

- End up selling the company twice – first to the searcher, and then to their investors
- More complex, less sellerfriendly, non-competitive structures
- Need ready cash flow to service debt on funds raised
 - Tech companies that need to run on break-even or negative EBITDA a poor fit





The Ugly

- Require double the due diligence
- Prefer to move serially through diligence
 - Less efficient overall
 - Creates more opportunities for things to go wrong
 - More deal fatigue
 - Higher temptation to try and retrade the deal
- Regulatory processes increases that time even further





The Ugly

- Often need to secure deal funding from lenders
 - They do their own diligence
- Having multiple partners with different processes can be a nightmare
 - You need a strong, competent team on the finance side





The Ugly

- Often doing just one deal
 - Fewer downsides to bad behavior
- Not worried about bad reputation
 - If a searcher sees an opportunity to get more for less, they are more likely to take it
- A fickle searcher can kill a deal in an instant over nothing
- Leads to a higher mortality rate among searcher deals

Contact Information





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Seattle, WA

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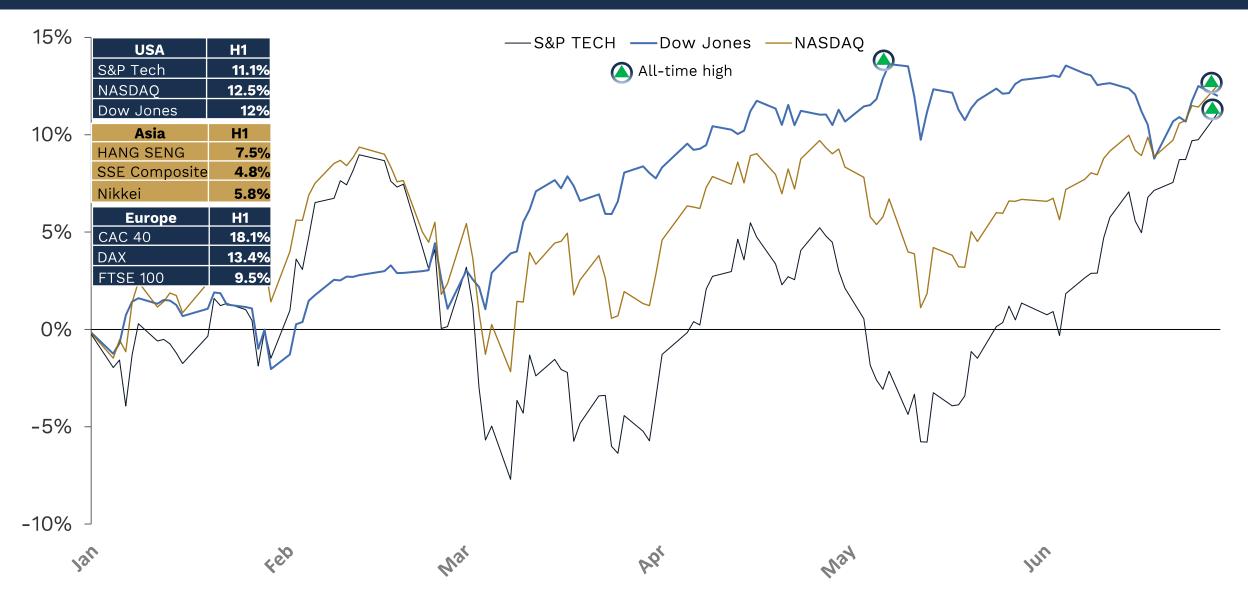
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Public Markets Jan 2021-Jun 2021

% CHANGE





Corum Index TECH M&A



H1:2020 H1:2021 **Transactions** 1687 1816 Market **Mega Deals** 25 59 **Largest Deal** \$13B \$19.7B H1:2021 H1:2020 **Private Equity** 166 201 **Platform Deals Pipeline VC-Backed Exits** 328 550 **SPACs** 89 H1:2020 H1:2021 **Cross Border** 65% 39% **Transactions Attributes Start-Up Acquisitions** 19% 21% **Average Life of Target** 16 yrs 16 yrs

8% 136% **52%** 21% 68% 1383%







NOBLE SYSTEMS

ASPECT abry partners \$1.0B

SEEQUENTBentley \$1.0B



\$1.4B HYPERCONNECT matchgroup \$1.7B gu \$2.4B group Sally \$2.7B

\$8.2B \$14B

\$26B

\$45B

boomi

\$57B









\$45B

NOBLE SYSTEMS

ASPECT abry partners \$1.0B

SEEQUENTBentley \$1.0B



\$8.2B \$14B \$26B



- Call center & BPO services

gu







NOBLE SYSTEMS

ASPECT abry partners \$1.0B

SEEQUENTBentley \$1.0B



\$8.2B \$14B \$26B \$45B

\$57B





Etsy

Seller: Depop [United Kingdom]

Acquirer: Etsy [USA]

Transaction Value: \$1.6B and 23.2x EV/Sales - Apparel marketplace mobile applications









NOBLE SYSTEMS

ASPECT abry partners \$1.0B



\$8.2B

\$14B

\$26B

\$45B





Blackstone

Seller: QTS Realty Trust [USA]

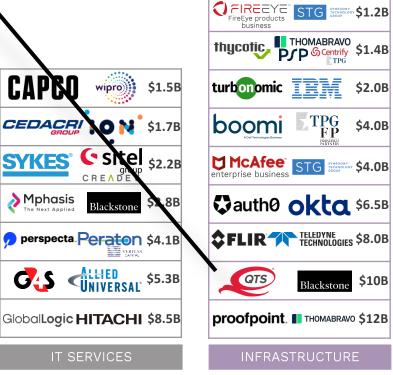
Acquirer: The Blackstone Group [USA]

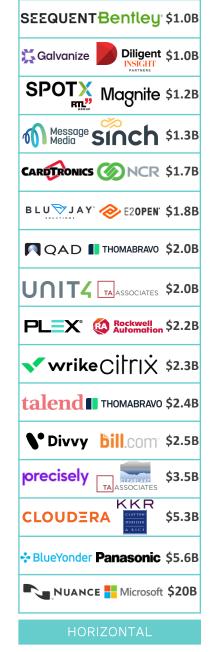
Transaction Value: \$10B (20.1x EV/Sales and 22.2x EV/EBITDA)

- Colocation & hosted services









NOBLE SYSTEMS

ASPECT abry partners \$1.0B



\$8.2B \$14B \$26B \$45B \$57B

\$2.0B

\$4.0B







Seller: McGraw Hill Education [Apollo Global Management] [USA]

Acquirer: Platinum Equity [USA]

Transaction Value: \$4.5B (4.2x EV/Sales and 16.3x EV/EBITDA)

- Digital educational materials











\$8.2B \$14B

\$26B

\$45B

\$57B

NOBLE SYSTEMS







Seller: Plex Systems [Francisco Partners Management] [USA]

Acquirer: Rockwell Automation [USA]

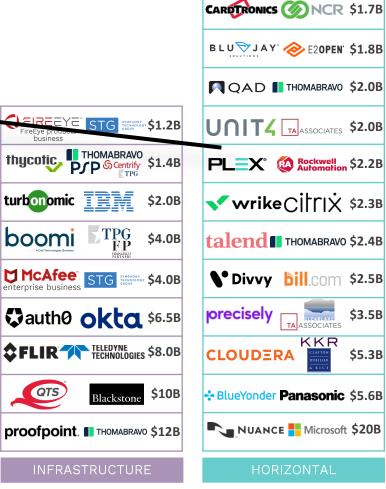
Transaction Value: \$2.2B

gu

- Enterprise manufacturing ERP SaaS







NOBLE SYSTEMS

🂢 Galvaníze

ASPECT abry partners \$1.0B

SEEQUENTBentley \$1.0B

SPOTX Magnite \$1.28

Message Sinch \$1.3B

Diligent \$1.0B



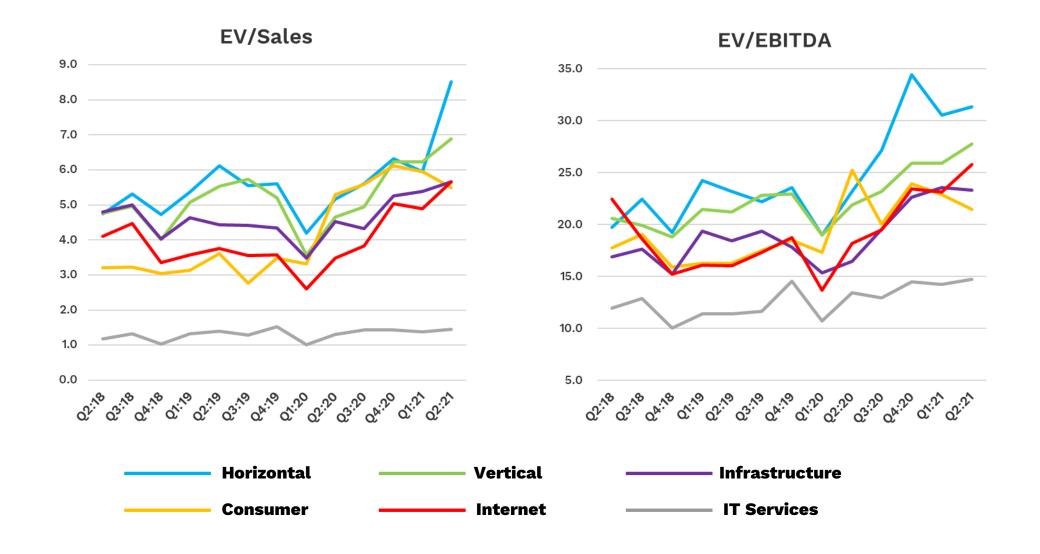
\$8.2B \$14B \$26B

\$45B

\$57B

3-Year Market Valuation Trends





Constellation

SOFTWARE ACQUISITIONS H1 2021





Top Volume Acquirer 40 Total Acquisitions









































































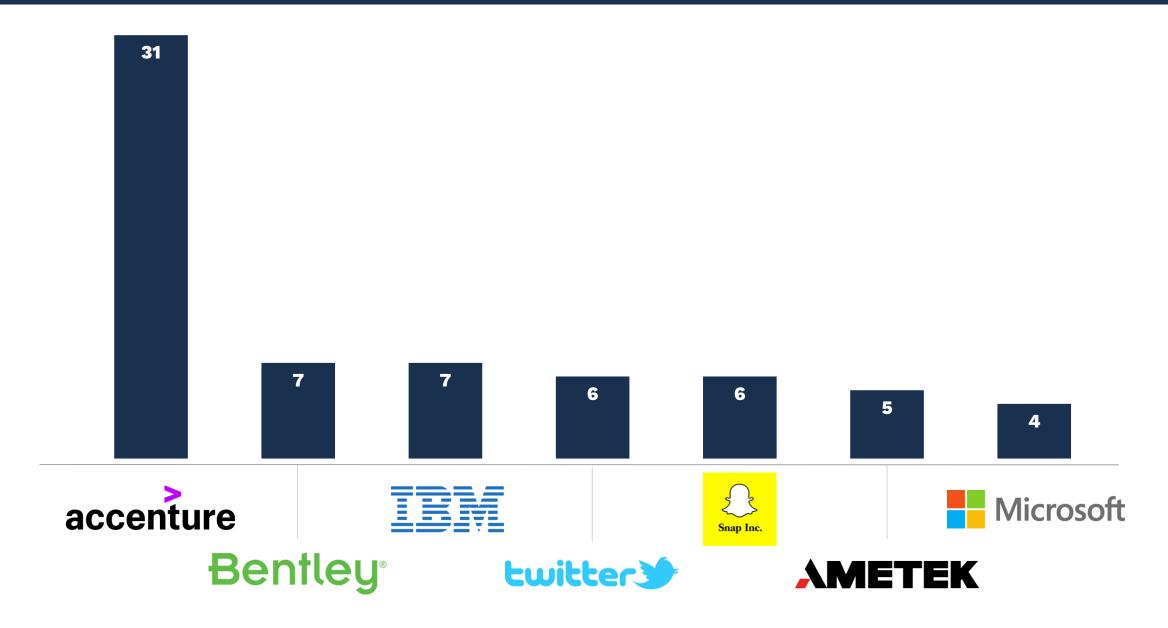






Top Strategic Acquirers H1 2021





Accenture Acquisitions: H1 2021

















Automation

Pollux



Web

Development

Cygni

WOLOX







Engineering

«II 🖨 umlauт

ELECTRO80









Market Sectors









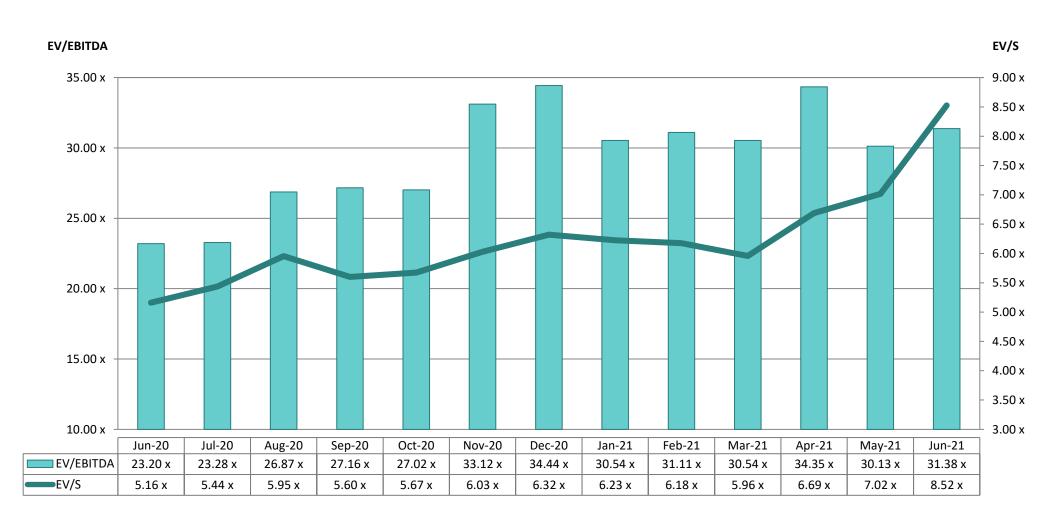








Public Valuation Multiples







Subsector	Sales	EBITDA		Examples	
Business Intelligence	▲ 11.11x	▼33.88 x	MicroStrategy	NICE ®	splunk>
Marketing	▲ 10.99x	▼ 18.05x	Live Ramp	AllianceData.	HubSpot
ERP	-6.40x	▼ 20.21x	ORACLE	PEGA	SAP
Human Resources	▲ 7.64x	▲ 30.14x	⇔ rnerstone	PAYCHEX* Payroll • HR • Retirement • Insurance	workday.
SCM	▼ 8.08x	▼ 47.94x	III I wisetech 'ıl' global	DESC RTES	Manhattan Associates.
Payments	▲ 6.18x	▲42.44 x	ACI UNIVERSAL PAYMENTS	P PayPal	Square
Other	▼ 5.43x	▲ 31.88x	NUANCE	opentext*	salesforce

CLOUDERA





Seller: Cloudera [USA]

Acquirer: KKR/Clayton Dubilier & Rice [USA] Transaction Value: \$5.3B and 6.4x EV/Sales

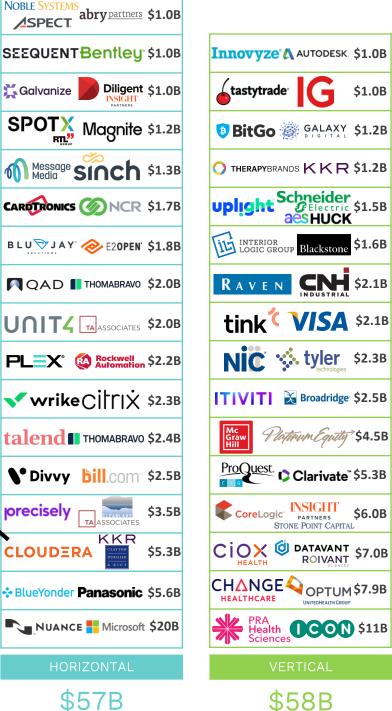
- Hadoop data management software











\$8.2B \$14B \$26B \$57B





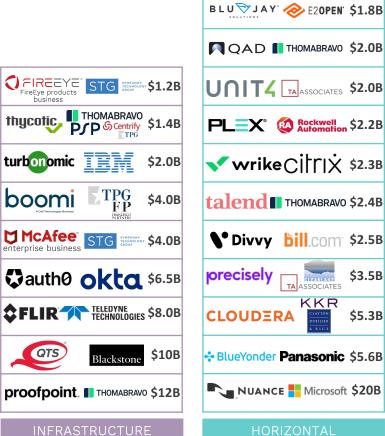


Seller: MessageMedia [Australia]

Acquirer: Sinch [Sweden] **Transaction Value: \$1.3B** - SMS Marketing SaaS







NOBLE SYSTEMS

🂢 Galvaníze

ASPECT abry partners \$1.0B

SEEQUENTBentley \$1.0B

SPOTX Magnite \$1.28

Message Sinch \$1.3B

CAROTRONICS ON NCR \$1.7B

Diligent \$1.0B



\$8.2B

\$1.4B

\$2.4B

HYPERCONNECT matchgroup \$1.7B

gamesys Bally \$2.7B

gu

\$14B

\$26B

\$58B









\$45B \$57B







Seller: QAD [USA]

HYPERCONNECT matchgroup \$1.7B

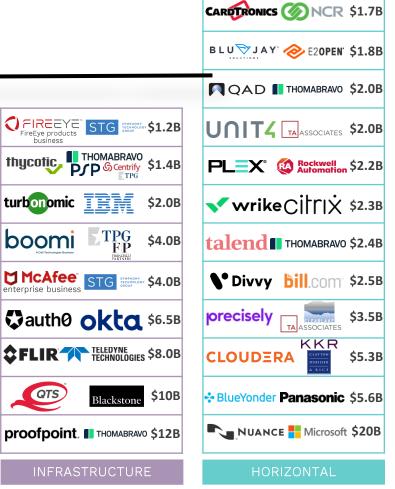
gamesys Bally \$2.7B

gu

Acquirer: Thoma Bravo [USA] **Transaction Value: \$2.0B** - ERP, SCM & CRM software







NOBLE SYSTEMS

🂢 Galvaníze

ASPECT abry partners \$1.0B

SEEQUENTBentley \$1.0B

SPOTX Magnite \$1.28

Message Sinch \$1.3B

Diligent \$1.0B



\$8.2B

\$1.4B

\$2.4B

\$14B

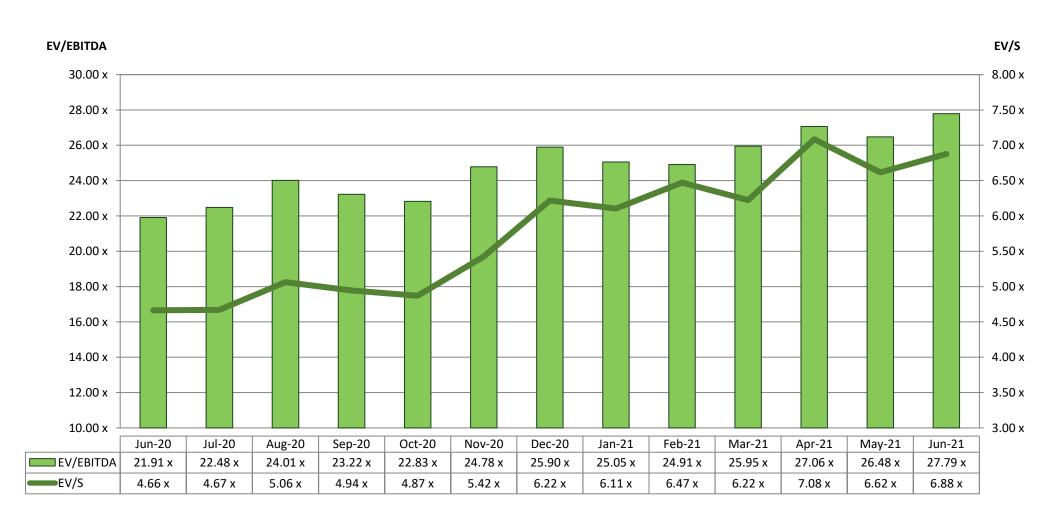
\$26B

\$45B

\$57B



Public Valuation Multiples







Subsector	Sales	EBITDA		Examples	
A/E/C	▲12.58x	▼ 50.86x	AUTODESK.	DASSAULT SYSTEMES	SYNOPSYS°
Automotive	▼ 3.62x	▼22.55 x	Autotrader 😩	BitAuto易车	• CDK • Global.
Energy & Environment	▲ 3.66x	▲28.08x	IHS Markit	Itron	xylem
Financial Services	▲ 7.33x	— 24.69 x	Broadridge	ëis	fiserv.
Government	▲ 2.32x	-14.08x	NORTHROP GRUMMAN	Raytheon	*** tyler technologies
Healthcare	- 3.22x	▲ 30.24x		HealthCatalyst	Cerner
Real Estate	▼ 7.60x	▼25.42 x	Zillow °	CoStar Group	Scout24
Other	★ 7.48x	★ 36.08x	amadeus°	Rockwell Automation	Sabre.







Seller: Raven Industries [USA]

Acquirer: CNH Industrial [United Kingdom]

Transaction Value: \$2.1B (5.5x EV/Sales and 49.9x EV/EBITDA)

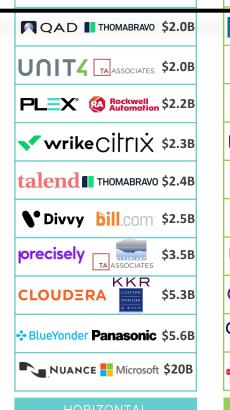
- Agriculture systems

gu









NOBLE SYSTEMS

🂢 Galvaníze

ASPECT abry partners \$1.0B

SEEQUENTBentley \$1.0B



Innovyze A AUTODESK. \$1.0B

\$8.2B \$14B

\$26B

\$45B

\$57B







Seller: CIOX Health [New Mountain Capital & Co] [USA]

Acquirer: Datavant [Roivant Sciences] [USA]

Transaction Value: \$7.0B

- Clinical data integration & sharing SaaS









\$45B



\$57B

NOBLE SYSTEMS



\$8.2B \$14B \$26B







Seller: Tink [Sweden] Acquirer: Visa [USA]

Transaction Value: \$2.1B and 58.2x EV/Sales - Financial management SaaS & application

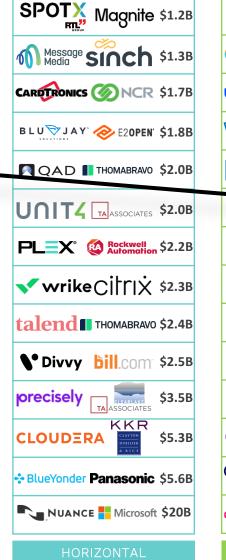








\$45B



NOBLE SYSTEMS

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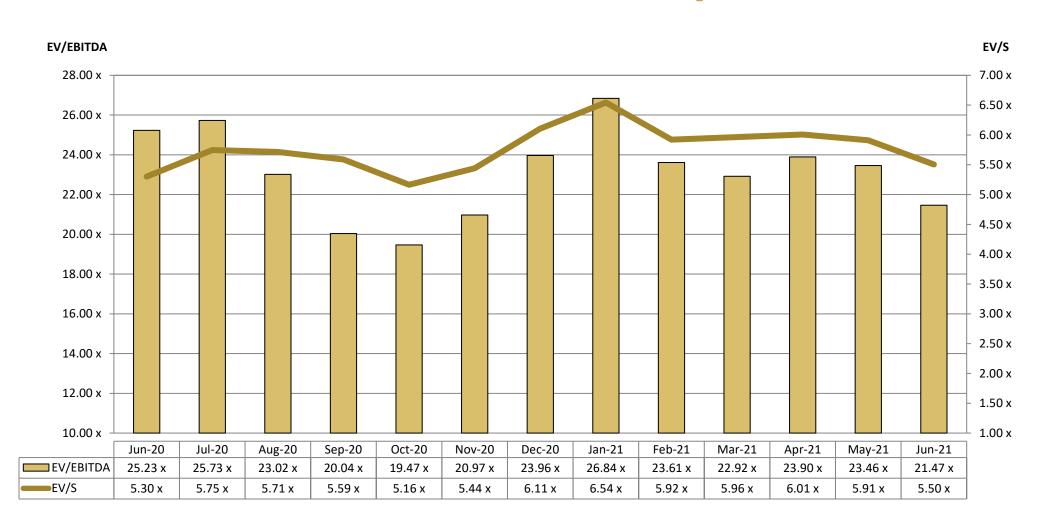


\$8.2B \$14B \$26B

\$57B



Public Valuation Multiples







Subsector

Sales

EBITDA

Examples

Casual Gaming

 $-5.25x \neq 23.70x$







Core Gaming

▼6.00x

▼ 19.01x







Other

★ 8.24x **▼** 33.09x











Sports Betting







Seller: Lineups [USA]

Acquirer: Catena Media [Malta]

Transaction Value: \$39.6M and 5.3x EV/Sales

- Online sports analytics services





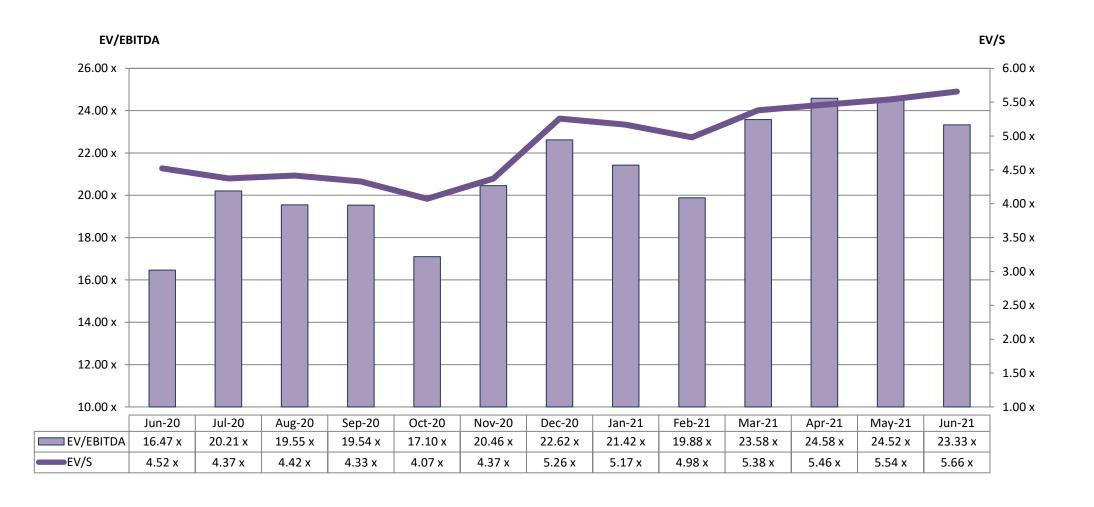


Seller: Expekt Nordics [Sweden]
Acquirer: LeoVegas [Sweden]
Transaction Value: \$6.0M
- Online sports betting





Public Valuation Multiples





	SOFTWARE	VALUATIONS
Su	bsector	Sales E

EBITDA

Examples

Application Lifecycle

Network Management

7.38x

▲ 11.66x

A ATLASSIAN



Endpoint

▲ 27.74x

citrix



▲ 4.14x

▲ 17.64x



CISCO



Security



▲ 9.36x

727.07x

paloalto

Check Point



Storage & Hosting



4.55x -39.90x



COMMVAULT (\$)



Other



















Seller: FireEye (FireEye products business) [USA] Acquirer: Symphony Technology Group [USA] Transaction Value: \$1.2B and 2.2x EV/Sales

- Anti-malware software & malware directory assets











\$8.2B \$14B

\$26B

\$45B

\$57B

NOBLE SYSTEMS





Anti-Malware Solutions







Seller: Agari Data [USA]

Acquirer: HelpSystems [TA Associates] [USA]

- Email security SaaS







Seller: Cyberinc [Aurionpro Solutions] [USA]

Acquirer: Forcepoint [Francisco Partners Management] [USA]

Transaction Value: \$9.6M - Anti-malware isolation SaaS







Seller: Deep Secure [United Kingdom]

Acquirer: Forcepoint [Francisco Partners Management] [USA]

- Anti-malware software & SaaS





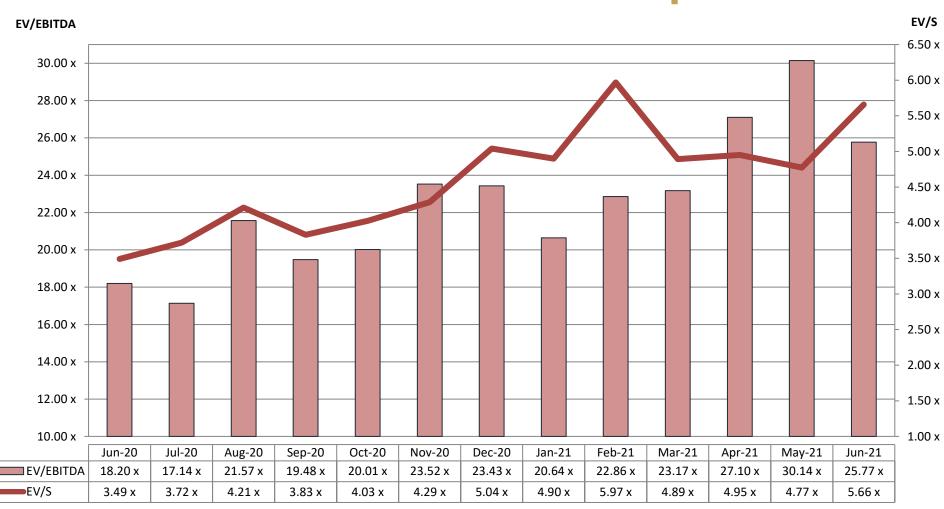


Seller: Velociraptor [Australia] Acquirer: Rapid7 [USA]

- Endpoint security software



Public Valuation Multiples





Subsector

Sales

EBITDA

Examples

Diversified Internet



eCommerce

▲ 4.41x **₹**37.31x







Social Network

▲ 6.01x ▲18.56x

FACEBOOK



Travel & Leisure

















NOBLE SYSTEMS

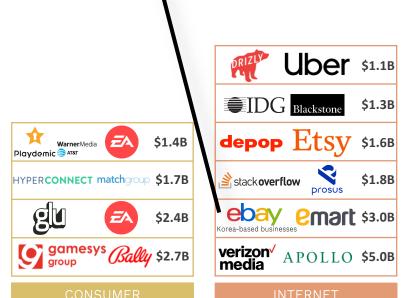


\$8.2B \$14B \$26B \$45B

\$57B

2021 Mega Deals – H1





- Online auction services







\$57B

NOBLE SYSTEMS

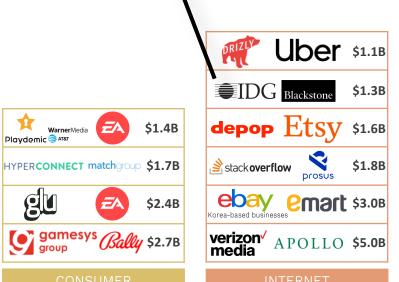


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\$58B

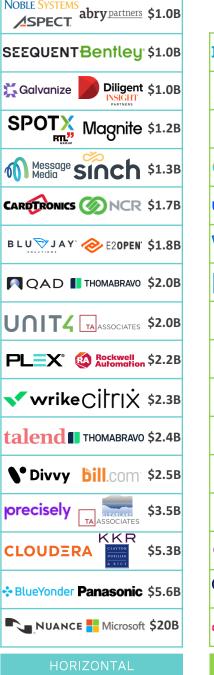
2021 Mega Deals - H1











\$57B

NOBLE SYSTEMS

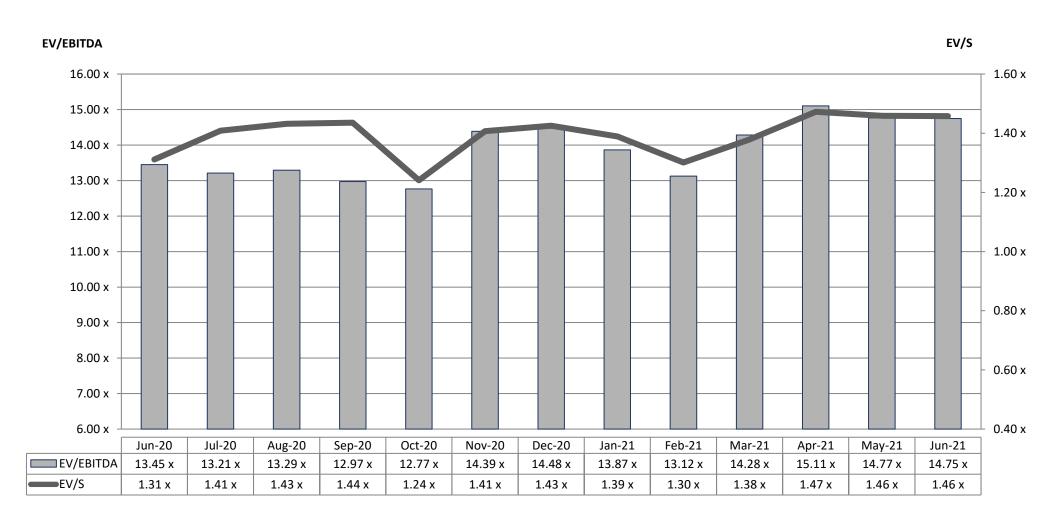


\$8.2B \$14B \$26B \$45B

\$58B

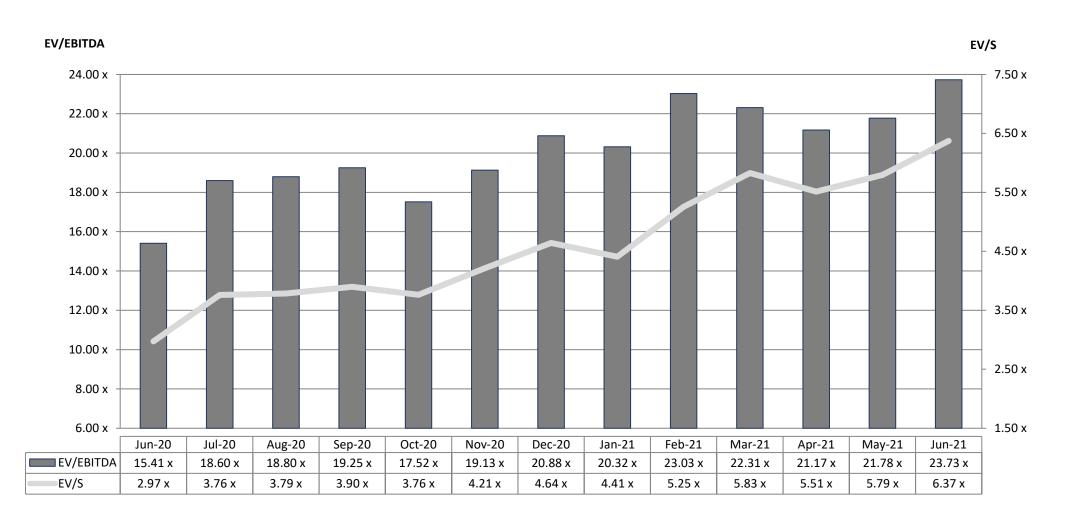


Public Valuation Multiples





Public Valuation Multiples







Focused Systems Integrators







Seller: Areteans [India]

Acquirer: Credera [Omnicom Precision Marketing] [Omnicom Group] [USA]

- Pega-based system integration services







Seller: Makepositive [United Kingdom]

Acquirer: Sabio [Horizon Capital] [United Kingdom]

- Salesforce integration services







Seller: Avtex Solutions [Norwest Equity Partners] [USA]

Acquirer: TTEC Holdings [USA]

- UC & call center systems integrator







Seller: Edenhouse Solutions [ECI Partners] [United Kingdom]

Acquirer: Accenture [USA] - SAP integration services

Corum Research Report





Yasmin Khodamoradi Vice President, Valuation Services



Valeriya Chumachenko Associate



Anna Lebedieva Senior Analyst



Artem Mamaiev Associate



Olha Rumiantseva Analyst



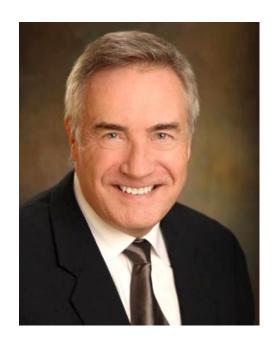
Anastasia Angelcheva Analyst



Tzvi Kilov Writer



BRUCE MILNE, CEO, CORUM GROUP LTD.



- Founded or owned four software companies, including AMI, an Inc. 500 firm, the largest vertical market software company in the world at the time
- Advisory boards for Microsoft, IBM, DEC, Comdex and Apple.
- Board member/founding investor in some of the most innovative firms in their field, including Blue Coat, Bright Star and Sabaki.
- Past advisor to two governors and a senator, a board member of the Washington Technology Center.
- Founder of the WTIA, the nation's most active regional technology trade association.
- One of the 200 most influential individuals in the IT community in Europe.
- Graduate with Distinction from Harvard Business School.

Over 10,000 Companies Will Attend Corum Events Globally in 2021



How long will this tech M&A boom last?



Software, IT company owners have most of their wealth tied up in their company

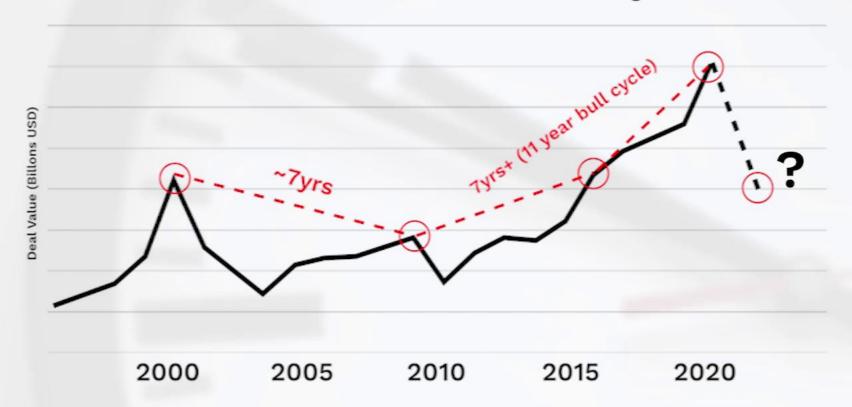


When to sell is all about timing...

For Baby Boomers, time itself



Tech M&A Follow Market Cycles



When Markets Turn, It's Ugly







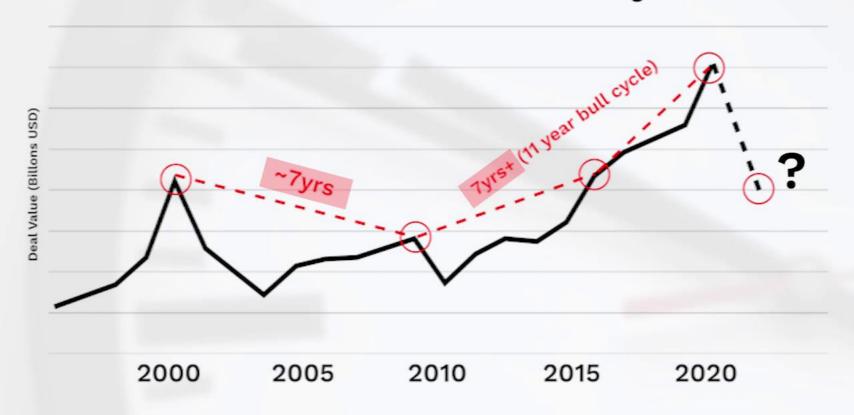




You May Be Not Able to Sell at All



Tech M&A Follow Market Cycles



On Average It Takes
7 Years for Values to Recover



Then There's Life Itself Taking Its Toll



Death of Founder Case Studies

#1 Denver

- \$20M offer
- CEO turns down offer... waits for market to be better
- CEO gets cancer... dies at 70
- Wife tries to sell... but employees already leaving. No serious offers.

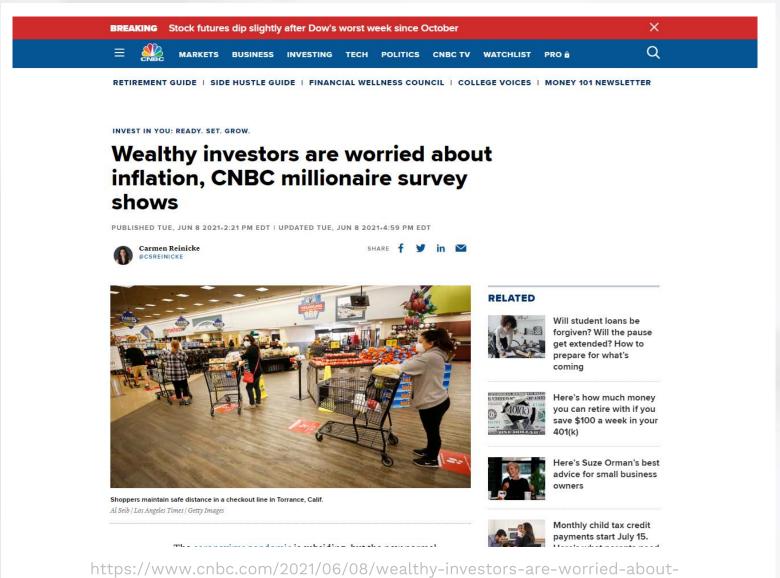
#2 Germany

- \$60M offer (\$40M CASH + \$20M earnout). 2x original price!!! ...greed sets in, CEO turns down the offer
- CEO killed in motorcycle accident
- Wife tries to sell... but no interest.









https://www.cnbc.com/2021/06/08/wealthy-investors-are-worried-aboutinflation-cnbc-survey-shows.html



 \equiv TIME

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Businesses remain boarded up in mid-Manhattan, with U.S. unemployment at 11.1% in June Elizabeth Bick

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BY IAN BREMMER Y AUGUST 6, 2020 6:40 AM EDT



Bremmer is a foreign affairs columnist and editor-at-large at TIME. He is the president of Eurasia Group, a political-risk consultancy, and GZERO Media, a company dedicated to providing intelligent and engaging coverage of international affairs. He teaches applied geopolitics at Columbia University's School of International and Public Affairs and his most recent book is Us vs. Them: The Failure of Globalism.

https://time.com/5876606/economic-depression-coronavirus/





https://www.foxbusiness.com/politics/bidens-capital-gains-tax-plan-highest-among-developed-countries



To be safe, calibrate this market



You may be worth more than you may think...



1

Model

The preparation process will help forge a better business model for your firm

2

Research

Your
strategic
position will
improve
from the
research/
positioning
process

3

Market Feedback

Buyer
contact will
provide
invaluable
data/insights
to help
improve
your value

4

Relationships

Not everyone
is a buyer,
but you open
many doors
which will
yield
business

5

Exit

The merger, asset sale, or financial recap of your company

ANY OF THESE BENEFITS WILL JUSTIFY THE TIME AND EXPENSE OF A GLOBAL PARTNER SEARCH.



Boomers Beware:

You don't want to want to miss the best tech M&A market in history!



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CORUM Thank you!



We welcome your questions!

Email questions to info@corumgroup.com

This event is being recorded

On demand webcast will be available at www.corumgroup.com







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MERGE BRIEFING



- 90 Minutes
- Industry Update
- Overview of the M&A Process



Podcasts



After the Deal – Celebration







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CORUM Thank you!