

Quarterly Industry Update

As of March 31, 2017

Industry: Online Women's Retail



Industry Summary

Cogent Valuation identified Online Women's Retail publicly traded companies, IPOs, and recent M&A transactions within the Online Women's Retail industry, which provides a basis for market and transaction pricing that can be used by your firm in estimating market sentiment and its impact on your firm's value. Over the last year since March 31, 2016, the median 52-week share price return of the Online Women's Retail industry was -19.9%. Between March 31, 2015 and March 31, 2017, the median EV/EBITDA multiple decreased from 10.1 to 7.5. However, the median price-to-earnings multiple increased from 23.4 to 26.5 over the same period.

Comparable Public Company Key Statistics

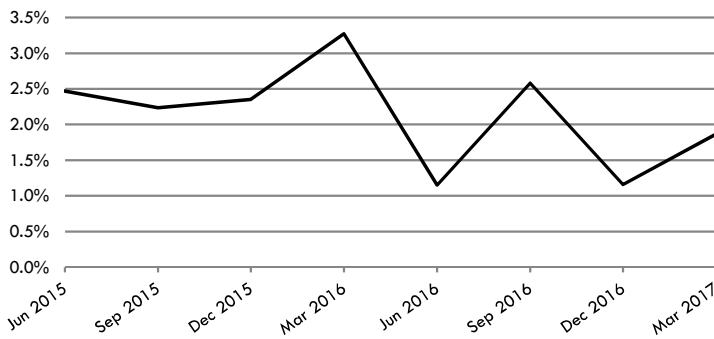
Median 52-Week Return	-19.9%	Median EV/Revenue Multiple	0.7x	Median Price/Earnings Multiple	26.5x
Median 3-Year CAGR Return	-8.3%	Median EV/EBITDA Multiple	7.5x	Median EV/Gross CF Multiple	11.4x

Comparable Public Company Market Price Returns As of March 31, 2017

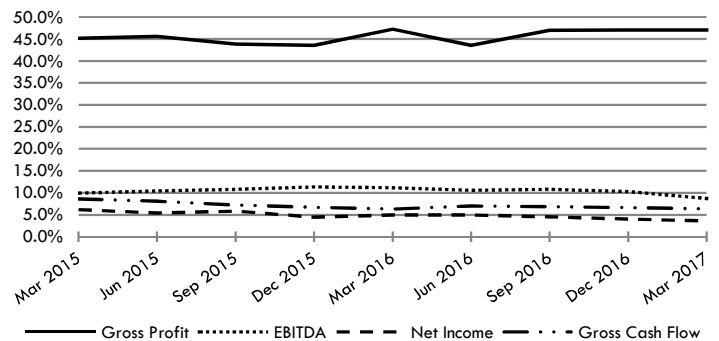
	YTD	3 Month	1 Year	2 Year	3 Year	5 Year	2016	2015	2014	2013	2012
Duluth Holdings Inc.	-16.2%	-16.2%	9.2%	N/A	N/A	N/A	74.1%	N/A	N/A	N/A	N/A
Express, Inc.	-15.3%	-15.3%	-57.4%	-25.8%	-16.9%	-18.3%	-37.7%	17.6%	-21.3%	23.7%	-24.3%
Francesca's Holdings Corporation	-14.9%	-14.9%	-19.9%	-7.1%	-5.4%	-13.5%	3.6%	4.3%	-9.2%	-29.0%	49.9%
Jumei International Holding Limited	-26.3%	-26.3%	-43.3%	-51.7%	N/A	N/A	-44.7%	-33.5%	N/A	N/A	N/A
Nutrisystem, Inc.	60.2%	60.2%	165.9%	66.7%	54.4%	37.7%	60.1%	10.7%	18.9%	101.2%	-36.8%
Tilly's, Inc.	-31.6%	-31.6%	34.8%	-24.1%	-8.3%	N/A	98.9%	-31.6%	-15.4%	-15.1%	N/A
Vera Bradley, Inc.	-20.6%	-20.6%	-54.2%	-24.3%	-29.9%	-21.0%	-25.6%	-22.7%	-15.2%	-4.2%	-22.2%
Vince Holding Corp.	-61.7%	-61.7%	-75.5%	-71.1%	-61.1%	N/A	-11.6%	-82.5%	-14.8%	N/A	N/A
Vipshop Holdings Limited	21.2%	21.2%	3.6%	-32.7%	-3.7%	97.9%	-27.9%	-21.9%	133.5%	369.1%	N/A
Median of Industry Public Companies	-16.2%	-16.2%	-19.9%	-25.0%	-8.3%	-13.5%	-11.6%	-22.3%	-14.8%	9.8%	-23.2%

(Multiple year periods are calculated as the average annual return.)

Median Quarterly Revenue Growth of All Online Women's Retail Companies



Median Gross Profit, EBITDA, Net Income and Gross Cash Flow Margins



Median Public Company Multiples of the Online Women's Retail Industry

Date:	3/31/2015	6/30/2015	9/30/2015	12/31/2015	3/31/2016	6/30/2016	9/30/2016	12/31/2016	3/31/2017
EV/Revenues Multiple	1.6x	1.4x	1.0x	1.1x	1.2x	0.9x	1.1x	0.8x	0.7x
EV/EBITDA Multiple	10.1x	6.8x	6.8x	10.6x	10.3x	9.7x	14.2x	12.7x	7.5x
Price/Earnings Multiple	23.4x	19.3x	18.1x	22.6x	27.8x	26.6x	32.3x	28.8x	26.5x
EV/Gross Cash Flows Multiple	15.8x	12.0x	9.9x	15.1x	16.7x	8.0x	17.3x	23.7x	11.4x

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Industry Initial Public Offerings (dollars in millions, except share prices)

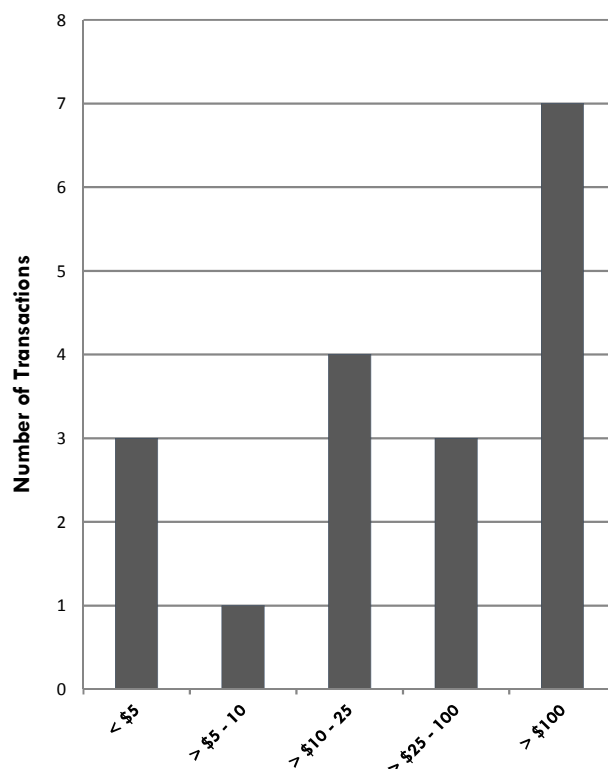
Offer Date	Company Name	Offer Price	Shares Offered	Amount Raised	Total Assets	Debt	LTM Revenues	LTM EBITDA	LTM Net Income	LTM Cash Flows
3/20/2017	SG Group Holdings Limited	\$0.74	8.0	\$5.9	\$5.8	\$0.2	\$20.5	\$3.2	\$2.3	\$3.3
3/15/2017	Canada Goose Holdings Inc.	\$12.64	20.0	\$252.7	\$329.1	\$198.3	\$293.8	\$52.5	\$26.7	\$55.9
11/4/2016	Clio Cosmetics Co., Ltd.	\$35.89	4.5	\$161.4	\$65.9	\$0.0	\$142.7	\$32.2	\$23.9	\$33.0
11/19/2015	Duluth Holdings Inc.	\$12.00	6.7	\$80.0	\$74.4	\$12.7	\$261.2	\$27.8	\$15.6	\$30.0
5/16/2014	Jumei International Holding Limited	\$22.00	11.1	\$395.1	N/A	N/A	N/A	N/A	N/A	N/A
11/21/2013	Vince Holding Corp.	\$20.00	10.0	\$200.0	\$467.8	\$502.4	\$752.5	\$53.4	(\$52.1)	\$59.0
5/3/2012	Tilly's, Inc.	\$15.50	8.0	\$124.0	\$140.8	\$4.6	\$400.6	\$50.6	\$20.8	\$65.7
3/22/2012	Vipshop Holdings Limited	\$6.50	11.0	\$71.5	\$167.4	\$15.7	\$227.1	(\$105.1)	(\$107.3)	(\$103.7)
Median of All IPOs		nm	nm	\$142.7	\$140.8	\$12.7	\$261.2	\$32.2	\$15.6	\$33.0

nm: not meaningful, N/A: not applicable

Recent Merger and Acquisition Transactions for a Majority Stake (dollars in millions)

Transaction Date	Target	Acquirer	Transaction Size	% Bought
2/17/2017	Blue Nile, Inc.	Bain Capital PE	\$496.7	100%
2/6/2017	Megafash Pte Ltd	iFashion Group Pte. Ltd.	\$2.2	100%
1/3/2017	21 Three Clothing Company Ltd	boohoo.com plc	\$4.2	66%
12/30/2016	Shoebuy.com, Inc.	Jet.com, Inc.	\$70.0	100%
5/9/2016	The Mountain Corporation	Gladstone Investment Corp.	\$0.0	100%
4/19/2016	Southern Tide, LLC	Oxford of South Carolina	\$85.0	100%
2/1/2016	Gilt Groupe, Inc.	Hudson's Bay Company	\$250.0	100%
1/7/2016	Barstool Sports, Inc.	The Chernin Group, LLC	\$15.0	51%
9/30/2015	zulily, Inc.	QVC, Inc.	\$2,493.6	100%
7/13/2015	Orchard Brands Corp.	Bluestem Brands, Inc.	\$410.0	100%
6/1/2015	Karmaloop, Inc.	CapX Partners	\$13.0	100%
4/3/2015	SkyMall, LLC	C&A Marketing Inc.	\$1.9	100%
3/31/2015	MUSE & Co. Ltd.	Mixi, Inc.	\$14.7	94%
3/6/2015	LogoSportswear, Inc.	Gladstone Investment Corp.	\$9.7	100%
12/12/2014	Shoes.com, Inc.	Shoes.com Technologies	\$11.5	100%
9/5/2014	Surfstitch Pty Ltd.	N/A	\$35.7	100%
8/5/2014	M and M Direct Limited	BESTSELLER A/S	\$237.8	100%
7/11/2014	Shoes.com, Inc.	Hardy Capital Partners	\$140.0	100%
6/30/2014	Healthy Directions, LLC	Helen of Troy Limited	\$195.9	100%
Median of the 19 M&A Transaction Targets			\$35.7	100%

Size of the 19 M&A Transactions (dollars in millions)



Definitions of Financial Terms Used in this Quarterly Industry Update:

Enterprise Value (EV): Market Value of Equity + Market Value of Debt - Cash

Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA): Profitability metric sometimes also referred to as operating profit or operating earnings.

Gross Cash Flows: Net Income + Depreciation and Amortization Expense

Latest Twelve Months (LTM): Financial information is as of the latest twelve months through the date of this Quarterly Industry Update.

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