

# **QUARTERLY DEALS** & MARKET ROUNDUP

**Business Process Outsourcing** (BPO)

April 2018



Customer Experience



IT / Consulting



Operations



B HR / Payroll



Healthcare Industry



# **Highlights**

This quarter's BPO Roundup discusses the following key developments:



BPOs THAT COMBINE TECHNOLOGY WITH DOMAIN EXPERTISE MAKE THE MOST OF DIGITIZATION



SKILL UPGRADATION HAS BECOME PIVOTAL TO BUILD A FUTURE-PROOF WORKFORCE



BPOs ARE REALIGNING FOCUS ON CONSUMER-FACING INDUSTRIES AS DIGITIZATION INCREASES



INCREASING DIGITIZATION ACROSS INDUSTRIES DRIVING BPO M&A ACTIVITY





# **Overview of Evolve Capital Partners**

#### **ABOUT ECP**

- Evolve Capital Partners (ECP) is a specialized investment bank focused on businesses serving industries at the intersection of finance and technology.
- We are dedicated investment bankers focused on evolving industries, and we support sustainable growth through transformational M&A / financing transactions.
- ECP is a dedicated, creative, and fully independent investment bank that advises private and public companies on merger, divestiture and acquisition transactions, and capital raising through private placements.
- We also provide structured financial advisory services our investment banking practice provides a comprehensive suite of solutions to businesses.
- With over 30 engagements executed by its leaders, Evolve Capital Partners has served as a proud partner, bringing renewed value to companies at the intersection of finance and technology.
- We were founded in 2012 and are based in New York, NY.

#### HIGH-TOUCH INVESTMENT BANKING

Few investment banks have transaction experience across both corporate and asset finance.



# **Our Clients**

- Corporations
- Management Teams
- VC & PE Backed Companies
- Independent Directors / Boards



# **Investment Banking Advisory**

- M&A
- StrategicAlliances
- Capital Raises and Asset Finance
- Financial Restructuring



# **Industry Focus**

Finance and Technology Firms

BPO Specialty Finance Payments Securities

IoT Enterprise Software Lending Financial Services

B2B Analytics InsuranceTech Financial Management



# We Focus Exclusively on Finance and Technology-Related Firms

























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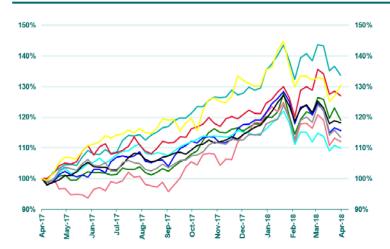
# 5. Select Wall Street Research & Commentary



# **Market Summary**

### Industry Stock Market Performance of ECP Sector Coverage

#### **Last 12 Months**



#### **Payments**

**Healthcare Tech** 

**Financial Management Solutions** 

**Bank Technology Solutions** 

**BPO** 

**Securities** 

Data & Analytics / IoT

**Specialty Finance / Alternative Lending** 

**Insurance** 

#### **Last 3 Years**



#### **Payments**

#### **Healthcare Tech**

Data & Analytics / IoT

### **Financial Management Solutions**

**Bank Technology Solutions** 

**Securities** 

**Insurance** 

**BPO** 

**Specialty Finance / Alternative Lending** 

# **Indexed Price Performance**

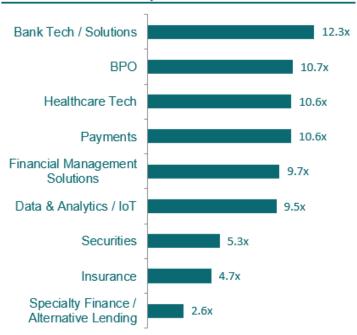
Sector	3 Months	1 Year	3 Years
Payments	4.4%	33.2%	56.3%
Bank Tech / Solutions	2.9%	18.8%	33.2%
Specialty Finance / Alternative Lending	(1.8%)	12.3%	5.9%
Securities	(1.6%)	15.9%	21.5%
Healthcare Tech	(4.6%)	9.6%	55.4%
BPO	3.2%	17.7%	14.0%
Financial Management Solutions	4.6%	26.3%	36.8%
Data & Analytics / IoT	0.4%	12.9%	45.0%
Insurance	(1.4%)	30.1%	18.2%



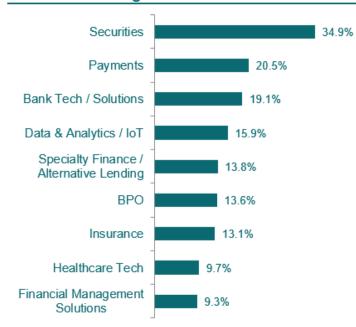
# Multiples & Margins - All Sectors

### **Industry-wide Multiples and Margins**

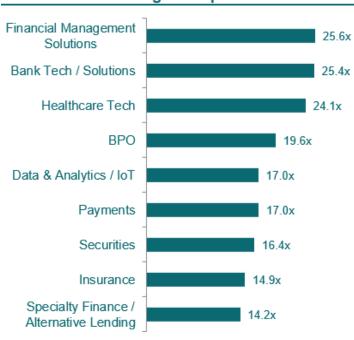
### 2018E EBITDA Multiples



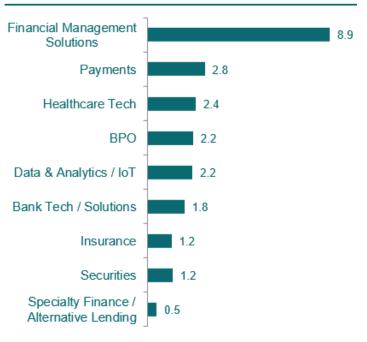
### **LTM EBITDA Margins**



### 2018E Price / Earnings Multiples



#### 2018E PEG Ratio



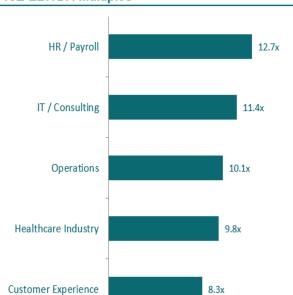
Source: Capital IQ and market data as of April 6, 2018



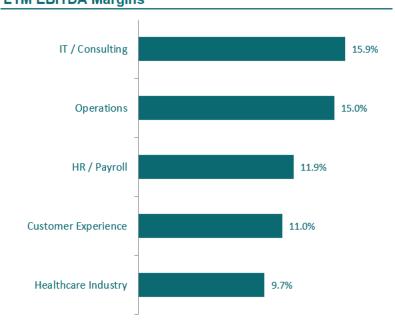
# **Multiples & Margins – BPO**

### Sub-sector Multiples and Margins

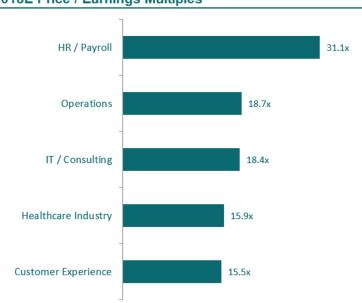
# 2018E EBITDA Multiples



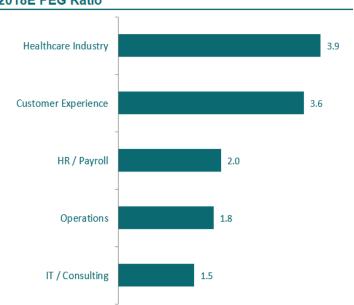
### **LTM EBITDA Margins**



#### 2018E Price / Earnings Multiples



#### 2018E PEG Ratio



Source: Capital IQ and market data as of April 6, 2018

# **Stock Comparables – BPO**

(All figures in US Dollars in millions, except per share data, as of April 6, 2018)

	Aggre	egate			Multip	les		
ВРО	Market Cap	Enterprise	Price / E	arnings	EV / E	BITDA	EV / \$	Sales
Sub-Sector		Value	FY18E	FY19E	FY18E	FY19E	FY18E	FY19E
Customer Experience	\$13,647	\$15,582	15.5x	11.4x	8.3x	6.0x	1.0x	0.9x
IT / Consulting	\$417,170	\$406,761	18.4x	16.0x	11.4x	9.9x	2.1x	1.9x
Operations	\$28,917	\$33,967	18.7x	15.6x	10.1x	9.3x	1.7x	1.6x
HR / Payroll	\$90,621	\$89,545	31.1x	24.5x	12.7x	14.0x	3.9x	3.5x
Healthcare Industry	\$55,423	\$71,166	15.9x	23.7x	9.8x	9.2x	1.9x	3.0x
Median			18.4x	16.0x	10.1x	9.3x	1.9x	1.9x
Mean			19.9x	18.3x	10.4x	9.7x	2.1x	2.2x

		(	Growth Rates	3		
BPO	Number of	Rever	nue	EPS	<b>EBITDA Margin</b>	PEG*
Sub-Sector	Companies	FY 18E	FY 19E	5 Yr	FY 18E FY 19E	FY 18E
Customer Experience	5	5.5%	3.8%	9.5%	11.0% 13.9%	3.59
IT / Consulting	24	18.4%	8.1%	9.9%	15.9% 19.3%	1.47
Operations	8	5.0%	6.6%	8.8%	15.0% 17.1%	1.85
HR / Payroll	8	9.4%	10.1%	17.6%	11.9% 24.2%	1.99
Healthcare Industry	10	21.9%	11.0%	17.4%	9.7% 21.0%	3.92
Median		9.4%	8.1%	9.9%	11.9% 19.3%	1.99
Mean		12.0%	7.9%	12.6%	12.7% 19.1%	2.57

<sup>\*</sup> Price/Earnings to Growth ratio is a valuation metric for determining the relative trade-off between the price of a stock, the earnings generated per share (EPS), and the company's expected growth. In general, the P/E ratio is higher for a company with a higher growth rate.

Source: Capital IQ



# Stock Comparables – BPO Sub-Sectors

(All figures in US Dollars in millions, except per share data, as of April 6, 2018)

	Market Cap	Enterprise	LTM Sales L	M EBITDA	EV / 9	Sales	EV / E	BITDA	P	E	PEG
Company Name		Value		Margin	FY2018	FY2019	FY2018	FY2019	FY2018	FY2019	FY2018
Teleperformance SE	\$8,835	\$10,477	\$5,019	15.4%	2.0x	1.9x	11.3x	10.5x	19.1x	17.2x	1.6
Convergys Corporation	\$2,071	\$2,132	\$2,792	12.8%	0.8x	0.8x	6.5x	6.3x	13.4x	13.1x	1.5
TTEC Holdings, Inc.	\$1,385	\$1,662	\$1,477	12.5%	1.1x	1.1x	7.9x	7.6x	15.5x	14.5x	1.5
Sykes Enterprises, Incorporated	\$1,208	\$1,139	\$1,586	10.7%	0.7x	0.6x	6.5x	5.8x	14.2x	12.3x	1.4
StarTek, Inc.	\$148	\$172	\$293	3.7%	0.6x	NA	9.2x	NA	NM	NA	NM
Median				12.5%	0.8x	0.9x	7.9x	6.9x	14.8x	13.8x	1.5
Mean				11.0%	1.0x	1.1x	8.3x	7.5x	15.5x	14.3x	1.5

IT / Consulting	arket Cap	Enterprise	LTM Sales LT	MERITOA	EV / G	Sales	EV / E	RITDA	P /	E	PEG
	arket Cap		LIW Sales LI							_	
Company Name		Value		Margin		FY2019	FY2018			FY2019	FY2018
Accenture plc	\$94,778	\$91,964	\$37,126	16.2%	2.3x	2.2x	13.8x	12.8x	22.0x	20.2x	2.1
Tata Consultancy Services Limited	\$86,995	\$81,431	\$18,907	26.5%	4.3x	3.9x	16.3x	14.6x	22.1x	19.9x	2.5
Cognizant Technology Solutions Corporat		\$42,314	\$14,810	20.5%	2.6x	2.4x	12.2x	10.7x	17.4x	15.4x	1.2
Infosys Limited	\$37,728	\$34,174	\$10,703	26.9%	3.2x	2.9x	11.7x	10.8x	16.8x	15.9x	2.0
DXC Technology Company	\$28,500	\$34,479	\$20,151	15.7%	1.4x	1.4x	7.1x	6.5x	12.6x	10.9x	1.6
Wipro Limited	\$19,691	\$17,305	\$8,571	19.7%	2.1x	1.9x	10.2x	9.2x	16.0x	14.6x	1.9
HCL Technologies Limited	\$20,430	\$19,692	\$7,617	22.6%	2.5x	2.3x	11.2x	10.0x	15.2x	14.1x	1.8
Capgemini SE	\$21,084	\$22,797	\$15,360	12.7%	1.4x	1.4x	10.2x	9.7x	16.8x	15.3x	2.6
Atos SE	\$14,439	\$14,755	\$15,239	12.6%	1.0x	0.9x	6.8x	6.4x	12.7x	11.8x	1.9
Amdocs Limited	\$9,407	\$8,479	\$3,890	18.6%	2.1x	2.0x	10.3x	9.5x	16.2x	15.2x	2.1
Open Text Corporation	\$9,080	\$11,373	\$2,632	27.8%	4.1x	3.9x	11.0x	10.2x	13.0x	12.0x	0.7
Tech Mahindra Limited	\$9,330	\$8,268	\$4,734	14.0%	1.7x	1.6x	11.6x	10.0x	15.8x	15.2x	1.4
CACI International Inc	\$3,729	\$4,825	\$4,397	8.5%	1.1x	1.0x	12.3x	11.7x	20.7x	17.5x	2.1
ExlService Holdings, Inc.	\$1,888	\$1,685	\$762	14.6%	2.0x	1.8x	11.3x	10.0x	20.0x	18.1x	1.3
WNS (Holdings) Limited	\$2,302	\$2,197	\$715	12.8%	3.0x	2.7x	15.8x	14.0x	29.4x	28.6x	2.1
Callidus Software Inc.	\$2,393	\$2,250	\$253	0.0%	NA	NA	NA	NA	NA	NA	NA
Syntel, Inc.	\$2,079	\$2,315	\$924	26.9%	2.5x	2.4x	9.9x	9.6x	13.4x	12.9x	1.8
Mindtree Limited	\$2,097	\$2,002	\$833	12.9%	2.4x	2.1x	18.0x	14.0x	26.5x	22.1x	1.5
Hexaware Technologies Limited	\$1,868	\$1,786	\$618	16.4%	2.6x	2.3x	15.6x	13.8x	22.0x	19.5x	1.8
Virtusa Corporation	\$1,290	\$1,329	\$965	6.9%	1.3x	1.1x	17.7x	12.7x	26.9x	19.4x	1.3
Unisys Corporation	\$527	\$466	\$2,742	6.5%	0.2x	0.2x	1.2x	1.2x	6.7x	5.9x	NA
VASCO Data Security International, Inc.	\$510	\$351	\$193	6.4%	1.7x	1.6x	16.2x	11.4x	35.2x	22.2x	1.8
Microgen plc	\$380	\$367	\$85	22.2%	3.8x	3.5x	15.4x	13.2x	27.1x	22.6x	NA
Be Think, Solve, Execute S.p.A.	\$148	\$156	\$156	13.1%	0.9x	0.8x	6.7x	5.9x	17.9x	14.3x	NA
Median				15.7%	2.1x	2.0x	11.6x	10.2x	17.4x	15.4x	1.8
Mean				16.6%	2.2x	2.0x	11.9x	10.3x	19.2x	16.7x	1.8

Source: Capital IQ



# Stock Comparables – BPO Sub-Sectors (Cont'd.)

(All figures in US Dollars in millions, except per share data, as of April 6, 2018)

Operations											
	Market Cap	Enterprise	LTM Sales L	TM EBITDA	EV /	Sales	EV / E	BITDA	P	E	PEG
Company Name		Value		Margin	FY2018	FY2019	FY2018	FY2019	FY2018	FY2019	FY2018
CGI Group Inc.	\$16,314	\$17,620	\$8,760	16.6%	2.0x	1.9x	10.9x	10.3x	17.6x	16.3x	1.8
Capita plc	\$1,294	\$4,509	\$6,339	13.8%	0.8x	0.8x	7.4x	7.4x	4.7x	5.1x	NM
Genpact Limited	\$6,064	\$6,779	\$2,737	15.5%	2.3x	2.1x	13.5x	12.3x	18.1x	16.1x	1.8
MphasiS Limited	\$2,733	\$2,356	\$988	15.7%	2.4x	2.1x	14.8x	12.9x	21.9x	18.9x	2.5
CSG Systems International, Inc.	\$1,507	\$1,578	\$790	17.8%	2.0x	1.9x	8.7x	8.2x	16.0x	14.8x	2.1
Firstsource Solutions Limited	\$599	\$680	\$553	11.4%	1.3x	1.2x	10.7x	9.6x	12.2x	11.4x	0.6
iEnergizer Limited	\$188	\$232	\$151	22.7%	1.5x	1.4x	6.6x	6.4x	8.2x	7.8x	NA
PRGX Global, Inc.	\$217	\$212	\$162	6.8%	1.2x	1.1x	8.4x	7.1x	NM	NM	NM
Median				15.6%	1.7x	1.7x	9.7x	8.9x	16.0x	14.8x	1.8
Mean				15.0%	1.7x	1.6x	10.1x	9.3x	14.1x	12.9x	1.8

HR / Payroll											
	Market Cap	Enterprise	LTM Sales L	TM EBITDA	EV / S	Sales	EV / E	BITDA	P	E	PEG
Company Name		Value		Margin	FY2018	FY2019	FY2018	FY2019	FY2018	FY2019	FY2018
Automatic Data Processing, Inc.	\$50,400	\$50,626	\$12,790	21.3%	3.8x	3.6x	18.0x	16.4x	27.2x	23.7x	2.0
Paychex, Inc.	\$21,815	\$21,452	\$3,308	42.5%	6.3x	6.0x	14.9x	14.7x	24.3x	21.9x	2.7
The Ultimate Software Group, Inc.	\$7,479	\$7,324	\$941	7.9%	6.6x	5.6x	NM	21.8x	NM	NM	1.7
WageWorks, Inc.	\$1,720	\$1,073	\$462	19.9%	2.1x	1.9x	6.4x	5.7x	21.4x	18.3x	1.4
TriNet Group, Inc.	\$3,269	\$3,356	\$3,275	7.2%	3.9x	3.6x	10.8x	9.9x	18.0x	16.2x	0.9
Cornerstone OnDemand, Inc.	\$2,289	\$2,259	\$482	(7.5%)	4.5x	4.1x	NM	17.7x	NM	NM	NM
Insperity, Inc.	\$2,875	\$2,623	\$3,300	4.4%	0.7x	0.6x	13.3x	11.7x	22.5x	19.7x	1.4
Benefitfocus, Inc.	\$772	\$832	\$257	(0.3%)	3.3x	2.9x	NM	NM	NM	NM	NM
Median				7.5%	3.9x	3.6x	13.3x	14.7x	22.5x	19.7x	1.6
Mean				11.9%	3.9x	3.5x	12.7x	14.0x	22.7x	20.0x	1.7

	Market Cap	Enterprise	LTM Sales L	TM EBITDA	EV / 9	Sales	EV / E	BITDA	P	/ E	PEG
Company Name		Value		Margin	FY2018	FY2019	FY2018	FY2019	FY2018	FY2019	FY2018
Express Scripts Holding Company	\$38,117	\$51,827	\$100,065	7.1%	0.5x	0.5x	6.7x	6.6x	7.3x	6.7x	0.6
athenahealth, Inc.	\$5,565	\$5,672	\$1,220	13.5%	4.2x	3.8x	16.1x	13.9x	NM	NM	1.8
HealthEquity, Inc.	\$3,829	\$3,589	\$230	30.7%	NA	NM	NA	NM	NA	NM	NA
Qualicorp S.A.	\$1,784	\$1,806	\$626	40.3%	2.9x	2.5x	6.1x	5.8x	11.6x	9.8x	0.4
Allscripts Healthcare Solutions, Inc.	\$2,194	\$4,086	\$1,806	8.4%	1.9x	1.8x	9.3x	8.6x	15.7x	13.6x	0.9
HMS Holdings Corp.	\$1,409	\$1,565	\$521	18.6%	2.8x	2.6x	12.0x	11.0x	20.6x	18.4x	2.1
Quality Systems, Inc.	\$910	\$925	\$528	9.7%	1.8x	1.7x	11.8x	10.8x	21.2x	18.8x	3.9
Castlight Health, Inc.	\$467	\$379	\$131	(41.8%)	2.5x	2.1x	NM	NM	NM	NM	NM
Computer Programs and Systems, Inc.	\$407	\$549	\$277	11.9%	1.9x	1.8x	11.4x	11.5x	14.2x	13.5x	1.9
R1 RCM Inc.	\$742	\$766	\$450	(1.4%)	0.9x	0.7x	14.4x	5.4x	NM	NM	NM
Median				10.8%	1.9x	1.8x	11.6x	9.7x	14.9x	13.5x	1.8
Mean				9.7%	2.1x	1.9x	11.0x	9.2x	15.1x	13.5x	1.7

Source: Capital IQ



# Recent Updates



# BPOs that combine technology with domain expertise make the most of digitization

With intensifying competition for digital supremacy, companies are becoming more front-ended or customer-oriented than product-oriented. There has been a sharp increase in the implementation of cloud-based modern systems of engagement that digitize the front end and improve end-consumer experience. However, companies frequently lack the technological know-how to successfully roll out these solutions. They call upon external consultants, frequently BPOs, to advise on their digital rollouts.

In recent quarters, several BPOs have invested large sums to shore up their technology capabilities in areas like automation and machine learning. This includes big players like Capgemini, Accenture, and Cognizant. Capgemini acquired LiquidHub in February 2018 to reinforce its digital-consulting capabilities in North America and

accelerate its portfolio shift in the region. Similarly, DXC Technology acquired M-Power Solutions in March 2018 to accelerate its clients' digital transformation journeys and extend M-Power's Strategic Cloud Migration Services to its clients.

BPOs undoubtedly need unparalleled design and technological expertise to make the most of a growing market for digital consulting. But they also need to develop domain expertise, as businesses now require digital programs that are tailored to their unique models and functions. As digitization becomes widespread, BPOs that can successfully marry technological prowess with industry- and function-specific expertise will emerge on top.



# Skill upgradation has become pivotal to build a future-proof workforce

BPOs are on a massive drive to upgrade their employee skill base as automation takes over non-discretionary, repetitive back-office work, and they look to expand into high-skilled front- and middle-office outsourcing. Over the years, outsourcing to technical industries like insurance, banking, and asset management has increased. There has also been an increase in the use of technology in specialized outsourced tasks. These developments have also created a need for BPOs to modify their employee mix by hiring employees who are familiar with the nuances of these industries and who are trained in modern technologies.

BPOs are catering to this need by hiring individuals who have a background in digitization, artificial intelligence, blockchain and expertise in specific industries.

They are also taking up outsized training initiatives to upgrade the skills of existing employees.

For example, global outsourcing firm Accenture focuses on its robust training processes to upgrade the skills and future-proof its workforce amid the rising popularity of artificial intelligence. Similarly, Capgemini is running a pilot training program to reskill its engineers and will provide them with a certificate authenticating their skill in new technologies.

Reworking their employee mix has helped BPOs break out of the stereotype of cost-efficient solutions providers for low-end tasks. BPOs will gradually be recognized as providers of highvalue technical support that can be used by the C-suite and other high-placed executives.



# BPOs are realigning focus on consumer-facing industries as digitization increases

With growing automation, technological improvements, and increasing demand for digital service delivery, consumer-facing industries have been at the forefront of digitization. Healthcare, consumer goods, retail, and travel services are among the sectors that have been the most aggressive in digitizing their front end.

BPOs are tapping into this trend by realigning their focus towards consumer-facing industries. The revenue share of consulting services and solutions that help businesses technologically upgrade their customer touch points (particularly through the cloud) has constantly increased for BPOs. In addition to enhancing consumer experience, these technologies have directly helped businesses accelerate their

revenue growth.

According to RBC Capital Markets, Accenture's product segment has benefitted the most from digital and new technology growth as seen in the segment's revenue growth and margin expansion. In RBC Capital Markets' opinion, there are two reasons for this digital shift. First, the nature of the industries that make up the segment are largely consumer facing. Second, many of the acquisitions Accenture completed fall into those specific sub-vertical industries. RBC further states that acceleration in the shift to digital in other industries could accelerate Accenture's revenue growth and help margin expansion.



# **Key Initiatives by Leading BPOs**

# DXC Technology unveils DXC Open Health Connect Platform

In February 2018, DXC Technology launched DXC Open Health Connect, a digital cloud-based health platform designed to assist interoperability between healthcare providers. The platform enables healthcare providers to link up disparate healthcare IT systems so that they can easily share information to improve patient care.

This cloud-based platform offers three modules—an analytics module, an interoperability module, and a set of APIs through which new healthcare applications can be launched. The digital platform allows for the deployment of DXC Technology's mobile applications, such as PatientAide, NurseAide, and ClinicalAide, which drive appropriate behavioral changes in the healthcare ecosystem and support changes in the patient journey.

# Accenture launched Customer Intelligence Center of Excellence for SAS® Customer Intelligence

Accenture launched its first Customer Intelligence Center of Excellence (CoE) for SAS® Customer Intelligence customer analytics and marketing suite in February 2018. The CoE team applies predictive analytics to real-time customer data to identify new revenue opportunities for clients and helps clients increase sales through applied, real-time intelligence that enables personalized customer experiences. It also supports clients in setting up and running marketing campaigns faster and more efficiently.

Other projects in the Customer Intelligence CoE include the automation of marketing processes, integration of predictive modeling capabilities into clients' marketing operations, and the monetization of data for generating new revenue opportunities.

# Tech Mahindra partners edX to re-skill workforce

In January 2018, Tech Mahindra partnered with edX, an e-learning platform, to facilitate re-skilling of its 117,000 workforce in emerging areas such as Internet of Things (IoT), data analytics, artificial intelligence and cybersecurity. Rapid digital transformation and the growing millennial workforce is creating a constant need for organizations to upgrade their employee skill-base.

Tech Mahindra has chosen 10 areas of technology, based on clients' focus, where edX will offer learners the tools they need to gain knowledge in the said areas in order to fast track their careers and secure in-demand jobs.

# Wipro partners with Adobe to offer enhanced digital services and solutions

Wipro Limited partnered with Adobe in March 2018 to create and provide marketing solutions and campaigns for clients across the globe. Through this partnership, Wipro will embed Adobe's design and prototyping software, Adobe XD CC, an all-in-one UX/UI solution for designing and prototyping mobile apps and websites, into its digital experience platform (DXP).

Through this partnership, Wipro and Adobe aim to assist global brands in their digital transformation to meet rapidly evolving consumer expectations. By leveraging Wipro's DXP, marketing teams will be able to efficiently design, iterate, execute and optimize marketing campaigns across geographies.



# **Deal Activity**

### **Highlighted M&A Transactions**

Date	Target	Acquirer	Sector	Implied EV (\$mm)
3/23/18	active path Is now part of Broadridge	<b>Broadridge</b>	Customer Experience	NA
3/12/18	<b>BOLDER</b> Healthcare Solutions	Cognizant	Healthcare	NA
3/1/18	lessor	PAYCHEX* Payrol + HR + Baltement + Insurance	HR / Payroll	NA
3/1/18	m-power solutions	DXC Red Rock	IT / Consulting	NA

### **Highlighted Financing Transactions**

Date	Company	Key Investor	Туре	Amount (\$mm)
3/14/18	I M A G E N E T	グCaltius Structured Capital	Growth	NA
3/1/18	A S C E N T	ALSOP LOUIE PARTNERS	Series A	\$6

- M&A activity in the BPO sector was generally slow in Q1:18.
- There were several transactions with the underlying theme of acquiring or strengthening digital capabilities.
- BPOs have constantly looked to build capabilities in areas such as digital design and consulting in recent quarters.
- BPOs are making strategic investments that enable them to offer tailor-made digital solutions based on a client's industry and unique business model.
- Large BPOs turned to M&A to bring more automation to their middle- and back-office solutions.

### Increasing digitization across industries driving M&A activity in BPO sector

M&A activity in the BPO sector was generally slow in Q1:18. However, there were several transactions with the underlying theme of acquiring or strengthening digital capabilities. BPOs have constantly looked to build capabilities in areas such as digital design and consulting in recent quarters to support their clients' digital transformation.

Businesses now view outsourcing as a way to increase their pace of innovation and support their strategic initiatives. BPOs are trying to bank on this by making strategic investments that enable them to offer tailor-made digital solutions based on a client's industry and unique business model. Two preeminent deals of the quarter – Broadridge Financial Solutions' acquisition

of ActivePath and DXC Red Rock's acquisition of M-Power – share this digital theme. In both cases, the acquirer integrated the target's technology into its platform to enhance its digital offering.

Cognizant's acquisition of Bolder Healthcare is an example of a transaction that enabled the acquirer to strengthen its industry-specific offerings. This transaction allows Cognizant to expand its digital solutions for the healthcare value chain.

In isolated cases during the quarter, large BPOs turned to M&A to bring more automation to their middle- and back-office solutions through artificial intelligence and machine learning.

Businesses now view outsourcing as a way to increase their pace of innovation and support their strategic initiatives.



<b>M&amp;A Transaction Act</b>	tivity Summary
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Date	Target	Acquirer(s)	Sector	Implied EV (\$mm)
4/10/18	VALOREM	⊰° REPLY	IT / Consulting	NA
4/6/18	☐Globus Solutions	DATAMATICS® Data to Intelligence	IT / Consulting	NA
3/30/18	hilbertparadox	<b>ॼ</b> genae	Healthcare	NA
3/29/18	Agenzialtalia	Gruppo MutuiOnline	IT / Consulting	\$57
3/29/18	indata	Undisclosed	IT / Consulting	NA
3/27/18 Transaction Profiled	active path is now part of Broadridge	<b>Broadridge</b>	Customer experience	NA
3/16/18	EDGEWATER	Alithya <sup>*</sup>	IT / Consulting	NA
3/15/18	Q-BiZ SOLUTIONS	<b>DYNAMO</b> SOFTWARE	Operations	NA
3/15/18	STARTEK	AEGIS	Operations	NA
3/12/18 Transaction Profiled	<b>B©LDER</b> Healthcare Solutions	Cognizant	Healthcare	NA
3/8/18	Engage <sup>2</sup> Excel <sup>®</sup>	COMVEST	HR / Payroll	NA
3/8/18	Bene-LEX	paylocity (Signal)	HR / Payroll	NA
3/1/18 Transaction Profiled	lessor	PAYCHEX® Payroll • HR • Retirement • Insurance	HR / Payroll	NA
3/1/18 Transaction Profiled	m-power solutions	DXC Red Rock	IT / Consulting	NA

Source: Capital IQ, Pitchbook, and Media Reports



<b>M&amp;A Transaction Activity</b>	Summary (	Cont'd.)
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Date	Target	Acquirer(s)	Sector	Implied EV (\$mm)
2/27/18	NAVEOS'	REVINT	Healthcare	NA
2/26/18	* intermedix	R1	Healthcare	\$460
2/5/18	<b>\$\text{liquidhub}</b>	Capgemini	IT / Consulting	\$500
1/29/18	CallidusCloud	SAP	IT / Consulting	\$2,426
1/22/18	workmarket	æ?	Operations	NA
1/11/18	DST  MASTER COMPLEXITY*	SS <mark>&amp;</mark> C	Operations	\$5,671
1/11/18	NEXUS	<b>\$\$</b> CRESCO	IT / Consulting	NA
1/10/18	Candidator make it simple	EQT	IT / Consulting	NA
1/10/18	O PH TECH	Providence Plan Partners	Healthcare	NA
1/8/18	LOGIO <sup>3</sup>	RGAX	Operations	NA
1/8/18	practice fusion of		Healthcare	\$100
1/4/18	YANTAGE.	<b>MRS</b>	Operations	NA
1/2/18	TelePayroll Sund 1963 AN ARMINISTRINAN COMPANY	(a) A S U R E	HR / Payroll	NA
1/2/18	Savers Admin PAYROLL & HR + BENEFITS	A S U R E	HR / Payroll	NA

Source: Capital IQ, Pitchbook, and Media Reports



# **Key M&A Deal Profiles**

# Broadridge Financial Solutions, Inc. acquires ActivePath, Inc.

### **Target Company Overview**



ActivePath, Inc. is an Israeli-based digital technology company. ActivePath provides technology to enhance the consumer experience associated with statements, bills, and regulatory communications. The company's solutions allow banks, card services companies, and brokerage houses to overcome the limitations of email systems, enabling them to capitalize on email as a sales, marketing and communications channel. The company was founded in 2007 and is headquartered in Tel Aviv, Israel.

#### Solutions Offered

ActivePath offers ActiveMail, an email banking system. The company offers ePayment to card services companies that can deliver paperless e-statements and alerts directly to a consumer's personal email for viewing. E-Business solutions, which create a personal and convenient email channel that enables instant two-way communication and drives online transactions.

### **Acquisition Details**



Broadridge Financial Solutions, Inc. acquired ActivePath, Inc on March 27, 2018. Following the acquisition, ActivePath's management team joined the Broadridge management. The terms of the transaction were not disclosed.

#### Transaction Rationale

The acquisition will enable Broadridge Financial Solutions, Inc. to integrate ActivePath's technology into its platform to help clients accelerate digital adoption, further strengthening Broadridge's leading Governance and Communications businesses.

# **Cognizant acquires Bolder Healthcare Solutions**

#### Target Company Overview



Bolder Healthcare Solutions LLC is a provider of healthcare revenue cycle management (RCM) services. The company offers a suite of healthcare RCM services enabling hospitals, physicians and healthcare professionals to focus on revenue cycle by creating systems that generate better financial results. Bolder Healthcare Solutions LLC was founded in 2012 and is headquartered in Louisville, KY.

#### Solutions Offered

Bolder Healthcare Solutions LLC offers hospital revenue cycle management, physician revenue cycle management, third-party liability, self-pay, eligibility, workers' compensation, denials, clinical coding, government revenue cycle management, physician practice management software, collections, and cloud labor solutions.

#### **Acquisition Details**



Cognizant Technology Solutions Corporation agreed to acquire Bolder Healthcare Solutions LLC from Bolder Capital, LLC and The Edgewater Funds on March 12, 2018., for an undisclosed sum. JZ capital realized approximately \$108 million in gross proceeds from this sale.

#### **Transaction Rationale**

The transaction will enable Cognizant to expand its range of digital solutions across the healthcare value chain and address the large provider segment of the US healthcare market.

Source: Capital IQ, company websites and Media Reports



# **Key M&A Deal Profiles (Cont'd.)**

### Paychex acquires LESSOR A/S

### **Target Company Overview**



LESSOR A/S is a market-leading provider of payroll and human capital management (HCM) software solutions for small-, medium-, and enterprise-sized companies. The company is based in Allerod, Denmark and is currently doing business in Denmark, Sweden, Norway, and Germany.

#### Solutions Offered

LESSOR A/S provides services under two models. First, it provides a SaaS payroll and HCM suite through its platform, Microsoft Dynamics. Second, a do-it-yourself, cloud-based platform branded as Danløn in Denmark is delivered under different brands in other parts of Europe.

### **Acquisition Details**



Paychex, Inc acquired LESSOR A/S from Axcel Management A/S on March 1, 2018. Post-completion, Peter Colsted, Chief Executive Officer of LESSOR, was retained and took the role of Managing Director of Paychex's European operations. The management team of LESSOR and all employees were retained as well. LESSOR A/S operates as a subsidiary of Paychex, Inc.

#### Transaction Rationale

The acquisition will give Paychex significant client base and revenue growth opportunities. Paychex aims to provide a complete technology-enabled services platform by combining LESSOR's payroll and HCM software products with it's full-service BPO service capabilities.

# **DXC Red Rock acquires M-Power Solutions**

#### Target Company Overview

m-power solutions

M-Power Solutions is a leading Australian company focused on Oracle cloud-based, Enterprise Performance Management (EPM) and Business Intelligence (BI) solutions. The company provides planning, budgeting, analytics, big data, and financial reporting solutions on the cloud. M-Power Solutions was founded in 2003 and is based in West Perth, Australia.

#### Solutions Offered

M-Power Solutions offers a suite of services and solutions that have been designed to cover the end-to-end requirements of finance focused Information management projects.

### **Acquisition Details**

**DXC Red Rock** 

DXC Red Rock, a subsidiary of DXC Technology, acquired M-Power Solutions on March 1, 2018. DXC Technology will integrate M-Power within DXC Red Rock to build on its digital transformation strategy. The terms of the transaction were not disclosed.

#### Transaction Rationale

With the acquisition, DXC Red Rock aims to become an undisputed leader in Oracle Cloud Solutions in Australia and New Zealand. The acquisition is a key part of Red Rock's cloud-first strategy, and will strengthen its current EPM and BI practice. M-Power will accelerate the digital transformation journey for DXC Technology's clients and extend its Strategic Cloud Migration Services to its clients.

Source: Capital IQ, company websites and Media Reports



Date	Target	Sector	Amount (\$mm)	Туре	Key Investor(s)
4/10/18	BROWN & JOSEPH	Operations	NA	Growth	NEWSPRING  LaSalle Capital   ✓
3/27/18	opipefy	Operations	\$16	Series A	OPENVIEW TRINITY VENTURES
3/16/18 Transaction Profiled	Accolade	Healthcare	\$50	Growth	MADRONA VENTURE GROUP  CARRICK  Consists from this could  MSKESSON
3/14/18 Transaction Profiled	I MAGENET AGGELSDATE PRODUCTIVITY	Operations	NA	Growth	<b>少Caltius</b> Structured Capital
3/12/18	PARO	Operations	\$5	Series A	GLOBAL FOUNDERS CAPITAL revolution
3/1/18	ASCENT	Operations	\$6	Series A	ALSOP LOUIE PARTNERS
3/1/18	zine <b>G</b> ne	Customer Experience	\$3	Series A	<b>UN</b> OMIDYAR NETWORK



# **Key Financing Deal Profiles**

### Accolade, Inc. received \$50 million growth funding from multiple investors

### **Target Company Overview**



Accolade, Inc. is a provider of a personalized health and benefits platform designed to improve the experience, outcomes, and cost of healthcare. The company, through its online platform, provides healthcare concierge services for employers, health plans, and health systems. It caters to self-insured companies and health insurance providers. Accolade, Inc. was founded in 2007 and is based in Plymouth Meeting, PA.

#### Services Offered

Accolade's solution, Accolade Health Assistant together with Maya Intelligence Engine, offers a decision support system to direct members to appropriate services and solutions. The company also offers a unified health and benefits member portal, a mobile app, and the Accolade IQ customer analytics reporting tool.

# Financing Details



Accolade, Inc. received \$50 million in a round of funding on March 16, 2018, led by returning investors

Andreessen Horowitz LLC, Carrick Capital Partners,

LLC, Madrona Venture Group, LLC and McKesson

Ventures.

#### Use of Funds

Accolade, Inc. intends to use the proceeds to expand its customer base, grow its workforce, and expand its Personalized Advocacy Platform.

# Imagenet, LLC received growth funding from Caltius Capital Management

#### **Target Company Overview**



Imagenet, LLC is a leading provider of outsourced paperto-electronic ("P2E") healthcare and accounts payable solutions to healthcare and retail companies. Imagenet provides claims adjudication services, claims audit, call center services and customized outsourced services to its customers. The company was founded in 1999 and is based in Kent, Washington with offices in the United States and internationally.

#### Services Offered

The company's healthcare solutions include medical claims processing/adjudication, document management, image and data repository; and DataNetMD, a solution for claims response and payment activities in healthcare companies. Its accounts payable solutions include invoice processing, and workflow and document management; paper invoice to EDI, automated invoice approval routing, PO to invoice matching software and Web portal services.

# Financing Details



Imagenet, LLC announced that it received a round of funding from new investor Caltius Capital Management on March 14, 2018. The company issued membership units and received a unitranche debt.

#### **Use of Funds**

Imagenet, LLC intends to use the proceeds to refinance debt, fund a shareholder dividend, and provide growth capital.

Source: Capital IQ, company websites and press releases

IPO Activity Summary  Company IPO Date Amount Raised (\$mm) IPO Price Current Total Market Price Return	
Company IDO Data IDO Drica	
<b>Appian</b> 5/24/17 \$75 \$12.00 \$26.94 125	6
<b>CONDUENT</b> 12/29/16 \$386 \$14.85 \$18.60 25	<b>%</b>
<b>BLACKLINE</b> 10/27/16 \$146 \$17.00 \$38.33 125	%
<b>COUPA</b> 10/5/16 \$133 \$18.00 \$45.48 153	<b>%</b>
7/14/16 \$185 \$10.61 \$21.55 103	<b>%</b>
BLACK KNIGHT* 5/19/15 \$441 \$24.50 \$47.70 95	6
<b>HealthEquity</b> 7/30/14 \$127 \$14.00 \$62.82 349	<b>%</b>
Five 3 4/3/14 \$70 \$7.00 \$27.68 295	<b>%</b>
<b>TriNet</b> 3/26/14 \$240 \$16.00 \$46.67 192	<b>%</b>
<b>Castion</b> 3/13/14 \$178 \$16.00 \$3.45 (789)	o)
<b>BENEFITFOCUS'</b> 9/17/13 \$131 \$26.50 \$24.65 (79)	b)
evertec° 4/11/13 \$505 \$20.00 \$16.55 (179	s)

Source: Capital IQ and Pitchbook Market data as of April 6 , 2018



# **Select Wall Street Research Updates and Commentary**

#### Update from HSBC Global Research, March 2018



Over the past five years SAP has redeveloped all the products in its portfolio based on its in-house inmemory database HANA and on Cloud, multiplying revenue streams. We now see SAP as being at the **beginning of a long-term expansion phase driven by migration of the customer base** to S/4 HANA and Cloud. We expect top-line growth to accelerate from 7% in 2017 to 9% in 2020e.

...We expect operating margin to increase from 28.9% in 2017 to 30.7% in 2020 (non-IFRS), regaining its peak level of 32.5% in 2023e, mainly due to the expansion of Cloud gross margin as a result of SAP's offering systematically replacing competing databases, scaling up Cloud and platform migration, and consolidating and harmonizing with converged Cloud on Google infrastructure.

#### **Update from SunTrust Robinson Humphrey, March 2018**



We raise our price target to \$39 from \$37 on incremental confidence that Genpact growth is sustainable over the next three years and we expect steady margin expansion to support the multiple. In our view, **Genpact leads peers in investments in digital, automation and technology capabilities within the BPM space**. The firm's digital area has a strong pipeline and we believe trajectory should be greater than 15% for the next few years.

#### **Update from RBC Capital Markets, April 2018**



ADP is a quality defensive growth story with above-average predictability, leverage to rising interest rates, an attractive dividend yield, and a strong balance sheet. The growth story is improving as headwinds are lapped, bookings growth has returned, and earnings are likely to compound in the teens boosted by tax reform in the short term, and accelerating margins in FY19 and beyond.

#### **Update from SunTrust Robinson Humphrey, March 2018**

# TeleTech.

We are encouraged by the significant improvement in margin in the largest segment (customer Management or CMS) driven by not only acquisitions, but also organic growth.

...Higher demand for customer experience transformation drove positive results across industries as clients search for brand differentiation. In conjunction with the name change to TTEC, the firm is focused on end-to-end capabilities and improving engagement with clients. New business signings were \$119M in the quarter, with much of this in growth segments.

#### Update from Raymond James & Associates, March 2018



We are reiterating our Outperform rating on HQY. We continue to believe that the employer sponsored HSA market will eventually expand to levels comparable with the employer-sponsored 401k retirement market due in part to medical inflation, growing gaps in coverage and rising employee/consumer engagement. Moreover, we expect HQY to continue expanding its market share relative to other industry providers due in part to is proprietary end-to-end platform and continuing investments in its distribution platform, which currently include more than 124 network partners.



# **Appendix – Coverage Universe Components**

The coverage universe for various sectors is as follows:

ADS, FLT, ENXTPA:EDEN, WEX, FIS, FISV, JKHY, ACIW, EPAY, V, MA, AXP, PYPL, SHOP, ENXTAM:GTO, DBD, CATM, MB, EVRI, PMTS, BOVESPA:CIEL3, FDC, GPN, TSS, VNTV, SQ, LSE:WPG, XTRA:WDI, ENXTPA:WLN, DLX, LSE:PAYS, TSE:3769, QIWI, EVTC, LSE:PAY, UEPS, NEWT, JTPY, ENXTPA:ING, NCR, SZSE:002152, PAY, SEHK:327, AIM:SCH, PAR, WU, EEFT, HAWK, GDOT, MGI, ASX:OFX, PLPM

# 2 Bank Technology Solutions:

FIS, FISV, JKHY, SWX:TEMN, BSE:532466, TSE:6457, QTWO, SGX:5CP, EPAY, OTCPK:CSVI, BSE:538835, SWX:CLXN, AIM:MONI, LSE:EXPN, EFX, TRU, OM:IJ, FICO, FNF, ZG, CSGP, ELLI, CLGX, BKFS, LSE:ZPG, STC, TSX:REAL, ASPS, REIS, ENXTAM:WKL, PEGA, DNB, ENXTPA:SOP, WSE:ACP, MITK, AIM:SQS, NTWK, INTC, IBM, AXP, PYPL, FDC

#### 3 Specialty Finance / Alternative Lending:

NAVI, NNI, PRAA, ECPG, PRGX, PFMT, ASFI, CIT, CACC, NEWS, MRLN, TSX:CHW, ASX:ZML, CPSS, COF, SYF, DFS, SLM, LSE:PFG, SC, OMF, FCFS, AAN, LSE:TCS, SGBK, WRLD, LSE:IPF, TBBK, EZPW, RM, OB:MONO-ME, ATLC, URI, AL, TSX:EFN, TGH, RCII, ASX:FXL, CAI, FLY, NSM, CASH, PHH, PFSI, OCN, WAC, LC, TREE, YRD, DB:FRU, ENVA, XRF, ELVT, ONDK, DB:MBC

#### 4 Securities:

BGCP, LSE:NXG, LSE:IGG, IBKR, ENXTAM:FLOW, KCG, VIRT, ITG, ENXTPA:VIL, INTL, SWX:CFT, BMV:FINAMEX O, WFC, BAC, C, LSE:HSBA, ASX:CBA, TSX:RY, TSX:TD, ENXTPA:BNP, USB, AXP, LSE:LLOY, PNC, ASX:NAB, TSX:BMO, LSE:BARC, SEHK:11, LSE:RBS, SGX:D05, TSX:CM, NSEI:ICICIBANK, MTB, BIT:MB, UMBF, LSE:CBG, FII, NSEI:IIFL, XTRA:COM, CME, ICE, SEHK:388, XTRA:DB1, LSE:LSE, BOVESPA:BVMF3, NDAQ, CBOE, ASX:ASX, SGX:S68, ENXTPA:ENX, BME:BME, TSX:X, SPGI, TSX:TRI, MCO, INFO, MSCI, FDS, ENXTPA:FIM, MORN, NSEI:CRISIL, VALU, JPM, GS, MS, SWX:UBSG, DB:DBK, SWX:CSGN, ASX:MQG, TSE:8604, RJF, LAZ, SF, PJC, GHL, COWN, AMEX:LTS, AIM:NUM, JMP, BLK, BK, BEN, NTRS, AMP, TROW, IVZ, LSE:HL., LSE:INVP, JHG, AB, CNS, WDR, APAM, WETF, VRTS, SCHW, AMTD, ETFC, MKTX, TSE:8628, AIM:PLUS, TSE:8698, YIN, LSE:CMCX, SWX:SQN, GCAP, GLBR, STT, BR, SEIC, ASX:CPU, DST, LPLA, LSE:TCAP, FNGN, ENV, LSE:SNN, ASX:BVS, ENXTAM:KA, SSNC, CPSE:SIM, LSE:ALFA, ASX:IRE, LSE:FDSA, AIM:FDP, ENXTPA:LIN, AIM:SOG

#### 5 Insurance:

LSE:REL, VRSK, DNB, ACXM, MMC, AON, WLTW, AJG, BRO, LSE:JLT, MET, PRU, CI, TSX:MFC, AFL, LSE:AV., TSX:GWO, TSX:SLF, LSE:LGEN, PFG, LNC, SWX:SLHN, LSE:SL., ENXTAM:AGN, TMK, PRI, ANAT, LSE:HSD, DB:ALV, ENXTPA:CS, AIG, SWX:ZURN, ALL, AFG, GNW, LSE:MONY, RATE, EHTH, ASX:ISU, QNST, CB, TRV, PGR, HIG, CINF, LSE:RSA, THG, MCY, SIGI, EIG, STFC, MKL, WRB, AIZ, AWH, PRA, AFSI, RLI, AGII, OB, NAVG, AMSF, GBLI, GWRE, EBIX, SPNS, CRD.B, AMEX:MJCO, TSXV:SY, PN, FNF, ORI, FAF, STC

#### 6 BPO:

ENXTPA:RCF, CVG, TTEC, SYKE, SRT, ESRX, ATHN, HQY, BOVESPA:QUAL3, MDRX, HMSY, QSII, CSLT, CPSI, RCM, ADP, PAYX, ULTI, WAGE, TNET, CSOD, NSP, BNFT, ACN, NSEI:TCS, CTSH, NSEI:INFY, DXC, BSE:507685, NSEI:HCLTECH, ENXTPA:CAP, ENXTPA:ATO, DOX, OTEX, NSEI:TECHM, CACI, EXLS, WNS, CALD, SYNT, BSE:532819, NSEI:HEXAWARE, VRTU, UIS, VDSI, LSE:MCGN, BIT:BET, TSX:GIB.A, LSE:CPI, G, BSE:526299, CSGS, BSE:532809, AIM:IBPO, PRGX

# 7 Financial Management Solutions:

INTU, LSE:SGE, BL, COUP, ASX:RKN, TYL, PEGA, ASX:TNE, QADA, AMSW.A, LSE:MCGN, NSEI:RAMCOSYS, ADP, PAYX, WDAY, ULTI, HRB, PAYC, WAGE, PCTY, CSOD, NSP, LSE:HRG

#### 8 Analytics / IoT:

ORCL, DB:SAP, CRM, VMW, LSE:EXPN, OTEX, SPLK, DATA, FICO, XTRA:SOW, RP, NEWR, MSTR, CLDR, AYX, HDP, VERI, DWCH, GOOGL, MSFT, AMZN, KOSE:A005930, T, CMCS.A, VZ, QCOM, TMUS, HLSE:NOKIA, S, GRMN, LOGM, SLAB, IDCC, AMBA, GLOB, FIT, CTRL, GE, INTC, CSCO, DB:SIE, HON, TXN, TSE:6501, HPE, SWKS, RHT, ARW, PTC, ZBRA, CY, IRDM, TSX:SW, ORBC, CAMP, SSNI, IBM, LSE:REL, EFX, NLSN, VRSK, IT, TRU, DNB, TDC, CLGX, VRNT, ACXM, FORR, TSX:AIM, MATR

#### 9 Healthcare Tech:

INOV, OMCL, VCRA, TRHC, STRM, CERN, DB:COP, MDRX, EVH, QSII, HSTM, AIM:EMIS, CPSI, COTV, HMSY, ATHN, AIM:CRW, RCM, SREV, UNH, AET, ANTM, HUM, CNC, WCG, NUAN, MMS, MOH, MGLN, GTS, HIIQ





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#### **KEY SENIOR PROFESSIONAL**

#### **Alexander Koles**

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Mr. Koles has over 14 years of financial advisory experience including advising middle-market and multinational firms on merger and acquisition strategies and execution, restructurings and capital raises. Prior to founding Evolve Capital Partners, he worked at a number of leading investment banks in leadership roles focused on restructuring transactions. He started his career at Merrill Lynch as an investment banker in the corporate finance group.

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