

TESTING, INSPECTION & CERTIFICATION

QUARTERLY SECTOR REVIEW | Q4 2019



HARRIS WILLIAMS OVERVIEW

GLOBAL ADVISORY PLATFORM

- Founded in 1991
- 350+ professionals across eight offices globally
- 170+ closed transactions in the last 24 months
- 21st record year in 2018
- 10 dedicated industry groups



HW TESTING, INSPECTION & CERTIFICATION ("TIC") SECTOR FOCUS AREAS

BUILDINGS & INFRASTRUCTURE

- Design Review
- Commercial, Residential, and Civil
 Inspection
- Project and Construction Management
- Construction Materials Testing
- Structure Integrity Analysis

FOOD & AGRICULTURE

- Pesticide, Soil, and Seed/Crop Testing
- FDA Audit and Compliance
- Chemical and Nutritional Testing
- Food Production Assessments
- Food Contaminant Testing

CONSUMER

- Product Failure Analysis
- Environmental Impact Testing
- Consumer Products Testing
- Trade Certification and Auditing
- Expert Witness Services

LIFE SCIENCES

- Pharmaceuticals Testing
- Medical Device Testing
- Ecological Toxicology
- Residue and Analytical Chemistry
- Soil, Plant, Animal Metabolism

ENERGY / OIL & GAS

Oil, Fuel, Liquids, and Chain of Custody Testing

- Energy Infrastructure Inspection and Testing
- Integrity Management
- Corrosion Monitoring
- Production Analytics and Measurement

POWER & UTILITIES

- T&D Inspection & Testing
- Electrical Inspection & Testing
- Renewables Testing and Inspection
- In-Plant Inspection
- Reliability Services

ENVIRONMENTAL

- Stormwater Management
- Emissions Monitoring and Testing
- Soil, Water, and Air Testing
- Environmental Consulting
- Industrial Hygiene

TRANSPORTATION & AEROSPACE

- Supplier and Supply Chain Audits
- 3rd Party Assessments
- Performance Management Services
- Aerospace and Automotive Parts Testing
- Manufacturing Inspection



UNITED STATES

Brian Lucas

Managing Director blucas@harriswilliams.com

Luke Semple Managing Director Isemple@harriswilliams.com

lan Thomas Director ithomas@harriswilliams.com



TIC PUBLIC COMPANY BENCHMARKING



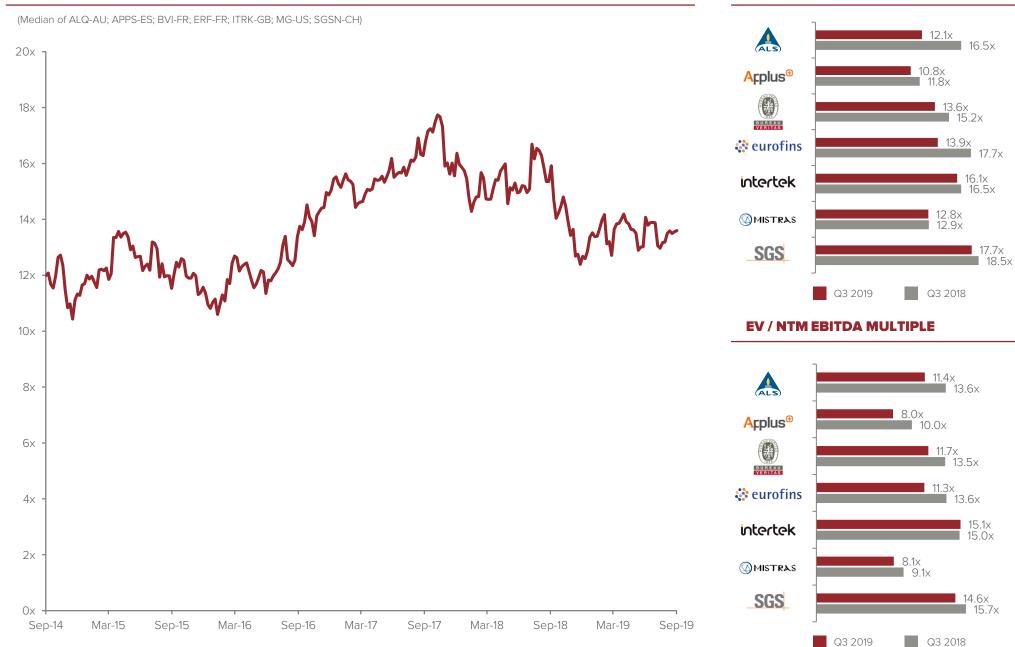
SELECT TIC M&A TRANSACTIONS

Announced September 27, 2019 Eddyfi Technologies	 Eddyfi Technologies acquires NDT Global NDT Global is a Germany based provider of ultrasonic pipeline inspection and data analysis services for onshore and offshore pipelines. Eddyfi Technologies is currently a portfolio company of Caisse de Dépôt et Placement du Québec.
Announced September 25, 2019	 Clayton, Dubilier & Rice takes minority stake in Socotec Socotec is a France based provider of inspection and measurement services for engineering structures, facilities, and equipment. Socotec is currently a portfolio company of Cobepa. Clayton, Dubilier & Rice's investment will provide the group with 33% ownership stake.
Announced September 10, 2019	 Shermco Industries acquires NextGen Technologies NextGen Technologies is a Canada based provider of integrated electrical testing services including design, testing, commissioning, maintenance, and repairs of protection and control systems. Shermco Industries is currently a portfolio company of Gryphon Investors.
Announced September 4, 2019	 Socotec acquires Vidaris Vidaris is a leading provider of assurance services, building design, efficiency and dispute resolution in the construction, real estate, infrastructure and industrial fields. Vidaris was previously a portfolio company of Cortec Group. Socotec is currently a portfolio company of Cobepa.
Announced August 22, 2019	 Montrose Environmental Group acquires Air, Water & Soil Laboratories Air, Water & Soil Laboratories is a leading testing services and data analysis of wastewater, drinking water, soil, solids, and air in the mid-Atlantic. Montrose Environmental Group is currently a portfolio company of GFI Oaktree Capital Management.
Announced August 16, 2019 PERFORMANCE SYSTEMS INTEGRATION	 The Riverside Company acquires Performance Systems Integration Performance Systems Integration is a leading provider of fire and life safety services including system inspection, service, and monitoring to clients in the Pacific Northwest. Performance Systems Integration was previously a portfolio company of Peterson Partners.
Announced August 13, 2019 BOXWOOD MERGER CORP.	 Boxwood Merger Corporation has reached an agreement to acquire Atlas Technical Consultants Atlas Technical Consultants, currently a portfolio company of Bernhard Capital Partners, is a leading provider professional testing, inspection, engineering, and consulting services to public and private infrastructure. Harris Williams is serving as the lead advisor to Atlas Technical Consultants.

EV / LTM EBITDA MULTIPLE

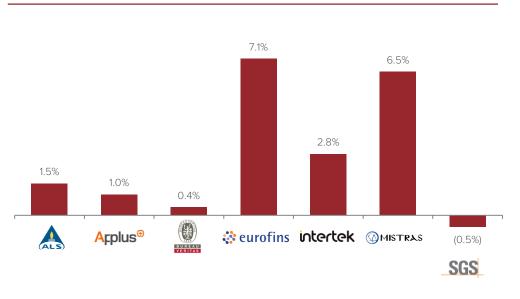
TIC PUBLIC COMPANY VALUATIONS¹

EV / EBITDA MULTIPLE



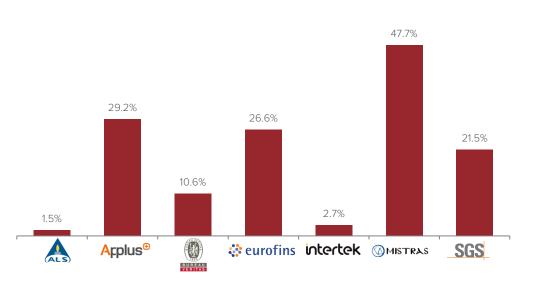
TESTING, INSPECTION & CERTIFICATION

TIC PUBLIC COMPANY BENCHMARKING¹

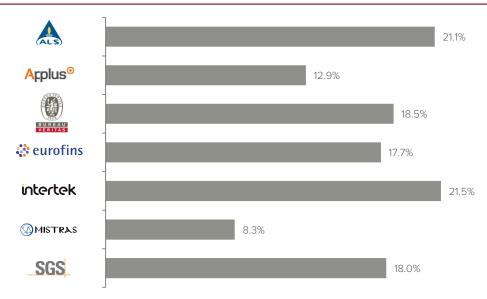


NTM EBITDA GROWTH FORECAST

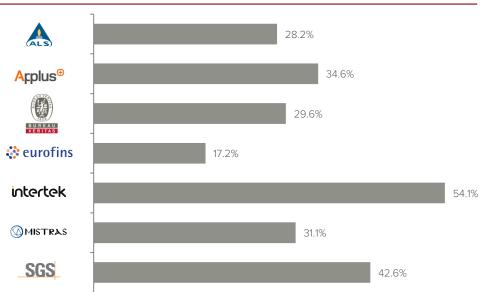
NTM REVENUE GROWTH FORECAST



LTM EBITDA MARGIN



GROSS PROFIT MARGIN



Our Firm

Harris Williams has a broad range of industry expertise, which create powerful opportunities. Our clients benefit form our deepsector experience, integrated industry intelligence and collaboration across the firm, and our commitment to learning what makes them unique. For more information, visit our website at www.harriswilliams.com/industries.

Industry Group Expertise



Harris Williams Office Locations

UNITED STATES

Boston

One International Place Suite 2620 Boston, Massachusetts 02110 Phone: +1 (617) 482-7501

Cleveland

1900 East 9th Street 20th Floor Cleveland, Ohio 44114 Phone: +1 (216) 689-2400

Minneapolis

222 South 9th Street Suite 3350 Minneapolis, Minnesota 55402 Phone: +1 (612) 359-2700 Richmond (Headquarters) 1001 Haxall Point 9th Floor Richmond, Virginia 23219 Phone: +1 (804) 648-0072

San Francisco 575 Market Street 31st Floor San Francisco, California 94105 Phone: +1 (415) 288-4260

Washington, D.C.

800 17th St. NW 2nd Floor Washington, D.C. 20006 Phone: +1 (202)-207-2300

EUROPE

Frankfurt

Bockenheimer Landstrasse 33-35 60325 Frankfurt Germany Phone: +49 069 3650638 00

London

63 Brook Street London W1K 4HS, England Phone: +44 (0) 20 7518 8900

NETWORK OFFICES

Beijing	New Delhi
Hong Kong	Shanghai
Mumbai	



HARRIS WILLIAMS

Sources

1. CaplQ

Disclosures

The information and views contained in this report were prepared by Harris Williams LLC ("Harris Williams"). It is not a research report, as such term is defined by applicable law and regulations, and is provided for informational purposes only. It is not to be construed as an offer to buy or sell or a solicitation of an offer to buy or sell any securities or financial instruments or to participate in any particular trading strategy. The information contained herein is believed by Harris Williams to be reliable but Harris Williams makes no representation as to the accuracy or completeness of such information. Harris Williams and/or its affiliates may be market makers or specialists in, act as advisers or lenders to, have positions in and effect transactions in securities of companies mentioned herein and also may provide, may have provided, or may seek to provide investment banking services for those companies. In addition, Harris Williams and/or its affiliates or their respective officers, directors and employees may hold long or short positions in the securities, options thereon or other related financial products of companies discussed herein. Opinions, estimates and projections in this report constitute Harris Williams' judgment and are subject to change without notice. The securities and financial instruments discussed in this report may not be suitable for all investors must make their own investment decisions using their own independent advisors as they believe necessary and based upon their specific financial situations and investment objectives. Also, past performance is not necessarily indicative of future results. No part of this material may be copied or duplicated in any form or by any means, or redistributed, without Harris Williams' prior written consent.

Harris Williams LLC is a registered broker-dealer and member of FINRA and SIPC. Harris Williams & Co. Ltd is a private limited company incorporated under English law with its registered office at 5th Floor, 6 St. Andrew Street, London EC4A 3AE, UK, registered with the Registrar of Companies for England and Wales (registration number 07078852). Harris Williams & Co. Ltd is authorized and regulated by the Financial Conduct Authority. Harris Williams & Co. Corporate Finance Advisors GmbH is registered in the commercial register of the local court of Frankfurt am Main, Germany, under HRB 107540. The registered address is Bockenheimer Landstrasse 33-35, 60325 Frankfurt am Main, Germany (email address: hwgermany@harriswilliams.com). Geschäftsführer/Directors: Jeffery H. Perkins, Paul Poggi. (VAT No. awaited). Harris Williams is a trade name under which Harris Williams LLC, Harris Williams & Co. Ltd and Harris Williams & Co. Corporate Finance Advisors GmbH conduct business.