

"We see the sustainability trend also gaining ground in the TIC market, as consolidators seek to add energy transition-related TIC services by acquiring niche players from this part of the industry."

ARJEN KOSTELIJK

MARKET SUMMARY

State of play

An assessment of the latest events and trends in the global TIC market, and the outlook going forward.

KEY TRANSACTIONS

Success stories

We look at recent TIC-related deals closed in a range of sectors around the world.

03



Need to know

A snapshot of current trading multiples for listed TIC companies and historical valuations.





In recent years, the global TIC market has been extremely popular with private equity investors, thanks to attractive market fundamentals that include the enforcement of legislation, the recurring nature of services, and high margins. Historically, strategic and private equity buyers were almost evenly distributed within this sector. However, as of May 2022, the LTM M&A activity of private equity investors in the global TIC market had increased, and now approximately 65% of all TIC deals involve private equity.

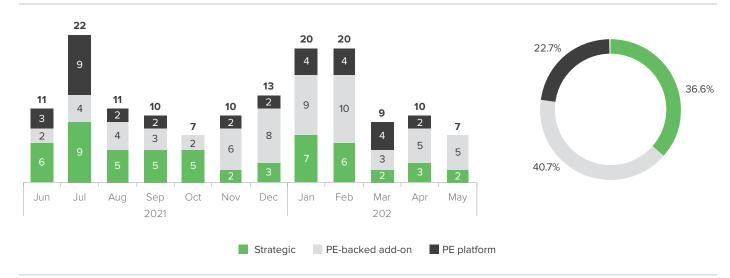
Although the global TIC market is still seeing considerable M&A activity,

the valuation of listed TIC companies decreased at the beginning of 2022. The decrease in valuation is primarily driven by macroeconomic conditions, and is highly correlated with global financial markets.

The TIC market for energy transition-related services is emerging due to the rapid increase in and tightening of enforcing laws and regulations as a result of climate objectives and growing social awareness. However, the TIC market for energy transition-related services is still highly fragmented, providing ample opportunities for further consolidation in the coming years.

Three examples of transactions driven by the sustainability trend are: the acquisition of Invent, a Netherlandsbased provider of testing, inspection and certification services for the energy optimization and building safety industries, by CAG Groep; the acquisition of Asset Plus Energy Performance, a UK-based provider of energy reduction and zero-carbon generation measures, by Johnson Controls International; and the acquisition of Stroma, a UK-based provider of regulatory-driven compliance services and software applications for the energy, construction and operational efficiency industries, by Phenna Group.

Monthly number of deals in the TIC sector in LTM as of May 2022, split by buyer type



Source: Oaklins analysis

Overview of relevant transactions

Below is a roundup of TIC-related deals from between December 2021 and May 2022

1. FOOD AND ENVIRONMENTAL

- In May 2022, Normec Group, a
 Netherlands-based provider of testing, inspection and certification services for the food, life safety and environmental industries, acquired Micro-Smedt, a
 Belgium-based provider of food testing services, for an undisclosed amount
- In April 2022, Kiwa, a Netherlands-based provider of testing, inspection and certification services for the water, energy, construction, infrastructure, automotive and transport, agriculture, feed and food safety and security, healthcare and environmental industries, acquired C&D Certified, an Ecuador-based provider of certification services for the food industry, for an undisclosed amount
- In February 2022, Eurofins Scientific, a Luxembourg-based provider of testing, inspection and certification services for the food, environmental and pharmaceutical industries, acquired the asbestos division of Sansidor, a Netherlands-based provider of testing, inspection and certification services for a wide range of industries, for an undisclosed amount
- In February 2022, Cawood Scientific, a UK-based provider of analytical laboratory testing services for the agricultural, food and environmental industries, acquired IAS Laboratories, a Ireland-based provider of water, soil, crop tissue, silage, sludge and effluent services for the agricultural and environmental industries, for an undisclosed amount
- In February 2022, Grupo SASTI, a
 Spain-based provider of specialized
 hygiene services for industrial clients
 and the rehabilitation, maintenance
 and care of sewage systems, acquired
 Ezsa, a Spain-based provider of pest
 control and environmental health

- services, for a consideration of US\$13 million
- In February 2022, Grupo SASTI, a
 Spain-based provider of specialized
 hygiene services for industrial clients
 and the rehabilitation, maintenance
 and care of sewage systems, acquired
 Athisa, a Spain-based provider of
 environmental health and animal
 protection services, for an undisclosed
 amount
- In February 2022, Eurofins Scientific, a Luxembourg-based provider of testing, inspection and certification services for the food, environmental and pharmaceutical industries, acquired SPW Analytical, an Australia-based provider of soil, plant and water analysis and testing services, for a consideration of US\$8 million
- In February 2022, Norconsult,

 a Norway-based provider of
 interdisciplinary engineering and
 design consultancy services, acquired

 Jord Miljo, a Norway-based provider of soil and environmental survey services for the building and construction industry, for an undisclosed amount
- In January 2022, EnCap Investments, a US-based private equity firm, acquired Encino Environmental Services, a US-based provider of emission performance testing and monitoring services, for an undisclosed amount
- In January 2022, RMA Group of
 Companies, a US-based provider of
 technology-enabled laboratory testing,
 inspection and quality management
 services for critical infrastructure
 end markets, acquired Western
 Technologies, a US-based provider of
 environmental, geotechnical, material
 testing and nondestructive testing
 services, for an undisclosed amount
- In January 2022, Socotec, a France-based provider of testing,

- inspection and certification services for the construction, infrastructure and environmental industries, acquired **Inpijn Blokpoel**, a Netherlands-based provider of geotechnical, geophysical and environmental services for the infrastructure and construction industries, for an undisclosed amount
- In January 2022, SPL, a US-based provider of hydrocarbon measurement, analysis and reporting services for the oil and gas production and transport industries, acquired Oxidor Laboratories, a US-based provider of full-service analytical testing services, for an undisclosed amount
- In January 2022, Cotecna Inspection, a Switzerland-based provider of testing, inspection, trade security and certification services, acquired ECS Eurocargo Services, a Denmark-based provider of certification services for grains, oil seeds and feedstuffs, for an undisclosed amount
- In December 2021, Pace Analytical Services, a US-based provider of environmental and life sciences testing services, acquired PDC Laboratories, a US-based provider of environmental testing services, for an undisclosed amount
- In December 2021, ArchiMed,
 a France-based private equity
 firm, acquired Groupe Carso, a
 France-based provider of analytical
 services for the food, environmental,
 energy, forensics, building safety
 and healthcare industries, for an
 undisclosed amount
- In December 2021, Alliance Technical
 Group, a US-based provider of source
 testing, emissions monitoring and
 analytical services, acquired Interpoll
 Laboratories, a US-based provider of
 stack testing and analytical services
 for the environmental industry, for an
 undisclosed amount

 In December 2021, Alliance Technical Group, a US-based provider of source testing, emissions monitoring and analytical services, acquired Ace Environmental Consultants, a US-based provider of stack testing and environmental consultancy services, for an undisclosed amount

2. BUILDING, INDUSTRIAL AND PRODUCTS

- In May 2022, CAG Groep, a
 Netherlands-based provider of testing, inspection and certification services for the water safety, energy optimization and building safety industries, acquired Invent, a Netherlands-based provider of testing, inspection and certification services for the energy optimization and building safety industries, for an undisclosed amount
- In May 2022, Kiwa, a Netherlands-based provider of testing, inspection and certification services for the water, energy, construction, infrastructure, automotive and transport, agriculture, feed and food safety and security, healthcare and environmental industries, acquired PI Berlin, a Germany-based provider of quality assurance, risk management and technical advisory services for PV plants and equipment, for an undisclosed amount
- In May 2022, NMi Certin, a
 Netherlands-based provider of testing, certification, verification and training services for the metrology industry, acquired Chamois Metrology, a
 UK-based provider of pressure, electrical, mass, dimensional and temperature calibration services and equipment, for an undisclosed amount
- In May 2022, Johnson Controls
 International, an Ireland-based manufacturer of building products and systems, including residential and commercial HVAC equipment, security systems and fire detection systems, acquired Asset Plus
 Energy Performance, a UK-based provider of energy reduction and zero-carbon generation measures, for an undisclosed amount

- In May 2022, Construction Testing
 Solutions, a UK-based provider of
 on-site and laboratory industrial testing
 services, acquired GT Certification,
 a UK-based provider of construction
 material testing and torque and force
 calibration services, for an undisclosed
 amount
- In April 2022, Spolargruppen
 Holding, a Sweden-based provider
 of wastewater and drainage
 maintenance services, acquired
 021 Fastighetsteknik, a
 Sweden-based provider of pipe
 relining and inspection services, for
 an undisclosed amount
- In April 2022, Phenna Group, a
 UK-based provider of testing,
 inspection, certification and
 compliance services for a wide
 range of industries, acquired NAPIT
 Registration, a UK-based provider of
 inspection, certification, registration,
 risk management and training services
 for the building and fabric industries,
 for an undisclosed amount
- In April 2022, CAG Groep, a
 Netherlands-based provider of testing, inspection and certification services for the water safety, energy optimization and building safety industries, acquired WAN, a Netherlands-based provider of testing, inspection and certification services for the energy optimization and building safety industries, for an undisclosed amount
- In April 2022, IK Partners, a UK-based private equity firm, acquired Batisante, a France-based provider of health and safety inspection and maintenance services for multi-unit residential buildings, for an undisclosed consideration
- In April 2022, Sansidor, a
 Netherlands-based provider of testing, inspection and certification services for a wide range of industries, acquired
 Xigna, a Netherlands-based provider of testing, inspection and certification services focusing on drinking water, pool water and process water, for an undisclosed amount
- In April 2022, Sentinel Capital
 Partners, a US-based private equity firm, acquired SPL, a US-based provider of hydrocarbon measurement,

- analysis and reporting services for the oil and gas production and transport industries, for an undisclosed amount
- In April 2022, **Sansidor**, a
 Netherlands-based provider of
 testing, inspection and certification
 services for a wide range of industries,
 acquired **Inspectie Groep Nederland**,
 a Netherlands-based provider of
 technical inspection services of
 electrical installations and resources,
 for an undisclosed amount
- In March 2022, Mr. Marine, a
 Netherlands-based provider of inspection, certification and repair services regarding marine elevators, acquired I&C Services, a
 Netherlands-based provider of testing, certification and repair services for a wide range of maritime equipment, for an undisclosed amount
- In March 2022, Arcus Infrastructure
 Partners, a UK-based private equity
 firm, acquired Opus Bilprovning, a
 provider of vehicle inspection services,
 for an undisclosed amount
- In March 2022, Société de Mécanique et de Robinetterie Industrielle, a France-based provider of industrial maintenance services, acquired Service Industrie Marine, a France-based provider of certification and maintenance services for all types of equipment using pressurized gases, for an undisclosed amount
- In March 2022, Qlip, a
 Netherlands-based provider of testing, inspection and certification services for the dairy industry, acquired Bactoforce International, a Denmark-based provider of on-site inspection services of processing equipment, for an undisclosed amount
- In March 2022, Sansidor, a
 Netherlands-based provider of testing, inspection and certification services for a wide range of industries, acquired Rever Brandbeveiliging, a Netherlands-based provider of fire safety inspection, repair and maintenance services, for an undisclosed amount
- In March 2022, SGS, a Switzerlandbased provider of auditing, testing, certification, quality assurance, technical consultancy and training

- services, acquired **Gas Analysis Services**, an Ireland-based provider of gas instrumentation measurement and calibration testing services for the semi-conductor, food and beverage, and pharmaceutical industries, for an undisclosed amount
- In February 2022, Phenna Group,
 a UK-based provider of testing,
 inspection, certification and
 compliance services for a wide
 range of industries, acquired
 Stroma, a UK-based provider of
 regulatory-driven compliance
 services and software applications
 for the energy, construction and
 operational efficiency industries, for an
 undisclosed amount
- In February 2022, Kiwa, a
 Netherlands-based provider of testing, inspection and certification services for the water, energy, construction, infrastructure, automotive and transport, agriculture, feed and food safety and security, healthcare and environmental industries, acquired ExTEL Energy, a Taiwan-based provider of inspection and performance evaluation services for PV plants and equipment, for an undisclosed amount
- In February 2022, RMA, a US-based provider of technology-enabled laboratory testing, inspection and quality management services for critical infrastructure end markets, acquired Coating Specialists & Inspection Services, a provider of coating inspection services, for an undisclosed amount
- In February 2022, Reach Subsea,

 a Norway-based provider of
 remotely operated underwater
 vehicles, engineering and consultancy,
 construction, installation, survey and
 pipeline inspection, maintenance
 and repair services for the oil
 industry, acquired iSURVEY Group, a

 Norway-based provider of survey and positioning, marine construction and seabed survey services for the global oil and gas industry, for a consideration of US\$12 million
- In February 2022, Performance
 Systems Integration, a US-based

- provider of fire and life safety services, acquired **Statcomm**, a US-based provider of fire and life safety inspection, repair and maintenance services, for an undisclosed amount
- In February 2022, Socotec, a
 France-based provider of testing, inspection and certification services for the construction, infrastructure and environmental industries, acquired

 BAC Engineering Consultancy Group, a Spain-based provider of engineering consultancy services for the civil engineering, building safety, quality control and geotechnics, energy and environmental industries, for an undisclosed amount
- In February 2022, Censo Energy Solutions, a Netherlands-based provider of energy administration, compliance and monitoring services, acquired TUMS, a Netherlands-based provider of electricity, gas, water, steam and heat measurement services, for an undisclosed amount
- In February 2022, Phenna Group,
 a UK-based provider of testing,
 inspection, certification and
 compliance services for a wide range
 of industries, acquired A-Star Testing
 & Inspection, a Singapore-based
 provider of inspection services for the
 marine industry, for an undisclosed
 amount
- In January 2022, Kiwa, a
 Netherlands-based provider of testing, inspection and certification services for the water, energy, construction, infrastructure, automotive and transport, agriculture, feed and food safety and security, healthcare and environmental industries, acquired RN Electronics, a UK-based provider of EMC and radio testing services, for an undisclosed amount
- In January 2022, Socotec, a
 France-based provider of testing, inspection and certification services for the construction, infrastructure and environmental industries, acquired

 Pfeifer, a Germany-based provider of construction consultancy services, for an undisclosed amount

- In January 2022, Socotec, a
 France-based provider of testing, inspection and certification services for the construction, infrastructure and environmental industries, acquired URBADS, a France-based provider of assistance and consultancy services for the urban planning industry, for an undisclosed amount
- In January 2022, Summit Companies, a US-based provider of fire protection services for commercial, industrial and large-scale residential applications, acquired Fire & Life Safety America, a US-based provider of design, fabrication, installation and inspection services for fire protection systems, for an undisclosed amount
- In January 2022, Temasek Holdings, a Singapore-based sovereign wealth fund, acquired Element Materials
 Technology Group, a UK-based provider of material testing, product qualification testing, failure analysis and consultancy services, for a consideration of US\$5.5 billion
- In January 2022, Transmation, a
 US-based provider of technology,
 design and manufacturing services
 of industrial-grade calibration tools,
 acquired Tangent Labs, a US based firm that provides in-house
 and on-site calibration services for
 the life sciences, aerospace and
 other regulated industries, for a
 consideration of US\$7 million
- In December 2021, CAG Groep, a
 Netherlands-based provider of testing, inspection and certification services for the water safety, energy optimization and building safety industries, acquired Het Inspectiehuis, a Netherlands-based provider of testing, inspection and certification services for the energy optimization and building safety industries, for an undisclosed amount
- In December 2021, Batisante, a
 France-based provider of health and safety inspection and maintenance services for multi-unit residential buildings, acquired Bouvier Sécurité Incendie, a France-based provider of fire safety inspection, repair and maintenance services, for an undisclosed amount

In December 2021, Kiwa, a Netherlands-based provider of testing, inspection and certification services for the water, energy, construction, infrastructure, automotive and transport, agriculture, feed and food safety and security, healthcare and environmental industries, acquired Vincotte, a Belgium-based provider of certification, conformity assessment, advice and training services for the food, energy and chemical industries, for an undisclosed amount

3. HEALTHCARE

- In May 2022, Eurofins Scientific, a Luxembourg-based provider of testing, inspection and certification services for the food, environmental and pharmaceutical industries, acquired PAMM Laboratory, a Netherlands-based provider of pathology testing services, for an undisclosed amount
- In April 2022, Fulgent Genetics, a
 US-based provider of genetic testing
 services for physicians, acquired
 Inform Diagnostics, a US-based
 provider of subspecialty anatomic
 pathology services, for a consideration
 of US\$146 million
- In April 2022, Castle Biosciences, a
 US-based provider of diagnostic and
 prognostic testing solutions for various
 types of cancers, acquired AltheaDx,
 a US-based provider of molecular
 diagnostics PGx testing services, for a
 consideration of US\$116 million
- In March 2022, PrivaPath Diagnostics, a US-based provider of medical health self-testing kits, acquired Veritas
 Genetics International, a US-based provider of genetic testing services, for a consideration of US\$90 million
- In March 2022, Cobepa, a
 Belgium-based private equity firm,
 acquired Reaction Biology, a US-based
 provider of clinical laboratory testing
 services, for an undisclosed amount
- In March 2022, Sourcebio
 International, a UK-based provider of diagnostics and genetic analysis services and products for the healthcare and life sciences industries, acquired LDPath, a UK-based provider of pathology testing services, for a consideration of US\$37 million

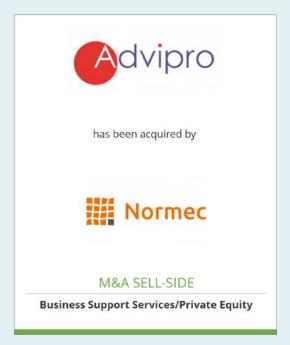
- In February 2022, Potomac Equity Partners, a US-based private equity investment firm, acquired U.S. Mobile Health Exams, a US-based provider of occupational health tests and health screenings, for an undisclosed amount
- In February 2022, Laboratory
 Corporation of America, a
 US-based provider of diagnostic, drug development and technology-enabled services, acquired Ascension Health, a US-based provider of laboratory services, for a consideration of US\$449 million
- In February 2022, Cerba HealthCare, a France-based provider of clinical pathology laboratory services, acquired Yourlab, a France-based provider of clinical pathology services, for an undisclosed amount
- In February 2022, KCAS Bioanalytical and Biomarker Services, a US-based provider of GLP-compliant bioanalytical and biomarker development testing services for the biotech, pharmaceutical and animal health industries, acquired FlowMetric, a US-based provider of flow cytometry and cellular assays research and development services, for an undisclosed amount
- In February 2022, Limerston Capital Partners, a UK-based private equity firm, acquired Wickham Laboratories, a UK-based provider of contract testing laboratory services, for an undisclosed amount
- In January 2022, Marlowe, a UK-based provider of safety and regulatory compliance software and services, acquired Working On Wellbeing, a UK-based provider of occupational health and wellbeing services, for a consideration of US\$143 million
- In January 2022, Casdin Capital, a
 US-based private equity firm, acquired
 Xcell Biosciences, a US-based
 provider of protein analysis services
 and engineering technology platform,
 for a consideration of US\$21 million
- In January 2022, Quest Diagnostics, a US-based provider of diagnostic testing information services, acquired Pack Health, a US-based digital health coaching company that helps people with chronic conditions, for a consideration of US\$97 million

- In January 2022, Sema4, a US-based provider of clinical genomic testing services, acquired GeneDx, a US-based provider of genetic testing laboratory services, for a consideration of US\$369 million
- In January 2022, Leonard Green
 & Partners, a US-based private
 equity firm, acquired Pace Analytical
 Services, a US-based provider of
 environmental and life sciences testing
 services, for an undisclosed amount
- In January 2022, SQI Diagnostics,
 a Canada-based manufacturer of
 proprietary technology regarding
 multiplexing, miniaturization and
 automation for the healthcare industry,
 acquired Precision Biomonitoring,
 a Canada-based provider of COVID-19
 testing services and TripleLock
 molecular diagnostic testing
 technology, for a consideration of
 US\$5 million
- In January 2022, Inotiv, a US-based provider of nonclinical and analytical contract research services, acquired Integrated Laboratory Systems, a US-based provider of preclinical toxicology services and product safety testing, for a consideration of US\$41 million
- In January 2022, IQVIA, a US-based provider of biopharmaceutical development and commercial outsourcing services, acquired Nexelis, a Canada-based provider of clinical immunology laboratory services for biologic drug development, for an undisclosed amount
- In January 2022, a consortium
 of investors led by T. Rowe Price
 Associates, a US-based private
 equity firm, acquired Color Genomics,
 a US-based provider of genetic
 testing services and related platform
 for the medical management and
 personalized care industries, for a
 consideration of US\$131 million
- In December 2021, Laboratory
 Corporation of America, a
 US-based provider of diagnostic, drug development and technology-enabled services, acquired Personal Genome
 Diagnostics, a US-based provider of genetic analyses for the diagnosis of IDH1/IDH2 mutations in brain gliomas, acute myelogenous leukemia and other cancers, for an undisclosed amount

- In December 2021, Quidel, a US-based provider of rapid diagnostic services at the point of care in infectious diseases and reproductive health, acquired Ortho Clinical Diagnostics, a US-based provider of blood screening and diagnostic testing services, for a consideration of US\$5.2 billion
- In December 2021, Cerba HealthCare, a France-based provider of clinical pathology laboratory services, acquired Viroclinics Biosciences, a Netherlands-based provider of nonclinical and clinical services for
- the global virology therapeutics and vaccine development industries, for a consideration of US\$575 million
- In December 2021, Eurofins Scientific, a Luxembourg-based provider of testing, inspection and certification services for the food, environmental and pharmaceutical industries, acquired GeneticLab, a Japan-based provider of genetic function data, for a consideration of US\$22 million
- In December 2021, SGS, a Switzerland-based provider of auditing, testing, certification, quality assurance,
- technical consultancy and training services, acquired **Quay Pharma**, a UK-based provider of innovative formulation research and development services for the biopharmaceutical industry, for an undisclosed amount
- In December 2021, A.P. Møller,

 a Denmark-based principal
 investment firm, acquired Unilabs,
 a Switzerland-based provider of diagnostic, laboratory medicine and radiology services, for an undisclosed amount

Case study



Advipro has been acquired by Normec

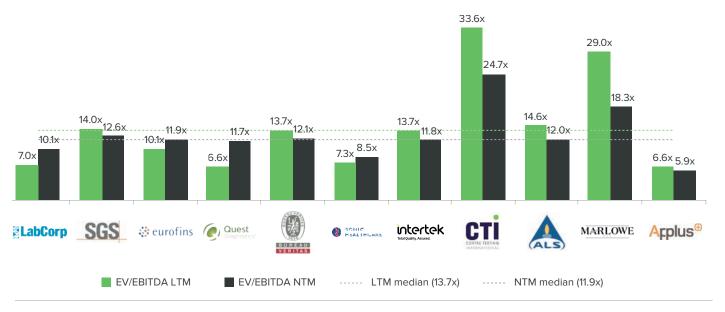
Advipro is a leading Belgium-based engineering and consulting service provider focused on good practice quality guidelines and regulations (GxP) in the life sciences industry.

Normec is the holding company of the Normec Group. Normec is active in the field of testing, inspecting, certification and compliance (TICC), mainly in the Netherlands, Belgium and Germany. It assesses and supports the quality and safety of materials, systems and products by conducting independent audits, tests and inspections based on accredited methods. As an independent organization, its work includes taking care of the quality and safety of its clients' materials, systems and products. With intelligent, thorough and independent research and reporting, Normec combines professional expertise with excellent IT-driven services to provide value-added services. In doing so, Normec ensures the sustainable improvement of companies and institutions. The company operates in the life safety and environment, and food and agriculture segments.

Oaklins' team in Belgium acted as lead advisor to the shareholders of Advipro in the preparation and execution of the sale process, as well as the the approach to and parallel negotiations with potential buyers, and assisted them until closing. The approach to potential buyers around the globe was supported by local Oaklins teams, which managed to increase competition in the sales process by obtaining competing offers for the company. Oaklins' business support services specialist team in the Netherlands provided assistance with the transaction.

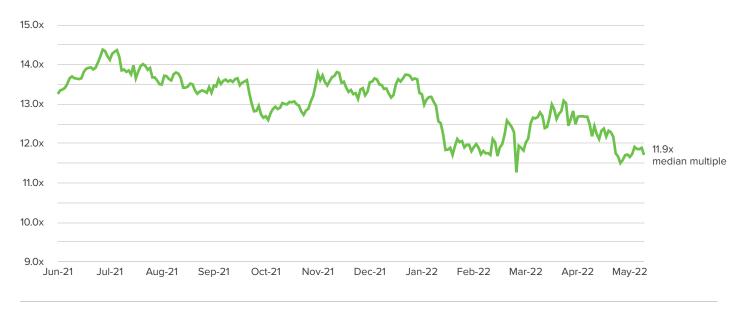
Market multiples and valuation trends

CURRENT TRADING MULTIPLES (EV/EBITDA) OF LISTED TIC COMPANIES



Source: Capital IQ, as at 31 May 2022

HISTORICAL VALUATIONS (EV/EBITDA NTM)



Source: Capital IQ, as at 31 May 2022

Deep local roots, global commitment

Oaklins brings you opportunities from across the world and we meet you with our expertise wherever you are

OAKLINS OFFERS A COMPREHENSIVE RANGE OF SERVICES

- M&A advisory (buy- and sell-side)
- Growth equity and equity capital markets advisory
- Debt advisory
- Corporate finance services

Testing, Inspection & Certification (TIC) is one of our focus areas. Combining comprehensive sector knowledge with global execution has led Oaklins to become one of the most experienced M&A advisors in the TIC sector, with a large network of relevant market players worldwide. This results in the best possible merger, acquisition and divestment opportunities for TIC companies.

If mergers, acquisitions, or divestitures of businesses or business units are part of your strategy, we would welcome the opportunity to exchange ideas with you.



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Arjen leads Oaklins' testing, inspection & certification (TIC) team. He is also a partner at Oaklins Netherlands. Arjen has advised multiple clients in the TIC sector, including on the sale of Kalsbeek to Normec, the sale of Insite Security and Omegam to Eurofins, the sale of KOAC-NPC to Kiwa, the disposal of Norkjemi to Shield Group International, the sale of Dansk Bygningsanalyse to Shield Group International, and the sale of Xendo Drug Development to QPS. He has also established high-level contacts with market consolidators, such as Bureau Veritas, SGS, Eurofins, Normec, Applus and Kiwa.

United by a strong belief that we can achieve the extraordinary. Oaklins is a global team of 850+ financial advisory professionals in 45 countries providing M&A, growth equity, ECM, debt advisory and corporate finance services to support entrepreneurs, corporates and investors in reaching their goals.



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