

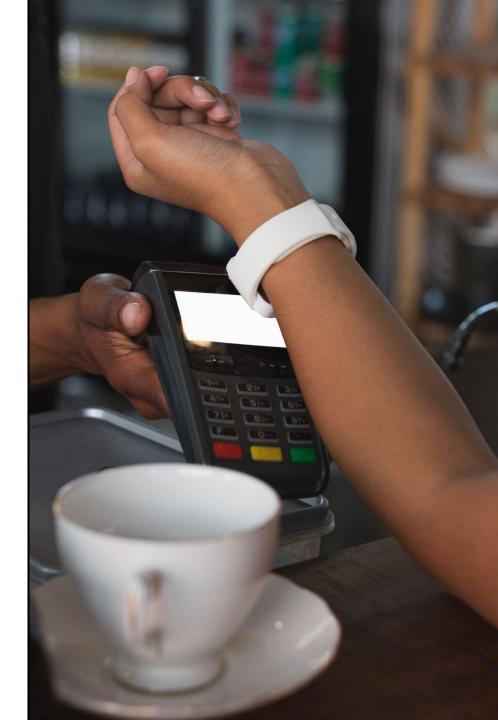
M&A sector report

Consumer – Nordics FY 2022 1 Introduction

2 Nordic consumer M&A activity

3 Nordic consumer market development

4 Deloitte Nordic consumer team & credentials





Notes:

Sources:



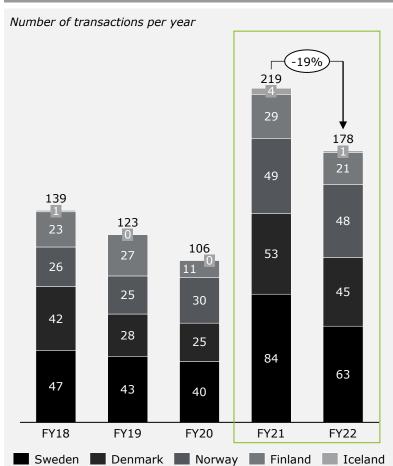
2022 Nordic M&A deal volume and trading multiples down from record-high 2021 levels

Decrease in M&A deal volume from record-high FY21

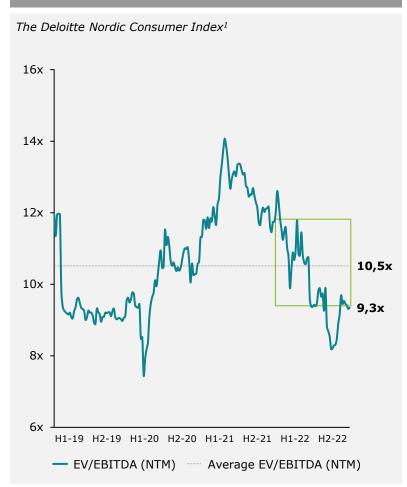
Trading multiples decreased to below historical average

Reduced FY23-margin expectations, recovery in FY24

Significant drop in deal volume for all the Nordic countries from FY21 to FY22 except for Norway where activity have been stable



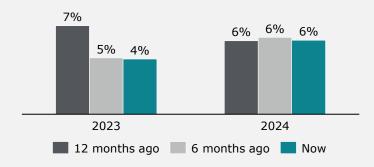
Listed consumer companies across the Nordics have seen prices drop from ~12x EV/EBITDA to 9.3x EV/EBITDA during FY22



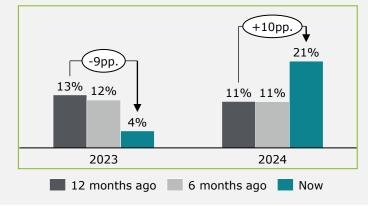
Reduced EBIT growth in FY23 expected to be recovered in FY24. Limited changes in top-line growth expectations for FY24 indicate that EBIT growth will come from cost initiatives

Analysts' growth expectations to the companies in the Deloitte Nordic Consumer Index now versus six and twelve months ago²

Net sales - Annual growth expectations (median)



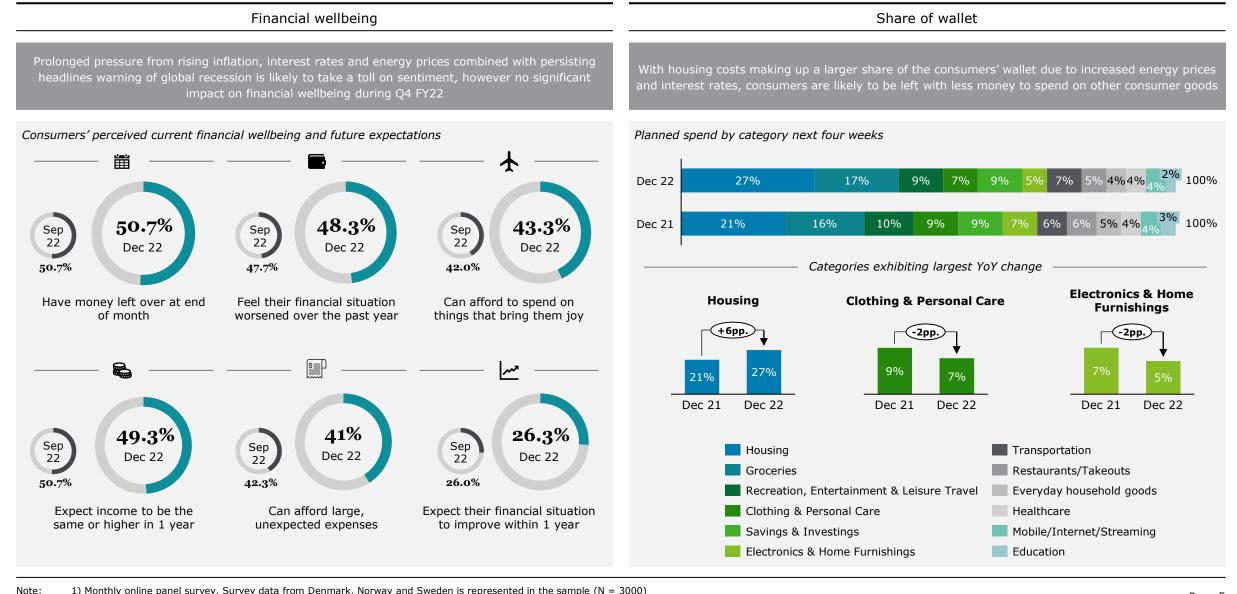
EBIT - Annual growth expectations (median)



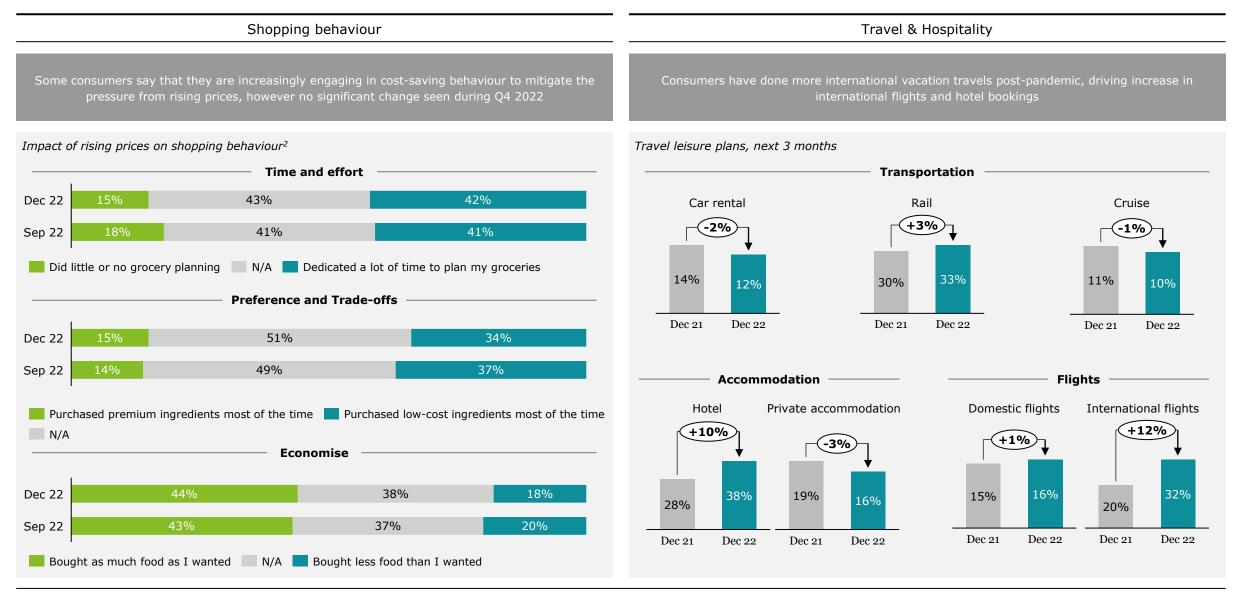
¹⁾ Deloitte's Nordic Consumer Index comprises 75 Nordic listed consumer companies; 2) Analyst forecasts per: 12 months ago = 28 Jan 2022, 6 months ago = 30 Jul 2022, Now = 28 Jan 2023 Mergermarket; S&P Capital IQ; Deloitte analysis



Consumers view their financial wellbeing unchanged, despite increased int. rates and energy prices Deloitte.



No clear indications of changes in shopping behaviour other than increase in intl. travel post-covid

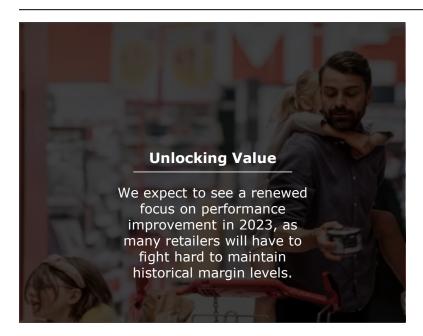


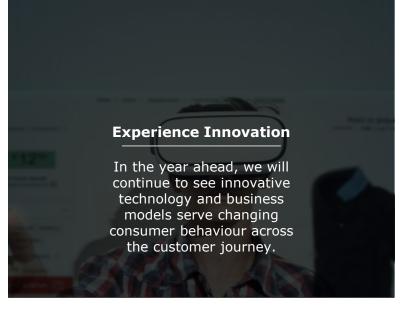
Notes: 1) Monthly online panel survey. Survey data from Denmark, Norway and Sweden is represented in the sample (N = 3000)

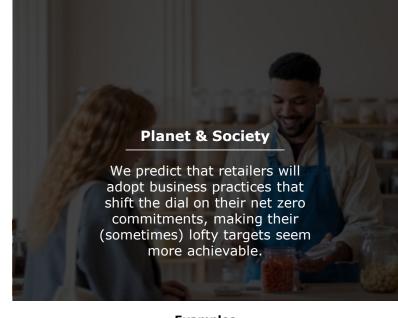
2) Respondents were shown paired statements separated by a 6-point scale. Figure shown reflect % of respondents who selected the two rightmost (Trying to save costs) and two leftmost (Shopping with confidence) points on the scale

Retailers are looking for new ways to create value through business model changes and innovation

Key retail trends likely to impact 2023







Examples

ASDA

ASDA, a British supermarket chain, plans to launch small, express stores in 30+ cities to reach new customer segments to make the business model more robust

next

Next Plc, a multinational clothing, footware and home products retailer, acquired a 25% stake in high street fashion chain Reiss

Examples

bloomingdales

Bloomingdale's is expanding an existing partnership with retail and fashion virtual reality technology developer to introduce a metaverse shopping experience

Walmart 💥

Walmart currently works with influencers to promote its groceries and apparel, as social media platforms are becoming the most relevant platform to reach customers

Examples

Grover

Grover is an operator of subscription-based electronics rental platform designed to enable consumers to rent electronic products at an affordable price instead of buying

Google Earth Engine

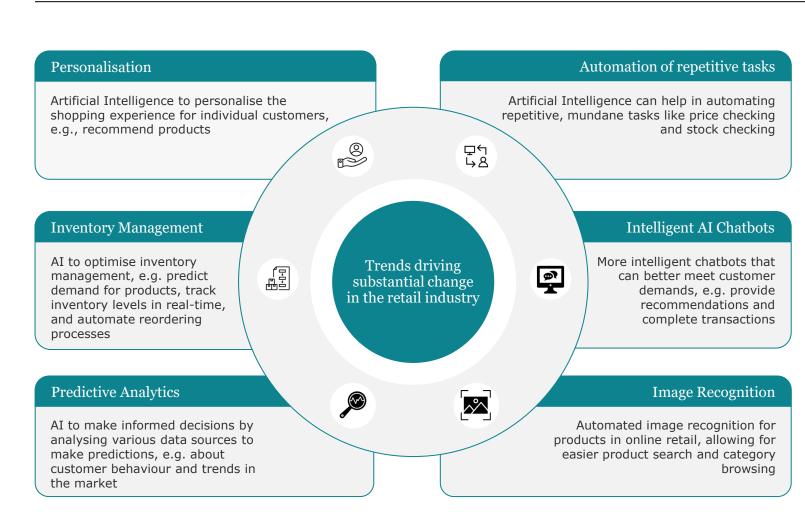
Google has launched the google earth engine to help practitioners detect changes, map trends, and quantify differences on the Earth's surface

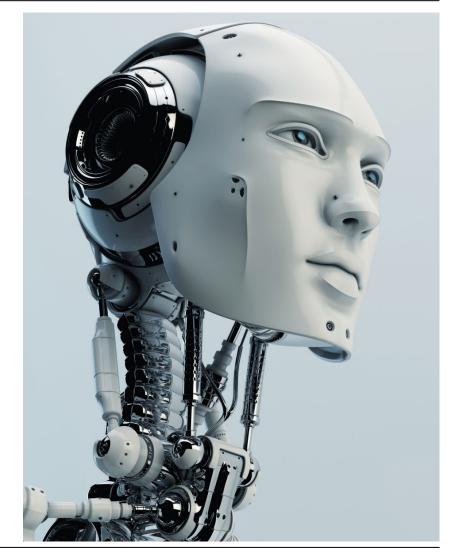
ource: Deloitte analysis



Increased adoption of Artificial Intelligence likely to create opportunities for retailers in 2023

Example of Artificial Intelligence (AI) use cases in the retail industry





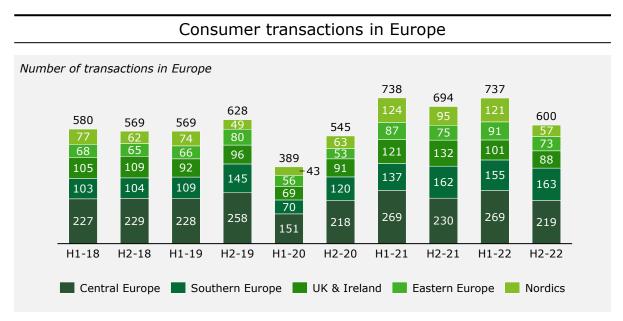
rces: Retail Trends 2023 | Deloitte UK; Deloitte analysis



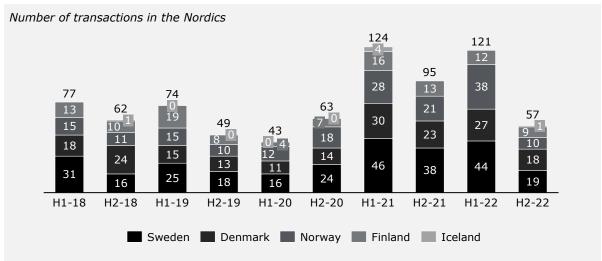
2. Nordic consumer M&A activity

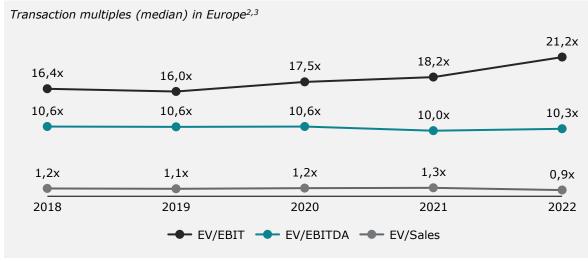
\sim 40% decrease in no. of Nordic transactions from H2-21 to H2-22; EV/EBITDA remains steady around $10x^1$

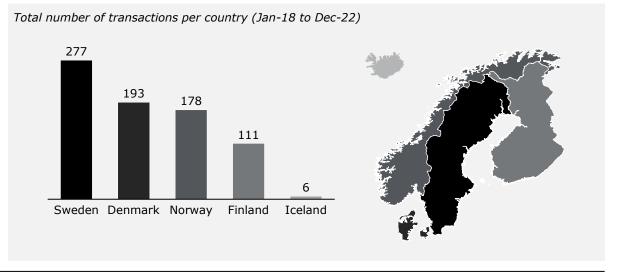




Consumer transactions in the Nordics



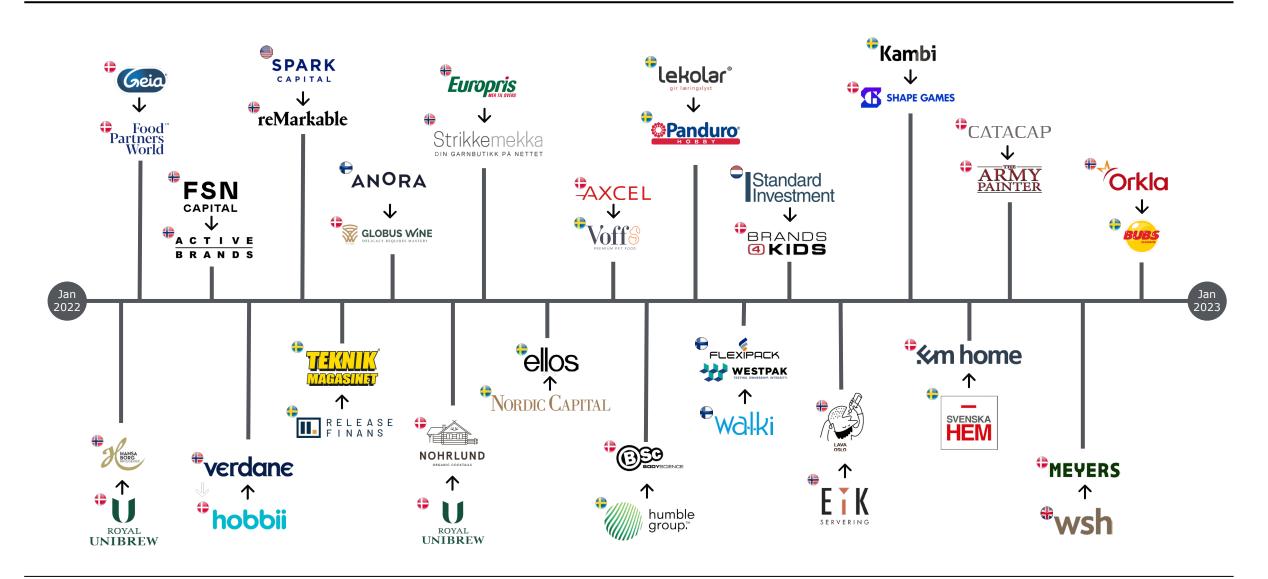




1) EV/EBITDA multiple shown at Europe level for sufficient sample size, 2) 2022 transaction sample size: EV/Sales: 46, EV/EBITDA: 32, EV/EBIT: 24, 3) 2018-2022 avg. sample size: EV/Sales: 113, EV/EBITDA: 75, EV/EBIT: 51

Sources: Mergermarket; Deloitte analysis

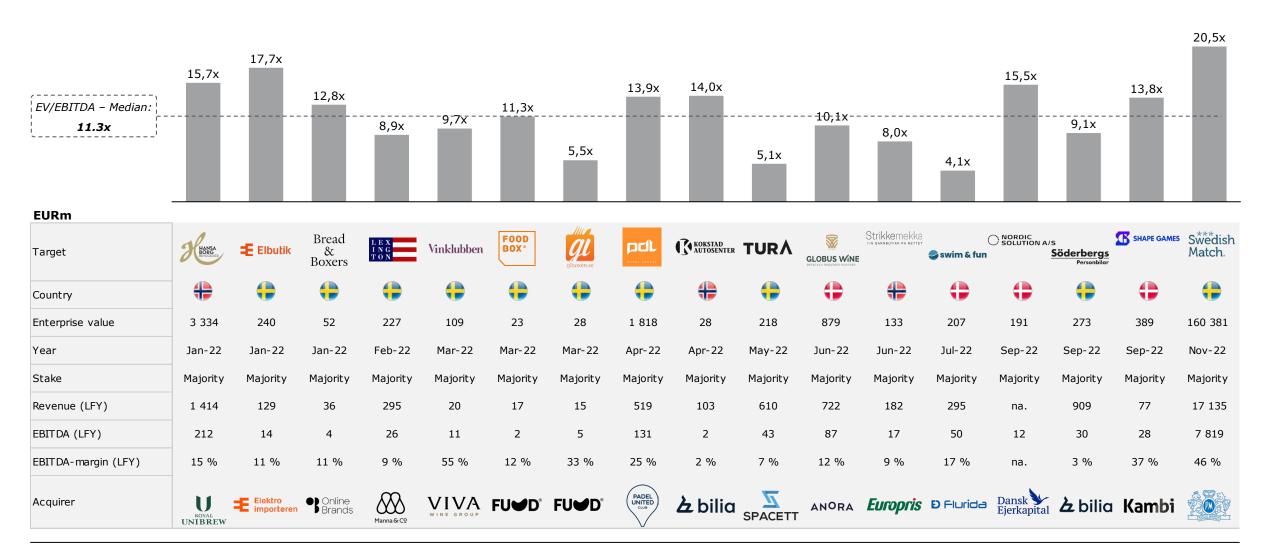
Still notable M&A activity from both financial and strategic buyers during 2022 despite H2 volume dip







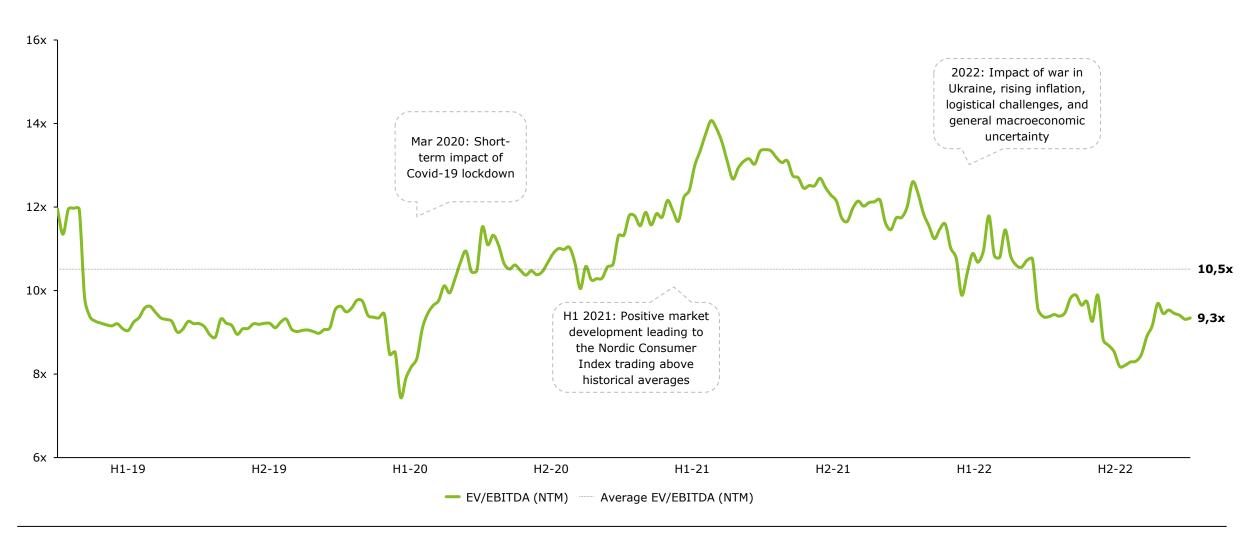
Selected Nordic Consumer transaction multiples in 2022¹





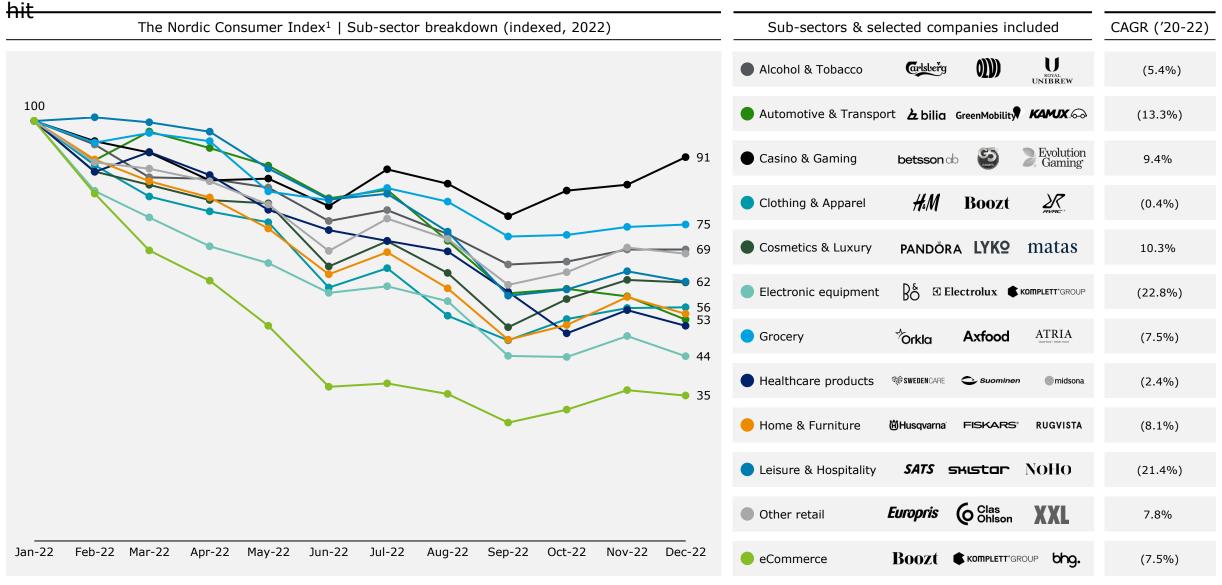
The Nordic Consumer Index traded at 9.3x EBITDA per Dec-22, down from 12.0x per Dec-21

The Nordic Consumer Index¹



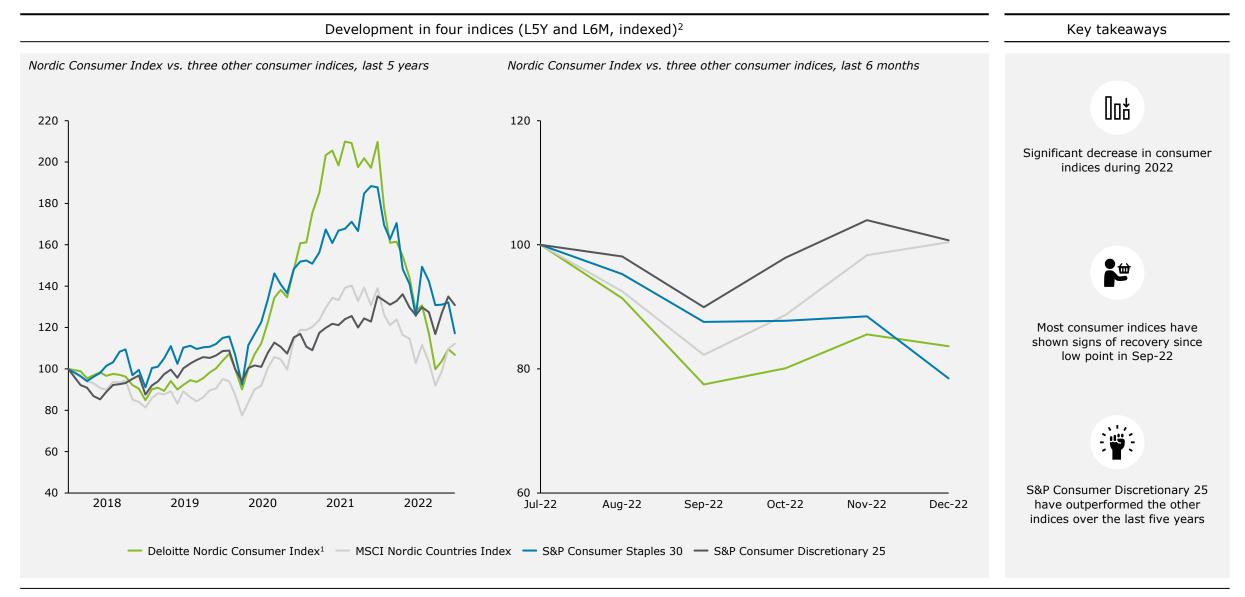
1) Deloitte's Nordic Consumer Index comprises 75 Nordic listed consumer companies. The index EV/EBITDA (NTM) is calculated based on average price of the companies included. Please find list of companies included in the Appendix Note: S&P Capital IQ; Deloitte analysis

Share price value have decreased for all sub-sectors during 2022, with eComm taking the hardest



Note: 1) Deloitte's Nordic Consumer Index comprises 75 Nordic listed consumer companies. The index is calculated based on average price of the companies included. Please find list of companies included in the Appendix Sources: S&P Capital IQ; Deloitte analysis

Decrease in consumer share prices in 2022, with signs of stabilisation in Q4



Notes: 1) Deloitte's Nordic Consumer Index comprises 75 Nordic listed consumer companies. The index is calculated based on average price of the companies included; 2) Please find index descriptions in the Appendix Sources: S&P Capital IQ; Deloitte analysis



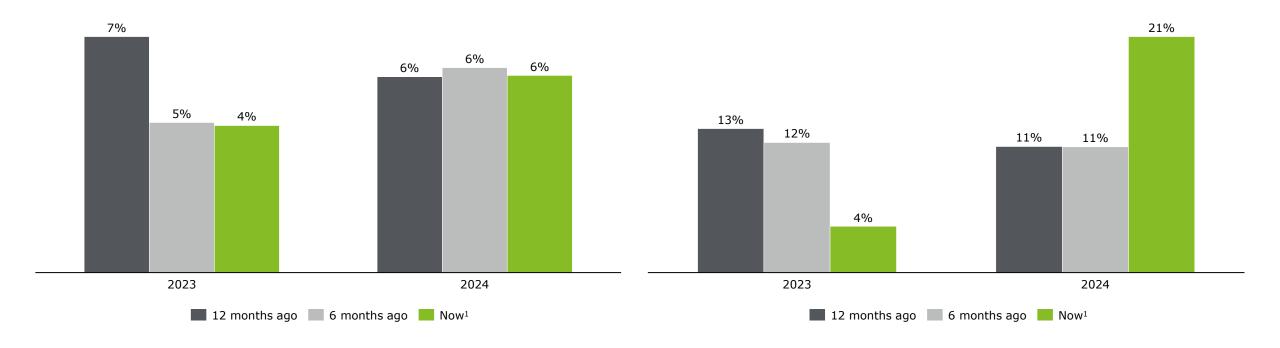
Analysts reduced EBIT growth expectations for 2023 during 2022, but expect recovery in 2024

Net sales - Annual growth expectations

Analysts expected higher growth in 2023 net sales one year ago than now, however growth expectations for 2024 have remained relatively steady despite increased inflation, indicating volume decline or low-cost alternatives

EBIT - Annual growth expectations

Analysts expected higher EBIT growth for 2023 twelve months ago than now. EBIT growth expectations for 2024 have increased, indicating that the overall growth for the two-year period (2023-2024) remains relatively unchanged. Increased growth expectation in 2024 EBIT while net sales expectations remains stable, indicate that EBIT growth will be driven by cost initiatives



The numbers above are analysts' annual median growth expectations to the companies in the Deloitte Nordic Consumer Index for 2023 and 2024, now versus what they expected 6 and 12 months ago.



4. Deloitte Nordic consumer team & credentials

Deloitte is an experienced M&A advisor in the Nordic consumer market



Other credentials

Selected Deloitte Nordic Consumer M&A deal credentials













































Case study: Deloitte acted as exclusive adviser in the sale of The Army Painter to CataCap

Successful sale of The Army Painter: Fall 2022 process with closing in January 2023

e Army Painte

- The Army Painter is a leading paint and accessories brand for the wargaming hobby industry
 tabletop warfare games centered around self-painted miniature figures
- The Army Painter was founded in 2007 by two leading wargaming experts, Bo Penstoft and Jonas Færing, with combined +50 years of industry experience, including +10 years of employment each at Games Workshop, the brand owner of the world's leading wargames
- By 2022, the founding team had successfully developed the company into the leading independent brand globally for paint and accessories for the wargaming industry

 With the ambition to accelerate the growth journey and further scale the business in core and new markets, founder Bo Penstoft, decided to explore a potential sale of the company

- Deloitte Corporate Finance was appointed as exclusive financial adviser to The Army Painter in the sales process, which led to CataCap acquiring a majority stake of 60% in The Army Painter – fulfilling Bo Penstoft's wish of maintaining a significant minority stake
- In a market with relative low consumer sentiment, Deloitte Corporate Finance successfully conducted a highly competitive process with involvement of both financial and strategic investors

Seller

Bo Penstoft and family

The founder of The Army Painter Target

ARMY PAINTER

Niche hobby consumables (paint & accessories) for the wargaming industry Acquirer

CATACAP

Financial investor

"We have been thoroughly impressed by CataCap's knowledge of the wargaming hobby industry and the underlying dynamics affecting the industry. More importantly, however, we appreciate CataCap's deep understanding of The Army Painter as a company, including the values and culture that underpin our day-to-day work and the opportunities that lie ahead. We look forward to partnering with CataCap and embarking on the next chapter of The Army Painter's growth journey"

Bo Penstoft, CEO and Founder of The Army Painter



"The Army Painter has been on an incredible growth trajectory since being founded in 2007. We are impressed by the company's strong understanding of its end-customers' needs and its ability to continually develop products that cater to these needs. The wargaming hobby industry is a particularly attractive niche where we see strong underlying growth driven by passionate and dedicated gamers. The Army Painter is uniquely positioned to realize the growth potential and we are looking forward to contributing in strengthening the company's position on the market"

Jens Hahn-Petersen, Partner at CataCap

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Further insights into market trends can be found in other Deloitte publications







Global State of the Consumer Tracker

Global State of the Consumer Tracker

The Deloitte Consumer
Industry Center has been
tracking consumer
sentiments by country,
providing a compact view of
timely data and trends,
highlighting evolving trends
such as consumer anxiety,
net spending intent and
consumption patterns

Explore Deloitte's dashboard

Deloitte.



Retail Trends 2023

Retail Trends 2023

Key trends within retail for 2023; Despite economic downturns, several positive factors such as artificial intelligence (AI), the transition to renewable energy and greater demand for physical stores, provide new opportunities for retail to develop business in the years ahead

Download the report



M&A Sector Report Consumer Nordics H1-2022

Frequent updates with recent M&A transactions, analyses and insights into key industry trends across the Nordics

Download the report



Digital Consumer Trends

A dive into the digital consumer and the online customer experience. We explore streaming habits, changing ways of getting news, new tech gadgets and more. It also includes four spotlights on Scandinavian industry trends in Retail, Telecom, Public and Financial Services

Download the report



Global Powers of Retailing

The pandemic was the catalyst for change as luxury goods companies adopted new paradigms of value creation. These paradigms include incorporating sustainability and digitalization into their strategies, to align with consumers' and regulatory demands

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i loopen - Podcast

In this episode of Deloitte weekly podcast, Elisabeth Marie Myhre, CEO of Foodora, and Britt Myrset, Consumer Lead for Deloitte Norway, discuss how our shopping habits have changed, and the impact of instant gratification

Listen to the podcast





Consumer index descriptions



Index name	Description
Deloitte Nordic Consumer Index	Comprises of 75 listed Nordic consumer companies with the aim of capturing the Nordic consumer market
MSCI Nordic Countries Index	Captures large and mid cap representation across four Developed Markets countries: Norway, Denmark, Sweden and Finland
S&P Consumer Staples 30	Comprises companies included in the S&P 500 that are classified as members of the GICS® consumer staples sector
S&P Consumer Discretionary 25	Comprises companies included in the S&P 500 that are classified as members of the GICS® consumer discretionary sector

Sources: S&P Capital IQ; Deloitte



Deloitte Nordic Consumer Index consists of 75 listed companies divided into 12 sub-sectors

Deloitte Nordic Consumer Index companies and categorisation

Sub-sector	Company	eComm (Y/N)	Sub-sector	Company	eComm (Y/N
Alcohol & Tobacco	Anora Group Oyj		Food & Grocery	Fodelia Oyj	
Alcohol & Tobacco	Carlsberg A/S		Food & Grocery	HKScan Oyj	
Alcohol & Tobacco	Mackmyra Svensk Whisky AB (publ)		Food & Grocery	LMK Group AB (publ)	
Alcohol & Tobacco	Olvi Oyj		Food & Grocery	Orkla ASA	
Alcohol & Tobacco	Royal Unibrew A/S		Food & Grocery	Raisio plc	
Alcohol & Tobacco	Scandinavian Tobacco Group A/S		Food & Grocery	AAK AB (publ.)	
Automotive & Transport	Bilia AB (publ)		Healthcare products	Midsona AB (publ)	
Automotive & Transport	GreenMobility A/S		Healthcare products	Nosium AB (publ)	
Automotive & Transport	Kamux Oyj		Healthcare products	Suominen Oyj	
Automotive & Transport	Nimbus Group AB (Publ)		Healthcare products	Swedencare AB (publ)	
Casino & Gaming	Acroud AB (publ)		Home & Furniture	BHG Group AB (publ)	eComm
Casino & Gaming	Betsson AB		Home & Furniture	Duni AB (publ)	
Casino & Gaming	Evolution AB (publ)		Home & Furniture	Fiskars Oyj Abp	
Casino & Gaming	Fantasma Games AB (publ)		Home & Furniture	Harvia Oyj	
Casino & Gaming	G5 Entertainment AB (publ)		Home & Furniture	Husqvarna AB (publ)	
Casino & Gaming	Game Chest Group AB (publ)		Home & Furniture	Martela Oyj	
Casino & Gaming	Paradox Interactive AB (publ)		Home & Furniture	Nobia AB (publ)	
Casino & Gaming	Thunderful Group AB		Home & Furniture	Orthex Oyj	
Clothing & Apparel	Bambuser AB (publ)		Home & Furniture	Rugvista Group AB (publ)	
Clothing & Apparel	Björn Borg AB (publ)		Leisure & Hospitality	Canopy Holdings AS	
Clothing & Apparel	Boozt AB (publ)	eComm	Leisure & Hospitality	NoHo Partners Oyj	
Clothing & Apparel	H & M Hennes & Mauritz AB (publ)		Leisure & Hospitality	Sats ASA	
Clothing & Apparel	Marimekko Oyj		Leisure & Hospitality	Scandic Hotels Group AB (publ)	
Clothing & Apparel	Pierce Group AB (publ)	eComm	Leisure & Hospitality	SkiStar AB (publ)	
Clothing & Apparel	RVRC Holding AB (publ)		Other retail	Byggmax Group AB (publ)	
Clothing & Apparel	Stockmann Oyj Abp		Other retail	Clas Ohlson AB (publ)	
Cosmetics & Luxury	Lyko Group AB (publ)		Other retail	Europris ASA	
Cosmetics & Luxury	Matas A/S		Other retail	Kesko Oyj	
Cosmetics & Luxury	Pandora A/S		Other retail	Kid ASA	
Electronic equipment	AB Electrolux (publ)		Other retail	Musti Group Oyj	
Electronic equipment	Bang & Olufsen a/s		Other retail	New Wave Group AB (publ)	
Electronic equipment	Elon AB (publ)		Other retail	Puuilo Oyj	
Electronic equipment	Komplett ASA	eComm	Other retail	Re:NewCell AB (publ)	
lectronic equipment	Verkkokauppa.com Oyj eComm		Other retail	Spinnova Oyj	
Electronic equipment	Xplora Technologies AS		Other retail	Thule Group AB (publ)	
Food & Grocery	Apetit Oyj		Other retail	Tokmanni Group Oyj	
Food & Grocery	Atria Oyj		Other retail	XXL ASA	
Food & Grocery	Axfood AB (publ)				

Sources: S&P Capital IQ; Deloitte

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