

Explore M&A Activity, Capital Market Conditions and Current Trends for the Professional Services Industry

1H-2024



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Investment Banking & Securities Offered Through SDR Capital Markets, LLC, Member FINRA & SIPC.



### PROFESSIONAL SERVICES 1H24: WHAT TO KNOW

- Private Equity is on the move in the professional services sector, either buying or investing in those highly skilled, in demand professions including consulting, wealth management, accounting, and increasingly legal services.
- As companies look to maximize efficiencies, there's a renewed interest in providing back-office services through Business Process Outsourcing (BPO), both in the United States and overseas. BPO is seeing a lot of interest and eyeing the potential for future gains through AI applications.
- □ We're watching closely how seemingly dueling federal rulings regarding regulatory agency powers and noncompete clauses will affect the sector, which can be highly dependent on the expertise and reputation of key individuals within an organization.

### Who's Investing And Where: What We're Watching In Professional Services

Very often, when the elephants charge, it's a good idea to follow the elephants. Watch what the biggest players are doing; they probably know something. In the professional services sector, we are watching big private equity money flow into these services, including law firms in some states (a very new development), consulting, accounting, and HR management. Law firms alone present a \$400 billion market that has been shielded, for a long time, from outside investment by bar regulations, including private equity. In most states, only lawyers can own law firms. But as PE money floods into accounting and medical operations, many are starting to question that rule. And private equity is scratching at the door.<sup>1,2,3</sup>

Professional services, including business practice outsourcing (BPO), the practice of outsourcing back-office stuff like human resources, payroll, compliance, accounting, legal, and risk management, is showing dependable, if not earth-shaking growth. The sector, overall, expects to see a compound annual growth rate (CAGR) of around 2% going forward. Growth is growth, and advances in AI are threatening to reshape the market. The bright spot behind economic uncertainty, higher interest rates, and inflation is that businesses are increasingly looking for efficiencies to boost margins, including offloading the humans who perform those back-office duties. Some areas, such as outsourced education and training are exploding, experiencing a nearly 16% CAGR. If the professional services sector has seemed sleepy, the money seems

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#### ABOUT SDR

Established in 2002, SDR Ventures has developed deep M&A and capital transaction knowledge and expertise. SDR offers transaction advisory, private capital formation and business consulting services across a wide range of industries. We serve business owners and operators of privately held companies and provide them with a professional-class experience.

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to be telling us it won't be for long. Shifting regulations, work from home, and AI-generated efficiencies are making a lot of "boring" professions enticing to investors.<sup>1,4,5</sup>

#### Private Equity, Showing Them The Money

Dependable, recession proof, repeatable income without having to invest in materials and machinery and factories and trucks and distribution networks? Private equity investors are saying, "yes please." One industry insider called PE's recent interest in professional services "lions versus gazelles" as PE stalks its prey. Private equity groups are all about the money, seeking returns greater than they could achieve in "public equity" (aka the stock market), and money has been pouring into these investment groups for a decade. By one account, private equity controls about \$13.7 trillion in assets, with \$3.7 trillion more in "dry powder," money sitting around doing nothing and itching to be put to work.<sup>1,6,7</sup>

Given that professional services often offer turnkey business, an established client base, and limited demands for material investment (yes, they need offices, employees, and computers, but not piles of iron ore, robots, and assembly lines), professional services are attracting interest. There's an ongoing "severe shortage" of accountants, according to the industry publication CPA Journal, making accounting firms attractive. Businesses need accountants, and when there's a shortage, they'll likely pay whatever it takes to hire a firm. The number of first-time candidates sitting for the CPA exam was down 33% from 2016 to 2021. Meanwhile, PE has bought stakes in five of the top 26 U.S. accounting firms in the past three years.<sup>7,8,24</sup>

It's not only accounting firms attracting attention. Wealth management practices are gathering private equity investors, often merging them with accounting firms under one umbrella. The infusion of wealth into financial planning and management is being welcomed as firms are seeking new capital while they invest in better FinTech tools, including AI. What's changed in the PE to Financial Management and Accounting relationship is firms that traditionally resisted outside ownership, or partial ownership, are now welcoming the investment. One big reason is mid-sized or large firms are eager to acquire smaller firms but lack the capital required to roll up smaller players. PE steps in with cash, and they're in business together. When you can't find new talent to hire, you buy it. Resilient earnings, a shortage of trained providers, and willing partners are bringing money and established businesses together, not just in the United States, but around the world. It's been estimated PE poured \$50 billion into professional services in 2023 alone. PE giant Clayton, Dubilier & Rice (CD&R) last year snagged a majority stake in Ankura Consulting Group for \$1.5 billion. The global business consultancy market alone is expected to experience a CAGR of more than 4% over the next decade.<sup>9,10,11</sup>

Now, there's long been one area of professional services that has been off-limits to PE investors: legal services. Traditionally state bars have prohibited nonlawyers (so, investors) from owning law firms. Now investors and firms are asking why. Investors have been snapping up veterinary clinics and dentist offices for decades. Finally, that dam holding back the legal profession is starting to crumble. Arizona allowed investors to own law firms in 2020, and this year, at least 10 states are either allowing, about to allow, or considering allowing investors to buy into law firms. In legal services, this could signal a tsunami of capital infusion into an extremely fragmented industry. Private equity is poised to ask, "Your honor, may we approach the bench?"<sup>12,13</sup>

#### Behind The Scenes, Making The Green: Business Process Outsourcing

If there's money in firms providing direct professional services, why not in the business of providing those services wholesale? BPO has been successfully providing a bundle of services to companies, so they don't need to deal with HR, IT, benefits management, retirement accounts, payroll, and all that stuff, is becoming an attractive option both onshore and offshore. Why hire your own HR department and take on the costs of sick days, insurance, liability, vacation time, and Social Security and Medicare payments when you can just "buy the bundle." Investors are taking notice. In January, Sourcefit, a global BPO provider attracted a capital infusion from several PE investors in Southeast Asia. British Investment International (BII) through a subsidiary announced a \$50 million stake in the African BPO company E-Services Limited in Ghana.<sup>14,15,16</sup>



Frankly, while it would be bad for BPO employees worldwide, the emergence of AI could boost efficiencies and profits for investors in the global industry as technology is increasingly able to take over many tasks from the human workforce, including call center, customer experience, and IT tasks. One report pegs global revenue in BPO at more than \$350 billion in 2023 with an anticipated CAGR of more than 5% over the next few years, with smaller players growing the fastest. Unlike some professional services where PE is leading, we're seeing some of the BPO giants such as IT companies Infosys and Wipro also getting involved, leveraging acquisitions to scale up. In June, IT service provider and household name Cognizant agreed to acquire the outsource aerospace digital engineering firm Belcan for nearly \$1.3 billion in cash and stock. Not to be left out, PE behemoth KKR poured \$150 million into outsourced healthcare revenue cycle management company Infinx, which is deeply focused on infusing AI technologies into its payment and workforce management capabilities.<sup>17,18,19,20,21</sup>

#### The Handshake: Mergers & Acquisitions

- Exercising its growth ambitions, the Arizona-based Fennemore Craig law firm in April "raided" Denver's boutique law firm Moye White, perhaps in an effort to get ahead of private equity. The bold move lured away 50 attorneys from Moye White and an estimated 30 legal professionals. It is expected Moye White will wind down operations and cease to exist. Earlier in the year, Fennemore bought up three West Coast law firms, continuing a growth path that placed it among the country's 200 largest law firms by revenue in 2022. At the time of the acquisitions, Fennemore's president said, "Increasingly, there is a certain scale that's required to operate at the highest levels." Moye White was an established, full-service firm that had defended AT&T and fought Amazon in court.<sup>22,23</sup>
- In the world of accounting, tax advisory and CPA firm Baker Tilly accepted a \$1 billion investment from private equity firm Hellman & Friedman (H&F). At the time it was reported to be the largest private equity investment in the American CPA space. Since 2019, Baker Tilly has doubled its workforce and expanded nationally, edging into the top 10 of advisory CPA firms in the country. A release announcing the cash infusion reported it would provide capital to further accelerate growth and potential strategic acquisitions, perhaps a hint of more activity to come. Baker Tilly is part of Baker Tilly International, with 41,000 employees worldwide and global annual revenue of \$4.7 billion.<sup>24,25</sup>
- In June, Vensure Employer Solutions, a big player in human resources and human capital management, acquired California-based professional employer organization Emplicity, marking Vensure's 74th acquisition. Emplicity, a nearly 30-year-old company, provides HR practice outsourcing including payroll, benefits management, retirement plans, as well as safety and compliance services. Vensure Employer Solutions, based in Arizona, claims to be the largest private company in the HR tech and service sector, managing some \$158 billion in payroll for more than 140,000 businesses. Terms were not disclosed.<sup>26</sup>

#### Opening the Floodgates: What's Ahead for Regulations, Noncompete Clauses?

Looking ahead in the highly personal, expertise-driven fields of professional services, we're closely watching a couple of rulings in 1H24 which may, or ultimately may not, shake things up. There's always the risk of losing a key person – say a high-profile attorney or highly sought after investment strategist – to either a new firm or a competitor. In May, the Federal Trade Commission (FTC) ruled against noncompete clauses in employment agreements. The FTC said canning the noncompete agreement would raise wages, boost competition, and fuel innovation.<sup>27</sup>

But not so fast. A month later, the U.S. Supreme Court struck down the decades old so-called "Chevron Deference" which kind of, sort of gave federal agencies the right to make rules in areas of the law that were considered vague. Instead, the Supremes found the courts should make those decisions on an individual basis, not regulatory agencies through sweeping proclamations. With an election on the horizon in 2H24 and a potential change in administration, there's been doubt cast on rulings regarding everything from auto emission limits to, yes indeed, noncompete agreements.<sup>28</sup>

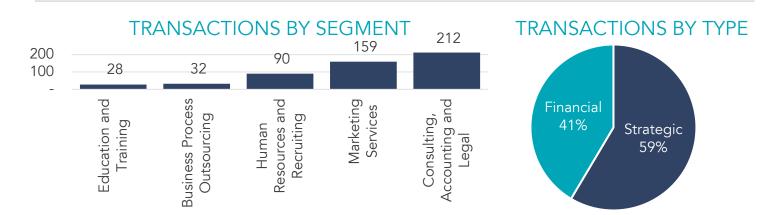
Another interesting turn is that Special Purpose Acquisition Companies (SPACs) – a shortcut to going public – have faded (with the help of new SEC regulation, which now could be challenged). We're watching the money stream away from

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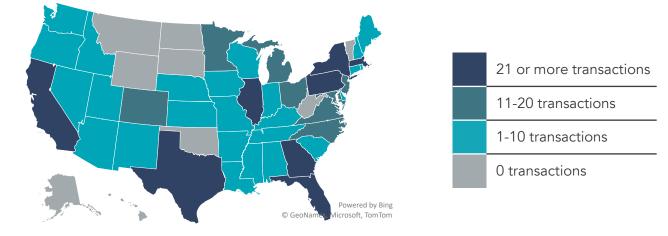
SPACS and toward traditional, proven, routes of acquisitions and private equity investment, with fewer of those so-called blank check companies. As Bob Dylan said, you don't need a weatherman to know which way the wind blows. Follow the money. If a company wants to sell itself through the SPAC shortcut, maybe investors are asking why the shortcut. It's starting to look like investors are recognizing the value of traditional investment banking, careful data crunching, and due diligence practices.<sup>29,30,31</sup>

In any case, we feel some fundamentals apply across the professional services sector. Private equity is holding a ton of dry powder, and investors didn't turn over their money for it to simply sit there. Investments are there to make money. Meanwhile, skilled professional expertise is at a premium. And businesses seeking efficiencies are looking for "someone else" to provide professional services. Putting the pieces together, it seems logical business service providers and outsourced back-office operations will continue to be a hot commodity in the coming months.





#### TRANSACTIONS BY LOCATION



#### TRANSACTION ACTIVITY

Date	Target	Buyer(s)	Segment	Amount (\$ in Mil)	TEV/ Rev	TEV/ EBITDA
6/3/24	Motion Recruitment Partners	Kelly Services	Human Resources and Recruiting	485.00	-	-
5/31/24	Grant Thornton	Caisse de dépôt et placement du Québec, New Mountain Capital, Ottawa Avenue Private Capital	Consulting, Accounting and Legal	-	-	-
4/15/24	Gebbs Healthcare Solutions	Undisclosed	Business Process Outsourcing	900.00	-	-
4/2/24	Endeavor	DFO Management, Silver Lake	Marketing Services	24,221.36	3.9x	21.7x
4/1/24	Wesco Integrated Supply	Nautic Partners, Vallen	Business Process Outsourcing	350.00	0.4x	-
3/13/24	Let It Fly Media	Charterhouse Capital Partners, Two Circles	Marketing Services	320.20	-	-
	Madison Consulting Group					

### If You Are a Business Owner Looking for Additional Transaction Activity Within Your Industry, Please Call Our Offices at 720.221.9220.

Source: PitchBook Financial Data and Analytics Note: This data represents recorded transactions only and is not all-inclusive. Nevertheless, they are typically representative of the industry.

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## PROFESSIONAL SERVICES REPORT

#### ACTIVE BUYERS

#### **MOST ACTIVE STRATEGIC BUYERS**



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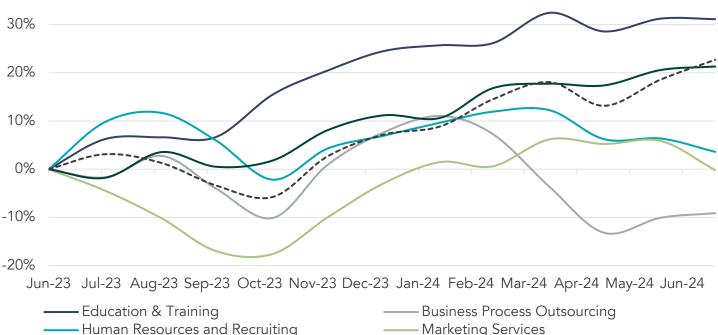
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### **PROFESSIONAL SERVICES REPORT**

#### **PUBLIC BASKET PROFESSIONAL SERVICES SEGMENTS VS. S&P 500**

Segment Market Cap Performance - Trailing 12 Months



—— Consulting, Accounting and Legal

- Marketing Services
- ----- S&P 500

#### **BUSINESS PROCESS OUTSOURCING**

		Market Stats						Operati	ing Stats	LTM Multiples			NTM Multiples	
Company Name	Symbol		ket Cap in Mil)	Price (\$)	LTM Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEV <del>/</del> EBITDA	Price/ EPS	TEV/ NTM Revenue	TEV/ NTM EBITDA
Cognizant Technology Solutions	CTSH	\$	33,810	\$ 68.00	(7.2%)	(10.0%)	84.9%	2.4%	16.8%	1.78	10.1x	16.3x	1.78	9.2x
Teleperformance	TEP		6,272	105.30	8.1%	(27.9%)	59.2%	27.4%	19.0%	1.28	6.5x	9.68	1.0x	4.68
Unisys	UIS		286	4.13	(15.9%)	(26.5%)	50.9%	2.8%	(8.3%)	0.2x	NM	NM	0.2x	1.6x
TTEC Holdings	TTEC		280	5.88	NM	(72.9%)	16.5%	(3.2%)	8.0%	0.5x	6.7x	NM	0.6x	5.5x
Segment Average					(5.0%)	(34.3%)	52.9%	7.4%	8.9%	0.9z	7.8z	12.9z	0.9z	5.2x
Segment Median					(7.2%)	(27.2%)	55.0%	2.6%	12.4%	0.9z	6.7z	12.9z	0.8z	5.1z

#### **EDUCATION AND TRAINING**

		_	Ma		<u>Operati</u>	ng Stats	LTM Multiples			NTM Multiples			
Company Name	Symbol	Market Cap (\$ in Mil)	Price (\$)	LTM Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEVI EBITDA	Price/ EPS	TEV/ NTM Revenue	TEV/ NTM EBITDA
Pearson	PSON	\$ 8,358	\$ 12.53	(4.7%)	2.1%	94.5%	3.9%	20.5%	2.1x	10.1x	19.18	2.08	8.9x
Graham Holdings	GHC	3,104	699.55	(8.9%)	0.4%	89.8%	6.9%	16.7%	0.8x	4.6x	11.6x	0.7x	NM
Stride (Herndon)	LRN	3,049	70.50	11.8%	18.7%	96.1%	9.0%	18.4%	1.6x	8.8x	16.5x	1.5x	7.5x
Strategic Education	STRA	2,723	110.66	6.3%	19.8%	89.5%	8.1%	16.6%	2.38	13.8x	26.2x	2.1x	11.2x
Perdoceo Education	PRDO	1,405	21.42	22.0%	22.0%	86.9%	(1.5%)	27.9%	1.28	4.18	9.4x	1.28	4.18
Segment Average Segment Median				5.3% 6.3%	12.6% 18.7%	91.4% 89.8%	5.3% 6.9%	20.0% 18.4%	1.6z 1.6z	8.3z 8.8z	16.6z 16.5z	1.5x 1.5x	7.9z 8.2z

Source: PitchBook Financial Data and Analytics

#### PUBLIC BASKET (CONTINUED)

#### CONSULTING, ACCOUNTING AND LEGAL

		Market Stats					Operati	ng Stats	LTM Multiples			NTM Multiples	
Company Name	Symbol	Market Cap (\$ in Mil)	Price (\$)	LTM Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEV/ EBITDA	Price/ EPS	TEV/ NTM Revenue	TEW NTM EBITDA
Houlihan Lokey	HLI	\$ 9,249	\$ 134.86	5.2%	12.5%	97.8%	20.7%	21.9%	4.78	21.38	32.8x	3.98	NM
FTI Consulting	FCN	7,694	215.53	2.5%	8.2%	92.8%	7.0%	12.4%	2.28	17.6x	25.1x	2.0x	NM
Exponent (Consulting Services)	EXPO	4,820	95.12	15.0%	8.0%	92.6%	(3.3%)	26.2%	8.6x	NM	NM	8.9x	NM
CBIZ	CBZ	3,713	74.10	(5.6%)	18.4%	92.1%	7.4%	14.0%	2.78	19.2x	29.9x	2.5x	16.5x
ICF International	ICFI	2,782	148.46	(1.4%)	10.7%	94.0%	8.3%	10.5%	1.8x	16.7x	30.2x	1.6x	14.8x
Huron Consulting Group	HURN	1,774	98.50	1.9%	(4.2%)	86.9%	7.8%	9.1%	1.78	18.2x	28.5x	1.58	11.48
Resources Connection	RGP	373	11.04	(16.1%)	NM	64.9%	(9.4%)	6.5%	0.4x	6.3x	16.7x	0.5x	6.3x
Segment Average Segment Median				0.2% 1.9%	8.9% 9.5%	88.7% 92.6%	5.5% 7.4%	14.4% 12.4%	3.1z 2.2z	16.6z 17.9z	27.2z 29.2z	3.0x 2.0x	12.2 <b>x</b> 13.1 <b>x</b>

#### HUMAN RESOURCES AND RECRUITING

			Ma	rket Stat	s		Operati	ng Stats	LTM Multiples			NTM Multiples	
Company Name	Symbol	Market Cap (\$ in Mil)	Price (\$)	LTM Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEV/ EBITDA	Price/ EPS	TEV/ NTM Revenue	TEV/ NTM EBITDA
Automatic Data Processing	ADP	\$ 97,694	\$ 238.69	(4.4%)	2.5%	92.9%	7.0%	29.1%	5.2x	17.8x	26.7x	4.88	16.7x
Robert Half	BHI	6,714	63.98	(19.3%)	(27.2%)	72.4%	(5.8%)	9.3%	1.0x	11.28	19.1x	1.18	NM
TriNet Group	TNET	5,056	100.00	(24.5%)	(15.9%)	74.3%	NM	10.2%	1.28	11.8%	16.3x	4.58	9.8x
ASGN	ASGN	4,047	88.17	(15.8%)	(8.3%)	82.9%	(5.0%)	10.3%	1.18	11.1x	20.4x	1.28	11.0x
Korn Ferry	KFY	3,478	67.14	2.1%	13.1%	94.9%	(2.1%)	11.5%	1.18	9.6x	20.8x	1.18	7.18
Insperity	NSP	3,435	91.21	(16.8%)	(22.2%)	74.0%	3.5%	3.8%	0.5x	12.8x	22.2x	0.5x	12.78
ManpowerGroup	MAN	3,330	69.80	(10.1%)	(12.2%)	78.5%	(2.4%)	1.6%	0.2x	13.4x	NM	0.2x	8.0x
Upwork Global	UPWK	1,425	10.75	(12.3%)	(27.7%)	65.7%	13.7%	7.3%	1.8x	22.8x	31.6x	1.6x	8.0x
Kforce	KFRC	1,211	62.13	(11.9%)	(8.0%)	83.1%	(4.4%)	5.6%	0.98	15.38	21.5x	0.9x	13.6x
Kelly Services	KELYA	761	21.41	(14.5%)	(1.0%)	84.7%	(0.7%)	1.8%	0.1x	7.28	15.48	0.1x	NM
Heidrick & Struggles International	HSII	639	31.58	(6.2%)	6.9%	86.9%	(0.6%)	9.0%	0.58	5.1x	12.48	0.5x	4.78
TrueBlue	TBI	315	10.30	(17.7%)	(32.9%)	54.0%	(16.7%)	(0.3%)	0.2x	NM	NM	0.2x	18.3x
Segment Average Segment Median				(12.6%) (13.4%)	(11.1%) (10.2%)	78.7% 80.7%	(1.2%) (2.1%)	8.3% 8.2%	1.1z 1.0z	12.5x 11.8x	20.6z 20.6z	1.4z 1.0z	11.0x 10.4x

#### **MARKETING SERVICES**

		Market Stats						ing Stats	LTM Multiples			NTM Multiples	
Company Name	Symbol	Market Cap (\$ in Mil)	Price (\$)	LTM Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEV/ EBITDA	Price/ EPS	TEV/ NTM Revenue	TEW NTM EBITDA
Publicis Groupe	PUB	\$ 26,556	\$ 106.42	(2.6%)	14.5%	91.0%	(3.4%)	16.8%	1.78	10.4x	19.0x	1.8x	8.3x
Omnicom Group	OMC	17,566	89.70	(7.3%)	3.7%	90.4%	6.7%	16.5%	1.58	9.2x	12.18	1.48	NM
The Interpublic Group of Companies	IPG	10,979	29.09	(10.8%)	(10.9%)	71.1%	(12.7%)	16.1%	1.38	7.98	10.4x	1.58	NM
WPP	VPP	9,875	9,16	(3.7%)	(4.5%)	80.0%	(18.6%)	12.1%	0.9x	7.38	NM	1.18	6.3x
Outfront Media	OUT	2,372	14.30	(14.8%)	2.4%	84.0%	0.9%	(5.9%)	3.78	NM	NM	3.78	NM
Segment Average				(7.8%)	1.1%	83.3%	(5.4%)	11.1%	1.8z	8.7z	13.8z	1.9z	7.3z
Segment Median				(7.3%)	2.4%	84.0%	(3.4%)	16.1%	1.5x	8.5z	12.1z	1.5x	7.3z

Source: PitchBook Financial Data and Analytics

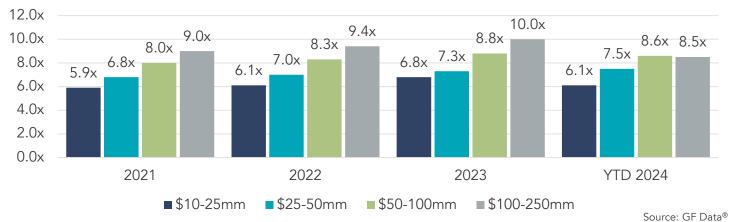
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#### U.S. M&A ACTIVITY SNAPSHOT

#### **OVERALL U.S. M&A ACTIVITY**



#### LOWER MIDDLE MARKET PRIVATE EQUITY TRANSACTION MULTIPLES



EBITDA Multiples By Transaction Size

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#### **CAPITAL BREAKDOWN – LOWER MIDDLE MARKET PRIVATE EQUITY TRANSACTIONS**



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### PROFESSIONAL SERVICES REPORT

#### COMPREHENSIVE PROFESSIONAL SERVICES EXPERTISE

Our robust experience in the Professional Services Industry makes us an ideal fit to help identify and execute the right M&A options for your business. Through, buy-side analysis, sell-side execution or private capital formation, we can help you maximize the potential of your company and take advantage of the many opportunities that this industry has to offer.

Our Professional Services investment banking expertise includes the following segments:

- Education and Training
- Business Process Outsourcing
- Marketing Services
- Human Resources & Recruiting
- Consulting, Accounting, & Legal

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#### SELECT TRANSACTION EXPERIENCE

SDR has completed numerous transactions types throughout the Professional Services Industry, including:



#### SDR SERVICE OFFERINGS



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