



Test & Measurement Newsletter - Q3 2018

KPMG Corporate Finance LLC

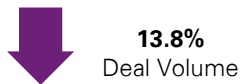
Test and Measurement M&A Newsletter

Q3 2018

Test and Measurement Market Commentary

Trading multiples of companies within the Test & Measurement (T&M) industry, although decreasing slightly in Q3'18 as compared to Q2'18, remained at high levels, with a mean EV/LTM EBITDA of 19.3x for Life Sciences Instrument companies; 13.7x for Testing, Inspection, and Certification (TIC) companies, and 16.3x for Industrial Instrument companies. Announced deal volume declined by 13.8% in Q3'18 as compared to Q3'17, while announced deal value of \$1.1 billion was down 90.7% in Q3'18, as compared to Q3'17, primarily due to the absence of large and transformational transactions. Strategic buyers continued to dominate in Q3'18, participating in approximately 88% of announced deals, led by Eurofins with 6 transactions.

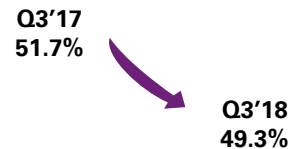
Total of **75 announced deals** in Q3'18, a decline of **13.8% versus Q3'17**



Q3'18 total **announced deal value** was **\$1.1 billion**, down **90.7%** from Q3'17



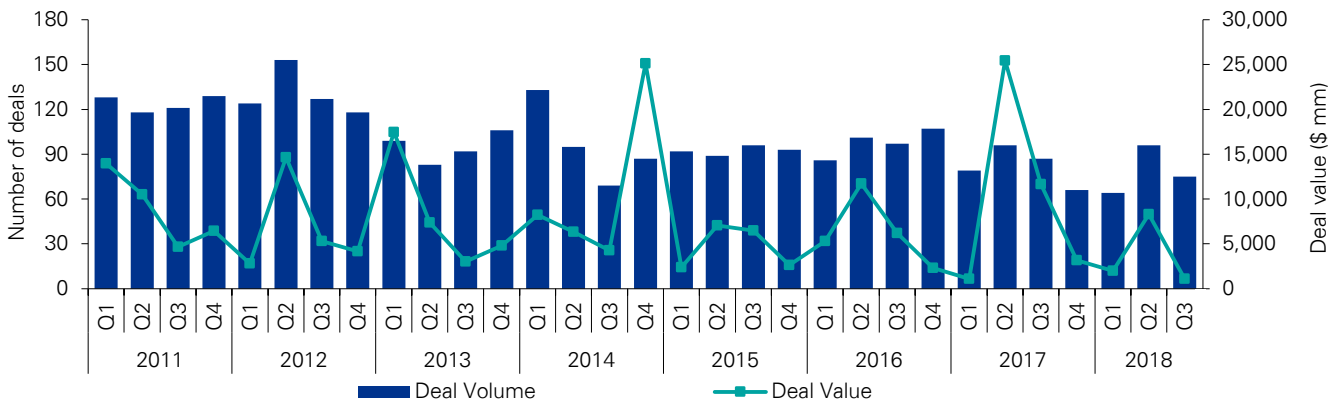
Cross-border deals represented **48.7% of total volume for Q3'18**, down from **51.7% in Q3'17**



Deal volume for the **Testing, Inspection, and Certification subsector** increased **12.0%**, while the **Instruments, Equipment, and Supplies (IES) subsector** deal volume decreased **27.9%** in Q3'18 versus Q3'17



Global T&M Industry Announced Deal Volume and Value



Source: Capital IQ, Mergermarket, press releases

Notes: M&A analysis based on deals announced and/or closed during the respective periods. Deal value represents aggregate deal value for disclosed transactions for the time periods noted on the above graph

Notable Recent Deals

Q3 2018

Group Four Transducers acquires Cooper Instruments & Systems

October 15, 2018

Group Four Transducers (“Group Four”), a privately-owned designer and manufacturer of weight and force measurement products, announced the acquisition of Cooper Instruments & Systems, a leading manufacturer and supplier of standard and custom test & measurement solutions. Founded in 1988, Cooper Instruments sells, calibrates, and distributes instrumentation utilized in force and pressure measurement and testing across aerospace, automotive, food & beverage, and other industries. Rex Cooper, owner of Cooper Instruments, said: “As Group Four and my family-founded company initiated discussions of a merger, I determined this was a perfect match. Group Four has a major presence in the custom load cell market whereas Cooper brings a host of complimentary services and products which will create a superior full service test and measurement offering to a variety of markets.” Group Four will continue to utilize and grow the Cooper brand due to its marketplace recognition and trust. Terms of the transaction were not disclosed.

Eurofins announces the acquisition of TestAmerica

October 1, 2018 (Pending)

Eurofins, a global scientific leader in bioanalytical testing, announced the acquisition of TestAmerica, a leading provider of environmental and water testing services, from JSTI Group, a China-based global provider of environmental consulting and engineering solutions. In 2016, JSTI acquired TestAmerica with the goal to further grow the company in the U.S. and expand to Asia. The acquisition of TestAmerica by Eurofins complements its existing footprint and technical service offering and will enable Eurofins to provide customers with access to a full range of high quality services and technological capabilities. The acquisition price of \$175 million represents a 2018 revenue multiple of approximately 0.76x. The transaction is expected to close in Q4’18.

Battery Ventures acquires TTP Labtech

September 27, 2018

Battery Ventures, a global, technology-focused investment firm, announced the acquisition of TTP Labtech, a manufacturer of liquid-handling instrumentation and sample-storage systems for sample-preparation and sample-management applications from TTP Group, a diversified technology company. Based in Cambridge, United Kingdom, TTP Labtech’s products are utilized across the pharmaceutical, biotechnology and academic-research markets to minimize assay volumes, improve workflows and minimize costs within drug discovery, structural biology, molecular biology, and genomics applications. In partnership with Battery Ventures, TTP Labtech will increase investments in technology, pursue complementary acquisitions, and expand its footprint. Jesse Feldman, General Partner at Battery Ventures, said: “The combination of TTP Labtech’s product portfolio and its global reach is an extremely solid foundation we will continue to build upon.” Terms of the transaction were not disclosed.

Thompson Street Capital Partners acquires LifeSpan Biosciences

September 17, 2018

Thompson Street Capital Partners (“TSCP”), a private equity firm based in St. Louis, announced the acquisition of LifeSpan Biosciences, Inc. (“LSBio”), a developer and distributor of antibodies and related reagents primarily to the academic and pharmaceutical research markets via its e-commerce platform. Founded in 1995 and headquartered in Seattle, LSBio offers a broad range of antibodies, kits, proteins, and other biological reagents that compass proprietary, value-added, and third-party products. Bob Dunn, Managing Director and Head of Acquisitions at TSCP commented: “We are excited to be partnering with the founders of LSBio. The Company fills a highly specific niche in its industry and enjoys a well-deserved reputation for excellence, innovation and customer service. LSBio’s ongoing mission is to expand upon its capabilities to provide the vital materials necessary for fueling important scientific research. We are proud to help facilitate the ongoing growth of LifeSpan Biosciences.” Terms of the transaction were not disclosed.

Source: Capital IQ, Business Wire, Globe Newswire, company websites, press releases

Notable Recent Deals

Q3 2018 (continued)

Battery Ventures portfolio company PPT acquires Mecmesin

September 17, 2018

Physical Properties Testing (“PPT”), owned by Battery Ventures, a global, technology-focused investment firm, announced the acquisition of Mecmesin Limited, a global supplier of force- and torque-testing equipment for consumer and industrial products. Mecmesin’s products are utilized in laboratories and manufacturing plants across a diverse set of industries, including pharmaceutical, consumer packaged goods, automotive, and aerospace to test a range of force- and torque measurement applications involving tension, compression, torque, adhesion, flexure, coefficient of friction, and crush, among others. Mecmesin will join PPT’s existing portfolio company James Heal, a manufacturer of lab instruments and test materials for the textile industry. Don Templeman, PPT’s chairman commented on the transaction: “We are pleased to welcome Mecmesin to the PPT family, where its force-and-torque testing expertise with various types of products will complement James Heal’s focus on textile testing.” Mecmesin marks the second add-on acquisition to PPT completed by Battery Ventures since its initial investment in 2014. Terms of the transaction were not disclosed.

Ampersand Capital Partners acquires NEOMED-LABS

September 4, 2018

Ampersand Capital Partners, a Boston-based private equity firm investing across the healthcare sector, has acquired NEOMED-LABS. NEOMED-LABS provides high-quality clinical immunology laboratory services to pharmaceutical corporations, biotechnology companies, and healthcare/non-profit organizations. The company was formed in 2015 as a spin-out from GSK’s Clinical Laboratory Services unit and has successfully established partnerships with many of the top ten vaccine developers globally, offering immunomonitoring testing, assay development, qualification, and validation, and protein optimization services. Eric Lev, Partner at Ampersand said: “We believe NEOMED-LABS has tremendous potential in the clinical immunology field. Our goal is to actively support management to build the company into the world class leader of immunology-related assay development and clinical trial laboratory services.” Benoit Bouche, President and CEO of NEOMED-LABS added: “We are extremely pleased to enter into this new partnership with Ampersand, given their unique experience in helping laboratory-based pharmaceutical services companies like NEOMED-LABS grow. Their strategic insights will undoubtedly help us continue fueling our rapid growth trajectory, broaden our customer base and pursue our international expansion.” Terms of the transaction were not disclosed.

Charles River Laboratories acquires Microgenetix

August 31, 2018

Charles River Laboratories, a leading developer of research models and services supporting drug discovery and development, announced the acquisition of Microgenetix Pty Ltd., the premier provider of microbial identification services for biopharmaceutical, biotechnology, medical device, personal care, food, beverage, and dairy companies across Australia. Microgenetix operates a state-of-the-art DNA and microbiological laboratory in Melbourne, supplying accurate, cost-effective, and reliable microbial identification services for the identification of bacteria, yeasts, and fungi. The transaction will create a new geographic presence for Charles River, enhancing its leading position in the sector. Terms of the transaction were not disclosed.

Megger Group acquires Baker Instrument

August 16, 2018

Megger Group, a leading provider of portable electrical test equipment, announced the acquisition of Baker Instrument, a provider of motor test equipment for condition monitoring and predictive maintenance, from SKF Group. Baker Instrument is a leader in electric motor testing, including stress testing and dynamic testing for predictive maintenance. Megger Group’s CEO Jim Fairbairn, said: “We are excited to acquire a recognized industry leader with equipment and online testing capability that will complement Megger’s product range. We look forward to working with the Baker team to drive continued growth and innovation.” Terms of the transaction were not disclosed.

Source: Capital IQ, Business Wire, Globe Newswire, company websites, press releases

Notable Recent Deals

Q3 2018 (continued)

Intertek Group acquires Alchemy Systems

August 21, 2018

Intertek, a leading global provider of quality assurance services, announced the acquisition of Alchemy Systems, a global leading provider of frontline workforce training and communications, from The Riverside Company. Alchemy Systems has developed an industry-leading, technology-enabled platform helping customers within the food industry drive safety, productivity, operational excellence, and customer service. The company's SaaS- and subscription-based solution monitors skills gaps within customers' frontline operations and offers targeted interactive learning solutions. Intertek will leverage its scale to offer Alchemy Systems' solutions to its global customer base across end markets outside of food. Intertek acquires the company for a cash consideration of \$480 million, representing an adjusted billings EBITDA multiple of 21.8x.

Marlin Equity Partners portfolio company QualiTest acquires Orasi TSD & NCC ST

July 31, 2018

QualiTest, a leading independent software testing & quality assurance services company backed by U.S. based private equity firm Marlin Equity Partners, announced the acquisitions of software testing services provider Orasi TSD and NCC ST. Orasi TSD provides market-leading automated testing, application performance intelligence, test data management and coverage, and continuous delivery and integration services. NCC ST specializes in providing custom solutions in software testing, quality assurance, and test consultancy. These acquisitions will enhance QualiTest's position as a leader of independent software testing services while strengthening the company's expertise across multiple sectors. Marlin Equity continues to seek additional add-ons for QualiTest in complementary markets. Terms of the transaction were not disclosed.

Battery Ventures portfolio company Rotronic acquires Dynamet & Status Scientific

July 17, 2018

Rotronic, a provider of measuring and monitoring solutions and part of the Process Sensing Technologies (PST) platform owned by Battery Ventures, announced the acquisition of Dynamet and Status Scientific, providers of gas sensors and detection equipment. Dynamet offers gas sensors to OEMs of gas monitoring and gas detection equipment, while Status Scientific provides gas detection equipment for both hazardous and non-hazardous environments. The deal marks PST's fifth acquisition since the establishment of the division in 2016. Terms of the transaction were not disclosed.

Cinven portfolio company SYNLAB acquires Yhtyneet Medix Laboratoriot Oy

July 13, 2018

SYNLAB, a leading provider of medical diagnostic services in Europe and portfolio company of the European private equity fund Cinven, announced the acquisition of Yhtyneet Medix Laboratoriot Oy ("YML"), a private laboratory company in Finland offering comprehensive central laboratory services. YML provides an extensive offering of clinical laboratory services, carrying out three million laboratory tests annually in the fields of clinical chemistry, microbiology, pathology and genetics, as well as in therapeutic drug testing, drugs of abuse testing, and doping control in sports. The transaction marks SYNLAB's second transaction in the Finnish market since 2017, strengthening its market position as an independent provider of diagnostic services in the country. Mathieu Floreani, SYNLAB's CEO, said: "The integration of YML into SYNLAB Group and the resulting synergies will enable us to serve our customers with more comprehensive offerings and a higher proximity. We will benefit from YML's deep local market expertise to further strengthen our position in the Finnish healthcare sector." Terms of the transaction were not disclosed.

Source: Capital IQ, Business Wire, Globe Newswire, company websites, press releases

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Notable Recent Deals

Q3 2018 (continued)

FFL portfolio company Bacharach acquires Neutronics

July 9, 2018

Bacharach, Inc., a leading provider of HVAC-R gas instrumentation and energy management solutions owned by middle-market private equity firm FFL Partners, announced the acquisition of Neutronics, Inc., a provider of refrigerant and gas analysis and handling technologies for a range of end markets, including automotive, commercial HVAC, semiconductor, and the safety and rescue industries. Neutronics offers a comprehensive product portfolio of gas control and detection instruments, which will strengthen Bacharach's ability to provide the HVAC-R and automotive markets with high quality fixed and portable gas test and measurement instrumentation. Doug Keepports, CEO of Bacharach said: "This acquisition aligns well with Bacharach's strategic plan and strong focus on growing our market leadership in instrumentation and refrigerant monitoring, as well as compliments Bacharach's expertise and strengths in the combustion and emissions analysis markets." Neutronics marks the first add-on acquisition completed since FFL Partner's investment and the third in the company's history. Terms of the transaction were not disclosed.

Bruker acquires Lactotronic

July 3, 2018

Bruker Corp., a provider of high-performance scientific instruments and high-value analytical and diagnostic solutions, announced the acquisition of Lactotronic B.V., a Netherlands-based manufacturer of high precision analytical instruments and equipment for milk laboratories. Lactotronic's technologies and equipment focus on improving milk quality control, as well as the verification of end products in order to increase the production efficiency of laboratories. Urban Faeh, President of the Bruker Optics division, stated: "As we expand in the food analysis markets, the acquisition of Lactotronic accelerates our development of solutions for milk and dairy analysis, and expands our dairy market presence. The Lactotronic technologies expand our food analysis offerings, and we welcome the talented Lactotronic team with their valuable expertise and long experience in milk analysis." Terms of the transaction were not disclosed.

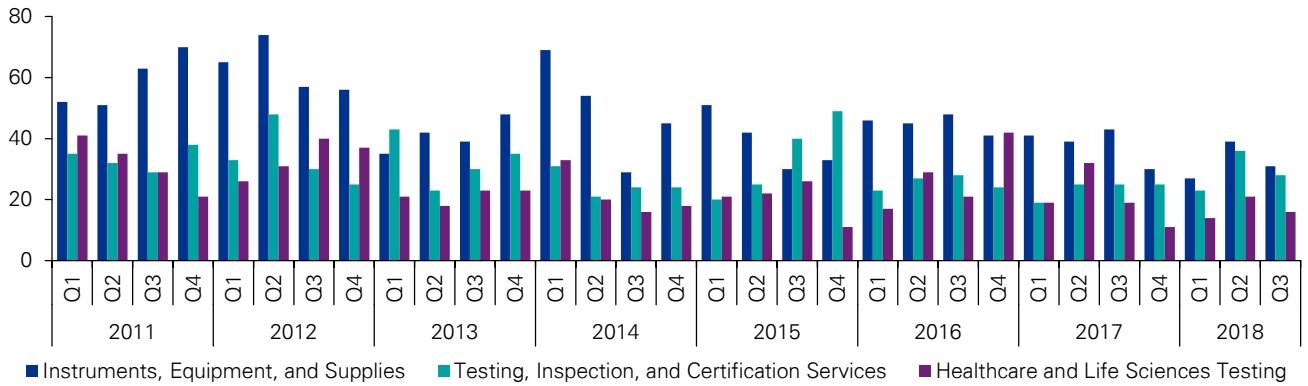
Source: Capital IQ, Business Wire, Globe Newswire, company websites, press releases

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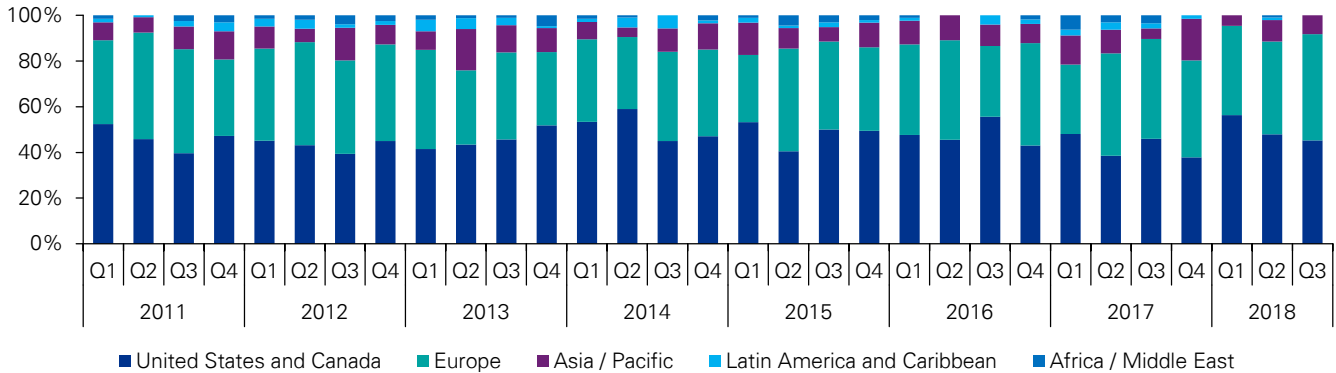
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Global T&M Deal Volume

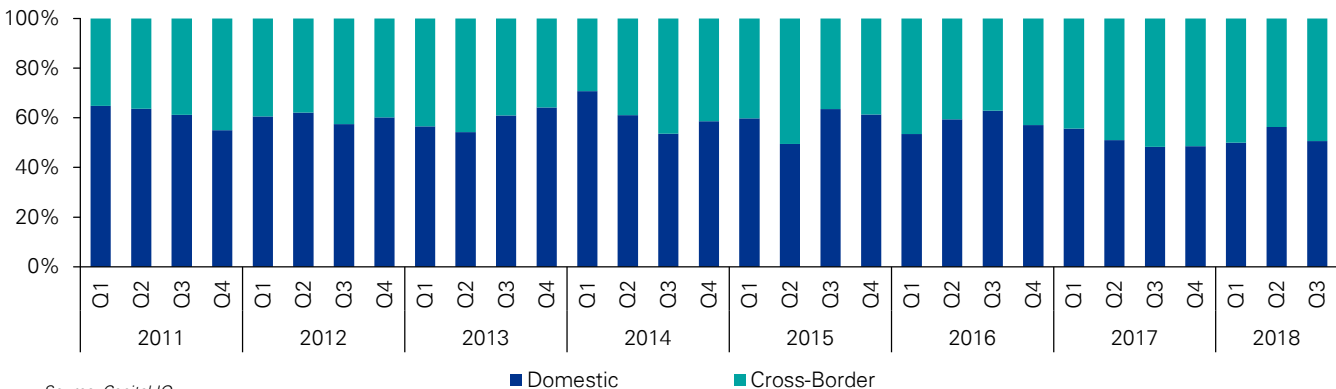
Global T&M Industry Announced M&A Deal Volume By Subsector



Global T&M Industry Announced Deal Volume By Target Region



Global T&M Industry Announced Cross-border Deal Volume



Source: Capital IQ

Notes: Includes deals for which geographic information was available. M&A analysis based on deals announced and/or closed during the respective periods. Deal value represents aggregate deal value for disclosed transactions for the time periods noted on the above graphs

Selected T&M Industry Recent M&A Transactions

Date Closed	Target	Buyer	Implied Enterprise Value (\$ mm)	Implied EV/LTM Revenue	Implied EV/LTM EBITDA
Pending	Test America Environmental Services, Llc	Eurofins Scientific SE	\$175.0	-	-
Pending	GENEWIZ, Inc.	Brooks Automation, Inc.	\$450.0	-	-
Pending	ACEA Biosciences, Inc	Agilent Technologies, Inc.	\$250.0	-	-
Pending	Gatan, Inc.	Thermo Fisher Scientific Inc.	\$925.0	-	-
9/30/2018	Fuelcon AG	HORIBA Automotive Test Systems GmbH	\$18.1	-	-
9/27/2018	TTP LabTech Ltd	Battery Ventures	-	-	-
9/17/2018	LifeSpan Biosciences, Inc.	Thompson Street Capital Partners	-	-	-
9/4/2018	Néomed-Labs Inc	Ampersand Capital Partners	-	-	-
9/4/2018	Tecnotest Gesellschaft für Werkstoffprüfung mbH	TÜV AUSTRIA Deutschland GmbH	-	-	-
9/3/2018	RANATEC INSTRUMENT AB	Qamcom Technology AB	-	-	-
9/3/2018	NuGEN Technologies, Inc.	Tecan Group Ltd.	\$54.5	3.8x	-
8/31/2018	Microgenetix Pty Ltd	Charles River Laboratories International, Inc.	-	-	-
8/30/2018	Metasphere Ltd	XPV Water Partners	-	-	-
8/21/2018	Alchemy Systems, LP	Intertek Group plc	\$480.0	-	21.8x
8/17/2018	Agilent-related business of Young In Scientific Co. Ltd.	Agilent Technologies Korea Limited	-	-	-
8/13/2018	EPL Bio Analytical Services, LLC	Tentamus Group GmbH	-	-	-
8/8/2018	Gibraltar Laboratories, Inc.	Nelson Laboratories, Inc.	-	-	-
8/2/2018	Labfor Análises Laboratoriais Ltda.	ALS Limited	-	-	-
7/31/2018	Abaxis, Inc.	Zoetis Inc.	\$1,827.8	7.5x	39.4x
7/31/2018	Tele-Radio i Lysekil AB	Allgon AB (publ)	\$47.5	1.5x	7.6x
7/30/2018	Kingfisher Environmental Services Limited	Marlowe plc	-	-	-
7/27/2018	KVI-PLUSZ Environmental Inspection Bureau Ltd.	Eurofins-Cerep SA	-	-	-
7/27/2018	B&W Tek, Inc.	Metrohm AG	-	-	-
7/27/2018	Laboratorios Ecosur S.A.	Eurofins Scientific SE	-	-	-
7/19/2018	Spectrum Systems, Inc.	Environmental Systems Corporation	-	-	-
7/18/2018	Industrial Safety Group B.V.	DEKRA e.V.	-	-	-
7/13/2018	Brunata a/s	Minol Zenner SA	-	-	-

Source: CapitalIQ, Mergermarket, and press releases

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Selected T&M Industry Recent M&A Transactions (continued)

Date Closed	Target	Buyer	Implied Enterprise Value (\$ mm)	Implied EV/LTM Revenue	Implied EV/LTM EBITDA
7/13/2018	Yhtyneet Medix Laboratoriot Oy	SYNLAB International GmbH	-	-	-
7/12/2018	JPK Instruments AG	Bruker Corporation	-	-	-
7/9/2018	Neutronics Inc.	Bacharach, Inc.	-	-	-
7/9/2018	Testing Services Division of Orasi Software, Inc.	QualiTest Ltd.	-	-	-
7/4/2018	Permulab Sdn.Bhd.	Bureau Veritas SA	-	-	-
7/3/2018	Lactotronic B.V.	Bruker Corporation	-	-	-
7/3/2018	Laboratoire Bromatologie Ouest	Eurofins Scientific SE	-	-	-
7/2/2018	Thales Calibration Services	Keysight Technologies, Inc.	-	-	-
7/2/2018	Agrartest GmbH	Eurofins Agrosience Services Limited	-	-	-
7/2/2018	All Assets of Seventh Wave Laboratories, LLC	Cardinal Laboratories LLC	\$9.5	-	-
7/2/2018	vohtec Qualitätssicherung GmbH	Element Materials Technology Group Limited	-	-	-

Source: CapitalIQ, Mergermarket, and press releases

Selected Public T&M Companies

Selected Public T&M Companies													
Company	HQ Country	Market Data				LTM Financials				Valuation Multiples - Enterprise Value To:			
		Market Cap (\$mm) ⁽¹⁾⁽²⁾	Enterprise Value (\$mm) ⁽⁴⁾	Share Price ⁽²⁾	% 52 Wk High ⁽³⁾	Revenue	Revenue Growth	Gross Margin %	EBITDA % ⁽⁵⁾	LTM EBITDA	CY 2018 Revenue	CY 2018 EBITDA	
Testing, Inspection, and Certification													
ALS Limited	AU	2,880	3,251	5.92	88.5%	1,113	14.7%	27.5%	19.9%	14.7x	3.0x	13.8x	
Applus Services, S.A.	ES	1,948	2,572	13.62	90.7%	1,874	0.9%	35.0%	11.9%	11.6x	1.3x	9.9x	
Bureau Veritas SA	FR	9,804	12,666	22.52	80.3%	5,446	(0.4%)	30.1%	17.0%	13.7x	2.3x	12.5x	
Eurofins Scientific SE	LU	8,599	10,538	485.32	88.2%	3,871	21.7%	18.9%	17.7%	15.4x	2.4x	13.2x	
Intertek Group plc	GB	9,425	10,222	58.59	73.2%	3,622	0.4%	56.4%	19.9%	14.2x	2.8x	13.3x	
Mistras Group, Inc.	US	547	695	19.27	80.9%	747	9.7%	29.9%	8.3%	11.2x	0.9x	8.9x	
SGS SA	CH	17,558	18,808	2,325.11	86.0%	6,651	7.8%	43.4%	18.3%	15.5x	2.7x	13.6x	
Team, Inc.	US	620	995	20.66	80.8%	1,248	3.3%	25.9%	2.3%	NM	0.8x	12.3x	
Testing, Inspection, and Certification Mean					83.6%		7.3%	33.4%	14.4%	13.7x	2.0x	12.2x	
Testing, Inspection, and Certification Median					83.4%		5.5%	30.0%	17.4%	14.2x	2.4x	12.9x	
Life Sciences Instruments													
Agilent Technologies, Inc.	US	21,115	20,787	66.24	88.3%	4,809	9.4%	54.6%	24.3%	17.8x	4.2x	17.0x	
bioMérieux S.A.	FR	8,695	8,997	73.61	77.1%	2,710	3.9%	53.4%	20.6%	16.1x	3.2x	15.4x	
Bio-Rad Laboratories, Inc.	US	8,485	8,108	281.68	81.6%	2,283	9.5%	54.8%	15.6%	22.7x	3.5x	21.9x	
Bruker Corporation	US	4,911	4,882	31.42	86.0%	1,842	10.7%	46.8%	17.0%	15.6x	2.6x	13.7x	
IDEXX Laboratories, Inc.	US	19,260	20,125	222.42	86.8%	2,117	13.7%	55.8%	25.6%	NM	NM	NM	
Mettler-Toledo International Inc.	US	14,073	14,962	558.15	80.0%	2,860	9.6%	57.4%	24.3%	21.5x	5.1x	19.3x	
Neogen Corporation	US	3,376	3,149	64.92	66.7%	408	9.5%	47.1%	21.5%	NM	NM	NM	
PerkinElmer, Inc.	US	9,629	11,467	86.96	88.4%	2,543	18.7%	48.3%	20.0%	22.6x	4.1x	19.2x	
QIAGEN N.V.	NL	7,801	8,693	34.36	87.1%	1,482	8.8%	66.8%	34.5%	17.0x	5.7x	16.6x	
Sartorius Aktiengesellschaft	DE	9,103	10,412	121.33	75.3%	1,704	6.0%	51.3%	25.2%	24.2x	5.8x	22.9x	
Thermo Fisher Scientific Inc.	US	93,211	111,866	231.41	92.6%	23,094	20.3%	44.8%	25.0%	19.4x	4.7x	18.3x	
Waters Corporation	US	14,011	12,911	181.80	82.6%	2,380	7.6%	59.2%	34.6%	15.7x	5.3x	15.0x	
Life Sciences Instruments Mean					82.7%		10.6%	53.4%	24.0%	19.3x	4.4x	17.9x	
Life Sciences Instruments Median					84.3%		9.5%	54.0%	24.3%	18.6x	4.4x	17.6x	
Industrial Instruments													
AMETEK, Inc.	US	16,882	18,470	72.80	88.9%	4,609	15.5%	34.2%	26.2%	15.3x	3.9x	14.9x	
Badger Meter, Inc.	US	1,383	1,414	47.52	84.3%	415	5.1%	37.1%	16.7%	20.4x	3.3x	17.2x	
Danaher Corporation	US	72,341	82,769	103.38	93.9%	19,290	10.7%	56.4%	24.8%	17.3x	4.2x	17.2x	
Itron, Inc.	US	2,115	3,089	53.82	67.3%	2,231	12.5%	31.2%	9.7%	14.3x	1.3x	12.1x	
Keysight Technologies, Inc.	US	11,624	12,672	62.02	88.1%	3,709	21.1%	54.5%	18.5%	18.5x	3.2x	13.8x	
MTS Systems Corporation	US	907	1,225	50.81	88.4%	782	(2.5%)	39.2%	12.7%	12.4x	1.5x	10.4x	
National Instruments Corp.	US	5,780	5,352	43.72	81.6%	1,324	5.6%	75.4%	16.8%	24.0x	3.9x	22.9x	
Oxford Instruments plc	GB	692	718	12.10	82.4%	417	(1.1%)	50.8%	16.6%	10.4x	1.8x	9.8x	
Roper Technologies, Inc.	US	28,851	34,053	279.17	89.3%	4,883	16.9%	62.6%	34.1%	20.5x	NM	19.2x	
Spectris plc	GB	3,195	3,499	27.66	71.1%	2,037	4.7%	56.8%	16.5%	10.4x	1.7x	9.6x	
Industrial Instruments Mean					83.5%		8.9%	49.8%	19.2%	16.3x	2.7x	14.7x	
Industrial Instruments Median					86.2%		8.1%	52.7%	16.8%	16.3x	3.2x	14.3x	
Selected Public T&M Companies Mean					83.2%		9.1%	46.9%	19.9%	16.7x	3.2x	15.1x	
Selected Public T&M Companies Median					85.1%		9.5%	49.6%	19.2%	15.7x	3.2x	14.4x	

Source: Capital IQ

(1) Market Capitalization based on closing share prices as of October 12, 2018

(2) Market Capitalization and Share Prices may be based on foreign exchange listed securities and converted to USD

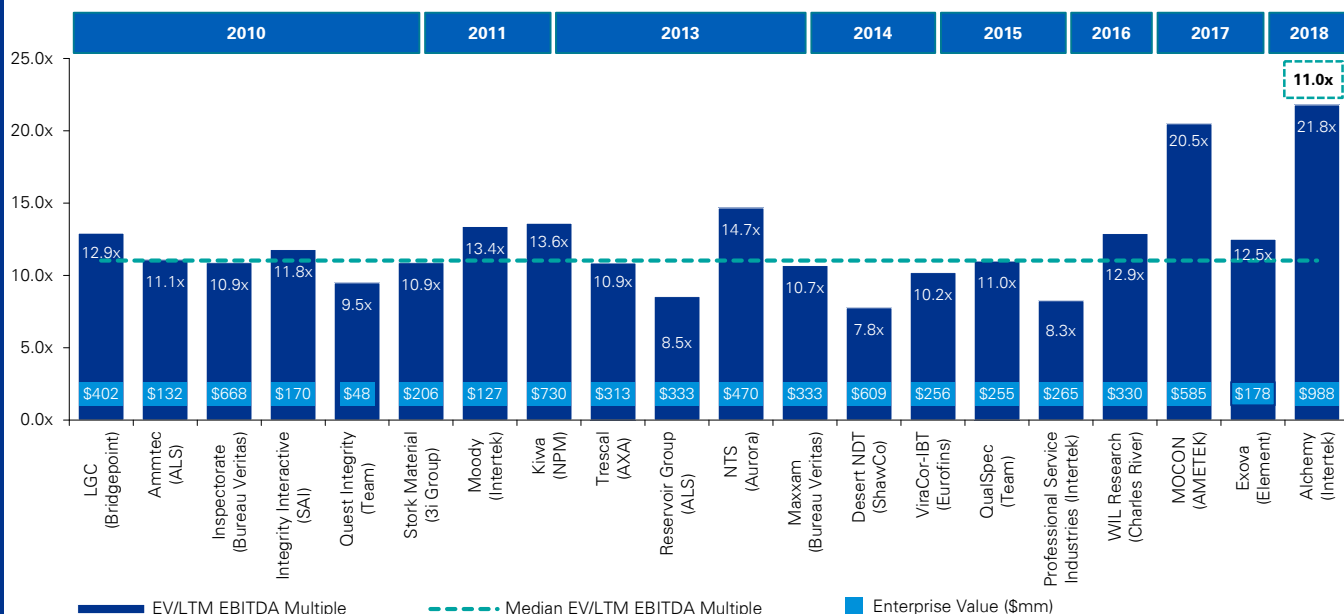
(3) Indicates percentage of current stock price compared to its 52 week high. Closing share prices as of October 12, 2018

(4) Enterprise Value (EV) equals Market Capitalization plus Debt, Preferred Equity, and Minority Interest, minus Cash and Cash Equivalents

(5) EBITDA equals Earnings before Interest Expense, Income Taxes, Depreciation and Amortization

TIC Transaction History & Multiples

TIC Industry Historical EV/LTM EBITDA Transaction Multiples (Selected Transactions)



Note: Certain multiples are based on estimated or current year figures if LTM data was not available
 Source: Capital IQ, Mergermarket, company filings and presentations, and press releases

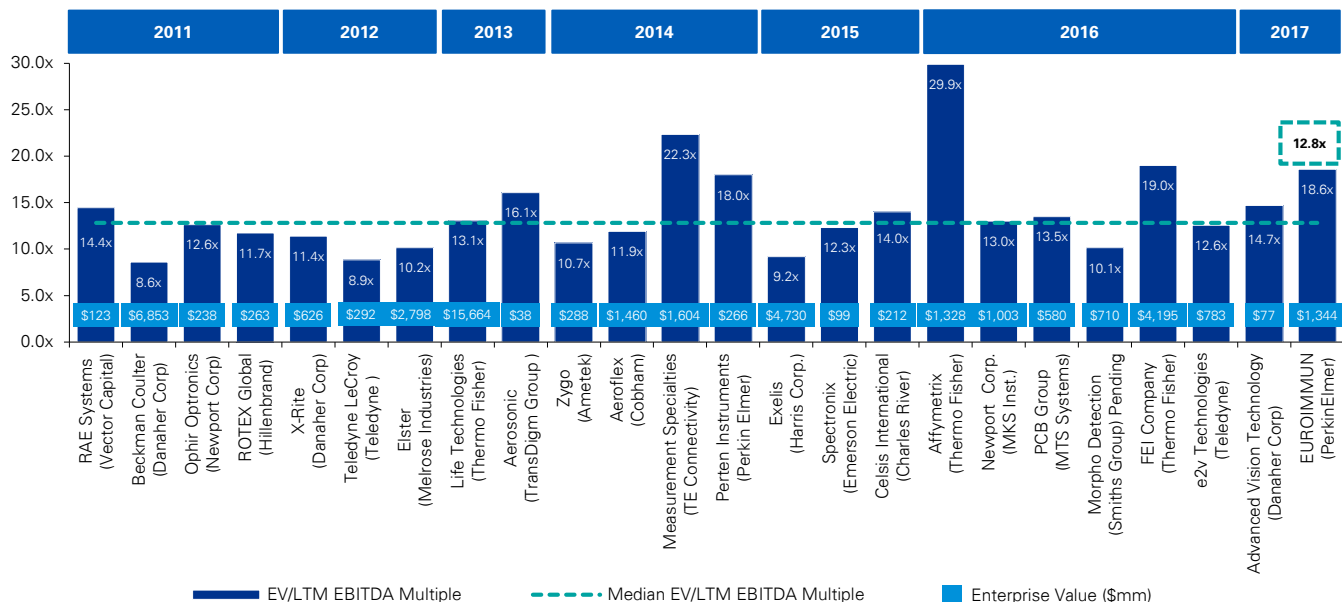
Three Year Acquisition History for Selected Players in the TIC Industry

Aggregate EV (\$mm)	Average EV (\$mm)	Company	Number of Deals
1,009.0	201.8	Eurofins	53
10.3	10.3	SGS	32
NA	NA	Bureau Veritas	16
130.7	130.7	Applus Services	12
810.0	405.0	Intertek Group	10
NA	NA	DEKRA	7
49.8	49.8	ALS	6
NA	NA	Exova	6
278.8	92.9	Spectris	5
NA	NA	Trescal	5
198.9	198.9	TÜV SÜD	5
NA	NA	UL LLC	5
NA	NA	National Technical Systems	4
17.0	17.0	Synlab Holding GmbH	4
NA	NA	TRIGO, S.A.	3

Note: Three years ended September 30, 2018; Aggregate and Average EV figures include transactions where data is available
 Source: Capital IQ

T&M Transaction History & Multiples

T&M Equipment Industry Historical EV/LTM EBITDA Transaction Multiples (Selected Transactions)



Note: Certain multiples are based on estimated or current year figures if LTM data was not available
 Source: Capital IQ, Mergermarket, company filings and presentations, and press releases

Three Year Acquisition History for Selected Players in the T&M Equipment Industry

Aggregate EV (\$mm)	Average EV (\$mm)	Company	Number of Deals
127.6	25.5	Bruker Corporation	13
5,101.9	2,550.9	Danaher Corp	6
4,168.0	2,084.0	Thermo Fisher Scientific	6
1,319.6	659.8	AMETEK	5
202.2	67.4	PerkinElmer	5
512.6	128.1	Spectris	5
783.0	783.0	Agilent Technologies	4
504.9	168.3	ESCO Technologies	4
NA	NA	Teledyne Technologies	4
NA	NA	Badger Meter	3
NA	NA	Hexagon AB	3
81.0	40.5	Indutrade AB	3
23.0	23.0	TSI Incorporated	3
NA	NA	Xylem Inc.	3
NA	NA	Anton Paar	2

Note: Three years ended September 30, 2018; Aggregate and Average EV figures include transactions where data is available
 Source: Capital IQ

KPMG Corporate Finance

Leading Advisor to the Test and Measurement Sector ⁽¹⁾

 <p>has been acquired by</p>  <p>June 2018</p>	 <p>has been acquired by</p>  <p>December 2017</p>	 <p>has been acquired by</p>  <p>a subsidiary of LabCorp</p> <p>December 2017</p>	 <p>divested its analytics laboratory business in Finland and Estonia to</p>  <p>April 2017</p>	 <p>has been acquired by</p>  <p>March 2017</p>
 <p>has been acquired by</p>  <p>May 2016</p>	 <p>has been acquired by</p>  <p>November 2015</p>	 <p>has divested</p>  <p>to</p>  <p>September 2013</p>	 <p>has been acquired by</p>  <p>December 2012</p>	 <p>has been acquired by</p>  <p>June 2012</p>
 <p>has been acquired by</p>  <p>June 2012</p>	 <p>has been acquired by</p>  <p>February 2012</p>	 <p>has acquired</p>  <p>October 2011</p>	 <p>has divested</p>  <p>to</p>  <p>May 2011</p>	 <p>divested its Stork Materials Technology testing division to</p>  <p>November 2010</p>
 <p>has been acquired by</p>  <p>February 2010</p>	 <p>divested its Testing Business to</p>  <p>October 2008</p>	 <p>has been acquired by</p>  <p>July 2008</p>	 <p>has been acquired by</p>  <p>January 2007</p>	 <p>has acquired</p>  <p>November 2006</p>

(1) Represents the Corporate Finance practices of KPMG International's network of independent member firms

Global coverage. Industry knowledge. Middle-market focus.

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