## Houlihan Lokey

# **Pre-Professional Learning**

**Market Overview and Landscape** 

Q3 2023

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#### Houlihan Lokey Is the No. 1 M&A Advisor for Global Transactions Under \$1 Billion

Houlihan Lokey

HLI LISTED

NYSE

\$6.5B Market Cap

#### THE LEADING M&A ADVISOR, DRIVEN BY INDUSTRY EXPERTISE

- No. 1 M&A advisor for all U.S. transactions.
- Closed 1,600+ M&A deals in the past five years.

	2022 M&A Advisory Rankings All Global Business Services Transactions			2022 M&A Advisory Rankings Global Transactions Under \$1 Billion		
	Advisor	Deals			Advisor	Deals
1	Houlihan Lokey	69		1	Houlihan Lokey	381
2	Rothschild & Co	50		2	Rothschild & Co	369
3	Lincoln International	37		3	JP Morgan	217
4	Goldman Sachs & Co	34		4	Lazard	206
5	GCG	26		5	Goldman Sachs & Co	203
Sour	Source: Refinitiv. Excludes accounting firms and brokers.			Sour	ce: Refinitiv. Excludes accounting firms and brokers.	

#### FULLY INTEGRATED DEBT CAPITAL MARKETS COVERAGE TEAM

- Global team of ~90 professionals across 11 offices in five countries.
- Senior-level contact with all major credit investors.
- \$25B capital raised in the past two years.

Largest dedicated alternative investor coverage team in the industry with unique intelligence to optimize Houlihan Lokey sellside processes.

#### GLOBAL SELLSIDE M&A EXECUTION BOLSTERED BY LOCAL PRESENCE

- 36 offices in the Americas, Europe, the Middle East, and Asia-Pacific.
- 370+ cross-border deals since 2011.
- Outstanding track record with international investors, both on sellside and buyside transactions.

Dedicated coverage of 1,000+ funds provides proprietary data and knowledge of buyer behavior.  25 senior officers dedicated to the sponsor community in the Americas and Europe.

**COVERAGE TEAM** 

Houlihan Lokey Locations

FULLY INTEGRATED FINANCIAL SPONSORS

 Worked on more than 2,000 engagements for financial sponsors in 2022.

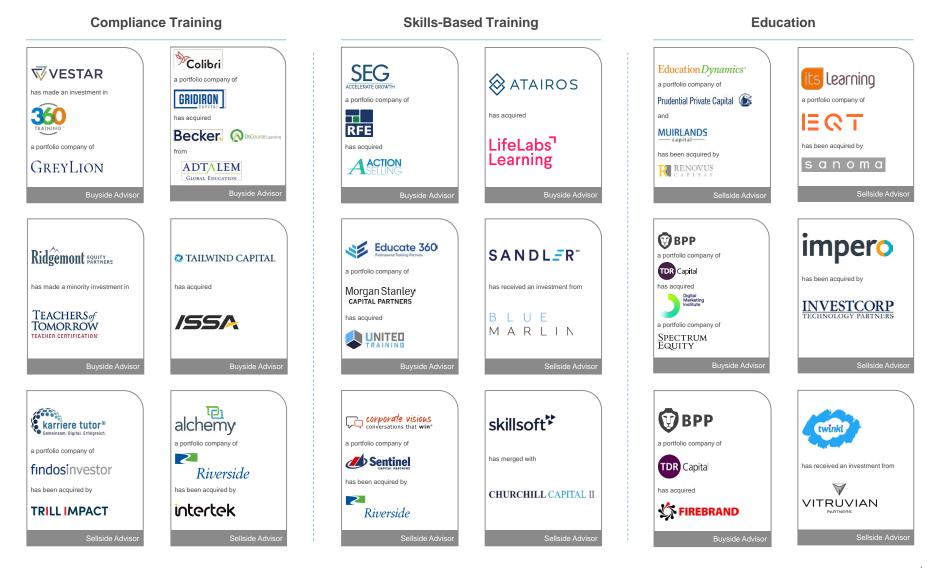
In the past five years, 700+ private equity firms have chosen Houlihan Lokey to advise on M&A or capital raising for their portfolio companies.

Our integrated project teams work hand in hand from day one and are fully aligned to deliver outstanding results for our clients.

Source: Refinitiv \* As of June 2023..

#### Training & Education Practice Global Leadership

Houlihan Lokey's global team continues to demonstrate leadership across all components of the learning segment.



Tombstones included herein represent transactions closed from 2017 forward.

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## **Defining the Pre-Professional Learning Ecosystem**

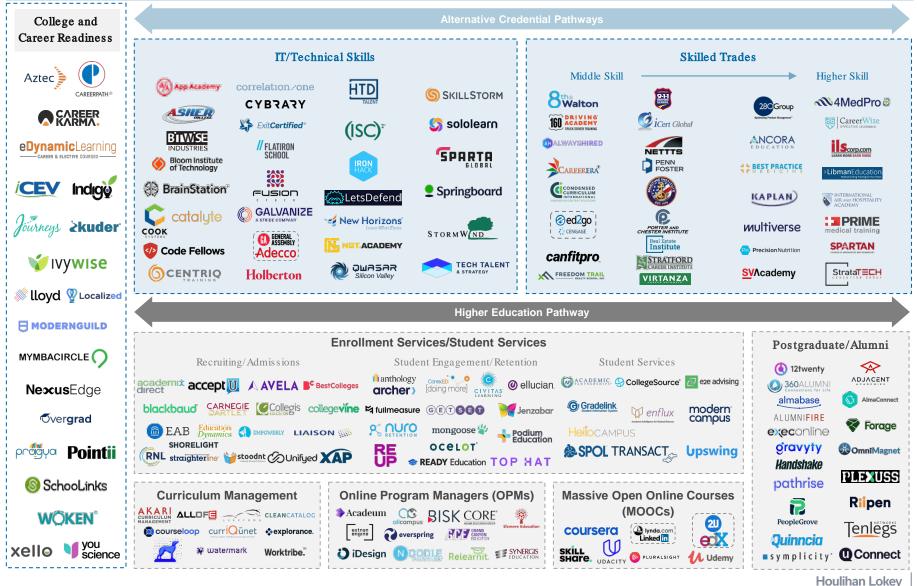
Pre-professional learning refers to learning pathways that provide a bridge from secondary school to the workforce. These pathways include (i) college and career readiness providers; (ii) alternative credential providers; and (iii) a higher education pathway.

Lear	ning Pathway	Representative Investment Opportunities
	COLLEGE AND CAREER READINESS	<ul> <li>Post-Secondary Planning</li> <li>Career Course and Certification Providers</li> <li>Career Info/Guidance and Mentorship</li> <li>Aptitude and Career Assessment</li> </ul>
	ALTERNATIVE CREDENTIAL PROVIDERS	<ul> <li>Middle Skills Training</li> <li>Skilled Trades Training</li> <li>Technology Bootcamps</li> <li>Hire, Train, Deploy (HTD) Models</li> </ul>
	HIGHER EDUCATION	<ul> <li>&gt; Enrollment and Student Services</li> <li>&gt; Curriculum Management</li> <li>&gt; Online Program Managers (OPMs)</li> <li>&gt; Postgraduate/Alumni Services</li> </ul>

# The Pre-Professional Ecosystem

#### Houlihan Lokey's Sector Landscape

Investment opportunities in the pre-professional sector consist of learning providers, with the exception of the higher education pathway, in which education services providers represent the predominant opportunity.



## Secular Shift in U.S. Higher Education Landscape

These secular changes are creating a host of compelling opportunities for investors in the training and education sector.

#### THE HECHINGER REPORT

Apr-23 The Reckoning Is Here: More Than One-Third of Community College Students Have Vanished

# **bürningglass**

Feb-23

The Emerging Degree Reset

#### The Washington Post

Apr-23

Why Students Are Not Enrolling in Higher Education



Apprenticeships on the Rise

# Forbes

Apr-23 As 'Skills-Based Hiring' Becomes All the Rage, These Education Leaders Want to Overturn a 117-Year-Old Way of Measuring Students' Experiences



Mar-23

The New-Collar Workforce There's a huge, capable, and diverse talent pool out there that companies aren't paying nearly enough attention to.



Apprenticeship Programs Are Becoming More Popular as an Alternative to College

#### 

Feb-23 High-Paying Jobs That Don't Need a College Degree? Thousands of Them Sit Empty



College Enrollment Losses Continue, But at a Slower Rate

## Rapid Changes in the Nature of Work Are Altering Entry-Level Learning Pathways to the Workforce

There is a widening gap between the skill requirements of jobs of the future and the skill levels of the workforce.

The pace of technology adoption is accelerating and disrupting the global workforce.

 E.g., Cloud computing, automation, AI, big data, encryption, nonhumanoid robots, etc.

#### By 2027:

- > 83 million<sup>(1)</sup> jobs may be displaced by a shift in the division of labor between humans and machines.
- > 69 million<sup>(1)</sup> new roles may emerge that are more adapted to the new division of labor between humans, machines, and algorithms.

Traditional higher education is unable to meet the requirements of the changing labor market skilling needs.

- Slow to react to changes in the labor market.
- Low annual throughput—insufficient supply of new age vocations.
- Not structured to provide short-term upskilling.
- > High cost.

#### MARKET RESPONSES:

- > Higher education services providers are being embraced by higher education institutions as a means of increasing enrollments and student retention, operational efficiency, and relevance to learners.
- > Alternative credential providers are increasing in popularity and gaining credibility with both learners and employers.
- > College and career readiness providers are emerging to help learners prepare for and navigate academic and career pathways.

### **Career Pathways Scorecard**

Higher education enjoys a multi-century legacy as the bonafide entry-level career pathway; however, alternative credential providers are better suited for a rapidly changing workplace.

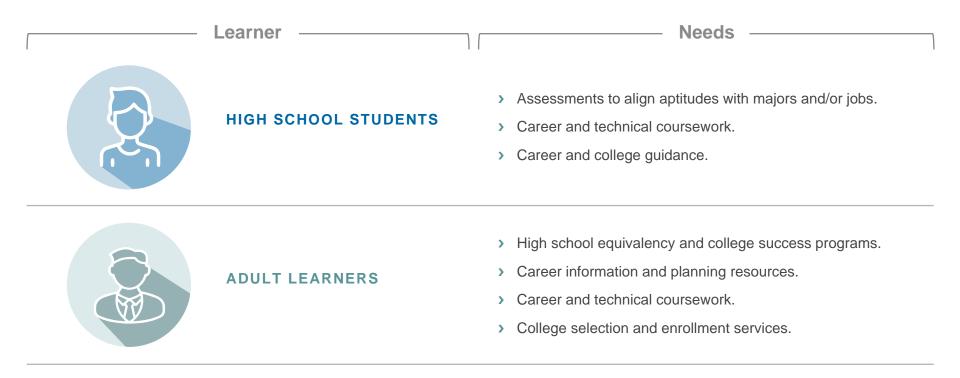
	Highe	r Education	Alternative Credentialing		
	Grade	Trend	Grade	Trend	
Legacy as Proven Career Pathway	$\checkmark$		X		
Widely Accepted Ranking System	$\checkmark$		X		
Widespread Credibility With Employers	$\checkmark$	-	X		
Widespread Credibility With Learners	$\checkmark$	•	X		
Produces Job-Ready Workers	X		$\checkmark$		
Collaborative Partnerships With Employers	X		$\checkmark$		
Focused, High-Throughput Program	X		$\checkmark$		
Rapidly Responds to Labor Market Changes	X		$\checkmark$		
Cost-Efficient	X	•	$\checkmark$		

Structural misalignment with job market requirements, declining credibility, and high cost are profound challenges that higher education is seeking to address through outsourcing.

If alternative credential providers can gain wider credibility with both learners and employers, they are poised to finally achieve scale.

# Learners Need Help Navigating the Changing Career Pathway Landscape

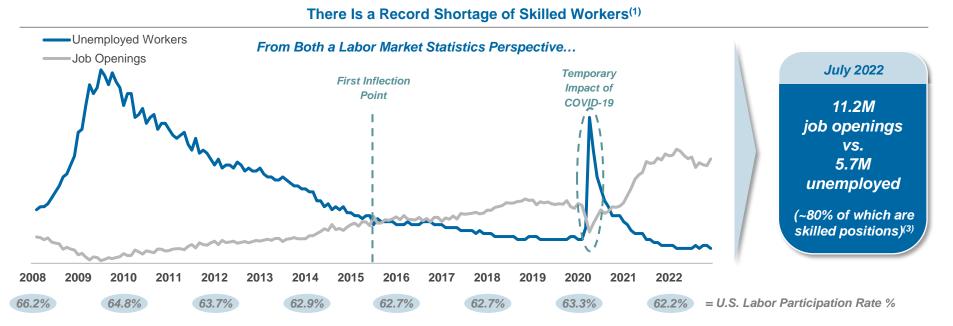
Changes include the available set of work opportunities, the skills required for modern jobs, as well as the pathways to enter those jobs.



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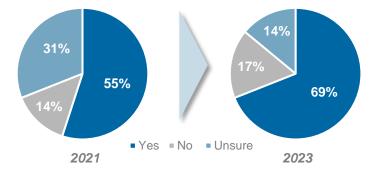
#### The Big Picture The U.S. Is Experiencing an Acute and Growing Skills Shortage

In 2016, for the first time in recent U.S. history, the number of job openings exceeded the number of unemployed workers; after a temporary reversal of that trend during COVID-19, the gap between the number of job openings and unemployed has continued to widen.



#### ... And From a Corporate Hiring Perspective<sup>(2)</sup>...

% of Corporates Who Believe They Have a Skills Gap



(1) U.S. Bureau of Labor Statistics, "Number of unemployed persons per job opening, seasonally adjusted."
(2) Wiley: Closing the Skills Gap (2023).
(3) Statista.

...With Potentially Material Consequences for the Economy

- The declining labor participation rate, which accelerated during the COVID-19 "Great Resignation," has driven this unparalleled mismatch.
  - By 2030, the talent shortage and skills gap in the U.S. alone is expected to represent an economic loss of \$8.5 trillion.<sup>(2)</sup>
- Roles are now going unfilled; corporates reported that 10% of open roles went unfilled, with that figure rising to 20% among employers who believed they had a skills gap.<sup>(2)</sup>
- In order to minimize this gap, employers are having to identify and signpost the skills they require as well as develop mechanisms to recruit, train, and retain employees.
   Houlihan Lokey

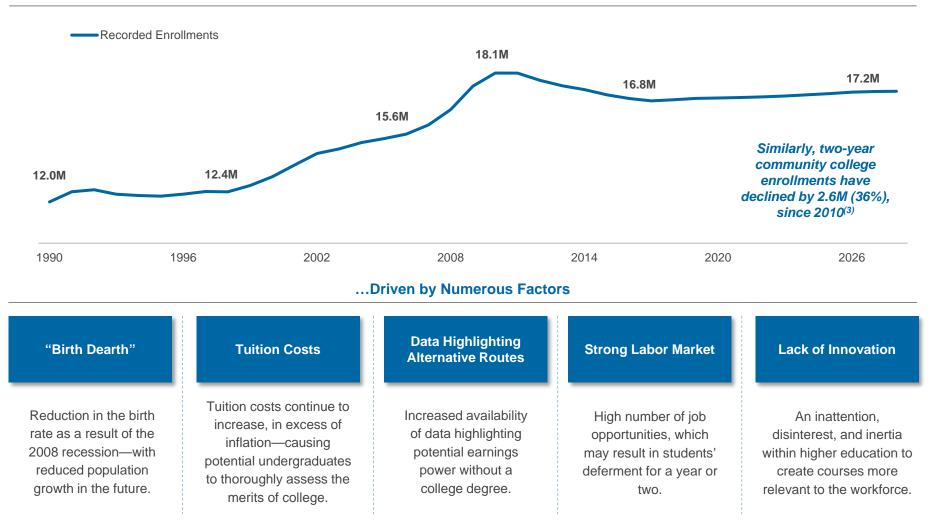
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## **Higher Education Enrollments**

#### **There Has Been a Persistent Decline Since 2010**

Higher education alone will not solve the skills gap in the U.S., given the secular decline in enrollments.





(1) NCES, "Table 303.70. Total undergraduate fall enrollment in degree-granting postsecondary institutions, by attendance status, sex of student, and control and level of institution: Selected years, 1970 through 2030."

(2) Current Term Enrollment Estimates—National Student Clearinghouse Research Center (nscresearchcenter.org)

(3) National Student Clearinghouse Research Center.

#### Higher Education's Response: Outsource Noncore Services To Halt Declining Enrollments and Buttress Profitability

Higher education institutions are increasing their investments in outsourced services to support enrollment growth and modernization of their business processes and student value propositions.

Strong tailwinds in several subsectors aiming to arrest the decline in enrollments, via modernization of the student enrollment process and facilitation of curriculum agility to support more flexible business and pedagogical models.

Large Total Addressable Market

- The higher education technology market is large and growing, supported by strong investor sentiment and significant capital inflows.
  - Funding for higher edtech companies increased to \$5.5B in 2020, rising from \$4.4B in 2019.<sup>(2)</sup>



Size of the higher edtech market in 2019<sup>(1)</sup>; the figure is expected to double by 2024.

The Higher Education Ecosystem Is in the Early Innings of a Digital Evolution

- Strong and growing demand for a combined view of students' progress, activity, and achievements; academic reporting; and predictive analytics.
- Curriculum agility is needed to support more flexible business and pedagogical models.

#### 27%

Of activities outside the classroom have the potential to be automated.<sup>(2)</sup>

Demand for Digital Infrastructure to Support Remote Learning

- Delivery model of higher education is evolving.
- Amplified need for digital infrastructure for both remote e-learning and tertiary services.

33%

Of universities and colleges have no form of curriculum management system at all.<sup>(3)</sup>

# Identified Subsectors Likely to Be Positively Impacted:

Enrollment Services Recruiting/Admissions Student Engagement/Retention Student Services

**Curriculum Management** 

MOOCs

OPMs

Postgraduate/Alumni

## **Employers Are Turning to Alternative Pools of Talent**

**Clear Need to Widen the Net to Find the Right Talent** 

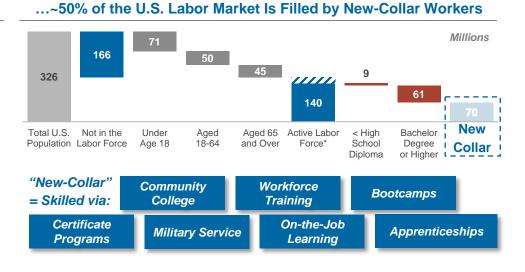
Growing acceptance that upward mobility opportunities are not limited to higher education.

#### Employers Are Resetting Degree Requirements for a Wide Variety of Roles



#### There Is No Longer a One-Size-Fits-All Approach...

- Employers have begun to let go of the one-size-fits-all
   "college is a must" mindset.
- A significant number of people eligible to help reduce the gap have been skilled through alternative routes—New-collar workers.
- Approximately 30M American workers without four-year college degrees have the skills to move into new jobs.
- Companies cannot exclusively resolve their labor needs externally; to remain competitive, they must also commit to developing the talent internally.



\*Excludes 20M workers below age 25 to ensure the majority of the population has had the chance to complete their education.

#### **Emergence of New-Collar Jobs Acknowledges This Shift** New-Collar Workers Are Filling an Increasing Proportion of Skilled Jobs

The term "new-collar job" has been introduced to help demonstrate how hiring managers have looked beyond four-year college degrees, focusing instead on a candidate's relevant skills.

#### New-Collar Jobs Are Seeing a Strong Uptick in Growth...

- Increasing view that college degrees are just a proxy used to simplify the hiring process, a shorthand for certain skills, and a screen to reduce the number of candidates whom recruiters need to evaluate.
- Degree resets occurred in multiple sectors before the onset of COVID-19 and accelerated during and after the pandemic, spreading to new occupations.
- The gradual reversal of degree inflation in many middle-skill jobs, particularly those experiencing structural resets, suggests that employers are revisiting their use of academic attainment as a job requirement.

## ...New-Collar Workers Currently Fill Only a Small Proportion of These Roles...

Management Occupations Chief execs, middle management, and distribution managers	37%	Bus./Financial Operations Wholesale/retail buyers, claims adjusters, and tax preparers	29%
Sales Occupations Sales reps, real estate brokers, and sales agents	53%	Education Instr./Library Elementary/middle school teachers, library workers, and support staff	10%
Healthcare Pract./Tech. Licensed practical and vocational nurses and lab technicians	31%	<b>Computer/Mathematical</b> Computer scientists, web and software developers	24%

#### ... However, They Have Seen a Material Uptick in Growth and Salary



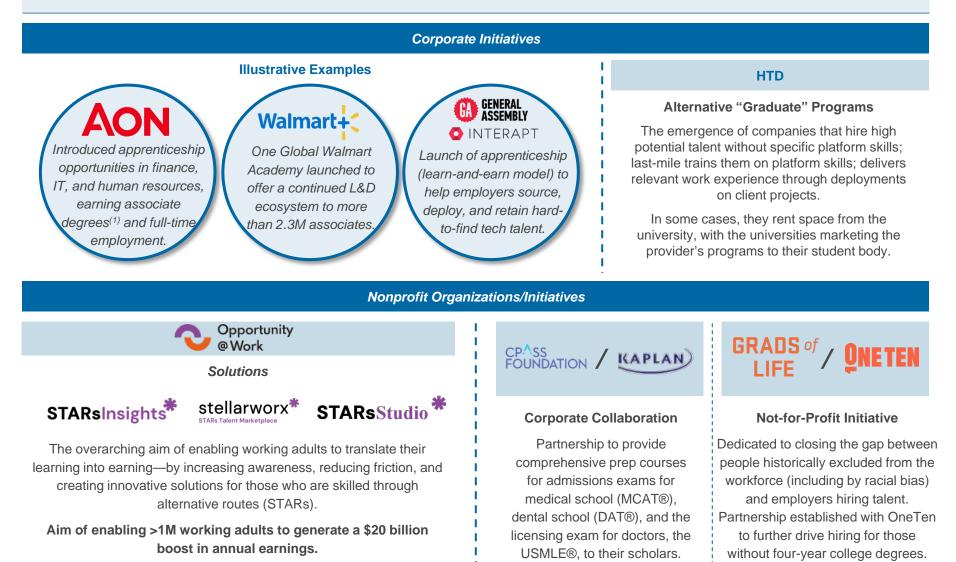
Example courses that equip workers with prerequisite skills include Radiologic Technology Program, Communication and Presentation Skills, Negotiation Skills, Computer Programming, and Database Management Systems.

Sources: U.S. Bureau of Labor Statistics, industry research, press search.

## **Significant Support for Alternative Pre-Professional Routes**

**Material Committed and Forecast Investment in the Sector** 

Numerous publicly funded and corporate-sponsored initiatives have been established, with the exclusive aim of developing the preprofessional route into the workforce.



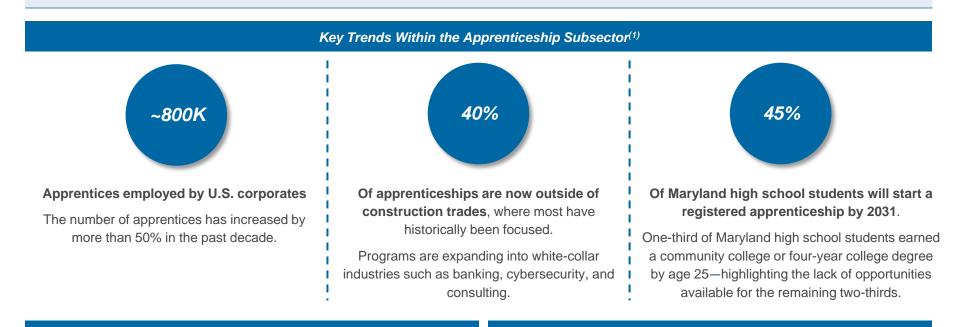
Note: Includes companies that have been acquired.

(1) Partnered with City Colleges of Chicago to establish a program that combines studying with part-time work.

## **Apprenticeships Continue to Gain Traction**

#### There Is an Increased Acceptance at Both the Corporate and Learner Levels

Within the U.S., more students are turning away from college and toward apprenticeships.



#### **Overview of Apprenticeship Market**

- Typically, employers pay the costs associated with the school as well as a fair salary.
  - Programs usually consist of part-time work during school term time, switching to a full-time position during the summer.
- Admission rates for these programs have become as competitive as acceptance rates at Ivy League universities.
- There remains some debate as to the longevity of skills gained during these programs and the subsequent adaptability of apprentices.
- As such, an adaptation of the apprenticeship model has grown in prominence, HTD, where third-party intermediaries make apprentices their "product" (as referenced on the prior page).

Companies such as McDonald's Corp., Accenture PLC, JPMorgan Chase & Co, Zurich, and Aon are expanding their apprenticeship programs.

**Examples of Corporate Apprenticeship Programs** 





Hired 100 apprentices in 2022 alone from more than 1,500 applications—a 7% acceptance rate demonstrates the burgeoning demand for these programs.

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A.B.	Georgetown University
M.A.	Johns Hopkins University
MBA	INSEAD
PAST	Goldman, Sachs & Co.

### **Brian P. McDonald**

Managing Director New York

Mr. McDonald is a Managing Director and Co-Head of Houlihan Lokey's Training & Education practice. During his more than two-decade career in investment banking, he has provided M&A advice to publicly traded and privately held companies in almost all major sectors of the economy.

Mr. McDonald's selected recent transaction experience includes advising Atairos on its acquisition of LifeLabs Learning; Educate 360 on its acquisition of United Training; Vestar Capital Partners on its investment in 360training; Sandler on its strategic investment from Blue Marlin; Colibri on its acquisition of Becker Professional Education and OnCourse Learning; Ridgemont Equity on its investment in Teachers of Tomorrow; EducationDynamics on its sale to Renovus Capital Partners; Corporate Visions on its sale to The Riverside Company; Skillsoft on its merger with Churchill Capital II; Tailwind Capital on its acquisition of the International Sports Sciences Association (ISSA); and Alchemy Systems on its sale to Intertek Group.

Before joining Houlihan Lokey, Mr. McDonald was a Vice President in the Mergers and Acquisitions Group at Goldman, Sachs & Co.

Mr. McDonald received an A.B. *magna cum laude* from Georgetown University, an M.A. with distinction from the Paul H. Nitze School of Advanced International Studies at Johns Hopkins University, and an MBA from INSEAD.



#### Qualifications

B.A.	Colby College
MBA	University of Virginia
PAST	Deutsche Bank Securities

## Sam Handler

Senior Vice President Los Angeles

Mr. Handler is a member of Houlihan Lokey's Business Services Group and focuses on the training and education sector.

Mr. Handler has worked on a number of M&A transactions while at Houlihan Lokey. Some of his recent deals include advising Atairos on its acquisition of LifeLabs Learning; Educate 360 on its acquisition of United Training; Vestar Capital Partners on its investment in 360training; Sandler on the strategic investment from Blue Marlin; Colibri's acquisition of Becker Professional Education and OnCourse Learning from Adtalem (NYSE:ATGE); Ridgemont's minority investment in Teachers of Tomorrow; the sale of Skillsoft to Churchill Capital Corp II; the sale of Corporate Visions to the Riverside Company; the sale of EducationDynamics to Renovus; Tailwind Capital's investment in ISSA; the restructuring of WorldStrides; the sale of itslearning, an EQT portfolio company, to Sanoma; the sale of VStar Entertainment to Cirque du Soleil, a portfolio company of TPG Capital; the sale of Pink Jeep Tours to Herschend Enterprises; and the sale of WordStream to Gannett.

Mr. Handler joined Houlihan Lokey in 2017. Previously, he worked in the Financial Sponsors Group at Deutsche Bank, where he focused on private equity transactions, including Apollo's acquisitions of Rackspace and Lumileds and Thomas H. Lee Partner's acquisition of Give & Go Prepared Foods Inc.

Mr. Handler holds a B.A. in Government from Colby College and an MBA from the Darden School of Business at the University of Virginia.



#### Qualifications

B.S.	University of Leeds
D.0.	Oniversity of Leeus
OTHER	Chartered Accountant
PAST	Lincoln International
	Fenchurch Advisory
	Ernst & Young

#### **Thomas Mendham**

Vice President New York

Mr. Mendham is a member of Houlihan Lokey's Business Services Group and focuses on the training and education sector.

He has worked extensively across the vocational training, education, and human capital sectors, working on numerous buyside and sellside mandates.

Mr. Mendham's transaction experience before joining Houlihan Lokey includes advising Twinkl on its minority investment from Vitruvian; FutureLearn on its sale to Global University Systems; BPP on its acquisitions of Digital Marketing Institute, Firebrand, and Estio Training; ICS Learn on its acquisition by Skill & You (IK Partners); Educaedu on its sale to Miura Partners; Inspiro on its acquisition by Inspirit Partners; Cambridge University Press & Assessment on its investment in Inspera; Circus Street on its sale to QA; THI Investments on its investment in Corndel; CBPE on its investment in The Key; Profile Asia on its acquisition by Wilson HCG (CIP Capital); and LDC on its acquisition of Amberjack.

Prior to joining Houlihan Lokey in 2020, Mr. Mendham worked in the Business Services group at Lincoln International. He also held roles at Fenchurch Advisory and Ernst & Young.

Mr. Mendham holds a B.S. in Business and Financial Economics, with First Class Honors, from the University of Leeds. He is a Chartered Accountant in the United Kingdom.



#### Qualifications

B.S.	Babson College
PAST	Accenture

#### **Maximilian Petre**

Associate New York

Mr. Petre is a member of Houlihan Lokey's Business Services Group and focuses on the training and education sector.

Mr. Petre has worked on several transactions while at Houlihan Lokey, most recently advising Educate 360 on its acquisition of United Training, Vestar Capital Partners on its investment in 360Training, and Sandler on its strategic investment from Blue Marlin.

Prior to joining Houlihan Lokey, Mr. Petre worked as a management consultant in Accenture's M&A Strategy practice, focusing on advising strategic acquirers on pre-merger planning, including commercial due diligence and synergy identification. Some previous transactions include Charles Schwab's acquisition of TD Ameritrade, Bristol Myers Squibb's acquisition of Celgene, and Wyndham Hotels' acquisition of La Quinta.

Mr. Petre graduated *magna cum laude* with a B.S. in Business Administration from Babson College, with concentrations in Finance and Legal Studies.

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