

Tech M&A Monthly

Starts in 2 minutes

CORUM Tech M&A Monthly

Ten Ways to Increase Value in Today's M&A Market





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









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

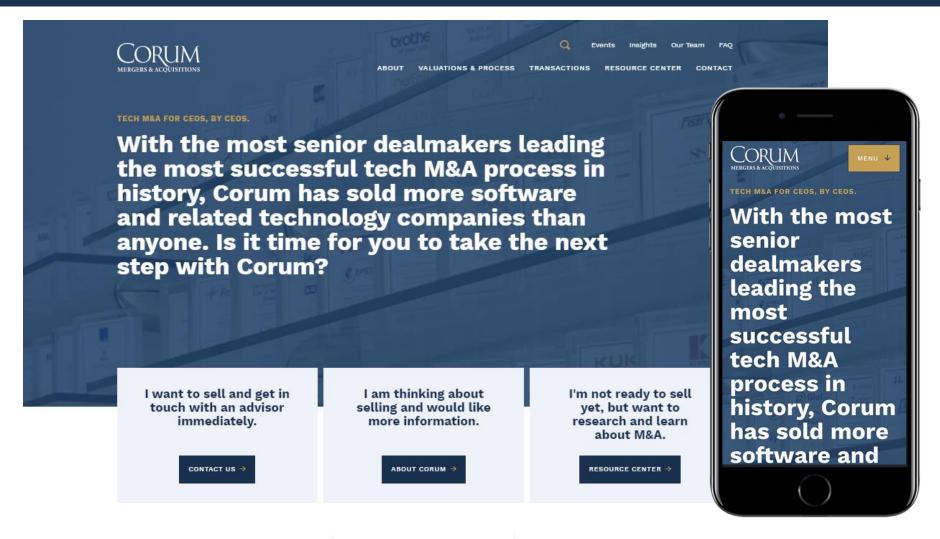
MERGE BRIEFING



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

CorumGroup.com





36Years in business

\$10B
In wealth created

400+Closed transactions

World Tech M&A Leaders





Focus—sell side, technology only

Detailed, professional, global process

Team approach, senior dealmakers

World Technology Council

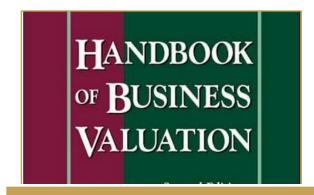
SOLD MORE SOFTWARE-RELATED FIRMS THAN ANYONE

World Tech M&A Leaders





Research

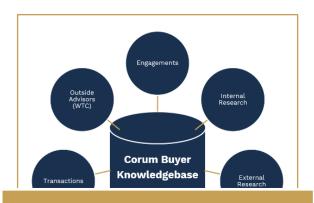


Valuation

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 \$3 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

Ten Ways to Increase Value in Today's M&A Market



Presented By



Stephanie Jensen, Research Analyst, Corum Group Ltd.



- Master's Degree in Education, Washington State University
- 4 years experience as a kindergarten schoolteacher.
- Piloted and designed numerous tech programs for use in the classroom.
- Head of Auburn School District Tech Committee.
- Recipient of Excellence Award in Education for Auburn School District.
- Joined Corum in 2017 as a Research Analyst and Writer.
- Can make a PB&J sandwich in 29.68 seconds.



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Agenda



Welcome

Field Report

Deal Report

Buyer's Corner

Tech M&A Research Report

"10 Ways to Increase the Value of Your Company in Today's Changed Tech M&A Market"

Closing

Speaker



WFS **Ana Conejo**

Marketing Coordinator





WFS Content—







Global Growth & Exit Strategies for Software and IT Companies 6th September 2022 | 2 pm







ONLINE GoToWebinar =





Valuations

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Growth & Exit Strategies

for Software and IT Companies













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CORUM

Deal Report

August 2022

Presented By Serge Jonnaert



Presented By



Serge Jonnaert, Senior VP, Corum Group Ltd.



- 30+ years of strategy, product, and service accomplishments from ideation to global success.
- Technology entrepreneur and trusted advisor with experience in enterprise, cloud, big data, AI, interoperability, and IoT solutions for consumer, healthcare, and industrial markets.
- Successful track record of facilitating and closing global distribution, partnership, consortium, government, and M&A deals, in the US and abroad.
- Sits on several boards including as President for the IVD Industry Connectivity Consortium, Integrating the Healthcare Enterprise (IHE), as well as a member of the SHIELD Clinical IVD workgroup, which includes representation by the FDA, CDC, NIH, ONC, CMS, and other industry groups.
- Fluent in English, Dutch, French, and German.

Deal Report



We are pleased to announce the acquisition of Veniam by Nexar. Portugal based Veniam allows devices in cars to connect with each other as well as to the Internet, creating a mesh network capable of sharing data and internet connectivity across hundreds of thousands of devices and cars. Using its popular dashcams, Nexar turns cars into vision sensors, capturing and processing billions of miles and continually updating a real time digital twin of roads and cities. Together, the companies will exponentially increase the reach and decrease the costs of rich mobility applications and the real time mapping of the physical world around us. Congratulations to Veniam and Nexar.





Tim Goddard, EVP, Corporate Strategies, Corum Group Ltd.



- Oversees Corum's global marketing efforts including "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.

CORUM

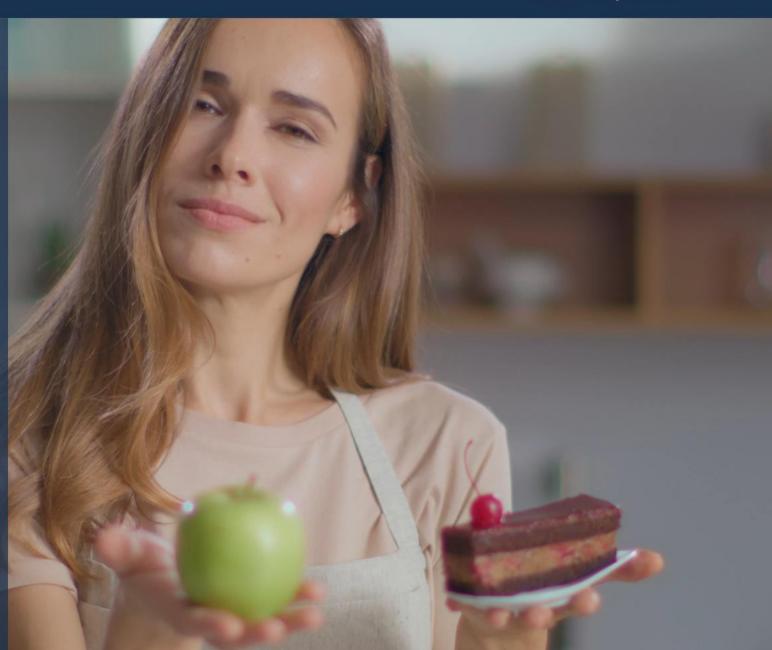
6 Key Mistakes Buyers Make



- 1. They've been doing this too long
- 2. They haven't been doing this long enough
- 3. Lack of respect or understanding
- 4. Failure to differentiate
- 5. Letting service providers derail the process
- 6. Heavy-handed integration



- A more competitive market.
 - Everything is faster paced.
 - Punctuality is key.
 - Set aside old habits.





2. They Haven't Been Doing This Long Enough

- Rate of new buyers are surging.
- Newer buyers can get stuck in a "tire kicking" cycle.
- Confidently make the offer-the worst they can say is no, and sometimes they say yes.





3. Lack Of Respect Or Understanding

Old and new buyers have at times conveyed a lack of respect and appreciation towards small software companies.

"Not invented here" attitude may be a result of strategic buyers lack of understanding the market niche that the small company fills.

Have at least one fair-minded technologist on the vetting team.



- Financial buyers tend to view tech companies as just a series of spreadsheets.
- Remember that you are dealing with someone's life's work, not a load of lumber.
- Make sure you have the right team in place.
- Arrogance & hubris will cause you to lose deals without even knowing it.





- 1. They've been doing this too long
- 2. They haven't been doing this long enough
- 3. Lack of respect or understanding
- 4. Failure to differentiate
- 5. Letting service providers derail the process
- 6. Heavy-handed integration



- Understand your customer.
- If you're paying someone for their company, that makes them your customer for that transaction.
- Emphasize to your client why you are excited about the company's particular sector and how you can add value to theirs.
- The earlier you can differentiate, the better.

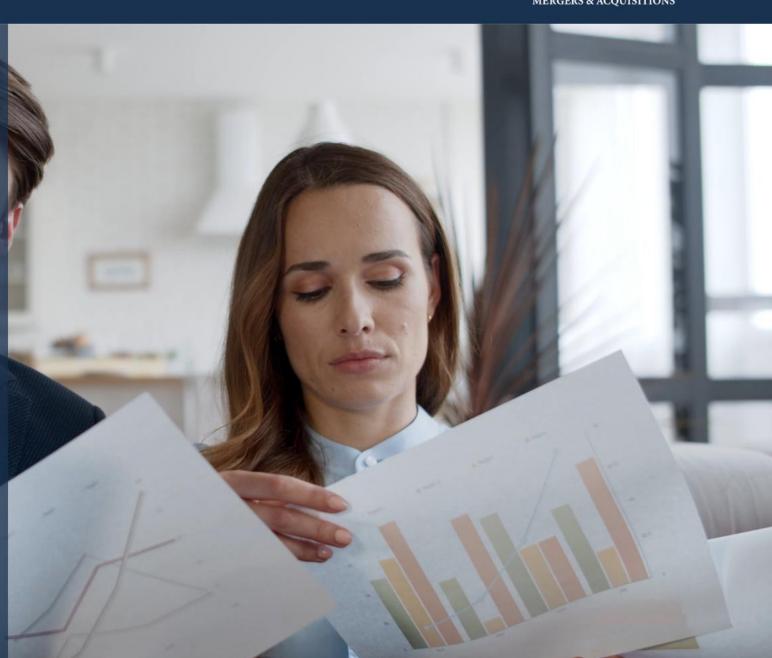




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- Get the lawyers under control!
- Make sure the business people are making the business decisions.
- It's becoming common to see more analysts from a thirdparty Due Diligence team in a deal room than there are employees at the company being acquired.
- Don't recreate the target company's financials from scratch. It will come across as extremely disrespectful to the seller and can potentially kill the deal.

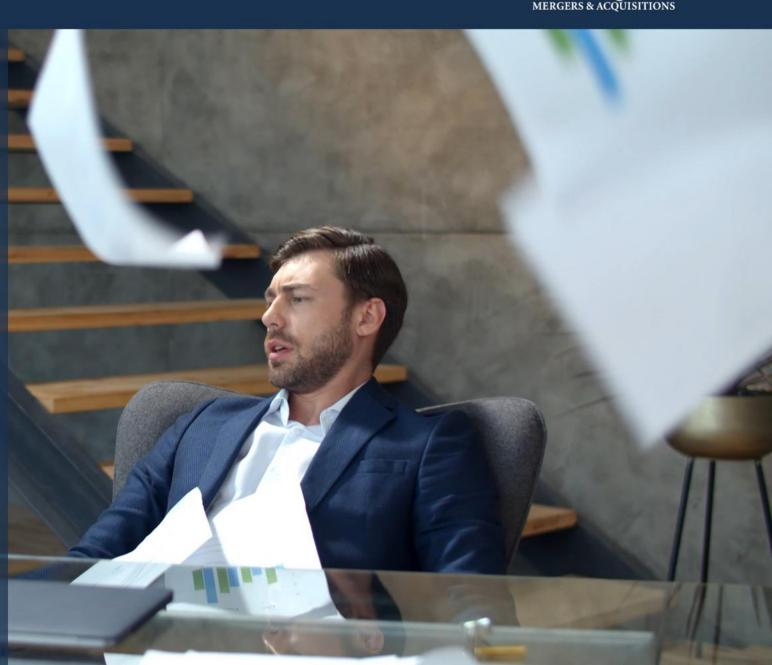




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CORUM MERGERS & ACQUISITIONS

- Poor integration planning is what ruins most deals after the fact.
- Software companies are complex organizations made up of people, processes, customers, technology, and culture.
- Heavy handed moves cause people to feel betrayed, which kills the "mojo" of business overnight.
- Software businesses that are run solely "by the numbers" often cease to have a business at all.





- 1. They've been doing this too long
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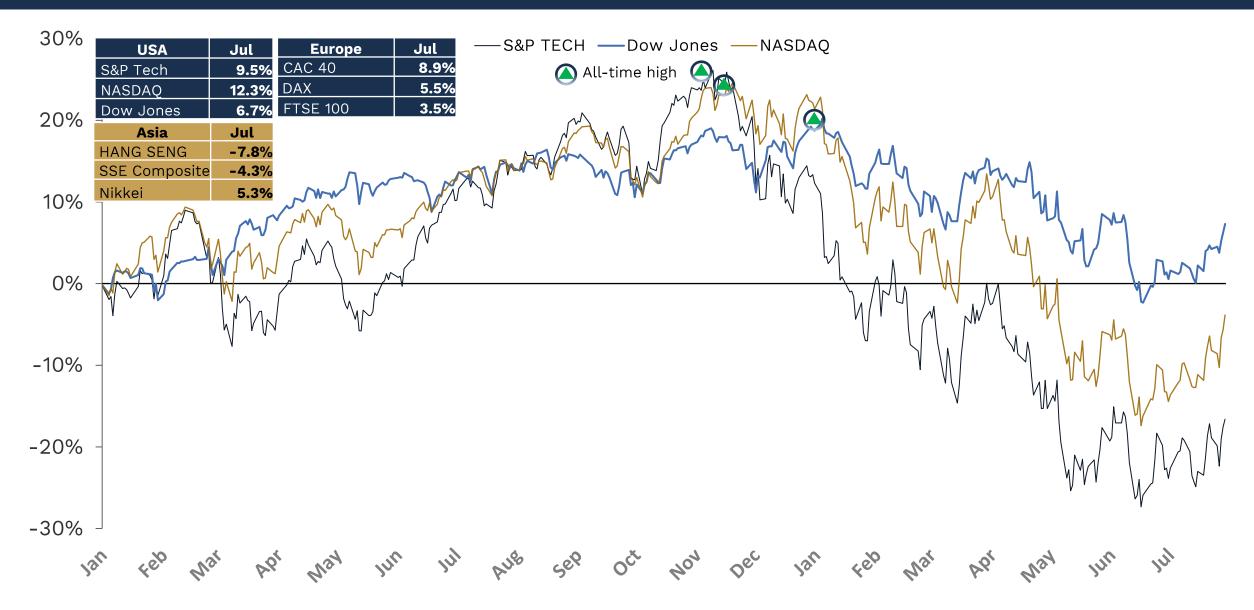


Tech M&A Market Report:

Public Markets Jan 2021 - Jul 2022

% CHANGE





Corum Index TECH M&A



5%

1%

77%

July 2021 July 2022 37% **Transactions** 298 407 **Market Mega Deals** 11 3 73% **Largest Deal** \$14.7B \$6.9B 53% **July 2021 July 2022 Private Equity** 38 36 **Platform Deals Pipeline VC-Backed Exits** 74 **73 SPACs** 13 **July 2021 July 2022 Cross Border Transactions** 76% 44% **Attributes Start-Up Acquisitions** 15% 21% **Average Life of Target** 15 yrs 17 yrs

2022 Mega Deals (Jan-Jul)













Subsector	Sales	EBITDA	1	Examples	
Business Intelligence	- 5.54x	▲ 29.8x	MicroStrategy	sumo logic	splunk>
Marketing	- 3.05x	- 18.9x	WiX	bread financial.	HubSpot
ERP	▲ 3.97x	▲ 17.7x	ORACLE"	PEGA	SAP
Human Resources	▲ 7.79x	▲ 23.0x	RECRUIT	PAYCHEX	workday.
SCM	▲ 11.0x	▲ 40.4x	AMERICAN SOFTWARE	DESC RTES	Manhattan Associates.
Payments	▲ 3.96x	▲ 18.3x	UNIVERSAL PAYMENTS	PayPal	Square
Other	- 3.51x	— 16.0x	NUANCE	opentext™	salesforce

2022 Mega Deals (Jan-Jul)











Seller: ironSource [Israel]

Acquirer: Unity Software [USA]

Transaction Value: \$4.4B (6.4x EV/Sales and 34.3x EV/EBITDA)

- Mobile application distribution software





AdTech







Seller: Thoughtful Media Group [Thailand]

Acquirer: Society Pass [USA]

- Digital video MPN & social commerce SaaS

AdGatemedia





Seller: AdGate Media [USA]

Acquirer: Prodege [Great Hill Partners] [USA]

- Digital advertising SaaS







Seller: Dataseat [United Kingdom]

Acquirer: Verve Group [gamigo] [Media and Games Invest] [USA]

- Advertising enablement SaaS





Data Intelligence







Seller: Cardinality.io [United Kingdom] **Acquirer:** Elisa Polystar [Sweden]

- Data analytics SaaS







Seller: Askdata [Italy] **Acquirer:** SAP [Germany] - AI-based data analysis SaaS







Seller: Rosoka Software [USA]

Acquirer: i2 Group [N. Harris Computer] [Constellation Software] [United Kingdom]

- AI-enabled data intelligence SaaS

2022 Mega Deals (Jan-Jul)











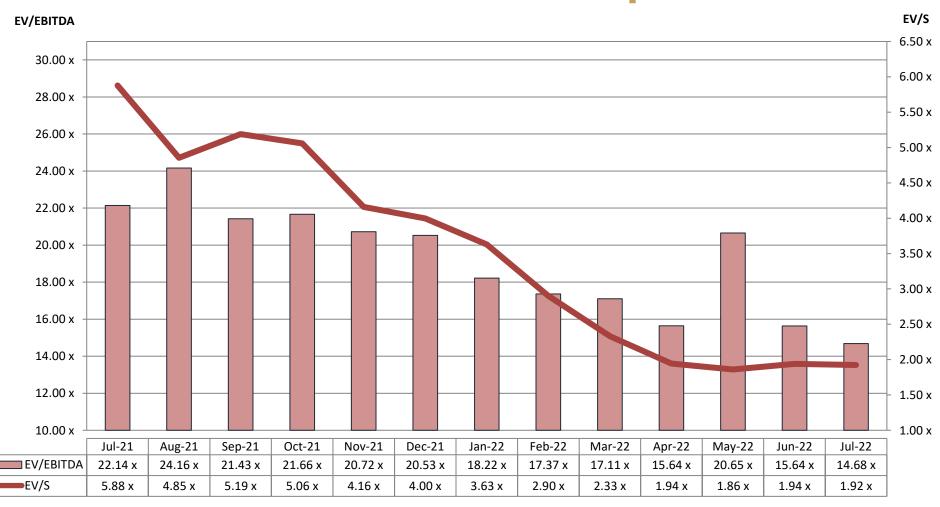
Seller: Grupo Primavera [Oakley Capital] [Spain]

Acquirer: Cegid [Silver Lake] [France]

Transaction Value: \$6.9B

- Business management & ERP SaaS







Subsector

Sales

EBITDA

Examples

Diversified Internet

▼ 3.00x ▼ 9.24x

Alphabet Bai 面度 Tencent 腾讯

eCommerce

0.90x - 16.4x



zalando

Social Network





Travel & Leisure















Food Delivery







Seller: Mangan.ph [Philippines] Acquirer: Social Pass [USA]

- Online food delivery services





Shared Mobility







Seller: Urbvan [Mexico] Acquirer: Swvl [UAE]

Transaction Value: reported \$82M

- Shared-mobility mobile application





Communities



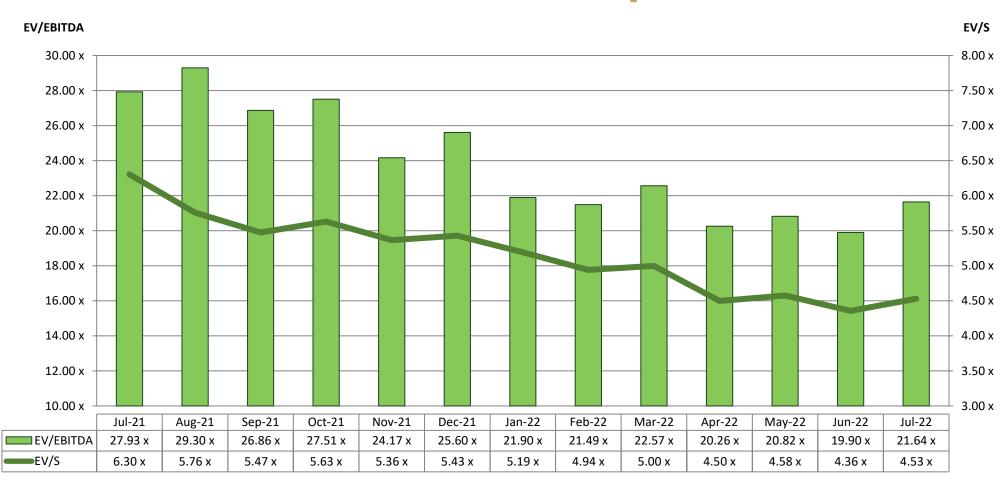


Seller: Link Agent [USA]

Acquirer: Embassy Social [USA]

- NIL marketplace operator









Subsector	Sales	EBITDA		Examples	
A/E/C	▲ 10.6x	▲ 42.0x	✓ AUTODESK	DASSAULT SYSTEMES	SYNOPSYS®
Automotive	₹ 2.32x	▲ 16.4x	AutoTrader	Scout24	TrueCar
Energy & Environment	▲ 3.01x	▲ 23.6x	Schlumberger	Itron	xylem
Financial Services	▲ 5.44x	— 19.8x	Broadridge	SS&C	fiserv.
Government	- 2.18x	▲ 15.5x	NORTHROP GRUMMAN	L3HARRIS	* tyler technologies
Healthcare	▲ 2.51x	▲ 15.8x		W HealthCatalyst	Teladoc. HEALTH
Real Estate	— 0.77 х	▲ 42.9x	REDFIN	CoStar Group CoStar Group Co	Zillow °
Other	▲ 4.43x	-24.6x	amadeus	Rockwell Automation	Sabre

2022 Mega Deals (Jan-Jul)









Healthcare







Seller: Exchange EDI [USA]

Acquirer: ImagineSoftware [Marlin Equity Partners] [USA]

- Patient engagement & workflow automation SaaS







Seller: Appliware [France] **Acquirer:** Ascom [Switzerland]

- Healthcare predictive & alarm management SaaS







Seller: One Healthcare Solution [USA]

Acquirer: Verustat [USA]

- Chronic care management SaaS





GovTech







Seller: Lost Lemon [Netherlands]

Acquirer: Exxellence Groep [Main Capital Partners] [Netherlands] - Government operations management SaaS & consulting services







Seller: WorkDynamics Technologies [Canada]

Acquirer: Valsoft Corporation [Valsef Capital] [Canada]

- Workflow & document management SaaS







Seller: FARclause.com [USA]

Acquirer: Unison Software [The Carlyle Group] [USA]

- FAR compliance management SaaS





MADISON DEARBORN

Seller: Unison Software [The Carlyle Group] [USA]

Acquirer: Madison Dearborn Partners [USA] - Government contract management SaaS





A/E/C





Seller: IBI Group [Canada]

Acquirer: Arcadis [Netherlands]

Transaction Value: \$563M and 14.7x EV/EBITDA - Urban city management SaaS, systems & services







Seller: RoadBotics [USA]

Acquirer: Michelin Group [France]

- AI-enabled GIS & images analysis SaaS



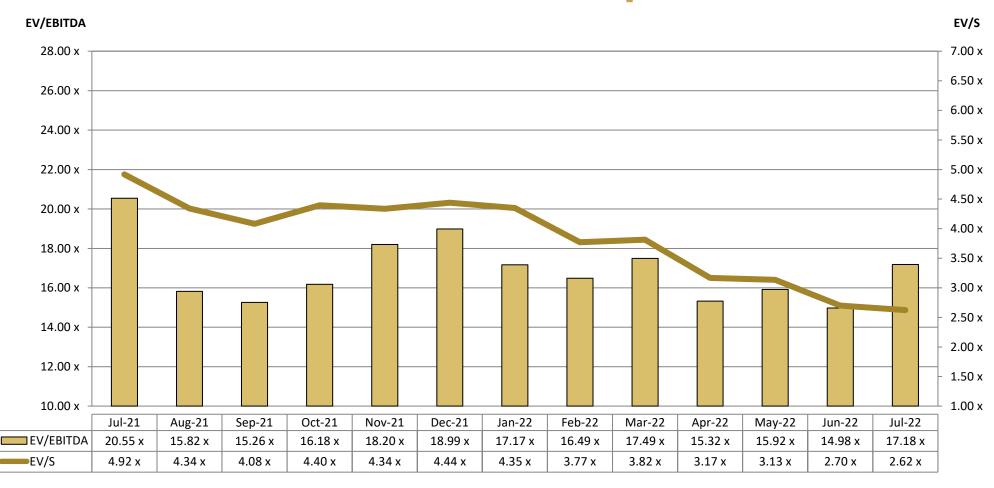




Seller: Deneb Software [USA]

Acquirer: JDM Technology Group [Canada] - Construction accounting & estimating SaaS









Subsector Sales **EBITDA Examples** EMBRACER* (Nintendo[®]) **Casual Gaming 7** 16.6x **▼** 2.73x **GROUP** netmarble **Electronic Arts Core Gaming ▲** 5.15x **▲** 18.7x **UBISOFT** NETFLIX Spotify **▲** 1.78x **▲** 13.3x Other





Games







Seller: Heardle [USA] Acquirer: Spotify [Sweden] - Online music trivia game









Seller: Gamaga [Chile]

Acquirer: Kongregate [Modern Times Group] [USA]

- PC, console, and mobile videogames development services









Seller: Proletariat [USA]

Acquirer: Blizzard Entertainment [Activision Blizzard] [USA] - iOS, Android, PC, Mac, and console-based videogames







Seller: Repeat [USA]

Acquirer: Sony Interactive Entertainment [USA]

- Online gaming services





Virtual Reality



Seller: Surreal [USA]

Acquirer: Dynepic [USA]

- VR social and mobile games





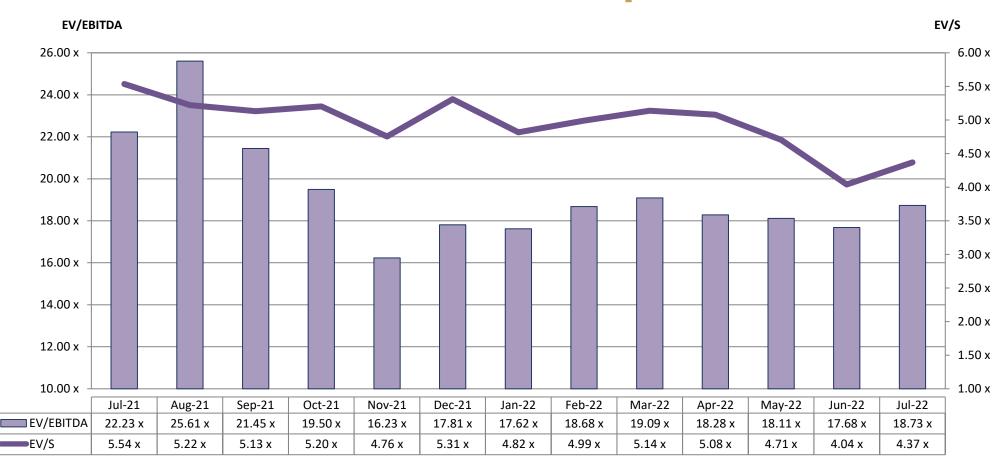
Streaming



Seller: Podchaser [USA]
Acquirer: Acast [Sweden]
Transaction Value: \$27.2M

- Podcast database & discovery SaaS









SUFIN	ARE VALUATION
Subsector	Sales

EBITDA

Examples

Application Lifecycle

▲ 4.56x

-10.0x

ATLASSIAN



Endpoint







Network Management ▲ 2.80x — 15.5x







Security



▲ 20.2x







Storage & Hosting



− 3.27x **₹** 19.0x



COMMVAULT[®]



Other













Cybersecurity





Seller: Crowe (Managed Detection and Response Platform) [USA]

Acquirer: AgileBlue [USA]

- Threat detection and response SaaS







Seller: Outpost24 [Monterro Software Investment] [Sweden]

Acquirer: Vitruvian Partners [United Kingdom]

- Cyber risk management SaaS







Seller: Hatching [Netherlands]

Acquirer: Recorded Future [Insight Venture Management] [USA]

- Cybersecurity sandboxing & malware analytics SaaS







Seller: Hacknowledge [Switzerland] **Acquirer:** Swiss Post [Switzerland]

- Cybersecurity monitoring & response SaaS





Content Delivery Tech

SUN

SKY





Seller: SundaySky [USA]

Acquirer: Clearhaven Partners [USA]

Transaction Value: \$100M

- Enterprise video creation & personalization SaaS

RedgeTechnologies





Seller: Redge Technologies [Poland]

Acquirer: Play Group [Poland] - OTT & cybersecurity SaaS





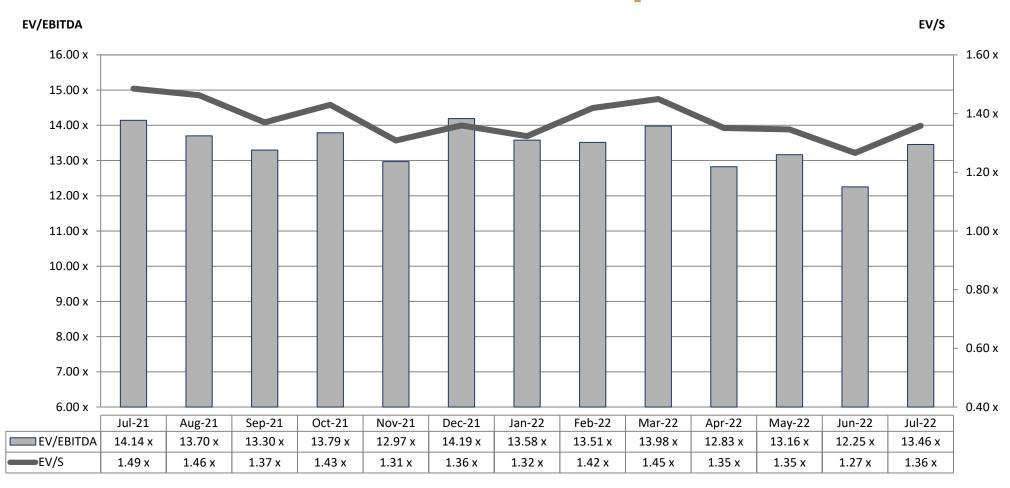


Seller: Vewd Software [Norway]

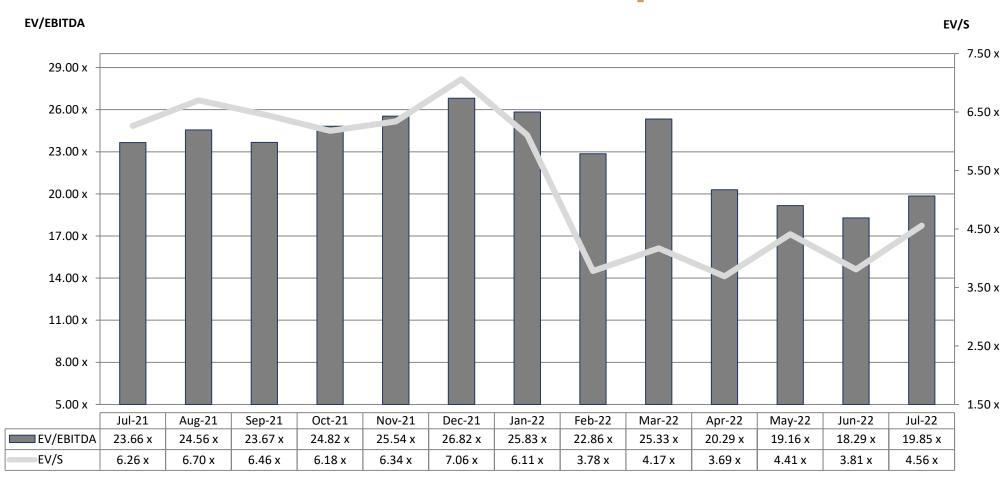
Acquirer: Xperi [USA] **Transaction Value: \$109M**

- OTT & content delivery software













Content Production Services







Seller: Animal Logic [Australia]

Acquirer: Netflix [USA]

- Outsourced visual effects & animation services







Seller: Dynamo Pictures [Japan] Acquirer: Nintendo [Japan]

- CG animation content producer







Seller: Meptik [USA]

Acquirer: Disguise Systems [The Carlyle Group] [United Kingdom]

- Outsourced creative & virtual production services





Software Development

Seller	Acquirer	Seller Country	Description
DESIGN CENTER INC.	WEST SHORE° HOME	USA	Custom software development & consulting services
fram^	AUCTUS CAPITAL PARTNERS	Sweden	\$3.6M IT & software development services
& AndPlus	ensono™ Kkr	USA	Cloud-native software development
UQIDO	CELLI group ARDIAN	Italy	Software development services
hci	ADVANTOS EQUITY PARTNERS	United Kingdom	Software development & IT services

Corum Research Report





Amber Stoner Vice President



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Anna Lebedieva Senior Analyst



Olha Rumiantseva Analyst



Oleksandra Homeniuk Analyst



Elena Serikova Data Researcher



Tzvi Kilov Writer

Special Thanks to Corum's Ukraine Research Team!





Tech M&A Research Report

Complete Global Market Report Available Upon Request info@corumgroup.com

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CORUM Tech M&A Monthly

Ten Ways to Increase Value in Today's M&A Market





1. Exit Plan







- From the moment they start the company they have a vision of:
 - Product and technologies
 - Business model
 - Management team
 - Revenue
 - Support structure





- These attributes may lead to an IPO, but over 95% of all exits are through merger.
- Beginning with the end in mind can be one of the most important steps an entrepreneurial founder takes to increase value.

Way Out



2. Increase Recurring Revenue

- Perpetual license vs. subscription (SaaS)?
- Recurring revenue is a business problem.
- Buyers want revenue to be stable and predictable.
- Eliminate the lumpy revenue of perpetual licenses and gain predictability.
- You'll be more attractive to acquirers and investors and see a big change in your valuation.

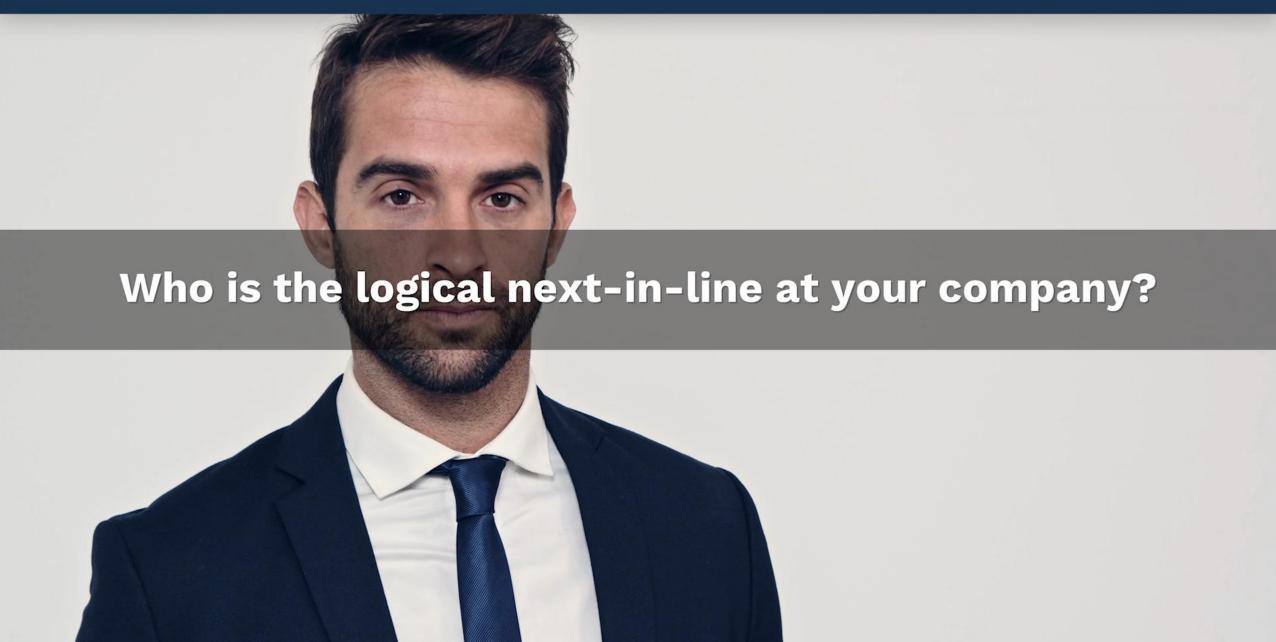




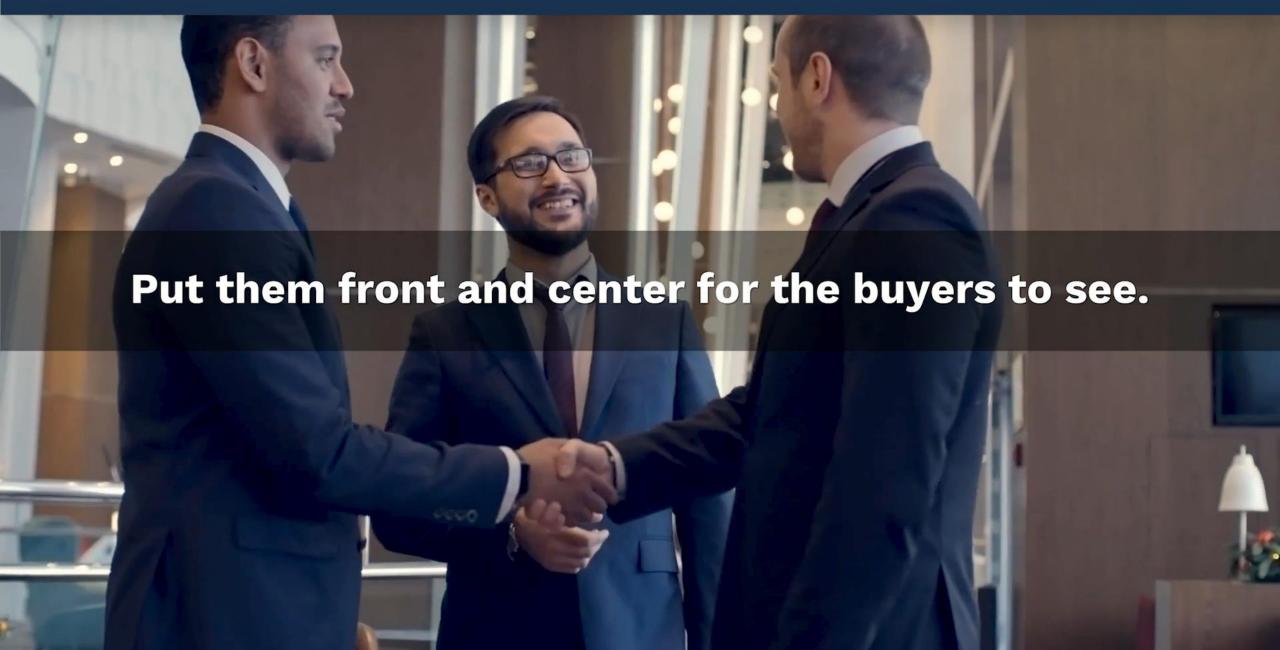
3. Your Management Team

- •Always be thinking about what buyers and investors will be looking for:
 - Experience
 - Credentials
 - Ability to work well together (chemistry)
 - How your team's skills and disciplines complement each other











- Highlight the experience of your executives and their ability to solve problems and achieve targets together.
- A great management team gives buyers confidence in the future of your company and therefore increases its value.





4. Customer Churn

- •Customer churn is the percentage of customers that do not continue buying the solution in the following year.
 - Especially important for companies with SaaS businesses.
- Strategic and financial buyers look at churn as an indicator of how good and scalable the product is.





4. Customer Churn



- As SaaS companies grow larger, so does the churn number.
- The loss of revenue requires more bookings from new customers to replace the churn, slowing down growth.
- SaaS acquisition targets' churn must be lower than 5-10% to be considered attractive and command a premium in valuation.



5. Discipline, Process and Models

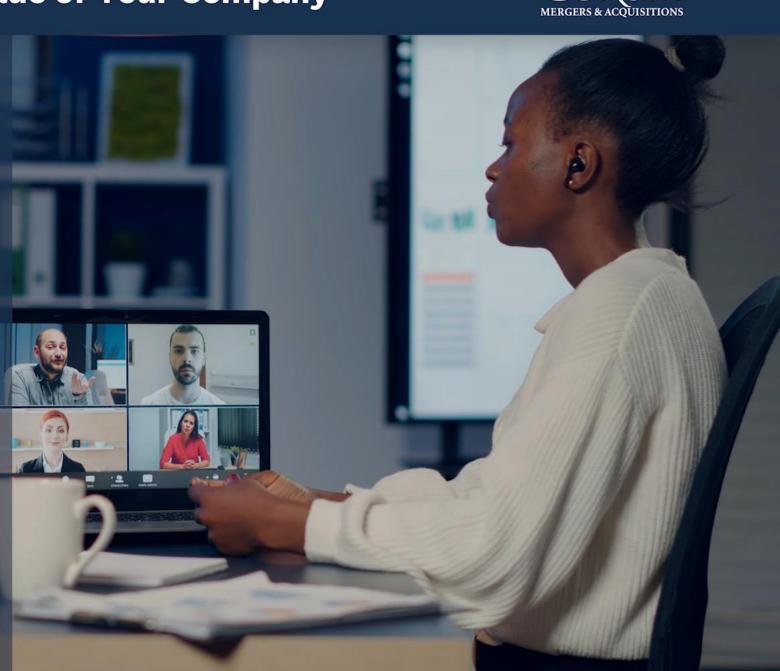


- Are your models tight and easy to understand, not reliant on individuals?
- You don't want practices to be only based on the last person you hired. It should be well thought out, based on trial and error.





- How do you identify prospects?
- How are leads converted to sales, installations and ongoing support?
- How do you change support policies? Pricing?
- Did you use the challenges created by COVID to improve your processes and models?
- Are you able to take advantage of the flexibility offered by the new virtual world?
- Have you been able to apply discipline to your development roadmap?





5. Discipline, Process and Models

Satisfying current customers is critical, but your road map must include innovation for future customers to grow your business.





6. Customer Concentration

- Too many eggs in one basket is a significant risk. It can limit buyer interest and possibly kill and M&A deal.
- If 20% or more of your revenue comes from one customer, is that safe? What happens if you lose that income?
- Keep your best customers happy but diversifying your base will keep buyers happy as well.





7. Improve Cash Flow

- Buyers want profits and don't want to spend money in addition to the purchase price.
- Most buyers will insist on a "path to profitability".
- A key driver of value is a free cash flow that your business can create. Highly profitable customers generate strong cash flows.
- More entrepreneurs are embracing "lean manufacturing" concepts to achieve these goals.
- What costs are we incurring that don't support an efficient, customer-focused organization?





7. Improve Cash Flow

- Ask your management team:
 - •How do our customers define the value they receive for the products and services we deliver?
 - Are there elements to our offerings that are nice to have?
 - Are there any costs we can eliminate or reduce?
 - •How can we make our delivery of our product more efficient?
- Focusing on these concepts can be an important way to maximize the value of your company.



8. Build Partnerships and Alliances

Many growing companies forget to play well with others because they are so focused on building product, growing the platform, and winning sales.



Company B







- Alliances take time and effort to build and keep healthy.
- A partner ecosystem will:
 - Expand your thought leadership & value proposition
 - Improve stickiness
 - Generate leads
 - Extend your sales team
 - Strengthen your competitiveness
 - Make you an easier/safer decision for the customer.









9. Year-over-Year Growth







9. Year-over-Year Growth

- Year-over-year (YoY) growth is a primary driver for how companies are valued in today's M&A.
- Growth factors informs buyers how well your company is run, how well the markets are receiving your products, and how efficiently your sales and marketing organizations operate.
- For buyers, your YoY revenue growth is reflective of future performance.

The future is what they're buying.



10. Timing



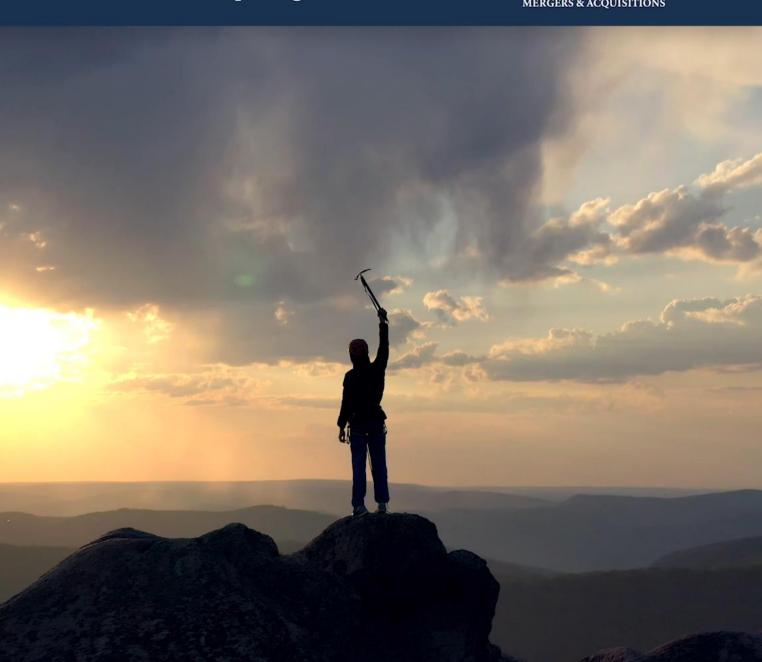


- Timing is driven by macroeconomic trends:
 - Recession
 - Bull market
 - Changes within your sector/industry





- When things are going well for your company, that's the best time to sell.
- Pay attention to what's happening in your sector.









10. Timing

You don't want to be the last man standing with your competitors part of a larger, more competitive global enterprise.



We welcome your questions!

Email questions to info@corumgroup.com

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- 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



Podcasts



After the Deal – Celebration







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CORUM Thank you!