

# **Digital Transformation** MONITOR

Deal Talk

**Public Market Activity** 

Q1 M&A Activity

Q1 2018

Joel Kallett Managing Director **Gretchen Seay** Managing Director

Greg Treger Managing Director **Bhavin Patel** Director

John Rakowski Director

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The Digital Transformation M&A market remains very active, and we always have to debate which transactions are the most interesting or transformational. Sure, the big four, systems integrators, and marketing agencies continue to consolidate the market. However, there are always a few transactions every quarter that illuminate how broad the acquirer landscape is in this market.

- Walmart acquired Spatialand, a provider of immersive AR/VR software. Spatialand is a small company, but it is playing in a space with massive potential. Most experts believe AR/VR is years from becoming mainstream, but some retailers are not waiting. At ShopTalk this year, Macy's announced its plans to roll out Marxent's VR solution to 60 locations selling furniture by this fall. We test drove the furniture shopping experience with Marxent at ShopTalk, and there is only one word to describe it, AMAZING. We bet that Macy's will see a dramatic increase in furniture sales at locations with this VR offering and the ROI is going through the roof!
- Arrow Electronics acquired elnfochips, a product engineering firm with software and hardware development capabilities. Arrow is a \$27B+ revenue VAR with a thin sub 5% EBITDA margin. Similar to other VARs, Arrow has been moving up the value chain by offering professional services. eInfochips has over 2,000 people offering IoT and security expertise. The target's capabilities in software and hardware engineering could create some very interesting synergies with Arrow's technology products reselling roots.
- Quad/Graphics acquired a majority interest in Rise Interactive, a digital marketing agency: Quad/Graphics's core business is printing and mail marketing. As you can imagine, this is a tough business to be in in a digital world. Its stock has decreased compared to five years ago, a time period where the S&P enjoyed 50%+ growth. Naturally they are evolving and rebranding to keep up with the times. Another "brick and mortar" industry that is evolving is outsourced customer service. The call center business is stuck in zero growth gear and moving to the digital customer experience world is a logistic next step.

On a side note, here's an interesting headline in case you missed it. Accenture, an M&A beast, now is the largest global digital network according to Advertising Age. Not many, if any, saw this coming 10 years ago...

**Email Philo Tran** 

# **Digital Transformation**



**Digital Strategy** 



**UX Design** 



### **DEAL**TALK



#### Indra acquires Paradigma

### <u>Target</u>

#### **Transaction Summary**

### paradigma

Buyer

On January 17, 2018, Indra Sistemas ("Indra"), a global technology and consulting company, announced it had acquired Paradigma Digital ("Paradigma"), a 400 person digital technology consultancy utilizing disruptive technologies and Agile methodologies for digital transformation. Paradigma will compliment Minsait, Indra's business unit focused on digital transformation, to further build upon the company's digital solutions and services offering. Indra acquired Paradigma for €59.3mm, with an additional €30.7mm possible to be paid in earn-out.

#### Transaction Information

Announced Date
Deal Type

17-Jan-2018 Acquisition

Target Information

Enterprise Value Year Founded

Target HQ

€90.0mm 2007

Madrid, Spain

#### **Deal Commentary**

ındra

- Clearsight Perspective: The acquisition strengthens Minsait's capabilities in digital native environments, highlighting the market's strong demand for digital adoption expertise based on the use of Agile work methodologies, tailored developments with open source software, and the adoption of advanced cloud architectures, as companies continue to search for rapid digital transformation results
- The acquisition of Paradigma not only bolsters Indra's digital capabilities, but also adds 400 digital experts and a complimentary client base, bringing opportunities to expand business relationships and attract new clients
- The new service offering, stemming from the combination with Minsait and its digital products, will allow companies and institutions to migrate their information systems and technologies to next-generation architectures in record time

### Paradigma's Key Capabilities





**Digital Strategy** 







Customer Experience

**Velocity Development** 



Cloud

### **EPAM** acquires Continuum

#### **Target**

#### **Transaction Summary**

(<u>u</u>) CONTIN<u>U</u>UM

**Buyer** 

<eoam>

On March 15, EPAM Systems ("EPAM"), a provider of digital platform engineering and software development services, announced it had acquired Continuum, an innovation design firm based in Boston, MA with studios in Milan, Seoul, and Shanghai. The acquisition strengthens EPAM's innovation consulting capabilities and enhances existing digital and service design practices by introducing a human-centered approach to physical design and product development. EPAM acquired Continuum for \$52.5mm, with an additional \$3.1mm possible to be paid in earn-out.

#### Transaction Information

Announced Date Deal Type

15-Mar-2018
Acquisition

Target Information

Enterprise Value

\$55.7mm 1983

Year Founded Target HQ

Boston, MA

#### **Deal Commentary**

- Clearsight Perspective: The acquisition of Continuum, holder of 330+ patents and 200+ awards, adds scale and credibility to EPAM's innovation consulting capabilities at a time when companies are looking for innovative ideas for products, services, experiences, and processes across all aspects of their business
- Incorporating Continuum's innovative product development processes into EPAM's
  design centers will help to further develop the company's innovation service offerings by
  combining advanced prototyping technologies including mechanical, electrical and
  robotics engineering, together with AR/VR experimentation tools
  - "By combining our capabilities, we will significantly improve our ability to turn innovative ideas, paired with disruptive technologies, into practical and scalable business solutions for our clients" – Gianfranco Zaccai, Founder of Continuum

### **Continuum's Key Practices**



Strategy



Physical / Digital Design



**Technology** 

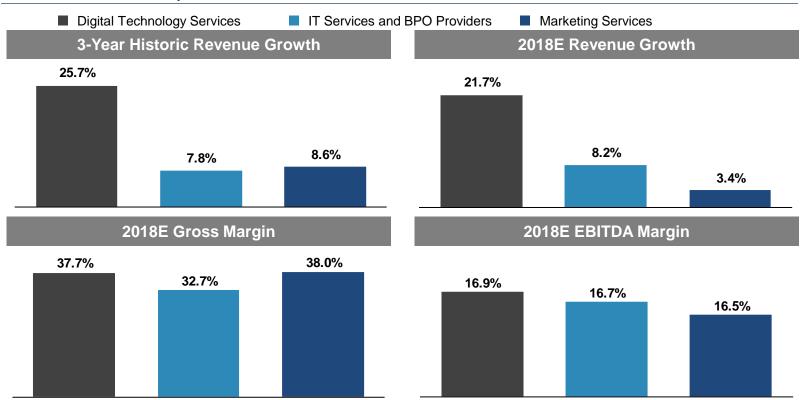


Made Real Lab (Innovation Centers)

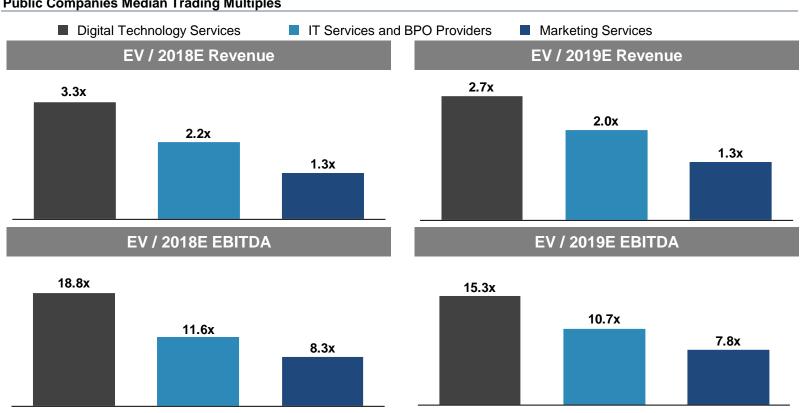
### **PUBLIC**MARKETS



### **Performance of Public Companies**



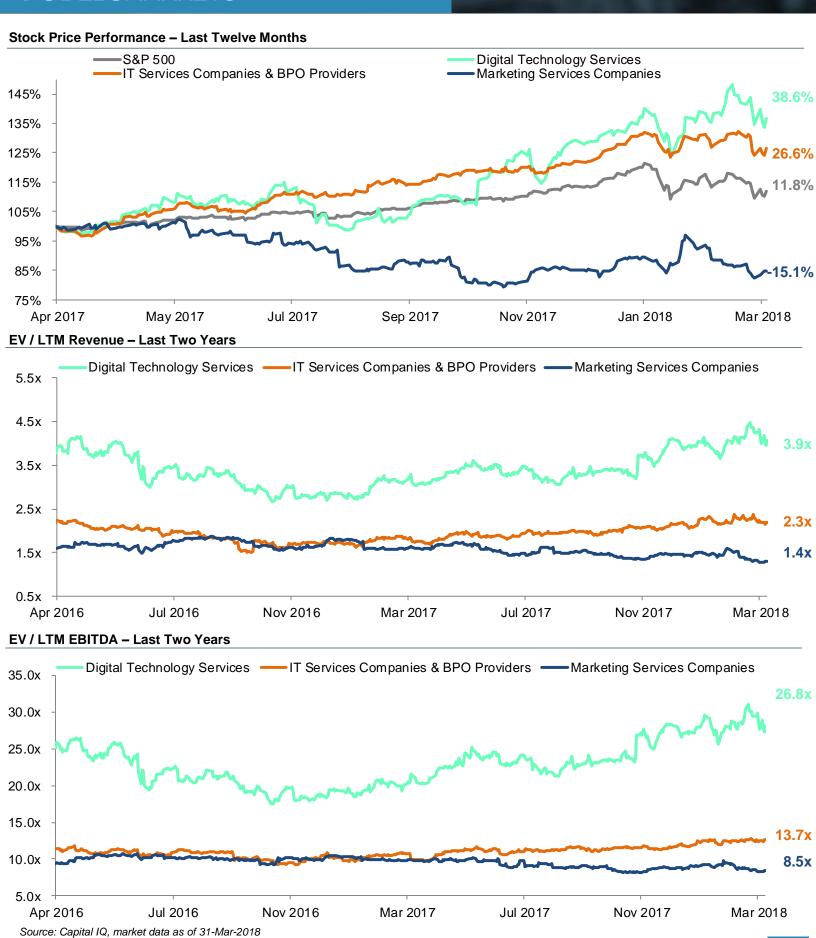
#### **Public Companies Median Trading Multiples**



Source: Capital IQ, market data as of 31-Mar-2018

### **PUBLIC**MARKETS





# **SELECT** TRANSACTIONS



#### Q1 2018 Transactions

Announced	Target / Issuer	Buyer / Investor	Target Description / Deal Comments
3/29/2018	mxm	accenture	<ul> <li>Meredith Xcelerated Marketing operates as a digital and customer relationship marketing agency</li> <li>The acquisition will bolster the capabilities of Accenture Interactive in creative services, data-led marketing execution, content strategy, and digital marketing</li> </ul>
3/21/2018	rise interactive.	Quad	<ul> <li>Rise Interactive provides digital marketing and marketing analytics services, including competitive intelligence, multivariate testing, and targeting and personalized marketing</li> </ul>
3/21/2018	RAINMAKER LABS  Singapore and Vietnam Business	KPING	<ul> <li>Rainmaker Labs is an enterprise mobile application developer and consultancy</li> <li>This acquisition strengthens KPMG's mobile-first, digital solutions ranging from creation and development to deployment of digital platforms and applications</li> </ul>
3/19/2018	<b>C</b> comitγ	pullio	<ul> <li>Comity Designs is a cloud and mobile solutions provider and notable Salesforce consulting partner</li> <li>The combination further strengthens Brillio's engagement with C-suite and line-of-business executives and brings most advanced digital transformation strategies to the enterprise</li> </ul>
3/15/2018	<ul><li>© соитій пи</li></ul>	<epam></epam>	<ul> <li>Continuum is a design and innovation consultancy providing design services for various products, services, experiences, and business models for organizations</li> <li>The acquisition strengthens EPAM's innovation consulting capabilities and enhances existing digital and service design practices</li> </ul>
3/14/2018	linium	VESS	<ul> <li>Linium is a digital business, engineering, experience and transformational consultancy, delivering cloud-based enterprise platforms and solutions</li> <li>The acquisition will further extend Ness' capabilities in digital operations and business process management and automation</li> </ul>
3/13/2018	WPROMOTE	SHAMROCK **	<ul> <li>Wpromote is a digital marketing agency with a goal to employ its wide ranging digital tactics so that its clients can effectively challenge their top competitors</li> </ul>
3/12/2018	eTouch	virtusa	<ul> <li>eTouch provides digital engineering, digital marketing, cloud, analytics, and data security solutions, primarily to tech companies</li> <li>The acquisition expands Virtusa's digital engineering expertise and broadens its</li> </ul>

digital service offerings

3/6/2018





CommerceHub provides cloud-based e-commerce fulfillment and marketing solutions for large retailers, marketplaces, consumer brands, and marketplaces primarily in the United States and Canada

## **SELECT** TRANSACTIONS



#### Q1 2018 Transactions

Announced	Target / Issuer	Buyer / Investor	Target Description / Deal Comments
	X I L A N T		EXILANT Technologies provides software products and services for product engineering services, mobility and social media applications, business intelligence and analytics, and cloud-based services  The acquisition will strengthen QuEST Global's advanced technology capabilities and expand their footprint into the Hi-Tech industry
3/5/2018	FLUID	<b>astound</b> commerce	Fluid is a digital customer experience and software solutions company The integrated company will provide digital design, consulting, and engagement marketing along with technical expertise and global scale required to stand out in a crowded e-commerce landscape
2/14/2018	SURGE	catalyte	Surge is a provider of custom web, cloud, mobile, digital, and desktop software development and consulting services The acquisition will strengthen the firm's position in IT services and project outsourcing
2/13/2018	Advertising Intelligence Division	nielsen	Nielsen is bolstering its advertising intelligence services by acquiring Ebiquity's AdIntel unit as Ebiquity shifts its focus to its Media Value Measurement and Marketing Performance Optimization divisions
2/12/2018	avtex the point of interaction"	$\overline{N E P}$ Norwest Equity Partners	Avtex Solutions is a customer experience (CX) focused consulting and technology company that provides design, implementation, and ongoing support of solutions in the CX ecosystem
2/12/2018	magic leap	axel springer ■ digital ventures •	Magic Leap develops its own patented technology that integrates digital objects in real world environments Axel Springer invested in Magic Leap for the potential to present journalistic content and classifieds in new formats and environments
2/12/2018	efted	group <sup>m</sup> :	The Glitch is a digitally-led creative agency based in India This acquisition demonstrates WPP's growth plans in a technology-driven communication market
2/9/2018	DD	dentsu	Data Artist is focused on developing AI technology solutions for use within the marketing domain The acquisition is focused on accelerating the application of AI in marketing

2/9/2018



Data Artist



- Envoy Digital is an e-commerce agency in the UK and a renowned implementation partner for SAP Hybris
- The acquisition advances KPS' internationalization strategy and bolsters the company's digital transformation capabilities

# **SELECT**TRANSACTIONS



### Q1 2018 Transactions

Announced	Target / Issuer	Buyer / Investor	Target Description / Deal Comments
2/6/2018	Velocity PARTNERS A MEMBER OF THE ENDAVA GROUP	endava	<ul> <li>Velocity Partners is a software development company with a strong presence in Latin America</li> <li>The acquisition will create a global IT player able to bring to clients more options in terms of service, technology, scalability, and geography</li> </ul>
2/5/2018	<b>%</b> liquidhub	Capgemini	<ul> <li>LiquidHub is a digital customer engagement firm offering services in the digital space including data analytics, market research, and enterprise architecture</li> <li>The acquisition will add seasoned design thinkers, user-experience designers, digital architects, and analytics specialists to the Capgemini team</li> </ul>
2/5/2018	SPATIALAND.	(Walmart)	<ul> <li>Spatialand is a virtual reality shop that creates software tools for creators to transform existing content into immersive, VR experiences</li> <li>The transaction is intended to explore new products and uses of VR through immersive retail environments that can be incorporated by all facets of Walmart and retail in general</li> </ul>
2/1/2018	Brandfirst	Deloitte.	<ul> <li>Brandfirst is an interactive marketing agency based in Belgium that designs and develops interactive experiences based on innovative signage technologies and content management systems</li> <li>This acquisition will enable Deloitte to strengthen its expertise in interactive signage technologies and interface design</li> </ul>
1/31/2018	*Citizen	EY	<ul> <li>Citizen is a strategic digital design firm based in Portland, Oregon</li> <li>The deal will complement the EY U.S. consulting business, particularly in customer experience and design, as well as expand the company's West Coast digital consulting presence</li> </ul>
1/30/2018	KPIT	birlasoft ((CK BIRLA CROUP	<ul> <li>Birlasoft provides value-based information technology outsourcing services, and KPIT Technologies provides software development, IT consulting, and product engineering solutions</li> <li>The two companies combined to create an entity that will later demerge into two separate companies, focused on Digital Business IT Services (Birlasoft) and Automotive Engineering and Mobility Solutions (KPIT Technologies)</li> </ul>
1/24/2018	HARTE HANKS	wipro	<ul> <li>Harte Hanks is a marketing services company specializing in omni-channel marketing solutions including consulting, strategic assessment, data, analytics, digital, social, mobile, print, direct mail, and contact center</li> <li>The investment in Harte Hanks is an expansion on the two companies' existing partnership to offer end-to-end marketing technology services to customers</li> </ul>
1/17/2018	{ paradigma	::::: ındra	<ul> <li>Paradigma Digital is a digital technology consultancy utilizing disruptive technologies and Agile methodologies for digital transformation</li> <li>The acquisition strengthens the company's capabilities in digital native environments</li> </ul>
1/10/2018	MACKE <b>VISION</b>	accenture	<ul> <li>Mackevision is a producer of 3D-enabled and immersive product content</li> <li>The acquisition will add state-of-the-art visualization capabilities to Accenture Interactive's digital services portfolio – strengthening its ability to create compelling, next-generation customer experiences and industrial, extended reality applications</li> </ul>

# **SELECT** TRANSACTIONS



resources with Arrow's position in IoT design services

#### Q1 2018 Transactions

Announced	Target / Issuer	Buyer / Investor	Target Description / Deal Comments
1/9/2018	VIRTUN	SMILE!	<ul> <li>Virtua is a digital agency offering digital strategy, marketing, design / UX, and technology implementation services</li> <li>The transaction will strengthen Smile's service offering and bolster its position in the Swiss market</li> </ul>
1/8/2018	draw	<b>⇔</b> OLIVER WYMAN	<ul> <li>Draw Create operates as a digital transformation agency in the United Kingdom</li> <li>Draw will join Oliver Wyman Labs, within its Digital practice, boosting capabilities in digital strategy, user experience design, web development, CRM, and front and backend development</li> </ul>
1/3/2018	BLKBOX	DECATHLON CAPITAL PARTNERS	<ul> <li>BLKBOX is a creative agency delivering data-driven predictive analytics solutions</li> <li>The investment will enable BLKBOX's Quantum marketing analytics platform and expand its growing roster of clients</li> </ul>
1/3/2018	HELLOWORLD ®	MERKLE	<ul> <li>HelloWorld is a digital marketing solutions provider focused on promotion and loyalty solutions</li> <li>The acquisition will further scale Merkle's people-based marketing disciplines, including loyalty solutions, performance media, customer relationship marketing, customer experience, and enterprise technology services</li> </ul>
1/3/2018	Solutions*	(Formerly Atrio Systems)	<ul> <li>NuSoft Solutions is a Microsoft consultancy providing enterprise business and technology solutions</li> <li>Following the purchase of NuSoft Solutions from RCM Technologies, Atrio Systems rebranded as NuSoft Technologies</li> </ul>
1/2/2018	einfochips An Arrow Company	WUUN	<ul> <li>eInfochips is a product engineering services firm that offers a breadth of capabilities, spanning chip design, to product and IoT solution delivery</li> <li>The acquisition will expand Arrow's "sensor-to-sunset" capabilities, by combining eInfochips' Snapbricks IoT framework and software development</li> </ul>

# **PUBLIC**MARKETS



#### **Digital Technology Services Comparable Companies**

	Closing Price	% of 52 Week	Equity Market	Enternrice	EV / F	Davienija Mill	inles	EV / I	EDITO A MIA	mla a	LTM EBITDA	3 Year	2018P
Digital Transformation Index	31-Mar-2018	week High	Cap	Enterprise _ Value	LTM	Revenue Mul	2019	LTM	EBITDA Multi 2018	2019	Margin	CAGR 2014A-17A	Revenue Growth %
EPAM	\$ 114.52	91.0 %	\$ 6,512	\$ 6,001	3.9 x	3.3 x	2.7 x	26.8 x	18.8 x	15.3 x	14.5 %	25.7 %	25.2 %
Globant	51.54	94.0	1,884	1,844	4.1	3.7	3.1	30.5	21.7	17.8	13.6	27.5	21.7
Luxoft	40.95	60.4	1,487	1,449	1.6	1.5	1.3	15.5	9.5	7.6	10.6	21.5	12.7
	High	94.0 %	\$ 6,512	\$ 6,001	4.1 x	3.7 x	3.1 x	30.5 x	21.7 x	17.8 x	14.5 %	27.5 %	25.2 %
	Median	91.0	1,884	1,844	3.9	3.3	2.7	26.8	18.8	15.3	13.6	25.7	21.7
	Mean	81.8	3,294	3,098	3.2	2.8	2.4	24.3	16.7	13.6	12.9	24.9	19.9
	Low	60.4	1,487	1,449	1.6	1.5	1.3	15.5	9.5	7.6	10.6	21.5	12.7

#### **IT Services and BPO Providers Comparable Companies**

	Closing Price	% of 52 Week	Equity Market	Enterprise	FV / F	Revenue Mult	inles	FV / F	BITDA Multi	nles	LTM EBITDA	3 Year CAGR	2018P Revenue
IT Services & BPO Index	31-Mar-2018	High	Cap	Value	LTM	2018	2019	LTM	2018	2019	Margin	2014A-17A	Growth %
Accenture	\$ 153.50	92.7 %	\$ 101,944	\$ 99,130	2.7 x	2.5 x	2.3 x	16.4 x	14.6 x	13.5 x	16.2 %	5.5 %	11.0 %
Altran	\$ 14.81	71.5	2,556	4,211	1.5	1.2	1.1	13.4	8.1	6.8	11.4	9.1	26.5
Atos	136.87	82.1	14,692	14,972	1.0	1.0	0.9	7.8	6.9	6.6	12.6	11.9	(1.1)
Capgemini	124.68	93.0	21,635	27,144	1.8	1.7	1.6	14.0	12.2	11.6	12.7	6.6	0.9
CGI Group	57.62	96.2	16,621	17,780	2.0	2.0	1.9	12.4	10.9	10.4	16.6	1.9	4.4
Cognizant	80.50	94.6	48,014	43,957	2.9	2.7	2.5	13.9	12.7	11.1	20.8	13.0	9.6
Genpact	31.99	92.0	6,398	7,278	2.6	2.5	2.3	17.5	14.3	13.1	14.9	6.3	8.4
HCL	14.88	93.1	20,735	19,303	2.5	2.3	2.1	10.9	10.4	9.5	22.6	10.2	8.1
Hexaware	5.79	95.5	1,745	1,656	2.7	2.4	2.1	16.7	14.6	12.8	16.0	15.2	12.4
MindTree	11.89	88.7	1,950	1,835	2.2	2.0	1.8	16.3	13.7	11.6	13.4	15.5	12.1
Mphasis	12.97	90.5	2,511	2,463	2.4	2.3	2.0	15.1	14.0	12.4	16.2	5.3	10.5
Syntel	25.53	92.1	2,136	2,336	2.5	2.5	2.5	9.0	10.0	9.6	27.6	0.5	0.9
Tech Mahindra	9.81	98.0	9,615	8,536	1.8	1.7	1.6	12.9	10.7	9.4	14.0	11.9	7.2
Wipro	4.33	84.1	19,572	17,929	2.1	2.1	1.9	10.7	10.1	9.8	19.9	5.6	3.4
	High	98.0 %	\$ 101,944	\$ 99,130	2.9 x	2.7 x	2.5 x	17.5 x	14.6 x	13.5 x	27.6 %	15.5 %	26.5 %
	Median	92.4	12,154	11,754	2.3	2.2	2.0	13.7	11.6	10.7	16.1	7.8	8.2
	Mean	90.3	19,295	19,181	2.2	2.1	1.9	13.4	11.6	10.6	16.8	8.5	8.2
	Low	71.5	1,745	1,656	1.0	1.0	0.9	7.8	6.9	6.6	11.4	0.5	(1.1)

#### **Marketing Services Comparable Companies**

	Closing Price	% of 52 Week	Equity Market	Enterprise	EV / F	Revenue Mul	tiples	EV / E	EBITDA Multi	ples	LTM EBITDA	3 Year CAGR	2018P Revenue
Marketing Services Index	31-Mar-2018	High	Cap	Value	LTM	2018	2019	LTM	2018	2019	Margin	2014A-17A	Growth %
Dentsu	\$ 43.97	71.3 %	\$ 12,396	\$ 15,043	1.7 x	1.6 x	1.5 x	9.2 x	9.0 x	8.1 x	18.4 %	8.6 %	7.8 %
IPG	23.03	88.5	9,034	10,805	1.4	1.3	1.3	9.5	8.8	8.5	14.3	1.5	3.4
Omnicom	72.67	83.8	16,796	19,949	1.3	1.3	1.2	8.5	8.3	7.8	15.3	(0.1)	3.5
Publicis	69.71	82.0	15,767	16,564	1.4	1.4	1.4	7.9	8.0	7.6	18.1	10.1	(1.2)
WPP	15.90	63.8	20,053	26,746	1.3	1.3	1.2	8.4	7.6	7.4	15.5	9.8	(0.3)
	High	88.5 %	\$ 20,053	\$ 26,746	1.7 x	1.6 x	1.5 x	9.5 x	9.0 x	8.5 x	18.4 %	10.1 %	7.8 %
	Median	82.0	15,767	16,564	1.4	1.3	1.3	8.5	8.3	7.8	15.5	8.6	3.4
	Mean	77.9	14,809	17,821	1.4	1.4	1.3	8.7	8.3	7.9	16.3	6.0	2.6
	Low	63.8	9 034	10 805	1.3	1.3	12	7.9	7.6	7 4	14.3	(0.1)	(1.2)

Source: Capital IQ, market data as of 31-Mar-2018















SELL-SIDEADVISOR









We would like to thank all of our clients, colleagues, and friends for helping to reinforce Clearsight as the *leader* in advising high-end consulting firms



#### **ABOUT US**

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