04



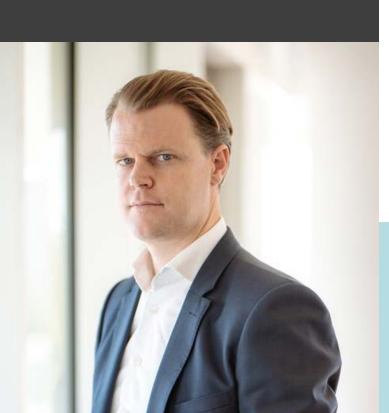
"Increasing share prices for listed TIC companies since October 2022 and PEs on the lookout for resilient, bankable companies have resulted in high M&A activity in the sector."

ARJEN KOSTELIJK

MARKET SUMMARY

Recent events

While economic headwinds remain strong around the world, the TIC market is stable and businesses in the sector continue to be appealing for many investors.



M&A TRANSACTIONS

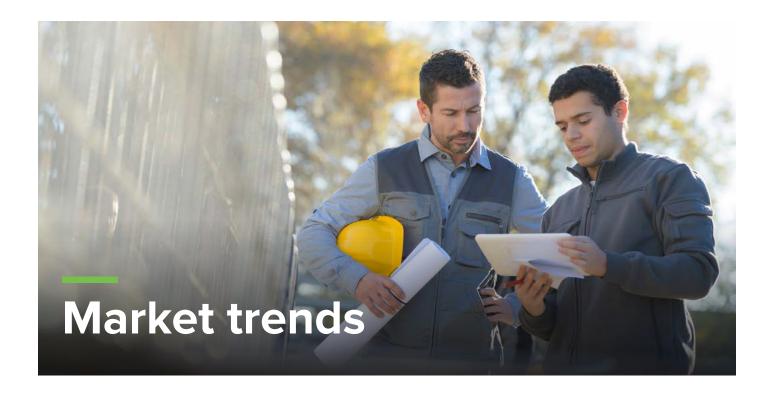
Deal overview

We summarize the various transactions involving TIC companies that have happened at a global scale in the past few months.

CASE STUDY

A story of success

Oaklins Evelyn Partners, based in the UK, were financial advisors to Indepth Hygiene Services for its sale to Premier Technical Services Group.



Although macroeconomic uncertainties persist, M&A activity in the global TIC market remains stable and the valuation levels of listed TIC companies appear to be steadily rising again.

Over the past years, the global TIC market has been extremely popular among private equity and strategic investors, resulting in strong M&A activity and high valuation levels. Although this market has recently been hit by macroeconomic developments, the impact has been relatively low compared to other industries, and private equity and strategic investors have continued to show significant interest in the sector. As of February, the distribution of LTM M&A activity between private equity (backed) and strategic buyers remained constant — approximately 70% of all TIC deals involved private equity on the buy-side.

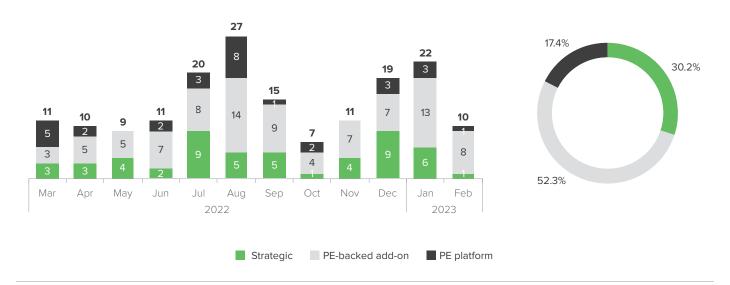
Despite seeing considerable M&A activity at the beginning of 2022, the valuations of listed TIC companies notably decreased up until the end of the third quarter of the year. This reduction was primarily driven by macroeconomic uncertainties as

a result of the Ukrainian war, which led to drastically increasing inflation and rising interest rates, and was highly correlated with global financial markets. However, since the last quarter of 2022, the valuation levels of listed TIC companies have been steadily increasing.

While we have recently seen a lot of M&A activity in emerging TIC markets, such as software and security testing and energy optimization, we have also witnessed a remarkable number of TIC transactions in the building control and construction industry. Due to the regulatory nature of TIC services in this particular industry, it is traditionally considered to be a robust segment. Examples of recent transactions in the building control and construction industry include: the acquisition of Shore Engineering and Quadrant Building Control, UK-based providers of building regulation inspection services for the construction industry, by SOCOTEC Group; the acquisition of GeoTest and Northwest Geotechnical Consultants, US-based providers of geotechnical engineering, environmental consulting, construction inspection and construction materials testing services, by RMA; and the acquisition of Riportico Engenharia, a Portugal-based provider of inspection and engineering services for the infrastructure and civil construction industry, by Applus+.

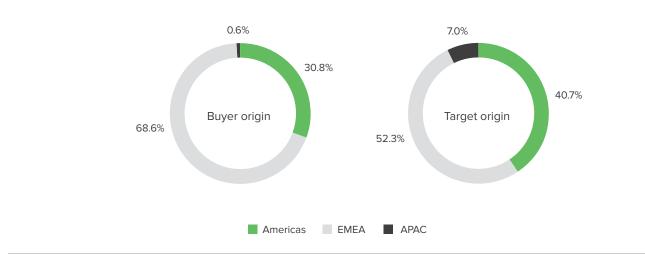
Another noteworthy TIC company is Trescal, a France-based provider of calibration, repair, qualification and validation services. In November 2022, EQT Infrastructure, a Sweden-based private equity firm, entered exclusive negotiations to acquire a majority stake in Trescal. EQT Infrastructure aims to support the continued development of Trescal and its pursuit of growth opportunities in current and new markets. Although the transaction has not yet been completed, Trescal has shown strong M&A activity during this same period and acquired four smaller companies in January 2023: Integrajaya Calibration Technologies, a Malaysia-based provider of electrical and temperature calibration and measurement services and equipment; ASG X-Technologies, an Australia-based provider of electrical calibration services and equipment; Delta P Monitoring Technology, an Ireland-based provider of cleanroom validation and HVAC maintenance services for the pharmaceutical, medical device, electronics and healthcare industries; and Nordic Service Group, a Denmark-based provider of medical and laboratory equipment testing, calibration and maintenance services for the healthcare industry.

Monthly number of deals in the TIC sector split by buyer type, in LTM to February 2023



Source: Oaklins analysis

Geographical distribution of buyers and targets, in LTM to February 2023



Source: Oaklins analysis

"Although approximately 70% of all TIC deals in LTM to February 2023 involve European buyers, M&A activity is geographically distributed across targets in the Americas, EMEA and APAC."

ARJEN KOSTELIJK

TIC SPECIALIST, OAKLINS

Overview of relevant transactions

Overview of relevant transactions between November 2022 and February 2023

1. FOOD AND ENVIRONMENTAL

- In February 2023, Apave Group,

 a France-based provider of testing,
 inspection, certification and
 compliance services for a wide range
 of industries, acquired Baltic Control,
 a Denmark-based provider of testing,
 inspection and certification services
 for the agricultural industry, for an
 undisclosed amount
- In January 2023, System One, a
 US-based provider of technical
 outsourcing solutions for the energy,
 oil and gas, renewable, engineering,
 information technology, commercial,
 legal and scientific industries,
 acquired RPG Resources, a US-based
 provider of environmental testing and
 inspection services for the oil and
 gas, renewable energy and telecom
 industries, for an undisclosed amount
- In January 2023, LRQA, a UK-based provider of assurance, inspection and cybersecurity services for a wide range of industries, acquired Sustainability Assurance Solutions, an Australia-based provider of sustainability auditing, consulting and training services to meet the demand for more transparent and technologyled ESG solutions for a wide range of industries, for an undisclosed amount
- In December 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, healthcare and environmental industries, acquired ASI, a US-based provider of safety and quality services for the food, dietary supplement and cannabis industries, for an undisclosed amount

2. BUILDING, INDUSTRIAL AND PRODUCTS

- In February 2023, RMA, a US-based provider of technology-enabled laboratory testing, inspection and quality management services for critical infrastructure end markets, acquired GeoTest, a US-based provider of geotechnical, environmental and building materials testing services, for an undisclosed amount
- In February 2023, Xenon Private
 Equity, a Luxembourg-based private
 equity firm, acquired Testing S.r.I., an
 Italy-based provider of testing services
 for the automotive, biomedical, railway
 and aeronautical industries, for an
 undisclosed amount
- In February 2023, Jensen Hughes,
 a US-based provider of fire protection,
 life safety engineering and consulting
 services for a wide range of
 industries, acquired Brandgruppen,
 a Denmark-based provider of fire
 protection engineering consulting
 services including building review
 and certification, for an undisclosed
 amount
- In February 2023, AmSpec Services, a US-based provider of testing, inspection and certification services for the oil, gas and petrochemical industries, acquired Independent Inspection Services, a Sweden-based provider of laboratory testing services for the energy and agricultural industries, for an undisclosed amount
- In February 2023, Premier Technical Services Group, a UK-based provider of facade access and fall arrest equipment, maintenance, inspection, testing, repair and installation services, acquired Indepth Hygiene Services, a UK-based provider of fire safety

- inspection and maintenance services, for an undisclosed amount
- In February 2023, Applus+, a
 Spain-based provider of testing, inspection, certification, engineering and consultancy services for a wide range of industries, acquired Riportico Engenharia, a Portugal-based provider of inspection and engineering services for the infrastructure and civil construction industry, for an undisclosed amount
- In February 2023, Flotilla Partners, a
 US-based provider of water treatment
 services for the residential, commercial
 and industrial sectors, acquired
 Land O' Lakes Water Treatment,
 a US-based provider of water testing
 and treatment services for residential
 buildings, for an undisclosed amount
- In February 2023, Phenna Group,

 a UK-based provider of testing,
 inspection, certification and
 compliance services for a wide range
 of industries, acquired PKI Solutions,
 a US-based provider of assurance,
 consulting and training services for
 the cybersecurity industry, for an
 undisclosed amount
- In January 2023, GI Partners, a
 US-based private equity firm, acquired
 Atlas Technical Consultants, a
 US-based provider of testing,
 inspection, engineering and consulting
 services for the construction industry,
 for a consideration of US\$1,018 million
- In January 2023, Opus Inspection,
 a US-based provider of vehicle and
 intelligent vehicle inspection programs
 for government agencies, acquired
 the vehicle inspection division of
 Applus+, a Spain-based provider
 of testing, inspection, certification,
 engineering and consultancy services
 for a wide range of industries, for an
 undisclosed amount

- In January 2023, ATIS Elevator
 Inspections, Liberty Elevator Experts
 and KJA Consultants merged with
 ATIS Ascenda Partners, a US-based
 provider of elevator and elevator
 consulting, inspection and compliance
 services, for an undisclosed amount
- In January 2023, SOCOTEC Group,

 a France-based provider of testing,
 inspection and certification services
 for the construction, infrastructure
 and environmental industries,
 acquired Quadrant Building Control,
 a UK-based provider of building
 regulation inspection services for
 the construction industry, for an
 undisclosed amount
- In January 2023, Infrastructure
 Renewal Services, a US-based
 provider of infrastructure solutions,
 acquired Insta-Pipe, a US-based
 provider of inspection, maintenance,
 cleaning and replacement of pipelines
 for the public and private sectors, for
 an undisclosed amount
- In January 2023, Crédit Agricole
 Group, a France-based private
 equity firm, acquired Hypérion
 Développement, a France-based
 provider of testing, inspection and
 certification services for the real estate
 industry, for an undisclosed amount

- In January 2023, AHK Group, a
 UK-based provider of testing,
 inspection and certification services
 focusing on metals and minerals,
 acquired ASMIN Industrial, a
 Chile-based provider of inspection,
 consultancy and analysis services for
 the global mining, metal and solid fuel
 industries, for an undisclosed amount
- In January 2023, Trescal, a
 France-based provider of calibration, repair, qualification and validation services for a wide range of industries, acquired Integrajaya Calibration

 Technologies, a Malaysia-based provider of electrical and temperature calibration and measurement services and equipment, for an undisclosed amount
- In January 2023, Trescal, a
 France-based provider of calibration, repair, qualification and validation services for a wide range of industries, acquired ASG X-Technologies, an Australia-based provider of instrument and electrical calibration services and equipment, for an undisclosed amount
- In January 2023, VINCI, a
 France-based provider of engineering, implementation and facility management services, acquired bgm
 Baugrundberatung, a Germany-based provider of soil and geology consulting services for the construction industry, for an undisclosed amount
- In January 2023, NetSPI, a US-based provider of enterprise security testing and attack surface management services, acquired nVisium, a US-based provider of software security testing, assurance and training

- services for a wide range of industries, for an undisclosed amount
- In January 2023, Universal
 Engineering Sciences, a
 US-based provider of engineering and construction consultancy services focusing on geotechnical engineering, construction materials testing and building code compliance, acquired Carmichael Engineering, a US-based provider of geotechnical, environmental and construction monitoring and testing services, for an undisclosed amount
- In December 2022, RMA, a US-based provider of technology-enabled laboratory testing, inspection and quality management services for critical infrastructure end markets, acquired Northwest Geotechnical Consultants, a US-based provider of geotechnical engineering, environmental consulting, construction inspection and construction materials testing services for the private and public sectors, for an undisclosed amount
- In December 2022, A-Katsastus,

 a Finland-based provider of vehicle inspection, vehicle registration and vehicle-related testing services, acquired K1 Katsastajat, a
 Finland-based provider of vehicle inspection services for the automotive industry, for an undisclosed amount
- In December 2022, EAB Group, a Finland-based private equity firm, acquired Bladefence, a Finlandbased provider of blade inspection, maintenance and repair services for wind turbines, for an undisclosed amount







- In December 2022, Duke's Root
 Control, a US-based provider of
 wastewater-focused inspection,
 diagnostic and remediation services,
 acquired Pipetek Infrastructure
 Services, a Canada-based provider
 of pipeline inspection, assessment,
 maintenance and repair services
 for sewer and gas markets, for an
 undisclosed amount
- In December 2022, CT Consultants, a US-based provider of architectural, planning and engineering services for the public and private sectors, acquired TTL Associates, a US-based provider of environmental, geotechnical engineering, industrial hygiene, materials testing and drilling services, for an undisclosed amount
- In December 2022, Eurofins
 Scientific, a Luxembourg-based provider of testing, inspection and certification services for the food, environmental and pharmaceutical industries, acquired TA Technology, a China-based provider of authentication and testing services for the telecommunication and electronic industries, for a consideration of US\$12 million
- In December 2022, Phenna
 Group, a UK-based provider of testing, inspection, certification and compliance services for a wide range of industries, acquired Maurice
 Johnson & Partners, an Ireland-based provider of compliance services including fire engineering, fire safety management and training services, for a consideration of US\$16 million
- In December 2022, Cotecna, a
 Switzerland-based provider of
 testing, inspection, trade security and
 certification services for a wide range
 of industries, acquired Geochem, an
 India-based provider of testing and
 inspection services focusing
 on consumer products, for an
 undisclosed amount
- In December 2022, CRW Consulting & Distribution, a UK-based provider of research and consulting services, acquired CCI Inspection Services, a US-based provider of quality assurance, inspection, engineering and consulting services for the energy industry, for an undisclosed amount

- In December 2022, ComVest
 Investment Partners, a US-based private equity firm, acquired Duke's Root Control, a US-based provider of wastewater-focused inspection, diagnostic and remediation services, for an undisclosed amount
- In December 2022, D&H United
 Fueling Solutions, a US-based
 provider of petroleum fueling and
 EV charging system equipment,
 installation and services, acquired
 Petroleum Service & Calibration, a
 US-based provider of underground
 storage tank compliance testing,
 inspection, meter calibration, water
 removal and site services, for an
 undisclosed amount
- In November 2022, Leslie's, a
 US-based provider of pool and spa
 supplies and related products and
 services, acquired Texsun Pool
 & Spa, a US-based provider of
 pool inspection, maintenance and
 renovation services, for an undisclosed
 amount
- In November 2022, Apave Group,
 a France-based provider of testing,
 inspection, certification and
 compliance services for a wide
 range of industries, acquired ABS
 Consulting, a US-based provider of
 engineering, safety and risk consulting
 services for the commercial, insurance,
 nuclear, defense, marine, offshore and
 renewable energy industries, for an
 undisclosed amount
- In November 2022, Cotecna, a
 Switzerland-based provider of
 testing, inspection, trade security and
 certification services for a wide range
 of industries, acquired Shenzhen
 Toby Technology, a China-based
 provider of testing services for
 electrical and electronic products,
 for an undisclosed amount
- In November 2022, SafetyCo Partners, a Canada-based provider of safety consulting, inspection and training services for the industrial, infrastructure, construction and education industries, acquired Safety Design Strategies, a Canada-based provider of safety consulting, inspection and safety training and rescue services for the construction industry, for an undisclosed amount

- In November 2022, Amtivo, a
 UK-based provider of accredited
 certification, training and
 technology-enabled services for the
 energy, environment and health and
 safety industries, acquired Advantage
 International Registrar, a US-based
 provider of auditing and certification
 services for the aerospace,
 environmental and medical device
 industries, for an undisclosed amount
- In November 2022, Veriforce, a
 US-based provider of integrated
 compliance, safety and training
 solutions, acquired CHAS, a
 UK-based provider of risk prevention,
 compliance and supply chain
 management services to the
 construction, education, facility
 management, manufacturing, transport
 and distribution industry, for an
 undisclosed amount

3. HEALTHCARE

- In February 2023, Wedgewood
 Pharmacy, a US-based provider of compounded preparation services for the veterinary industry, acquired
 Front Range Laboratories, a US-based provider of analytical, microbiological and product stability testing services for the pharmaceutical industry, for an undisclosed amount
- In January 2023, Technical Solutions
 Holdings, a US-based provider of
 testing, inspection, calibration and
 certification services for the industrial,
 environmental and life science
 industries, acquired Quality Systems
 Integration, a US-based provider of
 testing and certification services for
 the controlled biotechnology and
 pharmaceutical industries, for an
 undisclosed amount
- In January 2023, Technical Solutions
 Holdings, a US-based provider
 of testing, inspection, calibration
 and certification services for the
 industrial, environmental and life
 science industries, acquired Airtest,
 a US-based provider of testing and
 certification of cleanrooms to the life
 science and biotechnology industries,
 for an undisclosed amount

- In January 2023, Technical Solutions
 Holdings, a US-based provider of testing, inspection, calibration and certification services for the industrial, environmental and life science industries, acquired Northeast
 Medical Consulting, a US-based provider of medical gas testing and consulting services for the healthcare industry, for an undisclosed amount
- In January 2023, Unilabs, a
 Switzerland-based provider of
 laboratory medicine and radiology
 diagnostics services, acquired Proxilis,
 a Switzerland-based provider of
 medical laboratory services, for an
 undisclosed amount
- In January 2023, Trescal, a
 France-based provider of calibration,
 repair, qualification and validation
 services for a wide range of industries,
 acquired Delta P Monitoring
 Technology, an Ireland-based
 provider of cleanroom validation
 and HVAC maintenance services for
 the pharmaceutical, medical device,
 electronics and healthcare industries,
 for an undisclosed amount
- In January 2023, Trescal, a
 France-based provider of calibration, repair, qualification and validation services for a wide range of industries, acquired Nordic Service Group, a
 Denmark-based provider of medical and laboratory equipment testing, calibration and maintenance services for the healthcare industry, for an undisclosed amount
- In January 2023, Platform Partners, a
 US-based private equity firm, acquired
 Principle Health Systems, a US-based
 provider of laboratory testing and
 durable medical equipment services
 for the healthcare industry, for an
 undisclosed amount
- In December 2022, Cerba HealthCare, a France-based provider of clinical pathology laboratory services, acquired Biochimico Laboratorio Analisi Mediche, an Italy-based provider of clinical laboratory testing services, for an undisclosed amount
- In December 2022, Cytogen, a
 South Korea-based provider of liquid biopsy application and drug efficacy testing services, acquired ExperTox, a US-based provider of toxicology and molecular testing services, for a consideration of US\$7 million

- In December 2022, Quest Diagnostics Incorporated, a US-based provider of diagnostic testing information services, acquired Northern Light Laboratory, a US-based provider of medical laboratory services, for an undisclosed amount
- In December 2022, Phenna Group,
 a UK-based provider of testing,
 inspection, certification and
 compliance services for a wide range
 of industries, acquired Zeta Analytical,
 a UK-based provider of testing and
 certification services focusing on
 raw materials, unlicensed medicines,
 veterinary medicines and nutritional
 veterinary products, for an
 undisclosed amount
- In December 2022, Eurofins
 Scientific, a Luxembourg-based provider of testing, inspection and certification services for the food, environmental and pharmaceutical industries, acquired Lunaria, a Czech Republic-based provider of research, development and quality control services for the pharmaceutical industry, for an undisclosed amount
- In December 2022, Align Capital
 Partners, a US-based private equity
 firm, acquired Premier Biotech, a
 US-based provider of drug testing
 products and laboratory services
 for criminal justice-correctional,
 workplace, health and human services,
 for an undisclosed amount
- In December 2022, Millstone Medical
 Outsourcing, a US-based provider
 of customized outsourcing solutions
 and validation engineering and quality
 control inspection services for the
 medical device industry, acquired
 Ethide Laboratories, a
 US-based provider of microbiological,
 toxicological and chemical testing
 services for the medical device
 industry, for an undisclosed amount
- In November 2022, Millstone Medical Outsourcing, a US-based provider of customized outsourcing solutions and validation engineering and quality control inspection services for the medical device industry, acquired MycoScience, a US-based provider of medical device, pharmaceutical laboratory and environmental testing and related regulatory support services, for an undisclosed amount

- In November 2022, Ellab, a
 Denmark-based provider of validation, monitoring and calibration solutions and services for the pharmaceutical, biotechnology, healthcare and food manufacturing industries, acquired Evolution Scientific, a US-based provider of regulatory compliance services for the pharmaceutical, biotechnology and medical device industries, for an undisclosed amount
- In November 2022, Miele & Cie, a
 Germany-based manufacturer of
 domestic appliances, machines for
 commercial applications and cleaning,
 disinfection and sterilization products
 for medical and laboratory applications,
 acquired SMP, a Germany-based
 provider of examination and validation
 services of medical devices, for an
 undisclosed amount
- In November 2022, Ellab, a
 Denmark-based provider of validation, monitoring and calibration solutions and services for the pharmaceutical, biotechnology, healthcare and food manufacturing industries, acquired Integrated Commissioning & Qualification, a US-based provider of commissioning, qualification, validation and quality management services for the life science and pharmaceutical industries, for an undisclosed amount
- In November 2022, Amtivo, a
 UK-based provider of accredited
 certification, training and
 technology-enabled services for the
 energy, environment and health and
 safety industries, acquired Orion
 Registrar, a US-based provider of
 auditing and certification services for
 the medical device and healthcare
 industries, for an undisclosed amount





Indepth Hygiene Services has been acquired by Premier Technical Services Group

The shareholders of Indepth Hygiene Services have sold the company to Premier Technical Services Group (PTSG).

Indepth Hygiene Services is a leading specialist fire safety company in the UK. With over 20 years' experience in the fire safety market, Indepth provides nationwide coverage from its base in the London Borough of Sutton to customers across the UK. Its core service offering includes fire safety inspection and maintenance services.

Headquartered in West Yorkshire, PTSG employs over 2,400 people across 47 sites, servicing more than 200,000 buildings in the UK. PTSG provides a comprehensive portfolio of passive fire services in a wide range of sectors through its Fire Solutions division. The acquisition of Indepth strengthens its capability, extending the group's offering and ensuring clients will have access to all fire services — electrical, mechanical, passive and/or specialist — in one place.

Oaklins Evelyn Partners, based in the UK, acted as M&A advisors to the sellers in this transaction.



"The Oaklins Evelyn Partners team were instrumental in navigating us through the process from start to finish. Their experience was invaluable, guiding us at each stage by providing hands-on support and advice, while being a pleasure to work with.

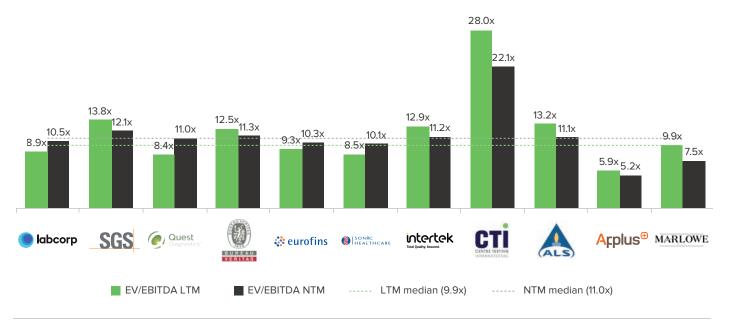
It was crucial for us to find a party to continue the success of Indepth, and we are pleased to have achieved that with PTSG."

RICHARD NORMAN

MANAGING DIRECTOR AND FORMER OWNER OF INDEPTH HYGIENE SERVICES

Market multiples and valuation trends

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



Source: CapitalIQ, as per 28 February 2023

HISTORICAL VALUATIONS BETWEEN MARCH 2022 AND FEBRUARY 2023 (EV/EBITDA NTM)



Source: S&P Capital IQ, as per 28 February 2023

Our track record

A selection of Oaklins' experience in the TIC industry.

































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.



ARJEN KOSTELIJK

Partner Amsterdam, Netherlands T: +31 61397 9718

Arjen leads Oaklins' testing, inspection & certification (TIC) team and is a partner at Oaklins Netherlands. He has advised multiple clients in the TIC sector, including on the sales of Kalsbeek and Advipro to Normec, Xendo Drug Development to QPS, Omegan, Insite Security and the asbestos division of Sansidor to Eurofins, KOAC-NPC and Shield Group to Kiwa, and CAG Groep to Gate Invest and subsequently to SOCOTEC. 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.



Oaklins disclaimer

This report is provided for information purposes only. Oaklins and its member firms make no guarantee, representation or warranty of any kind regarding the timeliness, accuracy or completeness of its content. This report is not intended to convey investment advice or solicit investments of any kind whatsoever. No investment decisions should be taken based on the contents and views expressed herein. Oaklins and its member firms shall not be responsible for any loss sustained by any person who relies on this publication.

© 2023 Oaklins. All rights reserved.

Oaklins is the collective trade name of independent member firms affiliated with Oaklins International Inc. For details of the nature of affiliation please refer to www.oaklins.com/legal.