

HR Technology Sector

Quoted Company Analysis

Fourth Quarter 2016

Sector Valuation Metrics



	Share Price Local	Market Cap	Net Debt	Enterprise Value	Revenue	EV/F	Revenue	EV/Revs	EV	/EBITDA	Reven	ue Growth	EBITDA N	Aargin	% Revs
Company	31-Dec-16	(\$m) ⁽¹⁾	(\$m) ⁽²⁾	(\$m)	CY16E (\$m)	CY2015	CY2016E	Recurring	CY2015	CY2016E	CY2015	CY2016E	CY2015	CY2016E	Recurring ⁽³⁾
Selected Large Cap															
ADP	102.78	46,372	(1,215)	45,157	12,095	4.0	3.7x	3.7x	18.2x	17.3x	6.7%	5 7.3%	22.0%	21.6%	100%
Paychex	0.61	21,846	(352)	21,494	3,076	7.5>	7.0x	7.1x	17.6x	16.3x	7.7%	5 7.2%	42.6%	42.8%	99%
Ultimate Software	182.35	5,288	(121)	5,167	781	8.4	6.6x	7.9x	79.4x	27.7x	22.2%	6 26.4%	10.5%	23.9%	84%
SEEK Ltd	14.88	3,735	170	3,906	729	5.5	5.4x	5.6x	9.8x	10.6x	-3.6%	5 10.5%	56.5%	50.8%	95%
Paycom Software	45.49	2,734	(25)	2,710	328	12.1>	8.3x	8.4x	61.8x	30.4x	48.8%	45.9%	19.5%	27.2%	98%
Wageworks	72.50	2,657	(422)	2,235	368	6.7>	6.1x	6.4x	47.9x	20.7x	24.8%	5 9. 9 %	13.9%	29.4%	95%
Healthequity	40.52	2,406	(124)	2,282	173	18.5>	13.2x	13.5x	67.6x	38.4x	44.3%	40.0%	27.3%	34.3%	97%
Cornerstone Ondemand	42.31	2,377	(12)	2,365	423	7.0	5.6x	5.9x	NM	68.2x	28.9%	6 24.6%	-12.1%	8.2%	95%
CEB Inc	60.60	1,953	448	2,401	953	2.6	2.5x	2.7x	11.2x	9.7x	2.1%	5 2.7%	23.2%	25.8%	92%
Trinet Group	25.62	1,763	334	2,097	639	0.8	3.3x	3.9x	16.0x	11.5x	21.2%	-76.0%	4.9%	28.6%	85%
Xero	17.50	1,671	(127)	1,544	193	11.8	. 8.0x	8.2x	NM	NM	39.9%	50.2%	-32.9%	-16.2%	97%
Paylocity	30.01	1,541	(86)	1,454	263	7.6	5.5x	5.8x	NM	58.4x	51.1%	5 27.9%	1.3%	9.5%	96%
Insperity	70.95	1,510	(279)	1,230	2,944	0.5	. 0.4x	0.4x	14.6x	8.9x	10.4%	5 13.1%	3.2%	4.7%	100%
Average						7.1)	. 5.8x		34.4x	26.5x			13.8%	22.4%	94.9%
Total (Large Cap)		95,853	(1,812)	94,041											
Selected Mid Cap															
Benefitfocus	29.70	884	(23)	860	234	4.6	: 3.7x	3.9x	NM	NM	34.7%	6 26.3%	-23.0%	-0.9%	95%
Zhaopin Ltd	15.11	839	(233)	605	249	2.7>	2.4x	2.7x	11.8×	12.3x	15.1%	5 10.2%	23.2%	19.8%	89%
Healthstream	25.05	795	(149)	646	228	3.1>	2.8x	3.2x	21.1x	20.9x	22.4%	6 9.1%	14.6%	13.6%	90%
GB Group Plc	272.75	452	(12)	439	110	4.1>	4.0x	7.0x	22.5x	19.4x	19.8%	-0.6%	18.4%	20.5%	57%
China Distance Education Holdings Lto	10.75	385	(39)	346	121	3.1>	2.8x	3.3x	NA	NA	8.7%	5 13.1%	NA	NA	87%
Xactly Corp	11.00	345	(32)	312	94	4.2	3.3x	4.4x	NM	NM	24.3%	5 25.4%	-22.6%	-8.6%	76%
Jive Software	4.35	340	(109)	231	202	1.2>	: 1.1x	1.2x	NM	20.1x	9.6%	3.2%	-9.7%	5.7%	92%
Freelancer Technology	1.00	332	(24)	309	41	10.7>	7.6x	NA	NM	NM	23.6%	40.9%	-8.4%	0.7%	NA
DHI Group	6.25	311	67	378	227	1.5	: 1.7x	1.8x	12.8x	6.5x	-1.1%	-12.7%	11.4%	25.6%	93%
Average						3.9	3.3x		17.1x	15.9x			0.5%	9.5%	84.8%
Total (Mid Cap)		4,682	(556)	4,127											
Selected Small Cap															
Atoss Software AG	52.11	219	(26)	193	54	3.9>	3.5x	4.1x	14.4x	12.8x	-5.4%	9.2%	26.8%	27.7%	86%
Learning Technologies Group Plc	34.50	179	(11)	169	37	5.5	4.5x	5.6x	32.8x	16.7x	23.8%	5 22.7%	16.9%	27.0%	80%
Halogen Software	8.30	132	(36)	96	72	1.5	: 1.3x	1.5x	NM	13.2x	28.0%	9.5%	-4.7%	10.1%	92%
Assima plc	3.00	25	(8)	17	NA	0.6	NA NA	NA	3.2x	NA	7.0%	6 NA	17.3%	NA	26%
Service Power	5.75	16	(2)	15	18	0.7>	. 0.8x	0.8x	NM	20.9x	-5.3%	-11.5%	-3.4%	4.0%	98%
Viadeo	NA	11	(9)	2	27	0.1>	. 0.1x	0.2x	7.0x	NM	-23.1%	-1.5%	0.9%	-0.1%	41%
ComOps	0.01	7	(2)	5	NA	0.9>	NA NA	NA	6.5x	NA	9.7%	6 NA	13.7%	NA	57%
Rision Ltd	0.01	6	(2)	4	NA	NM	1 NA	NA	NA	NA	NA	NA NA	NA	NA	73%
Average						1.9	2.1x		12.8×	15.9x			9.6%	13.7%	69.1%
Total (Small Cap)		594	(95)	500											
Sector Total		101,130	(2,462)	98,668											

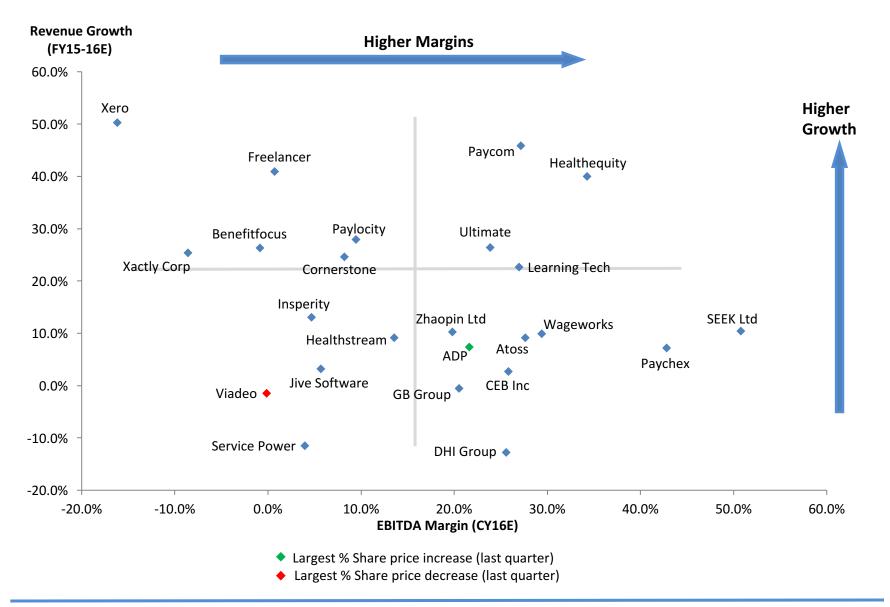
(1) Excludes treasury shares

(2) Net financial debt minus marketable securities and collaterals.

(3) Recurring revenues (renewing licences, maintenance, subscriptions, SaaS etc) where reported for last full year

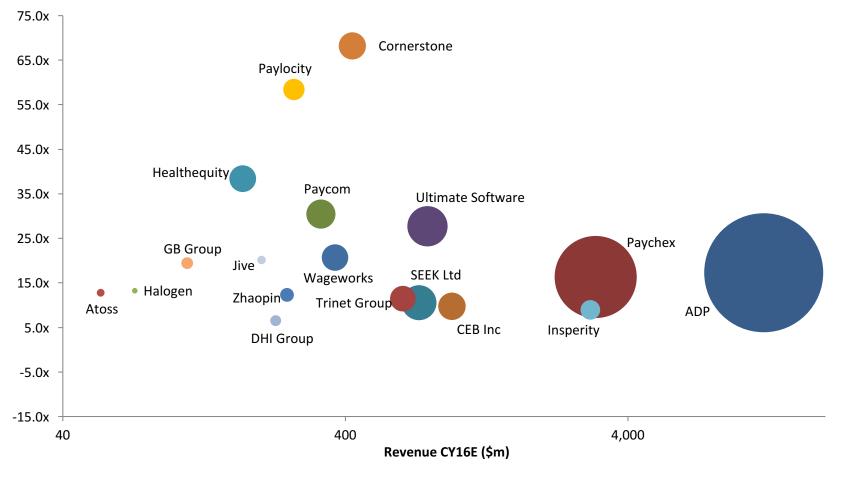
(4) NM - Not meaningful and NA - Not available





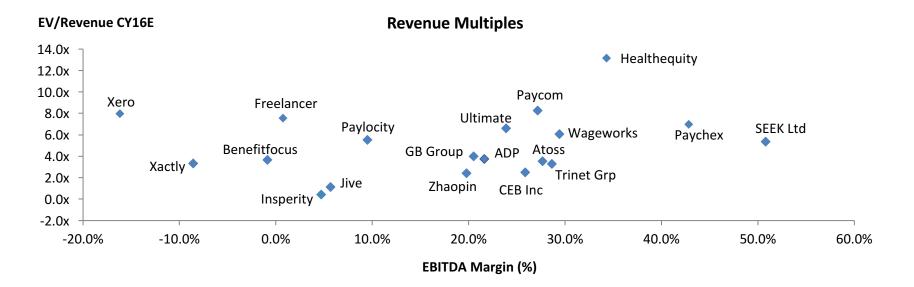


EV/EBITDA CY16E

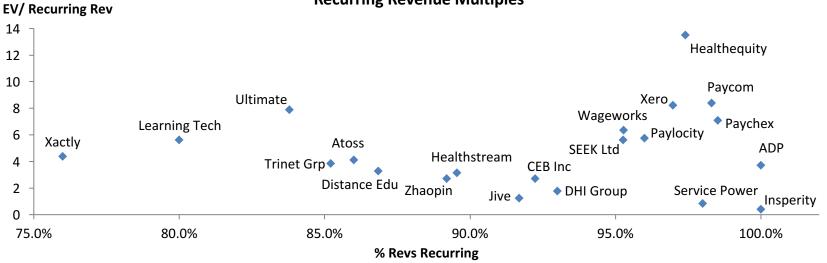


Note: Bubble size depicts enterprise value



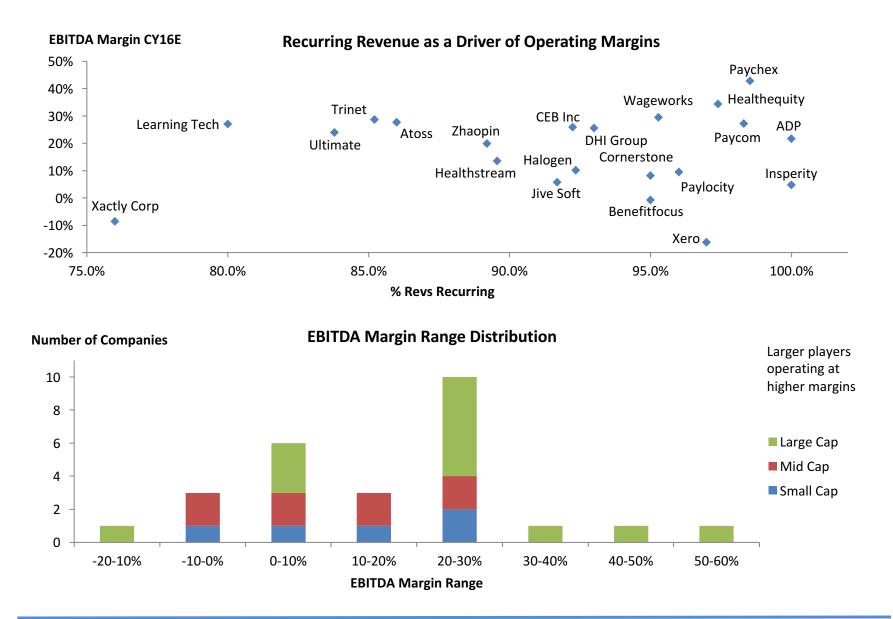




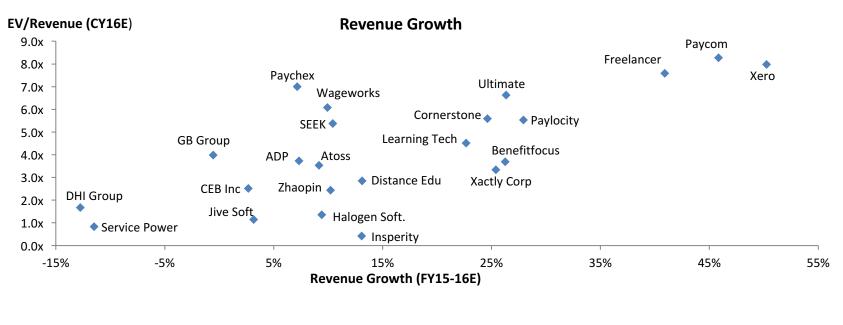


EBITDA Margin Analysis



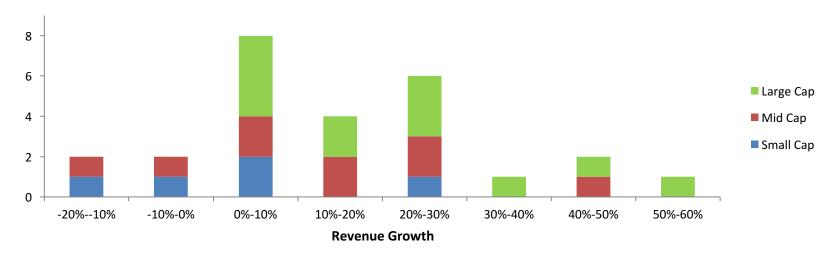








Revenue Growth Distribution



Selected HRtech Deals – Fourth Quarter 2016



Buyer	Seller	Target Product Line	Deal Size	Seller Revenue/ Profit	Revenue Multiple	Target Sector	Commentary
Halyard Capital [USA]	StratEx Partners LLC [USA]	Provides HR SaaS to businesses. Features include management of payroll, benefits and unemployment claims; tracking of job applicants; and employee performance management.	Not disclosed	n/a	n/a	Human resources SaaS	The acquisition is reflective of Halyard's continued focus on the HCM space. They will look to accelerate growth through investment in products, capabilities and people
Contego Fraud Solutions Ltd [UK]	Working Status Ltd [UK]	Provides a comprehensive software solution for Right-to-Work compliance and Human Resources management	Not disclosed	n/a	n/a	Human resources management and compliance software	The purchase strengthens Contego's position as a leading RegTech platform Contego have alluded to the possibility of further acquisitions that fit their growth plans for this space
Reward Gateway Ltd [UK]	LogBuy Ltd [UK]	Provides benefits programmes to more than 200 organisations in the UK, including Philips Electronics, Carlsberg, GlaxoSmithKline, Grass Roots and Laing O'Rouke	Not disclosed	n/a	n/a	Employee benefits	The benefit programmes of both companies will be combined following the acquisition. This marks the sixth acquisition in the RG Engagement Group's portfolio
Engage2Excel Inc. [USA]	Decision Toolbox [USA]	Provides outsourced employee recruiting process services for businesses. Services include employee recruitment, vetting, applicant tracking and candidate sourcing.	Not disclosed	n/a	n/a	Outsourced recruitment process services	This deal significantly enhances Engage2Excel's Talent Acquisition division which launched in July 2016.
Mercer LLC [Marsh & McLennan] [USA]	Thomsons Online Benefits Limited [UK]	Provides employee benefit and enrollment management SaaS for businesses globally.	Not disclosed	2015 revenue: £30.7m	n/a	Employee benefit SaaS	The acquisition will see the consulting and broking capabilities of Mercer combined with Thomsons' DarwinTM benefits software platform
IQNavigator [GTCR LLC] [USA]		<i>i</i>	Not disclosed	n/a	n/a	Vendor management system SaaS	IQNavigator and Beeline have entered a definitive merger agreement. Private Equity group GTCR, owner of IQNavigator, purchased the software and assets of Beeline. The combined company creates one of the world's
Zapoint Inc [USA]	Matchpoint Careers Inc [USA]	An online platform that matches people and jobs using psychometrics, job profiling and social networking features.	Not disclosed	n/a	n/a	Online job platforms	largest vendor management system providers The deal further increases Zapoint's share in the talent management market. This is a strategic move to combine Zapoint's career management
	Halyard Capital [USA] Contego Fraud Solutions Ltd [UK] Reward Gateway Ltd [UK] Remard Gateway Ltd [UK] Remard Gateway Ltd [UK] IQNavigator [GTCR LLC] [USA] Zapoint Inc	Halyard CapitalStratEx Partners LLC[USA]USA]Contego Fraud Solutions Ltd [UK]Working Status Ltd [UK]Reward Gateway Ltd [UK]LogBuy Ltd [UK]Engage 2Excel Inc. [USA]Decision Toolbox [USA]Mercer LLC [Marsh & McLennan] [USA]Thomsons Online Benefits Limited [UK]IQNavigator [GTCR LLC]Beeline [Adecco Group North America][USA][USA]	Halyard CapitalStratExProvides HR SaaS to businesses. Features[USA][USA]Partners LLC[USA][USA]unemployment claims; tracking of job applicants; and employee performance management.Contego FraudWorking StatusProvides a comprehensive software solution for Right-to-Work compliance and Human Resources management[UK]Ltdfor Right-to-Work compliance and Human Resources management[UK]LogBuy LtdProvides benefits programmes to more than 200 organisations in the UK, including Philips Electronics, Carlsberg, GlaxoSmithKline, Grass Roots and Laing O'RoukeEngage2Excel Inc.Decision ToolboxProvides outsourced employee recruiting process services for businesses. Services include employee recruitment, vetting, applicant tracking and candidate sourcing.Mercer LLC [Marsh & McLennan]Thomsons Online Benefits Limited [UK]Provides employee benefit and enrollment management SaaS for businesses globally.IQNavigator [GTCR LLC]Beeline (Matchooint Careers IncThe vendor management software and related assets of Beeline, which provides vendor management systems (VMS) for businesses globally. Software provides[USA][USA][USA]Software provides automation and quality control monitoring.Zapoint IncMatchpoint Careers IncAn online platform that matches people and jobs using psychometrics, job profiling and	Halyard Capital [USA]StratEx Partners LLCProvides HR SaaS to businesses. Features include management of payroll, benefits and unemployment claims; tracking of job applicants; and employee performance management.Not disclosedContego Fraud Solutions Ltd [UK]Working Status LtdProvides a comprehensive software solution for Right-to-Work compliance and Human Resources managementNot disclosedReward Gateway Ltd [UK]LogBuy Ltd [UK]Provides benefits programmes to more than 200 organisations in the UK, including Philips Electronics, Carlsberg, GlaxoSmithKline, Grass Roots and Laing O'RoukeNot disclosedEngage2Excel Inc. [USA]Decision Toolbox IcuSA]Provides outsourced employee recruiting process services for businesses. Services (USA]Not disclosedMercer LLC [Marsh & [UK]Thomsons Online Benefits Limited [UK]Provides employee benefit and enrollment management SaaS for businesses globally.Not disclosedIQNavigator [GTCR [USA]Beeline (LUSA]The vendor management software and related assets of Beeline, which provides spending management, procurement cycle automation and quality control monitoring.Not disclosedZapoint IncMatchpoint Careers IncAn online platform that matches people and Jobs using psychometrics, job profiling andNot disclosed	Halyard Capital Halyard Capital Partners LLC [USA]StratEx Provides IRS SaaS to businesses. Features include management of payroll, benefits and unemployment claims; tracking of job applicants; and employee performance management.Not disclosed n/a(USA]Working Status UGAProvides a comprehensive software solution for Right-to-Work compliance and Human Reward Gateway Ltd [UK]Not disclosed tor Right-to-Work compliance and Human Resources management.Not disclosed n/aReward Gateway Ltd [UK]LogBuy Ltd (UK]Provides benefits programmes to more than 200 organisations in the UK, including Philips Electronics, Carlsberg, GlaxoSmithKline, Grass Roots and Laing O'RoukeNot disclosed n/aEngage2Excel Inc. [USA]Decision Toolbox process services for businesses. Services include employee recruiting, applicant tracking and candidate sourcing, 	Halyard Capital Halyard Capital Bystness LC (USA)StratEx Provides HR SaaS to businesses. Features to payroli, bearrefs and employee performance management of payroli, bearrefs and unemployment claims; tracking of job applicants; and employee performance management.Not disclosed n/an/an/aContego Fraud Solutions Ltd (UK)Working Status to LtdProvides a comprehensive software solution for Right-to-Work compliance and Human Resources managementNot disclosed n/an/an/aReward Gateway Ltd (UK)LogBuy Ltd (UK)Provides benefits programmes to more than Provides outsourced employee recruiting performance, GlaxoSmithKline, Grass Roots and Laing O'RoukeNot disclosed n/an/an/aReward Gateway Ltd (UK)Decision (USA)Provides outsourced employee recruiting include employee recruitment, vetting, applicant tracking and candidate sourcing.Not disclosed n/an/an/a(USA)USA)Thomsons Online (USA)Provides employee benefit and enrollment management SaS for businesses globally. Benefits Limited (UK)Not disclosed source management software and husinesses globally.Not disclosed solfn/an/a(USA)(USA)Spending management, procurement cycle automation and quality control monitoring.Not disclosed solfn/an/a(USA)(USA)Spending management software and businesses globally.Not disclosed solfn/an/a(USA)(USA)spending management, procurement cycle automation and quality control monitoring.Not disclosed 	ProfitMultipleHalyard CapitalStratEx Partners LLC Include management of payroll, benefits and unemployment claims; tracking of job applicants; and employee performance management.Not disclosed n/an/an/aHuman resources SaaSContego Fraud Solutions Ltd [UK]Working Status tro Right-to-Work compliance and human for Right-to-Work compliance and human (UK)Not disclosed n/an/an/aHuman resources management and compliance softwareReward Gateway Ltd [UK]LogBuy Ltd (UK)Provides benefits programmes to more than 200 organisations in the UK, including Philips Electronics, Carlsberg, GlaxoSmithKline, Grass Roots and Laing O'RoukeNot disclosed n/an/an/an/aEngage2Excel Inc. [USA]Decision Toolbox process services for businesses. Services applicant tracking and candidate sourcing, unit timet (USA)Not disclosed provides employee recruitment, vetting, applicant tracking and candidate sourcing,Not disclosed solt sourced erecruitment, vetting, applicant tracking and candidate sourcing,Not disclosed solt sourced erecruitment process services for businesses globally.Not disclosed solt sourced erecruitment, vetting, sources services for businesses globally.n/an/an/aIQAAddecco Group Not th AmericaThe vendor management software and tumined (USA)n/an/an/amagement saaSIQALUGLusArt tracking and quality control monitoring, spending management, speeple and businesses globally. Software provides spending management, procurement cycle automation

Selected HRtech Deals – Fourth Quarter



Date Announced	Buyer	Seller	Target Product Line	Deal Size	Seller Revenue/ Profit	Revenue Multiple	Target Sector	Commentary
08/12/2016	Leeds Equity Partners LLC [USA]	BLR [USA]	Provides Web-based compliance and training software and software development services to HR departments for businesses in	Not disclosed	n/a	n/a	Web-based compliance and training software	Leeds Equity have created a new entity, Simplify Compliance, through the merger of BRL, DecisionHealth,
			the healthcare, financial, non-profit, utility and manufacturing, government and retail industries. Software provides features for compliance portals, employee training and leave management.				-	Argosy and CCMI. The strategic combination will be led by Dan Oswald, current CEO of BLR, and hope to create a leading provider of workflow solutions and services
06/12/2016	Yoh Services LLC [Day & Zimmermann Inc.] [USA]	DreamJobs [USA]	Provides enterprise recruiting software, software development and consulting services to businesses in the consumer goods, manufacturing, hospitality, logistics, financial services, healthcare, government, defense, technology and energy industries.	Not disclosed	n/a	n/a	Enterprise recruiting software and services	The deal increases Yoh's recruitment process outsourcing capabilities by adding an experienced team and leaders from DreamJobs
05/12/2016	Mercer LLC [USA]	Sirota Consulting LLC [USA]	Provides employee engagement solutions	Not disclosed	n/a	n/a	HR employee surveying services	The acquisition adds to Mercer's consulting strength and bolsters its contribution to employee engagement
23/11/2016	Symphony Technology Group LLC [USA]	Tempbuddy Ltd [IRE]	Provider of contingent workforce software that helps agencies get their people to the right place at the right time.	Not disclosed	n/a	n/a	Contingent workforce software provider	Tempbuddy is the latest edition to Symphony's HCM Technology portfolic which includes, First Advanatage, Bon International and Symphony Talent
17/11/2016	Investors include: Spark Capital, True Ventures, Lowercase Capital	Stryder Corp (aka Handshake) [USA]	Operates an online platform that supports recruiters	\$20.0m series B funding	n/a	n/a	College recruiting platforms	\$20m series B funding round led by Spark Capital. The funding will be used to grow staff and manage widespread demand for the platform
14/11/2016	Investors include: Canaan Partners, General Catalyst, Redpoint Ventures	Zugata Inc [USA]	Develops mobile performance review software	\$7.0m series A funding	n/a	n/a	Performance management	\$7m series A funding round led by Canaan Partners. Zugata plan to use th funding for hiring and international expansion
27/10/2016	Goldman Sachs [USA]	Talentsoft SA [FRA]	Provides workforce management, training and compensation management SaaS for businesses globally.	25.0m EUR funding round	TTM revenue: c.40.0m EUR	1.6x	Workforce management SaaS	Funding round led exclusively by Goldman Sachs' Merchant Banking Division. The funding is intended to support international growth, product development and hiring
25/10/2016	Private Group Led by Debbie Guppy & LDC [UK]	Mitrefinch Ltd [UK]	Develops human capital management (HCM) software	\$24.5m	TTM revenue: \$20.1m	1.2x	Employee management software and SaaS	The management buyout will see LDC take a significant stake in the company Mitrefinch plans to use the investmen to expand its nascent business in Canada, USA and Australia

Selected HRtech Deals – Fourth Quarter



Date Announced	Buyer	Seller	Target Product Line	Deal Size	Seller Revenue/ Profit	Revenue Multiple	Target Sector	Commentary
25/10/2016	Kronos Inc. [Hellman & Friedman/JMI] [USA]	Datamatics Management Services Inc. [USA]	Provides enterprise-grade employee tracking and labour management SaaS and software development services to businesses in the financial, manufacturing, public sector, retail, distribution and utilities industries. Software features include employee time documenting, attendance tracking, benefit management, scheduling, and payroll processing.	Not disclosed	n/a	n/a	Workforce management SaaS	The acquisition will allow Kronos to extend its suite of HCM solutions to Datamatics customers, including more than 300 organisations. Kronos will continue to support Datamatics customers through a dedicated team of Datamatics employees
20/10/2016	Serent Capital [USA]	Apex Payroll Software [USA]	Provides payroll and workforce management SaaS for businesses. Software also enables payroll tax, time and attendance management.	Not disclosed	n/a	n/a	Payroll management SaaS	This represents Serent's fifth investment in the HCM Technology space in the last two years. With Serent's backing, Apex will be able to invest more in its products and services
12/10/2016	Investors include: Globis Capital Partners, Mizuho Capital, SBI Investment	BizReach Inc [JAP]	Owns and operates an online talent search platform under the same name	\$11.5m series A funding	n/a	n/a	Online job platforms	This latest round of funding brings BizReach's total amount raised to \$51.2m making the company one of the best funded startups in Japan
06/10/2016	Not disclosed	Be Rota Ltd [UK]	Provides a mobile application for staff vacancies for restaurant and bar workers in London	£500,000 development funding	n/a	n/a	Temporary staff scheduling mobile application	Be Rota raised £500,000 in development capital from confidential investors.
05/10/2016	StoneCalibre LLC	Trivantis Corporation Inc. [USA]	Provides on-premise and cloud-based authoring e-learning SaaS for enterprises. Software provides features for responsive course designing (RCD), adding and editing visual effects, audio and video closed captioning, mobile learning courses, and HTML5 and Flash game creation. Software also provides features for learning management systems (LMS) and online training. Software is also accesible via mobile application, and can integrate with Camtasia and Snagit mobile applications.	Not disclosed	n/a	n/a	e-Learning software and SaaS	Through this acquisition StoneCalibre will look to drive growth in the rapidly expanding global e-learning market. Trivantis serves over 2,500 commercial and government customers worldwide and is a recognised leader in the e- Learning software industry

Goldenhill International M&A AdvisorsGoldenhill International M&A AdvisorsGoldenhill International M&A Advisors52 Brook Street964 Fifth AvenueTorre ABN Amro Victoria Ocampo 360LondonSan Diego, CaliforniaPuerto Madero, Buenos AiresW1K 5DS92101C1107BGAUnited KingdomUnited StatesArgentina

www.gtallp.com

© Copyright 2017 Goldenhill Technology Advisors

This communication is provided for informational purposes only, and should not be regarded as an offer or solicitation to buy or sell any financial instrument. Distribution without the express consent of the authors, Goldenhill Technology Advisors, is strictly prohibited. Goldenhill Technology Advisors accepts no liability whatsoever arising directly or indirectly from the use of this document, and offers no warranty in relation to the accuracy or completeness of the information therein.