

TECH M&A MONTHLY

....starts in 2 minutes

Join the conversation!



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Past Attendees Include:











































Past Conferences & Reports

- Private Equity Panel
- Buyers Panel
- Google Acquisition Strategy
- Crowdfunding M&A Impact
- Special Reports: SaaS, Mobile, Gaming, Social, Cloud, Geospatial, Security
- Special Reports: Facebook Effect, Dell, Microsoft, HP, IBM...



TECH M&A MONTHLY

....starts in 1 minute

Join the conversation!



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Merge Briefing

- 90 Minutes
- Industry Update
- Overview of the M&A Process
- Upcoming events in:
 - Indianapolis
 - Dayton
 - Las Vegas
 - Kansas City
 - St. Louis
 - Sacramento

- Atlanta
- San Francisco
- New York
- Berlin
- Dublin
- Amsterdam



MERGE BRIEFING

Selling Up, Selling Out

- Half-Day
- Tech M&A Bootcamp
- The most attended tech executive conference in history
- Upcoming events in:
 - Seattle
 - Houston
 - Boston
 - Reston





8 Stages for an **Optimal Outcome**



Typical Negotiation Flow

Discovery process is complete

Seller presents delivers an opening counter offer

Seller presents delivers an opening counter offer

AVOIDING THE DEAL DISASTERS

Upcoming Conference Schedule

Selling Up Selling Out (SUSO) - Ready to go to market? During this half-day workshop, learn to prepare, position, research, value, negotiate, and execute due diligence for maximum price and structure. This is the most attended Tech M&A event ever – participants have done over \$1 trillion in transaction value.

Merge Briefing (MB) - The Merge Briefing is a 90-minute executive briefing providing a current M&A market update (trends, valuations, etc.), as well as a brief overview of the Tech M&A process: "8 Steps To An Optimal Outcome."

Jan. 31: Indianapolis – MB Feb. 16: Houston – SUSO

Feb. 1: Dayton – MB Mar. 7: Kansas City – MB

Feb. 7: Las Vegas – MB Mar. 8: St. Louis – MB

Feb. 7: Seattle - SUSO

...With more events in:

Portland London Sacramento Los Angeles

Reston Dublin Costa Mesa Miami

Logistics

- Ask questions any time
 - Use Q&A tab on bottom of screen
 - Click "Refresh Now" to view responses
- This event is being recorded
 - European broadcast January 20, 1 PM Berlin Time
 - On demand webcast will be available at www.corumgroup.com

Forecast 2017: Global Tech M&A

January 19, 2017

Join the conversation!



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Welcome



Bruce Milne CEO Corum Group Ltd.

A leader in the software industry, Bruce has founded or owned four software companies, including the largest vertical market software company, AMI, an Inc. 500 firm rated by IDC as the fastest growing computer-related company in the world.

He has served on advisory boards for Microsoft, IBM, DEC, Comdex and Apple, and as 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, and founder of the WTIA, the nation's most active regional technology trade association.

He worked with the Canadian government to found SoftWorld, and he was recently chosen as one of the 200 most influential individuals in the IT community in Europe. He was also the only American juror for the recent Tornado 100 Awards given to Europe's top technology firms

A graduate with Distinction from Harvard Business School, Bruce has written three books on business models for success, including *Power Planning*. He is a frequent lecturer and author.

CORUM

Agenda

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Tech M&A Market Drivers

2017 Predictions

Top 10 Disruptive Tech Trends

Clouds on the Horizon?

Annual Research Report

Luminary Panel

Peter Coffee – Salesforce Dr. Karl Popp – SAP Reese Jones – Singularity University Henry Hu – IBM

Q&A

2017 Six Tech M&A Market Drivers

- 1. Record cash strategic & financial buyers
- 2. Strategic imperative disruptive trends
- 3. Record financial markets
- 4. More buyers broader deal interest
- 5. Inexpensive debt (PE buyouts)
- 6. Repatriation of US tech funds (\$1 Trillion)

2017 Predictions & 2016 Scorecard



Timothy Goddard SVP, Marketing Corum Group Ltd.

Timothy joined Corum in 2011, and oversees the company's marketing efforts globally from the headquarters near Seattle. Chief among these is Corum's 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 Symposiums' live events and Market Spotlight series. Through these events, Corum Group serves as the world's leading educator in technology mergers and acquisitions.

Prior to joining Corum, Timothy 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. In addition to marketing for software startups, Tim has worked for a US Senate campaign and taught science in Rio de Janeiro.

Timothy graduated Magna Cum Laude from Bethel University in St. Paul, Minnesota, with degrees in History and Biology.

Corum 2016 Prediction Scorecard

0	Food ordering & delivery apps integrated into gaming & social media.
0	Apple makes a major acquisition in the IoT or Enterprise space.
0	Booming Indian product M&A doubles, including at least one megadeal.
6	Private Equity acquires an underperforming public Internet company such as Groupon, RetailMeNot or Yahoo.
7	Consumer traction in entry-level VR driven by immersive sports and viral videos—not games.
10	Drone software M&A takes off, with image processing and analytics at the forefront.
10	Asian Internet giants acquire strategic European travel sites and services.
10	Vehicles, not houses or cities, become the central hub of the IoT—driving a global M&A wave with multiple megadeals.

2017 Predictions

- Amazon will make an unusual acquisition.
- GE will extend its shopping spree, breaking into the top three tech company acquirers.
- More blockchain-related acquisitions by fintech and traditional finance firms.
- Repatriation leads to multiple acquisitions of US "unicorn" tech firms.

2017 Predictions

- Sovereign funds will cut out the middleman stepping into a more direct role in tech M&A.
- Major Al players will make notable acquisitions in data security.
- Industrial sector follows GE & Siemens into tech M&A including IoT, SCM & related deals.
- More major tech firms make a move into the connected car space.

Corum Top Ten Technology Trends 2017

CORE



Al Enablement



loT Software



Visual Intelligence Systems



Digital Currency Flow



Data Science Monetization





Online Exchanges



Omni-channel Sales



Connected <u>Heal</u>th

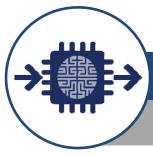


Focused IT Services



Data Security





#1: AI Enablement

Putting AI to work by means of big data and feedback



Allan Wilson Vice President Corum Group Ltd.

Allan has over 30 years of executive and entrepreneurial experience and has built and sold several software companies in sectors including, manufacturing, supply chain, big data, predictive analytics and social networks. He has deep understanding of Aerospace, Automotive, High Tech, Healthcare, Consumer Products and Military Contracting operating models.

Allan has extensive international experience and lived in Germany for a time working for SAP, following the sale of his company to them in 2009.

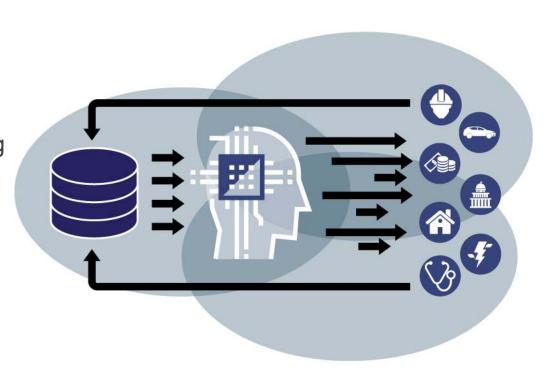




#1: AI Enablement

Putting AI to work by means of big data and feedback

- Nascent Als and other machine learning platforms need data.
- Need tasks that provide data, benefit from improving expertise, then provide feedback to improve the platform.
- Business cases emerging rapidly across all sectors.
- Significant stores of unique data can short-circuit "build vs. buy" debates in M&A.







#2: IoT Software

Emerging platforms, standards & analytics



Rob Schram Senior Vice President Corum Group Ltd.

Rob has over 30 years of executive and entrepreneurial experience in multiple technologies: Integrated circuit testing, industrial process automation and control, communications software, security software, and energy software and services.

Rob has founded and sold several companies and engaged in two IPOs. He was most recently CEO of Evergreen Fuel Technologies, Inc. in the energy sector. Rob is a broadly skilled strategic development professional with a proven reputation for targeting, negotiating and developing profitable ventures and a demonstrated ability to successfully analyze an organization's critical business requirements, identify deficiencies and opportunities, and develop innovative and cost-effective solutions for enhancing competitiveness, increasing revenues, and improving customer relationships.





#2: IoT Software

Emerging platforms, standards & analytics

- Internet of Things (IoT) growth brings us into its first full software cycle.
- Each "Thing" needs platforms, communication, analytics, etc.
- Competing platforms and associated ecosystems beginning to coalesce.
- IoT software often, but not always, inextricably enmeshed with hardware.
- Compatibility-driven, as in other cycles of disruption.







#3: Visual Intelligence Systems

Intersection of AI, computer vision & analytics



Daniel Bernstein Vice President Corum Group Ltd.

Daniel Bernstein has worked in a number of roles over a twenty year career in high technology, most recently as the founder and CEO of Sandlot Games Corporation, a leading casual games publisher and developer. Having sold Sandlot Games to Digital Chocolate in 2011, Daniel started a small games studio and a consulting practice where he advises larger companies such as RealNetworks and smaller high growth businesses on product development, strategic initiatives, and M&A opportunities.

Prior to Sandlot Games, Daniel Bernstein held director level positions in companies such as Wild Tangent and Monolith. An accomplished composer, Daniel also writes music for most of the games he works on.

Daniel holds a BS in Computer Science and an MA in Music Composition from the University of Virginia.

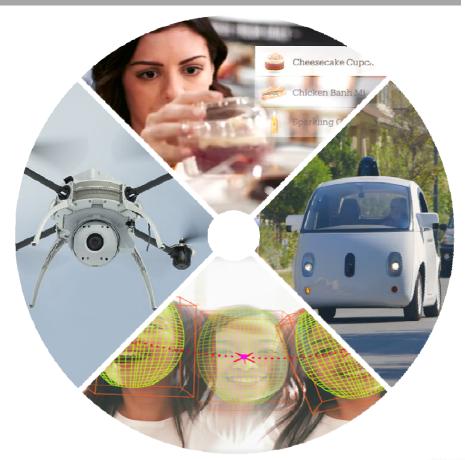




#3: Visual Intelligence Systems

Intersection of AI, computer vision & analytics

- Evolution of Positioning Intelligence beyond GPS required computer vision.
- Drones and self-driving cars driving advanced vision tech with even larger implications.
- Retail, security, energy, agriculture, advertising are all being impacted.
- Companies creating practical solutions with this tech especially utilizing analytics are in high demand.







#4: Digital Currency Flow

Decreasing friction in payments & exchange



Rob Griggs Vice President Corum Group Ltd.

As a serial entrepreneur and investment banker, Rob Griggs has had a successful 35+ year career in the high technology arena. Early in his career he was a top performer at Apple before starting his first software company in the mid-1980's. As a founder of Authorware / MacroMedia, NetRadio, Wit Capital, and many other companies, Rob's sales, marketing, business development and capital raising skills have been honed over supporting hundreds of company financial transactions during his career.

His success and extensive experience in software M&A uniquely qualify him as an expert in building value and realizing wealth. Rob joined Corum Group, the world's leading software M&A firm, with a specific focus on educating and helping prospective sellers maximize the value of their technology companies.

Corum Top Ten Disruptive Technology Trends 2017



#4: Digital Currency Flow

Decreasing friction in payments & exchange

- Currency flow moving towards fewer barriers, reduced regulation and less friction on transactions globally.
- Banks face competition from nimbler mobile and web point solutions.
- Includes alternative currencies from blockchain/bitcoin to ingame currencies to Starbucks payments.
- Software & systems that speed or harness payment flow have significant potential.







#5: Data Science Monetization

Maximizing return with real-time analytics



Jim Perkins
Executive Vice President
Corum Group, Ltd.

Entertainment software entrepreneur Jim Perkins is directly responsible for publishing some of the industry's biggest franchises, including Unreal, Duke Nukem, Wolfenstein, Doom, Hunting Unlimited, and Driver. A well-known senior executive with a 22-year track record of publishing such bestselling hits, he founded and grew two highly successful software publishing companies (FormGen and ARUSH) from start-ups to multi-million dollar enterprises.

Jim also launched Radar Group, the first Transmedia Incubation Company to monetize entertainment franchises across all media, including film and television. His success and extensive experience in software production, marketing and public relations, packaging, online and retail distribution and software M&A, uniquely qualify him as an expert in building value and realizing wealth. Jim joined Corum Group, the world's leading software M&A firm, with a specific focus on educating and helping prospective sellers maximize the value of their digital media companies.

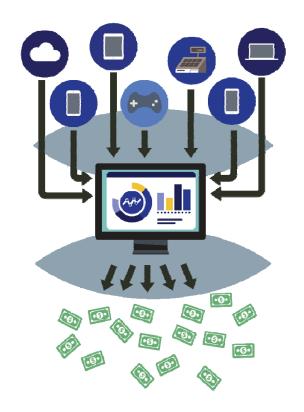




#5: Data Science Monetization

Maximizing return with real-time analytics

- In a world of freemium, free-toplay & declining ad effectiveness, turning users or viewers into dollars is a premium capability.
- Robust analytic tools are no longer optional, especially for consumer-facing companies.
- Gaming companies are leading the way, deriving value from their analytic capabilities as much as entertainment.
- Video ads are close behind with opportunities in e-commerce, brick & mortar, B2B and beyond.







#6: Online Exchanges

Connecting Creators & Consumers



Ivan Ruzic, Ph.D. Vice President Corum Group Ltd.

Dr. Ivan Ruzic has had a successful 30+ year career in the software business that has included virtually every senior executive role. His resume spans marquee companies such as BEA systems, Novell and Borland as well as multiple startups including his own. His international experience is extensive and in addition to the United States has been involved in mergers and acquisitions in Europe, Africa and Asia.

His success and extensive experience qualify him as an expert in building value and realizing wealth. Ivan joined Corum Group, the world's leading software M&A firm, with a specific focus on educating and helping prospective sellers maximize the value of their technology companies.





#6: Online Exchanges

Connecting creators & consumers

- Uber & others recharging the concept that created online commerce, putting unused capacity to work.
- Not just connecting buyers & sellers, but creating previously non-existent opportunities on both sides.
- Disruptive opportunities include:
 - Personalization
 - Real-time commerce
 - Financial disintermediation







#7: Omni-Channel Sales

Purchasing decisions anywhere, any platform



Peter Prince Vice President Corum Group Ltd.

Peter Prince has spent the last 27 years involved in starting and growing software companies or large divisions of international software companies. As well as following his entrepreneurial spirit he has held a number of senior roles for both privately held and public companies. He was part of several key acquisitions such as Software Artistry to IBM, Infinium to SSA GT and SSA Global to Golden Gate (Infor). He was President of SSA Global EMEA prior to its sale and then CEO of Cogniti.

Peter has a diverse background within the software industry spanning Operations, Sales, Mergers and Acquisitions and Integration. He's been retained by some of the largest Private Equity firms in an advisory capacity.

Peter has also focused on investing both time and funding into start-up and young companies over the recent years in a diverse range of sectors.

He attended Chiltern University attaining a business degree and later attended Harvard Business School successfully completing an executive course, Launching New Ventures.





#7: Omni-Channel Sales

Purchasing decisions anywhere, any platform

- Consumer platforms & devices continually fragmenting.
- Marketing keeping pace next challenge is sales, both decision points and actual purchase.
- Point at which money changes to product must be immediately with customer, moving closer by being on their favorite device.
- Persuasion must move there as well, taking new forms as it does.
- Consumer brands leading the way, but enterprise is not far off.







#8: Connected Health

Linking people to their health data & services



David Levine Vice President Corum Group Ltd.

Dave joined Corum in 2015 and has a diverse background in technology and life sciences. As an executive and entrepreneur, Dave has been operating and investing in companies sitting at the convergence of commerce and eCommerce as well as innovative life science businesses for over twenty-five years. Recently, Dave was CEO North America for Gaxsys, an eCommerce and logistics company that is a leader in last mile logistics and fulfillment for eCommerce marketplaces.

Dave has been on both sides of the mergers and acquisitions table having sold a life science technology company, facilitated sell side and buy side technology transactions and has also scaled multiple technology companies globally in the eCommerce, life sciences and innovation intelligence markets. Dave sits on boards of public and private companies including one company that recently filed for an IPO.

Dave holds a business degree from the Indiana University, Kelley School of Business.





#8: Connected Health

Linking people to their health data & services

- Technological, regulatory and demographic changes converging to create significant opportunity.
- Leveraging new tech: smartphones, trackers, connected medical devices, genomics, remote monitoring.
- Improved self-care and remote care/diagnosis.
- Makes healthcare more patient-centric by enabling healthcare consumerism.







#9: Focused IT Services

Differentiation drives new value in a sleepy sector



Steve Jones Vice President Corum Group Ltd.

Steve joined Corum after 25 years of executive experience in various high-tech industries with both public and private venture-backed startups. He has extensive global experience, opening international markets and growing sales from zero to tens of million in revenue. He has been on the forefront of selling several companies and spinning off software divisions, highlighted by the sale of GetFon to Alestra (AT&T Mexico). He is fluent in Spanish.

Steve was the founding CEO of Solera Networks, a real-time intrusion detection security company. He also co-founded Auction Trust Network, an eCommerce company for online exchanges; which he sold to MediaForge (Rakuten Marketing).

Steve is a board member of several software companies and has industry expertise in several areas: enterprise apps and infrastructure, security, mobile and wireless, media & entertainment, supply chain, and embedded devices/systems (IoT).





#9: Focused IT Services

Differentiation drives new value in a sleepy sector

- New and more pervasive technologies creating new needs for maintenance, extension and utilization.
- Teams that provide customer value around a specific technology, sector or problem are seeing increased value.
- Buyers seeing more value in purpose-built IP emerging out of services firms.
- Services on the edge of key trends seeing particular interest.







#10: Data Security

Building barriers in an age of blurred lines



Jon Scott
Managing Director
Corum Group
International

Jon joined Corum in 2010 out of their Seattle headquarters and is now based in Amsterdam. He has close to 30 years experience serving high technology companies with the last 20 mainly in chief operating and chief executive roles. During this time Jon has become known for his ability to successfully integrate strategies and tactics into well executed operating plans, building strong teams and achieving excellent results.

Jon has served as President and CEO of The PowerTech Group, a security and compliance software company sold to Help/Systems in 2008, and Microserv Technology Services, a nationwide tech services company which was acquired by Halifax Corporation in 2003. Earlier he served as President and COO of Traveling Software, a leading developer of communications software in Seattle. Prior to his operating roles Jon held vice president roles in sales, marketing and business development for technology companies.

Jon has taught in the software product management program at the University of Washington and holds a business administration degree from San Francisco State University.





#10: Data Security

Building barriers in an age of blurred lines

- New technologies creating new risks from freer flowing data.
- High impact breaches (DNC, Yahoo, Dyn DNS, Oracle Micros) drive broad recognition of security needs.
- Key trends include security analytics, rapid detection & in-process threat response.
- Internet of Things opening a new front in this fight – the Dyn DDoS attach came from infected IoT devices.



6 Global M&A Concerns

- 1. Geopolitical Disruption
- 2. Currency Crisis
- 3. China Capital Outflow Restrictions
- 4. Inflation/Rising Interest Rates
- 5. Stock Market Adjustment
- 6. M&A Cycle Ends

Corum Research Report



Elon Gasper EVP, Research



Amber Stoner
Director of Research



Amanda Tallman Senior Analyst

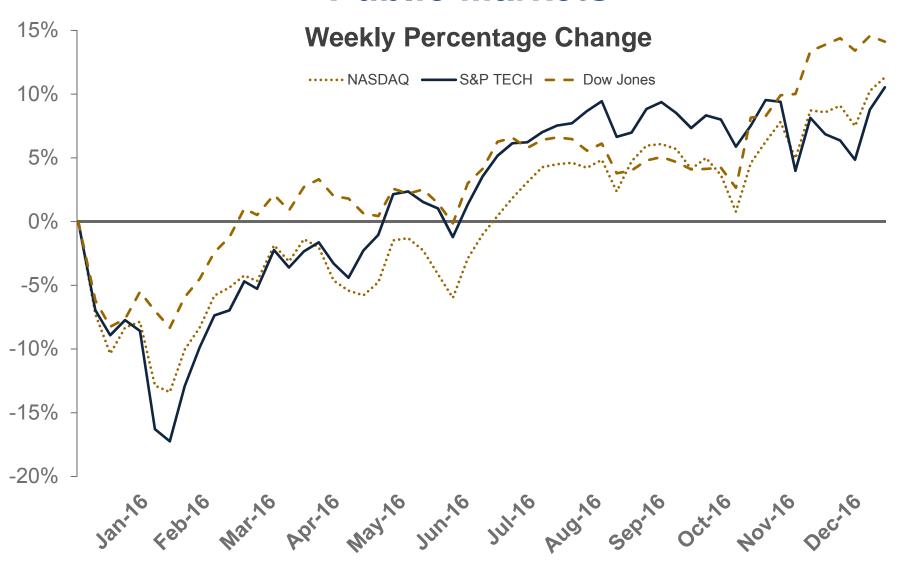


Yasmin Khodamoradi Analyst

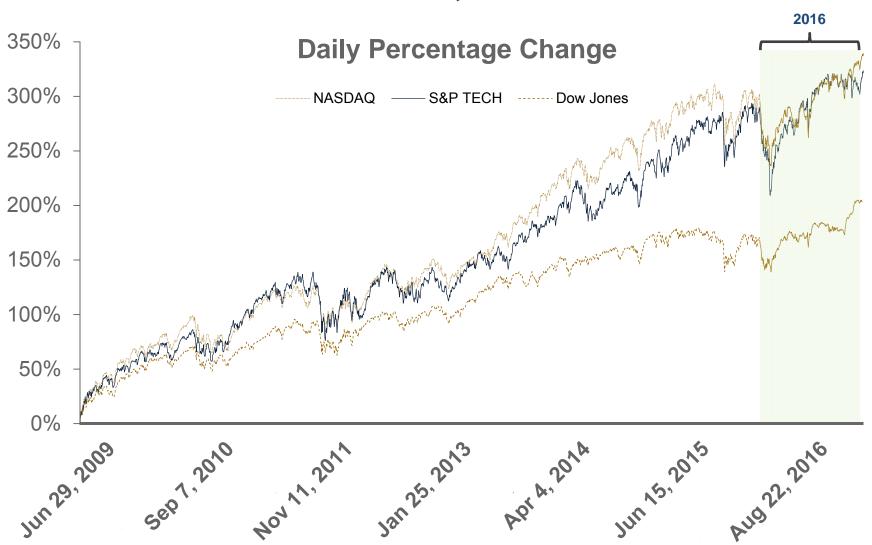


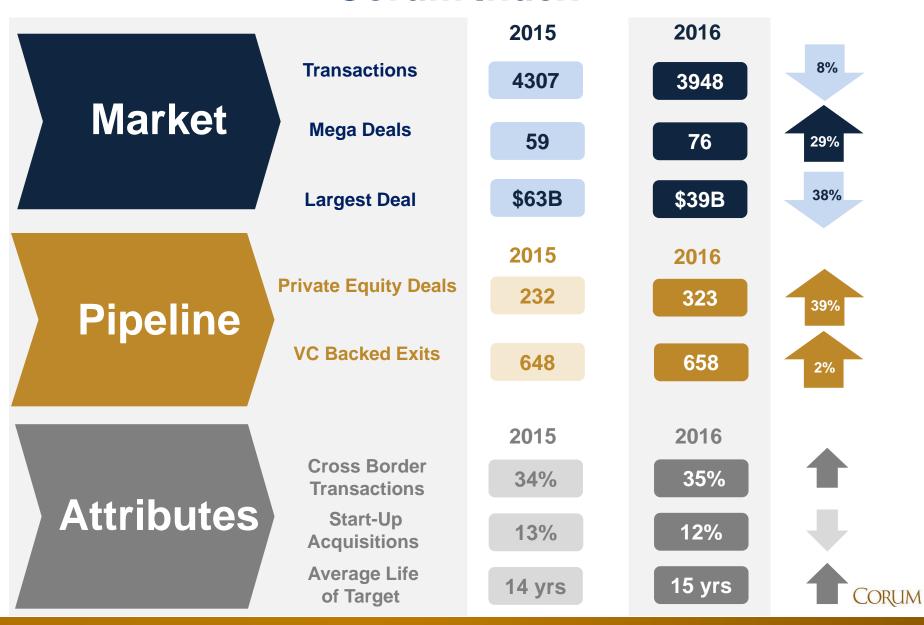
Thomas Wright Analyst

Public Markets

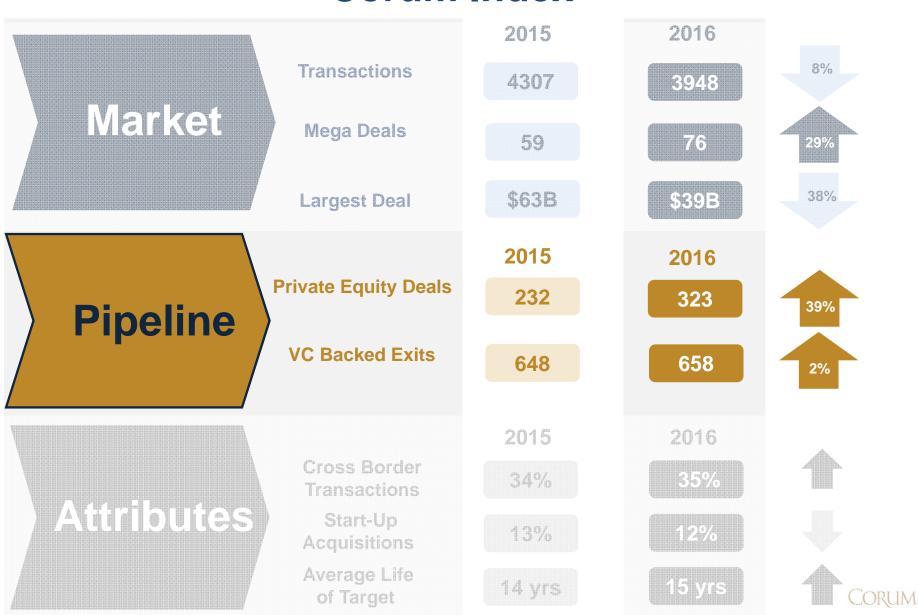


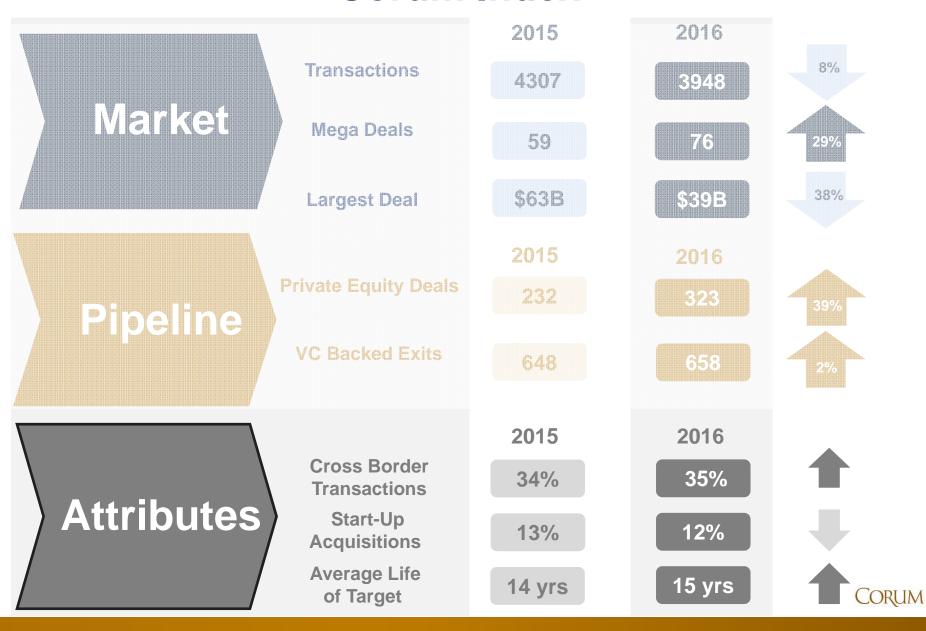
The Bull Market, 2009-Present



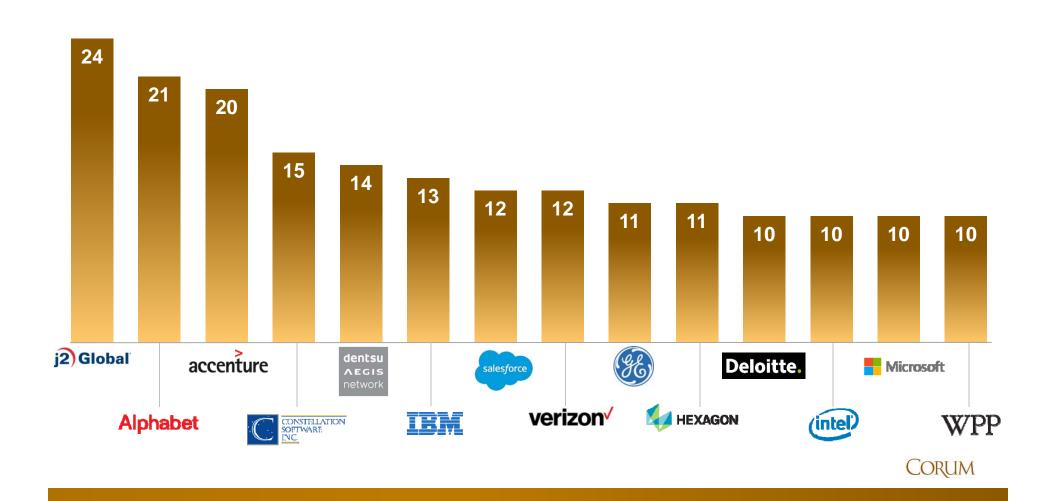








Top Strategic Acquirers – 2016



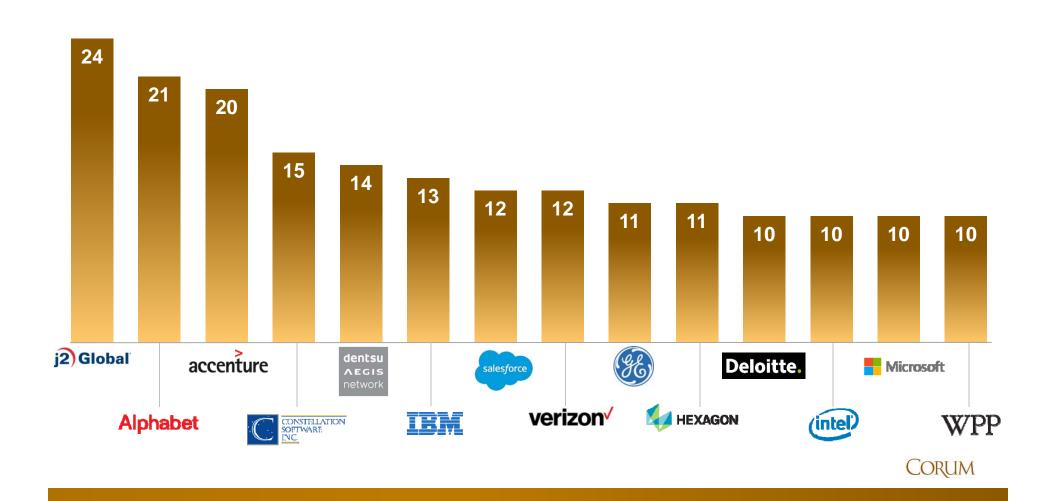
J2 Global Acquisitions 2016

j2 Global

Business Cloud Services Security Email frontsafe (DATA PROTECT Managed Cloud Backup WHATCOUNTS Vottă 200 intercloud systems SMTP @eFax datavault Other LiveVault TOOLBOX® FONEBOX OnDemand Recovery 24sevenbackup AUS WEE SafeBackup callstream



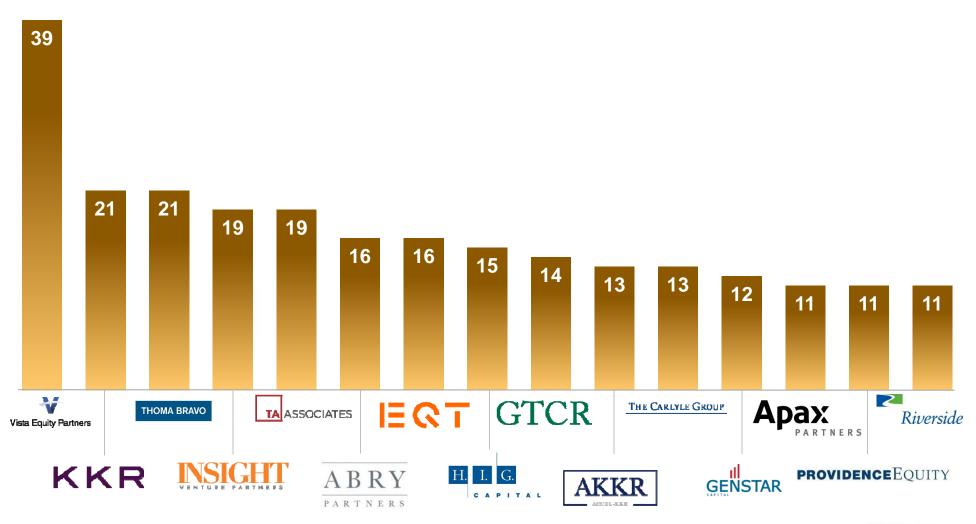
Top Strategic Acquirers – 2016



Buyer Leaderboard Rotation 2015 - 2016

Change		2015	2016
↑ ∞	General Electric	0	11
350%	Oracle	2	9
200%	Verizon	4	12
100 %	Salesforce	6	12
◆ 57%	Hexagon AB	7	11
31 %	Google	16	21
26%	J2 Global	19	24
25 %	Deloitte	8	10
₹ 25%	Constellation	20	15
→ 36%	Cisco	11	7
▼ 50%	Microsoft	20	10

Top Private Equity Acquirers – 2016

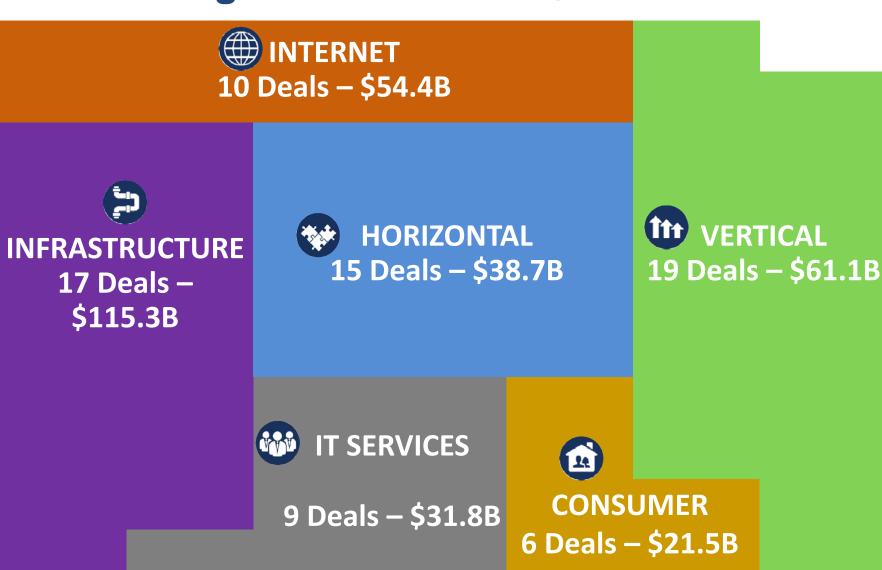




2016 Technology Megadeals

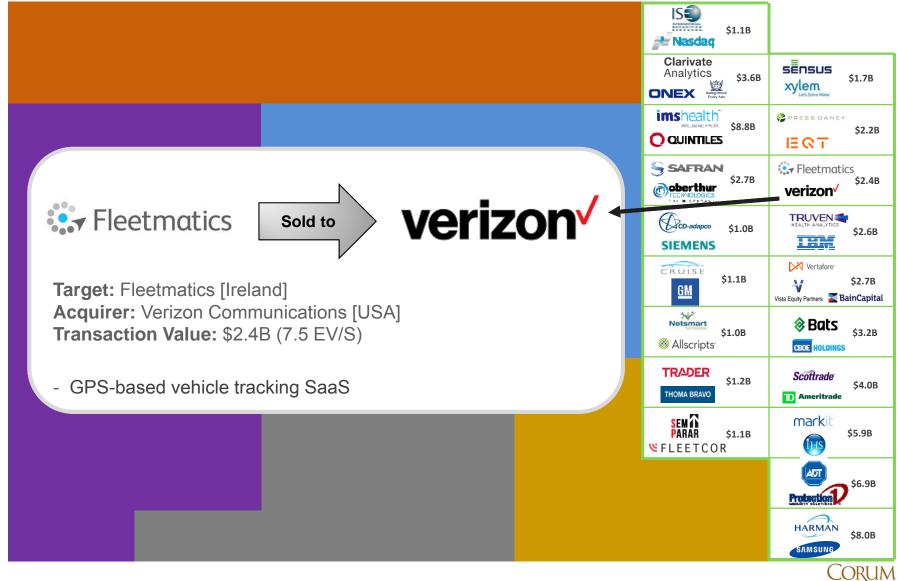
LAZADA \$1.0B	\$1.3B	Walmart 学 多语 \$1.5B	skyscanner \$1.7B	Sunar.Com \$4.48 Ctrip and others	\$1.1B	
YAHOO! verizon \$4.88	allegro Cinven PERMIRA \$3.2B MIDEUROPA	ÿet \$3.38 Walmart <mark></mark>	UBER *** \$7.0B □ 滴滴	Linked in \$26.2B	Clarivate Analytics \$3.6B	SENSUS xylem Larty Solve Water
¥ TIV□ \$1.1B	QUALCOMM: \$39.1B	TRANSFIRST \$2.4B	INTERACTIVE INTELLIGENCE \$1.4B	DEMATIC KION \$2.1B	imsheath* PRICLERME 491,303. \$8.8B	\$2.2B
AVG. \$1.3B	Infoblox \$ \$1.6B	EPICOR \$3.3B	APPLOVIN \$1.4B	Lexmark \$2.5B	SAFRAN S2.7B Oberthur TECHNOLOGIES	Fleetmatics \$2.4B verizon
Cisco \$1.4B	LogMe(n) \$1.8B	Sitecore \$1.1B	EMC. ² . ENTERPRISE CONTENT DIVISION \$1.6B OPENTEXT	demandware \$2.8B	CD-adapco \$1.0B	TRUVEN HEALTH AWALYTICS \$2.6B
Polycom \$2.0B	security \$2.2B	Intelligrated \$1.5B	Deltek. \$2.8B	Qlik Q \$3.0B	GM \$1.1B	Vertafore \$2.7B Vista Equity Partners ■ BainCapital
Software \$2.2B	Graphics \$4.0B	CVENT \$1.7B Vista Equity Partners	Marketo \$1.8B Vista Equity Partners	NETSUITE \$9.3B	Netsmart \$1.0B	⊗ Bats \$3.2B
BLUE COAT	BROCADE [™] \$5.5B	\$5.0B	neustar. \$1.88	kakao \$1.5B	TRADER \$1.2B	Scottrade \$4.0B
Ruckus \$1.5B	Hewlett Packard Enterprise Non-Core Software Assets ABB	Hewlett Packard Enterprise IT Services division CSC \$6.0B	MERKLE A Performance Northering Agency dentsu AEGIS network	⑥ 酷狗音乐 \$2.7B Tencent 腾讯	SEMÃ PARAR \$1.1B SELEETCOR	markit \$5.9B
Johnson \$3.9B	ARM \$32.4B SoftBank	HNA \$6.0B	\$2.6B	VIZIO \$2.0B	③Life Lock \$2.38 ○ \$2.38	\$6.9B
ŎPTIV KKR \$1.88	\$3.1B	LanguageLine \$1.5B Teleperformance	the 81 managed cloud corrorsy \$4.3B	Playtika \$4.4B	SUP ERC \$8.6B Tencent 腾讯	HARMAN \$8.0B

76 Megadeals of 2016 - \$323B Total



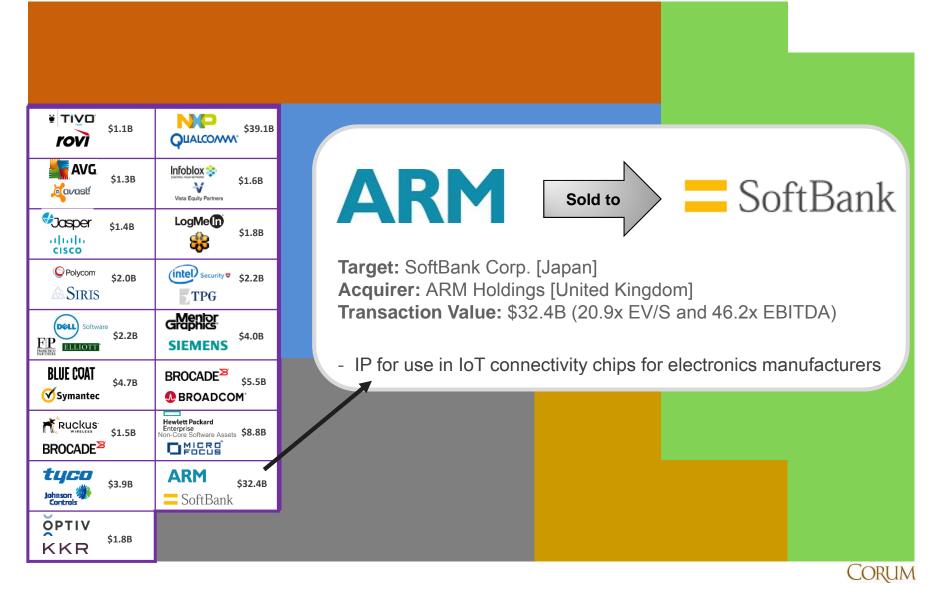


2016 Vertical Megadeals



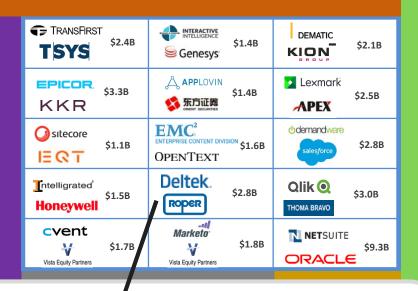


2016 Infrastructure Megadeals





2016 Horizontal Megadeals



Target: Deltek [USA]

Acquirer: Roper Technologies [USA]

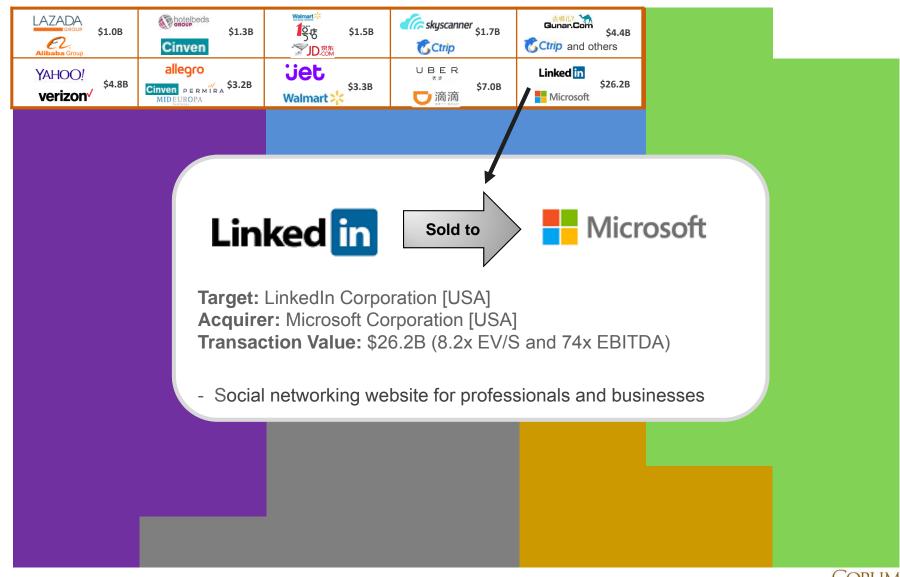
Deltek Sold to

Transaction Value: \$2.8B

- ERP, HR management, CRM and project management software

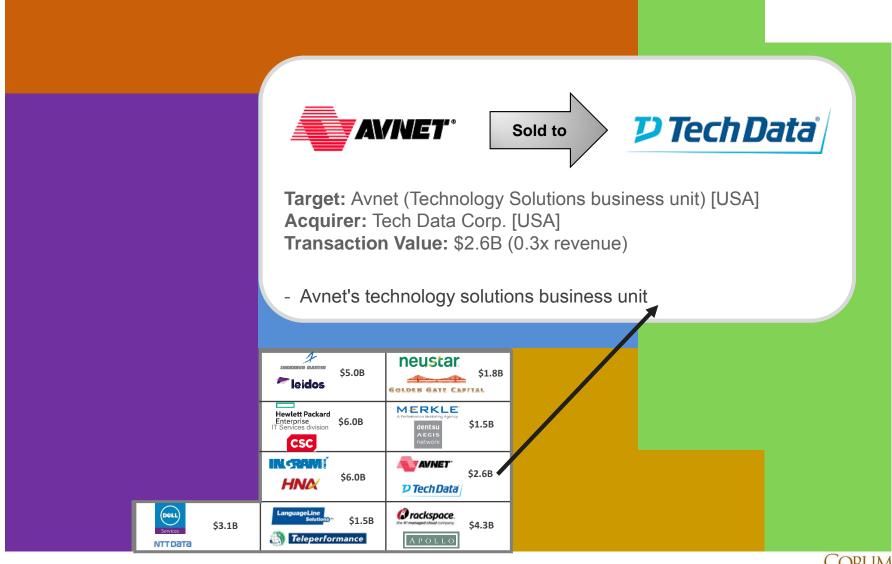


2016 Internet Megadeals





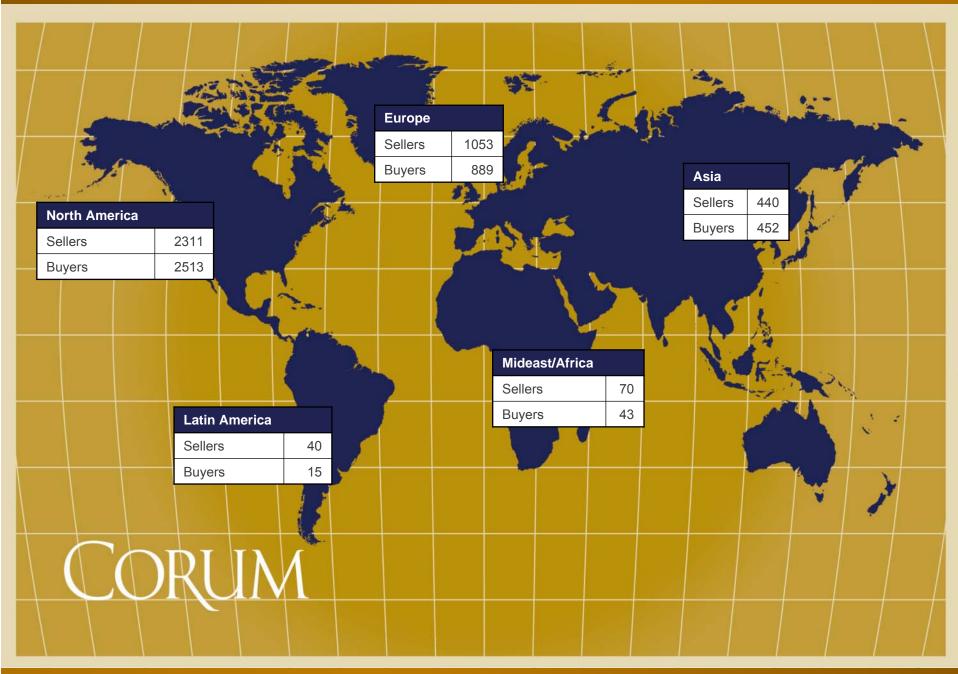
2016 IT Services Megadeals





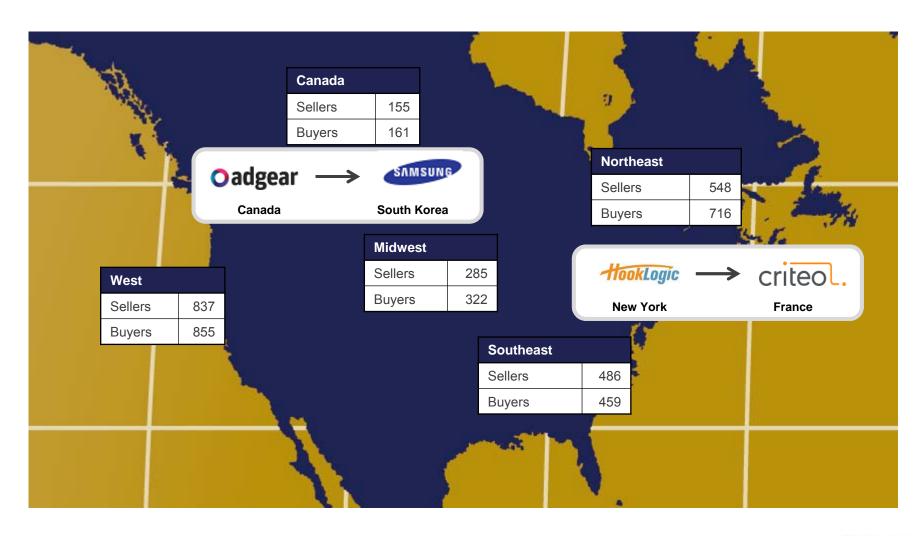
2016 Consumer Megadeals





Source: 451 Research

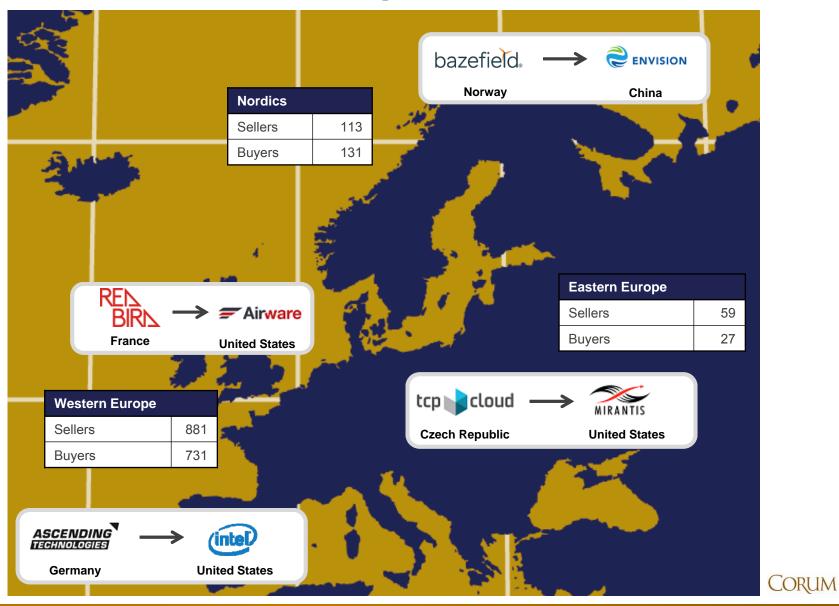
2016 North American Deals



2016 Latin American Deals



2016 European Deals



Source: 451 Research

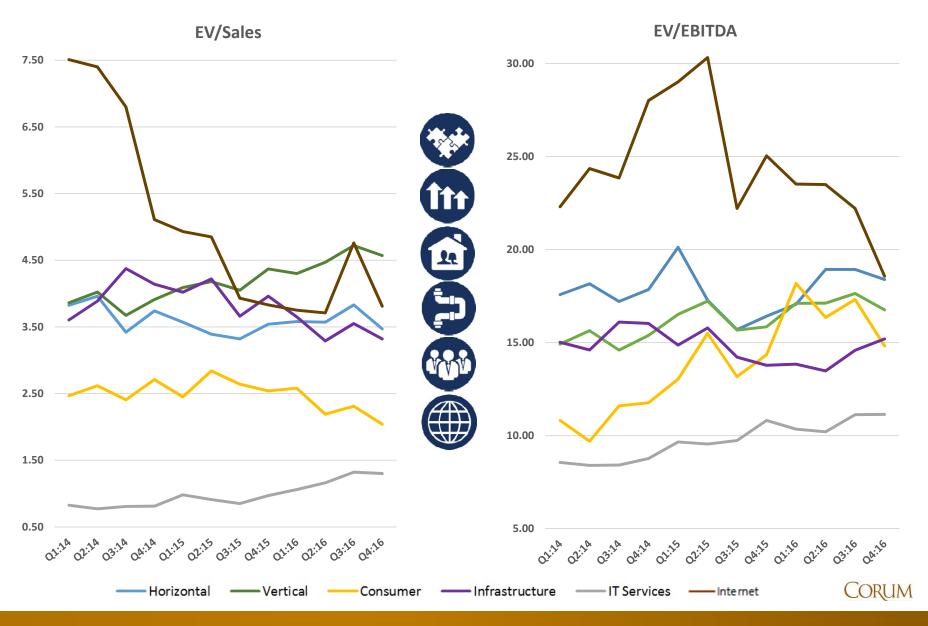
2016 Asia-Pacific Deals





Source: 451 Research

3-Year Market Valuation Trends



Market Sectors











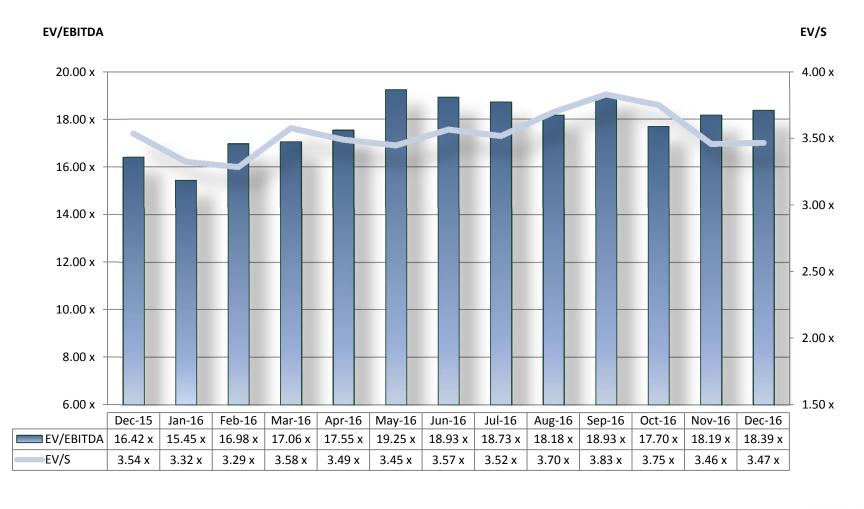






Horizontal Application Software Market

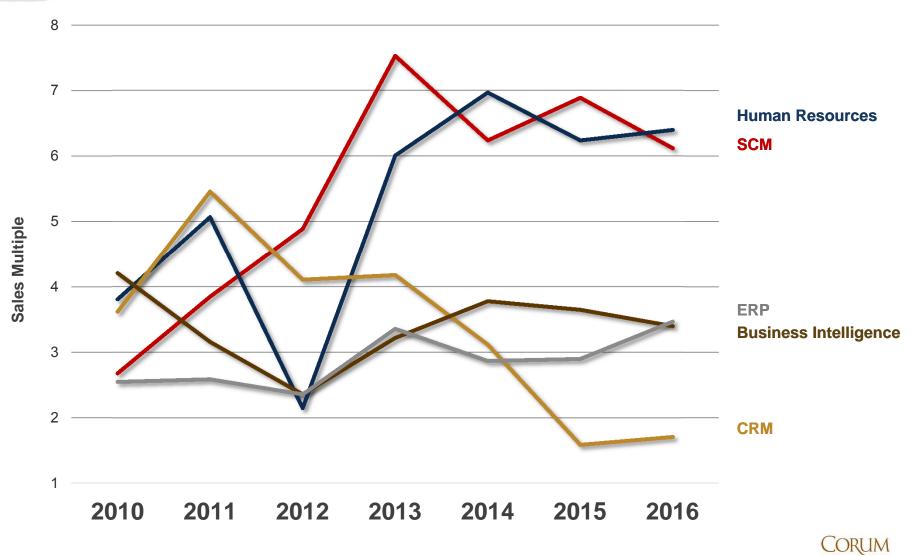
Public Valuation Multiples







7-year Horizontal EV/S Trends



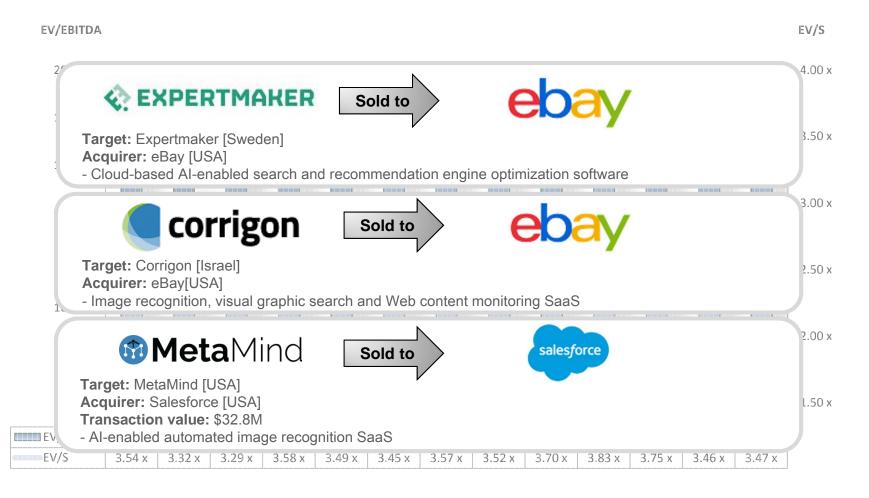


Horizontal Application Software Valuations

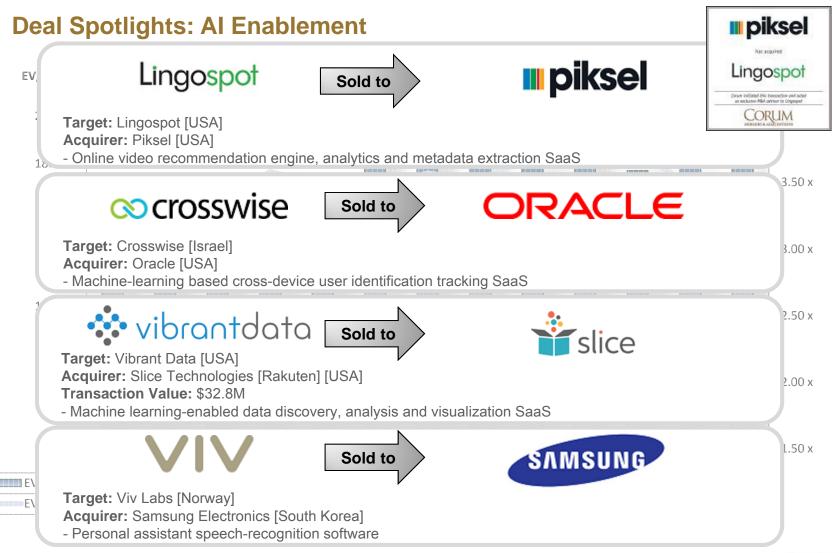
Subsector	Sales	EBITDA		Examples	
Business Intelligence	▼ 3.40x	14.95x	MicroStrategy	NICE*	‡‡ + a b le a v
Marketing & Ad Tech	▼ 1.71x	14.66x	acxi@m.	AllianceData	amdocs
CRM	▲ 1.71x	16.30x	CONVERGYS	LIVEPERSON	salesforce
ERP	▲ 3.47x	20.28x	ORACLE [®]	Pega	SAP
Human Resources	— 6.40x	30.30x	æp.	PAYCHEX*	workday.
SCM	▼ 6.12x	21.98x	aspentech	DESCARTES"	Manhattan Associates
Payments	▼ 3.88x	15.45x	ACI UNIVERSAL PAYMENTS.	PayPal	pay
Other	▲ 3.18x	18.39x	NUANCE	OPENTEXT	>:Trimble .



Deal Spotlights: Al Enablement

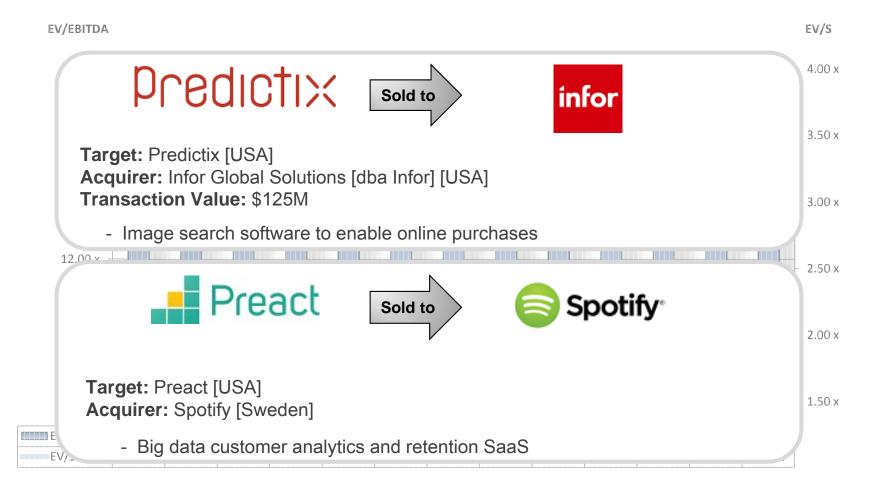








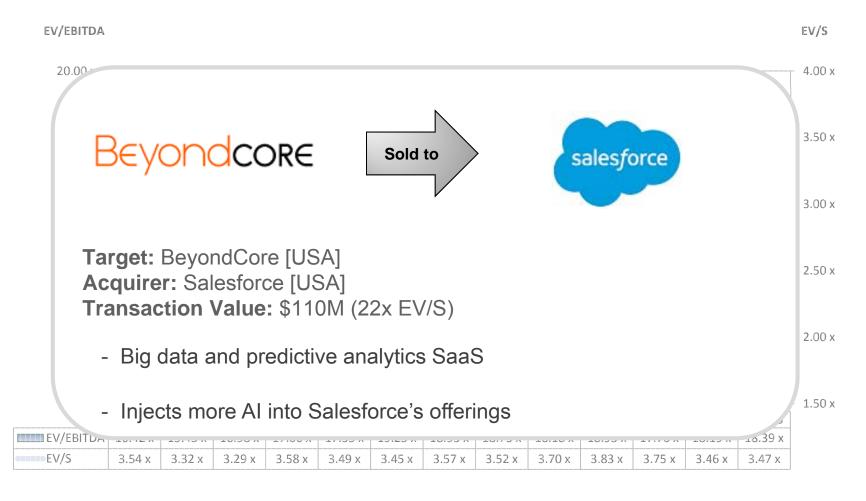
Deal Spotlights: Predictive Analytics







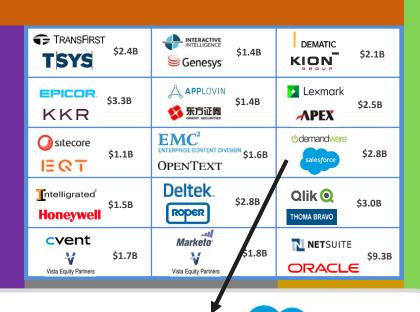
Deal Spotlight: Predictive Analytics







2016 Horizontal Megadeals



salesforce

Target: Demandware [USA]
Acquirer: Salesforce [USA]
Transaction Value: \$2.8B

Udemandware

- Spearheads the Salesforce Commerce Cloud division

Sold to



Deal Spotlight: Visual Intelligence Systems

EV/EBITDA EV/S



Target: Spikenet Technology [France]

Acquirer: BrainChip [USA]

Transaction Value: \$1.5M (3.5x EV/S and 12x EBITDA)

- Al-based computer vision software and software development kit
- Enables integration of Brainchip's SNAP technology into Spikenet's deep learning

networks

Ev_{I}													
EV/S	3.54 x	3.32 x	3.29 x	3.58 x	3.49 x	3.45 x	3.57 x	3.52 x	3.70 x	3.83 x	3.75 x	3.46 x	3.47 x





Deal Spotlights: SCM





DESCARTES

Target: Appterra [USA]

Acquirer: Descartes Systems Group [Canada]

Transaction Value: \$5.8M

- Supply chain relationship management and trading partner collaboration SaaS







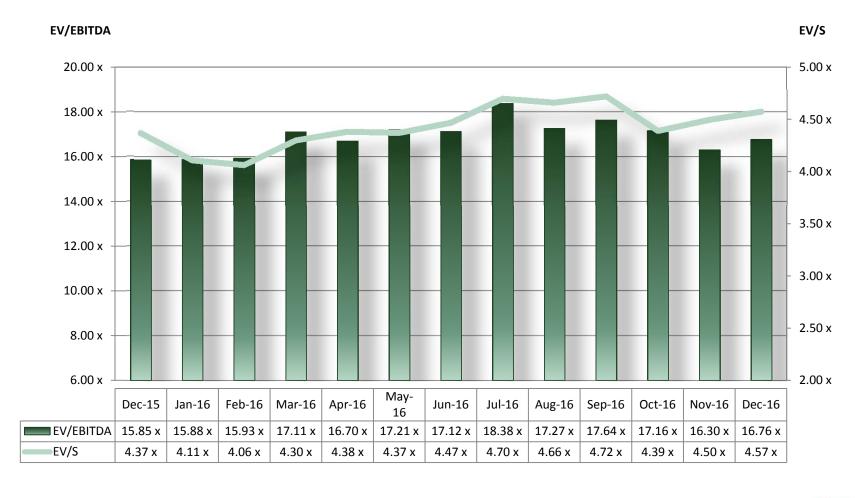
Target: Verian Corporation [USA] **Acquirer:** Basware [Finland]

Transaction Value: \$36M (3.4x EV/S)

- E-procurement, invoice, processing, EDI and purchasing automation SaaS



Public Valuation Multiples



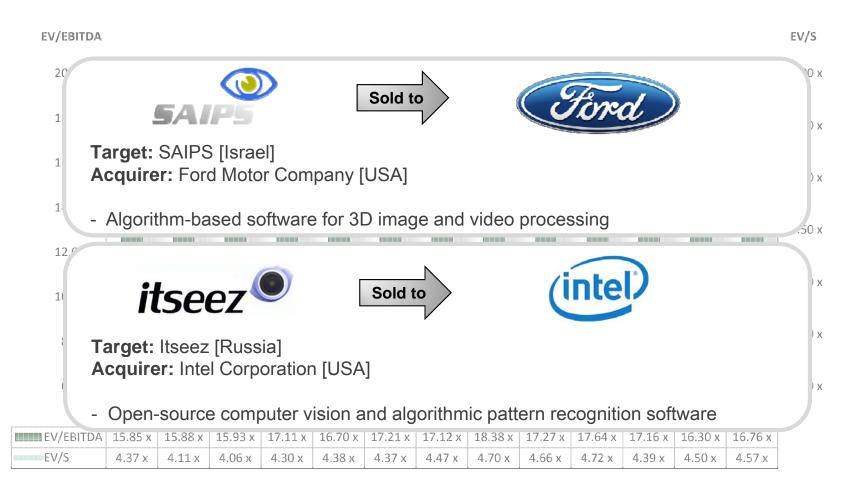


Wertical Application Software Valuations

Subsector		Sales	EBITDA		Examples	
A/E/C		5.32x	21.01x	AUTODESK.	DASSAULT SYSTEMES	SYNOPSYS.
Automotive		4.61x	18.61x	Autotrader 🐴	BitAuto易车	€CDK ●Global
Energy & Environment		4.75x	19.20x	IHS Markit	Itrón	Schlumberger
Financial Services	_	4.86x	15.92x	Broadridge	Fis	fiserv.
Government		1.85x	12.34x	NORTHROP GRUMMAN	Raytheon	styler tyler
Healthcare	V	3.45x	14.77x		'athena health	Cerner
Real Estate	_	7.04x	19.81x	CoreLogic'	€ CoStar Group [®]	⊘Zillow°
Vertical Other		4.53x	14.34x	amadeus*	Rockwell Automation	Sabre
						CORUM



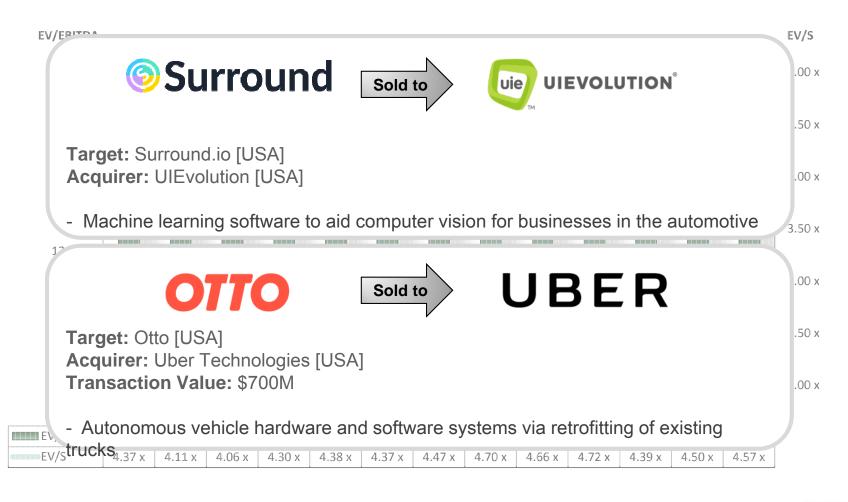
Deal Spotlights: Automotive





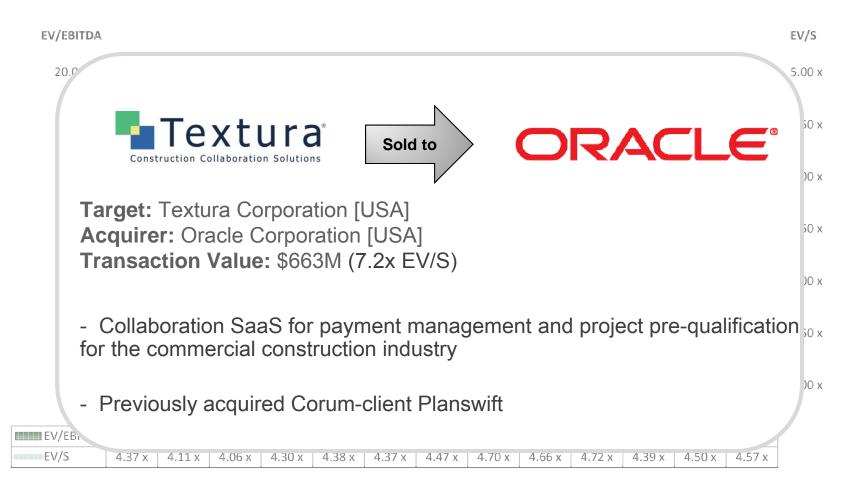


Deal Spotlights: Automotive



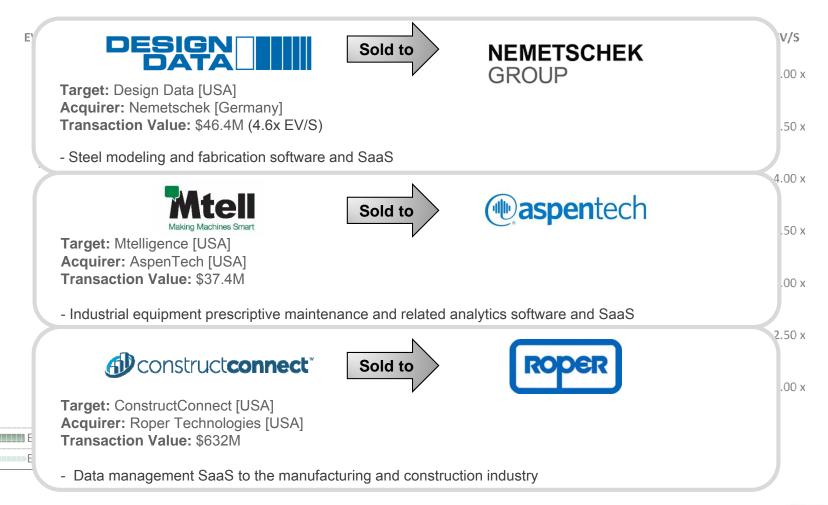


Deal Spotlight: A/E/C





Deal Spotlights: A/E/C





2016 Vertical Megadeals





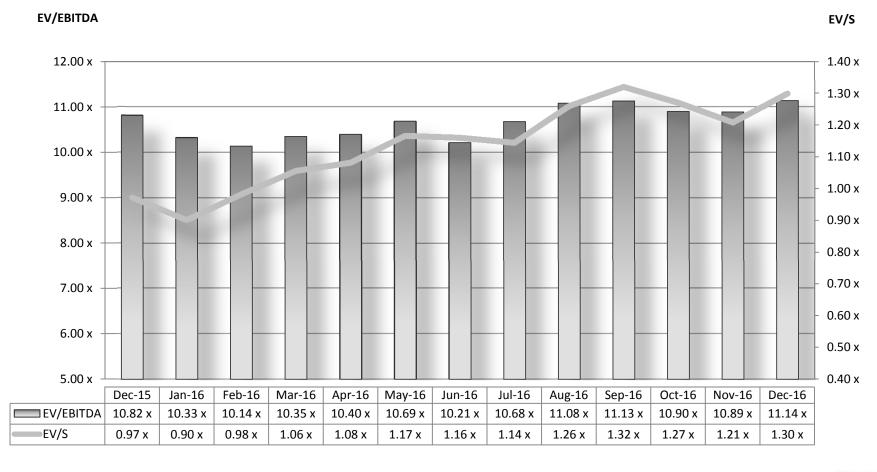
Deal Spotlights: Healthcare





IT Services – Developed Markets

Public Valuation Multiples

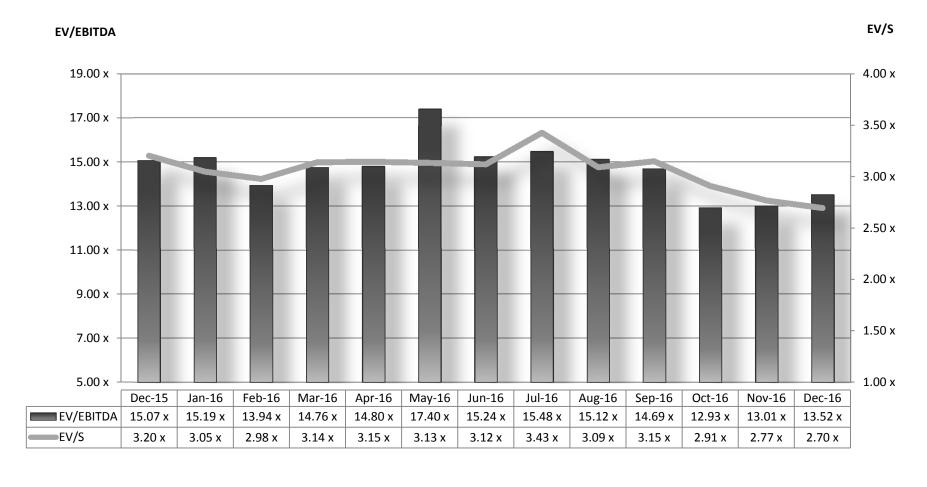






IT Services – Emerging Markets

Public Valuation Multiples







Deal Spotlights: Accenture



Target	Date	Target Country	Description
formicary delivering quality financial technology seletions	January	UK	Financial trading systems integration, systems migration and consulting services
cRMwayp⊚int	January	Netherlands	CRM systems integration services, with a focus on Salesforce, Apttus, The TAS Group, Zuora and ServiceMax SaaS
IMJ GROUP	April	Japan	Digital marketing services, including digital strategy, content design and development
OPS rules	May	USA	Analytics-based consulting & BPO services
group	Jun	Germany	Digital marketing and e-commerce optimization services , project management and IT consulting
Information Defense & Intelligence	June	Israel	Cybersecurity phishing, malware and ransomware attack simulation, vulnerability analysis and remediation
tecnilogica gart of Accenture Digital	July	Spain	Web and mobile application development, and digital signage creation services
MOBGEN°	July	Netherlands	Mobile development services including UI design, app. dev., usability testing, & system architecture
redcore ①	August	Australia	Security systems integration services, specializing in identity and access management, transaction security, anti-fraud and authentication
agencyport	August	UK	Software for insurance companies



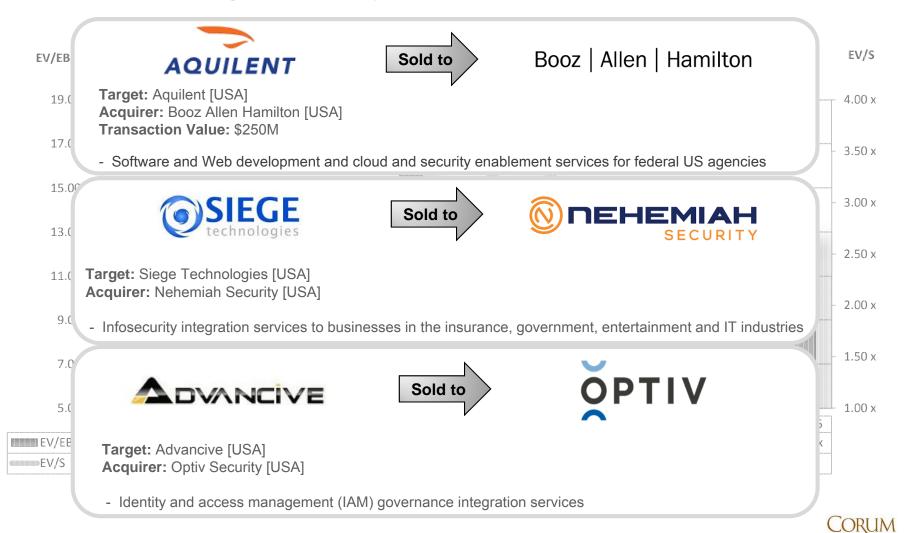


Deal Spotlights: Accenture

Target	Date	Target Country	Description
Kurt Salmon	September	USA	IT consulting, BPO, systems and network integration, software development and merchandising software
New Energy	September	Italy	Salesforce systems integration and Salesforce-based front-office management software suites
DayNine PEOPLE PASSION PROMISE.	September	USA	Workday systems integration & consulting
alleninternational	October	UK	Brand marketing strategy consulting and customer UX application, interfaces and Web design
DEFENSE POINT S E G U R I T Y	October	USA	Cybersecurity integration and services
Orealworldsystems	November	Netherlands	GIS systems integrator
nashco	November	Canada	IT and managed services
KARMARAMA	November	UK	Digital and mobile campaign creation services for enterprises in the UK
OCTO Technology There is a better way	November	France	Provides technology and management consulting, systems integration and software development
orismore digital transformation	December	France	Managed security services and enterprise infrastructure management

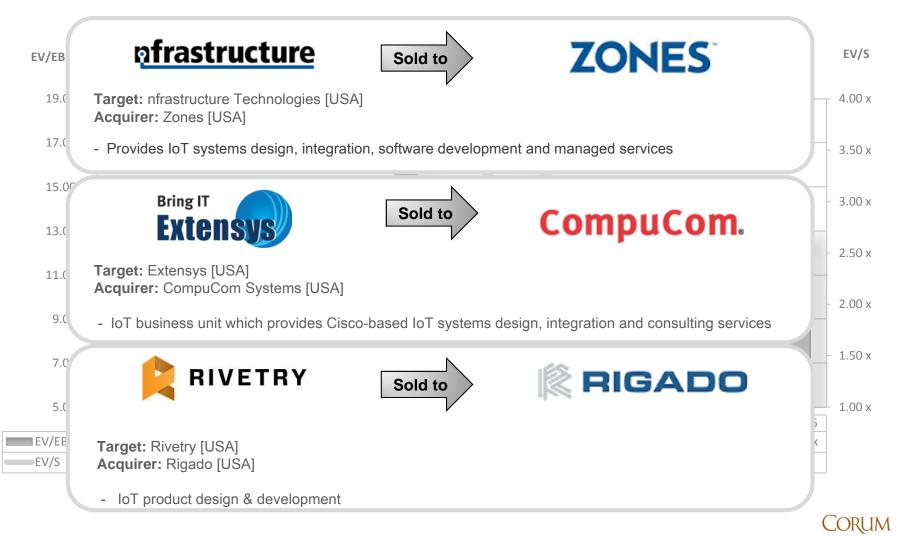


Deal Spotlights: Security Services



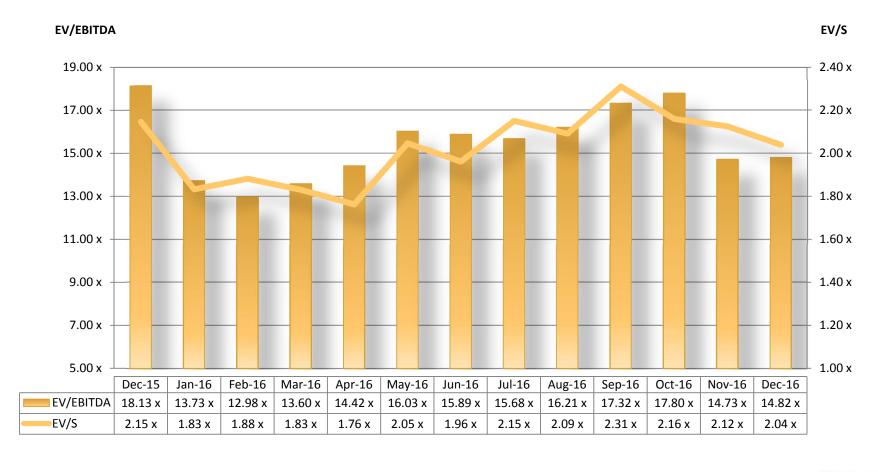


Deal Spotlights: IoT business services





Public Valuation Multiples







Consumer Application Software Valuations

Subsector	Sales	EBITDA		Examples	
Casual Gaming	3.03x	21.24x	DEVSISTERS	Nintendo	₩ zynga
Core Gaming	2.04x	10.85x	ACTIVISION ,		UBISOFT"
Other	1.64x	52.29x	GoPro	METETIX	PANDORA interact radio

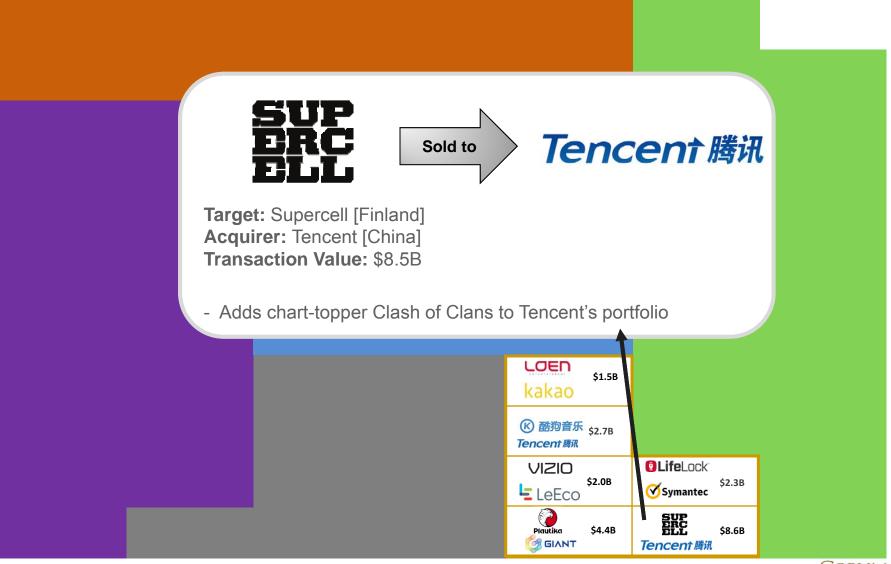


Deal Spotlights: Online Gaming





2016 Consumer Megadeals





Deal Spotlights: Wagering







Target: DEQ Systems [Canada] **Acquirer:** Scientific Games [USA]

Transaction Value: \$20.7M (2.9x EV/S)

- Casino gaming systems and related integration services for the gambling industry







Target: OpenBet [UK]

Acquirer: NYX Gaming Group [USA]

Transaction Value: \$250M

- Multi-platform free-to-play mobile online video games for consumers



Deal Spotlights: Fitness Tracking







Target: FitnessKeeper [USA] Acquirer: ASICS [Japan] Transaction Value: \$85M

- Runners' fitness tracking, run planning and goals monitoring mobile application







Target: PlayerTek [Ireland]

Acquirer: Catapult Group [Australia]

Transaction Value: \$2.7M

- GPS-based wearables for sports teams and athletes







Target: Withings [France] Acquirer: Nokia [Finland] **Transaction Value: \$190M**

- Wearable health and activity trackers



Deal Spotlights: Facial Analysis







Target: Masquerade Technologies [Belarus]

Acquirer: Facebook [USA]

- Real time video selfie animation mobile application







Target: FacioMetrics [USA] Acquirer: Facebook [USA]

iOS and Android mobile applications that capture and analyze facial expressions







Target: TheEyeTribe.com [Denmark]

Acquirer: Facebook [USA]

Sensor-based eye-tracking hardware and software systems





Deal Spotlights: Visual Intelligence Systems







Target: VOKE [USA] Acquirer: Intel [USA]

- Live event virtual reality (VR) platform







Target: Surreal [USA] **Acquirer:** STX [USA]

Immersive short form programming for virtual reality devices



Deal Spotlights: Travel







Target: CityMaps [USA] Acquirer: TripAdvisor [USA]

- GPS-enabled vector-based map creation mobile application for travelers







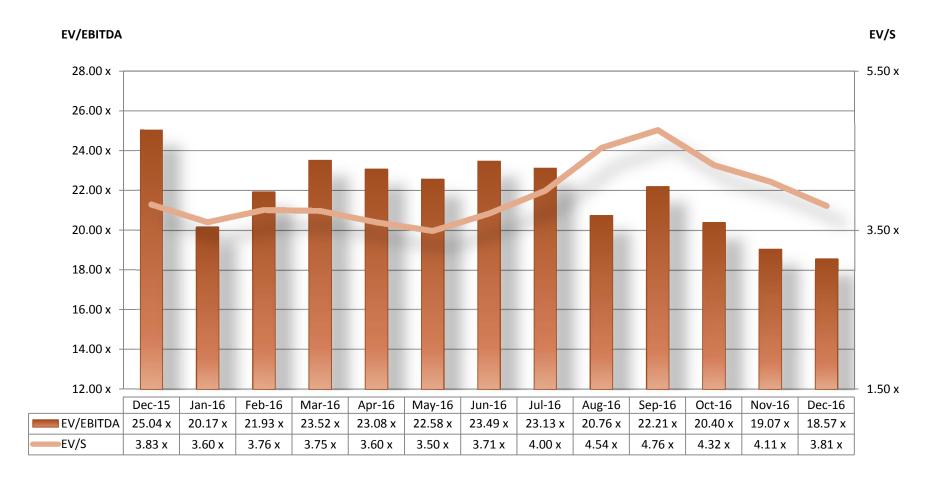
Target: Trover [USA] Acquirer: Expedia [USA]



- Mobile travel photos sharing application and website for consumers



Public Valuation Multiples





Internet Valuations

Subsector	Sales	EBITDA		Examples	
Diversified Internet	▼ 4.88x	17.67x	Alphabet	Bai <mark>砂</mark> 百度	Tencent腾讯
eCommerce	1.02x	29.82x	ebay	JD .京东	zalando
Social Network	▼ 4.57x	20.22x	f	mixi	twitter
Travel & Leisure	▲ 5.75x	19.21x	JUSTEAT	Expedia	priceline.com

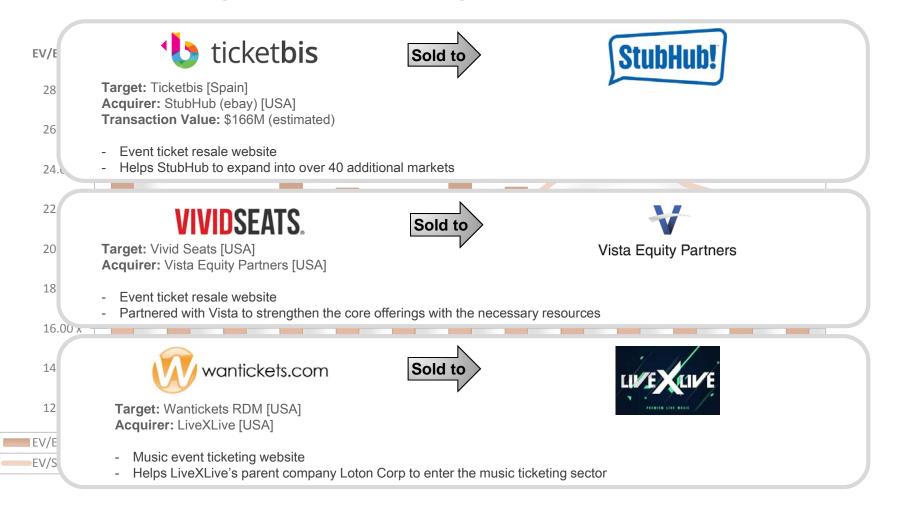


Deal Spotlights: Online Travel





Deal Spotlights: Online Ticketing





Deal Spotlights: Online Sports



EV/E punters
.com.au

Sold to

News Corp

Australia

Target: Punters.com.au [Australia] **Acquirer:** News Corp [Australia]

- Australia's largest digital racing publisher

 Punters got more marketing support having provided News Corp Australia with website and technology assistance

20.00 x

26

24

22

18

16

14

12

■EV/E

EV/S

RACING POST





Target: Racing Post [UK]

Acquirer: Exponent Private Equity [UK]

- Online horse & dog racing news, analysis and bloodstock data via newspaper, website and mobile app



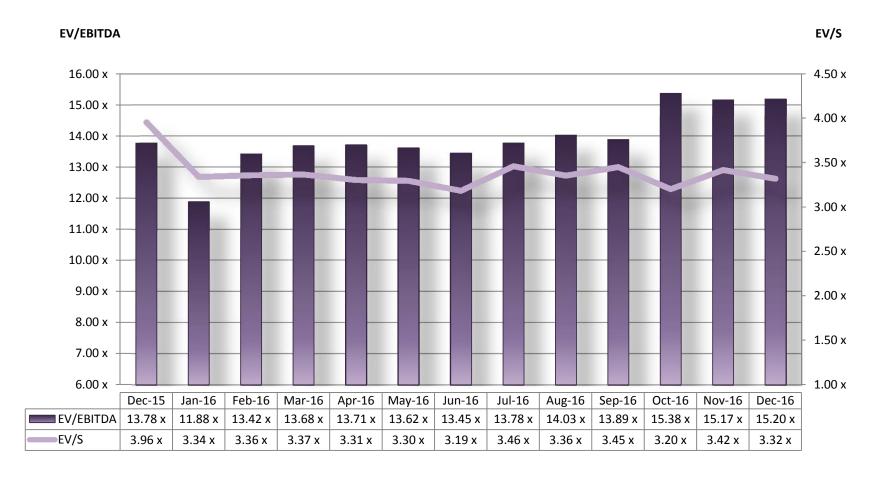
Internet Market

Deal Spotlight: Online Food Delivery

Target	Acquirer	Deal Value	Target Country	Acquirer Country	Description
foodpanda	Delivery Hero	-	Germany	Germany	Leading online food delivery marketplace
知家 知名蒙厅万千美食送到家! 天日已	NewDada新达达 可靠配送便捷到家	\$200M	China	China	Online and mobile crowd- sourced ordering and delivery services
hungryhouse	JUSTEAT	\$253.7M	UK	UK	Online food delivery service, searchable directory and rating of restaurants
SKIP the DISHES	JUSTEAT	\$83.8M	Canada	UK	Online food delivery service and mobile app
Delivery Club	@mail.ru*	\$100M	Russia	Russia	Online food delivery service
					CORLIM



Public Valuation Multiples





Subsector		Sales	EBITDA		Examples	
Endpoint		3.67x	13.63x	CİTRİX°	OPERA software	vm ware
IT Services Management	•	4.14x	24.83x	technologies	Pared hat.	ser∨ice <mark>n⊎w</mark>
Network Management	-	2.36x	9.81x	ARISTA	CISCO	JUNIPER
Security	•	3.27x	16.71x	Barracuda	Check Point SOFTWARE TECHNOLOGIES LTD.	gemalto [×]
Storage & Hosting		2.68x	11.01x	COMMVAULT	NetApp	rackspace 🕜
Other		5.32x	14.78x	XAtlassian	*PROGRESS	New Relic.



Deal Spotlights: Security







Target: iSIGHT Partners [USA]

Acquirer: FireEye [USA]

Transaction Value: \$200M (5x EV/S)

- Cybersecurity threat intelligence, detection and management SaaS

INVOTAS





Target: Invotas [USA]
Acquirer: FireEye [USA]
Transaction Value: \$20M

Automated threat response software and SaaS



Deal Spotlight: Security

Return Path Sold to proofpoint

Target: Return Path [USA] **Acquirer:** Proofpoint [USA] **Transaction Value:** \$18M

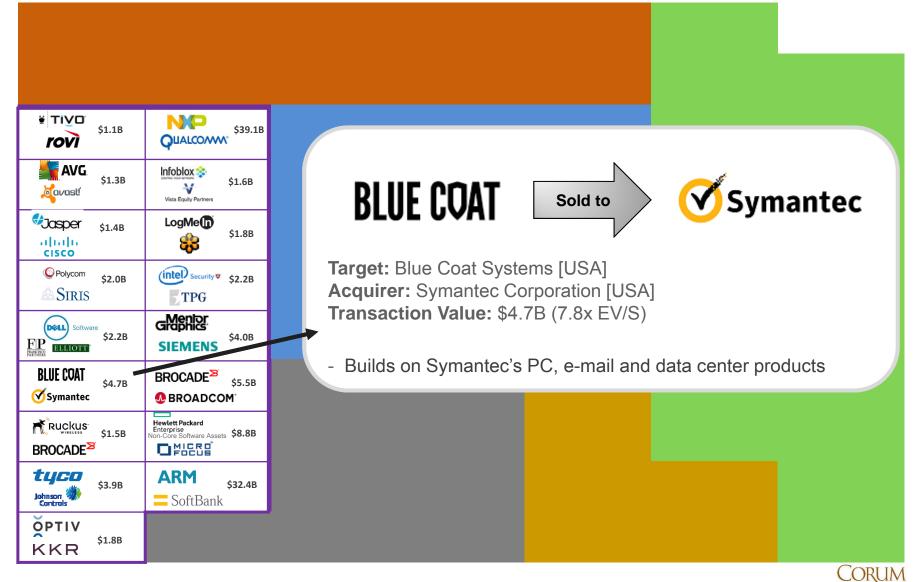
- Standards-based DMARC authentication and proprietary sender-analysis SaaS
- Enhances Proofpoint's suite of email protection solutions

Ev,-													
EV/S	3.96 x	3.34 x	3.36 x	3.37 x	3.31 x	3.30 x	3.19 x	3.46 x	3.36 x	3.45 x	3.20 x	3.42 x	3.32 x





2016 Infrastructure Megadeals





Deal Spotlights: Visual Intelligence Systems







Target: EnShape [Germany] Acquirer: Cognex [USA] **Transaction Value: \$7.6M**

- Advanced 3D vision sensors and related software





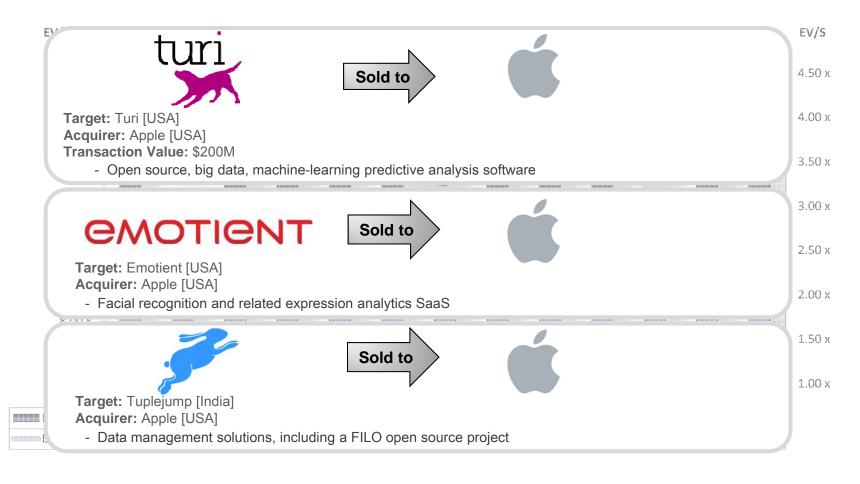


Target: AQSense [Spain] Acquirer: Cognex [USA] **Transaction Value: \$2.5M**





Deal Spotlights: Al Enablement





Deal Spotlights: Internet of Things

solair





Target: Solair [Italy]

Acquirer: Microsoft [USA]

- IoT platform-as-a-service for machine-to-machine connectivity creating







Target: PLAT.ONE [Italy] **Acquirer:** SAP [USA]

- Cloud-based enterprise-grade IoT and M2M provisioning software



Deal Spotlights: Internet of Things







Target: Dojo-Labs [Israel]
Acquirer: BullGuard [UK]

- IoT security devices and related management software







Target: Bluvision [USA] **Acquirer:** HID Global [USA]

 Bluetooth-enabled low energy (BLE) sensor systems, including beacons and tracking SaaS



Deal Spotlights: Cloud Management







Target: CliQr [USA]
Acquirer: Cisco [USA]
Transaction Value: \$260M

- Hybrid cloud application management software







Target: ITapp [USA]

Acquirer: ServiceNow [USA]

Transaction Value: \$15M (7.5x EV/S)

- Hybrid cloud management software



Deal Spotlights: Cloud Management







Target: Apigee [USA] Acquirer: Google [USA]

Transaction Value: \$625M (6.5x EV/S)

- API management SaaS for businesses globally







Target: 3Scale [Spain] **Acquirer:** Red Hat [USA]

Transaction Value: \$29M (7.3x EV/S)

- API Management platform gives the tools to take control of API



IT Services Market

Deal Spotlight: IT Research Services

EV/EBITDA EV/S







Target: CEB [USA]

Acquirer: Gartner [USA]

Transaction Value: \$2.6B (3.5x EV/S and 18.5x EBITDA)

- Business management and IT consulting services
- Creates a research and advisory powerhouse for all major enterprise functions

Ev, -													
EV/S	3.96 x	3.34 x	3.36 x	3.37 x	3.31 x	3.30 x	3.19 x	3.46 x	3.36 x	3.45 x	3.20 x	3.42 x	3.32 x

Corum Research Report



Elon Gasper EVP, Research



Amber Stoner
Director of Research



Amanda Tallman Senior Analyst



Yasmin Khodamoradi Analyst



Thomas Wright Analyst

Tech Leader Panel – The Year Ahead



Peter Coffee @petercoffee Salesforce





Karl Popp @karl_popp SAP





Reese Jones
@Reese_Jones
Singularity University





Henry Hu @HenryMHu IBM





Peter Coffee Salesforce VP for Strategic Research



Peter Coffee is VP for Strategic Research at salesforce.com inc. He has been with the company for seven years, following nineteen years as a columnist and editor with the industry publications PC Tech Journal, PC Week and eWEEK. He works with IT managers and application developers to build a global community on the Salesforce1 cloud platform, combining the Force.com, Heroku1 and ExactTarget Fuel service portfolios. Peter holds an engineering degree from MIT and an MBA from Pepperdine University, with subsequent faculty appointments in IT management at Pepperdine; expert-systems programming at UCLA; and business analytics at Chapman College. He is the author of two books, "How To Program Java" and "Peter Coffee Teaches PCs". He is a winner of the Neal Award for excellence in business journalism and the McGan "Silver Antenna" Award for service to amateur radio. In recent years, Peter has worked with customers and partners throughout the Americas and in Australia, India and EU countries as well as lecturing at MIT, Harvard, Stanford, the CalTech/MIT Enterprise Forum and UCLA.



Dr. Karl Popp SAP Senior Director, Corp. Dev.



Dr. Karl Michael Popp is senior director of mergers and acquisitions in the corporate development team at SAP AG, responsible for holistic analysis of acquisition opportunities and post merger integration. With more than 20 years of experience in the software business, he evaluated and successfully integrated many acquired companies into SAP. In addition, he continually improves the M&A process for SAP.

Before working on M&A, Karl has managed several dozen strategic OEM and Resell partnerships for SAP NetWeaver, one of SAP's technology platforms. Karl has published several books on the software business, including "Profit from Software Ecosystems" and the recently published book "Mergers and Acquisitions in the Software Industry – Foundations of Due Diligence".



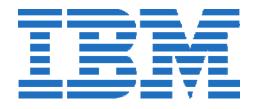
Reese Jones
Singularity University
Associate Founder



Inventor, venture investor, and business strategist Reese Jones has engaged in over a dozen companies' start up, financing, development, IPO and acquisitions. They include Netopia, where he served as CEO until its acquisition by Motorola in 2006, after having founded it as Farallon Computing, then taken it public in 1996. Other notable technology endeavors in which he's applied his leadership include Convergence, Mediabolic, and Jobvite, as well as Venture Partnerships at Accel, August, and TelesoftVC. He is a Fellow in Innovation and Entrepreneurship at UC Berkeley, where as a grad student in the 1980s he started and ran BMUG, which became the largest nonprofit computer user group of its kind. Reese is an Associate Founder and active Trustee of Singularity University. His current interests include network theory, human/Internet interfaces, phones as synapses, and Internet evolution.



Henry Hu
IBM
Corporate Development Executive



Henry Hu is a IBM Corporate Development Executive for M&A Strategy, Innovation & Investment. Henry leads M&A strategy development for IoT, evaluates inbound acquisition opportunities for IoT, Analytics, Watson and Health businesses. He provides corporate support to IBM's tech accelerators and incubator, and acts as liaison with several boutique investment banks.

Prior to his current role, Henry was CFO of IBM Systems Strategic Imperatives for Finance and Transformation. His professional background in finance spans IBM, A.T. Kearney and Ford Motor Company. He has been recognized by Ascend, a Pan-Asian professional organization, as a High-Impact Leader for his work in promoting Pan-Asian leadership in business and the community.

Henry holds a B.S. in International Trade and Computer Science from Shanghai Jiao Tong University, an M.S. in Engineering Management from Stanford, and an Executive MBA from Columbia University.

Tech Leader Panel – The Year Ahead



Peter Coffee @petercoffee Salesforce





Karl Popp @karl_popp SAP





Reese Jones
@Reese_Jones
Singularity University





Henry Hu @HenryMHu IBM



Q&A

- We welcome your questions!
 - Use Q&A tab at the bottom of screen
 - Submit to queue at any time

Upcoming Conference Schedule

Selling Up Selling Out (SUSO) - Ready to go to market? During this half-day workshop, learn to prepare, position, research, value, negotiate, and execute due diligence for maximum price and structure. This is the most attended Tech M&A event ever – participants have done over \$1 trillion in transaction value.

Merge Briefing (MB) - The Merge Briefing is a 90-minute executive briefing providing a current M&A market update (trends, valuations, etc.), as well as a brief overview of the Tech M&A process: "8 Steps To An Optimal Outcome."

Jan. 31: Indianapolis – MB Feb. 16: Houston – SUSO

Feb. 1: Dayton – MB Mar. 7: Kansas City – MB

Feb. 7: Las Vegas – MB Mar. 8: St. Louis – MB

Feb. 7: Seattle - SUSO

...With more events in:

Portland London Sacramento Los Angeles

Reston Dublin Costa Mesa Miami

After the Deal – Celebration



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