



Global Tech M&A Monthly Sellers Panel

CORUM

Moderator



Ward Carter
Chairman
Corum Group Ltd.

Corum's former President and now Chairman, Ward Carter's technology background includes a variety of management positions with the Burroughs Corporation (later Unisys). Then, as vice president of a Wall Street investment firm and as principal in a regional venture firm, he raised capital for ventures in computer hardware, software, and biotechnology. As an executive for a Seattle-based archival storage software company, he attracted venture capital and assisted with the eventual acquisition of the company by a larger competitor. As president of InfoMatrix, and later Discovery Sales + Marketing, Ward provided strategic consulting support to emerging software companies.

He joined Corum in 1997, has successfully managed numerous software company mergers and acquisitions worldwide, was appointed President in 2006 and Chairman in 2010. He graduated with Honors from Seattle University with a B.A. in Business.

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Agenda

- Welcome
- Event Report – Casual Connect
- Field Report
- Research Report
- Sellers Panel
 - Gavin Weigh - RapidBlue
 - Martin Bittner - SolveDirect
 - Heber Allred – PlanSwift
- Q&A

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Event Report – Casual Games



Jim Perkins
Regional Director,
Digital Media Specialist
Corum Group, Ltd.

Entertainment software entrepreneur Jim Perkins is directly responsible for publishing some of the industry's biggest franchises, including Unreal, Duke Nukem, Wolfenstein, Doom, Hunting Unlimited, and Driver.

His success and extensive experience in software production, marketing and public relations, packaging, online and retail distribution and software M&A, uniquely qualify him as an expert in building value and realizing wealth. Jim joined Corum Group, the world's leading software M&A firm, with a specific focus on educating and helping prospective sellers maximize the value of their digital media companies.



Strong buyer panel: Amazon, Big Fish Games, and Kabam.

casual connect

The disasters and deal killers that can happen when selling your game company



5:42 PM EST - Game company acquisitions are at an all-time high, but game of pitfalls can derail your deal.

Asia and tech titans keep game acquisitions alive in 2013



Asian game companies and big technology companies have kept acquisitions of game companies going strong in the first half of 2013, according to an analysis by strategy and acquisitions research firm Corum Group.

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Field Report – Healthcare Transactions



Rob Schram
Senior Vice President
Corum Group Ltd.

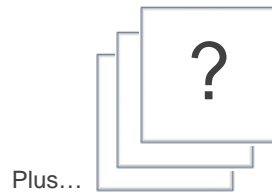
Rob has over 30 years of executive and entrepreneurial experience in multiple technologies: Integrated circuit testing, industrial process automation and control, communications software, security software, and energy software and services.



Backed by Francisco Partners



Backed by Thoma Bravo



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Corum Research Report



Elon Gasper
Vice President,
Director of Research

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Senior Analyst

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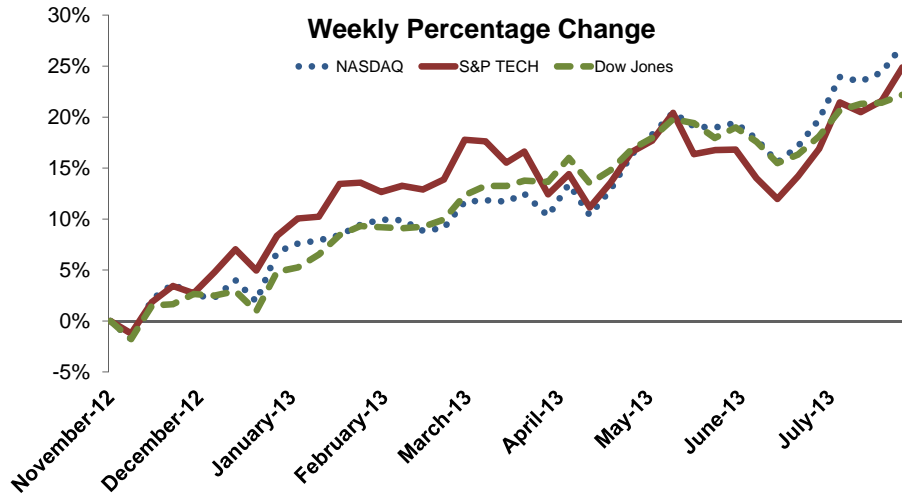


Amber Stoner
Senior Analyst

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Public Markets



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Corum Index

	Jul. 2012	Jul. 2013
# of Transactions	341	247
# of Mega Deals	5	7
Largest Deal	\$2.6B	\$5.0B
Private Equity Deals	20	21
# VC backed Exits	74	50
% Cross Border Transactions	33%	32%
% of Startup Acquisitions*	14%	16%
Average Life of Target	14	13

* 0 to 3 years

Buyer	Seller	Price
Telefonica	E-Plus Service	\$5.0B
Schneider Electric	Invensys	\$4.9B
Cisco	Sourcefire	\$2.7B
Nokia	Nokia Siemens	\$2.2B
Tsinghua Holdings	Spreadtrum Comm.	\$1.8B
AT&T	Leap Wireless	\$1.2B
Thoma Bravo	Intuit, Inc. (IFS division)	\$1.0B

Total = \$18.8B



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Vertical Application Software Market

Public Valuation Multiples

Since Q2

July 2013

Corum Analysis

EV
Sales



2.6x

Extensive SaaS offerings keep the valuations growing.

EV
EBITDA



12.4x

Hitting 12-month highs. Strategic buyers believe in synergy effects.

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Vertical Application Software Market

Deal Spotlight

invenys

Sold to

Schneider
Electric

Sector: Systems
Target: Invenys Plc
Acquirer: Schneider Electric SA
Transaction Value: \$4.9 billion

- Provides automation, control metering and safety systems for businesses in the factory, industrial, oil & gas and mining sectors.
- Schneider's largest acquisition since 2006.
- Will bolster its products in monitoring, metering and control software.

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Vertical Application Software Market

Deal Spotlights

EV

ACUMEN



Deltek.

Target: Acumen
Acquirer: Deltek, Inc.

- Provides enterprise project diagnostics, management and risk analysis SaaS for companies in the energy, construction, engineering and aerospace and defense sectors in North America.

EV

enigma®



PTC®

Target: Enigma Information Retrieval Systems, Inc.
Acquirer: PTC

- Marks back-to-back acquisitions by PTC to bolster its service lifecycle management portfolio.
- Reported at \$10 million.

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Horizontal Application Software Market

Public Valuation Multiples

Since Q2

July 2013

Corum Analysis

EV
Sales



3.0x

Still the top valuations in the Corum Index due to prevalence of SaaS premium and high-value markets such as SCM

EV
EBITDA



15.0x

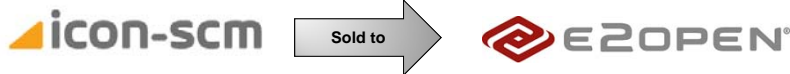
Hitting 6-month highs as Private Equity deals intensified with higher payment for more mature companies.

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Horizontal Application Software Market

Spotlight on SCM (Supply Chain Management) Sector



Sector: SCM
Target: icon-scm
Acquirer: E2open
Transaction Value: \$34 million

- The deal adds supply chain planning software to E2open's SCM platform.
- Expands market opportunity and solution portfolio, accelerates product roadmap, and extends its position in the collaborative planning and execution space.
- First acquisition in 8 years.

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Horizontal Application Software Market

Spotlight on SCM (Supply Chain Management) Sector



Target: TagArray
Acquirer: Maxim Integrated Products, Inc.

- A Silicon Valley company with a focus on Real Time Location Services (RTLS), Navigation and Identification.



Target: Xterprise Inc.
Acquirer: SML Group Ltd.

- Provides RFID-enabled asset tracking and inventory management application software and SaaS, systems and related implementation services to businesses globally.

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Horizontal Application Software Market

Spotlight on BI (Business Intelligence) Sector



Sector: BI
Target: Satellite (Search Discovery, Inc.)
Acquirer: Adobe Systems Inc.
Transaction Value: Undisclosed

- Provides website tag management SaaS for Web publishers and marketing professionals, who use the software to monitor and analyze user behavior on and interaction with websites.
- Adds the Atlanta-Based Search Discovery's tag management software business to its suite of marketing products.

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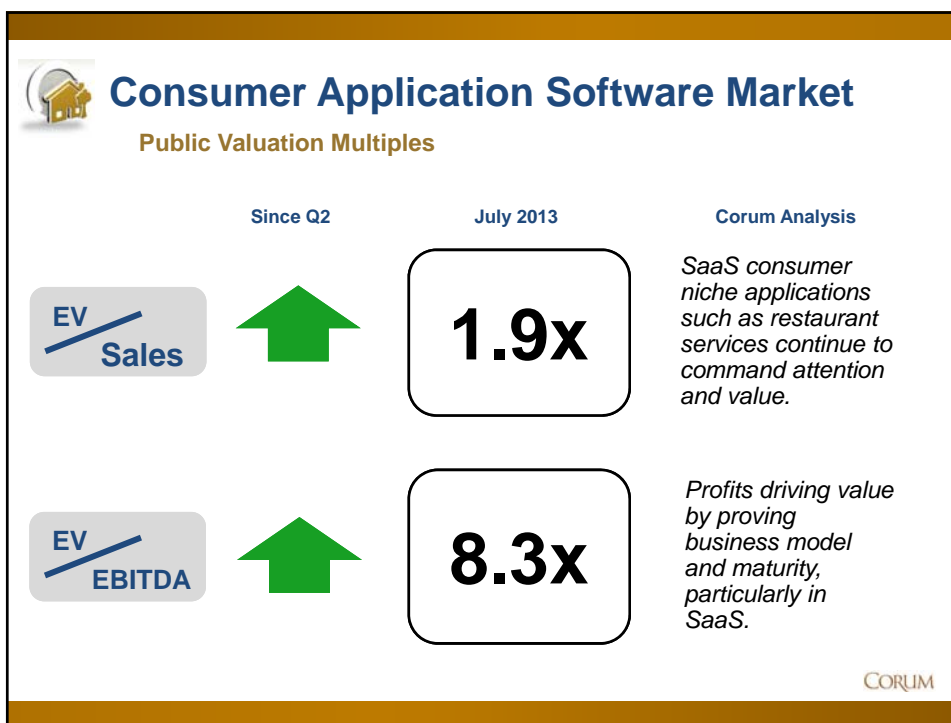


Horizontal Application Software Market

YAHOO! Deals + 3 in August!

Date	Target	Description
July 31	Lexity	Provides e-commerce SaaS applications for small and medium-sized businesses. Reported between \$35 and \$40 million.
July 18	智拓	Ztelic provides social data mining and natural language processing SaaS for enterprises and Web publishers globally.
July 17	admovate	Providing mobile ad creation SaaS to enable advertisers to create and distribute targeted local advertising to consumers.
July 3	xobni®	Provides Outlook-based email search, organization and navigation software. Applications aggregate and synchronize email, trends and contacts.
July 2	Qwiki	Provides a smart phone application that enables iOS device users to create video montages and movies from pictures, video & sound clips. Est. \$50M.
July 1		Designs and develops sports-related mobile apps, including integrating different fantasy sports leagues into a single device, for use by consumers on Android and iOS mobile devices.

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Consumer Application Software Market
YAHOO! Deals + 3 in August!

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July 1	<small>SPORTS</small>	Designs and develops sports-related mobile apps, including integrating different fantasy sports leagues into a single device, for use by consumers on Android and iOS mobile devices.

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Consumer Application Software Market

Deal Spotlight

urbanspoon
rezbook



OpenTable™

Sector: Digital Content
Target: Rezbook
Acquirer: OpenTable Inc.
Transaction Value: Undisclosed

- Urbanspoon's online reservation management SaaS assets.
- Enables restaurants to publish their reservation availability on Urbanspoon's website and mobile apps and also allows businesses to add customizable reservation widgets to their websites.

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Consumer Application Software Market

Deal Spotlight

seatme



yelp

Sector: Digital Content
Target: SeatMe, Inc.
Acquirer: Yelp, Inc.
Transaction Value: \$12.7 million

- Provides a technology solution that makes managing reservations easy and affordable to a broad array of restaurants and nightlife establishments.
- The solution was developed with a consumer-centric approach, including features like texting guests that their table is ready and providing accurate wait times.

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Infrastructure Software Market

Public Valuation Multiples

Since Q2

July 2013

Corum Analysis

EV
Sales



2.4x

Market share valued as sectors such as security continue to undergo successive waves of change.

EV
EBITDA



11.7x

Working business models valued highly amid the roiling market segments.

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Infrastructure Software Market

Deal Spotlight

SOURCEfire

Sold to

CISCO

Sector: Security
Target: Sourcefire, Inc.
Acquirer: Cisco Systems, Inc.
Transaction Value: \$2.7 billion

- The third largest deal in the security market and values Sourcefire at 10 times forecasted 2013 sales.
- Will help bolster Cisco's network security offering, and its credentials in the wider antimalware space.

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Internet Market

Public Valuation Multiples

Since Q2

July 2013

Corum Analysis

EV / Sales



2.0x

Online education, advertising, others keep valuations stable.

EV / EBITDA



13.7x

Extended horizon for cloud boom again holds value of potential long-term growth over short term profits.

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Internet Market

Deal Spotlight

 Grokit



THE WASHINGTON POST COMPANY

KAPLAN

TEST PREP

Sector: Education
Target: Grokit, Inc.
Acquirer: Kaplan Test Prep (Kaplan, Inc.)
Transaction Value: Undisclosed

- Founded to improve academic achievement and extend learning outside of the classroom by advancing online social learning as the dominant instructional design.
- Adds social learning and "gamification" technology.
- Will help add to the transformation from a paper-based to a digital business.

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Internet Market

Deal Spotlight

lexia



RosettaStone
Language Learning Success

Sector: Education
Target: Lexia Learning Systems, Inc.
Acquirer: Rosetta Stone Ltd.
Transaction Value: \$22.5 million

- Lexia's English reading products are used in over 14,000 schools and by more than one million students online.
- Sharpens its focus on kids by adding reading technology to its product portfolio.
- Their second acquisition in 2013.

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IT Services Market

Public Valuation Multiples

Since Q2

July 2013

Corum Analysis

EV
Sales



0.6x

Value of market share remains steady as its defensibility appears pegged.

EV
EBITDA



9.6x

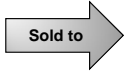
International buyers particularly are showing willingness to pay for profit.

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IT Services Market

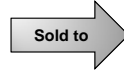
Public Valuation Multiples



ERICSSON



ERICSSON



accenture

CORUM

Corum Research Report



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Sellers Panel



Gavin Weigh
RapidBlue



Martin Bittner
SolveDirect



Heber Allred
PlanSwift

CORUM

Special Guest



Gavin Weigh
CEO & Co-Founder
RapidBlue



Mr. Weigh's expertise on consumer movement and behavior helped drive the development of RapidBlue's shopper analytics solution.

Prior to founding RapidBlue he was a Capability Officer at BAE Systems. Bsc, BBA, Economics, International Business, Northumbria University.

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Special Guest



Martin Bittner
CEO & Managing Director
SolveDirect



Martin Bittner is one of the co-founders of SolveDirect and is responsible for strategic cooperation with customers and partners, and the expansion of the company. He has 20 years of high tech and software experience. Before he founded SolveDirect together with Marcus Oppitz in the summer 2000, he was Sales Manager of IBM Global Services.

Previously Martin held other management positions within IBM, including user support, personnel management and service marketing.

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Special Guest



Heber Allred
Owner
PlanSwift



Heber Allred has 16 years experience in software development beginning at the age of 16 as a self-taught programmer. Until early 2007, he created software for other companies primarily in manufacturing and construction industries to automate and streamline their business processes.

In January 2007, he founded PlanSwift, a construction estimating software for creating takeoffs and estimates by point and click using digital blueprints. Within 5 years, the company had 17,000+ users and a strong international presence."

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Fishing with Corum at Langara



Heber Allred, founder of PlanSwift,
July 2013

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Q&A

- We welcome your questions!
 - Use Q&A window on right side
 - Submit to queue at any time
 - Ask “all panelists” – see “ask” option above text-entry box

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Upcoming Conference Schedule

Selling Up Selling Out (SUSO) - Ready to go to market? During this half-day workshop, learn to prepare, position, research, value, negotiate, and execute due diligence for maximum price and structure. This is the most attended Tech M&A event ever – participants have done over \$1 trillion in transaction value.

Merge Briefing (MB) - The Merge Briefing is a 90-minute executive briefing providing a current M&A market update (trends, valuations, etc.), as well as a brief overview of the Tech M&A process: "8 Steps To An Optimal Outcome."

- | | |
|--------------------------------|-------------------------------------|
| Aug. 27: Stamford – MB | Sep. 24: Toronto – SUSO |
| Aug. 29: Boston – MB | Sep. 25: Cincinnati – MB |
| Sep. 12: Atlanta – SUSO | Sep. 26: Columbus – MB |
| Sep. 17: Prague – MB | Oct. 8: London – SUSO |
| Sep. 18: Brno – MB | Oct. 9: Orange County – SUSO |
| Sep. 19: Warsaw – MB | Oct. 10: Los Angeles – MB |
| Sep. 20: Phoenix – SUSO | Oct. 11: San Diego – MB |
| Sep. 24: Cleveland – MB | Oct. 15: Stockholm – MB |

www.CorumGroup.com/Events.aspx

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After the Deal – Celebration



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www.corumgroup.com

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