

Tech M&A Monthly

Starts in 2 minutes

CORUM Tech M&A Monthly

Navigating Growth

M&A Exits vs. Raising Capital





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

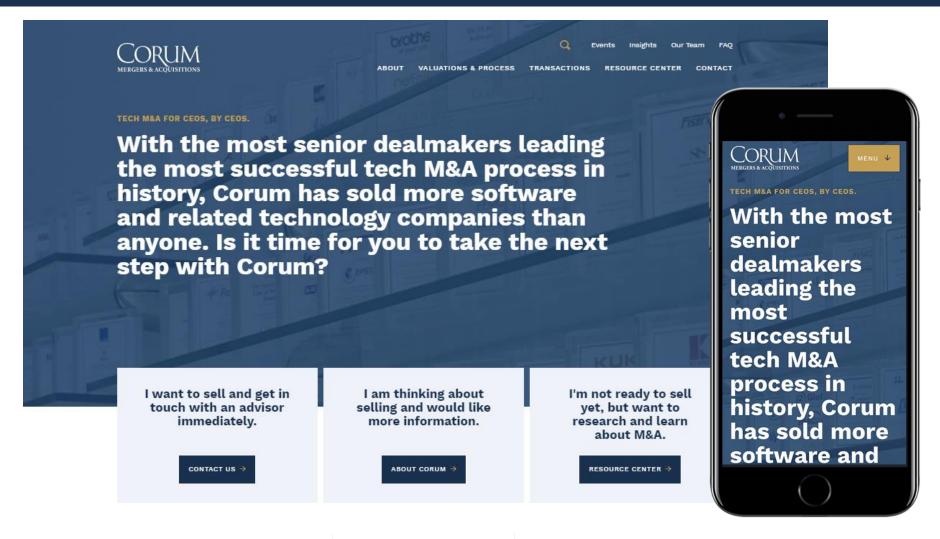
MERGE BRIEFING



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

CorumGroup.com





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

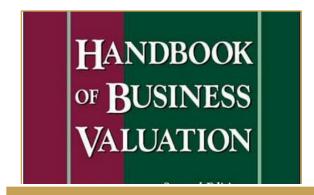
SOLD MORE SOFTWARE-RELATED FIRMS THAN ANYONE

World Tech M&A Leaders





Research

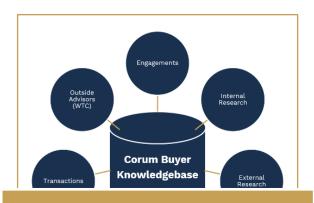


Valuation

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

Navigating Growth

M&A Exits vs. Raising Capital



Presented By



Heidi Owen, Executive Vice President, Marketing, Corum Group Ltd.



- Heidi rejoined Corum in 2019 as the Director of Marketing. Heidi leads the Corum marketing team and is responsible for planning, development, and implementation of Corum's marketing strategy and public relations activities.
- Previously Heidi worked for The Column Group, a venture capital firm dedicated to developing biotechnology companies and as the Marketing Manager for Maverick International, a manufacturer of payment processing systems and software.
- Heidi earned a Bachelor of Arts degree in Psychology from Western Washington University.



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Agenda



Welcome

Field Report

Deal Report

CEO Report: "Just Say No!"

Tech M&A Market Research Report

Buyers Corner: "Buyer Differentiation"

"Another Raise or Merge?" Presentation

Closing

CORUM Field Report August 2023

Presented By Brenden Keene Senior Marketing Coordinator Corum Group Ltd.

Corum Field Report



MERGE BRIEFING

Online in:

Philadelphia Aug 15th

Vancouver Aug 22nd

Prague Aug 24th

Atlanta Aug 30th

Dublin Aug 31st

Corum Field Report





Online in:

Tokyo – Aug 17th

Benelux - Aug 23rd

Seattle - Aug 23rd

San Diego – Aug 29th

Corum Field Report





CORUM SELLING UP SELLING OUT

Live In-person in:

MIAMI

Greenberg Traurig

333 S.E. 2nd Avenue Suite 4400

Miami, FL 33131

United States



WFS Field Report:

August 2023



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CORUM Deal Report August 2023



Deal Report



Rob Griggs

President

Corum Group Ltd.



RGERS & ACQUISTION

TOPS

has acquired



Corum acted as exclusive M&A advisor to Nabr Network



Deal Report



Joel Espelien **Executive Director -**

Client Services

Corum Group Ltd.



socialpinpoint

has acquired



Corum acted as exclusive M&A advisor to MetroQuest



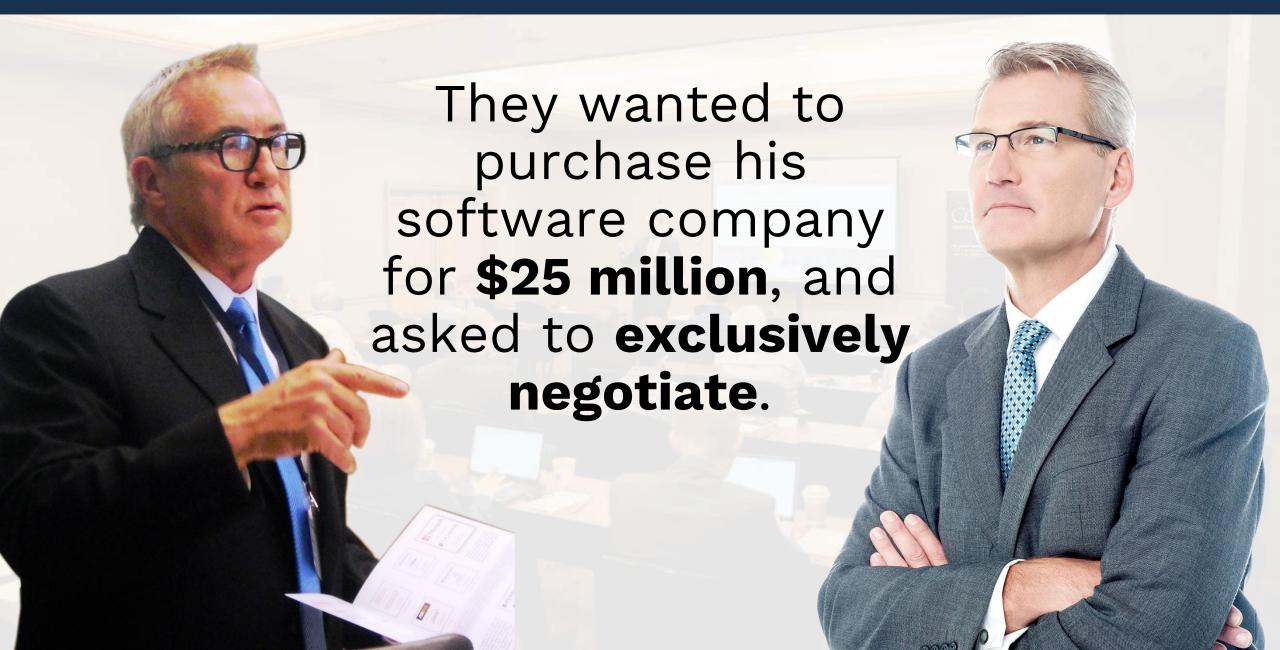
CORUM CEO Report Just Say No!



















Just Say No!





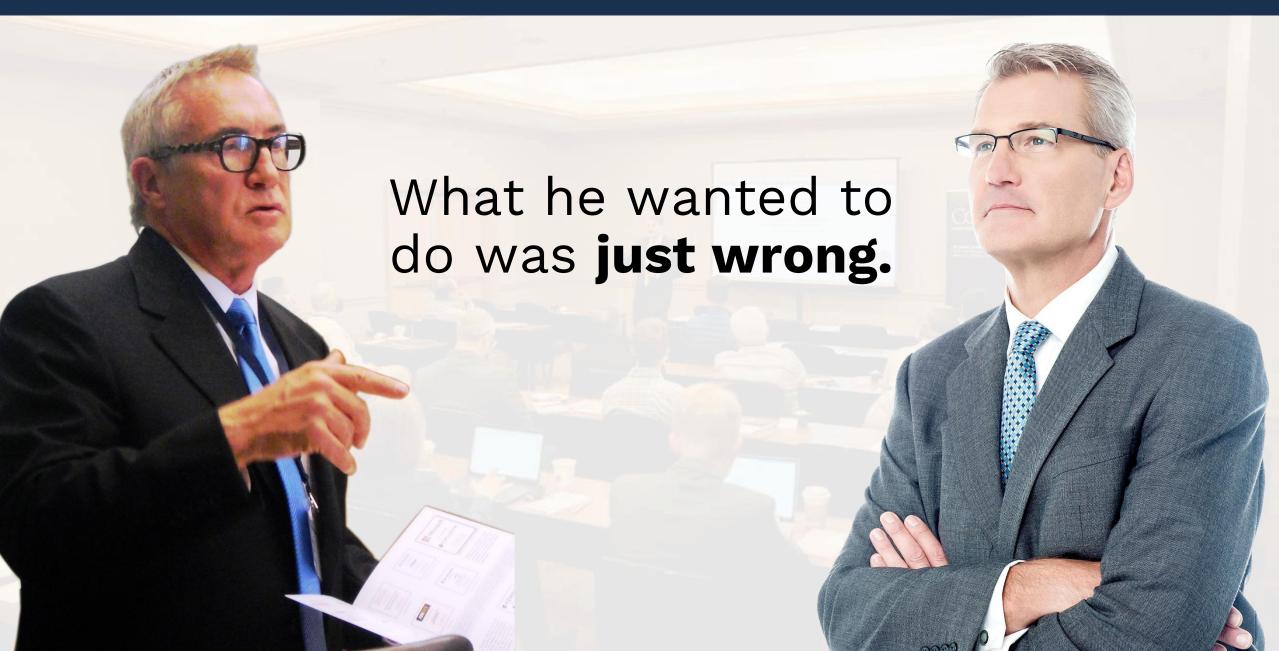


In a successful M&A process,

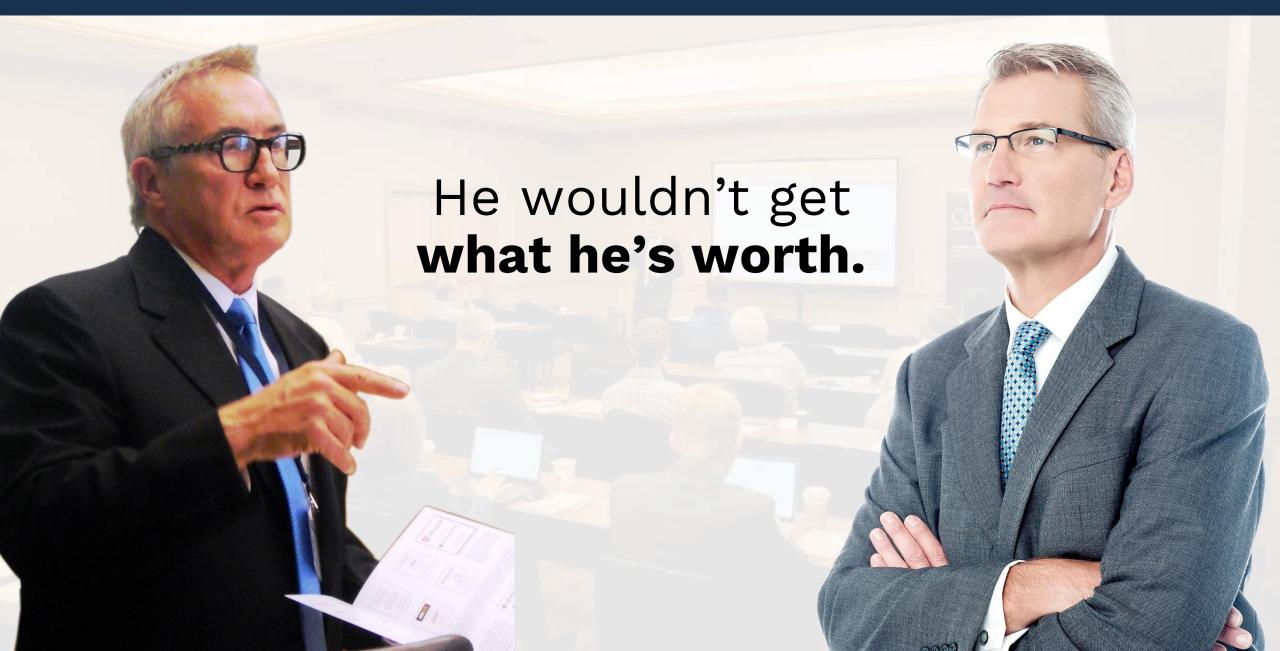
You should say "no" more than you say "yes".

That's how you create an auction environment.

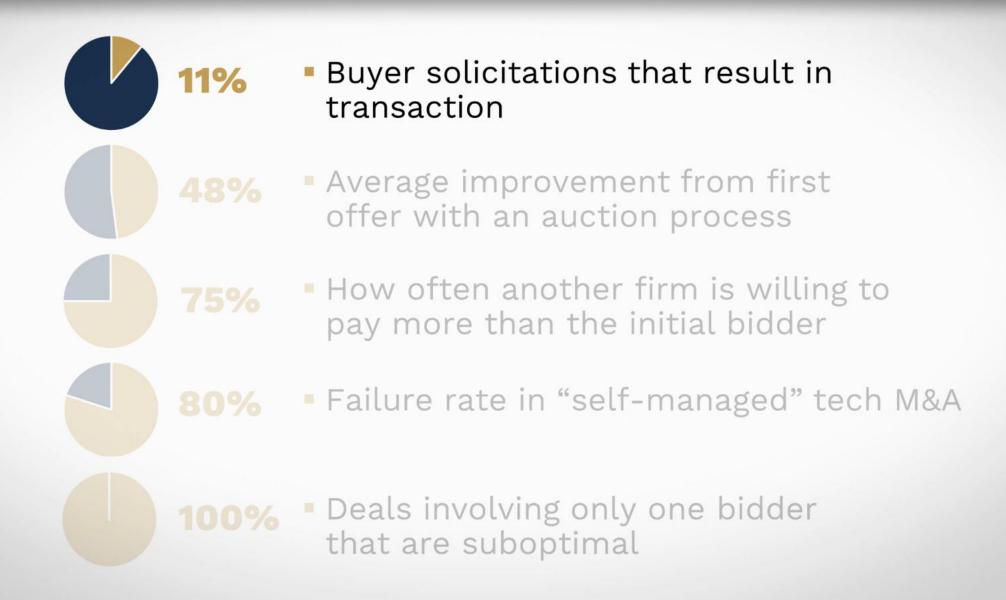




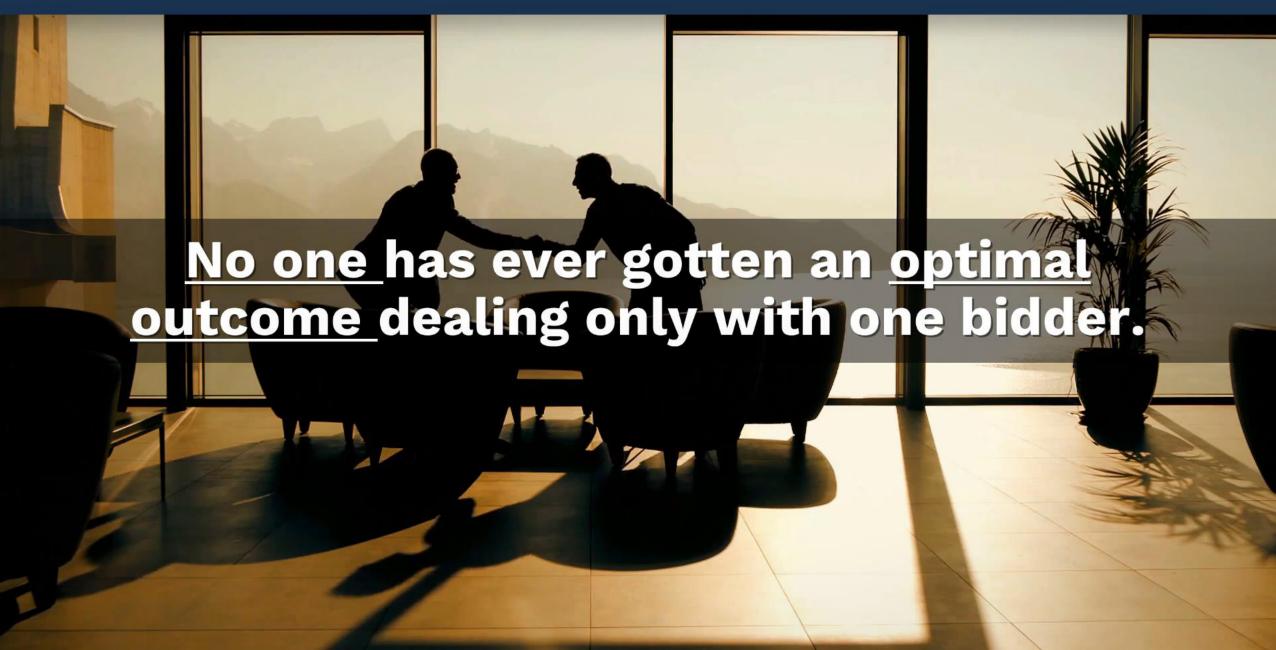




















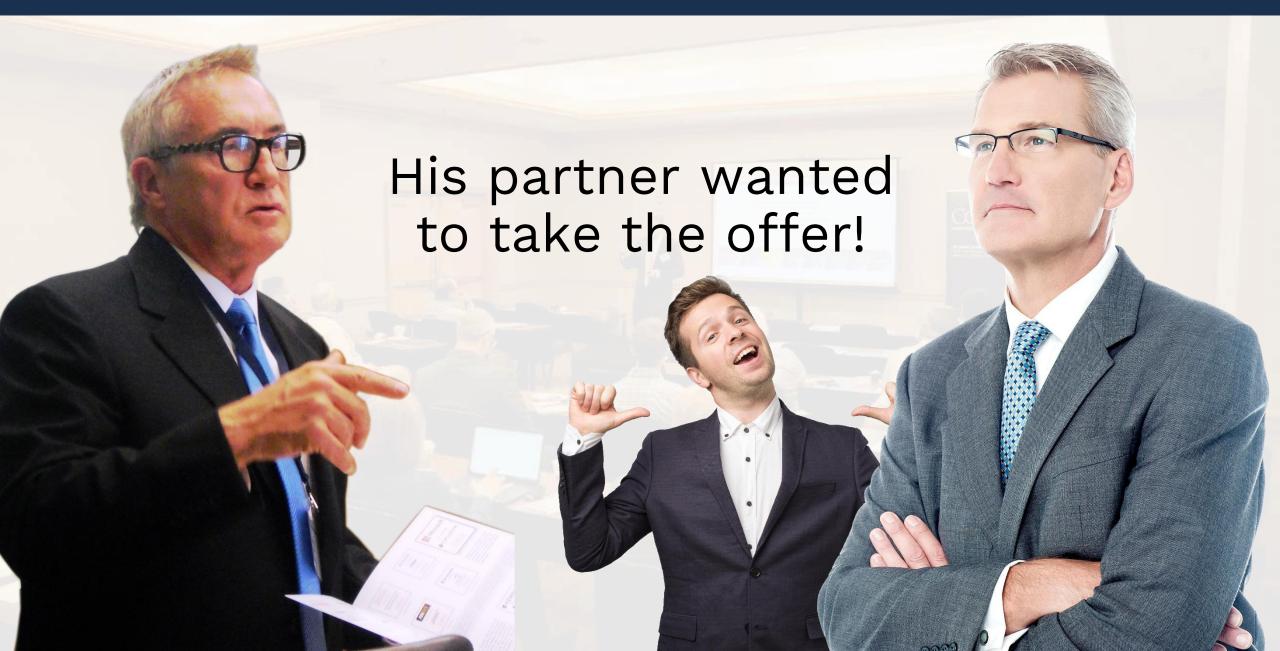


















What do you think happened?



Several months later...

He called me and said:

"I can't believe you walked away from a \$1 million fee.

That impressed me."

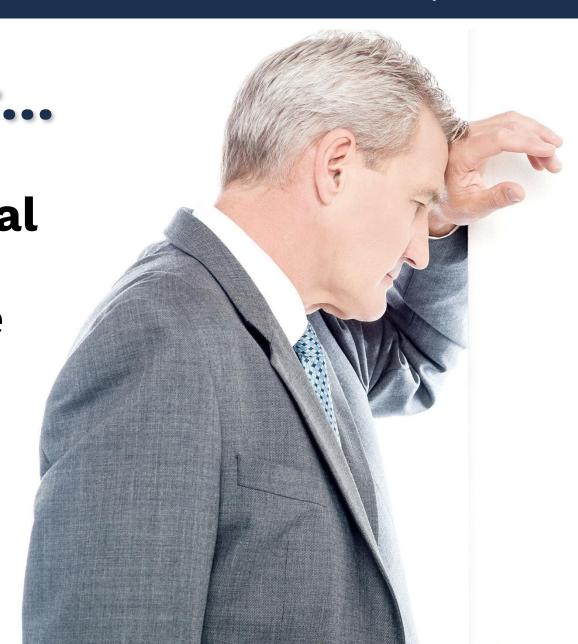




Several months later...

Trying to complete the deal was a full-time job and more complicated than he thought.

He was worn out by due diligence and didn't have any negotiating leverage.





After taking them to market...

Lowest Offer

\$40M

Minority Investment

Next Offer

<\$60M

Recapitalization

Highest Offer

\$80M

Strategic Buyer

Accepted Offer \$72M



After taking them to market...

Lowest Offer

\$40M

Minority Investment

Next Offer

<\$60M

Recapitalization

Highest Offer

\$80M

Strategic Buyer

Accepted Offer \$72M

None of these were from the original bidder.



So what about today's market?



The New York Times

Global Economy Shows Signs of Resilience Despite Lingering Threats

The International Monetary Fund upgraded its global growth forecast for 2023.



There are more buyers than ever, with over \$6T to invest.

They are hungry to deploy their money, before it's eroded by inflation.



There are more offers than ever.

In cash for 100% acquisition.

Now is NOT the time to hunker down!

State of the Market:

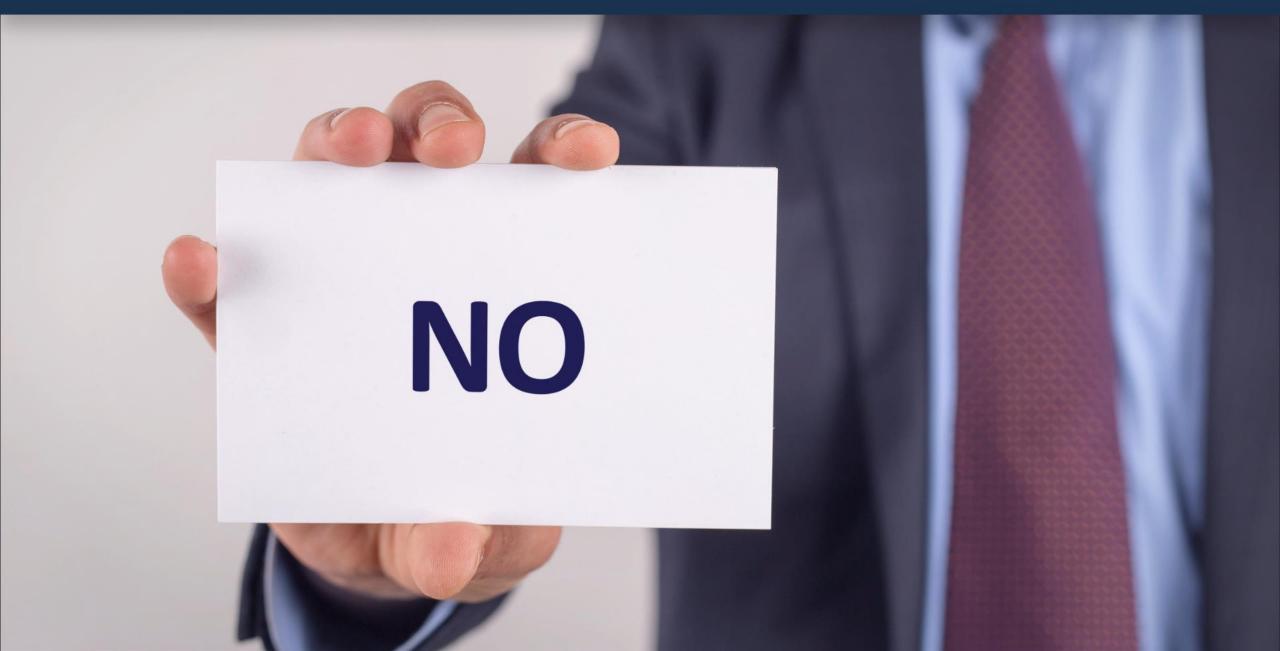


There are more unsolicited first offers than ever.

You've invested years, even decades of your life into your company.

Don't take the first offer.



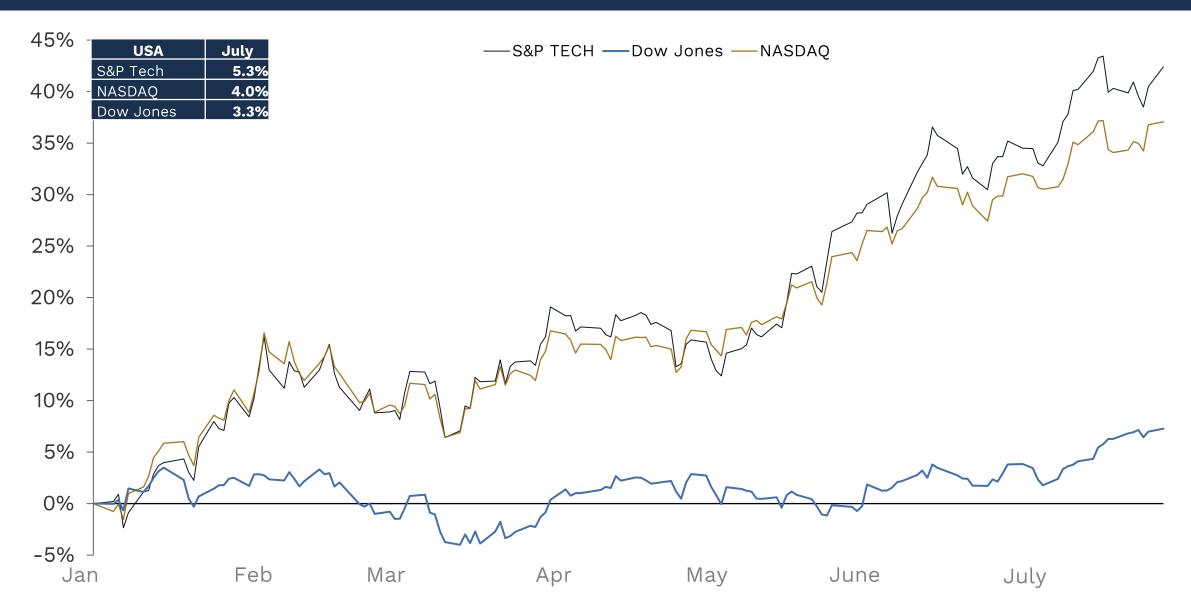




Public Markets 2023 YTD

% CHANGE





Corum Index TECH M&A



July 2022 July 2023 4% **Transactions** 407 423 **Market** 67% **Mega Deals** 3 5 **70%** \$6.9B \$11.7B **Largest Deal July 2022 July 2023 Private Equity** 47% 36 53 **Platform Deals Pipeline** 29% **VC-Backed Exits 73** 94 10% **Non-Tech Acquirers** 30 33 **July 2022 July 2023 Cross Border Transactions** 44% 37% **Attributes Start-Up Acquisitions** 22% 15% **Average Life of Target** 17 yrs 18 yrs

2023 Mega Deals (Jan-Jul)







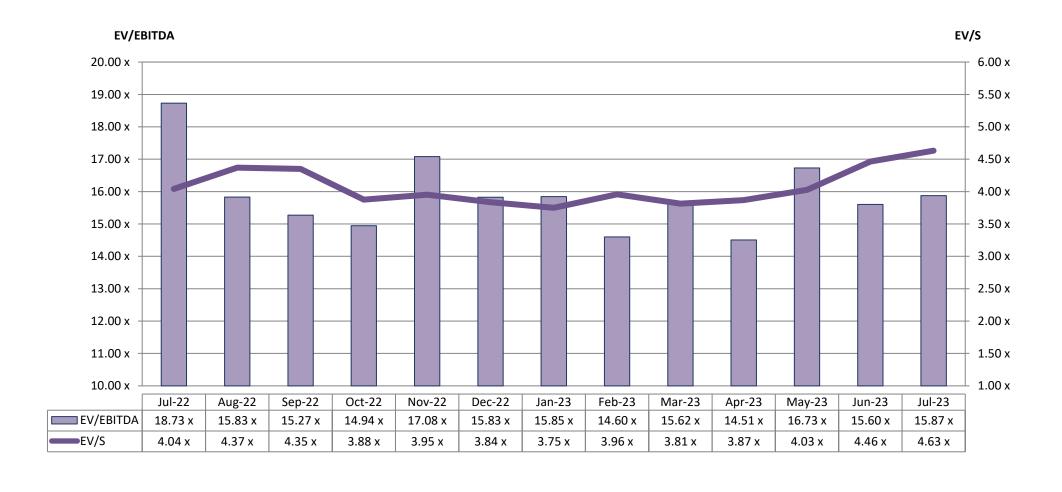








Public Valuation Multiples





	SOFTWARE	VALUATION	IS
Suk	osector	Sales	

EBITDA Sales

Examples

Application Lifecycle

▲ 5.79x

- 14.8x

ATLASSIAN



Endpoint

74.44x

-25.5x

zoominfo











Security







Storage & Hosting





COMMVAULT (











2023 Mega Deals (Jan-Jul)







Seller: Imperva [USA]
Acquirer: Thales [France]
Transaction Value: \$3.6B

- Database, application & file security SaaS





Cybersecurity

Seller	Acquirer	Seller Country	Description
CYBER TECHNOLOGIES	CIS6 G L O B A L	USA	Endpoint cybersecurity SaaS
SCADAfence	Honeywell	Israel	OT & IoT cybersecurity SaaS
RiskLens	S A F E	USA	Cyber risk quantification SaaS
ORYXLABS	EDGE	UAE	Cybersecurity threat management SaaS
Resurface	graylog	USA	API threats & attack management SaaS

2023 Mega Deals (Jan-Jul)









Infrastructure Management







PATCH MANAGER

Seller: Patchmanager [Netherlands]

Acquirer: Main Capital Partners [Netherlands]

- IT infrastructure management SaaS





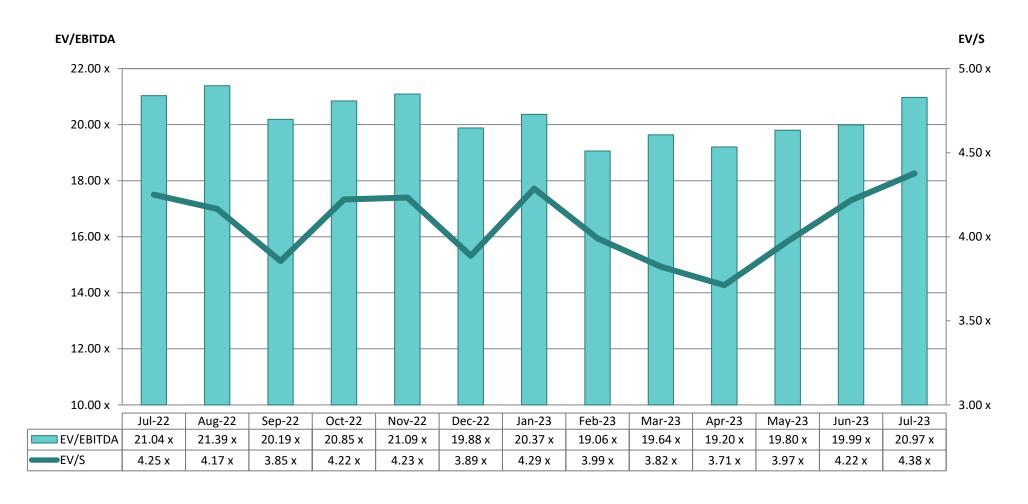


Seller: Moogsoft [USA]

Acquirer: Dell Technologies [USA] - AlOps incident management SaaS



Public Valuation Multiples







Subsector	Sales	EBITDA	Examples		
Business Intelligence	▲ 5.78x	▲ 24.0x	MicroStrategy	VERINT.	splunk>
Marketing	▲ 3.59x	— 20.6x	WiX	bread financial.	HubSpot
ERP	— 4.57х	— 22.2x	ORACLE"	PEGA	SAP
Human Resources	— 8.79х	— 20.7x	RECRUIT	PAYCHEX	workday.
SCM	▼ 12.8x	▼ 46.0x	AMERICAN SOFTWARE	DESC RTES	Manhattan Associates.
Payments	▲ 3.01x	▲ 16.2x	UNIVERSAL PAYMENTS	PayPal	Square
Other	- 4.02x	- 19.2x	NUANCE	opentext™	salesforce

2023 Mega Deals (Jan-Jul)









Marketing Automation





Seller: Balihoo [USA] **Acquirer:** Insticator [USA]

- Multi-location marketing automation SaaS







Seller: AdMass [Canada] Acquirer: Sampler [Canada]

- Social media marketing automation SaaS







Seller: Virality [Italy] Acquirer: Traipler [Italy] - Influencer marketing SaaS





Customer Analytics







Seller: GfK (Consumer Panel Business) [Germany]

Acquirer: YouGov [United Kingdom]

Transaction Value: \$342M

- FMCG shoppers behavior analytics SaaS







Seller: Opinary [Germany]

Acquirer: Affinity [Hostway] [USA] - Consumer engagement SaaS





Seller: SIGMA Data Insights [USA]

Acquirer: iSOCRATES [USA] - Customer data analytics SaaS





Document Management







Seller: plusmeta [Germany]

Acquirer: Quanos Solutions [Keensight Capital] [Germany]

- Technical document management SaaS







Seller: Validsign [Netherlands]

Acquirer: Visma [HgCapital] [Norway] [USA]

- Digital signature management SaaS







Seller: Simplify eCommerce [USA] Acquirer: Loren Data [USA]

- Translation & ecommerce document EDI SaaS







Seller: Paperwise [USA]

Acquirer: Dura Software [USA] - Document management SaaS





SCM







Seller: TIE Kinetix [Netherlands] **Acquirer:** SPS Commerce [USA] **Transaction Value:** \$75.8M

- SCM & EDI SaaS



Seller: PICKUP Now [USA] **Acquirer:** Point Pickup [USA] - Delivery management SaaS



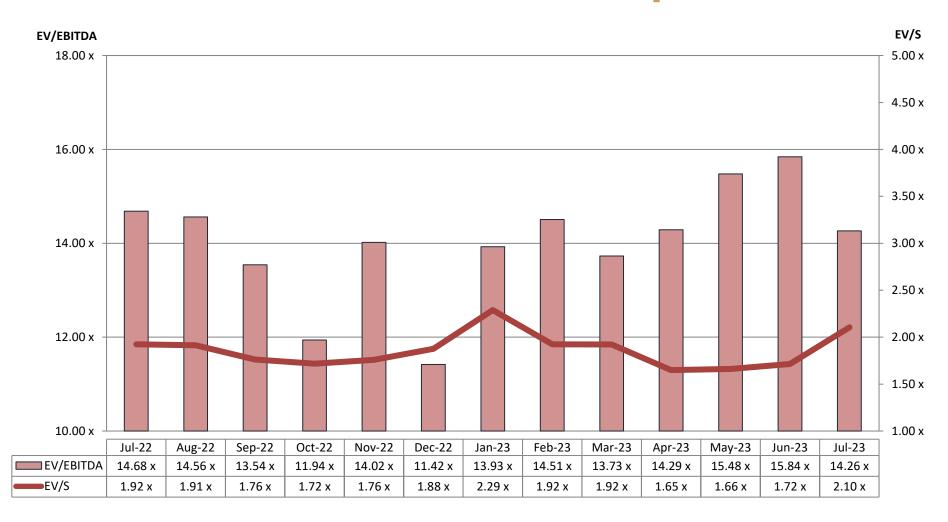




Seller: ID Solutions [USA] **Acquirer:** Falx Capital [USA]
- Warehouse management SaaS



Public Valuation Multiples





Subsector

Sales

EBITDA

Examples

Diversified Internet

-3.54x - 15.6x

Alphabet Bai 面度 Tencent 腾讯

eCommerce

▲ 1.03x ▼ 22.0x



Social Network

▲ 1.94x **▲** 4.73x

Meta



twitter

Travel & Leisure

▲ 3.29x **▲** 19.2x











Ticketing







Seller: GoOut [Czech Republic]

Acquirer: Piletilevi Group [BaltCap] [Estonia] - Online ticket booking and sales services





Seller: Bilete.ro [Romania]

Acquirer: Piletilevi Group [BaltCap] [Estonia]

- Online music, sports, and entertainment ticketing services





Moving and Delivery



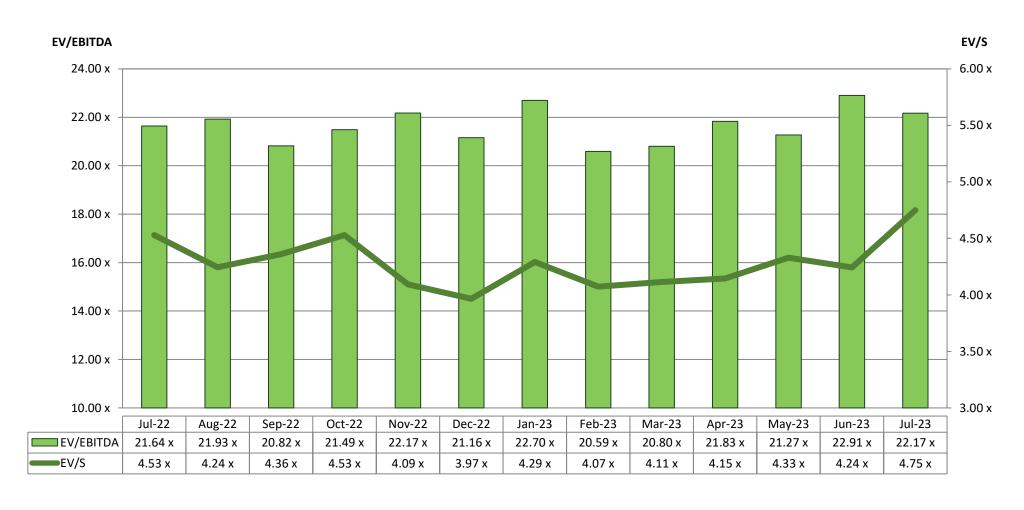
Seller: JustLorry [Malaysia]
Acquirer: SEATech [Malaysia]

Transaction Value: \$3.5M

- Online moving & delivery services



Public Valuation Multiples







Subsector	Sales	EBITDA		Examples	
A/E/C	- 10.4x	— 41.0x	AUTODESK.	DASSAULT SYSTEMES	SYNOPSYS°
Automotive	▲ 2.95x	— 18.5x	Autotrader 😩	Scout24	• CDK • Global.
Energy & Environment	▲ 3.97x	▲ 33.4x	IHS Markit	Itron	xylem
Financial Services	- 5.47x	— 18.9x	Broadridge	SS <mark>&</mark> C	fiserv.
Government	- 2.14x	— 15.4x	NORTHROP GRUMMAN	L3HARRIS	*** tyler technologies
Healthcare	▲ 1.96x	— 16.6x		HealthCatalyst	Teladoc
Real Estate	▲ 3.76x	— 61.7х	REDFIN	CoStar Group	≥ Zillow °
Other	- 4.76x	-24.5x	amadeus	Rockwell Automation	Sabre

2023 Mega Deals (Jan-Jul)









Goldman Sachs

Seller: Kahoot! [Norway]

Acquirer: Goldman Sachs [USA]

Transaction Value: \$1.7B and 10.8x EV/Sales

- Educational gaming SaaS





EdTech







Seller: SchoolMessenger [West] [USA]

Acquirer: PowerSchool [USA] **Transaction Value: \$300M**

- School unified communication SaaS







Seller: CoachView [Netherlands]

Acquirer: Paragin Group [Main Capital Partners] [Netherlands]

- Training administration SaaS







Seller: InTouch Receipting [USA] **Acquirer:** KEV Group [Canada]

- School payments management SaaS





GovTech





Seller: Metroquest [Canada]

Acquirer: Social PinPoint [MySite] [Australia] - Transportation public engagement SaaS









Seller: GTT [AnaCap Financial Partners] [Spain]

Acquirer: Stirling Square Capital Partners [United Kingdom]

- Public sector tax administration SaaS



Critical Infrastructure business





Seller: Forcepoint (Global Governments and Critical Infrastructure business) [USA]

Acquirer: TPG Capital [USA] - Government security SaaS

2023 Mega Deals (Jan-Jul)











Seller: Nextech [Thomas H. Lee Partners] [USA]

Acquirer: TPG [USA] **Transaction Value: \$1.4B**

- Practice management SaaS





Healthcare - HR







Seller: Smartlinx [USA]

Acquirer: Lone View Capital Management [USA] - Healthcare workforce management SaaS







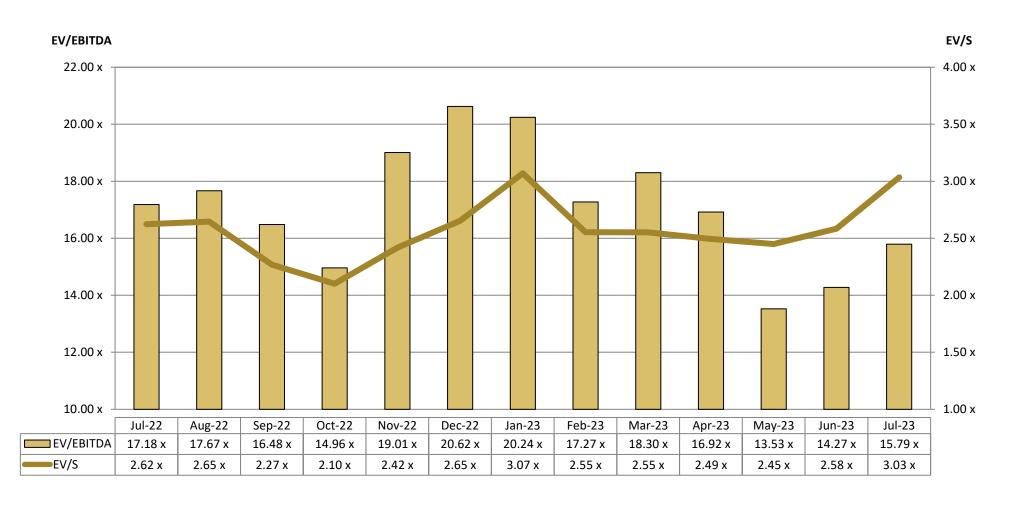
Seller: Polaris AI [SwitchPoint Ventures] [USA]

Acquirer: Aya Healthcare [USA]

- Healthcare staffing & scheduling SaaS



Public Valuation Multiples







Subsector	Sales	EBITDA		Examples	
Casual Gaming	▲ 3.29x	▲ 15.8x	EMBRACER GROUP	Nintendo	netmarble
Core Gaming	- 3.53x	— 12.5x	12	ZA	UBISOFT
Other	▼ 2.33x	-34.0x	luA	NETFLIX	Spotify®





Games

JURBULENT





Seller: Turbulent [Canada] Acquirer: Cloud Imperium Group [USA] - Videogames development studio







Seller: Lucid Games [United Kingdom]

Acquirer: LightSpeed Studios [Tencent] [Singapore]

- Video games developer





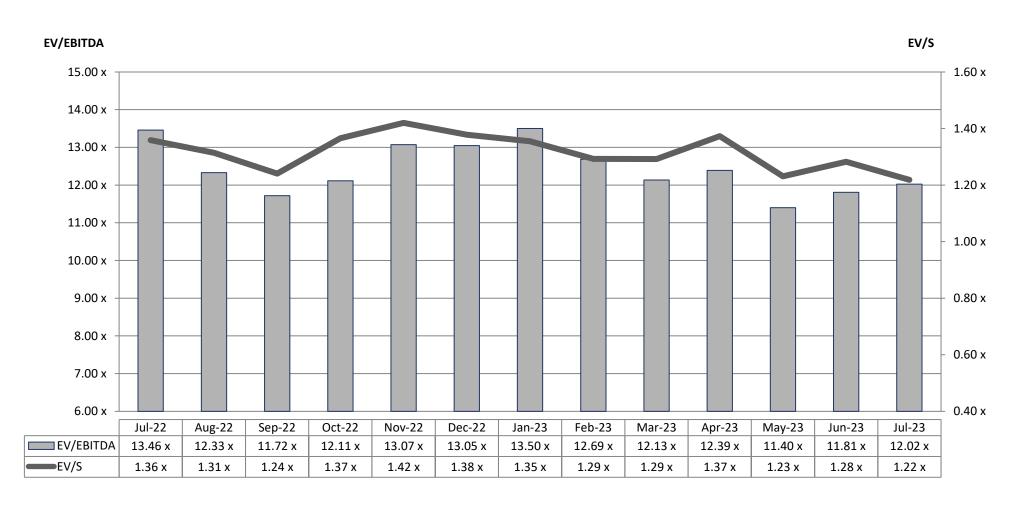


Seller: Techland [Poland] **Acquirer:** Tencent [China]

- PC games developer & publisher

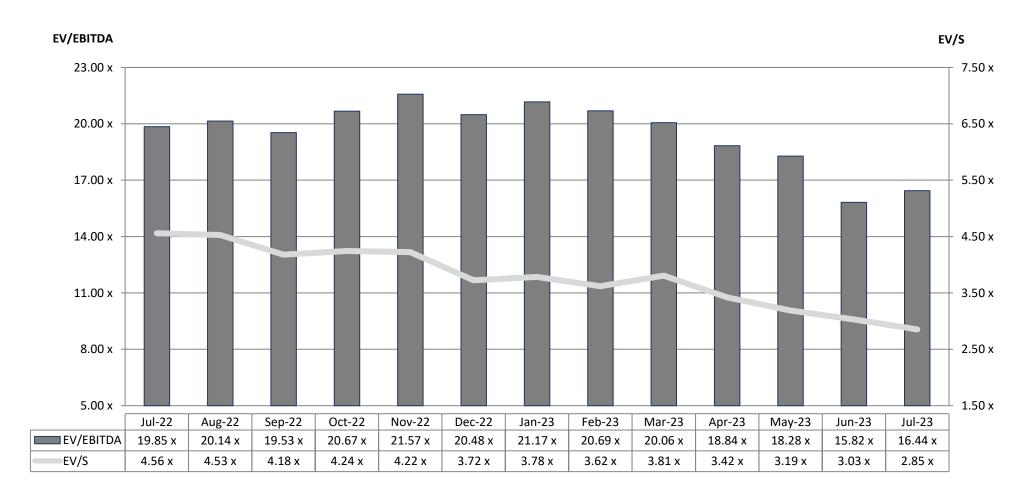


Public Valuation Multiples





Public Valuation Multiples







Focused Systems Consultants

Seller	Acquirer	Seller Country	Description
Emtec	≈ apps associates QUAD-C	USA	Oracle-focused IT application consulting services
PIXELY	Plus91Labs	Singapore	Salesforce-focused cloud and IT consulting services
525 technologies	BlueAlly SourceCapital	USA	Microsoft partner consulting services
STAGIL	TIMETOACT GROUP EQUISTONE	USA	Atlassian-focused IT consulting services
OXya A Hitachi Group Company	montefiore	France	SAP-based hosting & systems integration services





Software Development Services







Seller: Altas Technologies [Netherlands]

Acquirer: IMC [Netherlands]

- Trading software development services







Seller: Sidero [Ireland]

Acquirer: GlobalLogic [Hitachi] [USA]

- Software development & engineering services

Combient/







Seller: Combient Mix [Combient] [Sweden]

Acquirer: Silo AI [Finland]

- AI & data competency & software development services







Seller: Macrotechnos [Japan]

Acquirer: Icom [Japan]

- Contract software development services

Corum Research Report





Amber Stoner Vice President



Artem Mamaiev Associate



Anna Lebedieva Senior Analyst



Anastasia Angelcheva Analyst



Elena Serikova Data Researcher



Tzvi Kilov Writer





Tech M&A Research Report

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

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

CORUM

Buyers Corner Buyer Differentiation

Presented By
Sean Fitzgerald
M&A Associate
Corum Group Ltd.

State of the Market:



Buyers have the tools and the talent.

But are they able to connect with sellers?

Access to capital and a target profile is simply not enough.



State of the Market:



1. Understand the Sellers' Needs



1. Understand the Sellers' Needs

The needs of the seller go much deeper than simply needing a sale of their company.

Some sellers are looking for legacy preservation, while others need help with a pain point in their business.

Understanding the sellers' needs may be the difference in getting the deal done.

State of the Market:



2. Cutting Through the Static



"I've reached out to a handful of companies, but I haven't heard anything back!"





"I receive 5
generic emails a
month/week/day
from people
interested in my
company."





"I don't have time to sift through emails, I'm too busy running a company!"





How can I cut through all the other buyer static to really stand out to prospective seller?



Buyers must be able to stand out in a way that makes a seller want to talk with them.

Form a connection.

The goal is to make the prospect NEED to talk to you.



The Tip of the Iceberg

Buyer differentiation is the material difference in starting and maintaining meaningful conversations with prospective sellers.

Buyers Corner: Buyer Differentiation





Contact Us!

Phone: 425-455-8281

Email: info@corumgroup



Thinking about doing a raise, then a merge?

Think very carefully about that...

Another Raise or Merge?



Another Raise or Merge?

- Due to market uncertainty, Many startup and growth stage software company CEOs are forced to shore up their capital needs to fund their growth.
- M&A is often considered as an option when the company has reached a degree of maturity and ready for an exit.
- Unfortunately, a lot can go wrong along that journey.





Doing a Raise:



You'll give up equity without getting any liquidity.

- If you're raising an A or B round, you can expect to give up to 30% of equity or more.
- Any investment will involve dilution for shareholders raising share prices making eventual sales more difficult.
- Your slice of the pie will become smaller with the more shareholders you have.





Dilution has a cost.

 We often encounter CEOs who, after 3-4 funding rounds, retain less than 10 percent ownership, with little incentive left.



You may lose control.

- New investors may want to add board members to your current group, shifting the dynamics of the board and impacting voting percentages.
- This could have a significant impact if the board is not aligned on going to market for an M&A event.





Different emphasis on growth.

- Most VCs will drive an early-stage company to spend their investment on growing, quickly creating the need for more working capital.
- In uncertain economic times like now, they'll be the first to tell you not to worry, that they'll provide additional capital when needed, but forget to add that it could come at a significantly lower valuation (down-round).



You may end up with nothing.

- Most investment terms have preferred liquidation rights and preferred stock rights, favoring the last investors in, they get paid first.
- This isn't a concern when the ultimate sale price far exceeds the preferred threshold, and there's plenty left to divide among the other shareholders.





You may miss your optimal M&A window.

- From the 2000 and 2008 recessions, we learned that tech companies can quickly lose 80% of their value when the market turns and takes 4 to 6 years to regain their peak valuations.
- Many CEOs and founders missed their most opportune exit window then and never recovered.





Is this a risk that you are willing to take?



The time burn.

- Raising money is timeconsuming, especially for smaller companies.
- Unless you have a significant war chest to survive a couple of years of turmoil, you can become a prime target for vulture capital.





You may get the board from hell.

- Your investors may not understand your business and its market dynamics.
- They may challenge you every step along the way, blocking you from making timely decisions, including when to sell your company and for how much.



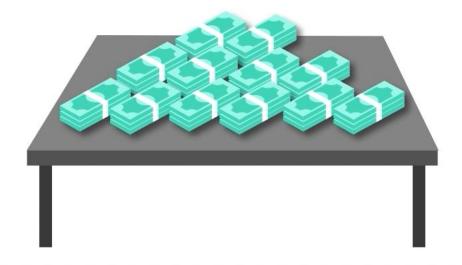


The M&A Route



Immediate Liquidity.

 There is an immediate opportunity for CEOs and founders to take significant money off the table-no need to wait through more years of work and risky promises that may never materialize.





Higher Valuations.

 Running a global process and targeting strategic buyers and PEs will almost always yield higher valuations because of the auction process. Your share price is not pegged to a specific valuation but to what the market will pay.







Harnessing your full potential.

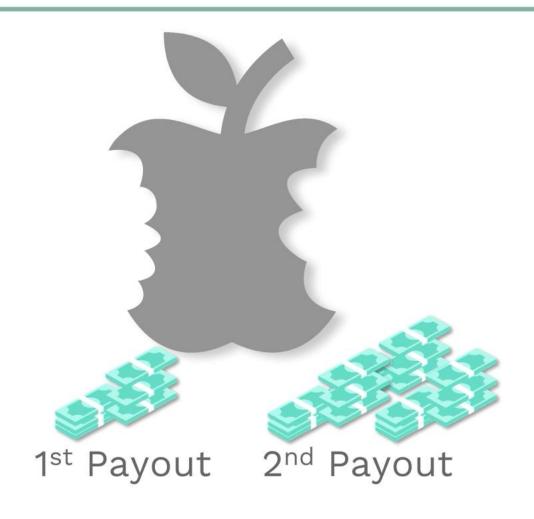
- Strategic buyers will have certain advantages.
- They are looking for global sales, a marketing footprint and operational resources that they can take out to the market, and they have the user base to make that happen.
- VCs and other capital sources cannot provide.





A second bite opportunity.

- A common scenario with private equity firms is a 70-90% PE recap where you get a first significant liquidity event and then a second bite from the apple' when the company is resold again by the PE firm.
- The payout of the second event is sometimes higher than the first one.





Faster outcome.

- When you are raising and struggling to close a round:
 - calibrate your value with over 100 prospective buyers
 - get a full sale or majority recap
 - minority growth round
 - venture debt
- You'll also gain valuable market feedback, with the option to step out of the market should conditions be sub-optimal.



Valuable Insights.

- The interactions with the C-level executives of prospective buyers may yield some invaluable insights.
 - What do they like?
 - What don't they like?
 - Who else do they see in the market?
 - What would make you more desirable?
 - What concerns them?



Conclusion:

There's never been a better time to sell.





With the improved outlook on the economy, values are going up.

Corum currently has 20 companies going to market.

Another Raise or Merge?



Interested in Tech M&A?

Contact Us!

Phone: 425-455-8281

Email: info@corumgroup



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







www.CorumGroup.com

CORUM Thank you!