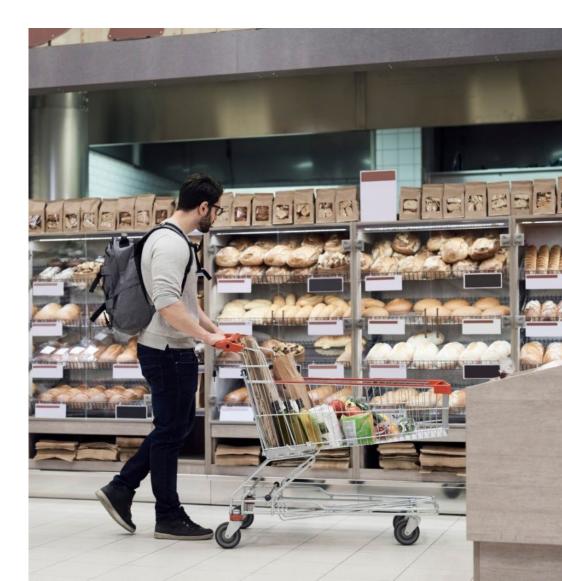
Retail and Consumer Deals Digest

December 2021





Retail and Consumer Deals Digest

Consumer Confidence increases 1.5pts to 107.5 as vaccination rates continue to rise

Consumer confidence increased by 1.4% last week, primarily driven by consumers becoming more confident about their personal financial situations. Among the major states, confidence rose in New South Wales, Queensland and Western Australia, while it dropped in Victoria and South Australia.

Consumer Confidence is below the 2021 weekly average of 108.1 and now 1.5pts below the same week a year ago.

Weekly inflation expectations' increased 0.1ppt to 4.9%, while its 4-week moving average was unchanged at 4.8%.

"Consumer confidence rose 1.4% last week even as 'weekly inflation expectations' rose a touch to 4.9%. Consumers are positive about the outlook despite the news about the Omicron variant. Among the major cities confidence increased by 5.0% in Sydney, 1.0% in Brisbane and 1.4% in Perth, while it dropped in Melbourne (-1.2%) and Adelaide (-0.5%). The sustained jump in inflation expectations doesn't seem to have had a major impact on sentiment, unlike what is occurring elsewhere such as in the US". – David Plank, ANZ Head of Australian Economics, 07 December 2021. 80.0

Latest Australian ABS trade results

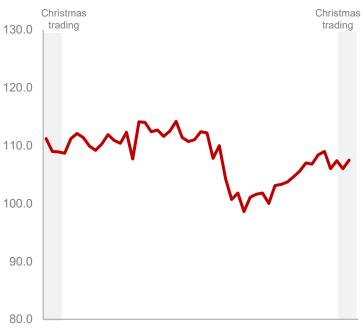
The latest Australian Bureau of Statistics (ABS) Retail Trade figures show that Australian retail turnover rose 4.9% in October 2021, which follows an increase of 1.3% in September 2021 and decline of 1.7% in August 2021.

The following industries rose in seasonally adjusted terms in October 2021: Cafes, restaurants and takeaway food services (12.3%), Clothing, footwear and personal accessory retailing (27.7%), Household goods retailing (4.5%), other retailing (2.2%) and department stores (22.4%). Food retailing (-0.5%) fell in seasonally adjusted terms.

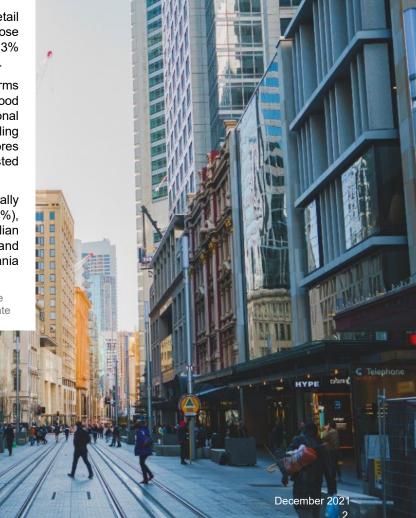
The following states and territories rose in seasonally adjusted terms in October 2021: Northern Territory (1.6%), New South Wales (13.3%), Queensland (0.4%), Australian Capital Territory (20.2%), Western Australia (0.2%) and Victoria (3.0%). South Australia (-1.2%) and Tasmania (-2.4%) fell in seasonally adjusted terms.

Source: ABS data released 26 November 2021. Data refers to the seasonally adjusted estimate increases/decreases by industry/state





Dec Jan Feb Mar Apr May Jun Jul Aug Sep Oct Nov Dec Source: ANZ-Roy Morgan Weekly Consumer Confidence Index



Retail and Consumer Deals Digest

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Announced deals

According to Mergermarket, announced retail deal activity for FY2022TD⁽¹⁾ declined in value compared to the prior comparable period (**PCP**), however the volumes increasing slightly. 44 deals totalling AUD\$3.3bn were announced in the FY22TD period, versus 41 in the PCP, valued at AUD\$11.7bn.

In the last twelve months (**LTM**), deal value compared to the PCP has increased significantly with deal volume also increasing, from 88 announced deals (AUD\$14.1bn) to 129 (AUD\$30.1bn).

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	FY20	22TD ⁽¹⁾	Р	СР	LT	'M ⁽²⁾	PCP			
Deal value (in A\$m)	# of deals	Deal value	# of deals	Deal value	# of deals	Deal value	# of deals	Deal value		
\$0 to \$5M	0	0	0	0	0	0	0	0		
\$6 to \$10M	3	27	2	18	8	74	4	37		
\$11 to \$20M	3	43	9	144	16	261	17	273		
\$21 to \$30M	5	135	3	74	10	257	10	259		
\$31 to \$50M	4	162	6	252	17	698	12	492		
\$51 to \$100M	5	399	3	246	11	799	11	779		
\$101 to \$300M	5	708	2	370	15	2,436	4	751		
\$301 to \$500M	1	500	0	0	2	900	1	425		
>\$500M	2	1,337	4	10,557	7	24,641	5	11,109		
Subtotal	28	3,311	29	11,661	86	30,066	64	14,125		
Undisclosed	16	n/a	12	n/a	43	n/a	24	n/a		
Total Announced	44	3,311	41	11,661	129	30,066	88	14,125		
Total Completed	30	897	28	11,254	92	17,446	67	13,178		

Australia and New Zealand Announced Retail and Consumer deals (FY2022TD⁽¹⁾ and LTM vs. PCP)

Source: Mergermarket, based on announced and completed transactions as at 30 November 2021

(1) FY2022TD refers to the period 1 July 2021 to 30 November 2021, reflecting the latest available Mergermarket data

Selected recently completed / announced deals

- 15 December 2021 Corporate Travel Management, an Australian provider of business travel management solutions to the corporate market, has agreed to acquire Helloworld Travel's corporate and entertainment travel business in Australia and New Zealand (ANZ) for A\$175 million. The acquisition is highly complementary to Corporate Travel Management's existing ANZ corporate travel management operations and the purchase price represents an EV / FY19 EBITDA (pro-forma) of 8.0x.
- 07 December 2021 Pet Circle, an Australian online pet supplies and services marketplace, raised A\$125 million in a Series C funding round led by Prysm Capital, TDM Growth Partners, with participation from AirTree Ventures and Baillie Gifford. The funding round valued the company at >A\$1 billion and the funding will be used to accelerate Pet Circle's growth as it continues to develop its software platform and expands its warehouse footprint, dedicated fleet, and product range.
- 07 December 2021 Carma, an Australia-based online used car business, raised US\$20 million in a seed funding round. The company plans to use some of the proceeds on a marketing campaign, as the management attempts to build a trusted brand which the founders believe is lacking in the fragmented used-car market.
- 01 December 2021 Hudson Food Group, a Melbourne, Australia-based food service provider, announced acquisition of a minority stake in The Dreaming Food Group through an initial A\$20 million infusion into Biripi Capital. The company plans to use the proceeds to fund an A\$15 million dairy processing plant in Tullamarine. As reported, the group is also anticipated to be in talks with other corporate players for follow-on deals.
- 29 November 2021 Online wine retailer Vinomofo has bought Melbourne-based events company Revel, which produces the famed Pinot Palooza for an undisclosed amount. The acquisition is expected to further build its capabilities to continue meeting the growing needs of its customers. The move will enable Vinomofo to diversify its revenue stream beyond simply selling wine to customers.
- 25 November 2021 Adairs, the Australian furniture store company, announced the acquisition of Focus on Furniture, a vertically integrated omni-channel furniture retailer operating in Australia. The acquisition was announced for an Enterprise Value of A\$80 million, indicating an EBIT multiple of 2.4x based on FY21 EBIT. Focus will continue to operate independently of Adairs, with the company's existing management team continuing under new contracts. The acquisition is expected to build product offering in the key area of home furniture and increase the company's exposure to that market by a company estimated ~3x.
- 25 November 2021 BGH Capital, the private equity firm, has acquired an undisclosed stake in Laurent Bakery, the Australian operator of a bakery chain and artisan bread maker. BGH Capital will invest in the business alongside Laurent Bakery Group founder Laurent Boillon, replacing a silent co-investor and helping to try and grow the business

Selected recently completed / announced deals (cont'd)

- 23 November 2021 Optimus Group, has raised its stake in OzCar to 30% by purchasing additional shares from the owner of the Australian used car dealer. Optimus Group raised its stake from 20% and is listed on the Tokyo stock exchange.
- 18 November 2021 Flavour Makers Health & Wellbeing, the Australia based food development and manufacturing company announced acquisition of Eco Superfoods, the local company specializing in creating plant-based proteins and natural sports nutrition products, for an undisclosed amount.

Also recently in the news

- Woolworths has put forward a non-binding bid to acquire Australian Pharmaceutical Industries at a cash price of A\$1.75 per share, a 20c per share premium on Wesfarmers' A\$1.55 per security offer. API is working to "quickly" finalise its due diligence enquiries. Wesfarmers has the right to match any bid by Woolworths and has also stated that it will use its 19.3% stake in API to vote against any scheme of arrangement put forward by its rival. Refer to page 6 for further insights provided by PwC's "<u>A CLOSER LOOK</u>: Paying for control – public company takeovers in the R&C sector".
- Murray River Organics, an Australia-based dry fruit and grains business, has appointed an advisor to sell the business or secure capital.
- Private equity firm CVC Capital is believed to be gearing up to sell the Australian tea retailer T2. The tea retailer could appeal to a drinks company looking for alternative avenues for revenue at a time when the popularity of soft drinks wane.
- Perfection Fresh, an Australia-based fruit and vegetable business, is in advanced talks with a potential buyer. It is anticipated that Perfection Fresh stakeholder PSP may be preparing to buy the portion of the business it does not already own from the Smorgon family. Other potential suitors include Roc Partners, KKR, and BGH Capital. Perfection Fresh could sell for ~A\$400 million.
- Catalyst Investment Managers is looking for buyers for its frozen ready meals business Vesco and has appointed an advisor to help sell the business. Catalyst is pitching Vesco as a company with annual revenue exceeding A\$200 million.
- Lite n' Easy, an Australia-based ready-made meals business, has reportedly entered into exclusive talks with a buyer and is expected to sell for ~A\$1 billion. Private equity players including KKR, BGH Capital, and Pacific Equity Partners are expected to be the potential buyers, while trade players such as JBS are also thought to have been among interested suitors.

- Nexba, an Australia-based drinks business, is looking for a new strategic or private equity investor. The company is looking for backers to help finance its expansion plans. Nexba's founders, are believed to be open to options including an A\$20 million equity injection to the sale of a controlling stake.
- Zero alcohol craft brewer Heaps Normal has raised A\$8.5 million in capital from multiple investors including Adore Beauty founder Kate Morris and the co-founder of eco toilet paper outfit Who Gives a Crap, Simon Griffiths. After the capital raising, the business has a valuation of A\$58 million. The company plans to use the proceeds to accelerate growth in the broader zero alcohol category.
- Specialty fashion retailer Mosaic Brands, has agreed to a A\$59 million credit facility with Commonwealth Bank. This followed a A\$32 million capital raise in October and was completed in an effort to strengthen the balance sheet after a difficult trading period during lockdown.
- Freedom Foods has agreed to enter a separate bank guarantee facility worth US\$18 million. The Board has resolved that it will divest its shares in Australia Fresh Milk Holdings Pty Ltd for ~A\$25 million, and apply the proceeds from that sale as security for the additional guarantee facility.

<u>Australian Black Friday</u> wrap up

- Black Friday sales volumes **increased 298% vs PCP** with the most popular categories being Leisure, Sport & Hobby, Jewellery & Accessories, and Clothing & Shoes.
- Social media is still a key discovery tool with 86% of Gen Z and 89% of Millennials saying that they have purchased a product after seeing it on social media. However, 43% of shoppers still said that they would still buy in-store.
- November sales are embraced more by the younger generations who are more likely to set holiday budgets.

Source: klarna.com

Note: News may be speculative or rumoured in nature Source: Mergermarket, Inside Retail

Also recently in the news (cont'd)

- Alquemie Group is in advanced negotiations to acquire General Pants and has reportedly offered ~A\$50 million for the business. Other suitors include the Universal Store Holdings Limited, high-net-worth investor Larry Kestelman, Accent Group Limited, Cotton On, and JD. The company generates an annual EBITDA of ~A\$10 million.
- Byron Bay streetwear brand Afends is opening a new concept store in Melbourne. This marks the brand's fifth brick & mortar location in Australia and the start of a bigger push into physical retail for the future.
- Dyson has unveiled its first virtual reality store, allowing New Zealanders to experience and test its products from the comfort of their own home – assuming they own an Oculus VR headset.
- Australian daigou social commerce business AuMake raised A\$2.2 million through a placement of 131 million shares at ~A\$0.017 per share, aimed at powering the business' post-covid and post transformation strategy. The funding round is largely led by existing shareholder Novus Capital.
- Luxury ecommerce platform Showroom-X launched an equity crowdfund offer with Birchal, for further expansion of its brand portfolio and in turn grow its international platform. The company plans to use the cash generated through the offer to create a bespoke online marketplace, encouraging circular fashion.
- Online grocery platform Your Food Collective has raised A\$1.4 million from 234 public and private investors and plans to grow its Sydney and Newcastle focused service nationwide. Ksubi coowner Jackie Vicdor invested ~A\$0.1 million and Tracey Norman invested ~A\$0.6 million.
- Beauty giant Mecca has unveiled plans to launch a new flagship store in Melbourne. With opening of the outlet, the company now has a store in every single state and territory in Australia, taking total count to 107 stores across Australia and New Zealand.
- Australian fashion label, Aje, has launched an Aje Athletica flagship store at Westfield Sydney City and plans to establish 6 more standalone locations across the country early next year.
- Australian apparel brand, Sportscraft, is expanding into children's wear. A permanent range of clothes for babies through to 10 year old's launched in late November.

- CPE Capital is reportedly selling Jaybro, an Australia-based workwear and textile business. CPE acquired Jaybro in 2017 for a price of A\$170 million and according to reports, Jaybro could sell for ~A\$600 million.
- TPG Capital is considering retaining and refinancing the Australian petcare business Greencross. Bids for Greencross were due in late November, however, it is believed that suitors were not willing to meet TPG's asking price, or were only interested in parts of the business. TPG is not eager to break up the operation and is open to retaining Greencross or selling only a stake.
- Asia-Australia focused chains AuMake and Miniso are partnering on a strategy to bring their customers together in new dualbranded Australian stores. AuMake signed a distribution agreement with Miniso's Australian Master Franchisee, and will sell products from three of its highest-traffic stores: Chinatown, World Sqaure CBD and Burwood in Sydney. The deal is expected to help get Miniso back on its feet in Australia, after falling into voluntary administration last year due to the lack of international visitors.
- Activewear brand Exie launches its first three bricks-and-mortar stores under its partnership with Accent Group. The new stores feature an industrial-style aesthetic fused with influences from the gym including chrome barbells as hanging rails, oversized dumbbells and boxing equipment.

Note: News may be speculative or rumoured in nature Source: Mergermarket, Inside Retail



<u>A CLOSER LOOK</u>: Paying for control – public company takeovers in the R&C sector

The beginning of December 2021 saw Woolworths launch itself into the Australian Pharmaceuticals Industries (API) takeover battle against Australian conglomerate, Wesfarmers. The current API bids reflect a premium on its share price in the range of 37% - 55% (based on the one-month Volume-Weighted Average Price (VWAP) at 9th July). In the case of acquisitions of majority stakes, differences between the offer price and the trading market price reflects the premium that an acquirer is willing to pay to obtain control - i.e. the 'control premium'. In Australia, there have been few recent public company takeovers in the R&C sector, with Mergerstat recording only five transactions worth over \$100m where outright control was sought over the last ten years and therefore, the current API takeover battle provides a live example to observe the premia being paid in the R&C market today.

What does a control premium represent?

A control premium refers to the amount a buyer is willing to pay in excess of the trading share price in order to gain a controlling ownership interest (control is when a buyer has >50% voting rights in a company). The importance of having a controlling ownership interest in a company can be 'financial' - i.e. the acquirer gains access to the firm's cash flows, and 'strategic' – the acquirer can manage day-to-day operations and control the firm's strategy and decision making. As such, the level of control premium observed can be influenced by numerous factors including company and industry size; market outlook; buyer/seller sentiment; growth potential of target; potential synergies (i.e. strategic value); and potential return on investment.

Observed control premia in the R&C sector

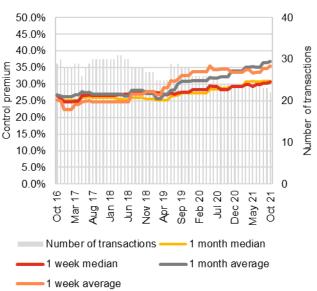
As noted, there is not a vast range of available benchmarks in Australia for R&C public company takeovers and therefore, when assessing an expected control premium we look to observe trends from a broader sample of developed markets. Generally speaking, across all industry sectors, control premiums have historically observed to be in the range of 20% - 40%.

Based on our analysis of Mergerstat's published control premia data for the 'Retail Trade' and 'Wholesale Trade' sectors in ANZ, the UK, the US and Canada for the last ten years, we have observed that the average and median control premium has trended consistently above 25%. The 'Retail Trade' sector appears to reflect an increase in control premium in the last two years, albeit the number of transactions have decreased in this period leading to a smaller sample set. The 'Wholesale Trade' sector displays higher control premia which is likely due to the network impact that can be achieved through post-deal synergies as a result of industry consolidations (e.g. increased purchasing power).

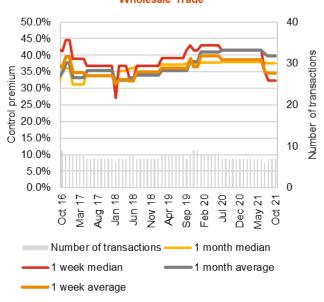
Evidently, given the number of variables, the control premium in a specific transaction can vary from one to another. There are numerous factors at play which may contribute to the increase in the control premia being paid in these sectors. Some of these factors include:

- Increased M&A activity including international acquisitions, leading to more competitive markets and bidding processes
- · Greater access to capital due to lower debt rates
- Changes in the type of buyers in the market (strategic vs financial)
 PwC





Source: FactSet Mergerstat, PwC analysis. Note: (1) excludes negative premia transactions (2) Based on 'Retail Trade' transactions in UK, US, Canada, Australia and New Zealand from 2011 – 2021. (3) Reflects transactions with acquired shareholdings of > 50%.



5 Year Rolling Price Premia by Closing Month -Wholesale Trade

Source: FactSet Mergerstat, PwC analysis. Note: (1) excludes negative premia transactions (2) Based on 'Wholesale Trade' transactions in UK, US, Canada, Australia and New Zealand from 2011 – 2021. Excludes petroleum and materials wholesale sector classifications. (3) Reflects transactions with acquired shareholdings of > 50%.

Why is it important?

Identifying the premia for control being paid in public company takeovers is critical to understanding the value proposition behind any given transaction. For acquirers, the art of a good deal is typically to minimise the level of strategic value being paid over in order to extract a higher return on their investment. However, for vendors, obtaining clarity that the premium above the traded share price is reflective of market value is a key hurdle to getting approval for a business sale. Ultimately, for both acquirers and vendors, being able to articulate and justify the bid premium serves to help future value realisation and strengthen a negotiation position.

			Share	Mkt			Net	Dividend	TSR		EV / EBITDA				EV / EBIT				PE	
			price	cap	EV	Net	debt /	Yield	1 SK	Actual	Fore	casts	Growth	Actual	Fore	ecasts	Growth	Actual	Forec	asts
Ticker	Company	Currency	\$	million	million	debt	EV	LTM	Nov-21	LTM	CY2021	CY2022	LTM-19	LTM	CY2021	CY2022	LTM-19	LTM	CY2021	CY2022
	Household Goods Retail																			
ASX:HVN	Harvey Norman Holdings Limited	AUD	5.14	6,404	7,866	1,433	18%	6.8%	2.2%	6.2x	7.2x	7.6x	-9.6%	7.0x				9.3x	10.1x	12.3x
ASX:JBH	JB Hi-Fi Limited	AUD	47.60	5,483	5,851	368	6%	6.0%	-4.6%	6.1x		7.4x	-9.1%	7.8x				12.0x	12.3x	14.5x
NZSE:WHS	The Warehouse Group Limited	NZD	3.99	1,378	2,107	732	35%	7.6%	2.4%	5.0x	5.6x	5.5x	-4.5%	7.4x				8.9x	9.3x	9.9x
ASX:ADH	Adairs Limited	AUD	3.93	672	752	81	11%	5.9%	-2.7%	5.0x	4.9x	4.7x	3.5%	7.0x		c 7.1x		10.4x	10.3x	9.6x
ASX:BLX	Beacon Lighting Group Limited	AUD	2.80	625	733	108	15%	3.1%	22.8%	8.5x	9.2x	9.8x	-6.8%	12.3x	13.9x	(16.0x	-12.2%	18.5x	18.9x	22.2x
ASX:NCK	Nick Scali Limited	AUD	14.87	1,204	1,325	120	9%	4.4%	5.0%	8.6x	10.3x	9.7x	-5.4%	10.8x	11.6x	(11.9x	-4.8%	16.5x	15.8x	16.9x
NZSE:SCY	Smiths City Group Limited	NZD	0.14	7	112	105	93%	0.0%	-	11.3x	n/m	n/m	n/m	n/m	n/m		n/m	n/m	n/m	n/m
ASX:TRS	The Reject Shop Limited	AUD	6.91	265	359	94	26%	0.0%	4.6%	2.8x	2.8x	2.7x	2.0%	19.3x	54.9x	(22.2x	-6.7%	34.9x	30.1x	20.3x
ASX:BBN	Baby Bunting Group Limited	AUD	5.42	718	842	124	15%	2.6%	-3.4%	15.4x		9.9x	24.4%	31.8x		(16.3x		53.5x	26.0x	22.4x
ASX:DSK	Dusk Group Limited	AUD	3.00	187	199	13	6%	8.3%	-7.8%	3.7x	5.6x	6.3x	-23.9%	5.1x	6.1x	(7.1x	-15.3%	8.0x	8.2x	9.6x
	Mean									7.3x	7.lx	7.lx	-3.3%	12.1x	15.6x	12.4x	-4.9 %	19.1x	15.7x	15.3x
	Median									6.2x	6.7x	7.4x	-5.4%	7.8x	9.4x	10.9x	-12.2%	12.0x	12.3x	14.5x
	Household Goods Wholesale / Distribution																			
ASX:BRG	Breville Group Limited	AUD	29.86	4,161	4,070	(91)	-2%	0.9%	2.6%	26.9x	23.2x	20.3x	15.3%	29.3x	27.7×	c 24.2x	10.0%	51.9x	42.1x	36.2x
ASX:GUD	GUD Holdings Limited	AUD	11.16	1,187	1,422	235	17%	5.1%	-1.4%	12.2x	9.4x	6.5x	36.3%	14.5x	13.4x	c 7.6x	38.0%	18.4x	14.5x	10.0x
ASX:GWA	GWA Group Limited	AUD	2.55	676	848	171	20%	4.9%	-5.5%	10.3x	9.3x	8.6x	9.6%	13.4x	11.8x	(10.8x	11.4%	19.4x	15.1x	13.7x
ASX:PTL	Pental Limited	AUD	0.39	66	55	(12)	-21%	6.7%	-1.2%	4.6x	n/m	n/m	n/m	6.7x	n/m	n/m	n/m	10.6x	n/m	n/m
ASX:SHM	Shriro Holdings Limited	AUD	1.05	99	94	(5)	-5%	11.5%	-1.4%	3.8x	n/m	n/m	n/m	4.7x	n/m	n/m	n/m	8.2x	n/m	n/m
ASX:LGL	Lynch Group Holdings Limited	AUD	3.33	406	440	33	8%	24.6%	-2.3%	13.1x	7.4x	6.9x	37.9%	20.5x	9.9x	(9.7x	45.3%	24.6x	12.5x	12.3x
NZSE:BRW	Bremworth Limited	NZD	0.64	44	43	(1)	-2%	0.0%	-14.3%	30.3x	n/m	n/m	n/m	n/m	n/m	n/m	n/m	n/m	n/m	n/m
NZSE:EBO	EBOS Group Limited	AUD	38.30	6,288	6,838	517	8%	2.1%	0.6%	17.3x	16.6x	13.8x	11.9%	21.6x	20.3x	(16.6x	14.2%	37.3x	29.3x	23.7x
ASX:API	Australian Pharmaceutical Industries Limited	AUD	1.72	847	1,124	275	24%	2.0%	0.6%	8.4x	7.1x	7.0x	9.6%	17.7x	15.4x	(14.1x	11.9%	26.8x	26.5x	19.3x
	Mean									4. x	12.2x	10.5x	20.1%	16.0x	16.4x	13.8x	21.8%	24.6x	23.3x	19.2x
	Median									12.2x	9.3x	7.8x	13.6%	16.1x	14.4x	12.4x	13.1%	22.0x	20.8x	16.5x
	Diversified Retail																			
ASX:WES	Wesfarmers Limited	AUD	59.79	67,792	74,896	7,104	9%	3.0%	2.7%	14.6x	14.6x	14.4x	0.6%	20.3x	21.8x	c 20.7x	-0.9%	31.6x	29.3x	29.3x
ASX:VTG	Vita Group Limited	AUD	0.39	64	78	14	18%	20.8%	-14.6%	1.8x	2.0x	2.6x	-17.9%	4.9x				5.5x	5.6x	5.7x
ASX:SUL	Super Retail Group Limited	AUD	12.44	2,809	3,557	747	21%	7.1%	-3.1%	4.9x	5.0x	5.6x	-6.4%	7.6x				10.5x	11.8x	15.0x
	Mean									7.lx	7.2x	7.5x	-7. 9 %	11.0x	.6x	12.1x	-4.5%	15.9x	15.6x	16.7x
	Median									4.9x	5.0x	5.6x	-6.4%	7.6x	8.9x	II.0x	-0.9%	10.5x	11.8x	15.0x
	Automotive Retail																			
ASX:APE	Eagers Automotive Limited	AUD	13.36	3,453	5,453	1,981	36%	3.4%	-5.6%	10.1x	9.7x	10.3x	-0.9%	13.9x	11.8x	(13.0x	3.2%	18.8x	12.7x	14.2x
ASX:ARB	ARB Corporation Limited	AUD	51.24	4,185	4,145	(40)	-1%	1.3%	10.0%	24.1x		23.1x	2.3%	27.3x				44.1x	37.3x	36.9x
ASX:BAP	Bapcor Limited	AUD	6.80	2,308	2,700	391	14%	2.9%	-9.8%	9.9x	20.0X 9.9X	2.9.1X 8.9x	5.4%	13.6x				20.1x	17.8x	17.0x
ASX:PWR	Peter Warren Automotive Holdings Limited	AUD	2.80	480	766	286	37%	0.0%	-2.3%	7.8x	7.1x	7.0x	5.1%	10.0x				6.2x	8.3x	10.5x
ASX:MTO	MotorCycle Holdings Limited	AUD	3.14	194	262	68	26%	6.4%	-1.0%	5.3x	5.7x	5.8x	-4.3%	7.3x				7.7x	7.7x	9.4x
ADAMIO	Mean	AOD	0.14	104	202	00	2070	0.470	-1.070	11.4x	11.2x	11.0x	1.5%	14.5x			0.1%	19.4x	16.7x	17.6x
	Median									9.9x	9.7x	8.9x	2.3%	13.6x			0.1%	17.4x	10.7x	14.2x
										7.7X	9.7X	0.7X	2.3%	13.0x	11.0X	13.0x	0.0%	10.0X	12.78	14.23
	Apparel / Accessories Retail		04.47	4.050	4 007	(4.40)	001	0.634	0.501	0.5	0.0	40.0	0.4%	10.1	45.0		00.4%	04.4	04.0	40.0
ASX:PMV	Premier Investments Limited	AUD	31.17	4,956	4,807	(149)	-3%	2.6%	0.5%	8.5x		10.3x	-9.1%	12.4x				21.1x	21.3x	19.9x
ASX:LOV	Lovisa Holdings Limited	AUD	20.38	2,190	2,353	163	7%	1.9%	-5.1%	27.7x		15.7x	33.0%	n/m				n/m	n/m	41.0x
NZSE:KMD	Kathmandu Holdings Limited	NZD	1.56	1,106	1,352	242	18%	3.2%	-5.7%	7.7x		5.6x	17.8%	21.5x				37.5x	16.3x	13.5x
ASX:MOZ	Mosaic Brands Limited	AUD	0.70	75	172	97	56% 25%	0.0%	24.6%	1.2x		4.1x	-46.5%	3.4x 19.0x				2.6x	9.6x	6.1x
ASX:AX1	Accent Group Limited	AUD	2.45	1,327	1,778	451		4.6%	2.0%	8.6x		6.8x	12.4%					26.6x	31.4x	17.3x
NZSE:HLG	Hallenstein Glasson Holdings Limited	NZD	7.03	417	455	37	8%	0.0%	4.4%	5.4x		n/m	n/m	9.3x			n/m	14.4x	n/m	n/m
ASX:UNI	Universal Store Holdings Limited	AUD	7.51	550	586	36	6%	2.1%	-4.3%	8.2x		10.2x	-10.3%	12.2x				21.7x	21.5x	18.6x
NZSE:MHJ	Michael Hill International Limited	AUD	1.20	441	502	61	12%	3.8%	18.3%	4.7x		4.6x	0.9%	8.3x				14.0x	11.3x	11.1x
ASX:CCX	City Chic Collective Limited	AUD	5.59	1,345	1,302	(43)	-3%	0.0%	-2.9%	28.3x	24.8x	19.0x	22.1%	40.0x				n/m	47.5x	33.4x
	Mean									. x	11.3x	9.5x	2.5%	15.8x			2.6%	19.7x	22.7x	20.1x
	Median									8.2x	9.3x	8.5x	6.7%	12.3x	14.7x	13.9x	-4.7%	21.1x	21.3x	18.0x

			Share	Mkt			Net	Dividend		EV / EBITDA					EV / EBIT				PE			
Ticker			price	cap	EV	Net	debt /	Yield	TSR	Actual	Forecasts		Growth	Actual	ctual Forecasts		Growth	Actual	Forecasts			
	Company	Currency	\$	million	million	debt	EV	LTM	Nov-21	LTM	CY2021	CY2022	LTM-19	LTM	CY2021	CY2022	LTM-19	LTM	CY2021	CY2022		
	Media																					
ASX:SEK	SEEK Limited	AUD	35.21	12,428	13,356	844	6%	0.6%	6.4%	42.5x	28.6x	27.4x	24.4%	n/m	35.6x	36.4x	n/m	n/m	n/m	53.7x		
ASX:REA	REA Group Limited	AUD	169.20	22,360	22,756	327	1%	0.8%	1.4%	46.4x	38.2x	33.2x	18.3%	48.4x	43.0x	35.9x	16.2%	n/m	n/m	51.0x		
ASX:CAR	carsales.com Ltd	AUD	26.22	7,410	7,234	(177)	-2%	1.8%	2.2%	31.9x	27.2x	25.7x	11.3%	35.3×	31.5x	28.5x	11.1%	n/m	43.0x	36.1x		
ASX:IFM	Infomedia Ltd	AUD	1.53	575	517	(58)	-11%	2.9%	6.5%	23.2x	9.4x	7.9x	71.3%	26.6×	22.5x	14.0x	37.7%	44.9x	25.5x	20.9x		
ASX:KED	Keypath Education International, Inc.	USD	2.73	568	482	(65)	-13%	0.0%	-5.5%	n/m	n/m	n/m	n/m	n/m	n/m	n/m	n/m	n/m	n/m	n/m		
	Mean									36.0x	25.8x	23.6x	31.3%	36.7x	33.2x	28.7x	21.7%	44.9x	34.3x	40.4x		
	Median									37.2x	27.9x	26.6x	21.3%	35.3x	33.6x	32.2x	16.2%	44.9x	34.3x	43.6x		
	E-commerce																					
ASX:KGN	Kogan.com Ltd	AUD	8.11	867	870	3	0%	2.0%	-19.6%	24.9x		13.3x	36.8%	33.8x		16.6x	42.5%	52.3x		24.5x		
ASX:WEB	Webjet Limited	AUD	5.44	2,069	1,926	3	0%	0.0%	-13.4%	n/m	n/m	18.5x	n/m	n/m		43.1x	n/m	n/m	n/m	44.0x		
ASX:BKG	Booktopia Group Limited	AUD	1.76	241	240	(1)	0%	0.0%	-9.4%	20.2x		8.7x	52.7%	26.7×		13.2x	42.4%	n/m	27.2x	16.7x		
ASX:MPA	Mad Paws Holdings Limited	AUD	0.21	46	34	(12)	-37%	0.0%	-2.2%	n/m	n/m	n/m	n/m	n/m		n/m	n/m	n/m	n/m	n/m		
ASX: CTT	Cettire Limited	AUD	3.52	1,342	1,295	(47)	-4%	0.0%	12.1%	n/m	n/m	n/m	n/m	n/m		n/m	n/m	n/m	n/m	n/m		
ASX:ABY	Adore Beauty Group Limited	AUD	4.26	401	373	(28)	-7%	0.0%	-4.3%	n/m	50.8x	45.7x	n/m	n/m	n/m	n/m	n/m	n/m	n/m	n/m		
ASX:SDR	SiteMinder Limited	AUD	6.15	1,853	1,903	49	3%	0.0%	-	n/m	n/m	n/m	n/m	n/m		n/m	n/m	n/m	n/m	n/m		
ASX:STP	Step One Clothing Limited	AUD	2.58	478	467	(12)	-2%	0.0%	-	n/m	n/m	23.0x	n/m	n/m		23.0x	n/m	n/m	n/m	33.7x		
ASX:TPW	Temple & Webster Group Ltd	AUD	10.48	1,262	1,171	(91)	-8%	0.0%	-15.9%	n/m	n/m	n/m	n/m	n/m		n/m	n/m	n/m	n/m	n/m		
	Mean									22.6x	25.7x	21.8x	44.7%	30.2x	19.4x	24.0x	42.5%	52.3x	23.7x	29.7x		
	Median									22.6x	14.1x	18.5x	44.7%	30.2x	19.4x	19.8x	42.5%	52.3x	23.7x	29.1 x		
	Department Stores																					
ASX:MYR	Myer Holdings Limited	AUD	0.48	390	2,014	1,624	80.6%	0.0%	-3.7%	5.6x	5.3x	5.4x	2.5%	12.0x	12.7x	13.7x	-6.5%	8.4x	8.5x	9.6x		
	Supermarkets		40.50	40.050	00.404	40.070	000/	0.70/	7.00/	40.5.	44.4.	40.4.	4.00/	00.0	: 19.2x	20.9x	4.6%	00.0	00.0	07.0.		
ASX:WOW	Woolworths Group Limited	AUD	40.56	48,952	63,191	13,879	22%	2.7%	7.2%	12.5x		12.1x	1.6%	22.9x				39.8x		27.3x		
ASX:COL ASX:MTS	Coles Group Limited Metcash Limited	AUD AUD	17.87 4.50	23,837 4,345	32,948 5,517	9,111 1,162	28% 21%	3.4% 4.4%	5.1%	10.2x 10.1x		9.1x 9.0x	6.0% 5.8%	18.7x 13.8x		17.2x 12.6x	4.4% 4.8%	26.4x 19.0x		21.6x 16.1x		
ASA.IVITS	Metash Linned	AUD	4.30	4,340	5,517	1,102	Z 1 70	4.4 %	-	10.1X	9.7X	9.0x	4.4%	18.5x		12.0x	4.0%	28.4x	27.5x	21.6x		
	Median																					
										10.2x	9.7x	9.1x	5.8%	18.7x	18.7x	17.2x	4.6%	26.4x	25.3x	21.6x		
	Restaurants / Fast Food	ALID	100.10	10.000	11 75 4	1.005	00/	4 40/	4.00/	21.04	07.04	00 Ev	15.00/	40.65	20.04	21.04	16.0%	n/m	m /ma	46.7%		
ASX:DMP ASX:RFG	Domino's Pizza Enterprises Limited	AUD	123.18	10,660	11,754	1,095	9% 44%	1.4%	-4.2%	31.0x		23.5x	15.0%	43.6x		31.9x 9.5x	16.9% 26.2%		n/m	46.7x		
ASX:RFG NZSE:RBD	Retail Food Group Limited	AUD NZD	0.07	153	272	119	44% 29%	0.0%	-10.0%	9.5x		8.4x	6.1% 5.9%	15.1x			26.2%	16.9x 46.9x		7.9x		
ASX:CKF	Restaurant Brands New Zealand Limited Collins Foods Limited	AUD	15.83 12.64	1,975 1,475	2,796 2.092	821 617	29% 30%	0.0% 1.9%	-6.6% 10.2%	15.4x 11.6x		13.7x 10.2x	5.9% 6.8%	27.7x 21.7x		22.1x 17.6x	10.9%	46.9x 35.0x		28.4x 23.8x		
ADA.UNI	Mean	AUD	12.04	1,475	2,092	017	3078	1.970	10.270	16.9x	10.3x	10.2x	8.5%	27.0x	-	20.3x	16.5%	33.0x	20.0x	20.0x		
	Median									13.5x	13.4x	11.9x	6.5%			19.9x	14.4%	35.0x	26.6x	26.1x		
	Other									13.34	13.44	11.74	0.3 /8	27.73	22.0X	17.78	14.4%	55.04	20.03	20.12		
ASX:ELD	Elders Limited	AUD	11.41	1,790	2,010	217	11%	3.7%	-5.0%	9.7x	9.5x	9.1x	3.4%	12.1x	13.0x	10.8x	5.5%	18.9x	13.0x	15.1x		
ASX:ELD ASX:FLT	Flight Centre Travel Group Limited	AUD	11.41	3,527	2,010	46	11%	0.0%	-5.0% -11.2%	9.7X n/m	9.5X n/m	9.1x 19.1x	3.4% n/m	n/m		n/m	5.5% n/m	10.9X n/m	n/m	15.1X n/m		
ASX:ART	Airtasker Limited	AUD	0.92	3,327	3,573	(45)	-13%	0.0%	-11.2%	n/m	n/m	n/m	n/m	n/m		n/m	n/m	n/m	n/m	n/m		
ASX:ART ASX:CCV	Cash Converters International Limited	AUD	0.92	363 169	331	(45) 62	-13% n/m	0.0%	-12.7%	0.0x		n/m	n/m	0.0x		n/m	n/m	15.0x		n/m		
ASX:COV ASX:MEA	McGrath Limited	AUD	0.27	109	- 88	(12)	-14%	2.5%	-12.1% 8.5%	0.0x 3.8x		n/m	n/m	0.0x 5.7x		n/m	n/m	15.0x 11.6x		n/m		
ASX:IVIEA ASX:BBT	BlueBet Holdings Ltd	AUD	0.60 1.49	297	00 242	(12)		2.5%	0.5% -21.3%	32.4x		n/m	n/m	33.1x			n/m	n/m	n/m	n/m		
NOV DD I	Mean	AUD	1.49	291	242	(35)	-23%	0.0%	-21.3%	32.4x	9.5x	14.1x	3.4%	12.7x		n/m 10.8x	5.5%	15.1x	13.0x	15.1x		
	Median									6.7x	9.5x	4. x	3.4%	8.9x	27.2x	10.8x	5.5%	15.0x	13.0x	15.1x		

Source: CapitalIQ, as at 13 December 2021

			Share	Mkt	EV	Net	Net debt /	Dividend Yield			EV / EBI	TDA			EV / EBIT				PE		
			price	сар					TSR	Actual	Forec	asts	Growth	Actual	Forecasts		Growth	Actual	Fored	asts	
Ticker	Company	Currency	\$	million	million	debt	EV	LTM	Nov-21	LTM	CY2021	CY2022	LTM-19	LTM	CY2021	CY2022	LTM-19	LTM	CY2021	CY2022	
	FMCG - Beverage																		· · · · ·		
ASX:TWE	Treasury Wine Estates Limited	AUD	12.05	8,703	9,787	1,080	11%	2.3%	5.0%	15.5x	13.7x	13.3x	7.9%	20.3x	20.0x	17.3x	8.3%	34.0x	27.3x	23.9x	
NZSE:DGL	Delegat Group Limited	NZD	14.40	1,456	1,808	352	19%	1.4%	-6.2%	15.3x	15.0x	14.5x	2.8%	19.0x	18.6x	18.0x	2.6%	27.2x	23.3x	22.7x	
ASX:AVG	Australian Vintage Ltd	AUD	0.77	196	292	96	33%	3.9%	-2.2%	6.6x	6.8x	6.9x	-2.6%	9.8x	9.9x	9.5x	1.6%	11.1x	10.4x	10.2x	
ASX:GDA	Good Drinks Australia Limited	AUD	0.92	117	135	18	13%	0.0%	1.1%	13.9x	12.7x	10.5x	15.3%	23.5x	20.3x	16.0x	21.2%	30.2x	28.6x	22.8x	
	Mean									12.8x	12.0x	11.3x	5.9%	18.1x	17.2x	15.2x	8.4%	25.6x	22.4x	l 9.9x	
	Median									14.6x	13.2x	.9x	5.4%	19.6x	19.3x	16.7x	5.5%	28.7x	25.3x	22.8x	
	FMCG - Food & Dairy																				
NZSE:FCG	Fonterra Co-operative Group Limited	NZD	3.14	5,066	9,179	4,107	45%	6.4%	-4.3%	6.5x		n/m	n/m	10.5x		n/m	n/m	13.3x	n/m	n/m	
ASX:BGA	Bega Cheese Limited	AUD	5.59	1,694	2,103	409	19%	1.8%	1.3%	15.3x	11.6x	9.0x	30.2%	28.0x	17.7x	16.2x	31.7%	35.5x	28.8x	19.8x	
NZSE:ATM	The a2 Milk Company Limited	NZD	5.92	4,402	3,544	(859)	-24%	0.0%	-7.0%	26.5x	n/m	16.3x	27.5%	28.0x	n/m	19.0x	21.5%	54.2x	n/m	32.0x	
ASX:NOU	noumi Limited	AUD	0.39	107	537	431	80%	0.0%	-16.0%	46.9x	n/m	n/m	n/m	n/m	n/m	n/m	n/m	n/m	n/m	n/m	
NZSE:SML	Synlait Milk Limited	NZD	3.41	745	1,237	492	40%	0.0%	-11.1%	39.9x	14.6x	8.4x	117.6%	n/m	43.0x	13.8x	n/m	n/m	n/m	14.8x	
	Mean									27.0x	3. x	11.3x	58.4%	22.2x	30.4x	16.3x	26.6%	34.3x	28.8x	22.2x	
	Median									26.5x	3. x	9.0x	30.2%	28.0x	30.4x	16.2x	26.6%	35.5x	28.8x	19.8x	
	FMCG - Food (Production)																				
ASX:ING	Inghams Group Limited	AUD	3.35	1,247	3,032	1,786	59%	4.9%	-6.7%	6.8x	6.7x	6.4x	3.1%	16.9x	16.4x	15.4x	4.9%	17.5x	13.6x	12.2x	
ASX:AAC	Australian Agricultural Company Limited	AUD	1.52	913	1,297	384	30%	0.0%	-5.1%	n/m	24.1x	33.0x	n/m	n/m	29.6x	n/m	n/m	n/m	45.5x	n/m	
ASX:CGC	Costa Group Holdings Limited	AUD	2.84	1,319	1,874	518	28%	3.2%	-1.7%	9.3x	8.6x	6.9x	15.6%	17.8x	17.6x	12.5x	19.2%	27.2x	22.1x	15.1x	
ASX:SHV	Select Harvests Limited	AUD	6.10	734	1,085	351	32%	1.3%	-11.5%	14.4x	20.5x	11.2x	13.5%	35.4x	29.0x	14.8x	54.5%	40.8x	26.6x	14.5x	
ASX:TGR	Tassal Group Limited	AUD	3.35	716	1,242	527	42%	4.2%	-7.0%	8.1x	8.1x	7.2x	5.9%	16.4x	14.4x	15.6x	2.7%	18.7x	13.2x	11.2x	
ASX:E33	East 33 Limited	AUD	0.21	57	72	15	21%	0.0%	-4.7%	n/m	n/m	6.6x	n/m	n/m	n/m	7.8x	n/m	n/m	n/m	7.3x	
NZSE:SAN	Sanford Limited	NZD	5.30	496	711	215	30%	0.0%	-1.4%	13.6x	12.5x	9.9x	17.5%	44.3x	26.0x	16.9x	61.9%	n/m	22.4x	20.6x	
	Mean									10.4x	13.4x	.6x	11.1%	26.2x	22.2x	13.8x	28.6%	26.0x	23.9x	13.5x	
	Median									9.3x	10.6x	7.2x	13.5%	17.8x	21.8x	15.1x	19.2%	22.9x	22.2x	13.3x	
	FMCG - Personal Care															_					
ASX:BWX	BWXLimited	AUD	4.29	690	683	(7)	-1%	1.0%	-6.7%	21.5x	19.5x	11.3x	37.8%	27.6x	19.7x	13.2x	44.9%	40.1x	31.1x	22.1x	
NZSE:CVT	Comvita Limited	NZD	3.32	233	251	18	7%	1.2%	-6.7%	10.7x	9.2x	8.2x	14.1%	18.5x	15.2x	13.1x	18.9%	26.9x	20.8x	16.7x	
ASX:BKL	Blackmores Limited	AUD	87.44	1,695	1,660	(40)	-2%	0.8%	-3.2%	22.6x	20.6x	16.0x	18.7%	34.8x	32.3x	23.9x	20.6%	n/m	53.7x	36.2x	
ASX:EZZ	EZZ Life Science Holdings Limited	AUD	0.51	21	12	(9)	-71%	0.9%	-6.1%	4.3x	n/m	n/m	n/m	4.5x	n/m	n/m	n/m	10.0x	n/m	n/m	
ASX:SSG	Shaver Shop Group Limited	AUD	1.23	161	180	19	11%	6.7%	18.0%	4.5x	4.5x	4.3x	2.0%	6.8x	7.0x	6.7x	1.3%	9.8x	9.4x	8.9x	
ASX:BIO	Biome Australia Limited	-	0.11	21	-	-	n/m	0.0%	-	0.0x	n/m	n/m	n/m	0.0x	n/m	n/m	n/m	n/m	n/m	n/m	
ASX:MCP	McPherson's Limited	AUD	0.88	113	126	14	11%	5.7%	-7.8%	16.1x	9.4x	6.5x	57.4%	45.6x	14.8x	8.7x	129.5%	n/m	14.8x	12.5x	
	Mean									.4x	12.6x	9.3x	26.0%	19.7x	17.8x	3. x	43.0%	21.7x	26.0x	19.3x	
	Median									10.7x	9.4x	8.2x	18.7%	18.5x	15.2x	3. x	20.6%	18.5x	20.8x	16.7x	

Retail sector trends

As reported by the ABS, the seasonally adjusted Australian retail turnover for October 2021 trends are as follows:

- Food retailing: The seasonally adjusted estimate for Food retailing fell 0.5% in October 2021. By industry subgroup, the seasonally adjusted estimate retailing rose for Other specialised food (2.1%) and fell for Liquor retailing (-2.4%) and Supermarkets and grocery stores (-0.5%).
- Household goods retailing: The seasonally adjusted estimate for Household goods retailing rose 4.5% in October 2021. By industry subgroup, the seasonally adjusted estimate rose for Furniture, floor coverings, houseware and textile goods retailing (10.4%), Electrical and electronic goods retailing (2.6%) and Hardware, building and garden supplies retailing (2.7%).
- Clothing, footwear and personal accessory retailing: The seasonally adjusted estimate for Clothing, footwear and personal accessory retailing rose 27.7% in October 2021. By industry subgroup, the seasonally adjusted estimate rose for Clothing retailing (33.1%), and Footwear and other personal accessory retailing (18.5%).

- Department stores: The seasonally adjusted estimate for Department stores rose 22.4% in October 2021.
- Cafes, restaurants and take-away food services: The seasonally adjusted estimate for Cafes, restaurants and takeaway food services rose 12.3% in October 2021. By industry subgroup, the seasonally adjusted estimate rose for Cafes, restaurants and catering services (18.3%) and Takeaway food services (5.5%).
- Other retailing: The seasonally adjusted estimate for Other retailing rose 2.2% in October 2021. By industry subgroup, the seasonally adjusted estimate rose for Newspaper and book retailing (5.2%), Other recreational goods retailing (5.2%), Pharmaceutical, cosmetic and toiletry goods retailing (0.5%) and Other retailing n.e.c. (2.6%).

Source: ABS data released 26 November 2021. Data refers to the seasonally adjusted estimates by industry



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PwC has been ranked **Global #1 M&A Advisor by Volume for 2020** by Dealogic, as well as #1 by Thompson Reuters, Bloomberg and Mergermarket in their latest live rankings for 2020.

Our Australian team has also been ranked **#1 by Mergermarket in Australasia**.



Contact us

If you would like to discuss any of the information in this newsletter or be added to the distribution list for this newsletter, please contact one of our Deals Retail and Consumer specialists:



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