

# THE LIGHTHOUSE



**February 2017**

- Software
- Online & Digital
- Tech Enabled Business Services

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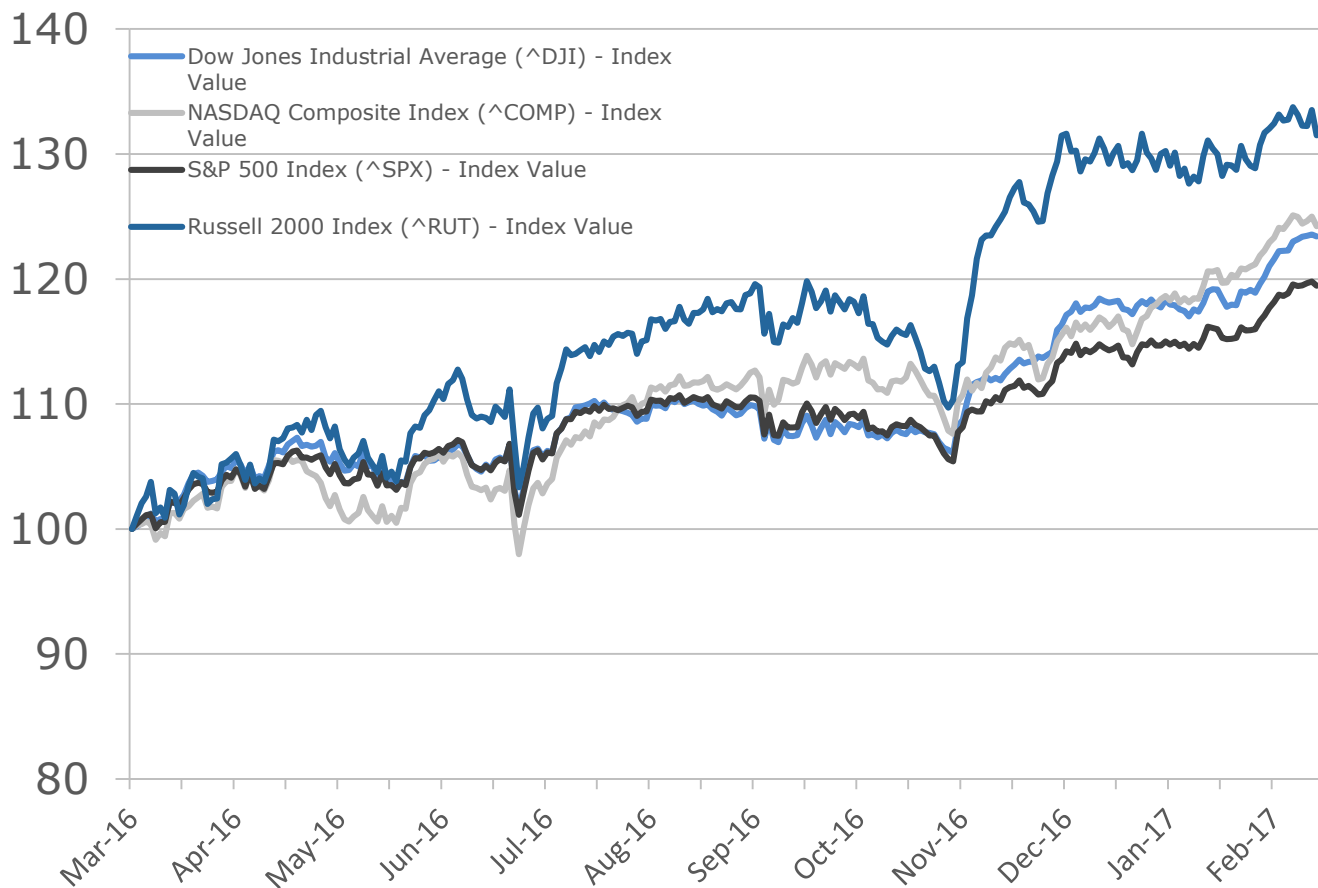
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# 1. CAPITAL MARKET TRENDS

## RELATIVE PERFORMANCE OF MAJOR INDICES

Through February 28, 2017 (Base = 100, 03/01/2016)



Index	As of 28-Feb-17	Change %		
		1 Year	3 Months	1 Month
Dow Jones	20,812.24	26.0%	8.8%	4.8%
Nasdaq	5,825.44	27.8%	9.4%	3.8%
S&P 500	2,363.64	22.3%	7.5%	3.7%
Russell 2000	1,386.68	34.1%	4.9%	1.8%

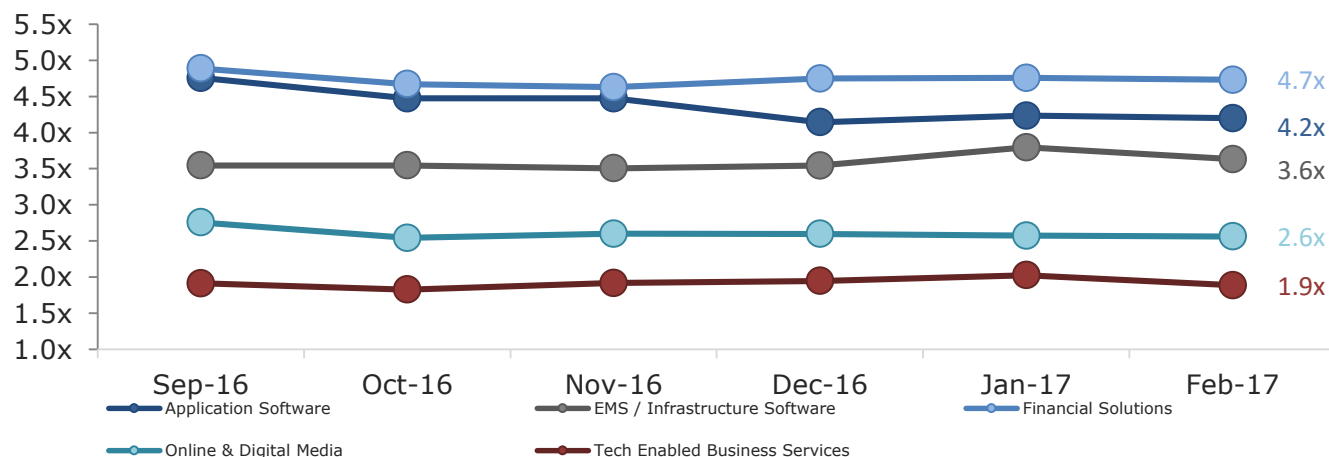
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# **PUBLIC MARKET VALUATIONS**



# 2. PUBLIC MARKET VALUATIONS

## HISTORICAL MEDIAN TEV / REVENUE MULTIPLES



	Sep-16	Oct-16	Nov-16	Dec-16	Jan-17	Feb-17
<b>Application Software</b>						
Customer Relationship Management (CRM) & Customer Engagement	4.7x	4.4x	4.4x	4.2x	4.5x	4.7x
Accounting & Enterprise Resource Planning (ERP)	4.0x	4.3x	4.5x	4.1x	4.3x	4.6x
Supply Chain Management (SCM) & Logistics	6.6x	5.5x	5.9x	5.9x	5.8x	4.9x
HR & Workforce Management	5.6x	5.5x	4.6x	4.5x	5.0x	4.9x
Education Technology	2.4x	2.3x	2.1x	2.1x	2.1x	2.1x
Industrial & Automation Software	2.8x	2.4x	2.9x	2.7x	2.9x	3.3x
Business Intelligence & Data	4.5x	4.1x	4.2x	3.9x	3.9x	3.9x
Design & Engineering Software	4.7x	4.7x	4.8x	4.7x	4.6x	4.7x
<b>EMS / Infrastructure Software</b>						
Security Software	3.6x	3.4x	3.5x	3.5x	3.9x	4.1x
System and Network Management Software	3.4x	3.4x	3.5x	3.4x	3.2x	3.2x
Platform / OS	3.9x	3.8x	3.9x	4.0x	4.1x	3.5x
<b>Financial Solutions</b>						
Banking Solutions	4.9x	4.6x	4.8x	5.0x	5.0x	5.2x
Capital Market & Investment Solutions	5.6x	5.5x	5.5x	5.6x	5.6x	5.9x
Consumer Data & Analytics	5.3x	5.4x	4.7x	4.8x	4.8x	5.1x
Payment Processing	3.0x	2.8x	3.0x	2.9x	2.9x	3.1x
Insurance Solutions	7.0x	7.1x	7.0x	6.9x	6.8x	7.4x
<b>Online &amp; Digital Media</b>						
Digital Advertising & Marketing	1.2x	1.1x	1.2x	1.3x	1.2x	1.4x
Digital Media & Video	2.9x	2.5x	2.4x	2.5x	2.5x	2.2x
Digital Advertising Agencies & Service Providers	1.5x	1.5x	1.5x	1.6x	1.6x	1.5x
Online Retail & Marketplaces	3.3x	2.9x	2.8x	2.9x	2.9x	2.9x
Digital Gaming	2.5x	2.3x	2.4x	2.5x	2.5x	2.8x
Social Media	5.8x	5.4x	6.0x	5.5x	4.6x	5.0x
Digital Commerce Solutions	1.3x	1.3x	1.3x	1.4x	1.4x	1.4x
Other Digital Companies	3.2x	3.0x	3.0x	3.0x	2.9x	2.8x
<b>Tech Enabled Business Services</b>						
IT Services, Integration & Consulting	1.5x	1.4x	1.4x	1.4x	1.5x	1.4x
Business Process Management (BPM)	2.8x	2.6x	2.7x	2.7x	2.8x	2.7x
Data Center Hosting & Services	7.0x	7.2x	6.6x	6.8x	7.3x	7.4x
Call Center	1.0x	1.0x	0.9x	0.9x	0.9x	0.8x

# 2. PUBLIC MARKET VALUATIONS

## CURRENT & FORWARD MARKET MULTIPLES

	Median TEV/Revenue		Median TEV/EBITDA	
	LTM	NTM	LTM	NTM
<b>Application Software</b>				
Customer Relationship Management (CRM) & Customer Engagement	4.7x	4.1x	44.9x	22.6x
Accounting & Enterprise Resource Planning (ERP)	4.6x	4.1x	23.1x	13.2x
Supply Chain Management (SCM) & Logistics	4.9x	4.6x	22.8x	19.0x
HR & Workforce Management	4.9x	4.2x	27.1x	33.8x
Education Technology	2.1x	3.9x	13.8x	12.4x
Industrial & Automation Software	3.3x	3.0x	19.7x	14.6x
Business Intelligence & Data	3.9x	3.4x	14.9x	19.0x
Design & Engineering Software	4.7x	4.5x	21.2x	13.5x
<b>EMS / Infrastructure Software</b>				
Security Software	4.1x	3.7x	21.7x	18.3x
System and Network Management Software	3.2x	3.2x	15.9x	13.4x
Platform / OS	3.5x	4.2x	11.7x	11.9x
<b>Financial Solutions</b>				
Banking Solutions	5.1x	4.9x	15.5x	13.2x
Capital Market & Investment Solutions	5.9x	5.3x	17.6x	14.2x
Consumer Data & Analytics	5.1x	4.9x	16.3x	14.7x
Payment Processing	3.1x	2.9x	13.3x	11.9x
Insurance Solutions	7.4x	6.6x	18.4x	17.3x
<b>Online &amp; Digital Media</b>				
Digital Advertising & Marketing	1.4x	1.8x	21.7x	10.6x
Digital Media & Video	2.2x	2.1x	13.7x	10.8x
Digital Advertising Agencies & Service Providers	1.5x	1.4x	10.6x	9.5x
Online Retail & Marketplaces	2.9x	2.4x	21.1x	14.8x
Digital Gaming	2.8x	2.3x	14.3x	10.2x
Social Media	5.0x	3.9x	24.4x	13.3x
Digital Commerce Solutions	1.4x	1.4x	11.9x	9.7x
Other Digital Companies	2.8x	2.7x	14.8x	10.7x
<b>Tech Enabled Business Services</b>				
IT Services, Integration & Consulting	1.4x	1.4x	10.6x	9.8x
Business Process Management (BPM)	2.7x	2.4x	13.5x	11.0x
Data Center Hosting & Services	7.4x	6.8x	19.5x	16.2x
Call Center	0.8x	0.8x	7.5x	6.5x

Medians				
Application Software	4.2x	3.7x	20.2x	16.1x
EMS / Infrastructure Software	3.6x	3.6x	16.6x	14.7x
Financial Solutions	4.9x	4.8x	16.2x	14.0x
Online & Digital Media	2.6x	2.3x	15.7x	11.0x
Tech Enabled Business Services	1.9x	1.8x	11.1x	9.9x

# 2. PUBLIC MARKET VALUATIONS

## APPLICATION SOFTWARE

(\$ in millions)		TEV	Market Cap	TEV/Revenue		TEV/EBITDA	
				LTM	NTM	LTM	NTM
<b>Customer Relationship Management (CRM) &amp; Customer Engagement</b>							
Bazaarvoice	NasdaqGS:BV	\$322	\$369	1.6x	1.6x	NM	19.2x
Five9	NasdaqGM:FIVN	\$830	\$843	5.1x	4.4x	NM	90.9x
LivePerson	NasdaqGS:LPSN	\$358	\$409	1.6x	1.7x	NM	19.2x
MINDBODY	NasdaqGM:MB	\$1,007	\$1,078	7.2x	5.6x	NM	NM
NICE Systems	TASE:NICE	\$4,464	\$4,170	4.2x	3.3x	17.8x	12.7x
Pegasystems	NasdaqGS:PEGA	\$3,162	\$3,296	4.2x	3.7x	48.8x	26.0x
Salesforce.com	NYSE:CRM	\$57,177	\$56,677	6.8x	5.6x	82.1x	26.3x
SDL	LSE:SDL	\$474	\$490	1.4x	1.4x	22.8x	11.5x
Veeva	NYSE:VEEV	\$5,474	\$5,993	10.1x	8.3x	44.9x	26.7x
Zendesk	NYSE:ZEN	\$2,417	\$2,642	7.7x	5.8x	NM	NM
<b>Median</b>				<b>4.7x</b>	<b>4.1x</b>	<b>44.9x</b>	<b>22.6x</b>
<b>Accounting &amp; Enterprise Resource Planning (ERP)</b>							
BasWare	HLSE:BAS1V	\$572	\$560	3.6x	3.5x	NM	NM
Blackline	NasdaqGS:BL	\$1,357	\$1,463	11.0x	8.1x	NM	NM
Coupa Software	NasdaqGS:COUP	\$1,101	\$1,322	9.0x	7.0x	NM	NM
Intuit	NasdaqGS:INTU	\$32,599	\$32,086	6.7x	6.2x	23.1x	16.1x
Kingdee International	SEHK:268	\$1,056	\$1,133	4.0x	3.6x	30.1x	11.3x
Model N	NYSE:MODN	\$248	\$300	2.2x	1.8x	NM	NM
Oracle	NYSE:ORCL	\$171,223	\$174,719	4.6x	4.5x	11.7x	10.1x
QAD	NasdaqGS:QADA	\$389	\$509	1.4x	1.3x	49.6x	27.4x
Sage	LSE:SGE	\$9,061	\$8,672	4.6x	4.1x	16.4x	14.5x
SAP	DB:SAP	\$116,433	\$112,183	5.0x	4.6x	18.2x	13.2x
Upland Software	NasdaqGM:UPLD	\$237	\$215	3.3x	2.9x	47.1x	12.1x
<b>Median</b>				<b>4.6x</b>	<b>4.1x</b>	<b>23.1x</b>	<b>13.2x</b>
<b>Supply Chain Management (SCM) &amp; Logistics</b>							
Amber Road	NYSE:AMBR	\$210	\$203	2.9x	2.6x	NM	NM
Descartes Systems Group	TSX:DSG	\$1,519	\$1,595	7.5x	6.7x	22.8x	19.0x
Manhattan Associates	NasdaqGS:MANH	\$3,435	\$3,530	5.7x	5.5x	16.9x	15.6x
SPS Commerce	NasdaqGS:SPSC	\$812	\$951	4.2x	3.7x	43.1x	25.4x
<b>Median</b>				<b>4.9x</b>	<b>4.6x</b>	<b>22.8x</b>	<b>19.0x</b>

# 2. PUBLIC MARKET VALUATIONS

## APPLICATION SOFTWARE (CONTINUED)

(\$ in millions)		TEV	Market Cap	TEV/Revenue		TEV/EBITDA	
				LTM	NTM	LTM	NTM
<b>HR &amp; Workforce Management</b>							
Atlassian Corporation	NasdaqGS:TEAM	\$5,532	\$6,327	10.4x	7.9x	NM	38.7x
Benefit Focus	NasdaqGM:BNFT	\$857	\$815	3.7x	3.2x	NM	56.4x
Callidus	NasdaqGM:CALD	\$1,017	\$1,201	4.9x	4.2x	NM	33.8x
CastLight Health	NYSE:CSLT	\$256	\$370	2.5x	2.1x	NM	NM
Cornerstone OnDemand	NasdaqGS:CSOD	\$2,303	\$2,367	5.4x	4.8x	NM	44.4x
Dice Holdings	NYSE:DHX	\$307	\$246	1.4x	1.4x	6.5x	6.2x
Paycom	NYSE:PAYC	\$3,172	\$3,202	9.6x	7.5x	46.6x	27.7x
Paylocity	NasdaqGS:PCTY	\$1,731	\$1,814	6.6x	5.2x	NM	36.8x
TriNet Group	NYSE:TNET	\$2,123	\$1,848	0.7x	0.6x	13.9x	10.4x
Ultimate Software	NasdaqGS:ULTI	\$5,656	\$5,737	7.2x	5.8x	83.7x	24.1x
Verint Systems	NasdaqGS:VRNT	\$2,819	\$2,366	2.7x	2.5x	27.1x	11.9x
Workday	NYSE:WDAY	\$15,207	\$16,669	9.7x	7.5x	NM	56.2x
Xactly Corporation	NYSE:XTLY	\$361	\$389	3.9x	3.2x	NM	NM
<b>Median</b>				<b>4.9x</b>	<b>4.2x</b>	<b>27.1x</b>	<b>33.8x</b>
<b>Education Technology</b>							
Blackbaud	NasdaqGS:BLKB	\$3,647	\$3,321	5.0x	4.6x	29.2x	19.3x
Cambium Learning Group	NasdaqCM:ABCD	\$312	\$224	2.1x	NA	12.2x	NA
Instructure	NYSE:INST	\$588	\$656	5.3x	3.9x	NM	NM
K12 Inc	NYSE:LRN	\$570	\$726	0.6x	0.6x	13.8x	5.5x
Rosetta Stone	NYSE:RST	\$144	\$173	0.7x	NA	NM	NA
<b>Median</b>				<b>2.1x</b>	<b>3.9x</b>	<b>13.8x</b>	<b>12.4x</b>
<b>Industrial &amp; Automation Software</b>							
American Software	NasdaqGS:AMSW.A	\$226	\$302	2.1x	2.0x	20.2x	11.0x
Aspen Technology	NasdaqGS:AZPN	\$4,423	\$4,423	9.4x	9.1x	20.0x	19.5x
Dassault	ENXTPA:DSY	\$18,963	\$20,523	5.8x	5.4x	19.4x	15.1x
Honeywell	NYSE:HON	\$100,874	\$94,769	2.6x	2.6x	13.0x	11.8x
Group Schneider	ENXTPA:SU	\$42,898	\$37,640	1.6x	1.6x	10.8x	9.6x
Materialise NV	NasdaqGS:MTLS	\$404	\$427	3.3x	2.9x	51.3x	34.1x
Parametric Technology	NasdaqGS:PTC	\$6,772	\$6,236	6.0x	5.7x	74.0x	24.9x
Rockwell Automation	NYSE:ROK	\$18,848	\$19,431	3.2x	3.1x	15.8x	14.2x
<b>Median</b>				<b>3.3x</b>	<b>3.0x</b>	<b>19.7x</b>	<b>14.6x</b>



# 2. PUBLIC MARKET VALUATIONS

## APPLICATION SOFTWARE (CONTINUED)

(\$ in millions)		TEV	Market Cap	TEV/Revenue		TEV/EBITDA	
				LTM	NTM	LTM	NTM
<b>Business Intelligence &amp; Data</b>							
AppFolio	NasdaqGM:APPF	\$812	\$838	7.7x	5.9x	NM	58.6x
Apptio	NasdaqGM:APTI	\$420	\$499	2.6x	2.3x	NM	NM
Corelogic	NYSE:CLGX	\$4,839	\$3,307	2.5x	2.6x	11.5x	10.3x
CoStar Group	NasdaqGS:CSGP	\$6,395	\$6,624	7.6x	6.8x	29.7x	24.2x
Covisint	NasdaqGS:COVS	\$51	\$82	0.7x	NA	NM	NA
Gridsum Holding	NasdaqGS:GSUM	\$263	\$337	5.2x	3.3x	NM	NM
Hortonworks	NasdaqGS:HDP	\$522	\$608	2.8x	2.2x	NM	NM
Inovalon Holdings	NASDAQ:INOV	\$1,470	\$1,776	3.4x	3.3x	19.8x	13.9x
MicroStrategy	NasdaqGS:MSTR	\$1,605	\$2,194	3.1x	3.1x	13.8x	11.3x
NantHealth	NasdaqGS:NH	\$955	\$918	9.9x	6.4x	NM	NM
New Relic	NYSE:NEWR	\$1,661	\$1,857	6.8x	5.2x	NM	NM
Open Text	NasdaqGS:OTEX	\$9,351	\$8,678	4.8x	3.6x	15.9x	10.1x
PROS Holdings	NYSE:PRO	\$706	\$717	4.6x	4.3x	NM	NM
Sabre	NasdaqGS:SABR	\$9,164	\$6,072	2.7x	2.6x	12.6x	8.4x
Splunk	NasdaqGS:SPLK	\$7,390	\$8,374	7.8x	6.2x	NM	53.3x
Tableau	NYSE:DATA	\$3,208	\$4,116	3.9x	3.6x	NM	59.6x
TrueCar	NasdaqGS:TRUE	\$1,123	\$1,202	4.0x	3.5x	NM	48.6x
Varonis Systems	NasdaqGS:VRNS	\$622	\$735	3.8x	3.1x	NM	NM
Workiva	NYSE:WK	\$575	\$617	3.2x	2.8x	NM	NM
<b>Median</b>				<b>3.9x</b>	<b>3.4x</b>	<b>14.9x</b>	<b>19.0x</b>
<b>Design &amp; Engineering Software</b>							
Ansys	NasdaqGS:ANSS	\$8,291	\$9,114	8.4x	8.0x	18.6x	16.1x
Autodesk	NasdaqGS:ADSK	\$18,728	\$19,207	8.5x	9.3x	NM	NM
Aveva Group	LSE:AVV	\$1,366	\$1,520	5.4x	5.1x	21.2x	18.6x
Mentor Graphics	NasdaqGS:MENT	\$4,112	\$4,095	3.6x	3.2x	22.3x	12.3x
Progress Software	NasdaqGS:PRGS	\$1,283	\$1,398	3.2x	3.3x	11.8x	9.3x
RIB Software AG	DB:RIB	\$412	\$589	4.1x	3.6x	23.2x	12.1x
Synopsys	NasdaqGS:SNPS	\$10,105	\$10,752	4.0x	3.9x	21.2x	14.6x
Twilio	NYSE:TWLO	\$2,471	\$2,777	8.9x	6.7x	NM	NM
<b>Median</b>				<b>4.7x</b>	<b>4.5x</b>	<b>21.2x</b>	<b>13.5x</b>

# 2. PUBLIC MARKET VALUATIONS

## EMS / INFRASTRUCTURE SOFTWARE

(\$ in millions)		TEV	Market Cap	TEV/Revenue		TEV/EBITDA	
				LTM	NTM	LTM	NTM
<b>Security Software</b>							
AVG Technologies	OTCPK:AVGT.F	\$1,375	\$1,253	3.2x	NA	11.0x	NA
Barracuda Networks	NYSE:CUDA	\$1,059	\$1,249	3.0x	2.9x	30.4x	14.3x
Check Point Software	NasdaqGS:CHKP	\$15,927	\$17,300	9.1x	8.5x	18.4x	15.8x
Cheetah Mobile	NYSE:CMCM	\$1,334	\$1,426	2.0x	1.7x	40.0x	18.7x
Cyber-Ark Software	NasdaqGS:CYBR	\$1,423	\$1,698	6.6x	5.3x	33.5x	22.0x
Everbridge	NasdaqGM:EVBG	\$456	\$517	5.9x	4.5x	NM	NM
FireEye	NasdaqGS:FEYE	\$1,805	\$1,999	2.5x	2.5x	NM	71.3x
Fortinet	NasdaqGS:FTNT	\$5,378	\$6,463	4.2x	3.6x	56.3x	18.0x
Gemalto	ENXTAM:GTO	\$5,759	\$5,399	1.7x	1.6x	9.8x	8.2x
Imperva	NasdaqGS:IMPV	\$1,108	\$1,369	4.2x	3.5x	NM	40.6x
Mimecast	NasdaqGS:MIME	\$985	\$1,085	5.8x	4.6x	NM	59.6x
MobileIron	NasdaqGS:MOBL	\$338	\$428	2.1x	1.9x	NM	NM
NetQin Mobile	NYSE:NQ	\$353	\$370	0.9x	NA	NM	NA
Palo Alto Networks	NYSE:PANW	\$13,085	\$13,927	8.3x	6.9x	NM	30.1x
Proofpoint	NasdaqGM:PFPT	\$3,380	\$3,410	9.0x	6.9x	NM	64.2x
Qualys	NasdaqGS:QLYS	\$1,027	\$1,271	5.2x	4.5x	21.5x	14.2x
Rapid7	NasdaqGM:RPD	\$572	\$644	3.6x	2.9x	NM	NM
SecureWorks	NasdaqGS:SCWX	\$731	\$842	1.8x	1.5x	NM	NM
Symantec	NasdaqGS:SYMC	\$19,243	\$17,680	5.1x	3.8x	22.0x	8.0x
Trend Micro	TSE:4704	\$4,822	\$6,025	4.1x	3.8x	11.8x	11.3x
VASCO	NasdaqCM:VDSI	\$373	\$517	1.9x	2.0x	31.4x	23.7x
Zix	NasdaqGS:ZIX	\$242	\$269	4.0x	3.7x	16.3x	13.2x
<b>Median</b>				<b>4.1x</b>	<b>3.7x</b>	<b>21.7x</b>	<b>18.3x</b>
<b>System and Network Management Software</b>							
A10 Networks	NYSE:ATEN	\$532	\$647	2.3x	2.0x	NM	26.2x
CA Technologies	NasdaqGS:CA	\$12,749	\$13,488	3.2x	3.2x	9.9x	8.3x
CommVault Systems	NasdaqGS:CVLT	\$1,774	\$2,211	2.8x	2.6x	NM	19.9x
Gigamon	NYSE:GIMO	\$991	\$1,249	3.2x	2.9x	26.6x	15.2x
Micro Focus	LSE:MCRO	\$7,869	\$6,226	5.8x	5.7x	15.5x	11.9x
Netscout Systems	NasdaqGS:NTCT	\$3,332	\$3,392	3.0x	2.7x	29.6x	10.0x
Nutanix	NasdaqGS:NTNX	\$3,919	\$4,266	7.5x	4.6x	NM	NM
ServiceNow	NYSE:NOW	\$14,038	\$14,430	10.1x	7.6x	NM	35.1x
Software AG	XTRA:SOW	\$3,008	\$3,099	3.3x	3.1x	10.9x	10.2x
Vmware	NYSE:VMW	\$30,248	\$36,733	4.3x	4.0x	16.4x	13.4x
<b>Median</b>				<b>3.2x</b>	<b>3.2x</b>	<b>15.9x</b>	<b>13.4x</b>

# 2. PUBLIC MARKET VALUATIONS

## EMS / INFRASTRUCTURE SOFTWARE (CONTINUED)

(\$ in millions)	TEV	Market Cap	TEV/Revenue		TEV/EBITDA		
			LTM	NTM	LTM	NTM	
<b>Platform / OS</b>							
Citrix Systems	NasdaqGS:CTXS	\$12,008	\$12,344	3.5x	4.2x	11.7x	11.9x
Hewlett-Packard	NYSE:HPQ	\$29,826	\$29,369	0.6x	0.6x	7.0x	7.1x
IBM	NYSE:IBM	\$204,778	\$170,983	2.6x	2.6x	11.0x	10.5x
Microsoft Corp.	NasdaqGS:MSFT	\$461,008	\$494,407	5.4x	4.6x	16.6x	12.4x
Red Hat	NYSE:RHT	\$14,209	\$14,764	6.1x	5.4x	35.7x	20.6x
<b>Median</b>				<b>3.5x</b>	<b>4.2x</b>	<b>11.7x</b>	<b>11.9x</b>

# 2. PUBLIC MARKET VALUATIONS

## FINANCIAL SOLUTIONS

(\$ in millions)		TEV	Market Cap	TEV/Revenue		TEV/EBITDA	
				LTM	NTM	LTM	NTM
<b>Banking Solutions</b>							
Black Knight Financial Services	NYSE:BKFS	\$5,201	\$2,694	5.1x	4.8x	15.1x	10.1x
Bottomline Technologies	NasdaqGS:EPAY	\$1,005	\$944	2.9x	2.8x	32.1x	13.2x
DH Corporation	TSX:DH	\$3,273	\$1,841	2.6x	2.6x	12.9x	9.2x
Fidelity National	NYSE:FIS	\$36,948	\$27,049	4.0x	3.9x	16.3x	12.0x
Fiserv	NasdaqGS:FISV	\$29,023	\$24,761	5.3x	5.0x	15.5x	14.2x
Jack Henry & Associates	NasdaqGS:JKHY	\$7,265	\$7,279	5.2x	5.0x	14.7x	14.0x
Q2 Holdings	NYSE:QTWO	\$1,358	\$1,455	9.0x	7.0x	NM	NM
Temenos Group	SWX:TEMN	\$5,328	\$5,148	8.3x	7.7x	23.3x	21.6x
<b>Median</b>				<b>5.1x</b>	<b>4.9x</b>	<b>15.5x</b>	<b>13.2x</b>
<b>Capital Market &amp; Investment Solutions</b>							
Investnet	NYSE:ENV	\$1,905	\$1,664	3.5x	2.9x	40.7x	14.8x
FactSet Research Systems	NYSE:FDS	\$7,210	\$7,039	6.3x	5.9x	17.9x	16.7x
Fidessa Group	LSE:FDSA	\$1,080	\$1,198	2.6x	2.5x	14.5x	9.8x
IRESS Limited	ASX:IRE	\$1,650	\$1,531	5.5x	5.0x	20.8x	16.6x
Moodys	NYSE:MCO	\$22,585	\$21,249	6.3x	6.0x	13.7x	12.9x
Morningstar	NasdaqGS:MORN	\$3,388	\$3,442	4.2x	4.0x	13.5x	12.2x
MSCI	NYSE:MSCI	\$9,848	\$8,565	8.6x	8.0x	17.3x	15.6x
SimCorp A/S	CPSE:SIM	\$2,170	\$2,201	6.9x	6.0x	28.8x	21.8x
SS&C Technologies Holdings	NasdaqGS:SSNC	\$9,497	\$7,114	6.4x	5.7x	18.5x	13.6x
Thomson Reuters	TSX:TRI	\$36,582	\$30,845	3.2x	3.2x	16.2x	11.0x
<b>Median</b>				<b>5.9x</b>	<b>5.3x</b>	<b>17.6x</b>	<b>14.2x</b>
<b>Consumer Data &amp; Analytics</b>							
Equifax	NYSE:EFX	\$18,315	\$15,714	5.8x	5.4x	16.3x	14.7x
Experian	LSE:EXPN	\$21,492	\$18,462	4.9x	4.5x	16.0x	13.0x
Fair Isaac	NYSE:FICO	\$4,572	\$4,040	5.1x	4.9x	22.1x	18.3x
<b>Median</b>				<b>5.1x</b>	<b>4.9x</b>	<b>16.3x</b>	<b>14.7x</b>

# 2. PUBLIC MARKET VALUATIONS

## FINANCIAL SOLUTIONS (CONTINUED)

		TEV	Market Cap	TEV/Revenue		TEV/EBITDA	
				LTM	NTM	LTM	NTM
(\$ in millions)							
<b>Payment Processing</b>							
ACI Worldwide	NasdaqGS:ACIW	\$2,996	\$2,295	3.1x	2.9x	40.8x	11.9x
Cielo	BOVESPA:CIEL3	\$23,633	\$19,828	6.0x	5.8x	13.3x	12.6x
Euronet Worldwide	NasdaqGS:EEFT	\$4,198	\$4,322	2.1x	2.0x	12.8x	10.5x
First Data Corporation	NYSE:FDC	\$35,836	\$14,748	4.6x	3.0x	12.3x	11.9x
Global Payments	NYSE:GPN	\$15,950	\$12,134	4.2x	4.7x	16.1x	14.4x
Monitise	AIM:MONI	\$39	\$72	0.5x	0.5x	NM	53.9x
Net 1 Ueps Technologies	NasdaqGS:UEPS	\$526	\$699	0.9x	0.8x	3.3x	3.4x
Square	NYSE: SQ	\$5,848	\$6,360	3.4x	6.5x	NM	51.0x
Total System Services	NYSE:TSS	\$12,952	\$9,989	3.1x	2.7x	14.7x	11.3x
<b>Median</b>				<b>3.1x</b>	<b>2.9x</b>	<b>13.3x</b>	<b>11.9x</b>
<b>Insurance Solutions</b>							
CorVel	NasdaqGS:CRVL	\$734	\$773	1.4x	NA	11.1x	NA
Ebix	NasdaqGS:EBIX	\$2,193	\$2,026	7.4x	6.7x	19.7x	18.1x
Guidewire Software	NYSE:GWRE	\$3,486	\$4,017	8.0x	6.6x	NM	40.7x
Sapiens International	NasdaqCM:SPNS	\$630	\$708	2.9x	2.3x	21.1x	16.5x
Verisk	NasdaqGS:VRSK	\$16,042	\$13,793	8.0x	7.6x	17.1x	15.1x
<b>Median</b>				<b>7.4x</b>	<b>6.6x</b>	<b>18.4x</b>	<b>17.3x</b>

# 2. PUBLIC MARKET VALUATIONS

## ONLINE & DIGITAL

(\$ in millions)		TEV	Market Cap	TEV/Revenue		TEV/EBITDA	
				LTM	NTM	LTM	NTM
<b>Digital Advertising &amp; Marketing</b>							
Baidu	NasdaqGS: BIDU	\$54,694	\$60,470	5.4x	4.4x	25.5x	21.1x
Criteo	NasdaqGS: CRTO	\$2,831	\$3,006	1.6x	3.0x	15.7x	9.9x
Comscore	OTCPK: SCOR	\$1,258	\$1,372	3.4x	2.5x	33.9x	10.5x
Google	NasdaqGS: GOOGL	\$494,268	\$576,666	5.5x	4.7x	16.6x	11.5x
Hubspot	NYSE: HUBS	\$2,038	\$2,151	7.5x	5.8x	NM	NM
Jive Software	NasdaqGS: JIVE	\$235	\$344	1.2x	1.2x	NM	10.7x
Marin Software	NYSE: MRIN	\$58	\$89	0.6x	0.7x	NM	NM
Perion Network	NasdaqGS: PERI	\$210	\$154	0.7x	0.7x	8.3x	4.5x
QuinStreet	NasdaqGS: QNST	\$109	\$147	0.4x	0.4x	NM	5.4x
Rocket Fuel	NasdaqGS: FUEL	\$131	\$129	0.3x	0.3x	NM	15.4x
SINA Corp	NasdaqGS: SINA	\$3,729	\$4,928	3.6x	2.7x	26.9x	10.2x
Tremor Video	NYSE: TRMR	\$73	\$115	0.4x	0.4x	NM	16.1x
The Rubicon Project	NYSE: RUBI	\$235	\$429	0.8x	1.0x	5.0x	4.5x
Yahoo	NasdaqGS: YHOO	\$38,080	\$43,565	7.4x	10.9x	56.4x	42.3x
Yandex	NasdaqGS: YNDX	\$6,560	\$7,259	5.3x	4.3x	17.9x	12.8x
YuMe	NYSE: YUME	\$64	\$125	0.4x	0.4x	34.4x	4.5x
<b>Median</b>				<b>1.4x</b>	<b>1.8x</b>	<b>21.7x</b>	<b>10.6x</b>
<b>Digital Media &amp; Video</b>							
Adobe Systems	NasdaqGS: ADBE	\$55,610	\$58,469	9.5x	7.8x	30.5x	20.1x
Blucora	NasdaqGS: BCOR	\$1,025	\$653	2.2x	2.1x	13.1x	10.8x
Brightcove	NasdaqGS: BCOV	\$250	\$286	1.7x	1.5x	NM	28.6x
Digimarc	NasdaqGS: DMRC	\$199	\$255	9.1x	8.3x	NM	NM
IAC/Interactive	NasdaqGS: IAC	\$6,106	\$5,748	1.9x	2.0x	14.6x	10.6x
Leaf Group	NYSE: LFGR	\$105	\$156	0.9x	0.9x	NM	NM
Netflix	NasdaqGS: NFLX	\$62,805	\$61,174	7.1x	5.6x	NM	58.3x
Pandora Media	NYSE: P	\$3,018	\$2,913	2.2x	1.9x	NM	NM
RhythmOne	AIM: RTHM	\$193	\$232	1.3x	1.1x	NM	NM
Sonic Foundry	NasdaqCM: SOFO	\$27	\$22	0.7x	NA	NM	NA
TiVo	NasdaqGS: TIVO	\$2,905	\$2,221	4.5x	3.5x	13.7x	10.6x
VeriSign	NasdaqGS: VRSN	\$8,508	\$8,439	7.4x	7.4x	11.4x	10.5x
Xunlei Limited	NasdaqGS: XNET	-\$154	\$240	NM	NA	NM	NA
<b>Median</b>				<b>2.2x</b>	<b>2.1x</b>	<b>13.7x</b>	<b>10.8x</b>

# 2. PUBLIC MARKET VALUATIONS

## ONLINE & DIGITAL (CONTINUED)

(\$ in millions)		TEV	Market Cap	TEV/Revenue		TEV/EBITDA	
				LTM	NTM	LTM	NTM
<b>Digital Advertising Agencies &amp; Service Providers</b>							
Dentsu	TSE:4324	\$17,715	\$15,836	2.4x	2.2x	10.6x	10.6x
Havas	ENXTPA:HAV	\$3,478	\$3,636	1.4x	1.4x	9.8x	8.2x
IPG	NYSE:IPG	\$10,346	\$9,464	1.3x	1.3x	9.4x	8.7x
M&C Saatchi	AIM:SAA	\$350	\$333	1.5x	1.3x	12.6x	11.1x
MDC Partners	NasdaqGS:MDCA	\$1,518	\$484	1.1x	1.0x	10.6x	7.5x
Omnicom	NYSE:OMC	\$22,632	\$19,959	1.5x	1.4x	9.8x	9.5x
Publicis	ENXTPA:PUB	\$16,354	\$15,194	1.6x	1.5x	8.8x	8.5x
Valtech	ENXTPA:LTE	\$341	\$353	1.6x	1.6x	25.5x	19.2x
WPP	LSE:WPP	\$36,045	\$30,195	2.2x	1.9x	14.8x	11.2x
<b>Median</b>				<b>1.5x</b>	<b>1.4x</b>	<b>10.6x</b>	<b>9.5x</b>
<b>Online Retail &amp; Marketplaces</b>							
1-800-Flowers.com	NasdaqGS:FLWS	\$653	\$656	0.5x	0.5x	8.4x	6.6x
Alibaba	NYSE:BABA	\$256,005	\$257,250	12.4x	9.2x	36.5x	19.8x
Amazon	NasdaqGS:AMZN	\$397,660	\$403,228	2.9x	2.4x	34.4x	20.5x
ASOS	AIM:ASC	\$5,390	\$5,605	3.0x	2.4x	59.1x	35.0x
boohoo.com	AIM:BOO	\$2,049	\$2,132	7.1x	4.8x	65.1x	44.1x
Ebay	NasdaqGS:EBAY	\$38,662	\$36,851	4.3x	4.1x	12.9x	11.0x
Expedia	NasdaqGS:EXPE	\$20,684	\$17,833	2.4x	2.1x	19.3x	11.2x
Groupon	NasdaqGS:GRPN	\$1,714	\$2,378	0.5x	0.5x	NM	7.7x
Grubhub	NYSE:GRUB	\$2,677	\$3,001	5.4x	4.2x	23.1x	14.8x
Ocado Group	LSE:OCDO	\$2,051	\$1,846	1.3x	1.2x	22.8x	17.1x
Overstock	NasdaqGM:OSTK	\$343	\$469	0.2x	0.2x	17.4x	13.3x
Quotient Technology	NYSE:QUOT	\$885	\$1,061	3.2x	2.8x	NM	19.6x
Rakuten	TSE:4755	\$15,631	\$14,176	2.2x	2.0x	11.7x	10.5x
RetailMeNot	NasdaqGS:SALE	\$273	\$428	1.0x	0.9x	8.8x	4.8x
Shutterstock	NYSE:SSTK	\$1,226	\$1,505	2.5x	2.2x	19.2x	11.3x
Stamps.com	NasdaqGS:STMP	\$2,189	\$2,150	6.0x	5.2x	15.7x	10.5x
The Priceline Group	NasdaqGS:PCLN	\$87,646	\$84,776	8.2x	7.0x	21.1x	18.6x
The Trade Desk	NasdaqGM:TTD	\$1,546	\$1,654	7.6x	5.7x	26.0x	21.4x
TripAdvisor	NasdaqGS:TRIP	\$5,503	\$5,978	3.7x	3.3x	25.6x	16.3x
Wayfair	NYSE:W	\$2,940	\$3,260	0.9x	0.7x	NM	NM
Wowo	NASDAQ:JMU	\$222	\$230	2.3x	NA	NM	NA
<b>Median</b>				<b>2.9x</b>	<b>2.4x</b>	<b>21.1x</b>	<b>14.8x</b>

# 2. PUBLIC MARKET VALUATIONS

## ONLINE & DIGITAL (CONTINUED)

(\$ in millions)		TEV	Market Cap	TEV/Revenue		TEV/EBITDA	
				LTM	NTM	LTM	NTM
<b>Digital Gaming</b>							
Activision	NasdaqGS:ATVI	\$35,183	\$33,541	5.3x	5.5x	16.4x	14.7x
Capcom	TSE:9697	\$1,112	\$1,117	1.7x	1.4x	9.9x	6.0x
Changyou.com	NasdaqGS:CYOU	\$987	\$1,409	1.9x	1.7x	6.3x	5.2x
Electronic Arts	NasdaqGS:EA	\$23,435	\$26,664	5.1x	4.5x	18.9x	13.4x
Gree	TSE:3632	\$749	\$1,483	1.3x	1.4x	7.5x	10.2x
Konami	TSE:9766	\$4,899	\$5,724	2.3x	2.3x	9.6x	9.2x
NetDragon WebSoft	SEHK:777	\$1,262	\$1,397	3.3x	3.0x	NM	NM
Net Entertainment	OM:NET B	\$1,954	\$2,009	12.1x	10.3x	26.2x	21.7x
Nintendo	TSE:7974	\$16,706	\$25,207	4.8x	3.0x	41.9x	21.4x
Playtech	LSE:PTEC	\$3,423	\$3,484	4.5x	3.7x	12.2x	9.0x
Square Enix	TSE:9684	\$2,804	\$3,722	1.2x	1.2x	10.5x	6.9x
Take-Two Interactive	NasdaqGS:TTWO	\$4,593	\$5,778	2.9x	2.2x	63.1x	10.4x
Ubisoft	ENXTPA:UBI	\$4,079	\$4,119	2.6x	2.4x	18.4x	5.1x
Zynga	NasdaqGS:ZNGA	\$1,474	\$2,327	2.0x	1.8x	NM	16.2x
<b>Median</b>				<b>2.8x</b>	<b>2.3x</b>	<b>14.3x</b>	<b>10.2x</b>
<b>Social Media</b>							
Facebook	NasdaqGS:FB	\$362,259	\$391,708	13.1x	9.6x	24.4x	15.3x
LINE	TSE:3938	\$6,270	\$7,533	5.0x	4.2x	35.2x	19.1x
Mail.ru Group	LSE:MAIL	\$4,501	\$4,589	6.9x	5.3x	19.4x	13.2x
Match Group	NasdaqGS: MTCH	\$5,065	\$4,136	4.1x	3.8x	14.3x	10.9x
MeetMe	NasdaqCM:MEET	\$239	\$284	3.6x	2.2x	11.0x	6.2x
Mixi	TSE:2121	\$2,568	\$3,560	1.4x	1.6x	3.3x	4.2x
Momo	NasdaqGS:MOMO	\$4,230	\$4,791	12.2x	3.8x	59.9x	12.6x
Renren	NYSE:RENN	\$579	\$555	12.5x	9.1x	NM	NM
Twitter	NYSE:TWTR	\$9,211	\$11,299	3.6x	3.9x	NM	15.5x
XING	XTRA:O1BC	\$1,059	\$1,148	6.8x	5.7x	26.3x	17.4x
Yelp	NYSE:YELP	\$2,165	\$2,644	3.0x	2.4x	64.0x	13.5x
<b>Median</b>				<b>5.0x</b>	<b>3.9x</b>	<b>24.4x</b>	<b>13.3x</b>



# 2. PUBLIC MARKET VALUATIONS

## ONLINE & DIGITAL (CONTINUED)

(\$ in millions)		TEV	Market Cap	TEV/Revenue		TEV/EBITDA	
				LTM	NTM	LTM	NTM
<b>Digital Commerce Solutions</b>							
Gk Software AG	DB:GKS	\$134	\$126	1.7x	1.7x	19.0x	20.9x
Intershop	XTRA:ISH2	\$31	\$39	0.9x	0.8x	NM	58.9x
NCR	NYSE:NCR	\$9,409	\$5,990	1.4x	1.4x	11.0x	8.1x
PFS Web	NasdaqCM:PFSW	\$176	\$131	0.7x	0.5x	11.2x	7.9x
Shopify	NYSE:SHOP	\$4,913	\$5,309	12.6x	8.2x	NM	NM
Wincor Nixdorf	XTRA:WIN	\$2,270	\$2,175	0.8x	0.8x	11.9x	8.9x
Worldline S.A	ENXTPA:WLN	\$3,571	\$3,824	2.6x	2.1x	15.6x	10.5x
<b>Median</b>				<b>1.4x</b>	<b>1.4x</b>	<b>11.9x</b>	<b>9.7x</b>
<b>Other Digital Companies</b>							
Akamai	NasdaqGS:AKAM	\$10,652	\$10,849	4.6x	4.2x	15.0x	10.7x
Bankrate	NYSE:RATE	\$1,142	\$982	2.8x	2.3x	12.3x	9.1x
Box	NYSE:BOX	\$2,128	\$2,231	5.7x	4.2x	NM	NM
Endurance International	NasdaqGS:EIGI	\$3,167	\$1,208	2.8x	2.7x	13.8x	9.7x
GoDaddy	NYSE:GDDY	\$3,909	\$3,263	2.1x	1.8x	18.6x	7.5x
Just Eat	LSE:JE.	\$4,052	\$4,220	10.5x	6.7x	38.4x	20.7x
Limelight Networks	NasdaqGS:LLNW	\$175	\$241	1.0x	1.0x	85.0x	7.0x
Moneysupermarket.com	LSE:MONY	\$2,192	\$2,247	5.6x	5.3x	16.1x	13.6x
NetEase	NasdaqGS:NTES	\$35,457	\$40,108	6.4x	4.7x	19.0x	14.7x
Opera Software	OB:OPERA	\$513	\$635	0.9x	0.9x	9.7x	8.9x
Phoenix New Media	NYSE:FENG	\$190	\$275	0.9x	0.7x	14.5x	32.6x
Rightside	NasdaqGS:NAME	\$145	\$163	2.3x	2.4x	NM	NM
Tencent Holdings	SEHK:700	\$251,269	\$250,190	12.1x	9.1x	30.2x	21.4x
United Internet	DB:UTDI	\$10,375	\$8,435	2.5x	2.3x	11.9x	10.7x
Web.com	NasdaqGS:WEB	\$1,521	\$877	2.1x	2.0x	11.9x	8.0x
WebMD Health	NasdaqGS:WBMD	\$1,958	\$1,905	2.8x	2.7x	9.7x	8.3x
Wix	NasdaqGS:WIX	\$2,474	\$2,645	8.5x	6.0x	NM	32.5x
Zhaopin	NYSE:ZPIN	\$626	\$946	2.6x	2.2x	12.0x	NA
Zillow	NasdaqGS:ZG	\$5,918	\$6,057	7.0x	5.7x	NM	28.3x
Zoopla Property Group	LSE:ZPG	\$2,190	\$2,008	8.9x	7.7x	25.1x	19.8x
<b>Median</b>				<b>2.8x</b>	<b>2.7x</b>	<b>14.8x</b>	<b>10.7x</b>

# 2. PUBLIC MARKET VALUATIONS

## TECH ENABLED BUSINESS SERVICES

		TEV	Market Cap	TEV/Revenue		TEV/EBITDA	
				LTM	NTM	LTM	NTM
(\$ in millions)							
<b>IT Services, Integration &amp; Consulting</b>							
Accenture	NYSE:ACN	\$72,837	\$76,272	2.2x	2.1x	12.9x	12.3x
Atos Origin	ENXTPA:ATO	\$12,212	\$12,171	1.0x	0.9x	7.3x	7.1x
Bechtle	XTRA:BC8	\$2,108	\$2,193	0.7x	0.6x	12.2x	10.7x
CACI International	NYSE:CACI	\$4,352	\$3,059	1.0x	1.0x	11.7x	11.3x
Cancom	XTRA:COK	\$805	\$804	0.8x	0.7x	11.1x	9.3x
Cap Gemini	ENXTPA:CAP	\$15,678	\$14,036	1.2x	1.1x	9.3x	8.3x
CGI Group	TSX:GIB.A	\$14,801	\$13,650	1.8x	1.8x	10.8x	9.8x
CIBER	NYSE:CBR	\$60	\$27	0.1x	0.1x	NM	NM
Cognizant Technology	NasdaqGS:CTSH	\$31,668	\$35,959	2.3x	2.2x	11.9x	10.6x
ComputaCenter	LSE:CCC	\$1,056	\$1,176	0.3x	0.3x	8.5x	7.5x
Computer Sciences Corp	NYSE:CSC	\$11,783	\$9,682	1.6x	1.5x	12.7x	8.4x
ePlus	NasdaqGS:PLUS	\$1,004	\$899	0.8x	0.7x	10.5x	10.2x
FDM Group	LSE:FDM	\$838	\$862	3.9x	3.1x	20.6x	16.1x
Fujitsu	TSE:6702	\$18,454	\$12,057	0.5x	0.5x	5.4x	5.0x
HCL Technologies	NSEI:HCLTECH	\$16,198	\$17,777	2.3x	2.1x	10.6x	9.7x
Infosys	NSEI:INFY	\$30,128	\$34,698	2.9x	2.8x	10.6x	10.2x
Luxoft Holdings	NYSE:LXFT	\$1,849	\$1,947	2.5x	2.0x	19.3x	11.8x
ManTech International	NasdaqGS:MANT	\$1,354	\$1,419	0.8x	0.8x	11.0x	10.8x
MAXIMUS	NYSE:MMS	\$3,951	\$3,867	1.6x	1.6x	10.4x	9.8x
NCC Group	LSE:NCC	\$466	\$405	1.6x	1.5x	8.6x	8.5x
Nomura Research Institute	TSE:4307	\$7,953	\$8,588	2.1x	2.1x	10.4x	9.8x
NSD	TSE:9759	\$430	\$647	0.9x	NA	6.5x	NA
OBIC	TSE:4684	\$3,360	\$4,154	6.2x	6.1x	12.3x	12.9x
Perficient	NasdaqGS:PRFT	\$677	\$655	1.4x	1.4x	13.5x	9.4x
SCSK Corporation	TSE:9719	\$3,417	\$3,837	1.2x	1.1x	9.2x	8.7x
Sopra Group	ENXTPA:SOP	\$3,056	\$2,518	0.8x	0.8x	8.5x	7.7x
Syntel	NasdaqGS:SYNT	\$1,888	\$1,488	2.0x	2.1x	6.8x	7.8x
Talend	NasdaqGM:TLND	\$682	\$773	6.4x	4.8x	NM	NM
Tata Consultancy Services	NSEI:TCS	\$67,131	\$72,868	3.8x	3.5x	14.0x	12.9x
The Hackett Group	NasdaqGS:HCKT	\$563	\$576	2.2x	1.8x	14.3x	11.0x
Tieto	HLSE:TIE1V	\$2,180	\$2,058	1.4x	1.3x	11.4x	9.9x
Unisys	NYSE:UIS	\$609	\$696	0.2x	0.2x	3.6x	1.7x
Virtusa	NasdaqGS:VRTU	\$985	\$929	1.2x	1.1x	26.2x	13.3x
Wipro	BSE:507685	\$15,114	\$17,705	1.8x	1.7x	9.2x	8.6x
Xerox	NYSE:XRX	\$11,908	\$7,563	1.1x	1.2x	7.3x	7.1x
<b>Median</b>				<b>1.4x</b>	<b>1.4x</b>	<b>10.6x</b>	<b>9.8x</b>

# 2. PUBLIC MARKET VALUATIONS

## TECH ENABLED BUSINESS SERVICES (CONTINUED)

(\$ in millions)		TEV	Market Cap	TEV/Revenue		TEV/EBITDA	
				LTM	NTM	LTM	NTM
<b>Business Process Management (BPM)</b>							
Broadridge Financial Solutions	NYSE:BR	\$9,170	\$8,200	2.7x	2.2x	14.6x	11.6x
Cardtronics	NasdaqGS:CATM	\$2,438	\$2,009	1.9x	1.7x	8.2x	7.3x
Cass Information Systems	NasdaqGS:CASS	\$425	\$728	3.4x	NA	10.3x	NA
Computershare	ASX:CPU	\$6,976	\$5,673	3.2x	3.3x	15.1x	12.5x
CSG Systems International	NasdaqGS:CSGS	\$1,411	\$1,271	1.9x	1.8x	8.8x	8.0x
DST Systems	NYSE:DST	\$4,107	\$3,773	2.6x	2.7x	11.5x	10.5x
EVERTEC	NYSE:EVTC	\$1,840	\$1,239	4.7x	4.6x	12.1x	10.2x
Exlservice Holdings	NasdaqGS:EXLS	\$1,316	\$1,496	1.9x	1.8x	13.5x	9.8x
Genpact	NYSE:G	\$5,298	\$4,819	2.1x	2.0x	12.8x	11.5x
Tabula Rasa Healthcare	NasdaqGM:TRHC	\$304	\$228	3.5x	2.8x	32.5x	17.5x
Trans Cosmos	TSE:9715	\$879	\$976	0.4x	0.4x	8.8x	7.8x
Vantiv	NYSE:VNTV	\$13,942	\$10,535	3.9x	6.6x	16.4x	14.0x
WEX	NYSE:WEX	\$6,776	\$4,753	6.7x	5.7x	22.4x	14.0x
Wirecard	XTRA:WDI	\$4,879	\$5,717	4.7x	3.7x	17.0x	12.5x
WNS	NYSE:WNS	\$1,258	\$1,411	2.1x	2.1x	13.9x	10.0x
<b>Median</b>				<b>2.7x</b>	<b>2.4x</b>	<b>13.5x</b>	<b>11.0x</b>
<b>Data Center Hosting &amp; Services</b>							
Equinix	NasdaqGS:EQIX	\$32,952	\$26,941	9.1x	8.2x	21.9x	17.5x
Interxion Holding	NYSE:INXN	\$3,404	\$2,744	7.4x	6.8x	17.0x	14.8x
Pure Storage	NYSE:PSTG	\$1,760	\$2,279	2.7x	1.8x	NM	NM
<b>Median</b>				<b>7.4x</b>	<b>6.8x</b>	<b>19.5x</b>	<b>16.2x</b>
<b>Call Center</b>							
Convergys	NYSE:CVG	\$2,214	\$2,067	0.8x	0.8x	6.1x	6.1x
Sykes Enterprises	NasdaqGS:SYKE	\$1,197	\$1,155	0.8x	0.8x	7.5x	6.5x
TeleTech Holdings	NasdaqGS:TTEC	\$1,484	\$1,408	1.2x	1.1x	9.5x	8.2x
<b>Median</b>				<b>0.8x</b>	<b>0.8x</b>	<b>7.5x</b>	<b>6.5x</b>

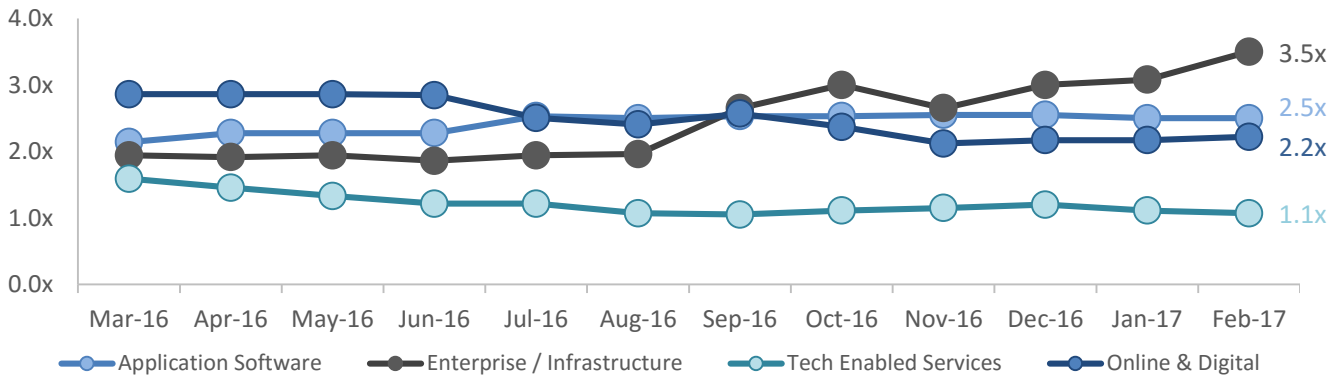
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# **M&A TRANSACTIONS**



# 3. M&A TRANSACTIONS

## TRAILING TWELVE MONTH MEDIAN EV/REVENUE



**Cyber Security is Proving to be a Race Amongst the Bigwigs:** Today, cybersecurity is an important issue for the c-suite. When breaches, such as Yahoo!'s, are decreasing valuations by millions of dollars, everyone is paying attention and looking to expand their own security. A recent study from the Ponemon Institute found that the average cost for a data breach to large corporations is \$3.8 million and is only going to increase as more information is stored on vulnerable cloud software. Given this phenomenon, there have been five \$1B+ deals, including acquisitions by Intel, Cisco, and Symantec.

Given the recent large-scale data breaches and their associated consequences, both in the private sector and government, the cybersecurity spree will not be showing signs of abating for the foreseeable future. Four out of the six biggest cybersecurity deals between 2012 and 2016 occurred in the second half of 2016. Given the mass migration of services to the cloud, there has been an estimated 400 million malware attacks according to IDC. At Pharus, we noticed several deals in the space proving companies are in a race to become the authority in the cybersecurity market.

The most notable transaction occurred on February 8, when **Sophos Group** entered into an agreement to acquire **Invincea Inc.**, a top performing next-gen antivirus security company. The transaction values Invincea at \$120M and 12.24x Revenue. The acquisition will enable Sophos to expand on their next-generation endpoint market software, Intercept X, technology which was originally acquired from Surfright in 2015.

On February 28, **Palo Alto Networks, Inc. (NYSE: PANW)**, acquired **LightCyber**, a leading provider of Behavioral Attack Detection solutions based in Israel. The acquisition, an all cash deal, is valued at \$105M and 10.5x Revenue. The acquisition will enhance Palo Alto Networks threat prevention capabilities, enabling customer organizations to prevent cybersecurity breaches before they occur.

On February 1, **Aruba**, an HP company, announced it acquired **Niara Inc.**, a California-based leader in the User and Entity Behavior Analytics (UEBA) security market segment. While official terms of the transaction were not disclosed, the transaction size is believed to be approximately \$40M. The acquired technology will enhance Aruba's ClearPass network security portfolio to become an industry leader in the attack detection solution space.

# 3. M&A TRANSACTIONS

## APPLICATION SOFTWARE

Date Announced	Period	Target	Buyer	Enterprise Value	Revenue Multiple
Feb-17	Q1'2017	Halogen Software (TSX:HGN)	Saba Software	\$174.9	2.4x
Feb-17	Q1'2017	Touchcorp (ASX:TCH)	Afterpay Holdings (ASX:AFY)	\$120.9	4.3x
Feb-17	Q1'2017	Cdnetworks (97.6% Stake)	Hong Kong Wangsu Science & Technology Company	\$142.2	1.5x
Feb-17	Q1'2017	Xura Secure Communications	CLX Communications (OM:CLX)	\$17.0	0.6x
Feb-17	Q1'2017	StoneRiver	Sapiens International Corporation (NasdaqCM:SPNS)	\$102.0	1.3x
Feb-17	Q1'2017	Rubik Financial (ASX:RFL)	Temenos Group (SWX:TEMN)	\$59.4	1.9x
Feb-17	Q1'2017	Aon, Benefits Administration and HR BPO Platform	The Blackstone Group (NYSE:BX)	\$4,800.0	2.1x
Feb-17	Q1'2017	Comptel (HLSE:CTL1V)	Nokia Solutions and Networks	\$359.5	3.4x
Feb-17	Q1'2017	ClicksMob	ExciteAd Digital Marketing	\$5.1	0.3x
Feb-17	Q1'2017	NetDimensions (AIM:NETD)	Learning Technologies Group (AIM:LTG)	\$55.8	2.2x
Feb-17	Q1'2017	Mytos	Techstep (OB:TECH)	\$13.9	5.3x
Jan-17	Q1'2017	AppDynamics (NasdaqGS:APPD)	Cisco Systems (NasdaqGS:CSCO)	\$3,902.9	18.9x
Jan-17	Q1'2017	msg life (EXTRA:MSGL) (50.9% Stake)	msg systems	\$78.6	0.6x
Jan-17	Q1'2017	Avention	The Dun and Bradstreet Corp (NYSE:DNB)	\$150.0	2.5x
Dec-16	Q4'2016	Smart Technologies (52.09% stake)	Foxconn Singapore	\$247.4	0.7x
Dec-16	Q4'2016	6PM Holdings (MTSE:6PM)	IDOX (AIM:IDOX)	\$37.7	2.4x
Dec-16	Q4'2016	IPI Solutions	Ideagen (AIM:IDEA)	\$7.0	3.3x
Dec-16	Q4'2016	Sinch	CLX Communications(OM:CLX)	\$14.1	0.3x
Dec-16	Q4'2016	IntraLinks Holdings (NYSE:IL)	Synchronoss Technologies, Inc. (NasdaqGS:SNCR)	\$854.5	2.9x
Dec-16	Q4'2016	Radiate Media Holding Company	GTN Limited (ASX:GTN)	\$15.0	0.3x
Nov-16	Q4'2016	Agility Applications	HUB24 (ASX:HUB)	\$11.4	1.9x
Nov-16	Q4'2016	ANNOVA Systems	SciSys (AIM:SSY)	\$29.4	3.7x
Nov-16	Q4'2016	Mentor Graphics (NasdaqGS:MENT)	Siemens Industry	\$4,281.3	3.8x
Nov-16	Q4'2016	TubeMogul (NasdaqGS:TUBE)	Adobe Systems (NasdaqGS:ADBE)	\$542.2	2.6x
Oct-16	Q4'2016	ECM Systems (90% Stake)	Playtech (LSE:PTEC)	\$20.2	1.8x
Oct-16	Q4'2016	Pitchbook Data (80% Stake)	Morningstar (NasdaqGS:MORN)	\$225.0	7.2x
Oct-16	Q4'2016	C24 Technologies	Gresham Computing (LSE:GHT)	\$5.8	2.3x
Sep-16	Q3'2016	Financial Synergy	IRESS (ASX:IRE)	\$68.8	3.3x
Sep-16	Q3'2016	SAI Global (ASX:SAI)	Baring Private Equity Asia	\$931.0	2.1x

# 3. M&A TRANSACTIONS

## APPLICATION SOFTWARE (CONTINUED)

Date Announced	Period	Target	Buyer	Enterprise Value	Revenue Multiple
Sep-16	Q3'2016	Dell EMC, Enterprise Content Division	Open Text (NasdaqGS:OTEX)	\$1,620.0	2.7x
Sep-16	Q3'2016	Hewlett Packard Enterprise Company, Software Business	Micro Focus International (LSE:MCRO)	\$8,730.4	2.8x
Aug-16	Q3'2016	Interactive Intelligence Group (NasdaqGS:ININ)	Genesys Telecommunications Laboratories	\$1,394.3	3.4x
Aug-16	Q3'2016	Macro Kiosk Berhad (70.0% Stake)	GMO Payment Gateway (TSE:3769)	\$15.6	0.7x
Aug-16	Q3'2016	Oneclickretail.com	Ascential (LSE:ASCL)	\$225.0	45.9x
Aug-16	Q3'2016	QHR Corporation (TSXV:QHR)	Loblaw Companies (TSX:L)	\$11,981.0	5.1x
Aug-16	Q3'2016	Relay Software	Applied Systems	\$5.2	0.7x
Aug-16	Q3'2016	ByBox Holdings	LDC (Managers) Limited	\$137.3	1.4x
Aug-16	Q3'2016	ICRA Techno Analytics	Nihilent Technologies	\$10.3	0.9x
Aug-16	Q3'2016	Shanghai Huateng Software Systems	Chinasoft International Technology	\$51.3	0.3x
Aug-16	Q3'2016	Fleetmatics Group (NYSE:FLTXX)	Verizon Communications (NYSE:VZ)	\$2,183.5	7.0x
Jul-16	Q3'2016	NetSuite (NYSE:N)	Oracle (NYSE:ORCL)	\$8,663.7	10.2x
Jul-16	Q3'2016	OpenLimit (DB:O5H)	Wisekey International (SWX:WIHN)	\$20.4	1.6x
Jul-16	Q3'2016	CST - Computer Simulation Technology	Dassault Systemes Deutschland	\$242.1	4.7x
Jul-16	Q3'2016	Guangdong Header Information Technology	Beijing IRTOUCH Systems (SZSE:300282)	\$120.5	5.8x
Jul-16	Q3'2016	Tax Computer Systems	Eco City Vehicles (AIM:TAX)	\$96.8	5.7x
Jun-16	Q2'2016	LGI Logistics Group International	Elanders (OM:ELAN B)	\$289.1	0.6x
Jun-16	Q2'2016	Nortal (50% Stake)	Management Buyout	\$34.0	0.7x
Jun-16	Q2'2016	Higher One Holdings (NYSE:ONE)	Blackboard	\$259.5	1.7x
Jun-16	Q2'2016	Fast React Systems	Coats Global Services	\$13.0	3.0x
Jun-16	Q2'2016	4Sight Financial Software	Broadridge Financial Solutions (NYSE:BR)	\$40.0	3.3x
Jun-16	Q2'2016	Qlik Technologies (NasdaqGS:QLIK)	Thoma Bravo	\$2,614.9	4.2x
Jun-16	Q2'2016	IDscan Biometrics	GB Group (AIM:GBG)	\$60.8	5.9x
Jun-16	Q2'2016	Demandware (NYSE:DWRE)	salesforce.com (NYSE:CRM)	\$2,661.9	10.5x
Jun-16	Q2'2016	Dematic Group	KION GROUP (XTRA:KGX)	\$3,250.0	1.8x
Jun-16	Q2'2016	Tessi (ENXTPA:TES) (54.1% Stake)	HLD Associés	\$335.3	1.0x
May-16	Q2'2016	SciQuest (NasdaqGS:SQL) (95.1% Stake)	Accel-KKR	\$378.0	3.6x
May-16	Q2'2016	Target Group	Tech Mahindra (NSEI:TECHM)	\$163.9	2.2x

# 3. M&A TRANSACTIONS

## APPLICATION SOFTWARE (CONTINUED)

Date Announced	Period	Target	Buyer	Enterprise Value	Revenue Multiple
May-16	Q2'2016	Smart Technologies (TSX:SMA)	Foxconn Singapore	\$196.5	0.6x
May-16	Q2'2016	NewBornTown Mobile Technology	Guangzhou Tech-Long Packaging Machinery Co.	\$381.5	21.9x
May-16	Q2'2016	Xura (NasdaqGM:MESG)	Siris Capital Group	\$691.1	2.6x
May-16	Q2'2016	Beijing Tianyao Information Tech	Zhejiang Honglei Copper Industry Holdings	\$64.5	0.5x
May-16	Q2'2016	OPOWER (NYSE:OPWR)	Oracle (NYSE:ORCL)	\$490.8	3.2x
Apr-16	Q2'2016	Textura (NYSE:TXTR)	Oracle (NYSE:ORCL)	\$619.4	6.7x
Apr-16	Q2'2016	LTS Education Systems	K12 (NYSE:LRN)	\$20.0	2.5x
Apr-16	Q2'2016	DdD Retail	K3 Retail and Business Solutions	\$11.3	1.6x
Apr-16	Q2'2016	Xcaliber Technologies (51% Stake) and Xcaliber IP (51% Stake)	Blanco Technology Group (AIM:BLTG)	\$5.5	3.7x
Apr-16	Q2'2016	Cegid Group (EXNTPA:CGD) (62.4% Stake)	Silver Lake; AltaOne Capital	\$714.1	2.2x
Apr-16	Q2'2016	Cvent (NYSE:CVT)	Vista Equity Partners	\$1,445.3	7.7x
Apr-16	Q2'2016	Polycom (NasdaqGS:PLCM)	Mitel Networks (NasdaqGS:MITL)	\$1,488.3	1.2x
Apr-16	Q2'2016	OpenBet Technologies	NYX Gaming Group (TSXV:NYX)	\$385.4	4.2x
Apr-16	Q2'2016	Sitecore	EQT Partners	\$1,136.3	5.0x
Mar-16	Q1'2016	Verian Technologies	BasWare (HLSE:BAS1V)	\$36.2	3.4x
Mar-16	Q1'2016	Fortnox (NGM:FNOX MTF)	Visma	\$163.1	9.4x
Mar-16	Q1'2016	Iwagin Lease Data Co. (91.3% Stake)	Bank of Iwate (TSE:8345)	\$17.5	0.5x
Mar-16	Q1'2016	Fudemame Co.	Sofffront (JASDAQ:2321)	\$6.0	0.6x
Mar-16	Q1'2016	Checkpoint Systems (NYSE:CKP)	CCL Industries (TSX:CCL.B)	\$433.1	0.7x
Mar-16	Q1'2016	MainIoT Software	Industrial and Financial Systems (OM:IFS B)	\$8.0	1.5x
Mar-16	Q1'2016	Tribal Education, Synergy Business	Servelec Corelogic	\$27.8	3.2x



# 3. M&A TRANSACTIONS

## EMS / INFRASTRUCTURE SOFTWARE

Date Announced	Period	Target	Buyer	Enterprise Value	Revenue Multiple
Feb-17	Q1'2017	LightCyber	Palo Alto Networks (NYSE: PANW)	\$105.0	10.5x
Feb-17	Q1'2017	Invincea	Sophos Group (LSE: SOPH)	\$120.0	12.2x
Jan-17	Q1'2017	Ixia (NasdaqGS: XXIA)	Keysight Technologies (NYSE: KEYS)	\$1,526.5	3.1x
Sep-16	Q3'2016	Infoblox (NYSE: BLOX)	Vista Equity Partners	\$1,254.3	3.5x
Aug-16	Q3'2016	PhenixID (69.9% Stake)	Clavister Holding (OM: CLAV)	\$11.5	10.4x
Jul-16	Q3'2016	Quantum Storage India (80% Stake)	Quantum Storage South Asia	\$7.1	0.6x
Jul-16	Q3'2016	AVG Technologies (NYSE: AVG)	AVAST Software	\$1,453.3	3.4x
Jun-16	Q2'2016	TDC Sverige	Tele2 (OM: TEL2 B)	\$351.2	0.9x
Jun-16	Q2'2016	Blue Coat	Symantec (NasdaqGS: SYMC)	\$4,722.3	7.9x
May-16	Q2'2016	inContact (NasdaqCM: SAAS)	NICE Systems (TASE: NICE)	\$881.2	3.8x
Apr-16	Q2'2016	Godin CyberSpace Security Technology (55% Stake)	Northeast Electric Development (SEHK: 42)	\$6.2	31.8x
Mar-16	Q1'2016	CONJECT Holdings	Aconex (ASX: ACX)	\$73.6	2.7x
Mar-16	Q1'2016	Distribution Central	Arrow Electronics (NYSE: ARW)	\$48.6	0.2x

# 3. M&A TRANSACTIONS

## TECH ENABLED SERVICES

Date Announced	Period	Target	Buyer	Enterprise Value	Revenue Multiple
Feb-17	Q1'2017	SMS Management & Technology (ASX:SMX)	DWS (ASX:DWS)	\$98.8	0.4x
Feb-17	Q1'2017	Advanced Design Corporation	Melco (TSE:6676)	\$9.3	2.9x
Feb-17	Q1'2017	Hostworks Group	Inabox (ASX:IAB)	\$5.4	0.3x
Jan-17	Q1'2017	Harris Corp, Government IT Services Business	Veritas Capital	\$690.0	0.7x
Jan-17	Q1'2017	FPLAIN (54.4% Stake)	Fullcast Holdings (TSE:4848)	\$19.2	0.9x
Jan-17	Q1'2017	CynergisTek	Auxilio (OTCPK:AUXO.D)	\$34.2	2.3x
Jan-17	Q1'2017	CEB (NYSE:CEB)	Gartner (NYSE:IT)	\$3,311.9	3.5x
Jan-17	Q1'2017	teamix	ProAct IT Group (OM:PACT)	\$9.4	0.3x
Dec-16	Q4'2016	Bigdatapump	Affecto (HLSE:AFE1V)	\$6.7	3.6x
Dec-16	Q4'2016	Grid Dynamics International	Automated Systems Holdings (SEHK:771)	\$118.0	3.0x
Dec-16	Q4'2016	Conveyancing Alliance	ULS Technology (AIM:ULS)	\$16.6	3.0x
Dec-16	Q4'2016	STRATO	Warburg Pincus; United Internet (DB:UTDI)	\$623.9	4.7x
Dec-16	Q4'2016	NeuStar (NYSE:NSR)	GIC Special Investments; Golden Gate Private Equity	\$2,870.6	2.5x
Dec-16	Q4'2016	Lionbridge Technologies (NasdaqGS:LIOX)	H.I.G. Capital	\$435.3	0.8x
Dec-16	Q4'2016	Qware Technology Group (76% stake)	Hangzhou Zhenxiang Investment Management	\$25.6	0.2x
Nov-16	Q4'2016	Tecnocom Telecomunicaciones y Energia (BME:TEC)	Indra Sistemas (BMW:IDR)	\$358.7	0.8x
Nov-16	Q4'2016	Alternative Networks (AIM:AN.)	Daisy Intermediate Holdings	\$229.7	1.3x
Nov-16	Q4'2016	Integrio Technologies	Sysorex Government Services	\$6.0	0.2x
Nov-16	Q4'2016	Milstream Associates	PROACTIS Holdings (AIM:PHD)	\$20.7	3.4x
Nov-16	Q4'2016	ITC Secure Networking	C5 Capital	\$29.8	1.7x
Nov-16	Q4'2016	Datalink (NasdaqGS:DTLK)	Insight Enterprises (NasdaqGS:NSIT)	\$234.6	0.3x
Nov-16	Q4'2016	EarthLink Holdings (NasdaqGS:ELNK)	Windsteam Holdings (NasdaqGS:WIN)	\$1,056.5	1.1x
Oct-16	Q4'2016	Mediacontech (BIT:MCH) (79.45% Stake)	Europa Investimenti Special Situations	\$54.3	23.2x
Oct-16	Q4'2016	Appirio	Wipro (BSE:507685)	\$500.0	2.6x
Oct-16	Q4'2016	Comtel Solutions (64% Stake)	Quesscorp Holdings	\$31.0	0.5x
Oct-16	Q4'2016	Centerland	Beijing Taikong Panel Industry (SZSE:300344)	\$8.3	1.0x

# 3. M&A TRANSACTIONS

## TECH ENABLED SERVICES (CONTINUED)

Date Announced	Period	Target	Buyer	Enterprise Value	Revenue Multiple
Oct-16	Q4'2016	Nova Infraestructuras, Infraestructures and Manged	VINCI Energies Portugal	\$42.4	0.4x
Oct-16	Q4'2016	Barstride Group	SHIFT (TSE:3697)	\$7.7	0.4x
Oct-16	Q4'2016	Lumagate	Innofactor (HLSE:IFA1V)	\$11.7	1.2x
Oct-16	Q4'2016	Frontica Business Solutions	Cognizant Technology Solutions (NasdaqGS:CTSH)	\$128.4	0.7x
Sep-16	Q3'2016	ASG Group (ASX:ASZ)	Nomura Research Institute (TSE:4307)	\$262.6	1.8x
Sep-16	Q3'2016	Keysource	Styles&Wood Group (AIM:STY)	\$9.2	0.4x
Sep-16	Q3'2016	Octo Technology Société Anonyme (ENXTPA:ALOCT) (52.6% Stake)	Accenture (NYSE:ACN)	\$136.9	2.8x
Sep-15	Q3'2016	BigAir Group (ASX:BGL)	Superloop (ASX:SLC)	\$172.3	2.9x
Sep-15	Q3'2016	MicroDoc Computersysteme	Data Respons (OB:DAT)	\$11.8	0.8x
Aug-16	Q3'2016	Computer Measurement Technology	Comture (TSE:3844)	\$6.8	0.4x
Aug-16	Q3'2016	Rackspace Hosting (NYSE:RAX)	Inception Parent	\$4,404.7	2.1x
Aug-16	Q3'2016	Modrus	Nasstar (AIM:NASA)	\$17.0	2.2x
Aug-16	Q3'2016	Beijing Mmim Interactive Technologies	Chinasoft International Technology Services	\$15.8	1.1x
Aug-16	Q3'2016	Intecq (ASX:ITQ)	Tabcorp Holdings (ASX:TAH)	\$84.9	2.1x
Aug-16	Q3'2016	Liberata	Outsourcing UK	\$56.6	0.5x
Jul-16	Q3'2016	Epiq Systems (NasdaqGS:EPIQ)	DTI	\$1,009.8	1.9x
Jul-16	Q3'2016	Open Objects Software	IDOX (AIM:IDOX)	\$6.8	1.8x
Jul-16	Q3'2016	Klick2Contact	Eckoh (AIM:ECK)	\$8.8	9.1x
Jul-16	Q3'2016	ISG Technology	WestBridge Fund Managers; Octopus Investments	\$13.6	0.6x
Jul-16	Q3'2016	buw Holding	Convergys Corporation (NYSE:CVG)	\$136.2	0.8x
Jul-16	Q3'2016	CSG - A Columbus Company	Columbus (CPSE:COLUM)	\$6.4	1.3x
Jun-16	Q2'2016	Trustmarque Solutions	Capita (LSE:CPI)	\$83.6	0.3x
Jun-16	Q2'2016	Ausy (ENXTPA:OSI)	Randstad France	\$415.2	0.9x
May-16	Q2'2016	adept4	Pinnacle Technology Group (AIM:PINN)	\$10.2	1.4x
May-16	Q2'2016	DST Consulting (51% Stake) and EMDS (51% Stake)	Engineering Ingegneria Informatica (BIT:ENG)	\$10.8	0.3x

# 3. M&A TRANSACTIONS

## TECH ENABLED SERVICES (CONTINUED)

Date Announced	Period	Target	Buyer	Enterprise Value	Revenue Multiple
May-16	Q2'2016	FIDEA Information Systems (50% Stake)	FIDEA Holdings (TSE:8713)	\$15.9	1.0x
Apr-16	Q2'2016	Lyudia (70% Stake)	Ingenico Group (ENXTPA:ING)	\$8.0	27.1x
Apr-16	Q2'2016	Azzurri Communications	Maintel Holdings (AIM:MAI)	\$68.5	0.5x
Apr-16	Q2'2016	MphasiS (BSE:526299) (60.5% Stake)	The Blackstone Group (NYSE:BX)	\$1,040.8	1.2x
Mar-16	Q1'2016	IHS (NYSE:IHS)	Markit (NasdaqGS:MRKT)	\$10,278.2	4.6x
Mar-16	Q1'2016	BestCom Infotech (GTSM:3074) (59.1% Stake)	Synnex Technology International (TSEC:2347)	\$75.8	0.2x

# 3. M&A TRANSACTIONS

## ONLINE & DIGITAL

Date Announced	Period	Target	Buyer	Enterprise Value	Revenue Multiple
Feb-17	Q1'2017	Digital Publishing Initiatives Japan (70.52% Stake)	Media Do (TSE:3678)	\$99.3	0.8x
Feb-17	Q1'2017	SinnerSchrader (XTRA:SZZ) (63.78% Stake)	Accenture (NYSE:ACN)	\$101.1	1.8x
Feb-17	Q1'2017	Company Webcast (52% Stake)	Euronext (ENXTPA:ENX)	\$7.5	2.0x
Feb-17	Q1'2017	3Minute	Gree (TSE:3632)	\$38.2	9.8x
Feb-17	Q1'2017	Social Point	Take-Two Invest Espana	\$280.3	3.1x
Jan-17	Q1'2017	Telegraaf Media (ENXTAM:TMG)	Talpa Holding	\$292.2	0.6x
Jan-17	Q1'2017	Hotcourses	IDP Education (ASX:IEL)	\$36.3	2.8x
Jan-17	Q1'2017	ShareASale.com	Digital Window	\$45.0	3.2x
Dec-16	Q4'2016	Minnano Wedding (TSE:3685) (54.42% stake)	-	\$42.9	3.0x
Dec-16	Q4'2016	Opera TV	Moore Frères & Company	\$114.3	3.6x
Dec-16	Q4'2016	Dhruva Interactive (90.5% stake)	Starbreeze (OM:STAR B)	\$10.2	2.2x
Dec-16	Q4'2016	Telegraaf Media (ENXTAM:TMG) (58.7% stake)	Mediahuis; N.V. Exploitatie Maatschappij Van Puijenbroek	\$258.0	0.5x
Dec-16	Q4'2016	Zhenbaotong (Shenzhen) Internet Technology (99.06% stake)	Beijing Kingee Culture Development (SZSE:002721)	\$101.7	0.4x
Nov-16	Q4'2016	Creston (LSE:CRE) (71.92% Stake)	RredWhiteBlue Champion	\$89.7	0.7x
Oct-16	Q4'2016	O-uccino (TSE:6084) (54.27% Stake)	-	\$7.9	0.6x
Oct-16	Q4'2016	Digital Globe Services (AIM:DGS) (53.58% Stake)	TRG Holdings	\$22.1	0.5x
Oct-16	Q4'2016	Everyday Health (NYSE:EVDY)	Ziff Davis	\$459.3	1.9x
Oct-16	Q4'2016	AbsoluteIT	AWF Madison Group (NZSE:AWF)	\$11.1	0.2x
Oct-16	Q4'2016	Consol Partners (65% Stake)	Empresaria Group (AIM:EMR)	\$14.6	0.5x
Oct-16	Q4'2016	Pixonix	Mail.Ru Group (LSE:MAIL)	\$30.0	4.1x
Sep-16	Q3'2016	YuMe (NYSE:YUME)	AVI Partners	\$116.8	0.7x
Sep-16	Q3'2016	Shanghai Jiguang Network Technology (90% Stake)	Zhongnan Red Culture Group (SZSE:002445)	\$111.4	13.8x
Sep-16	Q3'2016	Dot Property	Mitula Group (ASX:MUA)	\$8.9	6.9x
Aug-16	Q3'2016	Monster (NYSE:MMVW)	Randstad North America	\$382.8	0.6x
Aug-16	Q3'2016	anydooR	Rozetta Corporation (TSE:6182)	\$13.2	2.4x
Jul-16	Q3'2016	Olapic	Monotype Imaging	\$130.0	14.4x
Jul-16	Q3'2016	Best Gaming Technology (90% Stake)	Playtech (LSE:PTEC)	\$170.3	3.7x

# 3. M&A TRANSACTIONS

## ONLINE & DIGITAL (CONTINUED)

Date Announced	Period	Target	Buyer	Enterprise Value	Revenue Multiple
Jun-16	Q2'2016	Healthiest You	Teladoc (NYSE:TDOC)	\$155.9	15.6x
Jun-16	Q2'2016	ReachLocal (NasdaqGS:RLOC)	Gannett (NYSE:GCI)	\$157.4	0.4x
Jun-16	Q2'2016	VISURA (60% Stake)	Tecnoinvestimenti (BIT:TECN)	\$41.4	2.1x
Jun-16	Q2'2016	Online Republic	Webjet (ASX:WEB)	\$58.7	2.1x
Jun-16	Q2'2016	pferdewetten.de (DB:EMH1) (50.2% Stake)	Individual Investors	\$18.6	2.4x
Jun-16	Q2'2016	Wireless Group (LSE:WLG)	News Corp UK & Ireland	\$348.6	3.5x
Jun-16	Q2'2016	Qunar Cayman Islands (NasdaqGM:QUNR)	Ocean Imagination	\$3,992.1	5.8x
Jun-16	Q2'2016	LinkedIn (NYSE:LNKD)	Microsoft (NasdaqGS:MSFT)	\$26,190.9	8.2x
Jun-16	Q2'2016	Sotoasobi	Akatsuki (TSE:3932)	\$13.2	45.2x
May-16	Q2'2016	Marketo (NasdaqGS:MKTO)	Vista Equity Partners	\$1,560.1	6.9x
May-16	Q2'2016	Quickspin	Playtech (LSE:PTEC)	\$55.8	8.3x
May-16	Q2'2016	Beijing Hechuang Future Network Technology Co. (51% Stake)	Huasu Holdings (SZSE:000509)	\$427.2	35.0x
May-16	Q2'2016	mBlox	CLX Communications (OM:CLX)	\$117.0	0.8x
May-16	Q2'2016	United Online (NasdaqGS:UNTD)	B. Riley Financial (NasdaqCM:RILY)	\$66.4	0.5x
Apr-16	Q2'2016	TiVo (NasdaqGS:TIVO)	Rovi Corporation (NasdaqGS:ROVI)	\$719.9	1.5x
Apr-16	Q2'2016	FuturestreamNetworks	KB No.7 SPAC (KOSDAQ:A214270)	\$67.8	3.2x
Apr-16	Q2'2016	Autohome (NYSE:ATHM)	Hillhouse Capital Management; Sequoia Capital China	\$2,935.5	5.5x
Apr-16	Q2'2016	Synodiance	Search Foresight	\$13.7	3.0x
Apr-16	Q2'2016	RCS MediaGroup (BIT:RCS)	Cairo Communication (BIT:CAI)	\$940.0	0.8x
Mar-16	Q1'2016	Eighting Co. (TSE:3785)	Colopl (TSE:3668)	\$11.8	0.8x
Mar-16	Q1'2016	Responsfabrikken	Link Mobility Group (OB:LINK)	\$7.6	1.7x
Mar-16	Q1'2016	Principle MCD (51% Stake)	LIDA	\$19.6	1.3x
Mar-16	Q1'2016	JUICE Mobile	Yellow Pages (TSX:Y)	\$26.2	1.4x
Mar-16	Q1'2016	PromptNow Company (60% Stake)	TIS, TISI Co.	\$7.7	4.1x
Mar-16	Q1'2016	Shanghai Snowfish Tech Co.	Allwin Telecommunication Co. (SZSE:002231)	\$284.6	7.8x
Mar-16	Q1'2016	Inneractive	RNTS Media (DB:RNM)	\$72.0	1.7x

# 4. SELECTED TRANSACTIONS

## IDEAN ENTERPRISES OY ACQUIRED BY CAPGEMINI



*Risto Lähdesmäki, Chief Executive Officer of Idean, said about Pharus:*

*"These guys just rock! I could not be happier with having chosen Pharus as our investment banking advisor. Since I knew this would be once-in-a-lifetime deal for me and whole team, I wanted to set multiple records and Pharus accepted the challenge - and boy we set many. At every step Pharus added immense value and astutely guided us to the most optimal outcome for the shareholders and for everyone in Idean.*

*I'm very pleased with their experience, dedication, and diligence - working hard 24/7 as one team, we were able to get a complicated deal closed in a compressed time frame. Pharus was with us right from beginning to end to ensure a successful process. The way they guided me and the team with a human touch was just amazing - I truly felt they had our back all the time. We could not have achieved these results without Pharus - a deal that worked like a dream for all the stakeholders."*

### Transaction Summary

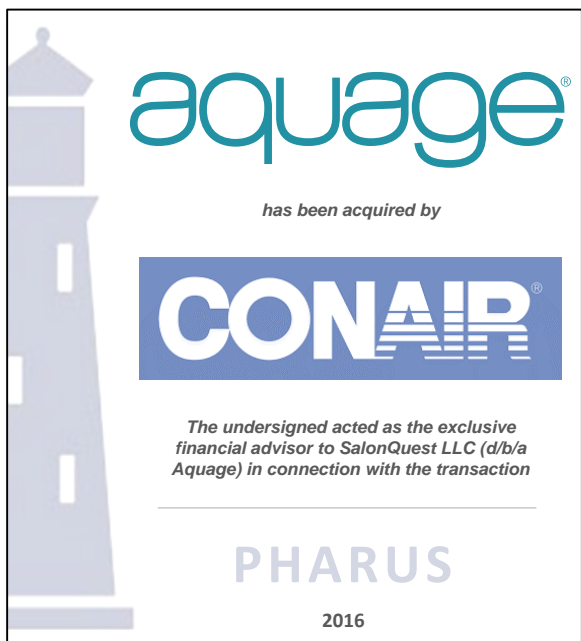
- Pharus served as the exclusive financial advisor to Idean Enterprises Oy in its sale to Capgemini. Transaction terms were not disclosed.
- This transaction will reinforce Capgemini's user-centered and digital-first experience design and strategy services, particularly in North America, and extend its network of Digital studios. This transaction is geared to meet growing customer demand for the Group's end to end digital services.
- The shareholders of Idean retained Pharus due to our knowledge of the design and strategy services sector, as well as our M&A advisory experience with digital, innovation and cloud services businesses. We executed a comprehensive M&A process that involved identifying and approaching a broad set of strategic buyers, spearheading marketing activities, leading due-diligence, and negotiating transaction terms.

### Key Profiles

- Idean Enterprises, a fast-growing digital strategy and experience design consultancy focuses, primarily on digital user experience (UX), customer experience (CX), and digital strategy. Their client list extends from disruptive Bay Area start-ups, global tech leaders to prominent brands in automotive and consumer electronics, looking to reinvent themselves for the digital era. Clients include LG, Mercedes-Benz, Sony, Volkswagen, 23andMe, Airbus, Cole Haan, Ericsson, IBM, Intel, and Kesko.
- Capgemini provides consulting, technology, and outsourcing services. Its consulting services include strategy and transformation, finance and technology transformation, human resources consulting, supply chain management, solutions environment, and innovation. It serves manufacturing, retail, consumer products, distribution and transportation, aerospace and defense, and financial services industries across the world.

# 4. SELECTED TRANSACTIONS

## STRATEGIC SALE OF SALONQUEST LLC (D/B/A AQUAGE) TO CONAIR CORPORATION



**Dennis Lubin, co-founder and CEO of SalonQuest,** said, “We could not have completed the transaction without the tireless efforts of the Pharus Advisors’ team. Their industry knowledge and experience, extensive relationships, and sage advice helped ensure we found a great home for our Company with Conair. Our company was at an inflection point, and we wanted to find a partner who could invest in the rapid growth of the innovative products and educational systems that we have developed. Thanks to Pharus, we have found just that partner in Conair.”

### Transaction Summary

- Pharus served as the exclusive financial advisor to SalonQuest LLC in their sale to Conair Corporation in an all cash transaction.
- Pharus was mandated by SalonQuest’s shareholders to execute a comprehensive process, that involved identifying and approaching a targeted set of strategic and financial buyers, spearheading marketing and due-diligence, and negotiating the terms of the transaction.
- Michael Goodman, Pharus’ co-founding partner, said, “It was a privilege for Pharus to work with Dennis Lubin, Luis Alvarez and the other professionals at SalonQuest to identify the perfect new owner for Aquage, one who can take the unique business they have built to the next level. Nothing gives us greater satisfaction than helping make the kind of great match this transaction represents between SalonQuest and its new owner, Conair.”
- Transaction terms were not disclosed.

### Key Profiles

- SalonQuest LLC (d/b/a Aquage), a privately-held maker of innovative salon hair care products based on marine botanicals. SalonQuest is headquartered in Chagrin Falls, OH.
- Conair Corporation develops, manufactures, and markets hair care, personal grooming, and bath and spa products. Conair is headquartered in Stamford, CT.



# 4. SELECTED TRANSACTIONS

## FLIGHTGLOBAL, A DIVISION OF REED BUSINESS INFORMATION AND RELX GROUP (NYSE:RELX), ACQUIRES DIO, A LEADING PROVIDER OF AVIATION MARKET INTELLIGENCE DATA AND ANALYTICS



### Transaction Summary

- Pharus served as the exclusive strategic advisor to Diio LLC, a leading provider of aviation market intelligence data and analytics, in its successful sale to FlightGlobal, a division of Reed Business Information and RELX Group plc (NYSE:RELX).
- Pharus was retained by Diio shareholders due to our extensive knowledge of the information services and data analytics sectors, as well as our M&A advisory expertise with business intelligence and verticalized technology businesses.
- In its role as advisor, Pharus was mandated to guide and execute a comprehensive sell-side process, which involved identifying and approaching a targeted set of strategic and financial buyers. Pharus led the marketing and due-diligence processes, and negotiating the terms of the transaction.
- The acquisition further augments RELX and RBI's portfolio of air travel data management, integration and analytics capabilities.
- The deal was structured as a cash transaction in which RELX Group acquired all outstanding membership units from the members of Diio. The financial terms of the transaction were not disclosed.

### Key Profiles

- Diio (Data In, Intelligence Out) is a world leader in aviation intelligence data, tools and technology used by more than 400 airlines, airports, manufacturers, policy makers, travel professionals and destination marketers worldwide, including 23 of the world's top 25 airline groups. Diio was founded in 2001 and is headquartered in Reston, Virginia.
- FlightGlobal, part of Reed Business Information (RBI), helps aviation related businesses drive growth, assess risk and improve efficiency. The company's solutions help its clients discover everything they need to know about the global fleet of aircraft and world schedules, as well as gain insight into market dynamics and drivers. RBI is part of RELX Group plc (NYSE: RELX), a leading global provider of data, information and solutions for professional customers. FlightGlobal is headquartered in London, UK, with additional offices worldwide.

# 4. SELECTED TRANSACTIONS

## CAPGEMINI US ACQUIRES FAHRENHEIT 212, A LEADING INNOVATION AND DESIGN CONSULTANCY



### Transaction Summary

- Pharus served as the exclusive financial advisor to Fahrenheit 212 LLC in its sale to Capgemini. Transaction terms were not disclosed.
- This transaction will augment the capabilities of Capgemini's global strategy and transformation consulting organization, Capgemini Consulting, to provide new innovation, business transformation and digital customer experiences solutions. This bolt on acquisition fits into Capgemini's digital innovation growth strategy.
- The shareholders of Fahrenheit 212 retained Pharus due to our knowledge of the innovation services sector, as well as our M&A advisory experience with digital and cloud services businesses. We executed a comprehensive M&A process that involved identifying and approaching a broad set of strategic and private equity buyers, spearheading marketing activities, leading due-diligence, and negotiating transaction terms.

### Key Profiles

- Fahrenheit 212, an innovation and design consultancy, focuses on defining innovation strategies and develops new products, services, and experiences that create sustainable, profitable growth for global clients such as The Coca-Cola Company, Marriott, and Citi.
- Capgemini provides consulting, technology, and outsourcing services. Its consulting services include strategy and transformation, finance and technology transformation, human resources consulting, supply chain management, solutions environment, and innovation. It serves manufacturing, retail, consumer products, distribution and transportation, aerospace and defense, and financial services industries across the world.

# 4. SELECTED TRANSACTIONS

## SPS COMMERCE (NASDAQGS:SPSC) ACQUIRES TOOLBOX SOLUTIONS, A LEADING PROVIDER OF RETAIL SOLUTIONS IN NORTH AMERICA



*has been acquired by*



SPS COMMERCE

*The undersigned acted as the financial advisor to Toolbox Solutions, Inc. in connection with the transaction*

PHARUS

### Transaction Summary

- Pharus served as the exclusive financial advisor to Toolbox Solutions, Inc. in their sale to SPS Commerce, Inc. (NasdaqGS:SPSC)
- The acquisition serves to strengthen SPS Commerce's retail analytics portfolio, and further broadens their network of more than 60,000 organizations in 60 countries to include leading retailers and CPG suppliers in the North American convenience, grocery, and drug store segments.
- Pharus was mandated by Toolbox Solutions' shareholders to execute a comprehensive process, that involved identifying and approaching a targeted set of strategic and financial buyers, spearheading marketing and due-diligence, and negotiating the terms of the transaction.
- SPS Commerce acquired all of the shares of ToolBox Solutions for approximately \$18.4 million in cash and \$4.5 million in stock which represents approximately 65,000 shares.

### Key Profiles

- ToolBox Solutions is a leading provider of point-of-sale analytics, retail and loyalty software solutions, and category management services to retailers and consumer packaged goods suppliers across the US and Canada. The company has established relationships with many leading retailers and CPG suppliers in the convenience, grocery and drug store segments. The employees will continue to be based in Toronto.
- SPS Commerce provides cloud-based supply chain management solutions worldwide through their platform which improves the way suppliers, retailers, distributors, and other customers manage and fulfill orders. The company is headquartered in Minneapolis.

# 4. SELECTED TRANSACTIONS

## ZIFF DAVIS ACQUIRES OFFERS.COM, A LEADER IN THE DIGITAL COUPON AND DEAL SPACE



Offers.com™

has been acquired by



The undersigned acted as the exclusive financial advisor to Offers.com, LLC in connection with the transaction.

PHARUS

### Transaction Summary

- Pharus served as the exclusive financial advisor to Offers.com, LLC in their sale to Ziff Davis, LLC, a subsidiary of j2 Global (NasdaqGS:JCOM).
- The acquisition further expands Ziff Davis' portfolio of market leading digital properties, and strengthens their position in the growing online deals and offers segment.
- Pharus was mandated by Offers.com's shareholders to execute a comprehensive process, that involved identifying and approaching a targeted set of strategic and financial buyers, spearheading marketing and due-diligence, and negotiating the terms of the transaction.
- Transaction terms were not disclosed.
- Pharus had also served as the exclusive financial advisor to Offers.com in 2010, when it received \$7M in a round of funding from Susquehanna Growth Equity.

### Key Profiles

- Offers.com operates a leading online marketplace that connects millions of consumers with coupons, promo codes, deals, and discounts from thousands of leading merchants. Offers.com is headquartered in Austin, TX.
- Ziff Davis is a digital media company that engages in the digital publishing of content in gaming, technology, and men's lifestyle categories. It operates PCMag.com, IGN.com, and AskMen.com. Ziff Davis is headquartered in New York, NY.
- Ziff Davis is owned by J2 Global. J2 Global operates through two segments:
  - Business Cloud Services – Offers cloud services to sole proprietors, small to medium-sized businesses and enterprises, and government organizations; provides eFax, KeepItSafe, LiveDrive, eVoice and Onebox.
  - Digital Media – Operates a portfolio of Web properties, including PCMag.com, IGN.com, Speedtest.net, AskMen.com, and TechBargains.com.

# 4. SELECTED TRANSACTIONS



has been acquired by




The undersigned acted as the exclusive financial advisor to Fahrenheit 212 LLC in connection with the transaction

PHARUS  
February 2016

**Innovation Services**



has been acquired by



The undersigned acted as the financial advisor to Toolbox Solutions, Inc. in connection with the transaction

PHARUS

**Retail Solutions**



has been acquired by



The undersigned acted as the exclusive financial advisor to Offers.com, LLC in connection with the transaction

PHARUS  
December 2015

**Online Marketing**



has merged with



to form



The undersigned acted as the exclusive financial advisor to Control Group, Inc., and its affiliates, in connection with the transactions

Pharus Securities, LLC

**Digital Agency**



has been acquired by



The undersigned acted as the exclusive financial advisor to RoyaltyShare, Inc. in its sale to The Orchard Enterprises, Inc.

Pharus Securities  
November 2014

**Digital Revenue Management**



Received Series A financing of \$8 million from




The undersigned acted as the exclusive financial advisor to P97 Networks, Inc. in connection with the transaction

Pharus Securities

**Fuel Payment & Coupon**




Completed a growth financing with





The undersigned acted as the exclusive financial advisor to Teachers Synergy Inc. in connection with the transaction

Pharus Securities  
May 2014

**Education Technology**



has been acquired by



The undersigned acted as the exclusive financial advisor to AmberFin Ltd., in its sale to DALET S.A. (ENXTPA:DL7)

Pharus Securities  
April 2014

**Broadcast Technology**



Remote DBA Business


has been acquired by





The undersigned acted as financial advisor to Bluewolf Inc., in the sale of its Remote DBA Business to DataVail Corporation, Inc.

Pharus Advisors, LLC  
December 2012

**IT Services**



has been acquired by

Principals of the undersigned acted as financial advisor to SocialGuide, Inc. in its sale to Nielsen Holdings N.V. and M Incite, LLC, a joint venture between Nielsen and McKinsey & Company, Inc.

Pharus Advisors, LLC  
November 2012

**Social TV Software**




has been acquired by




The undersigned acted as financial advisor to ExpertTune Inc., in its sale to Metso Corporation

Pharus Advisors, LLC  
November 2012

**Industrial Software**



has acquired



The undersigned acted as financial advisor to Netkey, Inc. in connection with this acquisition

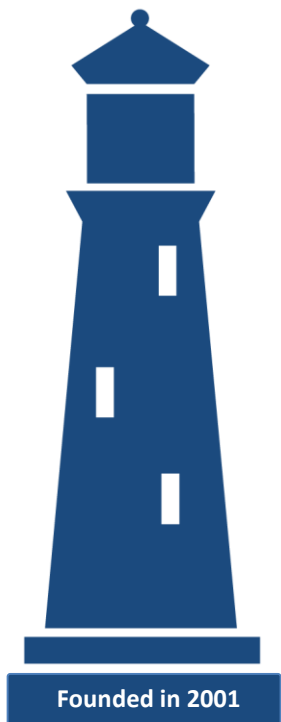
Pharus Advisors, LLC  
AUGUST 2007

**Retail Software**

# 5. PHARUS OVERVIEW

## INTRODUCTION TO PHARUS

We are committed to providing clients a high level of attention, independent and objective advice, and creative solutions in challenging environments



### Industry Specialization and Experience

- Digital Media and Advertising
- Broadcast and Media Technology
- Education Technology
- Tech-Enabled Business Services
- Industrial Technology
- Financial Technology

### Global Reach / Cross-Border Expertise

- New York headquarters, with offices and affiliates in major technology hubs across the globe

### Extensive Advisory and Capital Market Capabilities

- Mergers and Acquisitions
- Valuation and Fairness Opinions
- Corporate Advisory
- Private Placements
- Principal Investments
- Recapitalizations

**90+**

Successful Transactions Completed

**900+**

Strategic Buyer Relationships

**1,100+**

VC and Private Equity Relationships

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