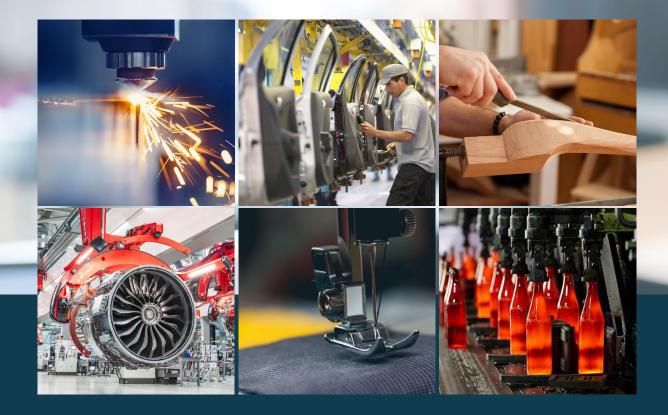


# Manufacturing

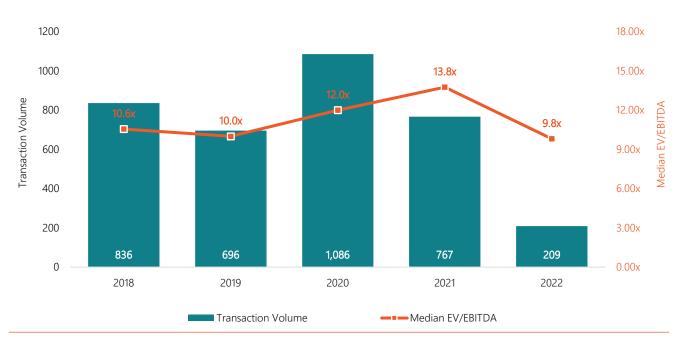
## Quarterly Update | Q1 2023



MNPCF.ca

## Industry Overview M&A Transactions & Performance





#### North American Manufacturing M&A Transactions

## M&A Market Update - Q1 2023

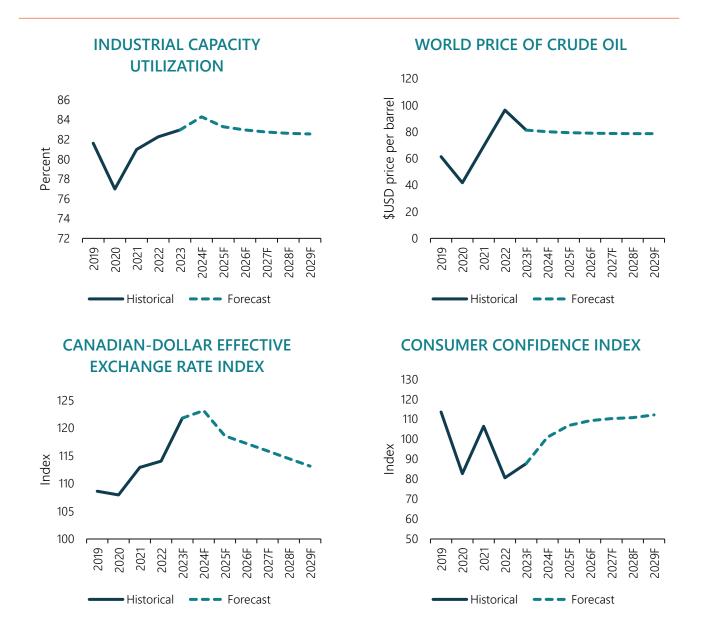
- Transaction volume in the North American manufacturing sector during Q1 2023 fell relative to Q1 2022. Total transaction volume for the manufacturing sector was 209 in Q1 2023 compared to 242 in Q1 2022.
- The United States accounted for 91% of the overall transaction volume in the first quarter of 2023, while Canada accounted for the remaining 9% of the quarter's transaction volume in the sector.
- Strategic buyers were responsible for 81% of overall transaction volume in Q1 2023. Financial buyers were responsible for the remaining 19% of transaction volume.
- Some notable transactions which occurred during Q4 2022 include:
  - Solenis LLC's acquisition of Diversey Holdings, Ltd. for \$4.6B. Diversey provides hygiene, infection prevention, and cleaning solutions. It operates through two segments: Institutional and Food & Beverage. The transaction represents a EV/Revenue of 1.6x and a EV/EBITDA of 14.6x.
  - Xylem Inc.'s acquisition of Evoqua Water Technologies Corp. for \$7.5B. Evoqua provides water and wastewater treatment systems and technologies, and mobile and emergency water supply solutions and contract services for industrial, commercial, and municipal water treatment markets in the United States and internationally. The transaction represents a EV/Revenue of 4.2x and a EV/EBITDA of 27.3x.
- The mid-market (sub \$500MM EV) transaction volume was responsible for 24% of the overall transaction value in Q1 2023.
- The median EV/EBITDA for North American mid-market manufacturing transactions in Q1 2023 was 6.7x.

## **Macroeconomic Indicators**



The Canadian economy continued to improve in Q1 2023, with inflation falling to 4.3% in March 2023, its lowest rate since August 2021. The April 2023 Monetary Policy Report published by the Bank of Canada forecasts that CPI inflation will continue to decline in 2023 and has remained on pace to reach 3% in mid-2023. CPI inflation is still expected to hit the 2% target by 2024.

The Canadian Purchasing Manager's Index (PMI), an index of the prevailing direction of economic trends in the manufacturing and service sectors started 2023 off on a strong note, with both January (51.0) and February (52.4) being the first months to surpass 50 since July 2022. The index slumped back below the 50 mark to 48.6 in March 2023, signalling that the performance of the manufacturing sector in Canada contracted. While March was a sharp decline, the outlook for the manufacturing sector in Canada remains positive in 2023.



Source: IBISWorld Industry Reports, Statistics Canada, Trading Economics, Bank of Canada, "F" indicates forecast.

## **Select Recent M&A Transactions**





- Tempo Automation Holdings, Inc. manufactures electronic products. The company designs and assembles printed circuit boards. Tempo is based out of San Francisco, CA.
- Optimum Design Associates, Inc., provides design and assembly services for electronic products. It designs products for the military, aerospace, communication, and medical science industries in the United States. The company is based in Pleasanton, CA.

Closed	Feb. 14, 2023
TEV	\$14.8MM
TEV/EBITDA	7.7x
TEV/Revenue	1.6x
	TEV TEV/EBITDA

- ADDvise Group AB supplies equipment to healthcare and research facilities in private and public sectors in Sweden, the rest of Europe, North America, Africa, and Asia. The company is based in Stockholm, Sweden.
- X-Ray Cassette Repair Company, Inc., doing business as Reina Imaging, manufactures, distributes, and services radiographic imaging products for hospitals and laboratories in North America. The company is based in Crystal Lake, IL.

ESED	Closed	Feb. 8, 2023
TECHNOLOGIES	TEV	\$18.0MM
has acquired	TEV/EBITDA	Not disclosed
LIVII	TEV/Revenue	1.2x

- ESCO Technologies Inc. produces and supplies engineered products and systems for industrial and commercial markets worldwide. It operates through aerospace and defence, utility solutions group, and RF shielding and testing segments. The company is headquartered in St. Louis, MO.
- CMT Materials, Inc. develops, manufactures, and supplies syntactic foam and other tooling materials for the thermoforming industry. The company was incorporated in 1998 and is based in Attleboro, MA.

## Public Comparable Analysis Growth, Margins & Multiples

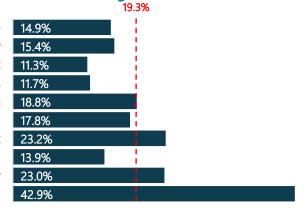




#### LTM Revenue Growth

#### LTM EBITDA Margin

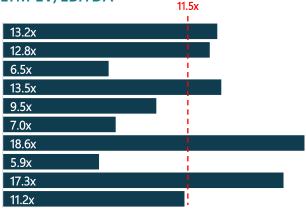
Aerospace and Defense Agricultural and Farm Machinery Auto Parts and Equipment Automobile Manufacturers Construction Machinery and Heavy Trucks Diversified Chemicals Electrical Components and Equipment Home Building Product Manufacturers Industrial Machinery Pharmaceuticals



0% 5% 10% 15% 20% 25% 30% 35% 40% 45% 50%

#### LTM EV/EBITDA

Aerospace and Defense Agricultural and Farm Machinery Auto Parts and Equipment Automobile Manufacturers Construction Machinery and Heavy Trucks Diversified Chemicals Electrical Components and Equipment Home Building Product Manufacturers Industrial Machinery Pharmaceuticals

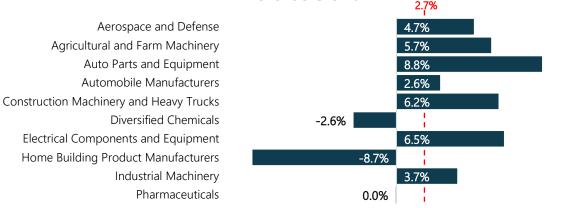


0.0x 2.0x 4.0x 6.0x 8.0x 10.0x 12.0x 14.0x 16.0x 18.0x 20.0x

Source: Capital IQ. Data as of March 31, 2023. "LTM" refers to last twelve months. "NTM" refers to next twelve months. Valuation details provided on pages 10 and 11.

## Public Comparable Analysis Growth, Margins & Multiples





#### NTM Revenue Growth

-10% -8% -6% -4% -2% 0% 2% 4% 6% 8% 10%

NTM EBITDA Margin

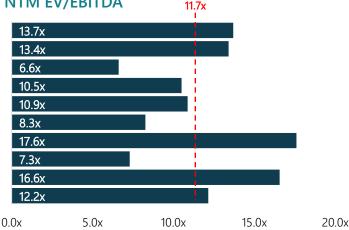
Aerospace and Defense



Agricultural and Farm Machinery Auto Parts and Equipment Automobile Manufacturers Construction Machinery and Heavy Trucks **Diversified Chemicals** Electrical Components and Equipment Home Building Product Manufacturers Industrial Machinery Pharmaceuticals

#### NTM EV/EBITDA

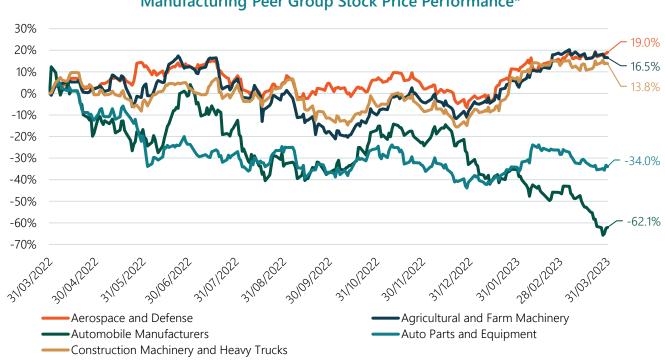
Aerospace and Defense Agricultural and Farm Machinery Auto Parts and Equipment Automobile Manufacturers Construction Machinery and Heavy Trucks **Diversified Chemicals Electrical Components and Equipment** Home Building Product Manufacturers Industrial Machinery Pharmaceuticals



Source: Capital IQ. Data as of March 31, 2023. "LTM" refers to last twelve months. "NTM" refers to next twelve months. Valuation details provided on pages 10 and 11.

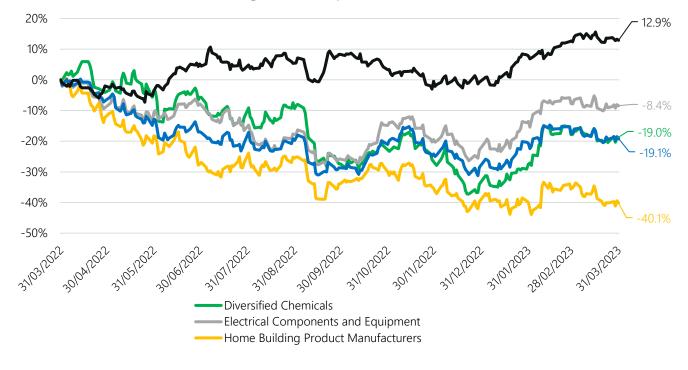
## **Public Comparable Analysis Performance Analysis**





#### Manufacturing Peer Group Stock Price Performance\*

#### Manufacturing Peer Group Stock Price Performance\*



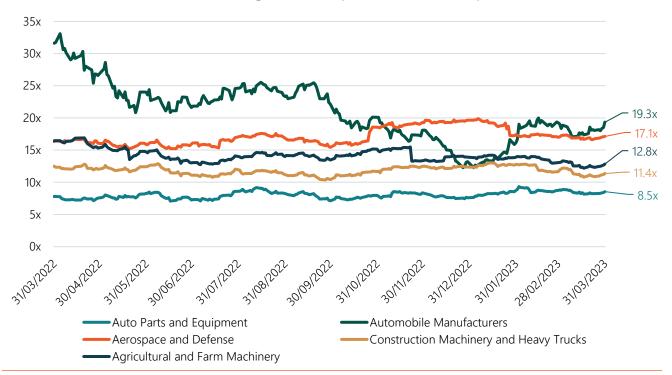
Source: Capital IQ. Data as of March 31, 2023. Further details provided on pages 10 and 11. \*Peer group metrics are weighted by market capitalization

## **Public Comparable Analysis**

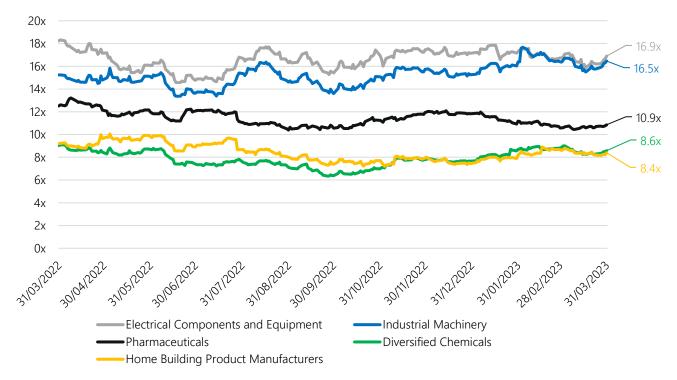
**Performance Analysis** 



Manufacturing Peer Group EV/EBITDA Multiples



### Manufacturing Peer Group EV/EBITDA Multiples



## Public Comparable Analysis Trading Multiples & Operating Statistics



#### (Figures In \$USD Millions, except percentages and ratios) LTM Operating Figures NTM Consensus Estimates Valuation Market Enterprise Revenue EBITDA Revenue EBITDA NTM LTM LTM Company Capitalization Value Revenue Growth EBITDA Margin Growth Margin EV/EBITDA EV/EBITDA EV/REV Aerospace and Defense \$127,283 \$168,680 \$66,608 6.9% \$2,068 17.1% 31.0x NM 2.5x The Boeing Company 3.1% 6.6% \$142 793 \$172 011 \$68 572 5 7% \$12 350 18.0% 74% 17 7% 2 5x Raytheon Technologies Corporation 13 4 x 13 9x Lockheed Martin Corporation \$120,319 \$134,418 \$66,146 0.6% \$9,067 13.7% 0.3% 14.8% 13.7x 14.8x 2.0x Northrop Grumman Corporation \$70,203 \$82,294 \$36,602 2.6% \$8,098 22.1% 4.7% 14.0% 15.4x 10.2x 2.2x General Dynamics Corporation \$62 581 \$73 453 \$39 407 2 4% \$5,867 14 9% 4 4% 13.1% 13.7v12.5v1.9vMedian \$120,319 \$134,418 \$66,146 2.6% \$8,098 14.9% 4.7% 14.0% 13.7x 13.2x 2.2x Mean \$104,636 \$55,467 3.7% \$7,490 14.4% 6.8% 13.2% 17.4x 12.9x 2.2x \$126,171 Agricultural and Farm Machinery \$122,346 \$174,639 \$12,671 Deere & Company \$55.646 25.2% 22.8% (1.8%) 23.2% 13.9x 13.8x 3.1x CNH Industrial N.V. \$20,450 \$39,916 \$23,551 20.8% \$3,402 14.4% 5.1% 12.5% 12.9x 11.7x 1.7x The Toro Company \$11,592 \$12,586 \$4,731 17.7% \$775 16.4% 64% 16 5% 15.3x 16.2x 2.7x \$1,704 AGCO Corporation \$10 119 \$10 964 \$12 651 13.6% 13 5% 11 2% 12 4% 6 3x 64x 0 9x Median \$16,021 \$26,251 \$18,101 19.3% \$2,553 15.4% 5.7% 14.5% 13.4x 12.8x 2.2x \$4,638 Mean \$24,145 19.3% 16.8% 5.2% 16.1% \$41,127 \$59,526 12.1x 12.0x 2.1x Auto Parts and Equipment \$30,398 \$36 113 \$17,489 12 0% \$1 977 14 2% Antiv PLC 11 3% 11 3% 13 1x 18 3x 21xMagna International Inc. \$15.308 \$19,548 \$37,840 4.4% \$3,645 9.6% 7.2% 8.2% 5.9x 5.4x 0.5x Lear Corporation \$8,248 \$10,571 \$20,892 8.5% \$1,620 7.8% 6.2% 7.3% 6.6x 6.5x 0.5x \$11,481 \$15,801 6 5% \$2 355 14 9% 8.8% 14 4% BorgWarner Inc. \$14,863 6.1x 6.3x 0 9x 11.6% 11.3% \$9,355 13 5% \$1,069 Autoliv, Inc \$8.013 \$9,211 13.7% 7.2 8.7x 1.0x Median \$11,481 \$14,863 \$17,489 8.5% \$1,977 11.3% 8.8% 13.7% 6.6x 6.5x 0.9x \$18,090 \$20,247 Mean \$14,690 9.0% \$2,133 11.0% 9.0% 11.6% 7.8x 9.0x 1.0x Automobile Manufacturers Tesla, Inc. \$656,425 \$641,182 \$86,035 38.3% \$17,507 20.3% 23.5% 19.0% 31.6x 36.6x 7.5x \$51,155 \$144,257 \$160,741 23.2% \$18,820 11.7% 2.6% 13.1% 6.8x 7.7x 0.9x General Motors Company Ford Motor Company \$50,226 \$158,441 \$158.057 15.9% \$11.762 7.4% (0.6%)9.4% 10.5x 13.5x 1.0x Median \$51,155 \$158,441 \$158,057 23.2% \$17,507 11.7% 2.6% 13.1% 10.5x 13.5x 1.0x Mean \$252,602 13.2% 8.5% \$314,627 \$134,944 25.8% \$16,030 13.8% 16.3x 19.3x 3.1x Construction Machinery and Heavy Trucks Caterpillar Inc \$118,161 \$149,713 \$59.427 16.6% \$12,160 20.5% 7.1% 18.8% 12.5x 12.3x 2.5x Cummins Inc. \$33,811 \$40,994 \$28,074 16.9% \$4,331 15.4% 14.2% 14.8% 8.7x 9.5x 1.5x PACCAR Inc \$38,251 \$43,692 \$30,820 27.6% \$4,837 15.7% (1.3%) 15.1% 10.9x 9.0x 1.4x Westinghouse Air Brake Technologie \$18,226 \$22.089 \$8,362 6.9% \$1,573 18.8% 6.2% 19.0% 13.1x 14.0x 2 6x Allison Transmission Holdings, Inc. \$4,172 \$6,426 \$2,769 15.3% \$953 34.4% 4.6% 34.6% 6.4x 6.7x 2.3x Median \$33,811 \$40,994 \$28,074 16.6% \$4,331 18.8% 10.9x 2.3x 18.8% 6.2% 9.5x Mean \$42,524 \$52,583 \$25,890 16.7% \$4,771 21.0% 6.2% 20.5% 10.3x 10.3x 2.1x **Diversified** Chemicals \$32,895 \$36,947 \$13,017 3.6% \$3,404 26.2% (2.6%) 24.9% 11.7x 10.9x 2.8x DuPont de Nemours, Inc \$14,990 \$1,882 17.8% 17.4% Eastman Chemical Company \$10.048 \$10,580 1.0% (2.1%)8.3x 8.0x 1.4x Huntsman Corporation \$5,025 \$6,711 \$8,023 4.6% \$1.174 14.6% (7.8%) 10.6% 8.2x 5.7x 0.8x The Chemours Company \$4.455 \$7,215 \$6,794 7.1% \$1,210 17.8% (2.6%)18.8% 5.8x 6.0x 1.1x \$1,546 Median \$7,537 \$11,103 \$9,302 4.1% 17.8% (2.6%) 18.1% 8.3x 7.0x 1.2x

\$13,106

\$16,466

\$9,604

4.1%

\$1,918

19.1%

(3.8%)

17.9%

8.5x

7.6x

1.5x

Mean

## Public Comparable Analysis Trading Multiples & Operating Statistics



#### (Figures In \$USD Millions, except percentages and ratios) LTM Operating Figures **NTM Consensus Estimates** Valuation Market Enterprise Revenue EBITDA Revenue EBITDA NTM LTM LTM Company Capitalization Value Revenue Growth EBITDA Margin Growth Margin EV/EBITDA EV/EBITDA EV/REV Electrical Components and Equipment \$49,792 \$63,896 \$19,846 15.2% \$4,865 24.5% (23.4%) 25.3% 16.8x 3.2x Emerson Electric Co. 13.1x \$77 005 \$4 204 \$68 281 \$20 752 57% 20.3% 7 2% 20.9% 16 5x 18 3x 3 7x Eaton Corporation plc Rockwell Automation, Inc. \$33,683 \$37,867 \$7,884 8.2% \$1,729 21.9% 11.2% 21.8% 19.9x 21.9x 4.8x AMETEK, Inc. \$33,467 \$35,682 \$6,151 10.9% \$1,891 30.7% 5.8% 29.9% 18.3x 18.9x 5.8x \$3,047 Median \$41,737 \$50,882 \$13,865 9.5% 23.2% 6.5% 23.6% 17.6x 18.6x 4.3x Mean \$46,306 \$53,613 \$13,658 10.0% \$3,172 24.4% 0.2% 24.5% 17.9x 4.4x 18.1x Home Building Product Manufacturers Masco Corporation \$11,207 \$14.438 \$8,680 3.6% \$1,555 17.9% (9.6%) 16.8% 11.0x 9.3x 1.7x Builders FirstSource, Inc \$12,253 \$15,662 \$22,726 14.2% \$4,443 19.5% (29.6%) 10.7% 9.2x 3.5x 0.7x JELD-WEN Holding, Inc. \$1,077 \$2,768 \$5,129 7.5% \$395 7.7% (7.9%) 7.7% 7.6x 7.0x 0.5x \$2 017 \$2 802 \$2 892 11 4% \$475 16.4% (2.8%)15 3% 6 5x 5 9x 1 0x Masonite International Corporation American Woodmark Corporation \$866 \$1,369 \$2,087 14.1% \$229 11.0% (10.2%) 10.5% 7.0x 6.0x 0.7x 3.4x Caesarstone Ltd. \$143 \$270 \$691 7.3% \$79 11.4% (1.0%)8.5% 4.6x 0.4x 9.4% 13.9% Median \$1,547 \$2,785 \$4,010 \$435 (8.7%) 10.6% 7.3x 5.9x 0.7x Mean \$4,594 \$6,218 \$7,034 9.7% \$1,196 14.0% (10.2%) 11.6% 7.7x 5.9x 0.8x Industrial Machinery Illinois Tool Works Inc. \$74,209 \$81,451 \$15,932 10.2% \$4,297 27.0% 2.5% 27.4% 18.2x 19.0x 5.1x 12.4% \$43,111 \$56.366 \$17,182 \$3.810 22.2% 11.2% 23.1% 14.8x 3.3x Parker-Hannifin Corporation 13.5x Stanley Black & Decker, Inc. \$12,333 \$19,837 \$16,947 10.9% \$1,697 10.0% (3.9%) 7.1% 17.5x 11.7x 1.2x Fortive Corporation \$24,078 \$26,794 \$5,826 10.9% \$1,548 26.6% 3.7% 26.8% 16.6x 17.3x 4.6x \$23 560 \$5 916 84% Indersoll Rand Inc \$2/ 881 14 8% \$1 363 23.0% 25.1% 15 5x 18 3x 4 2x 25.1% Median \$24,078 \$26,794 \$15,932 10.9% \$1,697 23.0% 3.7% 16.6x 17.3x 4.2x 21.9% Mean \$41,866 4.4% \$35,458 \$12,361 11.8% \$2,543 21.8% 16.2x 16.2x 3.7x Pharmaceuticals Johnson & Johnson \$405,107 \$422,547 \$96,263 15% \$33 491 34.8% 3.1% 36.2% 12 4x 12 6x 4 4x \$288,941 Merck & Co., Inc. \$270.081 \$59.283 21.7% \$24,688 41.6% (1.7%) 40.6% 11.9x 11.7x 4.9x \$247,193 \$100,330 23.4% \$45,678 45.5% (31.4%) 37.1% 9.6x 2.5x Pfizer Inc. \$230,292 5.4x AbbVie Inc \$281,151 \$336,538 \$58,054 3.3% \$31,428 54.1% (9.3%) 49.2% 13.0x 10.7x 5.8x Eli Lilly and Company \$309,730 \$323,869 \$28,541 0.8% \$10,325 36.2% 7.4% 33.0% 31.6x 31.4x 11.3x Bristol-Myers Squibb Company (0.5%)\$145 780 \$177 404 \$46159 \$20 346 44 1% 1.6% 44 1% 8 6x 8 7 x 3 8x Median \$275,616 \$306,405 \$58,669 2.4% \$28,058 42.9% (0.0%) 38.9% 12.2x 11.2x 4.6x Mean \$273,690 \$299,415 \$64,772 8.4% \$27,659 42.7% (5.0%) 40.1% 14.5x 13.4x 5.5x

## About Us

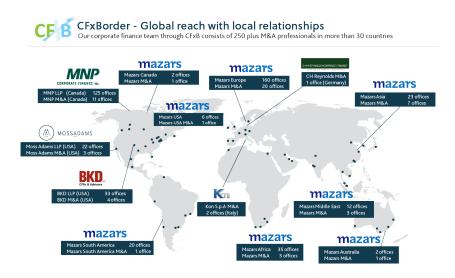
MNP Corporate Finance (MNPCF) has a dedicated team of over 100 M&A, capital markets, and due diligence professionals across Canada. MNPCF works with clients in virtually all industries as they prepare, plan and execute transactions.

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.



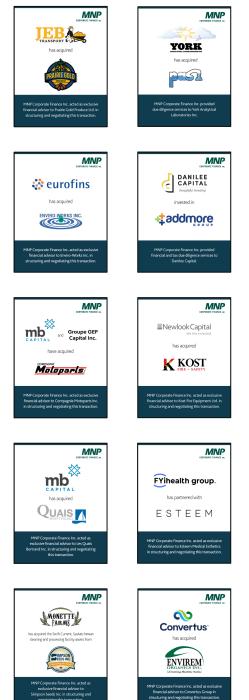


## Services

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



## Recently Closed Deals (National)



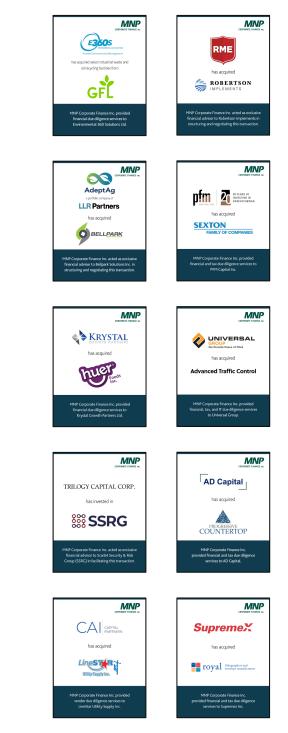
## About Us



### **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 10 years alone, we have completed over 250 transactions worth over \$4.5 billion (not including due diligence engagements).

## Recently Closed Deals (National)



## **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.

## Leadership Team





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#### **Transaction Leadership**



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Divestitures | Financing | Due Diligence

**MNPCF.**ca