



The newsletter for the distribution sector

LTM Relative Stock Price Performance

Lincoln International Distribution Index

JUL/AUG 2013

# Recent Lincoln Distribution Transactions

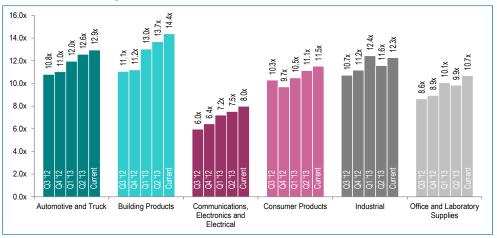
- 7/5/13: Lincoln acts as the exclusive sell-side advisor to The Tranzonic Companies, a portfolio company of Linsalata Capital Partners, in its sale to Silver Oak Services Partners, an Evanston, IL-based private equity firm; Tranzonic is a distributor of a wide array of away-from-home disposable absorbent and non-absorbent maintenance, cleaning and safety products
- 7/8/13: Lincoln acts as the exclusive sell-side advisor to Roscoe Medical, Inc., a portfolio company of River Associates Investments, in its sale to Tenex Capital Management, a New York-based private equity firm; Roscoe is a distributor of pain management, respiratory therapy, home medical equipment, sleep therapy and health and beauty products and accessories
- 8/1/13: Lincoln acts as the exclusive sell-side advisor to Professional Plumbing Group, Inc., a portfolio company of Bradford Equities Management, LLC, in its sale to Dunes Point Capital, a Rye, NY-based private equity firm; PPG is a distributor of plumbing equipment for the repair, professional plumbing contractor and institutional markets
- 8/5/13: Lincoln acts as the exclusive sell-side advisor to Daimler AG in the sale of its subsidiary, Atlantic Detroit Diesel-Allison LLC (ADDA), to Stewart & Stevenson LLC, a designer, manufacturer and distributor of specialized equipment and aftermarket parts and service for the oil and gas and other industries; ADDA is a distributor of diesel and alternative fuel engines, transmissions and power generation systems

#### Lincoln News

 7/29/13: Lincoln announces its expansion into Italy with the acquisition of the majority of the advisory unit of Rondelli Advisers; Lincoln furthers its strong presence in the key global economies, now with 15 offices in 13 countries in Asia, Europe, North and South America

160.0% 150.0% 140.0% 130.0% 120.0% 110.0% 100.0% 90.0% Jul-12 Oct-12 Nov-12 Dec-12 Jan-13 Feb-13 Mar-13 Jul-13 Aug-12 Sep-12 Apr-13 May-13 Jun-13 Automotive and Truck Building Products Comm., Electronics and Electrical Consumer Products Industrial Office and Laboratory Supplies

#### Historical Enterprise Value / EBITDA Valuation Performance



## M&A Transaction Recap (Selected Transactions)

| Date    | Target Company                           | Target Description   | Acquiring Company                      |
|---------|--|--|--|
| Pending | Electrical Wholesale Services            | Electrical components and supplies                               | Sonepar Asia-Pacific                   |
| Pending | MSC Investoren GmbH                      | Electronic components  | Avnet Inc.                             |
| Pending | Ohio Gear & Transmission, Inc.           | Mechanical power transmission equipment                          | Kaman Corporation                      |
| Pending | Western Fluid Components, Inc.           | Hydraulic, pneumatic and industrial hose, tubing and accessories | Kaman Corporation                      |
| Pending | Nash Finch Co.                           | Food and foodservice products                                    | Spartan Stores Inc.                    |
| Aug-13  | Exterior Building Supply                 | Building products  | Roofing Supply Group, LLC              |
| Aug-13  | Supreme Metal Products                   | Metal roofing products   | Roofing Supply Group, LLC              |
| Aug-13  | U.S. Safety                              | Personal protection equipment                                    | MCR Safety                             |
| Aug-13  | Florida Sealing Products                 | Mechanical seals and aftermarket parts                           | FCX Performance, Inc.                  |
| Aug-13  | BJ Electric Supply, Inc.                 | Electrical supplies  | Revere Electric Supply Co              |
| Aug-13  | Apex Remington Pipe & Supply Co.         | Industrial pipe, valves and fittings                             | Collins Pipe & Supply Co.              |
| Aug-13  | GlassCell Isofab                         | Thermal and acoustical insulation products                       | Distribution International Company     |
| Aug-13  | Professional Plumbing Group, Inc.        | Plumbing equipment   | Dunes Point Capital                    |
| Jul-13  | The UtiliCor Corp.                       | Electrical and communications products                           | Border States Electric                 |
| Jul-13  | Ohio Transmission Corporation            | Industrial equipment   | Frontenac Company                      |
| Jul-13  | American Wholesale Building Supply Co.   | Siding and windows products                                      | ABC Supply Co., Inc.                   |
| Jul-13  | The Tranzonic Companies                  | Away from home personal care, cleaning and safety products       | Silver Oak Services Partners LLC       |
| Jul-13  | United Biochemicals Inc                  | Laboratory supplies, equipment and services                      | VWR International LLC                  |
| Jul-13  | Sellmore Industries                      | Roofing, siding and windows                                      | ABC Supply Co., Inc.                   |
| Jul-13  | Alaska Pump & Supply, Inc.               | Pump products, process equipment and services                    | DXP Enterprises, Inc                   |
| Jul-13  | MD Hose & Fittings LLC                   | Industrial hose, hydraulic hose and fittings                     | Motion and Flow Control Products, Inc. |
| Jul-13  | Roscoe Medical, Inc.                     | Homecare and long-term care products                             | Tenex Capital Management               |
| Jul-13  | LCM Srl, Machine Tool Component Business | Electro-mechanical components and accessories                    | Hurco Companies, Inc.                  |
| Jun-13  | Flow Control Products                    | Pneumatic, electric and electro-hydraulic valve products         | MRC Global Inc.                        |
| Jun-13  | Aramsco Holdings, Inc.                   | Safety products, equipment and supplies                          | AEA Investors LP                       |

### Lincoln International Distribution Index (Continued)

|                                       | Stock<br>Price |        | % of 52   |     | Market |       | Enterprise |         | LI     | ГМ     |       | YoY Revenue | EBITDA | Enterprise Value / LTM |        |
|---------------------------------------|----------------|--------|-----------|-----|--------|-------|------------|---------|--------|--------|-------|-------------|--------|------------------------|--------|
| Company Name                          |                |        | Week High | Сар |        | Value |            | Revenue |        | EBITDA |       | Growth      | Margin | Revenue                | EBITDA |
| Automotive and Truck                  |                |        |           |     |        |       |            |         |        |        |       |             |        |                        |        |
| AutoZone, Inc.                        | \$             | 448.58 | 99.2%     | \$  | 15,934 | \$    | 19,780     | \$      | 8,816  | \$     | 1,920 | 3.9%        | 21.8%  | 2.2x                   | 10.3x  |
| Genuine Parts Company                 |                | 81.99  | 96.0%     |     | 12,706 |       | 13,419     |         | 13,370 |        | 1,203 | 4.3%        | 9.0%   | 1.0x                   | 11.4x  |
| KQ Corp.                              |                | 26.07  | 97.2%     |     | 7,785  |       | 8,804      |         | 4,532  |        | 549   | 20.5%       | 12.1%  | 2.1x                   | 17.2x  |
| Building Products                     |                |        |           |     |        |       |            |         |        |        |       |             |        |                        |        |
| Beacon Roofing Supply, Inc.           | \$             | 40.79  | 95.5%     | \$  | 1,986  | \$    | 2,265      | \$      | 2,155  | \$     | 159   | 6.6%        | 7.4%   | 1.1x                   | 14.0x  |
| Builders FirstSource, Inc.            |                | 5.90   | 80.5%     |     | 565    |       | 893        |         | 1,297  |        | 24    | 43.9%       | 1.9%   | 0.7x                   | nmf    |
| HD Supply Holdings, Inc.              |                | 21.44  | 97.7%     |     | 3,940  |       | 10,482     |         | 8,267  |        | 666   | 17.6%       | 8.1%   | 1.3x                   | 15.7x  |
| Watsco, Inc.                          |                | 93.35  | 97.6%     |     | 3,001  |       | 3,669      |         | 3,620  |        | 271   | 13.0%       | 7.5%   | 1.0x                   | 13.4x  |
| Communications, Electronics and       | d Elec         | trical |           |     |        |       |            |         |        |        |       |             |        |                        |        |
| Anixter International Inc.            | \$             | 83.04  | 99.2%     | \$  | 2,702  | \$    | 3,497      | \$      | 6,224  | \$     | 363   | 0.2%        | 5.8%   | 0.6x                   | 9.6x   |
| Arrow Electronics, Inc.               |                | 45.65  | 98.4%     |     | 4,573  |       | 6,329      |         | 20,521 |        | 842   | (0.7%)      | 4.1%   | 0.3x                   | 7.4x   |
| Avnet, Inc.                           |                | 37.67  | 98.6%     |     | 5,163  |       | 6,421      |         | 25,459 |        | 896   | (1.0%)      | 3.5%   | 0.3x                   | 7.1x   |
| ngram Micro Inc.                      |                | 22.83  | 99.3%     |     | 3,487  |       | 3,596      |         | 40,984 |        | 599   | 13.0%       | 1.5%   | 0.1x                   | 6.0x   |
| Rex el SA                             |                | 24.20  | 95.5%     |     | 6,554  |       | 10,003     |         | 13,350 |        | 782   | 1.7%        | 5.9%   | 0.6x                   | 9.6x   |
| ScanSource, Inc.                      |                | 35.61  | 98.9%     |     | 993    |       | 904        |         | 2,919  |        | 111   | (3.2%)      | 3.8%   | 0.3x                   | 8.2x   |
| Consumer Products                     |                |        |           |     |        |       |            |         |        |        |       |             |        |                        |        |
| Bunzl plc                             | \$             | 21.40  | 99.0%     | \$  | 7,024  | \$    | 8,163      | \$      | 5,359  | \$     | 377   | 1.5%        | 7.0%   | 1.0x                   | 14.2x  |
| Core-Mark Holding Company, Inc.       |                | 62.65  | 94.5%     |     | 718    |       | 754        |         | 7,190  |        | 87    | 6.9%        | 1.2%   | 0.1x                   | 9.0x   |
| Nash Finch Co.                        |                | 23.45  | 79.5%     |     | 289    |       | 721        |         | 4,946  |        | 112   | 2.4%        | 2.3%   | 0.1x                   | 6.4x   |
| Pool Corp.                            |                | 52.78  | 95.5%     |     | 2,461  |       | 2,736      |         | 1,996  |        | 170   | 5.4%        | 8.5%   | 1.4x                   | 16.1x  |
| Sysco Corporation                     |                | 34.51  | 95.7%     |     | 20,481 |       | 22,944     |         | 44,411 |        | 2,554 | 4.8%        | 5.8%   | 0.5x                   | 9.2x   |
| United Natural Foods, Inc.            |                | 58.61  | 95.7%     |     | 2,890  |       | 3,052      |         | 5,766  |        | 216   | 10.1%       | 3.7%   | 0.5x                   | 14.2x  |
| <u>ndustrial</u>                      |                |        |           |     |        |       |            |         |        |        |       |             |        |                        |        |
| Airgas, Inc.                          | \$             | 103.21 | 98.9%     | \$  | 7,569  | \$    | 10,038     | \$      | 4,980  | \$     | 897   | 2.9%        | 18.0%  | 2.0x                   | 11.2x  |
| Applied Industrial Technologies, Inc. |                | 52.16  | 99.4%     |     | 2,198  |       | 2,155      |         | 2,462  |        | 202   | 3.7%        | 8.2%   | 0.9x                   | 10.6x  |
| DXP Enterprises, Inc.                 |                | 69.11  | 89.9%     |     | 981    |       | 1,195      |         | 1,181  |        | 118   | 25.6%       | 9.9%   | 1.1x                   | 10.6x  |
| astenal Company                       |                | 49.03  | 91.9%     |     | 14,555 |       | 14,432     |         | 3,214  |        | 759   | 7.2%        | 23.6%  | 4.5x                   | 19.0x  |
| Kaman Corporation                     |                | 37.86  | 94.9%     |     | 1,025  |       | 1,311      |         | 1,629  |        | 130   | 8.7%        | 8.0%   | 0.8x                   | 10.1x  |
| ASC Industrial Direct Co., Inc.       |                | 80.95  | 92.1%     |     | 5,131  |       | 5,366      |         | 2,419  |        | 458   | 7.3%        | 18.9%  | 2.2x                   | 11.7x  |
| N.W. Grainger, Inc.                   |                | 262.14 | 97.4%     |     | 18,218 |       | 18,277     |         | 9,169  |        | 1,387 | 6.2%        | 15.1%  | 2.0x                   | 13.2x  |
| VESCO International Inc.              |                | 75.78  | 95.7%     |     | 3,342  |       | 4,854      |         | 7,003  |        | 411   | 8.6%        | 5.9%   | 0.7x                   | 11.8x  |
| Office and Laboratory Supplies        |                |        |           |     |        |       |            |         |        |        |       |             |        |                        |        |
| Henry Schein, Inc.                    | \$             | 103.83 | 99.1%     | \$  | 9,047  | \$    | 10,074     | \$      | 9,325  | \$     | 789   | 6.5%        | 8.5%   | 1.1x                   | 13.0x  |
| United Stationers Inc.                |                | 41.39  | 95.7%     |     | 1,651  |       | 2,148      |         | 5,058  |        | 256   | (0.0%)      | 5.1%   | 0.4x                   | 8.4x   |
| Mean                                  |                |        | 95.5%     |     |        |       |            |         |        |        |       | 7.9%        | 8.3%   | 1.1x                   | 11.4x  |
| Median                                |                |        | 96.0%     |     |        |       |            |         |        |        |       | 6.2%        | 7.4%   | 0.9x                   | 10.9x  |

Source: Bloomberg, Capital IQ and company filings, as of 07/31/201 Note: dollars in millions, except stock price

## **About Lincoln International**

Lincoln International specializes in merger and acquisition advisory services, debt advisory services, private capital raising and restructuring advice on mid-market transactions. Lincoln International also provides fairness opinions, valuations and pension advisory services on a wide range of transaction sizes. With 15 offices and strategic partnerships with leading institutions, Lincoln International has strong local knowledge and contacts in the key global economies. The firm provides clients with seniorlevel attention, in-depth industry expertise and integrated resources. By being focused and independent, Lincoln International serves its clients without conflicts of interest. More information about Lincoln International can be obtained at www.lincolninternational.com.

