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Industrials Quarterly Update

Q1 2021

Industrials trends

Engineering and Construction¹

The engineering and construction industry was well-positioned to weather the economic shock from COVID-19, with strong control over its leverage and smart cost savings. In 2021, connected technologies and an increase in associated investments should help firms realize new operational efficiencies. New business models and an increase in M&A activity are further accelerating the shift toward digital transformation in engineering and construction, as well as operational efficiencies.

Power and Utilities³

In 2021, the new Biden Administration is expected to usher in an acceleration in the energy industry's transition and convergence. The power and utilities industry is expected to lead the transition, as the new plan envisions the industry achieving an even more ambitious target of net zero emissions by 2035. The broader energy industry could start to converge, as many players seek to serve a growing clean power industry in an economy increasingly moving toward electrification.

Chemicals²

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COVID-19 had a strong impact on the chemical industry which experienced a significant decline in 2020. To succeed in the shifting industry landscape, companies will likely need to consider implementing a series of targeted, strategic initiatives across major functional areas such as R&D and technology. A critical aspect will be understanding customer behaviors and understanding how

the recovery will affect companies across different end-markets.

Renewable Energy⁴

Renewable growth is expected

to accelerate in 2021 as the new Biden Administration starts to execute on a platform that includes rejoining the Paris Climate Accord. The potential for increasing renewable energy demand, as well as the electrification of the transportation and industrial sector and oil and gas companies' plans to increase participation in the electricity value chain, are accelerating energy industry convergence. These trends may foster collaboration that gives rise to new business models and advances

In the news

February 2, 2021⁵ – Blackstone (NYSE:BX) has a reached a definitive agreement to acquire Interior Logic Group Holdings, LLC for a total transaction value of approximately \$1.6 billion. ILG is a leading, data-driven and technology-enabled provider of interior design, supply chain and installation management solutions to several of the nation's largest single-family homebuilders.

February 9, 2021⁶ – Cubic Corp. has agreed to be acquired by Veritas Capital and Evergreen Coast Capital in a deal valued at \$2.8 billion. As part of the transaction, the private equity firms will pay \$70 for each share in cash. That represents a premium of approximately 58% to Cubic's stock price at the close on Sep. 18, 2020, the day before buyout talks were announced. Cubic targets defense and transportation markets by providing defense training technologies, surveillance, integrated payment and information systems to mass transit agencies and other products.

February 19, 2021⁷– Regal Beloit Corporation announced its \$9.1 billion combination with the Process & Motion Control (PMC) Business of Rexnord Corporation. The transaction is structured as a Reverse Morris Trust in which the PMC business will be spun off by Rexnord to Rexnord's public stockholders and immediately combined with Regal Beloit in a stock-for-stock merger. The PMC platform designs and markets highly-engineered mechanical components used within complex systems.

In this update

- Industrials trends
- · Economic outlook
- Industry analysis
- Select M&A transactions
- Appendix

This update will focus on news and trends in the following areas:

- Engineering and Construction
- Chemicals
- Power and Utilities
- Renewable Energy

Who we are

Deloitte Corporate Finance LLC (DCF) is a leading global middle market M&A adviser. DCF professionals have extensive knowledge in the industrials space and use their experience to help clients create and act upon opportunities for liquidity, growth, and long-term advantages.

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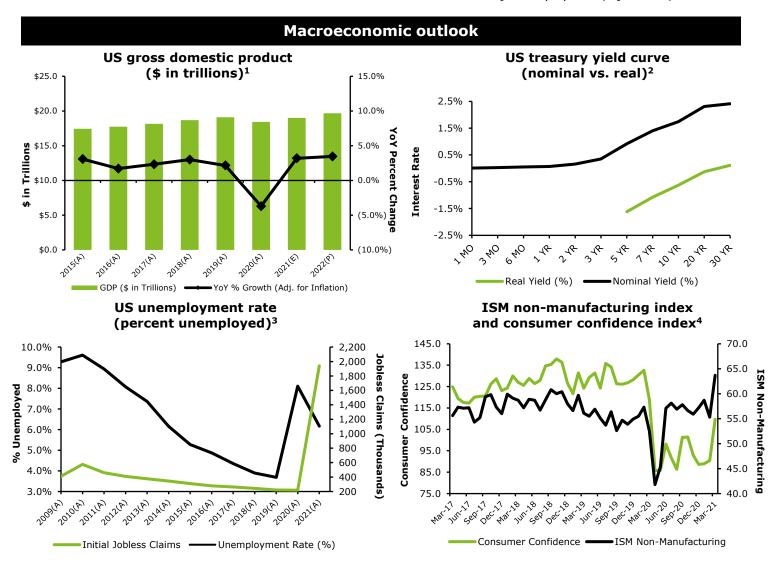
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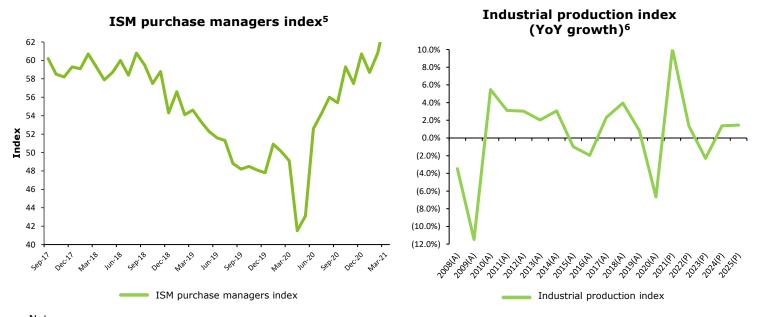
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Industrials sector outlook



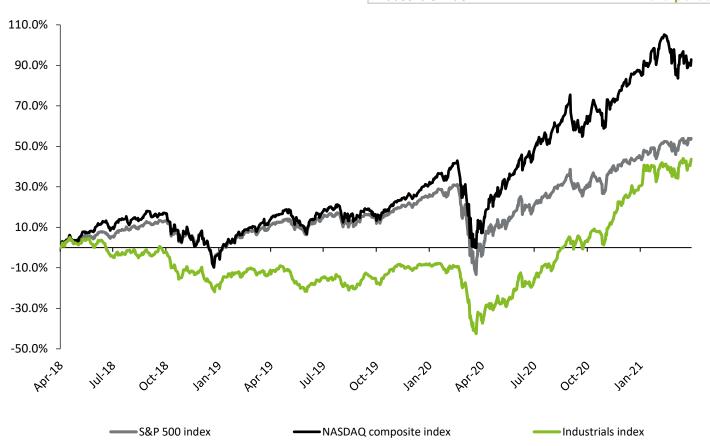
<u>Note</u>:
An ISM purchase managers index value above 50 signals economic expansion.

Industrials sector breakdown and trading statistics¹

						Last Twelve Months		NTM
Sector	Number of Companies	% of 52 Week High	Median LTM EBITDA	Median EBITDA Margin	Median Enterprise Value	EV/ Revenue	EV/ EBITDA	EV/ EBITDA
(\$ in Millions)								
Automotive	17	92.2%	\$4,783.5	8.5 %	\$98,177.7	0.9 x	11.0×	7.7 x
Building products, electric products, industrial safety	19	93.9	452.9	12.9	6,699.8	1.7	13.4	10.0
Capital equipment & rental services	22	95.3	333.6	14.5	4,315.4	1.6	14.8	11.0
Distribution, transportation & logistics	19	95.1	1050.1	9	14,222.8	1.4	14.7	11.0
Engineering & construction	30	84.4	209.1	7.3	2,684.7	0.6	12.5	7.0
Metals, plastics & paper packaging	16	92.1	990.2	15.2	10,397.6	1.5	9.9	9.0
Specialty chemicals	11	94.2	892.4	18.9	9,724.5	2.9	18.4	11.3
Industrials Sector	134	95.0%	\$669.4	10.9%	\$8,387.1	1.3 x	12.8 x	9.4 x

Public comparables three-year stock market performance²

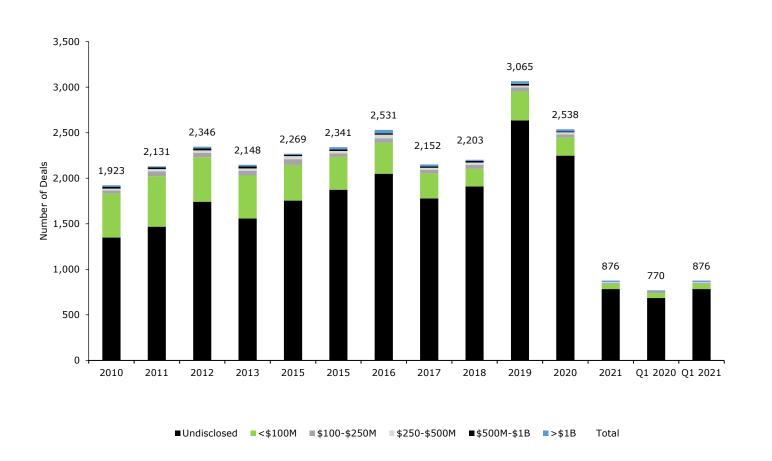
S&P 500 index	53.9 percent
NASDAQ composite index	92.8 percent
Industrials index	43.6 percent



Select large industrials M&A transactions¹

(\$ in Millions) Announced Date	Target/Acquiror	Business Description	Enterprise Value (EV)	EV/ Revenue	EV/ EBITDA
Feb-21	Interior Logic Group Holdings The Blackstone Group	Interior Logic Group Holdings is a data-driven and technology- enabled provider of interior design, supply chain and installation management solutions.	1,600.0	0.9 x	9.8 x
Feb-21	Trippe Manufacturing Company Eaton Corporation plc	Trippe manufacturers and markets power protection and connectivity solutions.	1,650.0	NA	NA
Feb-21	Cubic Corporation Veritas Capital Fund Management, LLC	Cubic is a technology-driven, leading provider of integrated solutions that increase situational understanding for transportation, defense C4ISR, and training customers.	3,450.2	2.3 x	16.5 x
Feb-21	Process & Motion Control Segment of Rexnord Corporation Regal Beloit Corporation	Rexnord's process and motion control segment designs, manufacturers, markets, and services specified, highly engineered mechanical components.	3,763.0	NA	NA
Mar-21	Kansas City Southern Canadian Pacific Railway Limited	Big River Steel LLC owns and operates a steel mill and recycling facility and is based in Arkansas.	29,013.0	11.0 x	20.4x

Annual US industrials M&A transaction volume²



Recent transactions¹

								Last Twelv	e Months	
		Announced	Close	LTM	LTM	EBITDA	Enterprise	EV/	EV/	
Target/Acquiror	Sub-Sector	Date		evenue		Margin	Value (EV)	Revenue	EBITDA	
(\$ in Millions)										
Arcturus UAV, Inc.	Aerospace and Defense	Jan-21	Feb-21	\$84.0	\$35.0	41.7%	\$409.9	4.9x	11.7x	
AeroVironment, Inc.										
Trippe Manufacturing Company	Electrical Components and Equipment	Jan-21	Mar-21	NA	NA	NA	\$1,650.0	NA	NA	
Eaton Corporation plc	1									
Interior Logic Group Holdings, LLC	Diversified Support Services	Feb-21	Pending	\$1,703.2	\$163.1	9.6%	\$1,600.0	0.9x	9.8x	
The Blackstone Group Inc.										
General Tools & Instruments LLC	Building Products	Feb-21	Jan-21	\$68.2	\$15.2	22.3%	\$120.6	1.8x	7.9x	
Worthington Industries, Inc.										
BPLI Holdings Inc.	Aerospace and Defense	Feb-21	Apr-21	\$20.5	\$4.8	23.5%	\$17.9	0.9x	3.7x	
Name 3 Capital Inc.										
Cubic Corporation	Aerospace and Defense	Feb-21	Pending	\$1,466.2	\$206.2	14.1%	\$3,450.2	2.3x	16.5x	
Veritas Capital Fund Management, LLC High Pressure Solutions Segment of										
Ingersoll Rand Inc.	Industrial Machinery	Feb-21	Apr-21	\$195.6	\$12.1	6.2%	\$545.5	2.8x	NM	
AIP, LLC										
Process & Motion Control Segment of Rexnord Corporation	Industrial Machinery	Feb-21	Pending	NA	NA	NA	\$3,763.0	NA	NA	
Regal Beloit Corporation										
Whitney, Bradley and Brown, Inc.	Aerospace and Defense	Feb-21	Pending	\$212.0	\$29.0	13.7%	\$295.0	1.4x	10.2x	
Serco Group plc										
Aegion Corporation	Construction and Engineering	Feb-21	Pending	\$807.8	\$130.0	16.1%	\$1,157.4	1.4x	8.9x	
New Mountain Capital, LLC										
Dorner Mfg. Corp.	Industrial Machinery	Mar-21	Apr-21	\$98.0	\$26.0	26.5%	\$485.0	4.9x	18.7x	
Columbus McKinnon Corporation										
Senior Operations LLC	Aerospace and Defense	Mar-21	Pending	NA	\$7.0	NA	\$73.2	NA	10.4x	
PCX Aerostructures, LLC										
Willis Lease Finance Corporation	Trading Companies and	Mar-21	Pending	\$288.8	\$201.3	69.7%	\$2,888.7	10.0x	14.3x	
CFW Partners	Distributors									
Kansas City Southern	Railroads	Mar-21	Pending	\$2,632.6	\$1,423.4	54.1%	\$29,013.2	11.0x	20.4x	
Canadian Pacific Railway Limited										
Cubic Corporation	Aerospace and Defense	Mar-21	Pendina	\$1,466.2	\$206.2	14.1%	\$3,508.2	2.4x	17.0x	
Singapore Technologies Engineering Ltd.										
Houston Wire & Cable Company	Trading Companies and	Mar-21	Pending	\$337.0	\$4.6	1.6%	\$135.7	0.5x	29.8x	
Omni Cable Corporation	Distributors		9							
Median				\$287.4	\$82.5	19.2%	\$1,157.4	2.4 x	15.0	
Mean				\$783.7	7 \$211.1	24 59/	\$3,348.4	3.6 x	16.4	
mean -				- 7 703./	_ \$ZII.I	24.5%	- 43,340.4		10.4	

Appendix

Public comparables analysis¹

Company (ticker) (\$\sin \text{Millions}) Automotive Bayerische Motoren Werke Aktiengesellschaft (DB:BMW) Daimler AG (XTRA:DAI)	% of 52 Week High	LTM Revenue	Revenue CAGR (3 Yr)	LTM EBITDA	EBITDA Margin	Enterprise Value ("EV")	EV/ Revenue	EV/ EBITDA	EV/ EBITDA
<i>(\$ in Millions)</i> Automotive Bayerische Motoren Werke Aktiengesellschaft (DB:BMW)	<u> </u>								
Bayerische Motoren Werke Aktiengesellschaft (DB:BMW)									
								46.0	
Daimler AG (XTRA:DAI)	98.1 %	\$121,088.7	0.2 %	\$10,718.0	8.9 %	\$173,449.0	1.4 x	16.2 x	N/A
	98.8	185,566.9	(1.5)	20,662.0	11.1	237,896.9	1.3	11.5	8.7
Ford Motor Company (NYSE:F)	89.4	127,144.0	(6.7)	4,807.0	3.8	180,787.7	1.4	37.6	NM
General Motors Company (NYSE:GM)	92.9	122,485.0	(5.6)	13,653.0	11.1	175,065.8	1.4	12.8	7.4
Honda Motor Co., Ltd. (TSE:7267)	95.0	126,006.7	(5.1)	10,232.6	8.1	96,952.2	0.8	9.5	9.5
Hyundai Motor Company (KOSE:A005380)	75.8	95,562.4	2.6	4,760.0	5.0	102,448.7	1.1	21.5	10.3
Isuzu Motors Limited (TSE:7202)	92.7	18,117.6	(3.3)	1,678.0	9.3 7.2	9,211.7	0.5 0.5	5.5 6.5	4.7
Kia Corporation (KOSE:A000270) Mazda Motor Corporation (TSE:7261)	81.9 87.8	54,369.0 27,454.2	3.4 (6.0)	3,939.3 678.4	2.5	25,746.3 6,675.3	0.3	9.8	3.9 3.6
Mitsubishi Corporation (TSE:8058)	93.1	120,735.7	18.9	4,685.7	3.9	99,403.2	0.2	21.2	12.4
Renault SA (ENXTPA:RNO)	91.6	53,179.2	(9.6)	2,819.6	5.3	63,130.4	1.2	22.4	9.7
SAIC Motor Corporation Limited (SHSE:600104)	68.8	113,674.1	(5.2)	5,044.4	4.4	29,108.0	0.3	5.8	5.7
Subaru Corporation (TSE:7270)	80.4	28,431.9	(5.4)	3,489.9	12.3	8,064.0	0.3	2.3	2.7
Suzuki Motor Corporation (TSE:7270)	86.6	29,435.0	(5.9)	3,154.2	10.7	22,675.5	0.3	7.2	5.4
Fesla, Inc. (NasdagGS:TSLA)	73.5	31,536.0	38.9	4,273.0	13.5	630,590.1	20.0	147.6	NM
	96.7	257,977.5		34,042.3	13.2	358,646.2	1.4	10.5	10.1
Toyota Motor Corporation (TSE:7203)			(3.1)						
/olkswagen AG (XTRA:VOW3)	95.6	272,641.0	(1.0)	28,252.0	10.4	352,357.9	1.3	12.5	8.1
Median	92.2 %	\$117,204.9	(4.2) %	\$4,783.5	8.5 %	\$98,177.7	0.9 x	11.0 x	7.7
Mean Mean	89.1 %		(2.1) %		7.9 %		0.9 x	13.3 x	7.3
Building products, electric products, industrial safety									
Beacon Roofing Supply, Inc. (NasdaqGS:BECN)	96.4 %	\$7,105.1	16.5 %	\$509.3	7.2 %	\$6,699.8	0.9 x	13.2 x	12.6
BlueLinx Holdings Inc. (NYSE:BXC)	86.5	3,097.3	19.5	156.6	5.1	1,029.2	0.3	6.6	8.3
BMC Stock Holdings, Inc.	N/A	3,881.7	5.9	284.7	7.3	-,	0.0	0.0	N/A
Boral Limited (ASX:BLD)	98.7	4,177.2	2.9	464.8	11.1	6,931.8	1.7	14.9	10.
Builders FirstSource, Inc. (NasdaqGS:BLDR)	98.6	8,558.9	6.8	660.4	7.7	11,260.0	1.3	17.0	8.:
Compagnie de Saint-Gobain S.A. (ENXTPA:SGO)	98.4	46,639.8	(2.2)	4,996.9	10.7	40,365.2	0.9	8.1	6.8
Cornerstone Building Brands, Inc. (NYSE:CNR)	98.0	4,617.4	23.8	574.9	12.5	5,065.8	1.1	NM	7.0
Eagle Materials Inc. (NYSE:EXP)	96.9	1,631.3	5.7	491.1	30.1	6,590.0	4.0	13.4	11.
Emerson Electric Co. (NYSE:EMR)	96.8	16,795.0	1.9	3,702.0	22.0	60,254.7	3.6	16.3	15.:
Gibraltar Industries, Inc. (NasdaqGS:ROCK)	90.9	1,032.6	1.5	134.0	13.0	3,136.1	3.0	23.4	16.7
Huttig Building Products, Inc. (NasdaqCM:HBP)	83.8	792.3	1.7	19.0	2.4	232.5	0.3	NM	NM
	94.8	2,774.9	11.1	713.2	25.7	14,697.8	5.3	20.6	19.1
lames Hardie Industries plc (ASX:JHX)					30.2				
Martin Marietta Materials, Inc. (NYSE:MLM)	94.4	4,432.1	6.0	1,338.7		23,700.9	5.3	17.7	17.6
Owens Corning (NYSE:OC)	99.9	7,055.0	3.4	1,345.0	19.1	12,464.0	1.8	9.3	7.9
Summit Materials, Inc. (NYSE:SUM)	89.7	2,332.5	6.5	445.4	19.1	4,801.5	2.1	10.8	9.7
J.S. Concrete, Inc. (NasdaqGS:USCR)	83.9	1,365.7	0.7	170.3	12.5	1,918.6	1.4	11.3	9.2
USG Corporation	N/A	3,336.0	4.6	430.0	12.9	6,787.5	2.0	15.8	N/A
Vulcan Materials Company (NYSE:VMC) Wienerberger AG (WBAG:WIE)	94.4 100.0	4,856.8 4,103.5	7.7 2.4	1,298.5 604.1	26.7 14.7	24,587.9 5,246.4	5.1 1.3	18.9 8.7	18.7 7.2
		·							
Median	96.4 %	\$4,103.5	5.7 %	\$509.3	12.9 %	\$6,699.8	1.7 x	13.4 x	10.0
Mean	94.2 %		6.7 %		15.3 %		2.2 x	13.3 x	11.7
Capital equipment & rental services									
Aggreko Pic (LSE:AGK)	96.7 %	\$1,863.6	(7.0) %	\$554.3	29.7 %	\$3,608.8	1.9 x	6.5 x	5.0
Ashtead Group plc (LSE:AHT)	99.8	6,700.6	10.2	2,904.2	43.3	33,497.7	5.0	11.5	11.0
Astec Industries, Inc. (NasdaqGS:ASTE)	97.8	1,024.4	(4.7)	78.5	7.7	1,587.4	1.5	20.2	14.3
Caterpillar Inc. (NYSE:CAT)	97.9	41,748.0	(2.8)	7,294.0	17.5	155,927.0	3.7	21.4	18.9
Cervus Equipment Corporation (TSX:CERV)	94.6	963.7	0.2	43.9	4.6	312.7	0.3	7.1	5.8
THI Industrial N.V. (NYSE:CNHI)	98.1	26,032.0	(2.1)	1,532.0	5.9	39,471.5	1.5	25.8	15.4
Cummins Inc. (NYSE:CMI)	93.0	19,811.0	(1.0)	2,582.0	13.0	39,490.4	2.0	15.3	11.
Deere & Company (NYSE:DE)	94.8	36,995.0	6.8	6,479.0	17.5	156,365.9	4.2	24.1	19.
Finning International Inc. (TSX:FTT)	92.9	4,862.7	(0.3)	401.8	8.3	5,120.2	1.1	12.7	8.
H&E Equipment Services, Inc. (NasdaqGS:HEES)	97.2	1,169.1	4.3	146.9	12.6	2,449.6	2.1	16.7	6.:
Herc Holdings Inc. (NYSE:HRI)	92.9	1,798.9	0.0	302.2	16.8	5,022.0	2.8	16.6	5.8
Gorea Shipbuilding & Offshore Engineering Co., Ltd. (KOSE:A009540)	91.8	13,694.8	(1.2)	443.6	3.2	11,067.3	0.8	NM	19.
Manitex International, Inc. (NasdaqCM:MNTX)	86.8	167.5	(7.7)	3.2	1.9	199.7	1.2	63.0	18.
1cGrath RentCorp (NasdaqGS:MGRC)	94.5	572.6	7.4	149.5	26.1	2,208.1	3.9	14.8	9.
lishio Rent All Co., Ltd. (TSE:9699)	98.5	1,435.3	5.4	366.2	25.5	1,186.9	0.8	3.2	3.0
Oshkosh Corporation (NYSE:OSK)	96.8	6,738.2	(2.2)	570.9	8.5	8,257.7	1.2	14.5	12.
Strongco Corporation	N/A	305.8	2.0	18.1	5.9	-	0.0	0.0	N/A
The Manitowoc Company, Inc. (NYSE:MTW)	86.4	1,443.4	(3.0)	81.5	5.6	936.0	0.6	11.5	11.3
Foromont Industries Ltd. (TSX:TIH)	99.3	2,730.3	14.0	411.9	15.1	6,400.0	2.3	15.5	13.
	97.6	8,530.0	8.7	2,283.0	26.8	34,021.6	4.0	14.9	8.
							1.7	7.0	5.3
United Rentals, Inc. (NYSE:URI) Vp.plc (LSE:VP.)	93.0	411.8	6.6	90.4	22.0	706.1	1.7	7.8	٥.,
United Rentals, Inc. (NYSE:URI)		411.8 1,116.5	6.6 2.6	90.4 75.2	22.0 6.7	639.9	0.6	8.5	
Jnited Rentals, Inc. (NYSE:URI) /p plc (LSE:VP.)	93.0								5.9

Note: Tesla Motors excluded from automotive mean and median calculations due to abnormally high growth and low profitability.

Public comparables analysis (cont.)¹

							Last Twelve Months		NTM	
Company (ticker)	% of 52 Week High	LTM Revenue	Revenue CAGR (3 Yr)	LTM EBITDA	EBITDA Margin	Enterprise Value ("EV")	EV/ Revenue	EV/ EBITDA	EV/ EBITDA	
(\$ in Millions)	Weekingii	- REVENUE	CAGR (5 11)	LDIIDA	Hargin	(= -)	Tevenue	LDIIDA	LDIIDA	
Distribution, transportation & logistics										
ArcBest Corporation (NasdaqGS:ARCB)	96.0 %	\$2,940.2	1.3 %	\$213.3	7.3 %	\$1,864.0	0.6 x	8.7 x	6.6 x	
C.H. Robinson Worldwide, Inc. (NasdaqGS:CHRW)	91.0	16,207.1	2.9	752.4	4.6	13,924.7	0.9	18.5	15.8	
Deutsche Post AG (XTRA:DPW)	99.3	82,047.7	3.4	7,529.1	9.2	83,694.3	1.0	11.1	7.1	
Echo Global Logistics, Inc. (NasdaqGS:ECHO) Expeditors International of Washington, Inc. (NasdaqGS:EXPD)	92.0 99.8	2,511.5 10,116.5	8.9 13.5	48.4 997.4	1.9 9.9	971.2 17,261.1	0.4 1.7	20.0 17.3	10.0 16.9	
FedEx Corporation (NYSE:FDX)	92.8	78,752.0	7.2	8,586.0	10.9	104,945.1	1.7	12.2	9.7	
Forward Air Corporation (NasdagGS:FWRD)	95.6	1,269.6	2.8	115.0	9.1	2,664.1	2.1	23.2	16.1	
Hapag-Lloyd Aktiengesellschaft (DB:HLAG)	72.2	15,623.7	8.6	2,608.7	16.7	33,136.6	2.1	12.7	N/A	
Hub Group, Inc. (NasdagGS:HUBG)	98.5	3,495.6	3.8	237.2	6.8	2,530.4	0.7	10.7	8.9	
J.B. Hunt Transport Services, Inc. (NasdagGS:JBHT)	99.9	9,973.9	9.9	1,295.2	13.0	19,076.3	1.9	14.7	11.9	
Knight-Swift Transportation Holdings Inc. (NYSE:KNX)	98.6	4,772.1	11.7	1,150.1	24.1	8,953.6	1.9	7.8	6.5	
Kuehne + Nagel International AG (SWX:KNIN)	99.2	23,037.0	3.1	1,444.5	6.3	35,065.0	1.5	24.3	17.8	
Landstar System, Inc. (NasdaqGS:LSTR)	98.2	4,495.9	4.7	363.5	8.1	6,328.5	1.4	17.4	13.3	
Nippon Yusen Kabushiki Kaisha (TSE:9101)	90.3	15,125.3	(10.0)	1,637.5	10.8	14,222.8	0.9	8.7	9.1	
Old Dominion Freight Line, Inc. (NasdaqGS:ODFL)	100.0	4,154.3	5.6	1,254.5	30.2	27,970.9	6.7	22.3	19.0	
Ryder System, Inc. (NYSE:R)	96.3	8,420.1	5.0	2,286.0	27.1	10,864.0	1.3	4.8	4.4	
United Parcel Service, Inc. (NYSE:UPS)	96.2	84,628.0	8.3	4,108.0	4.9	170,375.1	2.0	41.5	14.1	
Werner Enterprises, Inc. (NasdaqGS:WERN)	98.8	2,372.2	3.9	484.4	20.4	3,419.7	1.4	7.1	5.9	
XPO Logistics, Inc. (NYSE:XPO)	97.0	16,252.0	1.9	1,296.0	8.0	20,214.0	1.2	15.6	12.5	
Median	97.0 %	\$9,973.9	4.7 %	\$1,254.5	9.2 %	\$14,222.8	1.4 x	14.7 x	11.0 x	
Mean	95.3 %		5.1 %		12.1 %		1.6 x	15.7 x	11.4 x	
Engineering & construction	95.7 %	+42 744 0	0.1 %	+022.0	2.2 %	*12.440.0	0.3 x	14.6 x	4.9 x	
ACS, Actividades de Construcción y Servicios, S.A. (BME:ACS) Aegion Corporation (NasdaqGS:AEGN)	98.0	\$42,744.0 807.8	(15.9)	\$923.0 85.6	10.6	\$13,448.8 1,093.2	0.3 x 1.4	14.6 x 12.8	4.9 x 11.7	
Arcadis NV (ENXTAM:ARCAD)	99.3	4,040.6	0.9	312.4	7.7	4,046.9	1.0	13.0	9.7	
Babcock International Group PLC (LSE:BAB)	52.4	5,643.7	(2.4)	255.0	4.5	4,031.9	0.7	15.8	5.9	
Balfour Beatty plc (LSE:BBY)	97.9	9,994.0	1.9	58.7	0.6	2,650.1	0.3	45.1	7.8	
Bilfinger SE (DB:GBF)	95.1	4,233.6	(5.1)	102.4	2.4	968.4	0.2	NM	N/A	
CIMIC Group Limited (ASX:CIM)	62.3	6,019.4	(16.6)	(1,017.8)	NM	4,272.8	0.7	NM	6.0	
Comfort Systems USA, Inc. (NYSE:FIX)	99.5	2,856.7	16.9	249.8	8.7	3,020.8	1.1	12.1	12.7	
Costain Group PLC (LSE:COST)	56.7	1,335.8	(16.6)	(108.5)	NM	128.3	0.1	NM	2.0	
DL Holdings Co.,Ltd. (KOSE:A000210)	38.1	1,439.1	(49.7)	155.3	10.8	2,917.0	2.0	18.8	2.7	
Daewoo Engineering & Construction Co., Ltd. (KOSE:A047040)	94.2	7,476.7	(11.6)	651.8	8.7	3,435.2	0.5	5.3	5.4	
Ebara Corporation (TSE:6361)	99.2	5,074.5	(1.6)	521.7	10.3	3,575.7	0.7	6.9	6.6	
Fluor Corporation (NYSE:FLR)	92.7	15,668.5	1.9	250.5	1.6	3,223.7	0.2	12.9	9.9	
Fomento de Construcciones y Contratas, S.A. (BME:FCC)	99.8	7,715.5	1.9	1,200.1	15.6	9,466.3	1.2	7.9	8.1	
GS Engineering & Construction Corporation (KOSE:A006360)	92.3	9,301.9	(4.7)	769.0	8.3	3,887.8	0.4	5.1	4.6	
Keller Group plc (LSE:KLR)	92.8	2,815.9	(0.1)	224.6	8.0	1,082.3	0.4	4.8	4.8	
Kier Group plc (LSE:KIE)	81.0	4,396.8	(8.0)	(125.3)	NM	907.5	0.2	NM	4.9	
Koninklijke BAM Groep nv (ENXTAM:BAMNB)	86.6	8,279.1	1.2	(65.8)	NM	(298.7)	N/A	NM	NM	
Maire Tecnimont S.p.A. (BIT:MT) Matrix Service Company (NasdagGS:MTRX)	92.6 83.9	3,152.9 794.4	(9.8) (10.2)	113.4 14.9	3.6 1.9	1,397.0 292.6	0.4 0.4	12.3 19.6	6.7 8.1	
Monadelphous Group Limited (ASX:MND)	68.4	1,198.6	1.8	46.3	3.9	711.0	0.4	15.3	9.0	
Morgan Sindall Group plc (LSE:MGNS)	94.8	4,142.3	2.8	46.3 97.5	2.4	711.0	0.6	7.7	9.0 5.7	
Oil States International, Inc. (NYSE:OIS)	67.3	638.1	(1.6)	(17.1)	NM	539.9	0.2	NM	13.3	
Penta-Ocean Construction Co., Ltd. (TSE:1893)	92.1	4,646.6	(2.4)	385.4	8.3	2,719.3	0.6	7.1	7.2	
Primoris Services Corporation (NasdaqGS:PRIM)	80.1	3,491.5	13.6	249.9	7.2	2,007.0	0.6	8.0	6.8	
Quanta Services, Inc. (NYSE:PWR)	98.8	11,202.7	5.8	911.0	8.1	13,611.2	1.2	14.9	12.9	
RPC, Inc. (NYSE:RES)	76.0	598.3	(27.9)	(6.2)	NM	1,152.5	1.9	NM	18.3	
Sumitomo Heavy Industries, Ltd. (TSE:6302)	94.7	8,126.2	3.7	821.1	10.1	4,112.7	0.5	5.0	5.7	
Team, Inc. (NYSE:TISI)	86.8	852.5	(10.8)	24.0	2.8	728.3	0.9	NM	11.8	
VINCI SA (ENXTPA:DG)	97.3	53,967.0	2.4	6,398.8	11.9	87,428.5	1.6	13.7	9.9	
Median	92.7 %	\$4,315.2	(1.6) %	\$190.0	7.9 %	\$2,684.7	0.6 x	12.5 x	7.0 x	
Mean	85.6 %		(4.7) %		6.7 %		0.7 x	12.7 x	8.0 x	
	05.0-70		\ <i>,</i>							

Public comparables analysis (cont.)¹

							Last Twelve Months		NTM	
Company (ticker)	% of 52 Week High	LTM Revenue	Revenue CAGR (3 Yr)	LTM EBITDA	EBITDA Margin	Enterprise Value ("EV")	EV/ Revenue	EV/ EBITDA	EV/ EBITDA	
(\$ in Millions)	Weekingii	REVENUE	CAGR(STI)	LDIIDA	riargiii	(=)	Revenue	LDIIDA	LDIIDA	
Metals, plastics & paper packaging										
Alcoa Corporation (NYSE:AA)	94.0 %	\$9,775.0	(6.8) %	\$1,254.0	12.8 %	\$8,710.1	0.9 x	6.9 x	3.6 x	
AptarGroup, Inc. (NYSE:ATR)	98.6	2,929.3	5.9	590.4	20.2	10,441.2	3.6	17.7	16.9	
ArcelorMittal (ENXTAM:MT)	96.6	53,270.0	(8.1)	5,246.0	9.8	38,517.1	0.7	7.3	3.5	
Avery Dennison Corporation (NYSE:AVY)	99.6	6,971.5	1.8	1,049.9	15.1	17,642.4	2.5	16.8	15.8	
Ball Corporation (NYSE:BLL)	84.0	11,781.0	2.4	1,933.0	16.4	35,093.4	3.0	18.2	16.9	
Berry Global Group, Inc. (NYSE:BERY)	97.3	12,029.0	17.7	2,204.0	18.3	18,778.0	1.6	8.5	8.5	
Commercial Metals Company (NYSE:CMC)	95.0	5,604.9	9.6	581.3	10.4	4,504.4	0.8	7.7	6.6	
Crown Holdings, Inc. (NYSE:CCK)	98.5	11,896.0	9.8	1,858.0	15.6	21,036.2	1.8	11.3	12.5	
Graphic Packaging Holding Company (NYSE:GPK)	98.4	6,559.9	14.2	912.6	13.9	9,012.2	1.4	9.9	8.5	
Greif, Inc. (NYSE:GEF)	93.6	4,549.1	6.9	628.2	13.8	5,632.5	1.2	9.0	8.3	
O-I Glass, Inc. (NYSE:OI)	95.9	6,091.0	(3.9)	866.0	14.2	7,105.5	1.2	8.2	6.7	
Packaging Corporation of America (NYSE:PKG)	91.5	6,658.2	1.1	1,244.7	18.7	14,402.8	2.2	11.6	10.9	
Sealed Air Corporation (NYSE:SEE)	95.2	4,903.2	3.2	974.5	19.9	10,354.0	2.1	10.6	9.6	
Silgan Holdings Inc. (NasdagGS:SLGN)	96.1	4,921.9	6.4	770.0	15.6	7,678.2	1.6	10.0	9.4	
Sonoco Products Company (NYSE:SON)	98.8	5,237.4	0.8	748.1	14.3	7,898.7	1.5	10.6	9.8	
WestRock Company (NYSE:WRK)	95.9	17,556.6	4.7	2,732.0	15.6	23,226.6	1.3	8.5	7.3	
Median	96.0 %	\$6,609.1	3.9 %	\$1,012.2	15.3 %	\$10,397.6	1.5 x	9.9 x	9.0 x	
Mean	95.6 %		4.1 %		15.3 %		1.7 x	10.8 x	9.7 x	
Specialty chemicals										
Albemarle Corporation (NYSE:ALB)	80.0 %	\$3,128.9	0.6 %	\$781.8	25.0 %	\$20,721.7	6.6 x	26.5 x	25.6 x	
Ashland Global Holdings Inc. (NYSE:ASH)	98.1	2,345.0	(9.2)	474.0	20.2	6,987.9	3.0	14.7	11.5	
Axalta Coating Systems Ltd. (NYSE:AXTA)	95.2	3,737.6	(5.1)	736.6	19.7	9,724.5	2.6	13.2	10.8	
BASE SE (XTRA:BAS)	97.5	72,353.5	(1.1)	8,528.4	11.8	95,282.9	1.3	11.2	8.6	
Celanese Corporation (NYSE:CE)	97.6	5,993.0	(2.8)	1,230.8	20.5	20,271.0	3.4	16.5	10.4	
DuPont de Nemours, Inc. (NYSE:DD)	89.5	20,397.0	20.5	4,787.0	23.5	62,538.6	3.1	NM	15.5	
H.B. Fuller Company (NYSE:FUL)	97.7	2,869.6	4.5	411.4	14.3	5,016.7	1.7	12.2	11.0	
Avient Corporation (NYSE:AVNT)	92.3	3,242.1	7.8	382.5	11.8	5,744.8	1.8	15.0	11.3	
PPG Industries, Inc. (NYSE:PPG)	97.1	14,338.0	(1.6)	2,394.0	16.7	40,713.4	2.8	17.0	14.6	
Sensient Technologies Corporation (NYSE:SXT)	96.7	1,341.0	(0.9)	234.1	17.5	3,890.6	2.9	16.6	16.8	
W. R. Grace & Co. (NYSE:GRA)	94.2	1,729.8	0.3	313.9	18.1	5,778.2	3.3	18.4	11.1	
Median	96.7 %	\$3,242.1	(0.9) %	\$736.6	18.1 %	\$9,724.5	2.9 x	14.9 x	11.3 x	
Mean	94.2 %		1.2 %		18.1 %		3.0 x	15.8 x	13.3 x	

Sources cited

Page 2:

- 1. 2021 Engineering and Construction Industry outlook. Deloitte, 2021, accessed April 22, 2021.
- 2. 2021 Chemical Industry outlook. Deloitte, 2021, accessed April 22, 2021.
- 3. 2021 Power and Utilities Industry outlook. Deloitte, 2021, accessed April 22, 2021.
- 4. 2021 Renewables Industry Outlook. Deloitte, 2021, accessed April 22, 2021.
- 5. Blackstone to Acquire Interior Logic Group, A leading, Data-driven Provider of Design Solutions to Homebuilders, for \$1.6 billion, MarketWatch, <a href="https://www.marketwatch.com/press-release/blackstone-to-acquire-interior-logic-group-a-leading-data-driven-provider-of-design-solutions-to-homebuilders-for-16-billion-2021-02-02#:~:text=Blackstone%20%28NYSE%3ABX%29%20today%20announced%20that%20private%20equity%20funds,a%20total%20transaction%20value%20of%20approximately%20%241.6%20billion., accessed April 22, 2021.
- 6. Cubic Inks \$2.8B Buyout Deal With Veritas Capital, Evergreen; Share Spiek 10%. Nasdaq, https://www.nasdaq.com/articles/cubic-inks-%242.8b-buyout-deal-with-veritas-capital-evergreen-shares-spike-10-2021-02-09, accessed April 27, 2021.
- 7. Regal Beloit Corporation's US\$9.1 Billion Combination with the Process & Motion Control (PMC) Business of Rexnord Corporation, Global Legal Chronicle, <a href="https://www.globallegalchronicle.com/regal-beloit-corporations-us9-1-billion-combination-with-the-process-motion-control-pmc-business-of-rexnord-corporation/#:~:text=Regal%20Beloit%20Corporation%20announce%20its%20US%249.1%20billion%20combination,combined%20with%20Regal%20Beloit%20in%20a%20stock-for-stock%20merger., accessed April 22, 2021.

Page 3:

- US Bureau of Economic Analysis. National Economic Accounts. https://www.bea.gov/national/index.htm#gdp, accessed April 22, 2021.
- 2. US Department of the Treasury. Accessed April 22, 2021. Data as of March 31, 2020.
- 3. US Bureau of Labor Statistics. Accessed January 22, 2021. Data as of March 31, 2020.
- 4. S&P Capital IQ. Accessed April 23, 2021. Data as of March 31, 2021.
- 5. S&P Capital IQ. Accessed April 23, 2021. Data as of March 31, 2021.
- 6. IBIS World. Accessed April 23, 2021. Data as of December 31, 2020.

<u>Page 4</u>:

- 1. S&P Capital IQ. Accessed April 23, 2021. Data as of March 31, 2021.
- 2. S&P Capital IQ. Accessed April 23, 2021. Data as of March 31, 2021.

Page 5:

- 1. S&P Capital IQ. Accessed April 23, 2021. Data as of March 31, 2021.
- 2. S&P Capital IQ. Accessed April 23, 2021. Data as of March 31, 2021.

Page 6:

1. S&P Capital IQ. Accessed April 23, 2021. Data as of March 31, 2021.

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1. S&P Capital IQ. Accessed April 23, 2021. Data as of March 31, 2021.

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1. S&P Capital IQ. Accessed April 23, 2021. Data as of March 31, 2021.

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1. S&P Capital IQ. Accessed April 23, 2021. Data as of March 31, 2021.

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