ANZ IT & Management Consulting Quarterly Report





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Introducing Equiteq

Equited leverages deep Knowledge Economy expertise to advise in relation to corporate finance and strategic matters including equity value growth, mergers & acquisitions and capital raisings

We are an independent, global investment bank specialising in the Knowledge Economy

Our focus and deep experience in the Knowledge Economy sector provides our clients with the key insights into the markets, buyers, and industry trends needed to ensure the right transaction with an optimal outcome is achieved

What we do							
Sell-side Advisory	 Completed over 120 M&A transactions in the Knowledge Economy Design sale and capital raising processes to optimise value and terms Negotiate and structure complex transactions Cross-border capabilities 						
ြော် Strategic Advisory	 Evaluate all options to maximise shareholder value Advised 1,000 clients on equity growth Proprietary database of KPIs, industry benchmarks and best practices, built over 15 years of client engagements 						
Buy-side Advisory	Identify and evaluate acquisition targetsM&A execution and acquisition advice						

What makes us different?							
Global Presence	 Over 70 professionals across 6 offices and 4 continents True global footprint with relationships with buyers and investors across the world Able to leverage existing relationships from global offices to help drive high quality outcomes 						
Sector Focus	 Sector specialists across the Knowledge Economy We are passionate about high growth, IP-driven companies 						
Market Intelligence	 Extensive global coverage – 2,500 buyers covered; over 1,000 buyer calls annually for our mandates and research Global buyside service provides insight into buyer strategies and valuation drivers 						

Global reach and coordination

Our coverage of North America, Europe and Asia Pacific means we can provide our clients with access to a global buyer and investor pool



Proven track record across the Knowledge Economy

We operate solely in the Knowledge Economy, providing in-depth, specialist expertise to a range of services and software businesses

Knowledge Economy sectors

We focus exclusively on companies that leverage intellectual property in the form of software, tech-enabled services, proprietary data/analytics, or methodologies delivered as a professional service.



Technology services & outsourcing



Engineering consulting & services



Software & techenabled services



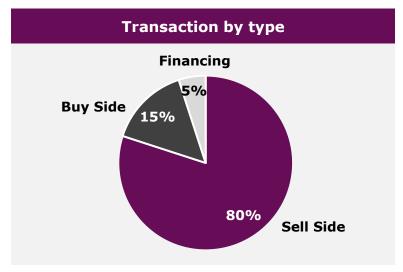
Marketing & information services

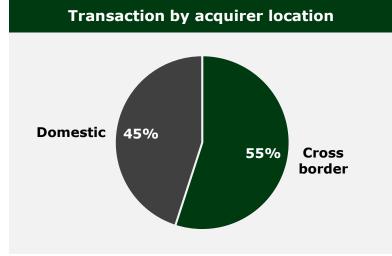


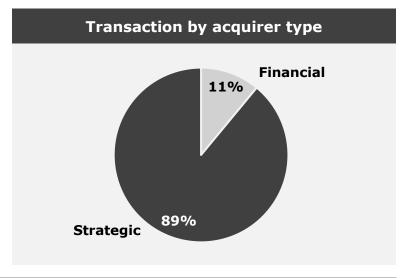
Management consulting



Human capital management







Most active M&A advisor in the Knowledge Economy worldwide

Since 2017 >60% of our transactions have been cross border and >20% with private equity

Selected Completed Transactions



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Highlighted Equiteq transactions

Highlighted IT & Management Consulting sector transactions Equiteq has completed in the last 6 months

Mar-22	CX Consultancy
on its sale to	A leading full-service customer experience technology services provider
	 The acquisition allows Majorel to enhance its partnership network with CX technology leaders and gain access to nearshore delivery hubs
Mar-22	Management Consulting

Mar-22	Management Consulting
Montived Lower	 Leading management consultancy in the financial services sector with dominant position in the capital markets segment
on its sale to	 The acquisition will allow BIP to enrich its offering in the USA

Feb-22	Cyber Security
on its acquisition of CARETOWER 1-7- Security Specialists	 Provider of managed security services, penetration testing, consultancy and managed incident response services The acquisition of Caretower aligns to Integrity360's strategy to further expand in the UK and Europe to become a leader in the European cyber security market
	• • •

Jan-22	Data Consultancy				
## 4MILE	 A leading data consultancy providing solutions leveraging partners such as Looker, Snowflake, and Fivetran 				
on its sale to	 S4 Capital will combine 4 Mile with Media.Monks, bolstering its data and digital media practice 				

Jan-22	Microsoft Partner
JUST ANALYTICS	 An award-winning Microsoft Gold Partner, providing cloud-based data, analytics, and AI services to clients across the APAC
on its sale to rackspace technology.	 The acquisition of Just Analytics ties into Rackspace's growing professional services focus and supplements cloud-based data, analytics and AI capabilities
Jan-22	Salesforce Partner
GROUNDSWELL CLOUD SOLUTIONS	Premier Salesforce Crest partner offering comprehensive advisory and implementation services to deliver
on its sale to	transformative digital experiences

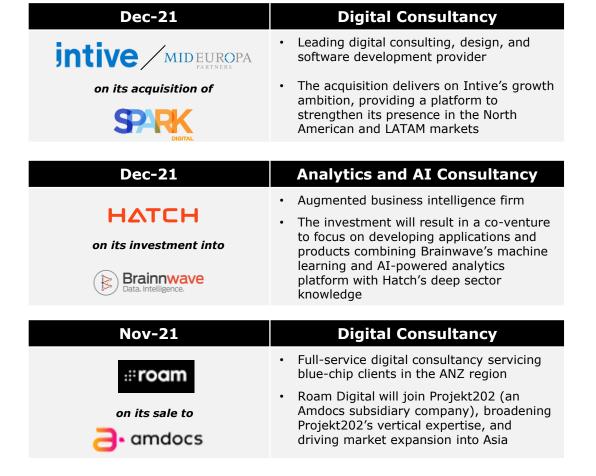
GYAN**S**YS

 The acquisition will deepens GyanSys' portfolio of Salesforce advisory services

Highlighted Equiteq transactions

Highlighted IT & Management Consulting sector transactions Equited has completed in the last 6 months

Dec-21	SAP Partner					
enowa. on its sale to REPLY	 A leading SAP partner in North America Enowa's competency will provide Reply's existing clients access to experienced business process and SAP experts delivering state-of-the-art SAP S/4HANA and cloud-based solutions 					
Dec-21	RPA and AI Consultancy					
BOYDAK AUTOMATION on its sale to Eterna enterprise softwere	 Leader in implementation of process automation solutions with AI and robots The acquisition will allow BE-terna, a leading European service provider, to market complementary capabilities to its customers 					
Dec-21	Supply Chain Consultancy					
PROKURA •• on its sale to	 A leading consulting firm specialising in procurement and supply chain solutions The integration with Kearney will allow Prokura to develop a strong foundation 					



Equiteq

KEARNEY



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Market snapshot

Notable market themes and events

The global markets in Q1 2022 have been impacted by geopolitical tensions and fears of high inflation

The ASX All Ordinaries Index was up 5% over the last 12 months, with a number of other major indices remaining mostly flat

M&A activity has continued to increase in both public and private markets in spite of the macro issues in Q1 2022. Registered record quarter for M&A in Q1 2022

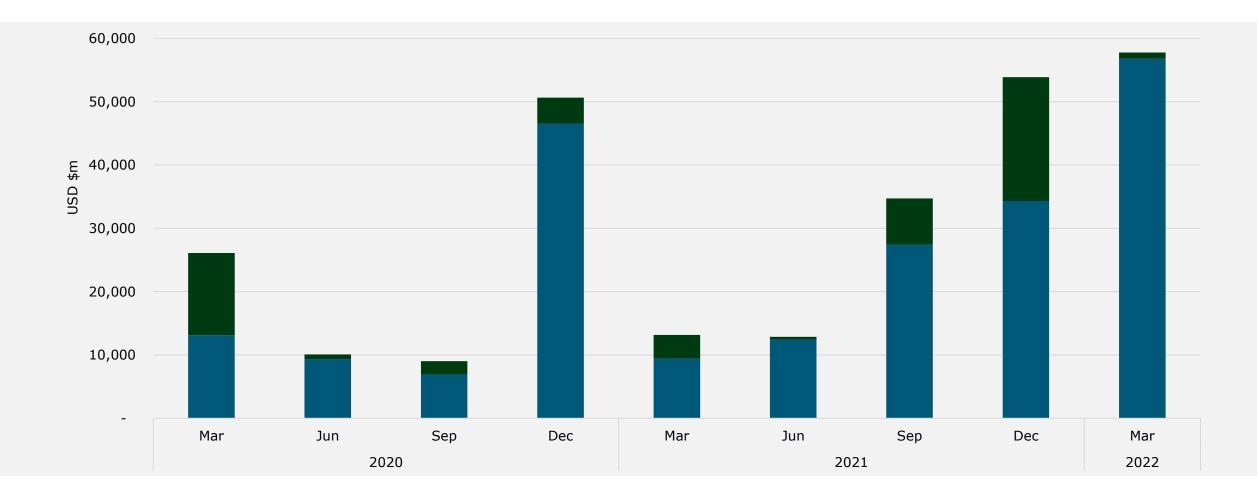
Locally, we continue to see strong activity from both domestic and offshore acquirers driven by scarcity of talent and strategic aspirations of acquirers to grow certain capabilities quickly. Accenture, Capgemini and Deloitte have been very active buyers over the past 12 months in the ANZ market

NCS bursts onto the scene with 4 acquisitions in 15 months, most notably acquiring Dialog IT and ARQ Group in March 2022

The private market valuations continue to remain strong despite the broader correction in the listed space. We are seeing the same trend across our global offices. High revenue growth continues to remain the key factor in achieving premium valuations

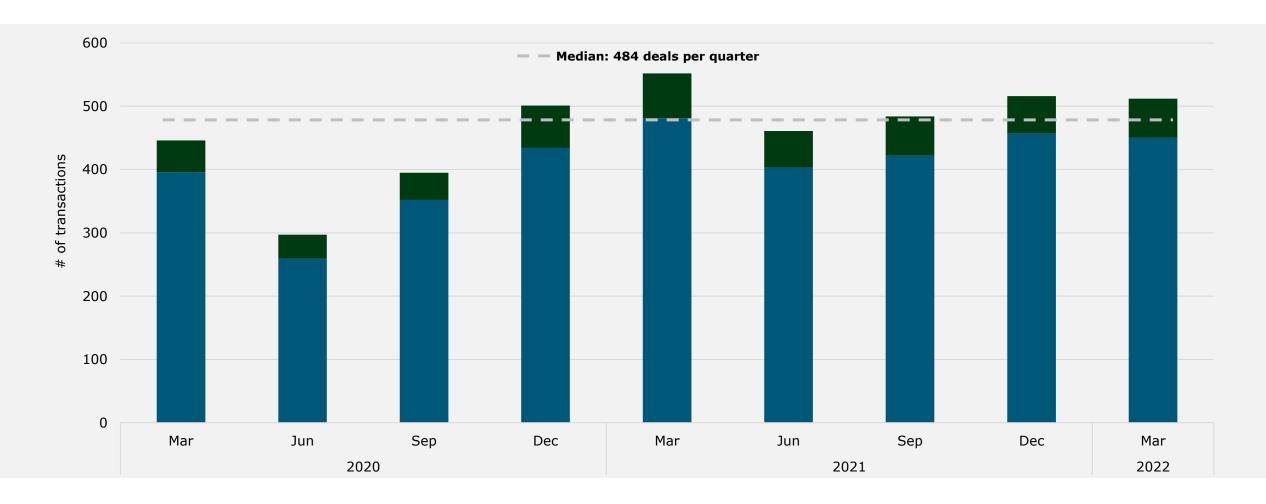
Global IT & Management Consulting M&A deal value

The strong M&A momentum continues with three consecutive robust quarters of deal making



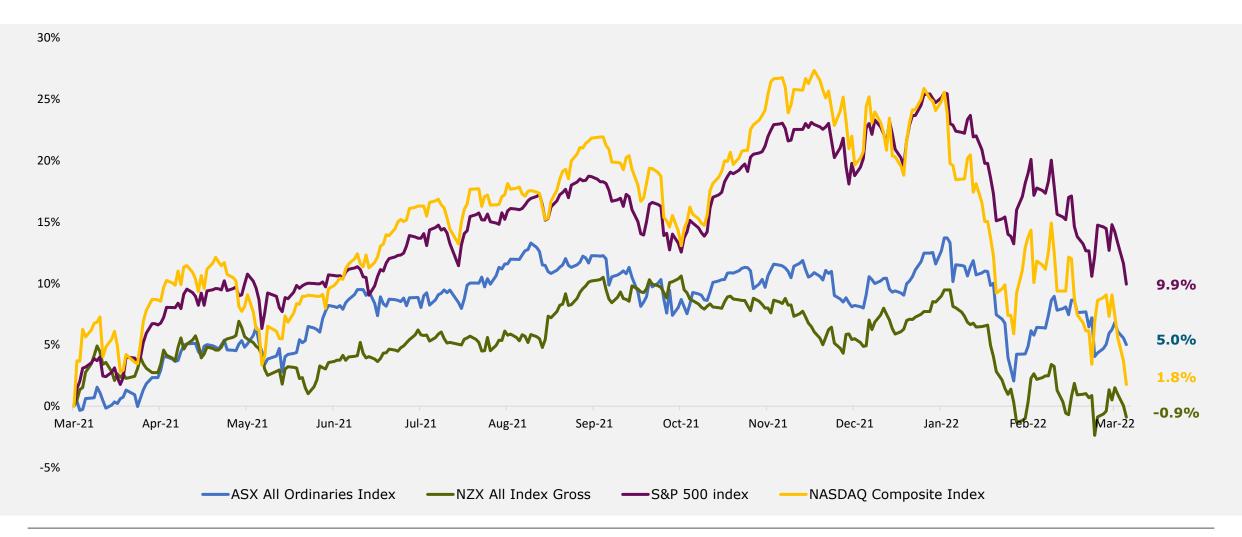
Global IT & Management Consulting M&A deal volume

The global M&A deal volume continues to remain strong despite the uncertain macro environment



Market performance

All indices listed below have experienced a performance decrease since the start of 2022

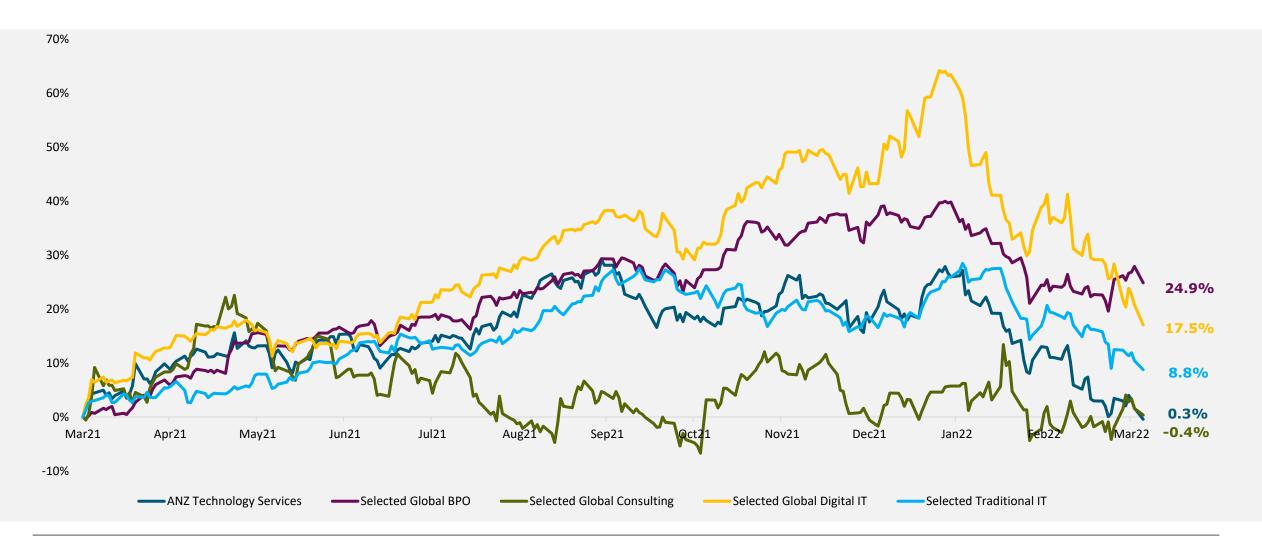


Source: S&P Capital IQ, cut-off date 28th March

Calculation: indexed market capitalization weighted performance

IT & Management Consulting sector performance

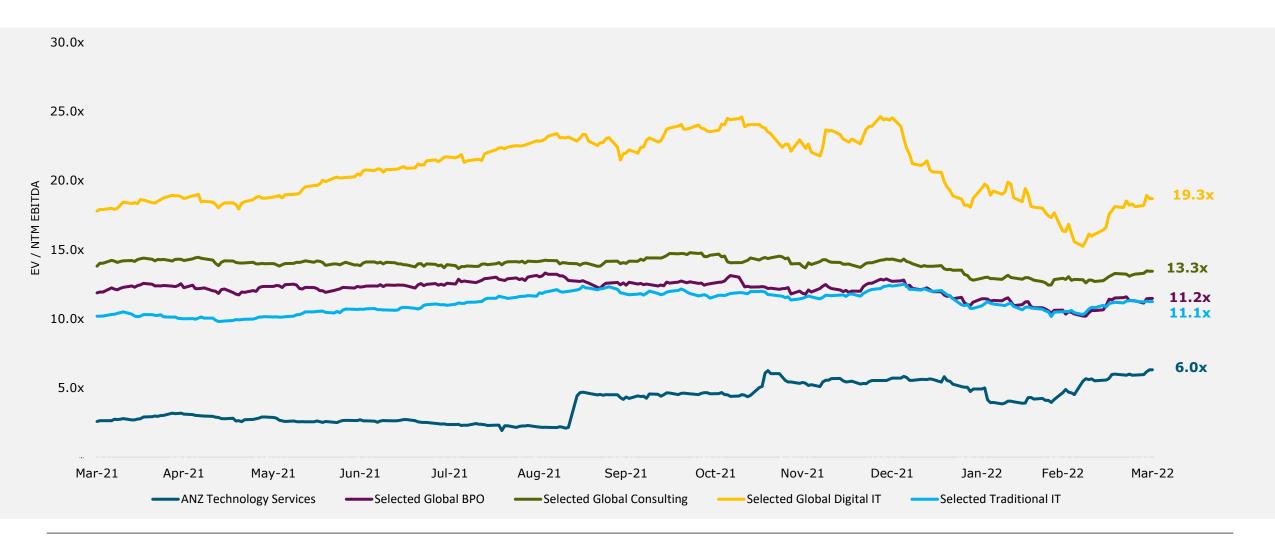
The IT & Management Consulting sector performance has also been hit by recent macro events



Source: S&P Capital IQ, cut-off date 28th March 2022 Calculation: indexed market capitalisation weighted performance

IT & Management Consulting sector multiples

Digital IT consultancies continue to trade at a premium to the other segments in the market



Equiteq

Selected ANZ IT & Management Consulting M&A

The table below lists selected M&A transactions across Australia and NZ for the past 24 months

Date	Target	Acquirer	Cross border	EV (A\$m)	EV/Revenue	EV/EBITDA	Description
Mar-22	ARQ	ncs//	✓	290	2.5x ¹	15.7x	Cloud, digital, data and analytics solutions provider
Mar-22	Dialog	ncs//	✓	351	1.9x	14.8x	A multi-disciplinary IT services provider
Feb-22	GO.	FUĴITSU	×	n.a.	n.a.	n.a.	Microsoft cloud, modern workplace, and security provider
Feb-22	Venntifact. NEW REPUBLIQUE	Deloitte.	×	n.a.	n.a.	n.a.	Digital experience and marketing technology companies
Feb-22	EMPYREAL SOLUTIONS	FUSION5 Business Solutions	×	n.a.	n.a.	n.a.	IT consulting services offering deployment and troubleshooting related services
Jan-22	SATALYST.	Canon	×	n.a.	n.a.	n.a.	Operates as a Microsoft cloud, security, and data partner
Jan-22	리 logic 기 plus	efex	×	n.a.	n.a.	n.a.	Managed IT services provider
Jan-22		NTUIT technologies	✓	n.a.	n.a.	n.a.	Provides digital transformation services
Jan-22		BRENNAN IT	×	n.a.	n.a.	n.a.	Develops business applications, mobile applications across range of platforms
Dec-21	PEARSON COMPOSITION A **BODGETT** A **BODGETT**	1 TESSERENT	×	30	n.a.	n.a.	Offers IT consulting services, cyber security, and penetration testing services
Dec-21	© laric ent	TESSERENT	×	n.a.	n.a.	n.a.	Provides IT services specialising in governance risk and compliance
Dec-21	♦ unico	CGI	✓	n.a.	n.a.	n.a.	Offers IT solutions and consulting services.
Nov-21	Geek -Creative	Broadweb	×	n.a.	n.a.	n.a.	Provides web design and development services.
Oct-21	TasmaNet	FIELDS OUTIONS HERE TELECOMMUNICATIONS + SOFTWARE + CLOUD	×	15	n.a.	n.a.	Provides integrated business ICT solutions to corporates and government

Notes: 1 Based on FY22 forecast revenue

Selected ANZ IT & Management Consulting M&A

The table below lists selected M&A transactions across Australia and NZ for the past 24 months

Date	Target	Acquirer	Cross border	EV (A\$m)	EV/Revenue	EV/EBITDA	Description
Oct-21	magia	Deloitte.	×	n.a.	n.a.	n.a.	Perth based oracle cloud consultancy
Oct-21	bluefield more from assets	Deloitte.	×	n.a.	n.a.	n.a.	Specialised asset management advisory firm to the mining sector and other heavy industries
Oct-21	○ MindMatter	pwc	×	n.a.	n.a.	n.a.	Strategy consulting and software company
Sep-21	#roam	amdocs	✓	n.a.	n.a.	n.a.	Leading full-service digital consultancy firm
Aug-21	PDSGROUP	Deloitte.	×	n.a.	n.a.	n.a.	Development and Project Management company
Aug-21	certus APAC	KPMG-	×	n.a.	n.a.	n.a.	Oracle implementation specialist with technical build, implementation, training and support
Jul-21	CSTechnology [:]	accenture	×	n.a.	n.a.	n.a.	Cloud infrastructure services provider
Jul-21	PaxtonPartners	Deloitte.	×	n.a.	n.a.	n.a.	Healthcare sector consultancy servicing government, hospitals and community health organisations
Jul-21	••• SecureWorx	EY	×	n.a.	n.a.	n.a.	Multi-cloud services, managed security operations and security advisory services provider
Jul-21	Fusion Labs	Deloitte.	×	n.a.	n.a.	n.a.	Innovation, strategy and venture building consultancy
Jul-21	Empired	Capgemini	✓	233	1.3x ¹	10.6x ¹	Consultant in cloud services, business solutions and transformation sector
Jul-21	acclimation	Capgemini	✓	n.a.	n.a.	n.a.	Specialises in SAP and cloud based consulting services
Jul-21	Consulting Group Our business is improving yours	PRO XIM ITY	x	n.a.	n.a.	n.a.	Financial and management consulting with a focus on government sector procurement
May-21	Industrie&Co	accenture	×	50 ²	n.a.	n.a.	Digital consultancy with strong financial services experience

Strictly Confidential

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Selected ANZ IT & Management Consulting M&A

The table below lists selected M&A transactions across Australia and NZ for the past 24 months

Strictly Confidential

Date	Target	Acquirer	Cross border	EV (A\$m)	EV/Revenue	EV/EBITDA	Description
Apr-21	S°da Strategic	Deloitte.	×	n.a.	n.a.	n.a.	Digital marketing and digital experience capabilities provider
Mar-21	diaxion!!!!! IT Strategy & Optimisation	ARQ	×	n.a.	n.a.	n.a.	Leading technology consultancy
Mar-21	© SECURELOGIC	TESSERENT	×	22	2.5x	n.a.	Provides managed IT support to business
Mar-21	ampion	wipro	✓	154	n.a.	n.a.	Provides cyber security, DevOps and engineering services
Mar-21	Plan)it	NRI	✓	300	n.a.	n.a.	Application testing and quality engineering
Jan-21	Carter.	Infosys °	×	n.a.	n.a.	n.a.	Digital design agency
Jan-21	servian_	Cognizant	✓	309	n.a.	n.a.	Leading data consultancy
Dec-20	Intalock	Spirit	×	23	1.0x	9.8x	Leading providers of cyber security solutions
Nov-20	rxp:group	Capgemini	✓	113	0.8x	7.2x	Technology consulting company
Oct-20	ARQ	QUADRANT PRIVATE EQUITY	×	35	n.a.	n.a.	Provides and implements digital solutions
Oct-20	tenzing	Tech Mahindra	✓	42	1.1x	n.a.	Technology consulting firm
Oct-20	momenton	Tech Mahindra	✓	14	1.3x	n.a.	Digital enterprise technology firm
Oct-20	DATA STRATEGY ENTERPRISE ENGAGEMENT	Overthe Wire	×	39	2.1x	7.3x	Cloud services, colocation and data security provider
Oct-20	ZAG Part of Accenture	accenture	×	45	n.a.	n.a.	SAP and cloud solutions technology firm

Equiteq advised transactions Equiteq

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Selected ANZ IT & Management Consulting M&A

The table below lists selected M&A transactions across Australia and NZ for the past 24 months

Date	Target	Acquirer	Cross border	EV (A\$m)	EV/Revenue	EV/EBITDA	Description
Oct-20	©S∃ISM∧	lp	×	n.a.	n.a.	n.a.	Provider of digital transformation services
Sep-20	iQ ₃	1 TESSERENT	×	16	n.a.	n.a.	Cloud services provider
Sep-20	DWS GROUP	HCL	✓	203	1.1x	9.5x	IT outsourcing and services firm
Sep-20	citadel group	PEP PACIFIC EQUITY PARTNERS	×	503	4.2x	17.4x	Global software and services firm
Sep-20	Webcentral GROUP	59. networks	×	79	1.3x	n.a.	Digital services provider
Sep-20	©LUDO	VISEO	×	n.a.	n.a.	n.a.	CRM strategy and salesforce solutions provider
Aug-20	airloom	₹ TESSERENT	×	15	0.6x	5.6x	Network and cloud security services provider
Jul-20	SEERSECURITY	🕥 TESSERENT	×	15	2.7x	n.a.	Technical security consultancy
Jun-20	VOICE PRINT DATA	O Spirit	×	28	1.9x	n.a.	Cloud computing solutions provider
May-20	PORT JACKSON PARTNERS	EY	×	n.a.	n.a.	n.a.	Leading strategy-focused consultancy
				Median	1.3x	7.3x	
				Mean	1.6x	8.9x	

Equiteq advised transactions Strictly Confidential



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Trading comparables

The table below lists selected global digital IT and traditional IT players

Company	Enterprise Value '000	Market Capitalisation '000	EV / Revenue LTM	EV / Revenue NTM	EV / EBITDA LTM	EV / EBITDA NTM 3 Yr.	Revenue CAGR ^{3 Yr. A}	lverage Gross Margin	3 Yr. Average EBITDA Margin
Selected Digital IT									
Accenture	275,683	277,882	3.8x	3.3x	20.4x	17.5x	10.3%	32%	17%
Cognizant	62,824	64,304	2.5x	2.3x	12.8x	12.4x	4.7%	37%	18%
Capgemini	56,194	46,987	2.2x	2.0x	18.6x	12.4x	11.2%	24%	13%
EPAM Systems	16,130	17,797	4.1x	3.2x	21.9x	18.2x	26.8%	34%	17%
DXC Technology	15,485	10,578	0.7x	0.7x	4.6x	4.3x	(7.5%)	22%	11%
Genpact	12,387	10,865	2.3x	2.1x	12.2x	11.5x	10.3%	36%	18%
Endava	8,745	8,853	9.8x	7.8x	49.4x	31.2x	28.7%	34%	17%
Persistent Systems	5,781	6,006	5.6x	4.6x	28.0x	20.7x	15.2%	26%	16%
Perficient	5,353	4,885	6.8x	5.1x	40.1x	30.4x	16.4%	38%	18%
Indra Sistemas	2,979	2,581	0.6x	0.6x	5.9x	5.4x	2.7%	18%	4%
NCC Group	1,233	1,040	2.4x	2.1x	14.6x	10.4x	5.6%	41%	15%
Aubay Société Anonyme	1,009	1,050	1.6x	1.4x	13.2x	11.6x	5.5%	12%	10%
Neurones	1,042	1,283	1.3x	1.2x	10.6x	8.7x	5.8%	54%	12%
SQLI	281	213	0.8x	0.8x	12.4x	7.7x	(1.0%)	37%	5%
345	201	213	0.0%	0.07	12.17	7.77	(1.0 %)	37 70	370
	Median		2.4x	2.1x	14.6x	12.4x	10%	34%	13%
	Average		3.4x	2.9x	21.7x	19.3x	10%	39%	16%
Selected Traditional IT									
Tata Consultancy Services	232,723	241,764	6.9x	6.1x	25.6x	22.4x	9%	43%	28%
IBM	223,819	157,100	2.8x	2.6x	11.8x	9.6x	(1%)	49%	21%
Infosys	137,606	140,230	6.5x	5.7x	23.3x	21.6x	`8%	34%	27%
Hitachi	96,870	59,506	0.8x	0.9x	8.3x	6.8x	(1%)	25%	9%
Wipro	57,061	58,417	4.1x	3.6x	17.2x	16.4x	`5%	32%	23%
HCL Technologies	56,231	57,961	3.7x	3.3x	15.2x	14.5x	10%	40%	25%
Fujitsu	41,353	38,294	1.0x	0.9x	9.1x	8.1x	(5%)	30%	11%
NTT DATA	41,214	36,124	1.4x	1.3x	8.7x	8.1x	12%	26%	16%
CGI	29,551	26,649	2.2x	2.2x	11.8x	10.6x	4%	32%	18%
Tech Mahindra	21,750	23,265	2.8x	2.4x	13.6x	13.3x	11%	36%	18%
Atos	8,121	4,335	0.5x	0.5x	5.1x	5.4x	0%	7%	10%
Sopra Steria Group	5,852	4,724	0.8x	0.8x	7.8x	6.4x	5%	14%	9%
Zensar Technologies	1,366	1,488	1.9x	1.6x	11.9x	9.6x	6%	26%	17%
	585	656	1.9x	1.5x	14.8x	12.0x	7%	49%	11%
Sword Group				1.57	1 T.UX	12.07	, ,,	10 /0	11 /0
Sword Group									
Sword Group	Median		2.4x	2.1x	12.5x	10.9x	7%	30%	16%

Note: Currency in AUD; Only companies with Enterprise Value >A\$50m included; As of 28 March 2022

Source: CapIQ

Trading comparables

The table below lists selected ANZ IT services, global BPO and consulting players

Company	Enterprise Value '000	Market Capitalisation '000	EV / Revenue LTM	EV / Revenue NTM	EV / EBITDA LTM	EV / EBITDA NTM 3 Yr. F	Revenue CAGR ³ Yr.	Average Gross Margin	3 Yr. Average EBITDA Margin
Selected Consulting									
Marsh & McLennan	124,722	108,562	4.5x	4.2x	17.9x	16.4x	5%	43%	28%
Booz Allen Hamilton	19,228	15,740	1.7x	1.5x	14.8x	14.3x	5%	24%	11%
FTI Consulting	7,198	7,102	1.9x	1.8x	15.3x	13.8x	4%	31%	14%
ICF International	3,254	2,359	1.5x	1.4x	14.5x	13.8x	6%	36%	10%
Huron Consulting Group	1,654	1,267	1.3x	1.2x	12.0x	10.3x	4%	29%	9%
Wavestone	1,320	1,307	1.9x	1.8x	9.8x	10.6x	30%	23%	17%
CRA International	1,012	911	1.3x	1.2x	7.9x	11.2x	11%	28%	11%
	Median	19,607	2.0x	1.9x	11.9x	12.9x	9%	31%	14%
	Average	2,359	1.7x	1.5x	14.5x	13.3x	5%	29%	11%
Selected BPO									
Genpact	12,387	10,865	2.2x	2.0x	10.7x	9.1x	7%	36%	18%
TTEC Holdings	6,275	5,135	2.0x	1.7x	10.8x	9.5x	5%	28%	16%
ExlService Holdings	6,120	6,074	3.9x	3.4x	15.8x	14.9x	12%	38%	18%
Capita	2,350	635	0.4x	0.4x	10.7x	9.1x	(7%)	21%	7%
	Median		2.1x	1.9x	13.7x	11.0x	4%	31%	15%
	Average		2.1x	1.9x	12.5x	11.2x	6%	32%	17%
ANZ Technology Services									
Data#3	834	872	0.4x	0.4x	17.6x	16.2x	11%	3%	2%
Tesserent	208	189	2.5x	1.7x	25.3x	10.9x	12%	73%	4%
Webcentral	129	92	1.3x	NM	61.2x	NM	0%	22%	7%
COSOL	100	94	2.4x	NM	13.6x	NM	0%	26%	17%
Attura	97	124	0.8x	NM	12.5x	7.9x	11%	29%	14%
	Median	317	1.9x	1.6x	26.8x	12.9x	24%	30%	9%
	Average	189	1.9x	2.2x	16.0x	6.0x	12%	25%	7%

Note: Currency in AUD; Only companies with Enterprise Value >A\$50m included; As of 28 March 2022

Source: CapIQ



Growing equity, realizing value

New York - Boston - London - Paris - Singapore - Sydney

www.equiteq.com