



Corporate IT Training and Educational Services

April 2020



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Overview

7MA provides Investment Banking & Advisory Services to the Business Services and Technology Industries globally. We advise on M&A and private capital transactions, and provide market assessments and benchmarking. As a close knit team with a long history together and a laser focus on our target markets, we help our clients sell their companies, raise capital, grow through acquisitions, and evaluate new markets. We publish our sectorwatch, a review of M&A and operational trends in the industries we focus.

Dashboard

- Summary metrics on the sector
- Commentary on market momentum by comparing the most recent 12-month performance against the last 3-year averages.

Public Basket Performance

 Summary valuation and operating metrics for a basket of comparable public companies

Valuation Comparison

 Graphical, detailed comparison of valuation multiples for the public basket

Recent Deals

The most recently announced deals in the sector



Dashboard



Revenue Growth Momentum

14.1%

1 - year revenue growth compared to revenue growth average for last 3 years

Current revenue growth rate exceeds the average of the last 3 years by this amount, indicating that market momentum is increasing

Pricing / Gross Margin

1.4%

1 - year gross profit % compared to gross profit % average for last 3 years

Current gross profit margin is less than the average of the last 3 years gross profit margins, indicating customer pricing power

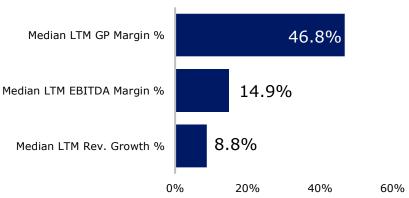
Profitability

↓-1.4%

1 - year EBITDA % compared to EBITDA % average for last 3 years

Current EBITDA margin is less than the average of the last 3 years EBITDA margins, which may signal further consolidation

Operating Metrics



Valuation







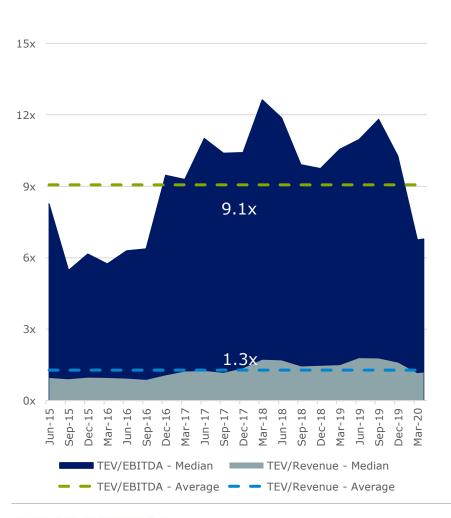
| Company | TEV \$m | LTM Rev \$m | Rev Growth YoY | GP % | EBITDA % | TEV / Rev X | TEV / EBITDA X | # FTEs | Rev / FTE \$k |
|---------------------------------|---------|----------------|----------------------|------|-------------|----------------|----------------------|--------|------------------|
| | | | | | | | | | |
| NIIT Limited | (73) | 132 | 5% | 46% | 6% | N/A | N/A | 2,565 | 51 |
| American Public Education, Inc. | 150 | 286 | -4% | 62% | 13% | 0.5 | 3.9 | 1,410 | 203 |
| GP Strategies Corporation | 213 | 583 | 13% | 15% | 5% | 0.4 | 5.7 | 4,856 | 120 |
| Adtalem Global Education Inc. | 2,070 | 1,270 | 13% | 48% | 19% | 1.6 | 7.8 | 6,113 | 208 |
| Graham Holdings Company | 2,160 | 2,932 | 9% | 31% | 15% | 0.7 | 3.8 | 12,053 | 243 |
| Strategic Education, Inc. | 2,797 | 997 | 57% | 47% | 23% | 2.8 | 10.7 | 3,076 | 324 |
| Grand Canyon Education, Inc. | 3,728 | 779 | -8% | 60% | 38% | 4.8 | 12.4 | 3,400 | 229 |
| | | | | | | | | | |
| Average | 1,578 | 997 | 12% | 44% | 17% | 1.6 | 6.3 | 4,782 | 197 |
| Median | 2,070 | 779 | 9% | 47% | 15% | 0.7 | 5.7 | 3,400 | 208 |

share price as of 24Apr20

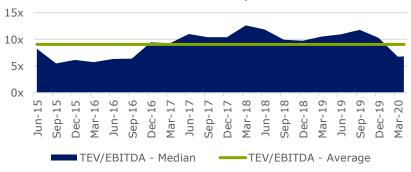


Public Basket Valuation Trends

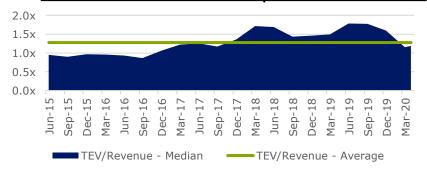




Public EBITDA Multiples over Time



Public Revenue Multiples over Time

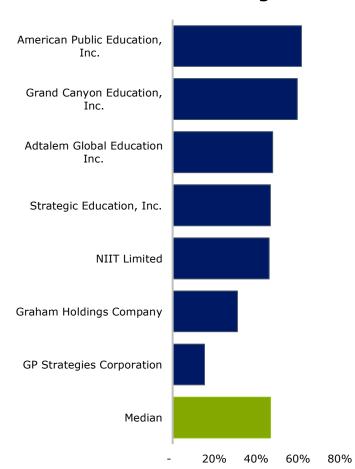




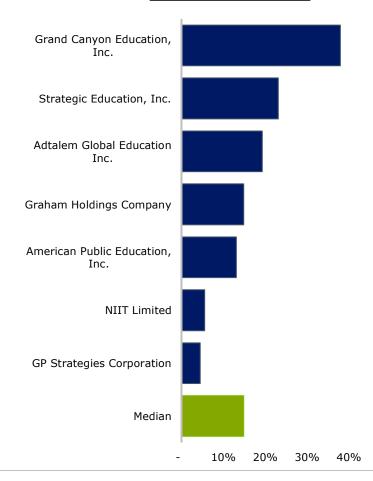
Operational Metrics



LTM Gross Profit Margin %



LTM EBITDA %

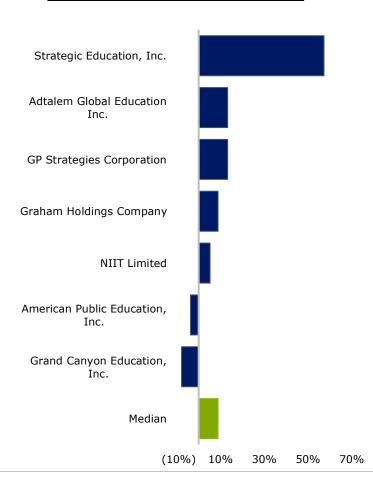




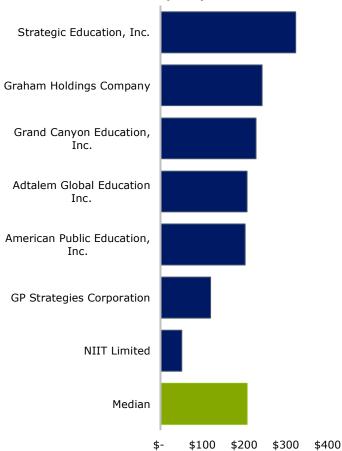
Operational Metrics



LTM Revenue Growth %



LTM Revenue per Full Time Employee x 000's





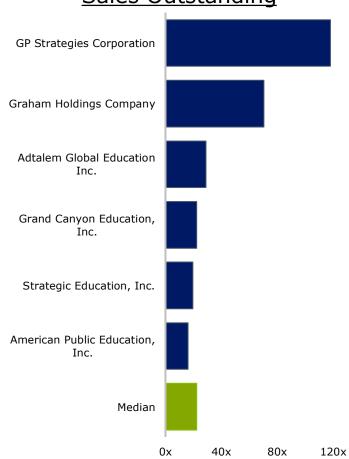
Operational Metrics



Accounts Receivable Turnover



<u>Average Days</u> <u>Sales Outstanding</u>

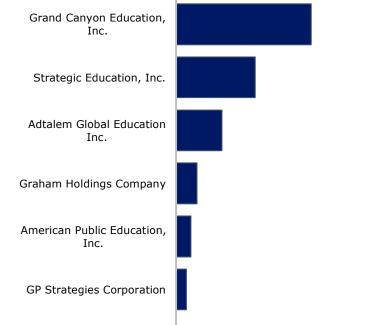




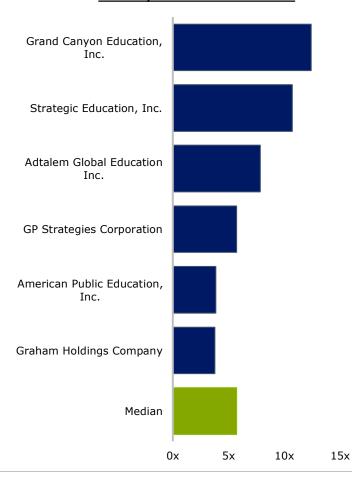
Valuation



TEV / LTM Revenue



TEV / LTM EBITDA





NIIT Limited

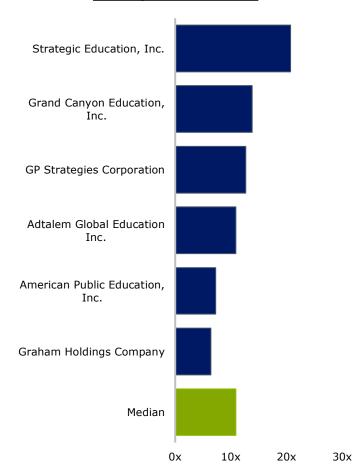
Median

1x 2x 3x 4x 5x 6x

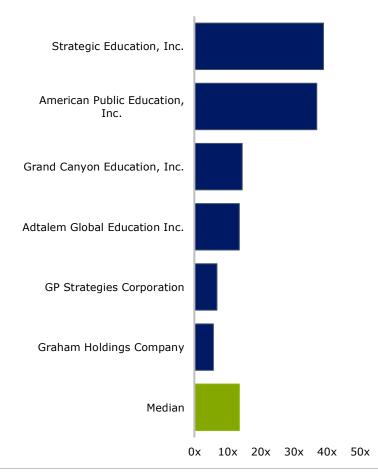
Valuation



TEV / LTM EBIT



Price / LTM Earnings

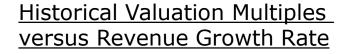


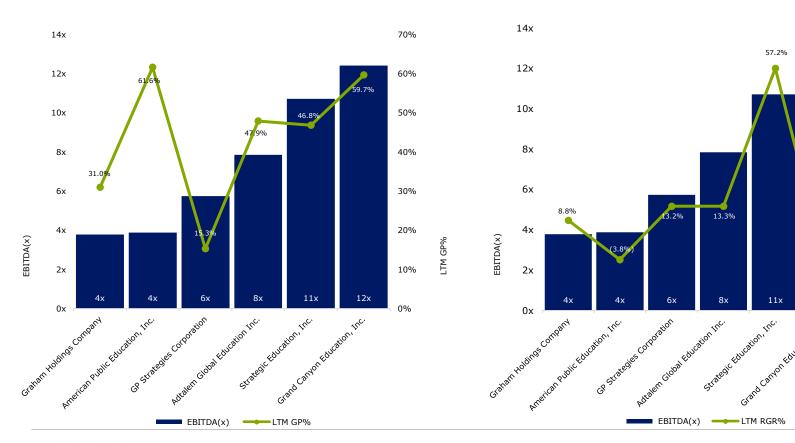


Valuation



Historical Valuation Multiples versus Gross Profit







70%

60%

50%

40%

30%

20%

10%

0%

-10%

-20%

12x

Recent Transactions



| Date | <u>Target</u> | Buyer / Investor | Total Transaction Value | Target Revenue | TEV / Revenue | TEV / EBITDA |
|---------|--|--|-------------------------------|-------------------|------------------|-----------------|
| 2Apr20 | Pharmacy Benefit Management Institute, LP | MJH Life SCIENCES LLC | - | - | - | - |
| 24Mar20 | Red Nucleus Solutions Limited Liability Company | The Riverside Company | - | - | - | - |
| 24Mar20 | Vinca, LLC | Registrar Corp | - | - | - | - |
| 24Feb20 | Schiller International University | - | - | - | - | - |
| 7Feb20 | Paradigm Publishing, LLC | Kendall/Hunt Publishing Company Inc. | - | - | - | - |
| 21Jan20 | Galvanize, Inc. | K12 Management Inc. | 165.00 | - | - | - |
| 20Dec19 | ePath Learning, Inc. | Absorb Software Inc. | - | - | - | - |
| 20Nov19 | IAPP's Privacy Core® e-learning solution | OneTrust, LLC | - | - | - | - |
| 14Nov19 | Surgent McCoy CPE, LLC (nka:Knowfully Learning Group) | NexPhase Capital, LP | - | - | - | - |
| 30Sep19 | VitalSmarts, L.C. | Leeds Equity Partners, LLC; Leeds Equity Partners VI, L.P. | - | - | - | - |
| 30Aug19 | Thinkful, Inc. | Chegg, Inc. | 99.20 | 14.00 | 7.1x | - |
| 15Aug19 | Medical Communications Media, Inc. | Clinical Care Options, LLC | - | - | - | - |
| 26Apr19 | Pelesys Learning Systems Inc. | CAE Inc. | 7.29 | - | - | - |
| 7Aug19 | eLogic Learning, LLC | Absorb Software Inc. | - | - | - | - |
| 24Jul19 | The Learning Network, Inc. | Pluribus Technologies Inc. | - | - | - | - |
| 17May19 | Interactive Communications Solutions Group, Inc. | Acendre Pty Ltd | - | - | - | - |
| 30Apr19 | Assets of Management Mentors, Inc. | Engagedly, Inc. | - | - | - | - |
| 15Apr19 | Corporate Training Group, Inc. | SHI International Corp. | - | - | - | - |
| 7Apr19 | Trilogy Education Services, Inc. | 2U, Inc. | 750.00 | 97.00 | 7.7x | - |
| 1Apr19 | LeaderQuest Holdings, Inc. | MIS Training Institute Holdings, Inc. | - | - | - | - |
| 21Feb19 | Watermark Learning, Inc. | Educate 360, LLC | - | - | - | - |
| 1Feb19 | Intelliteach, Inc. | BV Investment Partners, L.P.; BV Investment Partners Fund IX | - | - | - | - |
| 9Jan19 | Greycampus Inc. | Arrina Education Services Private Limited | - | - | - | - |
| 17Dec18 | Orbis Education Services, LLC | Grand Canyon Education, Inc. | 362.50 | - | - | - |
| 4Dec18 | edCetra Training Inc. | NexTech AR Solutions Corp. | 0.09 | - | - | - |
| 7Nov18 | Grovo Learning Inc. | Cornerstone OnDemand, Inc. | 24.00 | - | - | - |





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APPENDIX:

Public Basket

Constituents

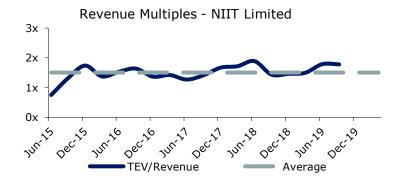


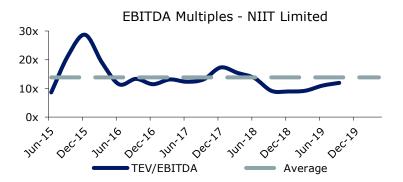


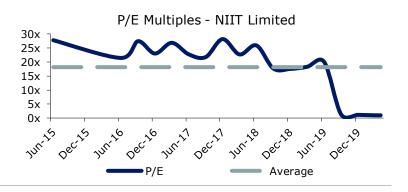
NIIT Limited

NIIT Limited, a skills and talent development company, provides training and development solutions to individuals, corporations, and institutions worldwide. The company offers managed training services, such as curriculum design and content development, learning administration, learning delivery, strategic sourcing, learning technology, and advisory services; and various learning and talent development programs in the areas of banking, finance and insurance, retail sales enablement, management education, multi-sectoral vocational skills, and digital media marketing and programs, as well as in digital transformation technologies. NIIT Imperia, which provides management programs in the areas of marketing, sales, finance, operations, HR, law, brand and advertising, international marketing and business, strategy, general management, digital marketing, taxation, and IT. NIIT Limited was founded in 1981 and is headquartered in Gurgaon, India.

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|----------|--|
| Date | Key Development Haeadline |
| 11/14/19 | KPMG In India and NIIT Limited Enter into Exclusive Partnership to Launch the KPMG NIIT Finance Academy in India |
| 8/20/19 | NIIT Limited Collaborates with Automation Anywhere to Deliver Comprehensive RPA Workshops to Developers, Students and It Professionals Across India |
| 8/11/19 | NIIT Limited (BSE:500304) entered into share purchase agreement to acquire remaining 25% stake in Niit Institute of Process Excellence Ltd from Genpact Consulting for INR 55 million. |









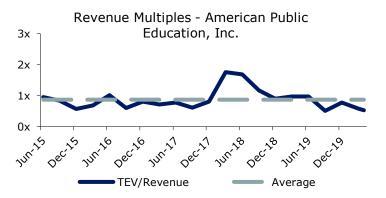


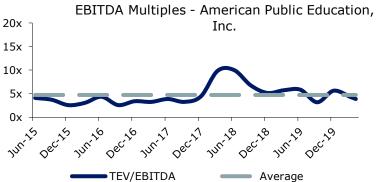
American Public Education, Inc.

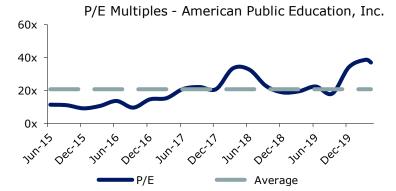
American Public Education, Inc., together with its online subsidiaries, provides and campus-based postsecondary education. The company operates through two segments, American Public Education and Hondros College of Nursing. It offers 108 degree programs and 109 certificate programs in various fields of study, including business administration, health science, technology, criminal iustice, education, and liberal arts, as well as national security, military studies, intelligence, and homeland security. The company also provides diploma in practical nursing and an associate degree in nursing; and an online registered nurse to Bachelor of Science in nursing completion program. American Public Education, Inc. was founded in 1991 and is headquartered in Charles Town, West Virginia.

Date Key Development Haeadline

3/12/19 American Public To Seek Acquisitions







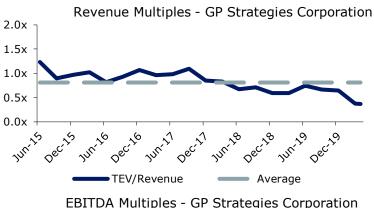


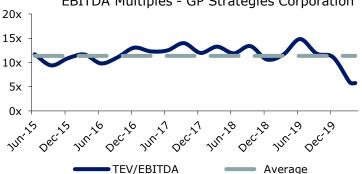


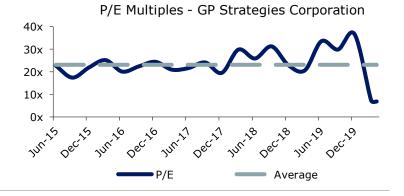
GP Strategies Corporation

Strategies Corporation provides performance improvement and learning solutions worldwide. It operates through four segments: Learning Solutions, Professional & Technical Services, Sandy Training & Marketing, and Performance Readiness Solutions. The Learning Solutions segment delivers training, curriculum design development, digital learning, system hosting, managed learning, and consulting services to electronics and semiconductors, healthcare, software, financial services, and other industries, as well as government agencies; and provides apprenticeship and vocational skills training services. The Professional & Technical Services segment offers training, consulting, engineering, and technical includina lean consultina, services. emergency preparedness, safety and regulatory compliance, chemical demilitarization. and environmental services manufacturing, steel, pharmaceutical, and energy, petrochemical industries, as well as federal and state government agencies, and government contractors. GP Strategies Corporation was founded in 1959 and is headquartered in Columbia, Maryland.

| Date | Key Development Headline |
|----------|---|
| 1/7/20 | Cryogenic Industries Inc. acquired Alternative Fuels Division |
| | from GP Strategies Corporation (NYSE:GPX) for \$6.5 million. |
| 10/30/19 | Bright Horizons Children's Centers, Inc. acquired Tuition |
| | Program Management Business of GP Strategies Corporation |
| | (NYSE:GPX) for \$21.7 million. |







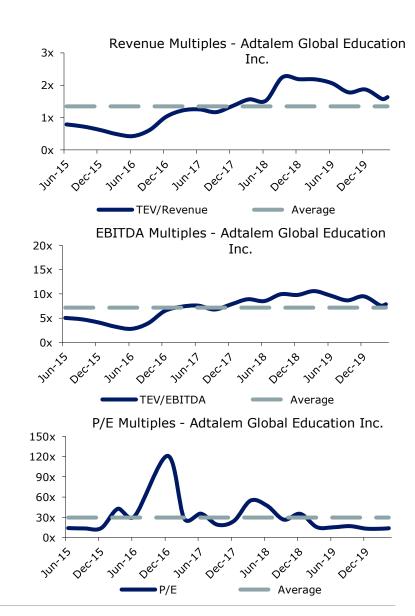




Adtalem Global Education Inc.

Adtalem Global Education Inc. provides educational services worldwide. It operates through four segments: Medical and Healthcare, Professional Education, Technology and Business, and U.S. Traditional Postsecondary. The Medical and Healthcare segment operates Chamberlain University, which provides pre and post-licensure bachelor's, master's, and doctorate degree programs in nursing through campus and online; American University of the Caribbean School of Medicine and Ross University School of Medicine, which provide medical education; and Ross University School of Veterinary Medicine that offers veterinary education. Adtalem Global Education Inc. was founded in 1931 and is headquartered in Downers Grove, Illinois.

| Date | Key Development Headline |
|----------|--|
| 4/23/20 | Universidade Estácio de Sá completed the acquisition of Adtalem Educacional do Brasil S/A from Adtalem Global Education Inc. (NYSE:ATGE) and Global Education |
| | International B.V. for BRL 2.2 billion. |
| 1/31/20 | Arkansas State University Explores Partnership with Adtalem Global Education to Deliver First In-State Veterinary Medicine School |
| 10/20/19 | Universidade Estácio de Sá executed a share purchase agreement to acquire Adtalem Educacional do Brasil S/A from Adtalem Global Education Inc. (NYSE:ATGE) and Global Education International BV for an enterprise value of BRL 1.9 billion. |
| 8/22/19 | Adtalem Global Education To Seek Acquisitions |





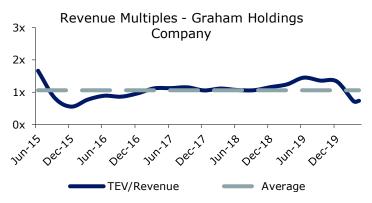


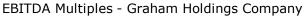
Graham Holdings Company

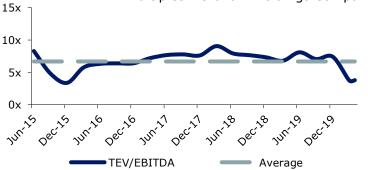
Graham Holdings Company, through its subsidiaries, operates as a diversified education and media company worldwide. It provides a range of certificate, diploma, and degree programs, as well as online education services; and test preparation business services in pre-college, graduate, health, and bar review, as well as publishes and sells test preparation and other books through retail channels. The company also offers training, test preparation services, and degrees for accounting and financial services professionals, as well as professional training courses; English-language academic preparation programs, and test trainina, preparation for English proficiency exams for students; and A-level examination preparation services, as well as operates three collages, one higher education institution, and one online learning institution. In addition, it owns and operates seven television stations; and provides socialmedia management tools designed to connect newsrooms with their users. Graham Holdings Company was founded in 1877 and is based in Arlington, Virginia.

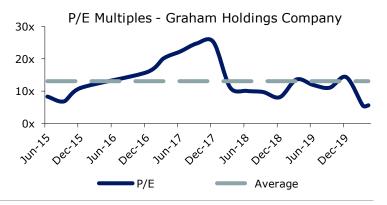
Date Key Development Headline

7/30/19 2/14/19 Graham Holdings Company (NYSE:GHC) acquired Clyde, Inc. Spotify Technology S.A. (NYSE:SPOT) completed the acquisition of Gimlet Media Inc. from Graham Holdings Company (NYSE:GHC) and other shareholders.







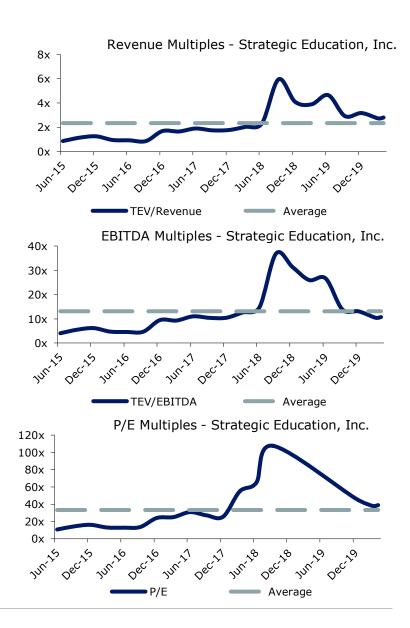






Strategic Education, Inc.

Strategic Education, Inc., through its subsidiaries, provides a range of post-secondary education and other academic programs in the United States. The company operates Strayer University and Capella University that provide undergraduate and graduate degree programs in business administration, accounting, information technology. education, health services administration, nursing, public administration, and criminal justice to working adult students through its 74 physical campuses primarily located in the Mid-Atlantic and Southern regions, as well as through online. It also offers an executive MBA online through its Jack Welch Management Institute. In addition, the company operates New York Code and Design Academy that provides nondegree courses in Web and application software development primarily through its campus in New York City. Strayer Education, Inc. was founded in 1892 and is headquartered in Herndon, Virginia.

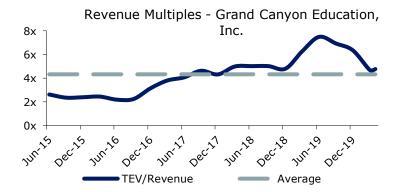


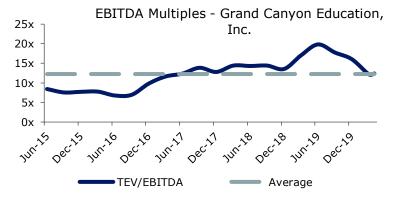


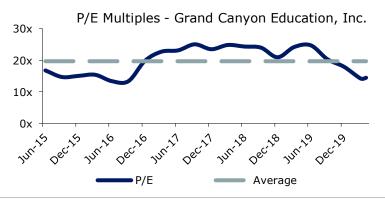
Grand Canyon Education, Inc.

Grand Canyon Education, Inc., together with its subsidiaries, provides education services in the United States and Canada. The company operates Grand Canyon University that offers approximately 225 graduate and undergraduate degree programs and certificates across 9 colleges online and on ground through campus in Phoenix, Arizona; leased facilities; and facilities owned by third party employers. As of December 31, 2017, it had approximately 90,300 students enrolled in its programs. The company was founded in 1949 and is based in Phoenix, Arizona.

| Date | Key Development Headline |
|----------|--|
| 1/21/19 | Grand Canyon Education, Inc. (NasdaqGS:LOPE) completed |
| | the acquisition of Orbis Education Services, LLC. |
| 12/17/18 | Grand Canyon Education, Inc. (NasdaqGS:LOPE) entered into a definitive agreement to acquire Orbis Education Services, LLC for approximately \$360 million. |









CONTACT INFO

7MA provides Investment Banking & Advisory Services to the Business Services and Technology Industries globally. We advise on M&A and private capital transactions and provide market assessments and benchmarking. As a close-knit team with a long history together and a laser focus on our target markets, we help our clients sell their companies, raise capital, grow through acquisitions, and evaluate new markets. Securities offered through 7M Securities LLC.

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