



Data & Analytics Investment Banking Group

Transportation, Supply Chain, and Logistics Technology

MARKET UPDATE | FEBRUARY 2021

Transportation, Supply Chain, and Logistics Technology—Market Update

Dear Clients and Friends,

Houlihan Lokey is pleased to present the first edition of our Transportation, Supply Chain, and Logistics Technology Market Update. We have continued adapting to a recovering market and remain active in advising our clients as they mitigate M&A, financing, and other strategic initiatives. We have included industry insights, select recent transaction announcements, and a public markets overview to help you stay ahead in our dynamic and constantly evolving industry.

Macro-Level Themes and Industry Trends:

- Companies at all stages in the transportation, supply chain, and logistics technology industry have historically been late adopters of technology and software solutions, but are increasingly prioritizing capital investment and retooling operations to improve workflow efficiencies, drive digital transformation, and build out competencies to create competitive advantages.
- However, despite historical softness in the level of technology adoption by incumbents, there continues to be technological innovation spurred by new startup activity across the landscape that continues to disrupt more established operating models and capabilities.
- The collective transportation, supply chain, and logistics technology industry represents a massive market category with subsectors that are impacted differently depending on go-to-market strategies, end-market focus, distribution channels, and revenue models.

Market Activity:

- M&A and financing activity across the sector demonstrated incredible resiliency throughout 2020 despite COVID-19 and macro headwinds.
 - ~\$36.3 billion in 2020 financing volume was ~12% higher than 2019 levels, and Q4 2020 financing volumes were ~59% higher than Q4 2019 volumes.
 - ~\$21.5 billion in 2020 M&A volume grew ~63% over the 2019 levels, and Q4 2020 M&A volumes were ~373% higher than Q4 2019 volumes.
 - 29 companies across the sector merged or began the process to seek liquidity through SPACs, representing a combined value of **more than \$100 billion**.⁽¹⁾
- Houlihan Lokey believes that M&A and financing activity across the transportation, supply chain, and logistics technology industry will continue unabated in 2021 as technology adoption has accelerated and is anticipated to continue coming out of COVID-19 and beyond.

We hope you enjoy this report and welcome the opportunity to connect or brainstorm on any current needs or sector topics. We look forward to staying in touch.

Regards,



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Representative Industry Subsectors Covered

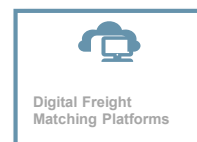
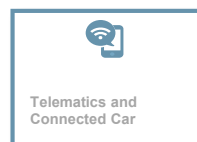


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Houlihan Lokey Sector Expertise

Leading Independent Advisory Firm

Houlihan Lokey is the trusted advisor to more top decision-makers than any other independent global investment bank.



1,500+
Employees

23
Locations

~45%
Employee-Owned

~\$5 Billion
Market Cap

**More Than
\$1 Billion**
Annual Revenue

No
Debt

Corporate Finance

2020 M&A Advisory Rankings All U.S. Transactions

Advisor	Deals
1 Houlihan Lokey	210
2 Goldman Sachs & Co	172
3 JP Morgan	132
4 Evercore Partners	126
5 Morgan Stanley	123

Source: Refinitiv (formerly known as Thomson Reuters)

No. 1 U.S. M&A Advisor

Top 10 Global M&A Advisor

Leading Capital Markets Advisor

Financial Restructuring

2020 Global Distressed Debt & Bankruptcy Restructuring Rankings

Advisor	Deals
1 Houlihan Lokey	106
2 PJT Partners Inc	63
3 Lazard	50
4 Rothschild & Co	46
5 Moelis & Co	39

Source: Refinitiv (formerly known as Thomson Reuters)

No. 1 Global Restructuring Advisor

1,400+ Transactions Completed Valued
at More Than \$3.0 Trillion Collectively

Financial and Valuation Advisory

2001 to 2020 Global M&A Fairness Advisory Rankings

Advisor	Deals
1 Houlihan Lokey	956
2 JP Morgan	876
3 Duff & Phelps	802
4 Morgan Stanley	599
5 BofA Securities Inc	542

Refinitiv (formerly known as Thomson Reuters). Announced or completed transactions.

No. 1 Global M&A Fairness Opinion
Advisor Over the Past 20 Years

1,000+ Annual Valuation Engagements



How Houlihan Lokey Can Help

Our firm is extremely well equipped to help our clients navigate uncertain times. We respond quickly to challenging situations and are constantly helping clients to analyze, structure, negotiate, and execute the best possible solutions from both strategic and financial perspectives.

What We Offer

1  **Corporate Finance**

- Mergers and Acquisitions
- Capital Markets
- Private Funds Advisory
- Board Advisory Services

We are widely recognized as a leading M&A advisor to the mid-cap and have long-standing relationships with capital providers, including commercial banks and other senior credit providers, insurance funds, asset managers, and mezzanine fund investors. Few other investment banks maintain the breadth of relationships and capital markets intelligence that we do.

2  **Financial Restructuring**

- Company Advisory
- Special Situations
- Distressed M&A
- Liability Management
- Creditor Advisory

We have the largest restructuring practice of any global investment bank. Since 1988, we have advised on more than 1,400 restructuring transactions (with aggregate debt claims in excess of \$3.0 trillion). We served as an advisor in 12 of the largest 15 bankruptcies from 2000 to 2020.

3  **Financial and Valuation Advisory**

- Portfolio Valuation and Fund Advisory
- Transaction Opinions
- Corporate Valuation Advisory Services
- Transaction Advisory Services
- Real Estate Valuation and Advisory
- Dispute Resolution Consulting

Over nearly four decades, we have established ourselves as one of the largest financial and valuation advisory firms. Our transaction expertise and leadership in the field of valuation help inspire confidence in the financial executives, boards of directors, special committees, investors, and business owners we serve.

Why We're Different


 Dominant in Special Situations and Restructuring

 Significant Experience With Financing Markets

 Senior-Level Commitment and Dedication

 Deep, Industry-Specific Expertise

 Superior Work Product/Technical Abilities

 Creativity, Imagination, Tenacity, and Positivity

Our product knowledge, industry expertise, and global reach deliver superior results.

Product Expertise

Mergers and Acquisitions

Capital Markets

Financial Restructuring

Financial and Valuation Advisory

Dedicated Industry Groups

Business Services

Consumer, Food, and Retail

Data and Analytics

Energy

Financial Institutions

Healthcare

Industrials

Real Estate, Lodging, and Leisure

Technology, Media, and Telecom

Financial Sponsors

Active Dialogue
With a Diverse Group of
1,000+ Sponsors



















Private Equity Firms

Hedge Funds

Capital Alliances

Best-in-Class Global Data and Analytics Franchise

Across the data and analytics horizontal, we focus on nine primary verticals and have developed entrenched relationships with the most prominent strategics and financial sponsors.

	 Financial Information, Data, and Analytics	 Fintech	 Transportation, Supply Chain, and Logistics	 Governance, Risk, and Compliance	 Natural Resources	 Real Estate, Retail, and Facilities	 B2B Information Services	 Research, IP, and Legal	 Education and Training
Expertise and Capabilities	<ul style="list-style-type: none"> Financial data and analytics Insurance data and analytics Regtech, risk, and compliance Buyside and sellside data and analytics Wealth and alternatives data and analytics 	<ul style="list-style-type: none"> Asset and wealth management Banking and lending Capital markets software Exchanges and execution Insurance Payments 	<ul style="list-style-type: none"> Dealership technology and software Fleet management and transportation logistics Telematics and mobility risk management Mobility and transportation planning Aftermarkets parts and services marketplaces 	<ul style="list-style-type: none"> Regtech, risk, and compliance Fraud, AML, KYC, and sanctions Enterprise and operational risk EHS&S ESG CSR Certification 	<ul style="list-style-type: none"> Oil and gas Power, renewables, and water Agriculture and food Weather 	<ul style="list-style-type: none"> Mortgage data, analytics, and software Commercial and residential data and analytics Construction and facilities Retail analytics 	<ul style="list-style-type: none"> Business data and analytics Private company data and analytics Macroeconomic research and forecasting Marketing data, analytics, and software B2B media and events Pharma and healthcare 	<ul style="list-style-type: none"> E-discovery Litigation technology IP management/research Document management Contract management Compliance software Information governance 	<ul style="list-style-type: none"> Education technology K-12 Post-secondary Professional and continuing education LMS CMS Workforce
Representative Relationships									

Note: Categories populated with illustrative companies, not exhaustive.

Proven Track Record With Exceptional Momentum

Extensive transaction execution experience with deep sector knowledge.

Select Transportation, Supply Chain, and Logistics Experience

<p>Ongoing</p> <p>Project Cargo Real-time database of waterborne flows of commodities</p> <p>Sellside Advisor</p>	<p>Ongoing</p> <p>Project Armada SaaS-based continuous driver monitoring platform</p> <p>Sellside Advisor</p>	<p>Ongoing</p> <p>Project Soteria Driver risk scoring analytics platform</p> <p>Sellside Advisor</p>	<p>Ongoing</p> <p>Project Advantage Tech-enabled customer engagement platform</p> <p>Sellside Advisor</p>
<p>LEADVENTURE a portfolio company of TRUE WIND TA ASSOCIATES has acquired CRS Consumer Research Solutions</p> <p>Buy-side Advisor</p>	<p>GEOTrac has been acquired by Trimble</p> <p>Sellside Advisor*</p>	<p>Elemica has been acquired by THOMA BRAVO</p> <p>Sellside Advisor</p>	<p>iGPS LIGHTER BROTHER SUPER SHIPPER has sold substantially all of its assets, pursuant to Section 363 of the U.S. Bankruptcy Code, to iGPS Logistics LLC</p> <p>Company Advisor</p>
<p>MARATHON DATA SYSTEMS has been acquired by Chicago Growth Partners cgp</p> <p>Sellside Advisor*</p>	<p>BEELINE has been acquired by Hemisphere</p> <p>Sellside Advisor*</p>	<p>Grammer Industries a portfolio company of stellex CAPITAL MANAGEMENT has acquired Sterling Transport</p> <p>Buy-side Advisor</p>	<p>Merchants AUTOMOTIVE GROUP Series A Senior Secured Notes Growth Capital \$50,000,000</p> <p>Exclusive Financial Advisor & Placement Agent</p>
<p>DRIVECAM PARTNERED WITH THE BUREAU OF MICHIGAN \$19,000,000 Series D Preferred Stock</p> <p>Financial Advisor and Placement Agent*</p>	<p>SYNOVOS SERVING BUSINESSES IN THE has been acquired by e</p> <p>Sellside Advisor</p>	<p>NATIONAL TRUCK PROTECTANT a portfolio company of PALLADIUM CAPITAL PARTNERS has been acquired by Kinderhook INDUSTRIES</p> <p>Sellside Advisor</p>	<p>DENT WIZARD a portfolio company of H I C CAPITAL has been acquired by GRIDIRON CAPITAL</p> <p>Sellside Advisor</p>

Select Data and Analytics Experience Across All Verticals

<p>CGE PARTNERS has acquired enhesa</p> <p>Buy-side Advisor</p>	<p>Tecnon OrbiChem has been acquired by FOLIO STRATEGY portfolio companies of Battery</p> <p>Sellside Advisor</p>	<p>ikon Science has been acquired by Great Hill PARTNERS 20 YEARS</p> <p>Sellside Advisor</p>	<p>BlueData has been acquired by S&P Global Platts</p> <p>Sellside Advisor*</p>
<p>Evaluate has received an investment from HG Capital</p> <p>Sellside Advisor*</p>	<p>FULCRUM FINANCIAL DATA a portfolio company of LEEDS Equity Partners has been acquired by FitchGroup</p> <p>Sellside Advisor</p>	<p>Derrick has been acquired by drillinginfo better, faster decisions</p> <p>Sellside Advisor</p>	<p>ipan has been acquired by CASTLE CAPITAL</p> <p>Sellside Advisor</p>
<p>PowerAdvocate has been acquired by Verisk Analytics</p> <p>Sellside Advisor*</p>	<p>Envestra a portfolio company of HG Capital has been acquired by Verisk Analytics</p> <p>Sellside Advisor*</p>	<p>DYNAMO has received an investment from Francisco Partners</p> <p>Sellside Advisor*</p>	<p>BUREAU VAN DIJK a portfolio company of EGT has been acquired by Moody's Corporation</p> <p>Sellside Advisor*</p>
<p>Wood Mackenzie has been acquired by Hellman & Friedman</p> <p>Sellside Advisor*</p>	<p>INTELLIGIZE has been acquired by Lexis Nexis Legal & Professional a division of RELX Group</p> <p>Sellside Advisor*</p>	<p>healix GROUP OF COMPANIES has been acquired by Verisk Analytics</p> <p>Sellside Advisor*</p>	<p>TERACO has been acquired by Permira Funds</p> <p>Sellside Advisor*</p>

*Selected transactions were executed by Houlihan Lokey professionals while at other firms acquired by Houlihan Lokey or by professionals from a Houlihan Lokey joint venture company. Tombstones included herein represent transactions closed from 2009 forward.

Transportation, Supply Chain, and Logistics Technology Vertical Coverage

Mapping the Houlihan Lokey Transportation, Supply Chain, and Logistics Technology Landscape

Robust subsector coverage with transaction execution experience across emerging and disruptive technology categories within the ecosystem.

Dealership Technology and Software



Aftermarket Repair/Parts Data and Marketplaces



Ground Transportation Fleet Management



Logistics and Supply Chain Technology



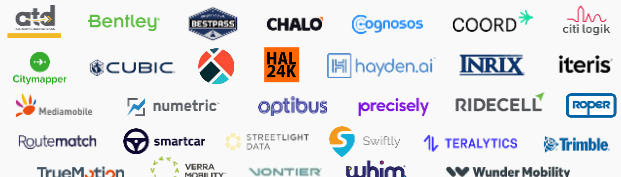
Telematics and Connected Car



Digital Freight Matching Platforms



Mobility and Public Transportation Planning



Maritime Fleet Management



Converging Business Models

Tech-Enabled Services • Information Services • Data and Analytics • Transactional • Subscription • SaaS

Note: Categories populated with illustrative companies, not exhaustive.

Market Insights and Observations

Key Subsector Trends and Industry Dynamics

Dealership Technology and Software



- Historically, dealerships have been slow to adopt technology to support operations, but software and tech-enabled services are now employed in all aspects of the automotive value chain with most obvious near-term opportunity in the retail, service lane, and aftermarket segments.
- Innovations in capturing individual, granular consumer data benefit dealers by deriving analytics on consumer trends and preferences that better inform pricing, incentives, inventory management, and sales decisions as well as wider consideration around regulation and compliance.

Aftermarket Repair/Parts Data and Marketplaces



- Changing landscape across the competitive ecosystem: (1) OEMs focus on securing core business and strengthening aftermarket position through introduction of multichannel strategies to approach customer segmentation and (2) new market entrants initially focusing on few selected niches are increasing competitive pressure by occupying profitable categories of the value chain.
- Emergence of next-generation vehicles: (1) increasing importance of software impacts service needs and requirement for updated or entirely new skill sets and (2) pervasiveness of connected vehicles enabling aftermarket players to utilize big data and analytics to process vehicle, customer, and vehicle usage to capture predictive intelligence for maintenance services.

Ground Transportation Fleet Management



- Fleet monitoring continues to evolve encompassing tools such as GPS tracking, electronic logging devices, and camera-based solutions that have dramatically improved transparency, frequency, and depth of information about vehicles and drivers enabling fleet managers to maintain a comprehensive understanding of fleet health, performance, and safety.
- Demand for driver risk reduction, fleet management, fuel efficiency, asset tracking, and routing efficiency is leading to rapid global adoption of telematics solutions.

Logistics and Supply Chain Technology



- The global logistics and supply chain ecosystem has evolved into a considerably fragmented industry and comprises disparate players, creating opportunities for new technology disruptors to address gaps in the status quo.
- Like other segments within the broader economy, COVID-19 has strained the global logistics and supply chain networks, creating an impetus for businesses to embrace and employ data and analytics and real-time monitoring services that enhance visibility and reduce risk exposure.

Market Insights and Observations (cont.)

Key Subsector Trends and Industry Dynamics

Telematics and Connected Car



- While not a new phenomenon, continued technological enhancements and increased applicability have fueled the use of telematics across various pockets of the transportation and logistics industries for increased operational efficiency, predictive service and maintenance, optimization of engineering and manufacturing, as well as the potential to increase road safety and align insurance premiums with actual need or usage.
- Connectivity in vehicles is no longer an optional feature set; the automotive industry is experiencing monumental transformation and evolution to compete or partner with big tech players to incorporate specific in-vehicle solutions and software platforms that enable data monetization to increase recurring-revenue streams.

Digital Freight Matching Platforms



- Digitization across the digital freight matching segment continues to enhance transparency and fill technological gaps in the logistics value chain, which is broadly underscored by the full promise of disintermediation.
- However, the U.S. trucking industry is highly fragmented and predominantly comprises carriers operating smaller scale fleets that have been slow adopters of technology, while still heavily reliant on a relationship-driven system.

Mobility and Public Transportation Planning



- Lingering effects of COVID-19, including social distancing and stay-at-home orders, have dramatically disrupted mobility, resulting in volumes plummeting for ridesharing players as consumer preferences have shifted toward safety/health and are increasingly more focused on an expectation of mobility players, aided by advances in technology (e.g., 5G and IoT), to increase their digital presence and online offerings.
- Regulators are likely to continue playing a critical role in helping cities incorporate post-COVID-19 practices to create safer and more efficient mobility systems, while also solving existing issues related to congestion and emissions.

Maritime Fleet Management

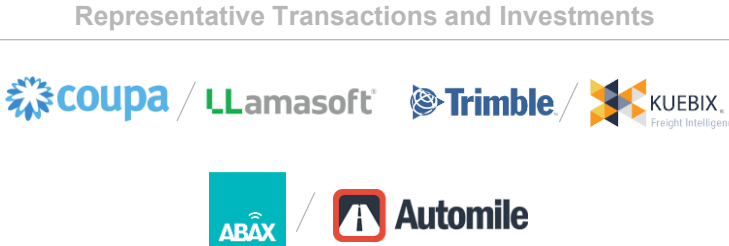


- Historically, marine stakeholders have had no way to maintain visibility and control over cargo along the value chain, but modern approaches to communication and the digital transformation of workflows have enabled a dramatic increase in supply chain visibility.
- Vessel owners and operators continue to be the main beneficiaries of maritime shipping digitization, which has taken shape across the industry as new solutions incorporate built-in reporting and analytics, historical data repositories, and integrate with corporate business intelligence tools to make more cost-effective, data-driven decisions about marine modality.

Key Drivers of Financing and M&A Activity Across the Landscape

Market Consolidation

- **Verticalization:** Expand end-market applicability by acquiring assets with deep vertical expertise.
- **Accelerate Scale:** Combining product portfolios and core solutions is an efficient way for incumbents to scale quickly and reach new market segments.



Product and Geographic Expansion

- **Add Complementary Offerings:** Strengthen existing product suite through the addition of inorganic add-ons.
- **Add New Offerings:** For some companies, it is easier to acquire technology rather than develop it internally.



Employing Data and Analytics to Drive Enhanced Capabilities

- **Business Intelligence:** Gain specialized expertise in analytics, telematics, and predictive modeling.
- **Additional Data:** Integration of incremental datasets to enhance existing data layers or create new ones to drive diversification of capabilities.



Digital Channels Replacing Physical Channels

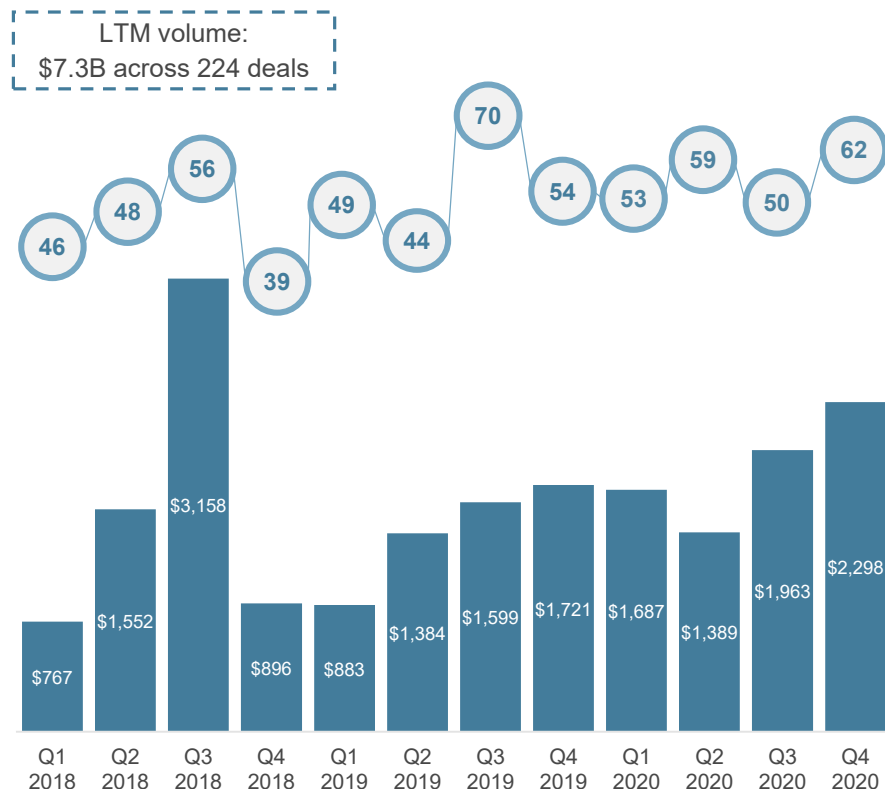
- **Modernization:** Category constituents that have operated their businesses on paper and legacy filing systems are investing in more advanced technology platforms.
- **Talent Acquisition:** New software development capabilities accompany the acquisition of technology startups.



Financing Activity Continues Across Value Chain Categories

Fundraising activity remained robust throughout the year, both for high-profile, later-stage companies as well as earlier-stage startups. Recent financing activity has remained relatively distributed across key subsectors, with volumes and average deal size continuing to increase.

Data and Analytics Quarterly Financing Activity (\$M)



Average Deal Size (\$M)⁽¹⁾



Sources: Pitchbook.com, S&P Capital IQ. Market data as of February 22, 2021.

Note: Includes early-stage and later-stage venture investments from funds and strategics.

(1) Average deal sizes exclude outlier transactions.

Selected Transportation, Supply Chain, and Logistics Technology Financings (\$M)

Ann. Date	Company	Selected Investor(s)	Amt. Invested	Post-Money Valuation	Segment/ Value Chain
12/20	project44	INSIGHT PARTNERS	\$100.0	N/A	Logistics Technology
12/20	shipmonk	SUMMIT PARTNERS	\$290.0	N/A	Logistics Technology
12/20	FLEXE	PROLOGIS Activate, Redpoint	\$70.0	\$500.0	Logistics Technology
12/20	Flock Freight	SoftBank Investment Adviser	\$113.5	\$500.0	Logistics Technology
12/20	Swiftly	JMI EQUITY	N/A	N/A	Logistics Technology
11/20	loadsmart	Chromo Invest, BlackRock	\$90.0	N/A	Logistics Technology
11/20	forto	INVIE/N	\$50.0	\$566.9	Logistics Technology
10/20	TEKION	Advent International	\$125.0	\$1,000.0	Logistics Technology
10/20	onfleet	Kennet	\$14.0	\$64.0	Logistics Technology
10/20	Uber Freight	GREENBRIAR EQUITY GROUP, L.P.	\$500.0	\$3,300.0	Logistics Technology

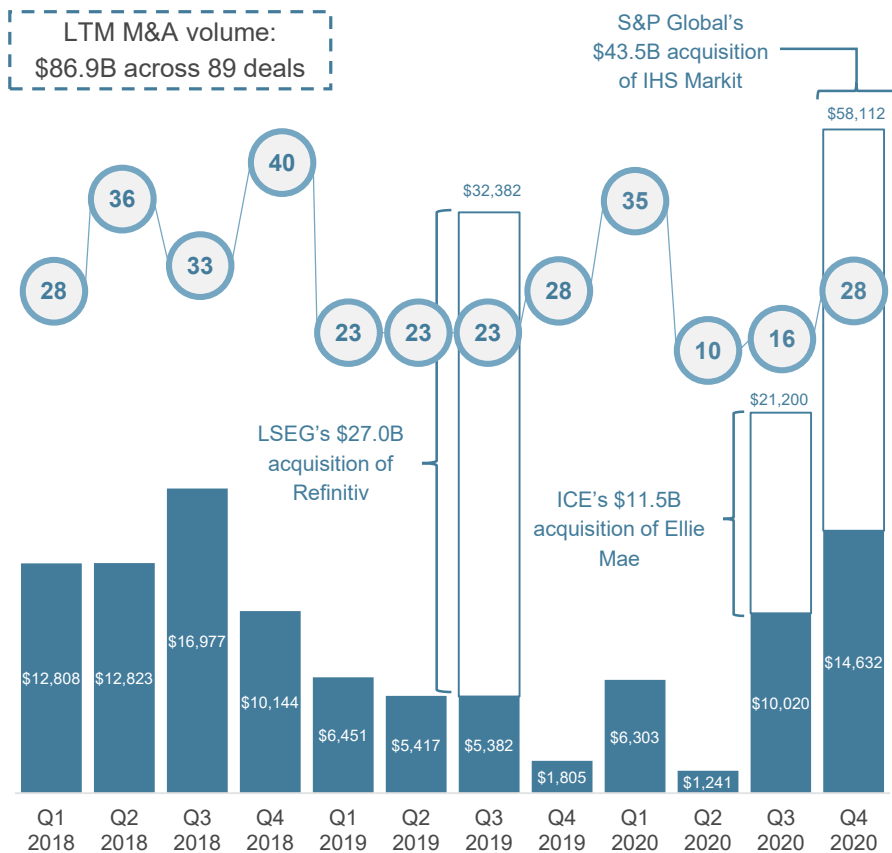
Transportation, Supply Chain, and Logistics Technology Subsectors

Dealership Technology and Software	Aftermarket Repair/Parts Data and Marketplaces	Ground Transportation Fleet Management	Logistics and Supply Chain Technology	Telematics and Connected Car	Digital Freight Matching Platforms	Mobility and Public Transportation Planning	Maritime Fleet Management
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M&A Activity Continues Across the Ecosystem

Strategic M&A activity sharply rebounded in 2H 2020, with several marquee transactions taking place in Q4. M&A activity across strategics and private equity continues at premium valuations for businesses offering best-of-breed technology and data analytics solutions, establishing favorable precedent benchmarks.

Data and Analytics Quarterly M&A Activity (\$M)



Average Deal Size (\$M)⁽¹⁾



Sources: Pitchbook.com, S&P Capital IQ. Market data as of February 22, 2021.

Note: Includes merger/acquisition of current subsidiaries.

(1) Average deal sizes exclude outlier transactions.

Selected Transportation, Supply Chain, and Logistics Technology M&A Transactions

Ann. Date	Acquirer	Target	Transaction Value (\$M)	Segment/ Value Chain
1/21	FlashParking	arrive	N/A	Trucking
12/20	CarCurus	CarOffer	\$275.0	Automotive
12/20	Electrocomponents plc	synovos	\$145.0	Trucking
11/20	VHV GRUPPE	EUCON	\$166.0	Trucking
11/20	FP FRANCISCO PARTNERS	CDKGlobal	\$1,450.0	Automotive
11/20	KAR GLOBAL	BACKLOT CARS	\$425.0	Automotive
11/20	coupa	LLamasoft	\$1,500.0	Trucking
10/20	HUDSON EXECUTIVE CAPITAL	ff8hub	N/A	Trucking
10/20	ABAX	Automile	N/A	Trucking
10/20	omnitrac	SMARTDRIVE	\$450.0	Trucking


















































Transportation, Supply Chain, and Logistics Technology Subsectors

Dealership Technology and Software	Aftermarket Repair/Parts Data and Marketplaces	Ground Transportation Fleet Management	Logistics and Supply Chain Technology	Telematics and Connected Car	Digital Freight Matching Platforms	Mobility and Public Transportation Planning	Maritime Fleet Management
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Surge in Startups Going Public via SPACs

29 startups across the ecosystem have merged with SPACs, representing a combined valuation of more than \$100 billion.

Selected Reverse Merger Transactions

Company	SPAC	Segment	Market Cap (\$M)	Company	SPAC	Segment	Market Cap (\$M)
 NIKOLA™	 VectoIQ	Electric Vehicles	\$8,035	 microvast	Tuscan Holdings	Electric Vehicles	N/A
 HYLIION	 Tortoise Acquisition Corp.	Electric Vehicles	\$3,073	 carlotz	 Acamar Partners	Auto Commerce	\$1,108
 SHIFT	 C & CO IAC Investment Acquisition Corp.	Auto Commerce	\$819	 AEVA	INTERPRIVATE	Autonomous	N/A
 Velodyne LiDAR	 GRAF	Electric Vehicles	\$3,013	 AFFIVAL	 C & CO IAC Investment Acquisition Corp.	Electric Vehicles	N/A
 LORDSTOWN	 Spartan Acquisition Corp. II	Electric Vehicles	\$5,023	 metromile	 C & CO IAC Investment Acquisition Corp.	Insurance Technology	N/A
 canoo	 DIAMONDPEAK	Electric Vehicles	\$3,750	 TRANSFIX	Tuscan Holdings II	Digital Freight	N/A
LUMINAR	 HENNESSY CAPITAL	Electric Vehicles	\$3,454	 Motiv It's InEVitable	Unknown	Electric Vehicles	N/A
QuantumScape™	GORES METROPOULOS, INC.	Autonomous	\$10,103	 LIGHTNING LOGIC	 GigCapital™	Electric Vehicles	N/A
 XL Fleet	 KENSINGTON	Electric Vehicles	\$23,572	 INN OVIZ TECHNOLOGIES	 collective GROUP CORPORATION	Autonomous	N/A
 chargepoint+	 PIVOTAL	Electric Vehicles	\$2,107	 ELMS	 FORUM MERGER III CORPORATION	Electric Vehicles	N/A
 ROMEO POWER TECHNOLOGY	 SWITCHBACK ENERGY ACQUISITION	Electric Vehicles	N/A	 BLADE	 experienceinvest	Air Mobility	N/A
 Faraday Future	 RMG	Electric Vehicles	\$1,771	 LUCID	 CHURCHILL CAPITAL CORP	Electric Vehicles	N/A
 E2OPEN™	 ARCLIGHT	Electric Vehicles	N/A	 PROTERRA	 APOLLO Strategic Growth Capital	Auto Insurance Technology	N/A
	 CUNEIFEROR PRINCIPAL HOLDINGS	Supply Chain	N/A	 Sotera		Auto Insurance Technology	N/A
				 CCC	 DRAGONER	Auto Insurance Technology	N/A

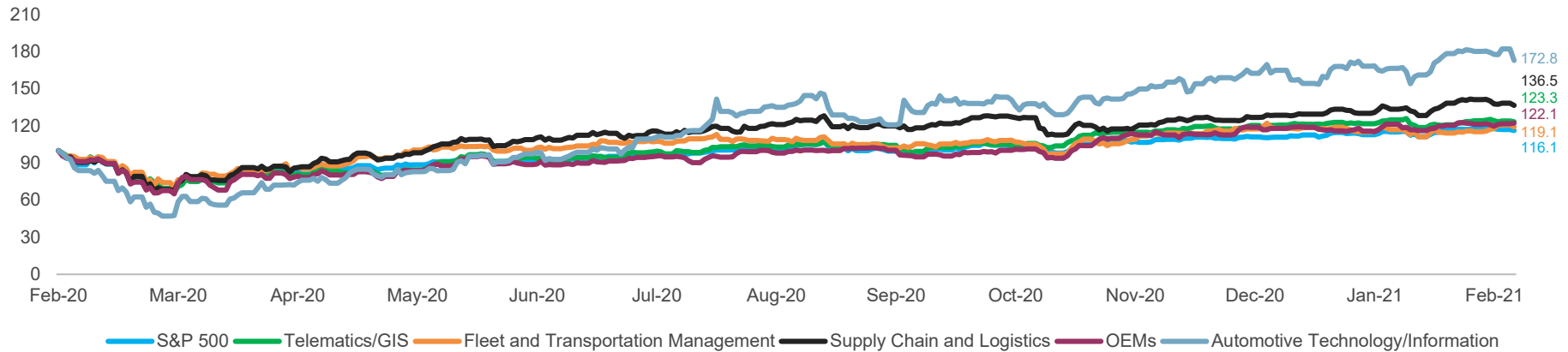
Sources: Pitchbook.com, S&P Capital IQ. Market data as of February 22, 2021.

Note: Several transactions listed above are in process and have yet to effectively close.

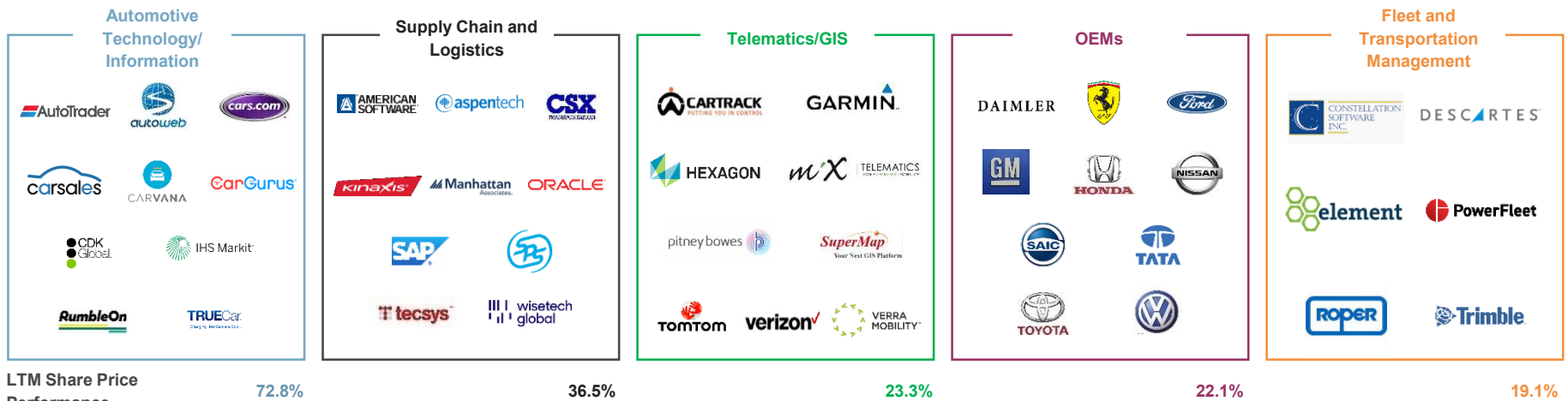
Mixed Public Company Performance...

Consistent with trends across the broader market, key subsectors within the transportation, supply chain, and logistics technology category have sharply rebounded from the March 2020 trough and continue to trade at a premium to pre-COVID-19 levels.

LTM Share Price Performance



Public Company Ecosystem Segmentation



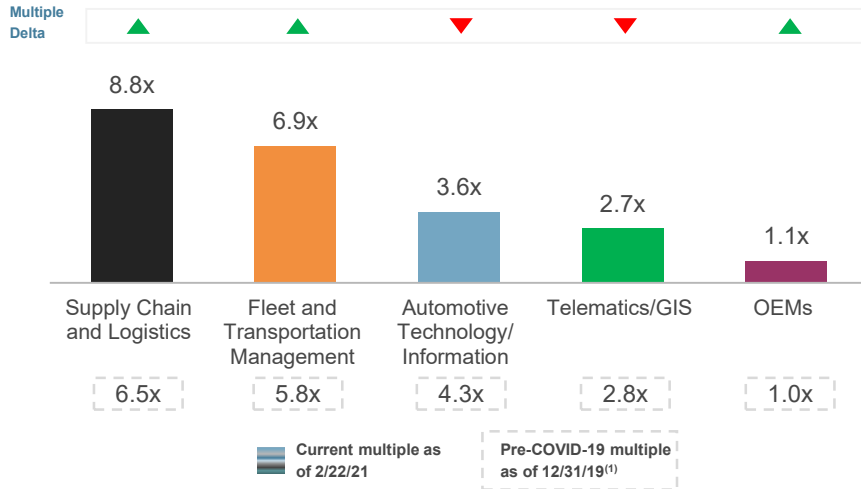
Source: S&P Capital IQ.

Note: Growth and multiples shown are median values for comp group. Market data as of February 22, 2021.

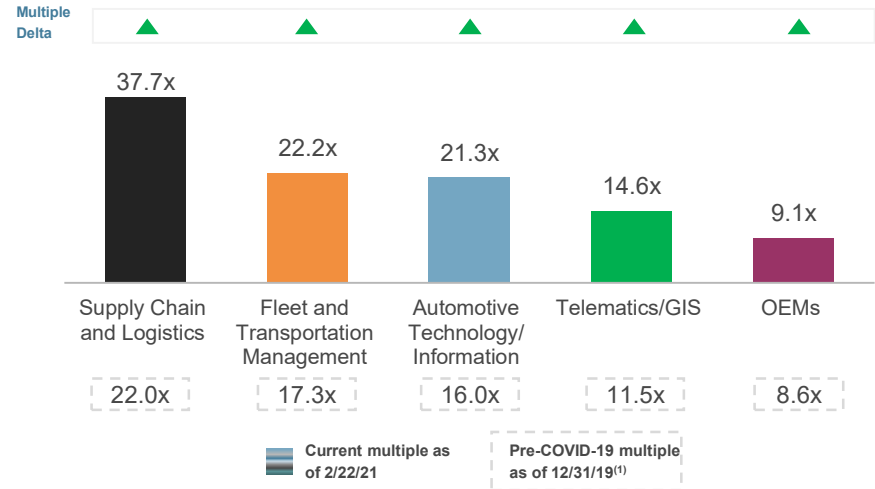
...Drives Valuation Differentiation in Certain Categories

Forward multiples across most subsectors have expanded Y/Y, as public markets seek stability of growth and profitability given market volatility.

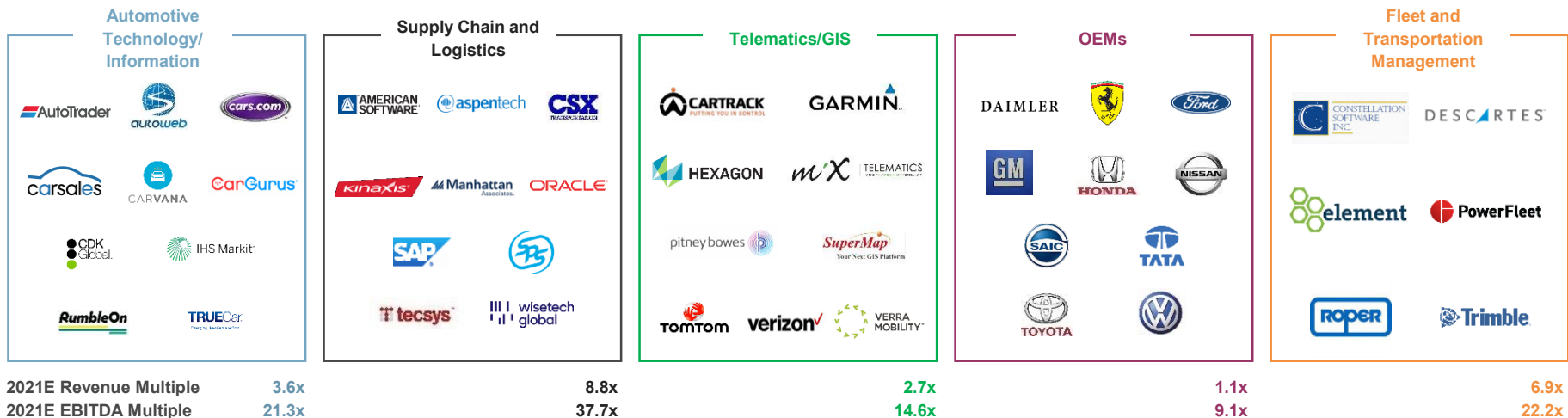
Enterprise Value/2021E Revenue



Enterprise Value/2021E EBITDA



Public Company Ecosystem Segmentation



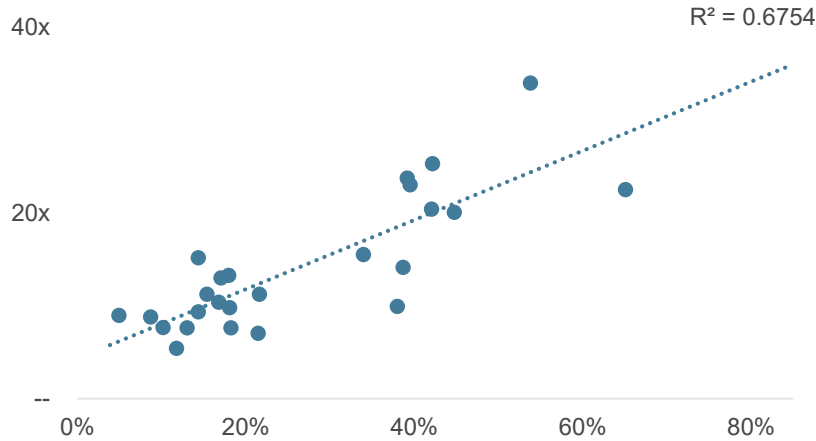
Source: S&P Capital IQ.

Note: Growth and multiples shown are median values for comp group. Market data as of February 22, 2021.

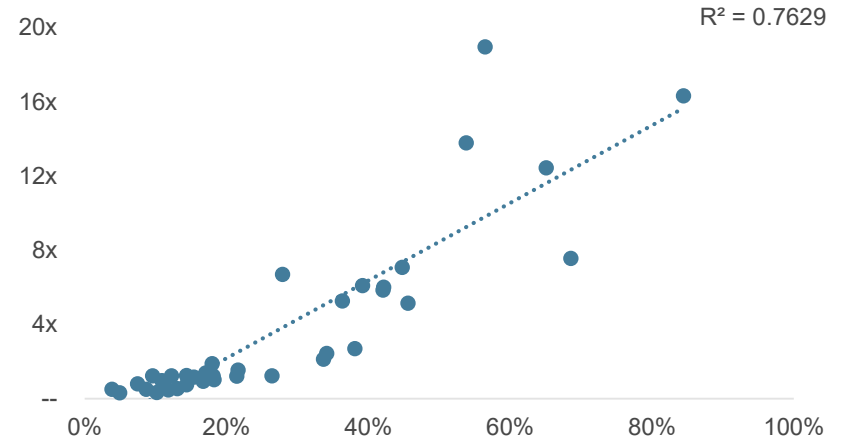
Valuation Is Correlated to Revenue Growth + EBITDA Margin

Markets continue to favor growth, but the combination of growth and profitability yields the highest valuations.

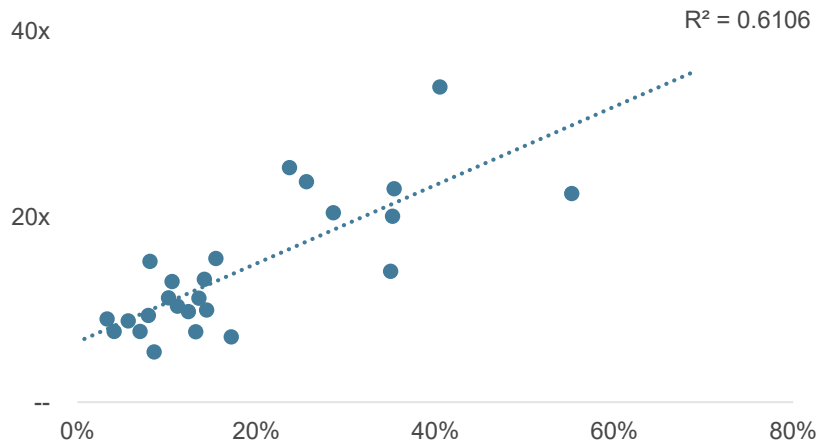
Rule of 40 vs. EV/2021E Revenue



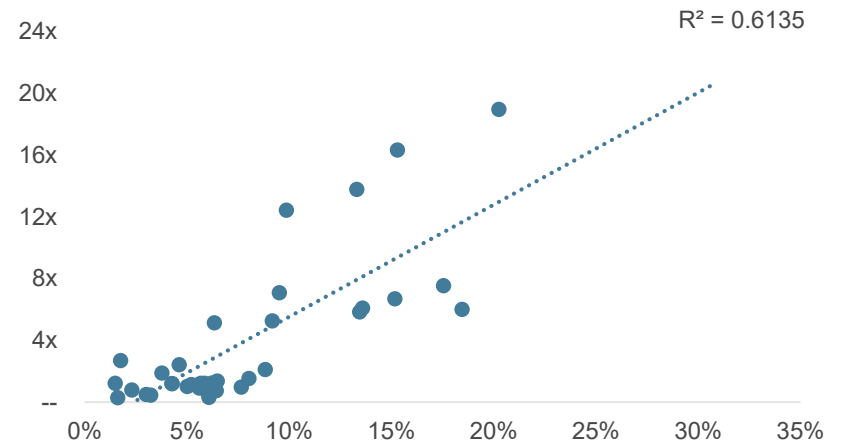
Rule of 40 vs. EV/2021E EBITDA



2021E EBITDA Margin vs. EV/2021E EBITDA



2021E–2022E Revenue Growth vs. EV/2021E Revenue



Source: S&P Capital IQ.

Note: Growth and multiples shown are median values for comp group. Market data as of February 22, 2021.

Appendix

Selected Publicly Listed Comparables

	Company Name	Market Cap USDm	EV USDm	EV/Revenue			EV/EBITDA			EBITDA Margin			2020E–2022E CAGR	
				2020	2021	2022	2020	2021	2022	2020	2021	2022	Revenue	EBITDA
Automotive Technology/Information	Auto Trader	8,057	8,147	20.5x	16.9x	14.6x	32.0x	24.4x	20.4x	64.1%	69.2%	71.7%	18.4%	25.1%
	AutoWeb	40	44	0.6x	0.5x	0.5x	na	22.7x	7.4x	nm	2.3%	6.3%	10.5%	na
	CarGurus	3,252	3,031	5.5x	4.5x	3.9x	26.4x	19.7x	16.2x	20.8%	22.6%	23.7%	19.5%	27.7%
	Cars.com	877	1,439	2.7x	2.4x	2.3x	9.4x	8.2x	7.7x	28.2%	29.5%	29.9%	7.5%	10.6%
	Carsales.com	4,025	4,359	13.4x	12.1x	11.0x	26.0x	21.3x	19.3x	51.3%	56.7%	56.8%	10.5%	16.2%
	Carvana	19,899	21,558	4.0x	2.7x	2.0x	na	na	84.2x	nm	nm	2.3%	43.0%	na
	CDK	6,323	8,927	4.9x	5.2x	4.9x	13.4x	13.1x	12.3x	36.5%	39.3%	39.4%	0.5%	4.5%
	IHS Markit	36,264	41,424	9.6x	9.0x	8.4x	26.2x	20.4x	18.8x	36.6%	44.1%	45.0%	6.7%	18.2%
	RumbleOn	98	148	0.3x	0.3x	0.2x	na	37.1x	12.0x	nm	0.8%	2.0%	18.6%	na
	TrueCar	540	399	1.4x	1.6x	1.4x	10.2x	60.0x	23.5x	13.9%	2.6%	6.2%	(0.9%)	(34.2%)
	Mean			6.3x	5.5x	4.9x	20.5x	25.2x	22.2x	35.9%	29.7%	28.3%	13.4%	9.7%
	Median			4.5x	3.6x	3.1x	26.0x	21.3x	17.5x	36.5%	29.5%	26.8%	10.5%	16.2%
Telematics/GIS	Cartrack Holdings	1,297	1,291	8.7x	7.2x	5.8x	17.3x	14.6x	12.4x	50.0%	49.3%	47.2%	21.8%	18.2%
	Garmin	24,454	22,703	5.4x	4.9x	4.6x	19.2x	18.5x	16.7x	28.2%	26.7%	27.3%	9.0%	7.3%
	Hexagon	31,984	34,735	7.6x	7.0x	6.6x	24.3x	19.1x	17.9x	31.2%	36.5%	36.8%	7.3%	16.4%
	MiX Telematics	335	300	2.3x	2.3x	2.2x	8.6x	9.5x	8.5x	26.8%	24.8%	25.3%	3.3%	0.3%
	Pitney Bowes	1,426	3,295	0.9x	0.9x	0.8x	10.7x	8.0x	7.6x	8.7%	11.1%	11.0%	5.1%	18.2%
	SuperMap Software	1,196	1,123	3.5x	2.7x	2.1x	20.6x	16.5x	13.1x	17.2%	16.6%	15.9%	30.1%	25.3%
	TomTom	1,242	843	1.3x	1.2x	1.2x	na	19.1x	17.3x	nm	6.4%	6.7%	6.6%	na
	Verizon	233,595	363,401	2.8x	2.7x	2.7x	8.0x	7.5x	7.3x	35.5%	36.3%	36.5%	2.8%	4.2%
	Verra Mobility	2,312	3,054	7.9x	7.2x	6.1x	16.9x	14.1x	11.4x	46.8%	51.2%	53.6%	13.9%	21.9%
	Mean			4.5x	4.0x	3.6x	15.7x	14.1x	12.5x	30.6%	28.8%	28.9%	11.1%	14.0%
	Median			3.5x	2.7x	2.7x	17.1x	14.6x	12.4x	29.7%	26.7%	27.3%	7.3%	17.3%
Fleet and Transportation	Constellation Software	28,560	28,518	7.2x	6.0x	5.2x	33.2x	20.1x	18.1x	21.6%	29.8%	28.7%	17.5%	35.4%
	Descartes	5,060	4,959	14.4x	12.9x	11.4x	36.0x	31.8x	27.4x	40.1%	40.5%	41.5%	12.7%	14.6%
	Element Fleet Mgmt.	4,357	13,024	17.3x	16.6x	15.6x	na	na	na	--	--	--	5.4%	na
	PowerFleet	273	292	2.6x	2.3x	1.9x	31.6x	14.8x	9.9x	8.2%	15.5%	19.4%	16.1%	78.4%
	Roper	40,288	49,547	9.0x	7.9x	7.5x	25.4x	22.2x	20.6x	35.3%	35.4%	36.6%	9.0%	11.0%
	Trimble	18,143	19,563	6.2x	5.8x	5.0x	30.3x	24.7x	19.4x	20.4%	23.6%	25.8%	11.4%	25.2%
	Mean			9.4x	8.6x	7.8x	31.3x	22.7x	19.1x	21.0%	24.1%	25.3%	12.0%	32.9%
	Median			8.1x	6.9x	6.4x	31.6x	22.2x	19.4x	21.0%	26.7%	27.2%	12.0%	25.2%

Sources: S&P Capital IQ, company information.

Note: Trading multiples are based on share price, other market data, and broker consensus future earnings estimates from S&P Capital IQ as of February 22, 2021. All financials calendarized to a December year-end.

Selected Publicly Listed Comparables (cont.)

	Company Name	Market Cap USDm	EV USDm	EV/Revenue			EV/EBITDA			EBITDA Margin			2020E–2022E CAGR	
				2020	2021	2022	2020	2021	2022	2020	2021	2022	Revenue	EBITDA
Supply Chain and Logistics	American Software	642	550	4.9x	4.7x	4.5x	49.8x	38.7x	31.1x	9.7%	12.2%	14.3%	4.4%	26.6%
	Aspen Technology	10,388	10,510	15.6x	14.0x	13.5x	30.2x	24.6x	24.5x	51.7%	56.8%	55.1%	7.6%	11.0%
	CSX	70,593	84,676	8.0x	7.4x	7.1x	14.6x	13.3x	12.6x	54.8%	55.6%	56.2%	6.5%	7.9%
	Kinaxis	3,672	3,479	15.6x	13.5x	10.5x	63.7x	57.4x	38.3x	24.5%	23.5%	27.3%	22.0%	28.9%
	Manhattan Associates	8,123	7,953	13.6x	13.0x	11.9x	64.7x	58.0x	50.6x	21.0%	22.4%	23.5%	6.8%	13.0%
	Oracle	189,743	222,751	5.6x	5.5x	5.3x	11.9x	10.9x	10.6x	47.1%	50.4%	50.2%	2.7%	6.0%
	SAP	150,281	158,626	4.8x	4.8x	4.6x	14.8x	13.7x	13.4x	32.3%	35.0%	34.5%	1.6%	5.1%
	SPS Commerce	3,870	3,705	11.9x	10.1x	9.2x	53.8x	36.7x	31.6x	22.0%	27.7%	29.1%	13.5%	30.4%
	Tecsys	661	653	7.1x	6.2x	5.4x	65.5x	48.6x	39.8x	10.9%	12.7%	13.5%	15.4%	28.3%
	WiseTech Global Ltd.	7,819	7,677	20.8x	17.4x	14.4x	71.1x	47.9x	36.7x	29.3%	36.2%	39.3%	20.2%	39.1%
	Mean			10.8x	9.7x	8.6x	44.0x	35.0x	28.9x	30.3%	33.2%	34.3%	10.1%	19.6%
	Median			9.9x	8.8x	8.1x	51.8x	37.7x	31.4x	26.9%	31.3%	31.8%	7.2%	19.8%
OEMs	Daimler AG	86,803	234,853	1.3x	1.1x	1.1x	14.4x	9.0x	8.8x	8.7%	12.7%	12.4%	7.3%	27.9%
	Ferrari	36,343	34,913	8.3x	6.7x	6.1x	31.0x	19.0x	16.3x	26.8%	35.2%	37.6%	16.6%	37.9%
	Ford	46,551	178,918	1.4x	1.2x	1.2x	37.2x	15.2x	12.7x	3.8%	8.1%	9.1%	10.2%	71.4%
	General Motors	74,899	166,680	1.4x	1.2x	1.1x	12.2x	7.0x	6.4x	11.1%	16.8%	17.5%	10.2%	37.9%
	Honda	48,943	96,787	0.8x	0.7x	0.7x	9.8x	9.1x	8.1x	7.7%	7.9%	8.4%	5.1%	10.1%
	Nissan Motor Company	21,875	77,713	1.0x	0.9x	0.9x	77.0x	27.6x	15.7x	1.3%	3.4%	5.6%	6.6%	121.6%
	SAIC Motor Corp.	40,066	41,046	0.4x	0.3x	0.3x	10.7x	7.8x	7.0x	3.3%	4.1%	4.3%	8.5%	23.5%
	Tata	15,100	9,427	0.3x	0.2x	0.2x	2.7x	1.8x	1.5x	9.9%	12.7%	13.3%	15.7%	34.6%
	Toyota	214,537	367,981	1.4x	1.4x	1.3x	12.5x	12.0x	11.0x	11.4%	11.3%	11.7%	5.1%	6.6%
	Volkswagen	105,946	305,877	1.1x	1.0x	1.0x	9.6x	7.7x	6.8x	11.9%	13.3%	14.4%	8.2%	19.0%
	Mean			1.7x	1.5x	1.4x	21.7x	11.6x	9.4x	9.6%	12.6%	13.4%	9.3%	39.1%
	Median			1.2x	1.1x	1.0x	12.3x	9.1x	8.4x	9.3%	12.0%	12.0%	8.3%	31.3%
	Overall—Mean			6.3x	5.6x	5.1x	27.1x	21.7x	18.5x	24.9%	25.7%	26.1%	11.1%	23.3%
	Overall—Median			4.9x	4.8x	4.6x	22.5x	19.0x	14.5x	22.0%	23.6%	25.3%	9.0%	18.6%

Sources: S&P Capital IQ, company information.

Note: Trading multiples are based on share price, other market data, and broker consensus future earnings estimates from S&P Capital IQ as of February 22, 2021. All financials calendarized to a December year-end.

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