MPG | MADISON PARK GROUP Insights

Market Update 2021 M&A Report

March 2022

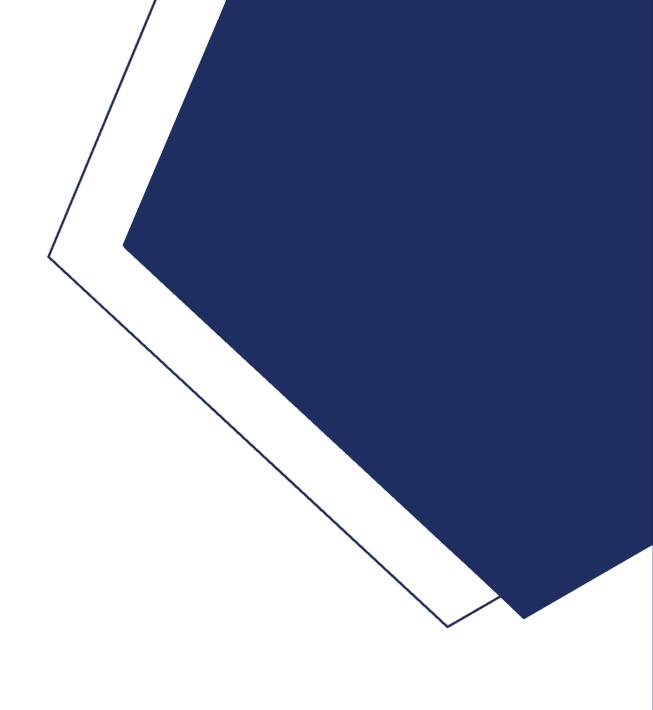
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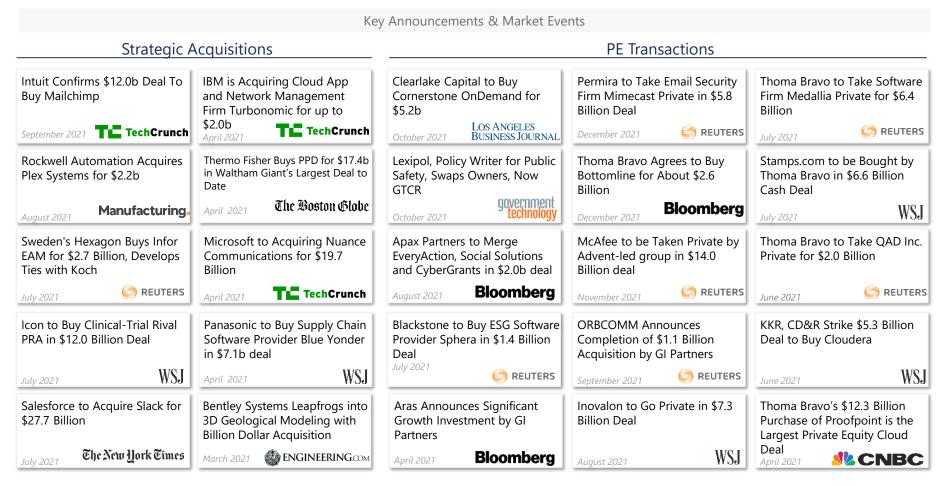
The Big Picture



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Large-Scale Acquisitions Continue to Set the Pace of the Software Market

- U.S. technology M&A deals reached new peaks in 2021 with 4,360 closed transactions representing \$1.24t in value (96.8% YoY Growth)⁽¹⁾
- Madison Park Group observed several key themes that drove the massive scale-up in M&A activity in 2021:
 - Loose monetary policy coupled with ample dry powder and generous fiscal accommodations
 - Tax regime changes incentivized founders with shorter time horizons to evaluate strategic exits sooner
 - Frothy valuations driven by public market performance in the wake of the pandemic

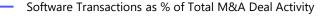


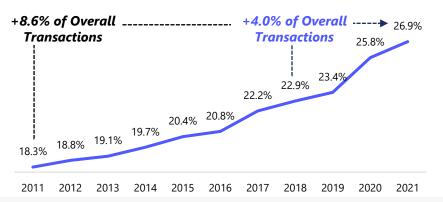
M&A Dashboard MADISON PARK GROUP

Uptick in Software M&A Deal Volume Outpacing Broader Market Activity and Pushing Valuations Upward



...while Increasingly Dedicated and Competitive Sponsor Involvement⁽²⁾...





...has Led to a Booming Marketplace with a High Velocity of Transactions⁽³⁾ ...

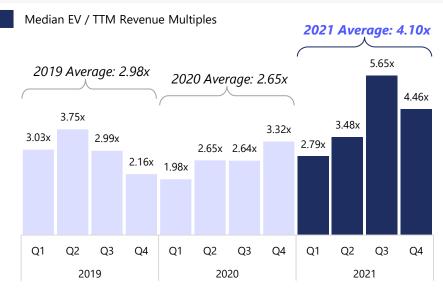
56.6% Strategic 68.9% **V**(17.9%) 22.1% Add-On **▲** 87.7% 11.8% **2021 2011** 21.3% **Sponsor** 19.3% **1**0.3%

...Driving Up Valuations for Quality Software Assets to New Peak Levels(4)



Sources: Pitchbook, 451 Research's M&A KnowledgeBase, S&P Global Market Intelligence

- Total transaction counts in North America and Western Europe
- % of completed software transactions based on count of 2011 and 2021 deals
- Global technology-telecom deal count and transaction volume
- Median EV / TTM Revenue deal multiples from software transactions in North America and Europe



Select Notable Highly Active Strategic Buyers

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Mature Software and Tech Players Seek Growth via Acquisition

Acquirer	Ownership	2021 Deal Count	Notable 2021 Software Acquisitions ⁽¹⁾
revalize	# Hg TA ASSOCIATES	12	Ettainia CONFIGURE ONE FOX LeadMethod MICTOD PROFILE Soften SpecPage TENADO*
Microsoft	Public (Nasdaq:MSFT)	13	Ally Clear Software CLOUDKN@X NUANCE OF refirm labs RISKIQ SUPLARIES twohat *Xandr ZeniMax*
aptean	Charlesbank TA ASSOCIATES	10	Exerve EXENTA Objective ramsauer Stürmer (s) integreater Total Conference unless the Con
accenture	Public (NYSE: ACN)	58	CORECOMPETE NOVETTA Headspring BRIDGE 12 111 ADVICENT ThinkTank BLORSESHOE
IBM	Public (NYSE:IBM)	16	O REAQTA & CATALOGIC ## 10 nvenio APPRENTE
Unity	Public (NYSE:U)	7	OTO PARSEC SPIXYZ speedtree Syncsketch VFX Division of VFX Div
servicenow	Public (NYSE:NOW)	7	ELEMENT * 90kkobrain SINTELLIBOT To Lightstep mapwize \$\interlightarrow\$\text{swarm64}\$
salesforce	Public (NYSE:CRM)	6	CLIMEN COLUMN INTERPRETATIVE SCIENCE SERVICETRACE SERVICETRACE
HEXAGON	Public (OM:HEXA)	6	CADLIN IMMERSAL INFOREAM JOVIX
SIEMENS	Public (XTRA:SIE)	5	Nextflow Sqills
			\$1.0b Appaymend \$\$100.0m Appaymend

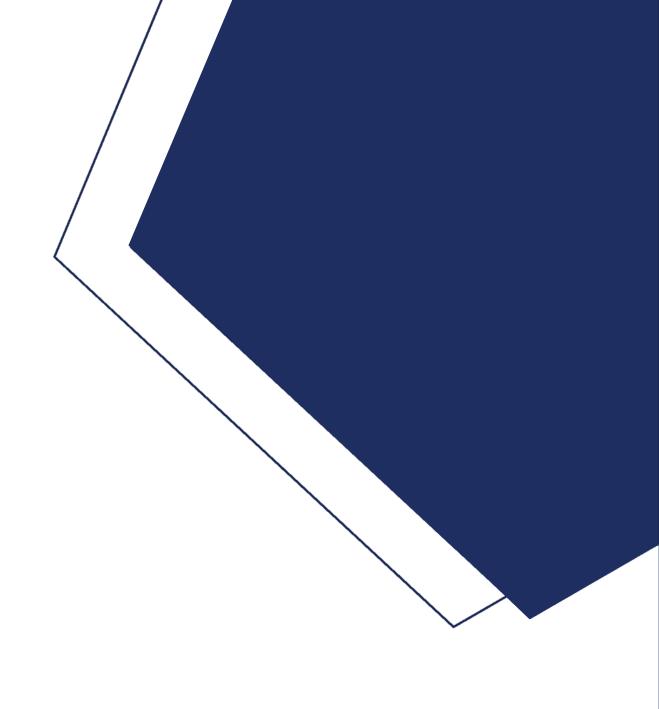
Select Notable Highly Active Financial Buyers

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Significant Mega-Deal Software Platform Creations

Acquirer	2021 Total Deal Count ⁽¹⁾	AUM	Dry Powder	1	Notable 2021 Sof	ftware / Techno	ology Platform <i>F</i>	Acquisitions	
TA ASSOCIATES	220	\$49.7b	\$12.4b	₩workwave insurity	PDQ.com	appfire	• mediaocean	precisely elpsystems	<mark>€</mark> -Emphasys
ALPINE	126	\$7.0b	\$2.0b	rucker f ools a home	SINNOVATIN	Loomly	ASPIRA	🞸 Bitfocus	ALICE
*Hg	105	\$40.0b	\$11.6b	* HAeXchange MDT SOFTWARE	riskalyze	MMIT **	LITERA (^) revaliza	ínsíght software	Prophix'
VISTA	76	\$86.0b	\$10.3b	© PLURALSIGHT Sa	lesloft. PO FAC Know Be4	WER TORS G OF	RANICUS arc	OS * @ elluci	eso
INSIGHT PARTNERS	71	\$30.0b	\$6.0b	Fanatics ighthat brings	ARMIS.	Ø inovalon*	keÿfactor Zone	√Vector Sold	CIVICPLUS
CLEARLAKE	62	\$60.0b	\$5.1b	RSA Othrive	(a) BeyondTrust	☑Confl wwfold al	luence investclou	cornerstone	precisely
FRANCISCO PARTNERS	61	\$30.0b	\$8.2b	€ vendavo Force	Ay BILL4TIME	nmi	IMAGÎN Softwa	zenef	ts [®] § sourcescrub
THOMABRAVO	60	\$91.0b	\$14.8b	mutus ∢app	talend litools proof	QAD			denza
AKKR	37	\$10.0b	\$5.1b	enmark STRIBMS INC. IN COMPINION INC.	PAYVERIS GPSINS	atp	fino navîs	∕era salary _{eor}	PropLogix
MARLIN EQUITY	32	\$8.1b	\$1.4b	ABBYY	ProcessUnity 》	MAGÎNE Software	<i>e</i> ∦e <i>gy</i> ₀	OZUKI	
Total	1,120	\$809.7b	\$166.4b						

Deals Update by Sector



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Corporate & Business Solutions Software

\$ in millions					EV / Revenue	ev / ebitda
Acquirer	Target	Date	MPG Subsector	Transaction	Valuation	n Metrics
zendesk	momentive 📈	Oct-21 ⁽¹⁾	Marketing & Advertising	\$4,515	10.56x	n/a
bill .com	Invoice2go	Sep-21	Accounting & Fintech	\$625	26.04x	n/a
ıntuıt	a mailchimp	Sept-21	Marketing & Advertising	\$12,000	17.14x	n/a
CLEARLAKE	€ ornerstone	Aug-21	Human Resources	\$5,200	6.28x	27.0x
salesforce	# slack	Jul-21	Communications & Collaboration	\$27,700	31.62x	n/a
(i) twilio	Z zıpwhip	Jul-21	Communications & Collaboration	\$838	8.88x	n/a
Broadridge	ITIVITI	May 21	Accounting & Fintech	\$2,521	10.60x	n/a
Microsoft	NUANCE	Apr-21	Communications & Collaboration	\$19,700	15.35x	n/m
CERIDIAN	Ascender	Mar-21	Human Resources	\$451	6.76x	n/a
citrıx	√ wrike	Jan-21	Communications & Collaboration	\$2,250	16.01x	n/a
				Average	15.25x	27.0x

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Industrial Software

\$ in millions					EV / Revenue	EV / EBITDA
Acquirer	Target	Date	MPG Subsector	Transaction	Valuation	Metrics
Trimble.	Agile Assets	Dec-21	Industrial Tech	Conf.	Conf.	Conf.
THOMABRAVO	QAD	Nov-21	Industrial Tech	\$1,800	5.65x	n/m
EMERSON.	@ aspentech	Oct-21	Industrial Tech	\$11,000	16.46x	38.2x
ROCKWEII Automation	PL=X°	Aug-21	Commerce & Supply Chain Management	\$2,220	14.67x	n/a
⊘ FORTIVE	ServiceChannel	Aug-21	Commerce & Supply Chain Management	\$1,200	17.14x	n/a
Blackstone	sphera	Jul-21	Environmental, Health, Safety & Quality Tech	\$1,400	n/a	n/a
HEXAGON	infor EAM	Jul-21	Industrial Tech	\$2,700	14.67x	n/a
Bentley [®]	S SEEQUENT	Mar-21	Engineering & Design	\$1,050	9.91x	n/a
E2 OPEN	B L U JAY	May-21	Commerce & Supply Chain Management	\$1,700	9.71x	n/a
btc.	🎁 arena	Jan-21	Engineering & Design	\$715	14.30x	n/a
MPG Advised				Average	15.36x	33.7x

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Healthcare & Life Sciences Software

\$ in millions					EV / Revenue	EV / EBITDA
Acquirer	Target	Date	MPG Subsector	Transaction	Valuation	Metrics
ORACLE [®]	Cerner	Dec-21	Healthcare Software & Data	\$28,055	4.92x	19.2x
CARLYLE	9 saa <i>m</i> a	Oct-21	Healthcare Software & Data	\$430	n/a	n/a
Omnicell [®]	FDS AMPLICARE	Sep-21	Healthcare Software & Data	\$177	6.10x	n/a
CERTARA.O	PINNÂCLE ²¹	Aug-21	Life Sciences Software	\$310	13.19x	n/a
wcg	Vera Sci	Jul-21	Life Sciences Software	\$330	n/a	n/a
R1	⊀ visitpay	Jul-21	Healthcare Services	\$305	14.68x	n/a
₩ HealthCatalysť	twistle 👤	Jul-21	Healthcare Software & Data	\$105 ⁽¹⁾	13.06x	n/a
CLARIO.	ERT' BIOCLINICA'	Apr-21	Life Sciences Software	\$5,900	7.38x	n/a
≣IQVIA [™]	Q² Solutions²	Apr-21	CRO & Life Sciences Services	\$1,895	3.79x	n/m
InsightfulScience	dotmatics knowledge solutions	Mar-21	Life Sciences Software	\$680	16.26x	n/a
	al IQ, corporate websites, press r	eleases, LinkedIn		Average	9.00x	15.5x

(1) Transaction value excluding \$65 million earnout
 (2) ERT and BioClinica merged, later the merged entity rebranded as Clario

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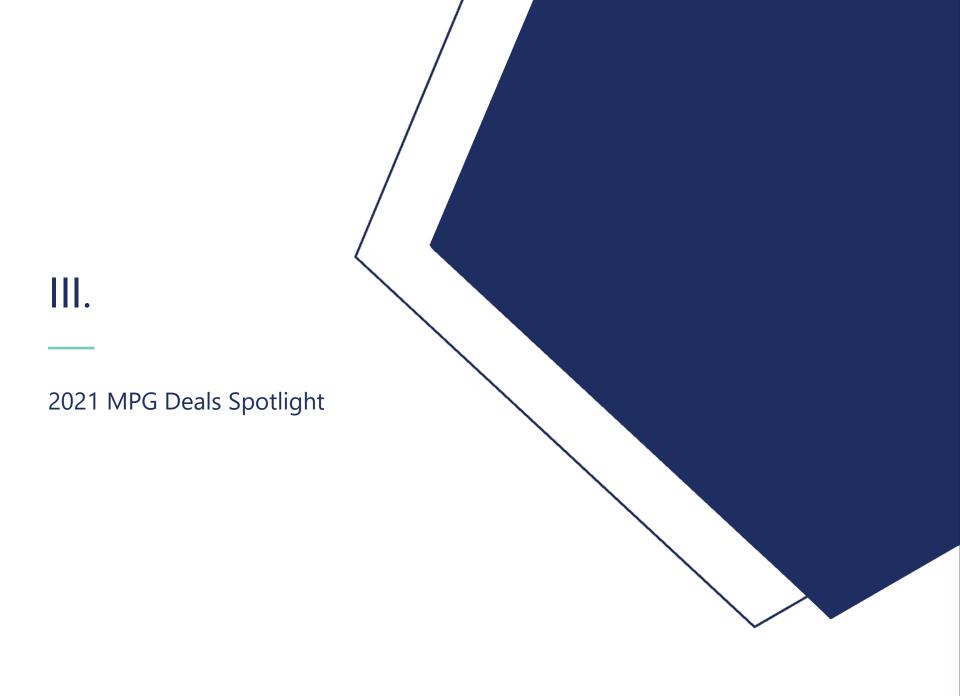
Business Infrastructure Solutions Software

\$ in millions					EV / Revenue	EV / EBITDA
Acquirer	Target	Date	MPG Subsector	Transaction	Valuation	Metrics
Advent International	☐ McAfee	Nov-21	Cybersecurity	\$14,000	7.67x	21.5x
MSCI 🌐	REAL CAPITAL ANALYTICS	Sep-21	Business Intelligence & Analytics	\$950	13.57x	n/a
THOMABRAVO	Medallia	Oct-21	Business Intelligence & Analytics	\$6,400	12.91x	n/a
THOMABRAVO	proofpoint.	Aug-21	Cybersecurity	\$12,300	10.81x	n/a
Payoneer	F	Jun-21	Payments	\$3,637	10.54x	n/a
bill .com	\ * Divvy	Jun-21	Payments	\$2,500	25.00x	n/a
DUBILIER KKR	CLOUDERA	Jun-21	Business Intelligence & Analytics	\$5,300	6.40x	n/m
okta	 auth0	May-21	Cybersecurity	\$6,500	26.00x	n/a
CROWDSTRIKE	∰humio	Mar-21	Data Providers & Infrastructure	\$370	25.72x	n/a
₹ xplor ⁽¹⁾ =	CLERRENT" + TSG	Feb-21	Payments	\$3,000	n/a	n/a
				Average	15.72x	21.5x

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MOLADIE I	Tansaction	115 111 2021			MADI	SON
IT Services						
\$ in millions					EV / Revenue	
Acquirer	Target	Date	MPG Subsector	Transaction	Valua	ation

\$ in millions					EV / Revenue	EV / EBITDA
Acquirer	Target	Date	MPG Subsector	Transaction	Valuation	Metrics
netcompany	INTRASOFT	Oct-21	IT Implementation	\$271	n/a	12.9x
CSYNNEX .	ア Tech Data	Sep-21	IT Services	\$8,300	0.20x	9.5x
/\ABSOLUTE	N ET M OTION°	Jul-21	MSSP	\$342	5.70x	18.9x
Peraton •	perspecta.	May 21	IT Services	\$7,100	1.58x	12.0x
Booz Allen Hamilton	UBERTY IT Solutions	May 21	IT Implementation	\$725	2.13x	14.5x
CLogically	cerdant	Mar-21	MSSP	\$100	7.14x	n/a
ıllıılı CISCO	ACACIA COMMUNICATION, INC.	Mar-21	Network Connectivity	\$4,975	8.53x	44.9x
KROLL	⊗ REDSCAN	Mar-21	MSSP	\$125	n/a	n/a
INVENIO	lsi ^{>}	Feb-21	IT Services	Conf.	Conf.	Conf.
Cognizant	Magenic	Feb-21	IT Consulting	\$245	n/a	n/a
MPG Advised	O corporate websites, press			Average	3.91x	18.3x



Compliancy Group receives \$75 Million Investment

MADISON PARK GROUP

December 2021

In Partnership with Founding Team



Financial Sale



Exclusive Financial Advisor



Contact us for more information at insights@madisonparkgrp.com

Transaction Highlights

- Compliancy Group is a leading provider of healthcare compliance software, offering a cloud-based solution for healthcare organizations and vendors serving the healthcare industry to manage HIPAA, OSHA, and more regulatory frameworks
- Bootstrapped since its founding, the Company has experienced rapid growth due to the comprehensive nature of its compliance management platform which spans pain-points from audit management, gap analysis & remediation, employee training, and more

About the Deal

- Bootstrapped business with strong historical growth seeking a partner to help scale compliance offerings
- MPG was engaged due to its track record and deep coverage in the compliance & risk management software ecosystem, as well as its deep relationships with financial sponsors
- Selected Aldrich Capital Partners as the preferred partner due to the potential for long-term value creation for the Company's shareholders and management

"The team at Madison Park Group exceeded our expectations. They brought a wealth of experience, knowledge, and a deep understanding and appreciation of the unique aspects of our business. They were great in guiding us in complex discussions and delivered an outstanding outcome for our shareholders and employees. I would highly recommend them."

— Marc Haskelson, President & CEO, Compliancy Group

Market Relevance

Privacy & Security Software

Healthcare

Governance, Risk & Compliance

December 2021

In Partnership with Founding Team



Strategic Sale



Exclusive Financial Advisor



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Transaction Highlights

- AgileAssets' market leading transportation infrastructure asset management platform powers the complete asset lifecycle from capital planning through operations management across all major infrastructure asset categories
- Trimble provides technologies in positioning, modeling, connectivity and data analytics which enable customers to improve productivity, quality, safety, transparency and sustainability

About the Deal

- Founder owned business seeking a strategic sale that maximizes financial returns while ensuring the company's customers and technology will continue to grow
- Selectively engaged with highly qualified strategic acquirers and financial sponsors which were attracted to the company's unmatched technology platform, blue-chip client rolodex and exciting proof-points of growth acceleration
- Selected Trimble as the preferred partner given shared strategic vision, highly complementary capabilities for infrastructure lifecycle management and attractive acquisition proposal

"Madison Park Group delivered high-quality deal execution, industry knowledge and professionalism, resulting in an incredible outcome for AgileAssets. The MPG deal team brings a tremendous breadth of knowledge across both strategic and financial markets and helped us navigate the perfect storm to get to this grand outcome."

— Stuart Hudson, Founder & CEO of AgileAssets

Market Relevance

Industrial Technology

Enterprise Asset Management

Public Sector

September 2021



Exclusive Financial Advisor



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Transaction Highlights

- InRule Technology, provider of the leading decision platform for automating missioncritical business decisions and a portfolio company of OpenGate Capital, has acquired Barium AB, a Sweden-based provider of digital process automation (DPA) SaaS solutions
- Barium utilizes a single platform that pairs the power of Al, including automated decisions and explainable machine learning, with digital process automation

About the Deal

- Barium represents InRule's second add-on acquisition this year and helps automate a wide variety of enterprise processes, from case management and loan origination to order fulfillment, inventory management, customer and employee onboarding
- The combined solution will enable customers to deliver more dynamic, reliable, seamless user experiences that improve business outcomes today, while providing scalability and flexibility to meet the business challenges of tomorrow

"InRule Technology's vision has always been to make automation accessible across the enterprise and the acquisition of Barium is another significant milestone on our journey to bring that vision to life.

Our close collaboration with MPG was integral in fulfilling this crucial step toward realizing our vision and we are appreciative of their time, efforts and counsel."

— Rik Chomko, Co-Founder & CEO of InRule Technology

Market Relevance

Corporate & Business Solutions

Digital Process Automation

Artificial Intelligence

Gimmal acquires Sherpa

May 2021

In Partnership with Rubicon Technology Partners



Acquisition Of



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Transaction Highlights

- Gimmal, a leading provider of information governance software solutions and a portfolio company of Rubicon Technology Partners, has acquired Sherpa Software, a Pittsburgh-based enterprise data governance and eDiscovery solutions provider
- Sherpa adds significant data governance and eDiscovery capabilities to Gimmal's information governance platform

About the Deal

- This transaction marks the fourth acquisition by Gimmal and furthers its strategy to become the leading provider of information governance solutions to enterprises and governments
- Sherpa adds the ability to locate and produce data from a variety of sources for regulatory compliance, litigation, or investigations, and pinpoint content that may put your company at risk of violating CCPA, GDPR, or other regulatory requirements, discover sensitive information across the enterprise to ensure proper management of data

Advising us on our third acquisition in less than a year, MPG has proven to be a valued partner to Gimmal and helped us accelerate our long-term product and market strategy."

— Mark Johnson, Chief Executive Officer of Gimmal

Market Relevance

Corporate & Business Solutions

Data Governance

eDiscovery

NextCaller acquired by Pindrop

March 2021

In Partnership with Founding Team



Strategic Sale



Exclusive Financial Advisor



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Transaction Highlights

- Next Caller is an enterprise-grade device verification, ANI validation, and spoof detection technology platform that uses live APIs to provide threat analysis in under 300 milliseconds
- VeriCall has validated over 2 billion calls for leading financial services, insurance, hospitality, and telecom brands
- Next Caller delivers industry-leading call verification rates in excess of 75%, and brings a range of flexible solutions to support personalization and self-service over the phone using ANI validation to verify customers, and spoof detection to identify high-risk calls

About the Deal

- Next Caller, a leading provider of device verification technology, has been acquired by Pindrop, an Atlanta-based identity and fraud prevention technology firm backed by Andreesen Horowitz
- The acquisition will allow current and future customers of both companies to experience greater flexibility and increase their options to support personalization, fraud prevention, ANI validation, authentication and caller verification – all while working with a Pindrop company

"The Madison Park Group team was invaluable in charting the best path forward for Next Caller. The team consistently went above and beyond the call of duty to ensure our transaction was a success."

— Ian Roncoroni, CEO of Next Caller

Market Relevance

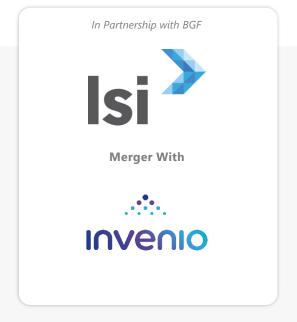
Business Infrastructure & Data Solutions

Cybersecurity

Call Center Software

LSI merger with Invenio

February 2021



Exclusive Financial Advisor



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Transaction Highlights

- LSI's extensive experience with SAP's digital core and cloud solutions combined with Invenio's strengths in SAP solutions for tax and revenue management and digital supply chain create a broad solutions platform for SAP customers worldwide
- LSI's North American focus compliments Invenio's success in Europe, the Middel East and Asia Pacific regions
- The expanded capabilities of the new organization include SAP, Amazon Web Services, Microsoft Azure, and Google Cloud Platform accreditations

About the Deal

- LSI Consulting, a leading provider of implementation and application managed services for the SAP ecosystem, has been acquired by Invenio, a UK-based SAP technology consulting firm backed by Business Growth Fund Limited
- LSI Consulting and Invenio Business Solutions are delighted to announce the merger of their companies, which will deliver significant benefits to existing customers and drive accelerated future growth for the enlarged organization

"A deal like this requires considerable expertise – an understanding of the SAP partner ecosystem and the impact of complex technological factors including the cloud and indirect sales channels. In the technology world the only constant is change. MPG was a great partner. They understood our business, identified the appropriate partner, assembled a team of professionals to work through the details of the transaction and delivered when it counted."

— Shyamal Jajodia, Co-Founder and Partner, LSI Consulting

Market Relevance

IT Services	SAP Implementation	Public Sector
	/	

February 2021



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Transaction Highlights

- The acquisition of GreatVines furthers Andavi's mission to become the leading provider of software and data insights across the alcoholic beverage supply chain
- GreatVines offers enterprise-level sales execution analytics that help transform transactional data into actionable intelligence for more efficient, effective beverage sales and trade marketing

About the Deal

 Andavi Solutions, a alcoholic beverage software and data analytics technology company, has acquired GreatVines, the leading sales execution and trade promotion management software provider for global suppliers, distributors, retailers and promotional agencies

"We are extremely excited about the GreatVines software and data offerings and growth potential ... its impressive roster of domestic and global clients represents a tremendous opportunity to address industry challenges with actionable insights, advanced decision- making tools, and real-time mobile friendly solutions."

— Lisa Whinnie, President & COO, Andavi Solutions

Market Relevance

Corporate & Business Solutions

Supply Chain Technology

Beverage Sales Execution

RedSky acquired by EverBridge

January 2021

RedSky

Strategic Sale

Everbridge

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Transaction Highlights

- RedSky is the leading provider of E911 solutions. More than one million workers, students, guests and visitors rely on RedSky for E911 protection
- The combined companies are positioned at the forefront of the public safety and critical event management software industry
- The acquisition complements Everbridge's Public Warning strategy of expansion into corporate, healthcare, and higher education markets

About the Deal

 RedSky Technologies ("RedSky"), the leading SaaS emergency response and E911 software provider, has been acquired by Everbridge (NAS:EVBG), a critical event management and mass notification software company

"In our transaction process, it was important we precisely articulated our emergency response technology positioning and value across mobility, safety and remote work – MPG delivered on all of it! Rohan and the MPG team's diligent analysis and constant guidance exceeded expectations as our "investment banker" and tightly integrated them as a core part of our team. In doing so they brought forward the full potential of our team's 20+ years of hard work and achieved a great outcome with incredible finesse at the negotiation table... all during the COVID lockdown."

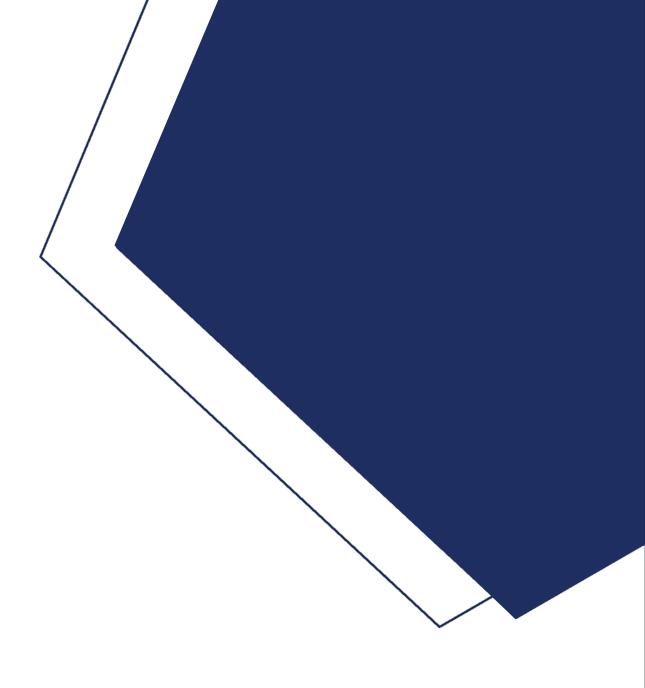
— Tony Maier, CEO of RedSky

Market Relevance

Industrial Software Emergency Notifications E911 Compliance

IV.

About Us



Madison Park Group

Advisors to the Technology Economy

Growth Stage

FOCUSED ON TRANSACTIONS WITH \$100-500 MILLION ENTERPRISE VALUE

200 +

COMPLETED TRANSACTIONS

\$30+

~30%

CROSS-BORDER DEALS (2)

40%+

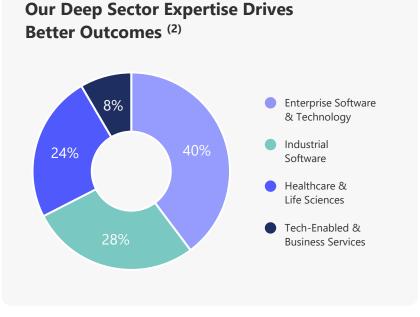
SPONSOR-BACKED CLIENTS

30%+

REPEAT CLIENTS (1)

20

DEDICATED ADVISORS



- Calculated as total clients divided by clients completing more than one transaction with MPG over client relationship, inclusive of investor relationships
- (2) Select deals completed in the last ten years



FOCUS

We partner with global technology clients across North America and Europe



EXPERTISE

We specialize in impacting growth strategies to optimize shareholder value creation



STRATEGY

We marry thoughtful corporate strategy planning with stalwart transactional execution



RESOURCES

Domain experts with active relationships across +1,500 investors

Right People, Right Narrative, Right Time



































VC-Backed







Click here for our full transaction list

Uncompromising Dedication to Thought Leadership

MADISON PARK GROUP

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Construct Technology



EHSQ



Marketing Tech



Supply Chain Execution



Cybersecurity



Life Sciences Software



Member Management Software



Supply Chain Planning



Engineering Technology



Manufacturing Tech



Procurement Technology



Market Coverage

