

Manufacturing

Quarterly Update | Q2 2022

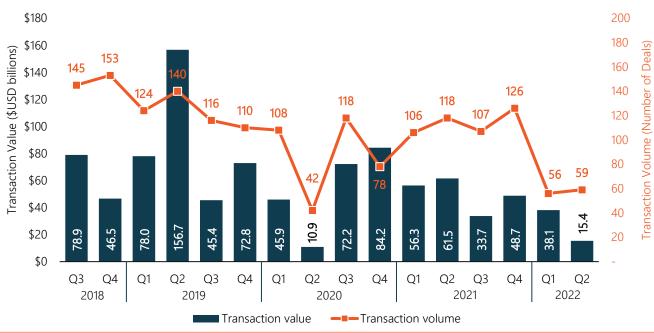


Industry Overview

M&A Transactions & Performance



NORTH AMERICAN MANUFACTURING M&A TRANSACTIONS



M&A Market Update – Q1 2022

- In Q2 2022, transaction volume in the North American manufacturing sector increased from the previous quarter, with a total of 59 deals closed. However, overall disclosed transaction value decreased by 37% compared to Q1 2022 to \$15.4 billion. Average deal size also decreased in Q2 to \$260 million. The most significant deals in the quarter included:
 - CRB's purchase of Barrette Outdoor Living Inc. ("Barrette") for \$1.9 billion. Barrette manufactures vinyl, wood, and aluminum exterior home products including fencing, railings, garden accents, hardware products, and sheds. The transaction represents a TEV/EBITDA multiple of 10x; no TEV/Revenue multiple was disclosed for the transaction.
 - Nucor Corporation's acquisition of C.H.I. Overhead Doors Inc. ("CHI") for \$3 billion. CHI manufactures garage and commercial doors for residential and business applications. No multiples were disclosed for this transaction.
- Strategic buyers represented the majority of Q2 2022 transaction volume at 78%, while financial buyers represented the remaining 22% of transaction volume. Strategics also accounted for a similar proportion of transaction value, with 75% of transaction value being attributable to strategic buyers, and the remaining 25% to financial buyers.
- The most active sectors in Q2 2022 were industrials manufacturing (23 deals), followed by materials manufacturing (12 deals), and IT hardware manufacturing (9 deals). Notably, the consumer staples manufacturing and materials manufacturing sectors saw the largest increase from the previous quarter, both increasing 50% in Q2 2022.

Macroeconomic Indicators

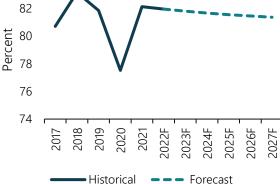


The Canadian manufacturing industry is expected to remain strong in the long term, however rising commodity prices, inflationary concerns, and declining discretionary spending could put a cap on short-term economic growth. Rising inflation and input costs are impacting both producers and consumers, and forecasts indicate that GDP growth will decelerate in 2023 as a result of these various macroeconomic factors.

In the Bank of Canada's ("BoC") July 2022 Monetary Policy Report, the BoC forecasts that economic growth is expected to slow in Q3 to 2%, down from 4% in Q2, and more importantly that inflation will likely peak in Q3. The BoC also indicated that the Canadian economy is currently operating beyond its productive capacity and likely will continue to into Q3, and that the output gap has recently risen further into positive territory in Q2. The Canadian Purchasing Manager's Index ("PMI"), an index of the prevailing direction of economic trends in the manufacturing and service sectors, has fallen slightly from its highs of 58.9 in March 2022 to 54.6 in July 2022.

UTILIZATION 84 82 80

INDUSTRIAL CAPACITY



CANADIAN-DOLLAR EFFECTIVE EXCHANGE RATE INDEX



WORLD PRICE OF CRUDE OIL



CONSUMER CONFIDENCE INDEX



Select Recent M&A Transactions





has acquired

Valley Truss Co.

Closed	April 11, 2022
TEV	\$31.2 million
TEV/EBITDA	Not disclosed
TEV/Revenue	1.2x

- Builders FirstSource, Inc. manufactures and supplies building materials, manufactured components, and construction services to professional homebuilders, sub-contractors, remodelers, and consumers in the United States.
- Valley Truss Company manufactures metal plate connected wood trusses for builders and contractors in the residential and commercial construction industries



has acquired



Closed	April 14, 2022
TEV	\$47.6 million
TEV/EBITDA	Not disclosed
TEV/Revenue	3.0x

- Halma PLC provides technology solutions in the safety, health, and environmental markets. It operates through four segments: Process Safety, Infrastructure Safety, Environmental & Analysis, and Medical.
- Deep Trekker Inc. designs, manufactures, and markets portable submersible robots. Its products include underwater remotely operated vehicles (ROV), CCTV pipe crawlers, utility crawlers, and submersible cameras.



is acquiring



Closed	April 26, 2022				
TEV	\$117.2 million				
TEV/EBITDA	Not disclosed				
TEV/Revenue	Not disclosed				

- Olam International Limited distributes food and beverage ingredients that include cocoa, coffee, dairy, nuts, and spices. Olam International Limited operates as a subsidiary of Olam Group Limited.
- Club Coffee LP operates as a roaster, contract manufacturer, and distributor of packaged coffees. It processes coffee and markets 500 custom label products and more than 200 Club Coffee branded products.

Select Recent M&A Transactions



CALIDAGROUP

has acquired

COSABFILA

Closed	May 19, 2022
TEV	\$80.0 million
TEV/EBITDA	16.7x
TEV/Revenue	2.8x

- CALIDA Holding AG engages in apparel business in France, Germany, Switzerland, Asia, the United States, and internationally. The company operates through three brands: CALIDA, AUBADE, and LAFUMA MOBILIER.
- Luemme, Inc. ("Cosabella") manufactures and supplies lingerie, daywear, loungewear, sleepwear, and activewear for women worldwide. It offers bras, panties, tops, bottoms, dresses, and bodysuits.



has acquired



Closed	June 2, 2022
TEV	\$80.0 million
TEV/EBITDA	12.9x
TEV/Revenue	2.5x

- Worthington Industries, Inc., an industrial manufacturing company, focuses on value-added steel processing and manufactured metal products in North America and internationally. It manufactures steel products, consumer products, building products, and sustainable energy solutions.
- Level5 Tools, LLC manufactures automatic drywall taping and finishing tools. Level5 Tools, LLC was founded in 1997 and is based in Kansas City, Kansas.

WHEEL PROS

has acquired

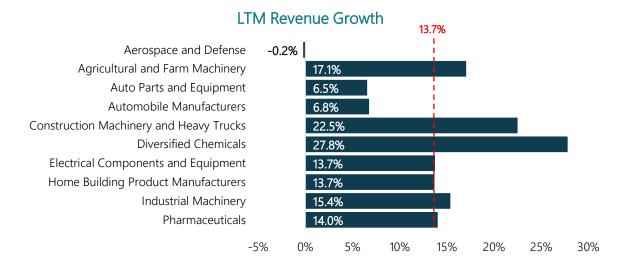
ransamerican

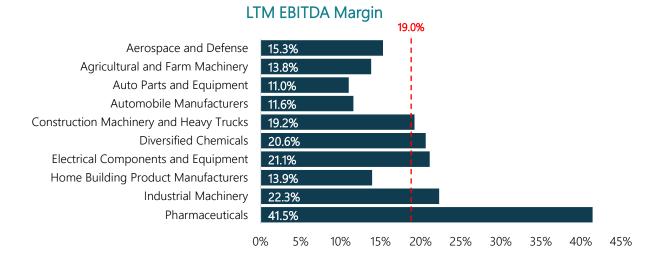
Announced	June 16, 2022
TEV	\$50.0 million
TEV/EBITDA	Not disclosed
TEV/Revenue	0.1x

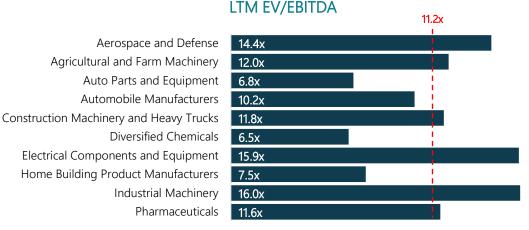
- Wheel Pros, LLC designs, manufactures, and distributes wheels, tires, suspension products, and related accessories for cars, power sports vehicles, sport utility vehicles, and trucks. It offers its products through distribution centres and dealers in the United States, Europe, and Australia.
- TAP Automotive Holdings, LLC, through its subsidiaries, manufactures and supplies auto parts. The company manufactures Jeep suspension and drivetrain parts; ring and pinions; and other products for on and off-road enthusiasts, including tires, wheels, suspensions, shocks, and more.

Growth, Margins & Multiples



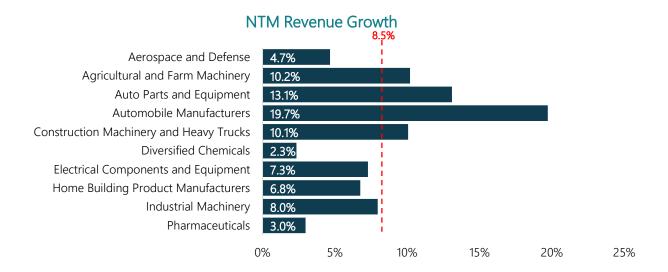


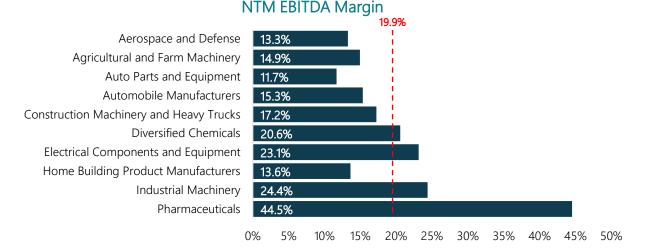


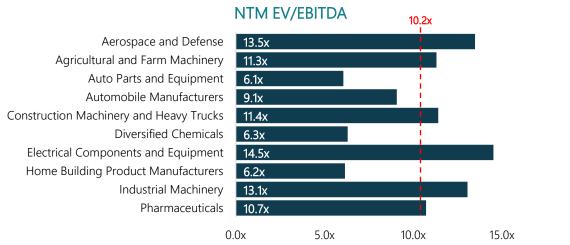










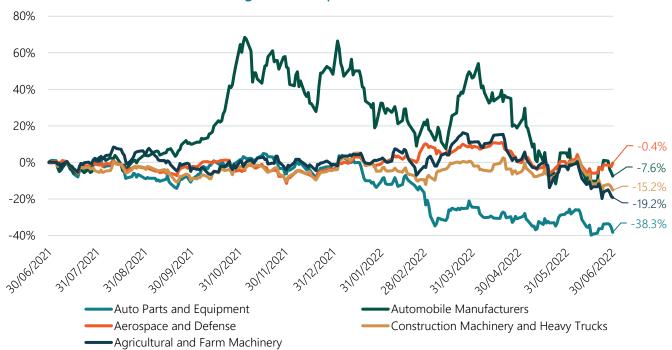


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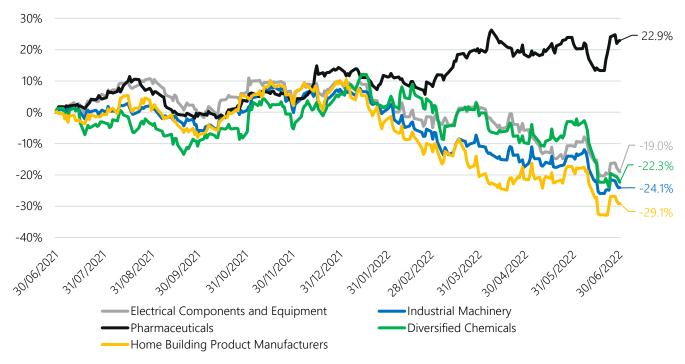








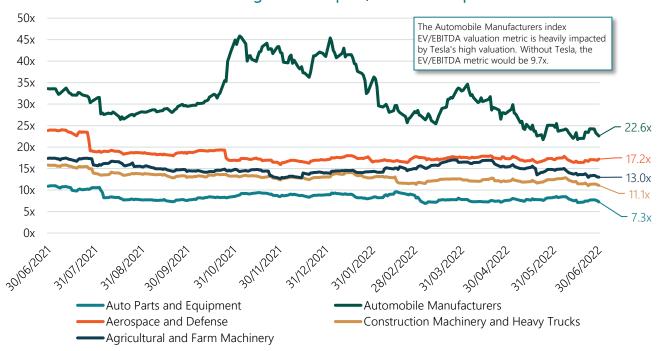
Manufacturing Peer Group Stock Price Performance*



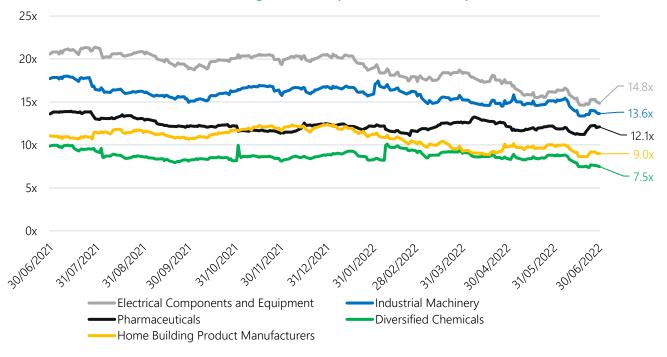




Manufacturing Peer Group EV/EBITDA Mulitples



Manufacturing Peer Group EV/EBITDA Mulitples







			LTM Operating Figures				NTM Co	ncensus	Valuation		
			ETM Operating riquies				NTM Consensus Estimates			Valuation	
-	Market	Enterprise	_	Revenue		EBITDA	Revenue	EBITDA	NTM	LTM	LTM
	Capitalization	Value	Revenue	Growth	EBITDA	Margin	Growth	Margin	EV/EBITDA	EV/EBITDA	EV/REV
Aerospace and Defense	****	4404 477	454.050	0.404	4.120	0.70	22.604	·	45.0		
The Boeing Company	\$80,888	\$126,477	\$61,060	8.1%	\$432	0.7%	33.6%	7.5%	15.2x	292.8x	2.1x
Raytheon Technologies Corporation	\$142,537	\$171,156	\$64,853	7.2%	\$11,882	18.3%	8.0%	18.5%	13.2x	14.4x	2.6x
Lockheed Martin Corporation	\$114,599	\$124,361	\$65,750	(0.4%)	\$10,331	15.7%	1.5%	14.9%	12.5x	12.0x	1.9x
Northrop Grumman Corporation	\$74,391	\$86,306	\$35,307	(5.4%)	\$5,396	15.3%	4.7%	13.3%	17.6x	16.0x	2.4x
General Dynamics Corporation	\$61,325	\$71,591	\$38,472	(0.2%)	\$5,665	14.7%	4.1%	13.3%	13.5x	12.6x	1.9x
Median	\$80,888	\$124,361	\$ 61,060	(0.2%)	\$5,665	15.3%	4.7%	13.3%	13.5x	14.4x	2.1x
Mean	\$ 94,748	\$ 115,978	\$ 53,088	1.9%	\$6,741	12.9%	10.4%	13.5%	14.4x	69.6x	2.2x
Agricultural and Farm Machiner	у										
Deere & Company	\$91,529	\$137,994	\$45,725	14.9%	\$8,888	19.4%	9.4%	24.4%	11.4x	15.5x	3.0x
CNH Industrial N.V.	\$15,686	\$34,566	\$33,977	37.7%	\$3,659	10.8%	(36.8%)	13.5%	11.5x	9.4x	1.0x
The Toro Company	\$7,925	\$8,832	\$4,120	11.2%	\$603	14.6%	16.5%	16.4%	11.2x	14.6x	2.1x
AGCO Corporation	\$7,357	\$8,873	\$11,445	19.2%	\$1.485	13.0%	11.0%	12.2%	5.7x	6.0x	0.8x
Median	\$11,806	\$21,720	\$22,711	17.1%	\$2,572	13.8%	10.2%	14.9%	11.3x	12.0x	1.6x
Mean	\$30,624	\$47,566	\$23,817	20.8%	\$3,659	14.5%	0.0%	16.6%	10.0x	11.4x	1.7x
Auto Parts and Equipment											
Aptiv PLC	\$24,132	\$26,396	\$15,773	13.8%	\$1,738	11.0%	18.4%	14.3%	9.9x	15.2x	1.7x
Magna International Inc.	\$16,041	\$19,607	\$35,705	4.5%	\$3,917	11.0%	6.8%	9.4%	5.3x	5.0x	0.5x
Lear Corporation	\$7,526	\$9,777	\$19,117	6.5%	\$1,443	7.5%	13.1%	7.3%	6.1x	6.8x	0.5x
BorgWarner Inc.	\$7,995	\$11,262	\$14,703	23.6%	\$2,214	15.1%	9.7%	14.5%	4.8x	5.1x	0.5x 0.8x
Autoliv, Inc.	\$6,251	\$7,447	\$8,112	3.4%	\$958	11.8%	13.9%	11.7%	4.0x 6.8x	7.8x	0.0x 0.9x
Median				6.5%		11.0%	13.1%	11.7%	6.1x	6.8x	0.9x
Mean	\$7,995 \$12,389	\$11,262 \$14,898	\$15,773 \$18,682	10.4%	\$1,738 \$2,054	11.3%	12.4%	11.4%	6.6x	8.0x	0.6x 0.9x
Automobile Manufactures											
Automobile Manufacturers	£607.036	\$688,259	\$62,190	73.0%	\$13,373	21.5%	49.2%	23.1%	31.0x	51.5x	11.1x
Tesla, Inc.	\$697,926				. ,						
General Motors Company	\$46,314	\$140,477	\$130,509	6.8%	\$15,137	11.6%	19.7%	15.3%	5.5x	9.3x	1.1x
Ford Motor Company	\$44,740	\$151,827	\$134,589	4.3%	\$14,942	11.1%	10.6%	10.6%	9.1x	10.2x	1.1x
Median Mean	\$46,314 \$262,993	\$151,827 \$326,854	\$130,509 \$109,096	6.8% 28.0%	\$14,942 \$14,484	11.6% 14.7%	19.7% 26.5%	15.3% 16.3%	9.1x 15.2x	10.2x 23.6x	1.1x 4.4x
c											
Construction Machinery and He	\$95,346	£426.407	\$52,673	22.5%	\$10,744	20.4%	11.0%	17.2%	12.5x	11.8x	2.4x
Caterpillar Inc.		\$126,487									
Cummins Inc.	\$27,307	\$30,084	\$24,314	16.4%	\$3,575	14.7%	8.4%	15.8%	7.2x	8.4x	1.2x
PACCAR Inc	\$28,628	\$34,896	\$24,149	24.4%	\$2,838	11.7%	10.1%	11.5%	11.4x	12.3x	1.4x
Westinghouse Air Brake Technologic	\$14,992	\$19,086	\$7,919	6.2%	\$1,522	19.2%	7.6%	18.9%	11.9x	12.5x	2.4x
Allison Transmission Holdings, Inc.	\$3,732	\$6,088	\$2,491	22.6%	\$857	34.4%	10.5%	35.1%	6.3x	7.1x	2.4x
Median Mean	\$27,307 \$34,001	\$30,084 \$43,328	\$24,149 \$22,309	22.5% 18.4%	\$2,838 \$3,907	19.2% 20.1%	10.1% 9.5%	17.2% 19.7%	11.4x 9.9x	11.8x 10.4x	2.4x 2.0x
Diversified Chemicals	£20.261	£20.671	£45.040	22.50	£4.333	25.50/	(20.50()	25.40/	44.3	0.0	2.2
DuPont de Nemours, Inc.	\$28,264	\$38,671	\$16,910	23.6%	\$4,333	25.6%	(20.5%)	25.1%	11.2x	8.9x	2.3x
Eastman Chemical Company	\$11,565	\$16,494	\$10,781	24.8%	\$2,327	21.6%	1.3%	19.9%	7.6x	7.1x	1.5x
Huntsman Corporation	\$5,948	\$7,296	\$9,005	43.8%	\$1,437	16.0%	3.4%	15.8%	4.8x	5.1x	0.8x
The Chemours Company	\$4,978	\$7,788	\$6,673	30.8%	\$1,312	19.7%	7.9%	21.3%	5.1x	5.9x	1.2x
Median	\$8,756	\$ 12,141	\$9,89 3	27.8%	\$1,882	20.6%	2.3%	20.6%	6.3x	6.5x	1.3x
Mean	\$ 12,689	\$17,562	\$10,842	30.7%	\$2,352	20.7%	(2.0%)	20.5%	7.2x	6.8x	1.4x





		Enterprise Value	LTM Operating Figures				NTM Consensus Estimates			Valuation	
Company	Market Capitalization		Revenue	Revenue Growth	EBITDA	EBITDA Margin	Revenue Growth	EBITDA Margin	NTM EV/EBITDA	LTM EV/EBITDA	LTM EV/REV
Electrical Components and Equip											
Emerson Electric Co.	\$47,239	\$51,847	\$18,908	10.8%	\$4,353	23.0%	8.6%	24.6%	10.5x	11.9x	2.7x
Eaton Corporation plc	\$50,270	\$59,783	\$19,779	11.4%	\$3,740	18.9%	5.9%	20.7%	13.6x	16.0x	3.0x
Rockwell Automation, Inc.	\$23,172	\$27,502	\$7,321	16.1%	\$1,406	19.2%	11.7%	21.6%	15.4x	19.6x	3.8x
AMETEK, Inc.	\$25,375	\$27,746	\$5,789	27.1%	\$1,748	30.2%	5.7%	29.4%	15.4x	15.9x	4.8x
Median	\$36,307	\$39,796	\$13,115	13.7%	\$2,744	21.1%	7.3%	23.1%	14.5x	15.9x	3.4x
Mean	\$36,514	\$41,719	\$12,949	16.4%	\$2,812	22.8%	8.0%	24.1%	13.7x	15.8x	3.6x
Home Building Product Manufac	turers										
Masco Corporation	\$11,939	\$15,129	\$8,606	13.6%	\$1,230	14.3%	4.6%	18.9%	8.9x	12.3x	1.8x
Fortune Brands Home & Security, Inc	\$7,833	\$10,974	\$7,802	20.8%	\$1,356	17.4%	4.7%	17.7%	7.5x	8.1x	1.4x
JELD-WEN Holding, Inc.	\$1,271	\$3,026	\$4,850	11.5%	\$443	9.1%	5.9%	10.1%	5.8x	6.8x	0.6x
Masonite International Corporation	\$1,734	\$2,612	\$2,677	13.8%	\$457	17.1%	7.6%	16.3%	5.6x	5.7x	1.0x
American Woodmark Corporation	\$746	\$1,350	\$1,857	6.5%	\$151	8.1%	14.6%	9.7%	6.5x	9.0x	0.7x
Caesarstone Ltd.	\$315	\$414	\$668	32.1%	\$91	13.6%	11.1%	11.0%	5.1x	4.6x	0.6x
Median	\$1,502	\$2,819	\$3,764	13.7%	\$450	13.9%	6.8%	13.6%	6.2x	7.5x	0.9x
Mean	\$ 3,973	\$5,584	\$4,410	16.4%	\$621	13.3%	8.1%	13.9%	6.6x	7.7x	1.0x
Industrial Machinery											
Illinois Tool Works Inc.	\$56,760	\$63,323	\$14,850	15.2%	\$3,958	26.7%	7.6%	27.3%	14.3x	16.0x	4.3x
Parker-Hannifin Corporation	\$31,586	\$39,246	\$15,633	15.4%	\$3,486	22.3%	3.5%	22.6%	10.6x	11.3x	2.5x
Stanley Black & Decker, Inc.	\$15,830	\$27,160	\$16,344	19.7%	\$2,631	16.1%	16.9%	14.8%	9.7x	10.3x	1.7x
Fortive Corporation	\$19,492	\$22,552	\$5,372	12.3%	\$1,308	24.4%	9.3%	25.7%	14.8x	17.2x	4.2x
Ingersoll Rand Inc	\$17,082	\$18,613	\$5,360	19.5%	\$1,147	21.4%	8.0%	24.4%	13.1x	16.2x	3.5x
Median	\$19,492	\$27,160	\$14,850	15.4%	\$2,631	22.3%	8.0%	24.4%	13.1x	16.0x	3.5x
Mean	\$28,150	\$ 34,179	\$11,512	16.4%	\$2,506	22.2%	9.1%	23.0%	12.5x	14.2x	3.2x
Pharmaceuticals											
Johnson & Johnson	\$467,100	\$467,976	\$94,880	12.7%	\$32,711	34.5%	2.7%	36.1%	13.4x	14.3x	4.9x
Merck & Co., Inc.	\$230,551	\$253,483	\$53,978	29.0%	\$22,216	41.2%	3.3%	43.7%	10.5x	11.4x	4.7x
Pfizer Inc.	\$294,179	\$306,979	\$92,433	100.6%	\$38,597	41.8%	5.7%	46.3%	6.9x	8.0x	3.3x
AbbVie Inc.	\$270,651	\$336,758	\$56,725	13.0%	\$28,662	50.5%	5.4%	51.4%	10.9x	11.7x	5.9x
Eli Lilly and Company	\$291,859	\$305,162	\$29,323	15.1%	\$10,571	36.1%	(4.3%)	37.8%	29.0x	28.9x	10.4x
Bristol-Myers Squibb Company	\$163,938	\$194,802	\$46,960	9.7%	\$21,396	45.6%	0.2%	45.4%	9.4x	9.1x	4.1x
Median	\$281,255	\$306,071	\$55,352	14.0%	\$25,439	41.5%	3.0%	44.5%	10.7x	11.6x	4.8x
Mean	\$286,380	\$310,860	\$62,383	30.0%	\$25,692	41.6%	2.1%	43.4%	13.4x	13.9x	5.6x

About Us



MNP Corporate Finance (MNPCF) has a dedicated team of over 100 M&A and due diligence professionals across Canada. MNPCF works with clients in virtually all industries as they prepare, plan and execute transactions.

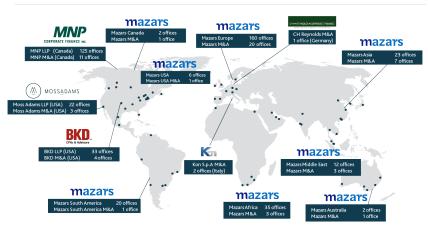
Our typical transactions range in value between \$3 million and \$300 million.

Local and International Reach

MNP is a participating firm within Praxity, a unique global alliance of independent accounting/advisory firms created to answer global business needs. As a member of Praxity, we are able to offer access to corporate finance, accounting and tax advisory services worldwide. We are also affiliated with Corporate Finance Cross Border, which consists of 250+ M&A professionals in more than 30 countries.







Services

- Divestitures
- Acquisitions
- Debt Financing
- · Due Diligence
- Transaction Advisory Services

Recently Closed Deals (National)





















About Us



Deal Experience

Since our inception, our team has advised on hundreds of transactions, in a wide range of industries with diverse enterprise values. In the past eight years alone we have completed over 220 transactions worth almost \$4 billion (not including due diligence engagements).

Industry Experience

- Food & Beverage
- Retail & Distribution
- Manufacturing
- Agriculture
- Automotive
- Materials
- · Health Care
- Pharmaceutical

- Transportation
- Construction
- Software
- Financial Services
- Technology
- Energy
- Oilfield Services
- Real Estate

Hands-on Approach

Current M&A transactions require a hands-on approach from start to finish including the active engagement of senior resources. Our senior resources are dedicated to our clients and are available as necessary and appropriate. We keep our clients regularly informed of the engagement status, issues we are encountering, successes and overall progress.

Integrated Service Offering

We draw on the vast experience and deep specialist knowledge network of our partners locally, nationally and internationally as specialty issues arise, such as pre-transaction tax planning, transaction structuring, estate planning, valuation, due diligence, performance improvement and risk management.

Recently Closed Deals (National)





















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