

# INDUSTRIAL DISTRIBUTOR M&A PULSE

THIRD QUARTER 2020



# What We're Discussing with Clients PAGE 3 Q3 2020 Market Summary & Outlook PAGE 4 Macroeconomic Trends & Signals PAGE 5 Equity Market Valuations & Market Commentary PAGES 6-8 Industrial Distribution M&A Activity PAGES 9-10

### **ABOUT PMCF**

P&M Corporate Finance ("PMCF"), a U.S. registered broker-dealer, is an investment bank focused exclusively on middle market transactions with professionals in Chicago, Detroit, Denver, and across the globe through Corporate Finance International™ affiliates. Offering a depth of advisory services, PMCF helps clients worldwide meet their sale, acquisition, financing, and strategic growth objectives. Additional information on PMCF can be found by visiting our website, pmcf.com.

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- Carve-outs & Divestitures
- Strategic Assessments
- Transaction Readiness Planning
- Capital Raising

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### SELECT PMCF DISTRIBUTION TRANSACTIONS











# What We're Discussing with Clients



- A Democrat sweep of two Georgia U.S. Senate runoff elections on Jan. 5th significantly increases the likelihood long-term capital gains tax rates will rise. Company owners contemplating a sale will realize meaningfully higher post-tax proceeds (>30%) by closing a transaction prior to the enactment of new capital gains rates (and clear of any retroactive lookbacks). That window may still be open if capital gains tax rates do not increase until 2022 or beyond – a plausible scenario as 2021 policies are anticipated to focus on pandemic relief.
- The use and availability of reliable operating metrics and product data are critical to supporting a seller's growth story. Limitations of a company's ERP and reporting systems can create hurdles during due diligence and purchase price negotiations.

Prior to launching a sale process, meet with your investment bank regarding your key objectives in a transaction. What are they? What's most important to you? Doing this early on can lead to a greater likelihood of achieving an optimal result – as defined by you.

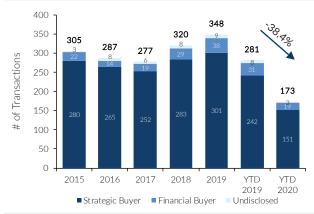
# Q3 2020 Market Summary & Outlook

### Q3 2020 - COVID-19 IMPACT SUBSIDING SLOWLY

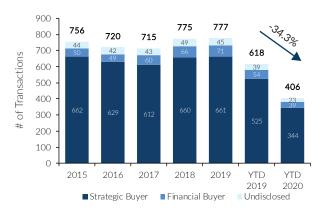
Industrial Distribution M&A volume in Q3 2020 lagged equivalent 2019 levels both domestically and globally. 2020 US Industrial Distribution M&A activity decreased 38.4% to 173 total transactions through Q3 2020. YTD global activity also fell short of Q3 2019 levels, decreasing 34.3% to 406 transactions. Although depressed compared to 2019 levels, global and domestic M&A volumes reflect an increasingly optimistic market environment. A 38.4% YTD Q3 2020 decline in Industrial Distribution M&A volume is markedly improved over YTD Q2 2020's decline of 47%, and global volumes realized a similar trend. Recovery in M&A volumes signals buyers and sellers see a path out of pandemicinduced uncertainty. Public equity markets have already priced in this recovery, with public equity valuations now surpassing Q3 2019 levels. S&P 500 valuation multiples increased from 13.0x to 14.1x in Q3 2019 and Q3 2020, respectively.

Manufacturing sector indicators continued to recover in Q3 2020 after remaining in contractionary territory through the beginning of the year. The Institute for Supply Management ("ISM") New Orders Index increased to 60.2 in September 2020, after starting the first half of the year in contractionary territory. The ISM Purchasing Managers' Index increased to 55.4, up from 52.6 in June 2020. The ISM Production Index increased to 61.0 in September 2020 after contractionary levels from March to May 2020. The Chicago Fed Midwest Economy Index, which measures non-farm economic indicators, increased to 4.3 in September 2020, indicating above-average growth for the Midwest economy.

### US INDUSTRIAL DISTRIBUTION M&A ACTIVITY



### GLOBAL INDUSTRIAL DISTRIBUTION M&A ACTIVITY



Sources: Capital IQ, PMCF proprietary research

### PMCF PERSPECTIVES: M&A HEADWINDS AND TAILWINDS HANG IN THE BALANCE AS GEORGIA VOTES

Although the U.S. presidential election result must still be formalized by the Electoral College, it is increasingly clear that Joe Biden will become the next President of the United States. The balance of power in the U.S. Senate remains uncertain; two runoffs in Georgia will decide control of the Senate on January 5, 2021. Democrats need to capture both seats to take control, a prospect many analysts believe is an uphill battle. The outcome of these runoffs will meaningfully impact the M&A environment: a Democrat-controlled Senate completes a sweep of the Executive and Legislative Branches of the Federal Government, creating a favorable environment for many of Joe Biden's proposals to become law. A Republican-controlled Senate, however, would likely tamp down many of Joe Biden's policies.

Republicans retaining control of the Senate could drive a pickup in M&A activity. This outcome creates the best possible scenario to provide a stable economic and regulatory environment. Public and private equity markets favor stability; gridlock offers increased certainty over fiscal and regulatory policy (or to be more precise, makes meaningful policy changes difficult to enact). Favorable M&A market characteristics – low interest rates, less anti-trust scrutiny, low corporate and individual tax rates – are likely to continue as the Senate blocks many of President-elect Biden's initiatives. Factor in pandemic recovery, with several highly effective vaccines slated to become available by year-end, and the ingredients for a robust M&A market rivaling those of recent years are in place.

On the other hand, Democrats gaining control of the Senate could result in strong headwinds for M&A activity. Biden has proposed raising long-term capital gains tax rates and taxes on dividends to 39.6% on income over \$1 million, nearly double the current 20%. These taxes will hurt private equity firms, where fund profits are taxed at capital gains rates vs. regular income rates, and founder-owned companies looking to sell. Similarly, it is anticipated a Democrat-led Senate would increase the corporate tax rate to 28% from 21%, reducing corporate cash flow available for potential acquisitions. Democrats are also considering new laws that would increase the number of deals facing regulatory scrutiny from the Justice Department or Federal Trade Commission, stymieing select potential transactions. Although none of these policies are guaranteed to be enacted, the increased likelihood of fiscal or regulatory policy change is enough to materially hinder near-term M&A volumes, driving a pause in M&A activity until policy clarity is again achieved.

# Macroeconomic Trends & Signals

### CHICAGO FED MIDWEST ECONOMY INDEX



Source: Federal Reserve Bank of Chicago

### ISM NEW ORDERS INDEX



Source: Institute for Supply Management



Source: Institute for Supply Management

### PURCHASING MANAGERS' INDEX



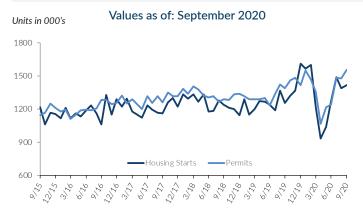
Source: Institute for Supply Management

### CONSUMER PRICE INDEX



Source: Federal Reserve Bank of St. Louis

### HOUSING STARTS



Source: Federal Reserve Bank of St. Louis

# PMCF Industrial Distributor Index

|  | Headquarters   | Market   | Enterprise | TTM      | TTM<br>Gross | Adjusted | TTM<br>Gross | TTM<br>EBITDA | Net<br>Debt/ | EV/     | EV/EBI |        |
|--|----------------|----------|------------|----------|--------------|----------|--------------|---------------|--------------|---------|--------|--------|
| Company Name                                 | Location       | Cap.     | Value      | Revenue  | Profit       | EBITDA   | Margin       | Margin        | EBITDA       | Revenue | Q3 '20 | Q3 '19 |
| \$ in Millions<br>Industrial/MRO/Safety      |                |          |            |          |              |          |              |               |              |         |        | -      |
| Fastenal Company                             | United States  | \$25,865 | \$26,323   | \$5,566  | \$2,547      | \$1,273  | 45.8%        | 22.9%         | 0.3x         | 4.8x    | 18.5x  | 14.5   |
| W.W. Grainger, Inc.                          | United States  | 19,113   | 21,070     | 11,703   | 4,292        | 1,553    | 36.7%        | 13.3%         | 1.0x         | 1.8x    | 14.8x  | 10.8   |
| HD Supply Holdings, Inc.                     | United States  | 6,688    | 8,944      | 5,976    | 2,331        | 780      | 39.0%        | 13.1%         | 2.9x         | 1.5x    | 9.6x   | 9.3    |
| MSC Industrial Direct Co., Inc.              | United States  | 3,517    | 4,205      | 3,192    | 1,343        | 437      | 42.1%        | 13.7%         | 1.3x         | 1.3x    | 8.4x   | 8.5    |
| Applied Industrial Technologies, Inc.        | United States  | 2,136    | 2,884      | 3,137    | 906          | 281      | 28.9%        | 9.0%          | 2.1x         | 0.9x    | 8.6x   | 9.2    |
| Bossard Holding AG                           | Switzerland    | 1,398    | 1,609      | 871      | 268          | 106      | 30.8%        | 12.2%         | 1.9x         | 1.8x    | 14.7x  | 10.7   |
| MRC Global Inc.                              | United States  | 351      | 1,351      | 2,747    | 472          | 62       | 17.2%        | 2.3%          | 9.1x         | 0.4x    | 10.5x  | 9.3    |
| Kaman Corporation                            | United States  | 1,078    | 1,242      | 806      | 260          | 128      | 32.3%        | 15.8%         | 1.3x         | 1.5x    | 9.7x   | 12.0   |
| DXP Enterprises, Inc.                        | United States  | 287      | 492        | 1,068    | 293          | 49       | 27.5%        | 4.5%          | 3.6x         | 0.4x    | 5.1x   | 7.2    |
| NOW Inc.                                     | United States  | 497      | 297        | 1,939    | 372          | (24)     | 19.2%        | (1.2%)        | 10.8x        | 0.1x    | 5.3x   | 7.7    |
| Median                                       |                |          |            | ,        |              | ` ′      | 31.6%        | 12.6%         | 2.0x         | 1.4x    | 9.7x   | 9.3    |
| FI ID  |                |          |            |          |              |          |              |               |              |         |        |        |
| Electrical Products                          |                | ¢(40)    | #0.004     | ¢07.557  | #0.0/7       |          | 44.40/       | 0.50/         |              |         | 0.7    | 7.4    |
| Arrow Electronics, Inc.                      | United States  | \$6,106  | \$8,301    | \$27,557 | \$3,067      | \$954    | 11.1%        | 3.5%          | 2.1x         | 0.3x    | 8.7x   | 7.4    |
| WESCO International, Inc.                    | United States  | 2,203    | 7,457      | 10,297   | 1,946        | 524      | 18.9%        | 5.1%          | 9.5x         | 0.9x    | 15.2x  | 7.2    |
| Rexel S.A.                                   | France         | 3,821    | 6,994      | 14,617   | 3,632        | 680      | 24.8%        | 4.6%          | 4.5x         | 0.5x    | 7.6x   | 7.6    |
| Electrocomponents plc                        | United Kingdom | 4,120    | 4,366      | 2,436    | 1,059        | 247      | 43.5%        | 10.1%         | 0.6x         | 1.7x    | 14.2x  | 13.7   |
| Avnet, Inc.                                  | United States  | 2,552    | 3,807      | 17,634   | 2,063        | 404      | 11.7%        | 2.3%          | 3.1x         | 0.2x    | 7.6x   | 7.2    |
| Houston Wire & Cable Company                 | United States  | 41       | 131        | 303      | 68           | 5        | 22.3%        | 1.6%          | NM           | 0.4x    | 11.0x  | 8.5    |
| Median                                       |                |          |            |          |              |          | 20.6%        | 4.1%          | 3.1x         | 0.4x    | 9.8x   | 7.5    |
| Building Products                            |                |          |            |          |              |          |              |               |              |         |        |        |
| CRH plc                                      | Ireland        | \$28,448 | \$37,446   | \$27,647 | \$9,060      | \$4,216  | 32.8%        | 15.2%         | 1.9x         | 1.3x    | 7.9x   | 9.0    |
| Ferguson plc                                 | United Kingdom | 22,588   | 24,947     | 21,819   | 6,424        | 1,836    | 29.4%        | 8.4%          | 1.3x         | 1.2x    | 12.1x  | 11.5   |
| Pool Corporation                             | United States  | 13,407   | 14,001     | 3,680    | 1,054        | 452      | 28.6%        | 12.3%         | 1.0x         | 4.1x    | 29.1x  | 20.5   |
| Watsco, Inc.                                 | United States  | 8,205    | 8,687      | 4,973    | 1,201        | 398      | 24.2%        | 8.0%          | 0.3x         | 1.8x    | 18.7x  | 14.8   |
| Beacon Roofing Supply, Inc.                  | United States  | 2,140    | 5,332      | 6,944    | 1,699        | 442      | 24.5%        | 6.4%          | 5.9x         | 0.8x    | 9.6x   | 12.1   |
| Builders FirstSource, Inc.                   | United States  | 3,807    | 5,316      | 7,792    | 2,030        | 521      | 26.1%        | 6.7%          | 3.0x         | 0.7x    | 8.8x   | 6.8    |
| UFP Industries, Inc.                         | United States  | 3,457    | 3,493      | 4,758    | 770          | 381      | 16.2%        | 8.0%          | 0.1x         | 0.8x    | 9.3x   | 8.6    |
| Median                                       |                |          |            |          |              |          | 26.1%        | 8.0%          | 1.3x         | 1.2x    | 9.6x   | 11.5   |
| Chemicals & Gases                            |                |          |            |          |              |          |              |               |              |         |        |        |
| Air Liquide S.A.                             | France         | \$75,039 | \$92,574   | \$23,904 | \$15,402     | \$6,146  | 64.4%        | 25.7%         | 2.7x         | 3.7x    | 13.8x  | 13.3   |
| Brenntag AG                                  | Germany        | 9,851    | 12,234     | 14,127   | 3,233        | 1,016    | 22.9%        | 7.2%          | 1.8x         | 0.8x    | 10.4x  | 10.1   |
| IMCD N.V.                                    | Netherlands    | 6,785    | 7,687      | 3,058    | 714          | 262      | 23.4%        | 8.6%          | 3.3x         | 2.4x    | 26.3x  | 17.5   |
| Univar Solutions Inc.                        | United States  | 2,854    | 5,454      | 8,385    | 2,049        | 558      | 24.4%        | 6.7%          | 4.7x         | 0.6x    | 8.2x   | 9.9    |
| Median                                       |                |          |            |          |              |          | 23.9%        | 7.9%          | 3.0x         | 1.6x    | 12.1x  | 11.7   |
| Transportation / Logistics                   |                |          |            |          |              |          |              |               |              |         |        |        |
| Old Dominion Freight Line, Inc.              | United States  | \$21,228 | \$20,854   | \$3,951  | \$1,404      | \$1,102  | 35.5%        | 27.9%         | (0.3x)       | 5.3x    | 19.9x  | 12.0   |
| XPO Logistics, Inc.                          | United States  | 7,732    | 15,017     | 15,723   | 2,475        | 1,276    | 15.7%        | 8.1%          | 5.4x         | 1.0x    | 6.8x   | 5.6    |
| C.H. Robinson Worldwide, Inc.                | United States  | 13,778   | 14,853     | 15,451   | 1,118        | 689      | 7.2%         | 4.5%          | 1.8x         | 1.0x    | 18.4x  | 11.3   |
| J.B. Hunt Transport Services, Inc.           | United States  | 13,334   | 14,515     | 9,349    | 1,613        | 1,238    | 17.3%        | 13.2%         | 0.9x         | 1.6x    | 10.7x  | 11.2   |
| Expeditors International of Washington, Inc. |                | 15,177   | 14,429     | 8,992    | 1,114        | 894      | 12.4%        | 9.9%          | (1.2x)       | 1.7x    | 15.1x  | 12.5   |
| Ryder System, Inc.                           | United States  | 2,273    | 9,824      | 8,484    | 1,588        | 2,233    | 18.7%        | 26.3%         | 3.1x         | 1.1x    | 4.3x   | 4.7    |
| Knight-Swift Transportation Holdings Inc.    |                | 6,927    | 7,805      | 4,593    | 1,367        | 982      | 29.8%        | 21.4%         | 0.8x         | 1.7x    | 7.8x   | 6.4    |
| Median                                       | Office States  | 0,727    | 7,000      | 7,570    | 1,007        | 702      | 17.3%        | 13.2%         | 0.9x         | 1.6x    | 10.7x  | 11.2   |
|  |                |          |            |          |              |          |              |               |              |         |        |        |
| Median                                       |                |          |            |          |              |          | 24.7%        | 8.5%          | 1.9x         | 1.2x    | 10.1x  | 9.6    |
| Mean   |                |          |            |          |              |          | 26.6%        | 10.5%         | 2.7x         | 1.5x    | 12.0x  | 10.3   |

Market capitalizations and total enterprise values as of September 30, 2020; income statement and balance sheet data as of last period reported (1) Multiple of EBITDA based on EBITDA inclusive of equity income from affiliates. Reflects stock market valuations Currency conversions assume historical rate Source: Capital IQ

# Public Company Equity Performance & Trends

### **VALUATION TRENDS:**

• The market cap weighted Industrial Distribution Index median public equity EV/EBITDA multiples increased across the Industrial / MRO / Safety, Electrical Products, & Chemical & Gases sectors, and decreased across the Building Products and Transportation & Logistics sectors in Q3 2020 compared to Q3 2019. While certain sectors have lagged others in their recovery from pandemic-driven lows, all sectors are trending up indicating that, broadly, Industrial Distribution public market investors believe the worst of the pandemic is in the past.

| PMCF INDUSTRIAL DISTRIBUTION INDEX PUBLIC VALUATIONS |         |         |         |         |         |         |         |         |
|--|---------|---------|---------|---------|---------|---------|---------|---------|
|  | Q4 2018 | Q1 2019 | Q2 2019 | Q3 2019 | Q4 2019 | Q1 2020 | Q2 2020 | Q3 2020 |
| Revenue Multiple                                     |         |         |         |         |         |         |         |         |
| Median   | 1.0x    | 1.0x    | 1.0x    | 1.0x    | 1.0x    | 0.9x    | 1.1x    | 1.2x    |
| Mean   | 1.1x    | 1.2x    | 1.2x    | 1.2x    | 1.3x    | 1.1×    | 1.3x    | 1.5x    |
| EBITDA Multiple <sup>(1)</sup>                       |         |         |         |         |         |         |         |         |
| Median   | 10.0x   | 10.6x   | 10.0x   | 9.6x    | 9.7x    | 7.3x    | 9.2x    | 10.1x   |
| Mean   | 10.4x   | 10.9x   | 10.4x   | 10.3x   | 10.6x   | 8.4x    | 10.7x   | 12.0x   |

<sup>(1)</sup> Multiple of EBITDA based on EBITDA inclusive of equity income from affiliates Quarterly figures based on the last trading day of each quarter shown Source: Capital IQ

### **EQUITY PERFORMANCE:**

- Industrial Distributor market capitalization increased 18.2% from Q3 2019 to Q3 2020, with each sector increasing year-over-year. S&P 500 market capitalization increased 12.1% over the same period, as companies continue to bounce back from the effects of the COVID-19 pandemic.
- Overall, Industrial Distributor public equity performance in Q3 2020 increased as the Industrial / MRO / Safety, Building Products, Chemical & Gases, and Transportation & Logistics sectors increased 14.9%, 23.3%, 25.3%, and 27.1%, respectively. This is attributed to improving investor optimism regarding an economic rebound.
- The Electrical Products sector had the smallest increase in the Industrial Distribution sector, increasing 2.9% from Q3 2019 to Q3 2020. The sector experienced a crushing loss of demand due to the pandemic, with little relative exposure to end markets that have faired well during the pandemic.

### PMCF INDUSTRIAL DISTRIBUTION INDEX PUBLIC EQUITY PERFORMANCE



Market capitalization indices with mixed currencies are converted into USD using historical spot rates Local currency quotes converted to USD using historical spot rates Source: Capital IQ

# Market Commentary

Demand during Q3 2020 has continued to increase as consumers increasingly return toward a state of normalcy and government restrictions on movement and business activity abates. However, industry executives recognizing that although demand has increased, additional volatility is be expected – a new wave of government restrictions is beginning to materialize which may impact near-term demand. That said, executives continue to voice optimism going forward.

<u>September 2020:</u> "We have every expectation to maintain and expand the market share gains we have realized thus far in 2020, and we expect that our end markets will continue to improve throughout the remainder of the year. However, we recognize that there may be additional volatility as COVID-19 continues to be addressed. Due to the uncertainty, we will continue to withhold guidance for the third quarter and full year of fiscal 2020."

Joseph J. DeAngelo, Chairman, President & CEO, HD Supply

<u>August 2020:</u> "Refining and chemical processing markets were down significantly in the U.S.A. and Canada, affected by both demand and pricing in our energy business. And although we are not reinstating full year guidance, I can say the sequential sales improvement we saw through the quarter has continued into July. The actions we've taken to date and the steps we plan to take going forward, including through our S22 program, are designed to position our business for sustainable success as the pandemic evolves and into the future."

David C. Jukes, President, CEO & Director, Univar Solutions Inc.

<u>August 2020:</u> "The North American electrical distribution industry is very large and highly fragmented with an estimated total size of \$114 billion per year. With the merger, the company has a share of approximately 13%. Even with this merger, the market remains highly fragmented and offers substantial opportunities for accelerated organic growth. Both WESCO and Anixter have invested in supply chain services to differentiate our overall customer value proposition. The combination of these 2 companies not only increases our overall scale but also improves our ability to better serve our customers through an expanded product and services portfolio."

David S. Schulz, Executive VP & CFO, Wesco International, Inc.

<u>August 2020:</u> "Combined with our increased orders across our consumables business and improving industrial sentiment such as indicators like PMI, which typically lead our core business, we believe industrial activity is firming and the worst is behind us. Ultimately, as industrial production regains momentum, we believe our customer requirements will be meaningful, following a prolonged period of idle production and maintenance deferrals on critical equipment and infrastructure."

Neil A. Schrimsher, President, CEO & Director, Applied Industrial Technologies, Inc.

Sources: Company SEC Filings and conference call transcripts

# Key Deal Highlights



On July 12, SRS Distribution Inc. ("SRS Distribution") acquired A.L.L. Roofing Materials - a distributor of residential and commercial roofing products and accessories - for an undisclosed amount. The acquisition broadens SRS Distribution's product portfolio and geographical presence. Dan Tinker (CEO of SRS Distribution) commented, "This strategic acquisition immediately increases our footprint to 12 locations in the large and attractive Northern California region. By combining the resources of SRS with the local relationships and knowledge of A.L.L., we will further enhance our ability to service customers, support our supplier partners, and provide growth opportunities for our employees."

On July 28, Hawkins, Inc. ("Hawkins") - a provider of chemical formulation, manufacturing, blending, and distribution - acquired Tennessee-based American Development Corp of Tennessee Inc. ("ADC") for \$23 million. ADC supplies water and wastewater treatment chemicals for treatment facilities. This acquisition will help Hawkins fill a geographical void. Patrick Hawkins (CEO of Hawkins) commented, "There are a lot of benefits to this acquisition," he continued. "The new location works very well for us to expand our water treatment market, and there's also acreage for expansion into additional chemical processes in the future."

On August 13, Brenntag North America, Inc. ("Brenntag NA") – a global market leader in chemical and ingredients distribution - acquired the operating assets of US-based Suffolk Solutions Inc's caustic soda distribution business for an undisclosed amount. With this acquisition, Brenntag NA expanded its geographic footprint and end market opportunities. Steven Tervindt (CEO of Brenntag NA) commented, "The business and the related terminals of Suffolk Solutions fit seamlessly into our ambitions to further link Brenntag's caustic soda network in the Eastern United States. There is great potential to strengthen our supply chain and expand our customer base in this geography."

On September 1, Alta Equipment Group, Inc. ("Alta") - a Michigan-based construction and industrial equipment dealership - acquired Florida-based Martin Implement Sales ("Martin"), for \$10.9 million. Martin operates as a premium equipment distributor. Ryan Greenawalt (CEO of Alta) commented, "Adding this exceptional equipment distributor accelerates our growth in the Illinois construction market and broadens our best-in-class product portfolio and service capabilities. We look forward to working with the Novak family and Steve Martin to build on the successful company that they have built."

Sources: Company Press Releases

# Industrial Distribution M&A Activity

### SELECT INDUSTRIAL DISTRIBUTION TRANSACTIONS

| _  |    |     |        |   |
|----|----|-----|--------|---|
| Ψ. | in | Mil | llions | ١ |

| Closed<br>Date | Target   | Buyer   | Industry Segment          | Implied<br>EV | EV/TTM<br>Revenue | EV/TTM<br>EBITDA |
|----------------|--|---|---------------------------|---------------|-------------------|------------------|
| Pending        | BMC Stock Holdings, Inc.   | Builders FirstSource, Inc.                                | Building Products         | \$3,320       | 0.9x              | 11.2x            |
| Pending        | Alpine Sales, Inc.   | Wilsonart LLC   | Industrial / MRO / Safety | -             | -                 | -                |
| Pending        | Assets of Watson Valve Services, Inc.                            | Mogas Industries, Inc.                                    | Building Products         | -             | -                 | -                |
| Pending        | Air Conditioning Enterprise Co,.Ltd                              | Yurtec Corporation  | Industrial / MRO / Safety | -             | -                 | -                |
| Pending        | Construction & Industrial White Cap Business of HD Supply        | Clayton, Dubilier & Rice, LLC                             | Building Products         | 2,900         | -                 | -                |
| Pending        | Daya Maxflo Sdn Bhd  | WK Propel Sdn Bhd   | Industrial / MRO / Safety | 1             | -                 | -                |
| Pending        | House Of Clean, Inc.   | Hillyard, Inc.  | Building Products         | -             | -                 | -                |
| Pending        | Huili DMEGC Mining Co., Ltd.                                     | Sichuan Qirun Hi-Tech Trading Co., Ltd.                   | Industrial / MRO / Safety | 1             | -                 | -                |
| Pending        | Huttig Building Products, Inc.                                   | Mill Road Capital Management LLC; Mill Road<br>Capital II | Building Products         | 276           | 0.3x              | 13.7x            |
| Pending        | Mills-Wilson-George, Inc.  | Gorham/Schaffler, Inc.                                    | Industrial / MRO / Safety | -             | -                 | -                |
| Pending        | Northmec/CSE Equipment Company Ltd. /New Holland S.A.            | CNH Industrial SA (Pty) Ltd                               | Industrial / MRO / Safety | 37            | -                 | 5.8x             |
| Pending        | Phoenix-Del Srl  | Isagro S.p.A.   | Industrial / MRO / Safety | 4             | 0.7x              | 12.0x            |
| Pending        | Porter Excavations Pty Ltd /Porter Utilities Pty Ltd /Madica Pty | Kanamoto Australia Holdings Pty Ltd                       | Industrial / MRO / Safety | 53            | 1.2x              | _                |
| Pending        | Sheboygan Falls Branch of WESCO International, Inc.              | Werner Electric Supply Company                            | Electrical Products       | _             | -                 | -                |
| Pending        | STIT company Limited   | Sino-Thai Engineering and Construction Public             | Building Products         | 22            | 0.9x              | _                |
| Pending        | Thye On Tong Trading SDN. BHD.                                   | Company PeterLabs Holdings Berhad                         | Industrial / MRO / Safety | 4             | 0.3x              | _                |
| Sep-20         | Empire Plastics, Inc.  | Piedmont Plastics, Inc.                                   | Industrial / MRO / Safety | _             | -                 |                  |
| Sep-20         | Clive Hurt (Plant Hire) Limited                                  | Fox Brothers (Lancashire) Ltd                             | Industrial / MRO / Safety |               |                   | _                |
| Sep-20         | CB Wholesale, Inc.   | SRS Distribution Inc.                                     | Building Products         |               |                   |                  |
| Sep-20         | Foley Group, Inc.  | Convergence Partners, Inc.                                | Building Products         |               | _                 | _                |
|                |  | Hunter Street Partners                                    |                           | -             | -                 | -                |
| Sep-20         | All Star Equipment Rentals And Sales Inc.                        |   | Industrial / MRO / Safety | -             | -                 | -                |
| Sep-20         | LexCentral Steel Corporation                                     | Union Partners I LLC                                      | Industrial / MRO / Safety | -             | -                 | -                |
| Sep-20         | Empakk AS  | Christian Berner Tech Trade AB (publ)                     | Industrial / MRO / Safety | 4             | -                 | -                |
| Sep-20         | Atlantic Canada Assets of Herc Rentals Inc.                      | Cooper Equipment Rentals Limited                          | Industrial / MRO / Safety | -             | -                 | -                |
| Sep-20         | GBS, Ltd.  | Gilbar Industries Inc.                                    | Industrial / MRO / Safety | -             | -                 | -                |
| Sep-20         | ESI Energy Services Inc.   | Battery Mineral Resources Corp.                           | Electrical Products       | -             | -                 | -                |
| Sep-20         | Chelsea Lighting Nyc, LLC  | Kinzie Capital Partners LLC                               | Electrical Products       | -             | -                 | -                |
| Sep-20         | Martin Implement Sales, Inc.                                     | Alta Equipment Group Inc.                                 | Industrial / MRO / Safety | 11            | 0.4x              | 3.5x             |
| Sep-20         | Medical Gas Supply, LLC  | American Welding & Gas, Inc.                              | Chemicals & Gases         | -             | -                 | -                |
| Aug-20         | Assets of Drywall Supply Inc.                                    | L&W Supply Corporation                                    | Building Products         | -             | -                 | -                |
| Aug-20         | Master Distribution LLC  | AFC Industries, Inc.                                      | Industrial / MRO / Safety | -             | -                 | -                |
| Aug-20         | Surplus Group, LLC   | Relevant Solutions, LLC                                   | Industrial / MRO / Safety | -             | -                 | -                |
| Aug-20         | Defoxx GmbH  | DPE Deutsche Private Equity Management<br>III GmbH        | Industrial / MRO / Safety | -             | -                 | -                |
| Aug-20         | Energy Division of Centum Adetel Group in France                 | Chauntie Electric (Tianjin) Co., Ltd.                     | Electrical Products       | 12            | -                 | -                |
| Aug-20         | Modern Builders Supply, Inc.                                     | SiteOne Landscape Supply, Inc.                            | Building Products         | -             | -                 | -                |
| Aug-20         | Substantially all of the Assets of Water Works Supply Co. Inc.   | Core & Main LP  | Building Products         | -             | -                 | -                |
| Aug-20         | Newport Distribution, Inc.                                       | Kendell Doors & Hardware, Inc.                            | Building Products         | -             | -                 | -                |
| Aug-20         | Integrity Industrial Equipment Inc.                              | Kensar Equipment Company, Inc.                            | Industrial / MRO / Safety | -             | -                 | -                |
| Aug-20         | Maudlin International Trucks, LLC                                | Cumberland Companies                                      | Industrial / MRO / Safety | -             | -                 | -                |
| Aug-20         | Polyfab Corporation (nka:Polyfab LLC)                            | DAIHO USA Corp.   | Industrial / MRO / Safety | -             | -                 | -                |
| Jul-20         | Liquid Caustic Soda Distribution Bus. Of Suffolk Solutions       | Brenntag North America, Inc.                              | Chemicals & Gases         | -             | -                 | -                |
| Jul-20         | Top Line Process Equipment (Inc)                                 | Steel & O'brien Manufacturing, Inc.                       | Industrial / MRO / Safety | -             | -                 | -                |
| Jul-20         | American Development Corporation of Tennessee, Inc.              | Hawkins, Inc.   | Building Products         | 25            | -                 | -                |
| Jul-20         | Active Sales Co., Inc.   | LINC Systems, Inc.  | Industrial / MRO / Safety | -             | -                 | -                |
| Jul-20         | Aetna Plastics Corporation                                       | Harrington Industrial Plastics LLC                        | Industrial / MRO / Safety | -             | -                 | -                |
| Jul-20         | Barrett Equipment, Inc.  | Eberhart Capital, LLC                                     | Industrial / MRO / Safety | -             | -                 | -                |
| Jul-20         | Suministros Franquesa S.A.                                       | GS-Hydro, S.A.  | Chemicals & Gases         | 1             | 0.4x              | -                |
| Jul-20         | A.L.L. Roofing Materials of San Jose, LLC                        | SRS Distribution Inc.                                     | Building Products         | -             | -                 | -                |
| Jul-20         | Building Specialties Co., Inc.                                   | The Cook & Boardman Group, LLC                            | Building Products         | -             | -                 | _                |
|                | O -F   |   | Danamo Froducto           |               |                   |                  |
| Jul-20         | Holland Chemicals  | Maroon Group, LLC   | Chemicals & Gases         | _             | _                 | _                |

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