

Online Review Sites

INDUSTRY SUMMARY

COGENT VALUATION identified **Online Review Sites** publicly traded companies, IPOs, and recent M&A transactions within the Online Review Sites 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 June 30, 2016, the median 52-week share price return of the Online Review Sites industry was 13.4%. Between June 30, 2015 and June 30, 2017, the median EV/EBITDA multiple decreased from 32.2 to 21.7. Furthermore, the median price-to-earnings multiple decreased from 46.0 to 31.2 over the same period.

Public Company Key Statistics

Median 52-Week
Return

13.4%

Median 3-Year CAGR
Return

-2.3%

Median EV/Revenue
Multiple

2.7x

Median EV/EBITDA
Multiple

21.7x

Median Price/Earnings
Multiple

31.2x

Median EV/Gross CF
Multiple

23.5x

Comparable Public Company Market Price Returns as of June 30, 2017

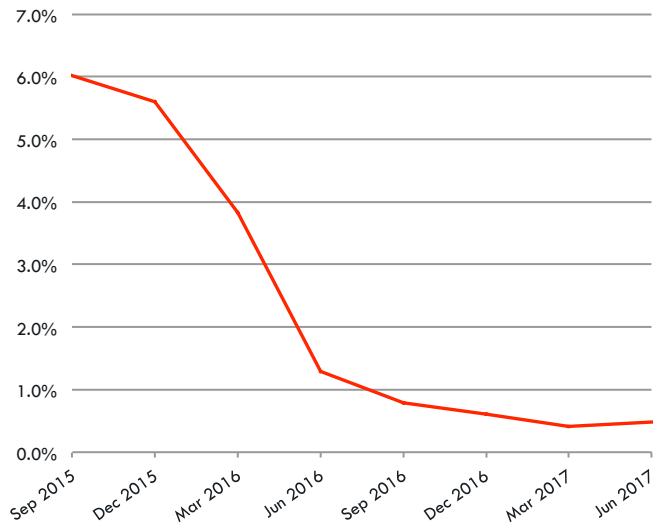
	YTD	3 Month	1 Year	2 Year	3 Year	2016	2015	2014
Allscripts Healthcare Solutions, Inc.	25.0%	0.6%	0.5%	-3.4%	-7.4%	-33.6%	20.4%	-17.4%
Autohome Inc.	79.4%	42.8%	125.6%	-5.3%	9.6%	-27.6%	-4.0%	-0.6%
Bazaarvoice, Inc.	2.1%	15.1%	23.4%	-8.3%	-14.4%	10.7%	-45.5%	1.5%
Cerner Corporation	40.3%	12.9%	13.4%	-1.9%	8.8%	-21.3%	-6.9%	16.0%
Liberty TripAdvisor Holdings, Inc.	-22.9%	-17.7%	-47.0%	-40.0%	N/A	-50.4%	12.8%	N/A
LivePerson, Inc.	45.7%	60.6%	73.5%	5.9%	2.7%	11.9%	-52.1%	-4.9%
TripAdvisor, Inc.	-17.6%	-11.5%	-40.6%	-33.8%	-29.4%	-45.6%	14.2%	-9.9%
Median of Industry Public Companies	25.0%	12.9%	13.4%	-5.3%	-2.3%	-27.6%	-4.0%	-2.7%

Multiple year periods are calculated as the average annual return.

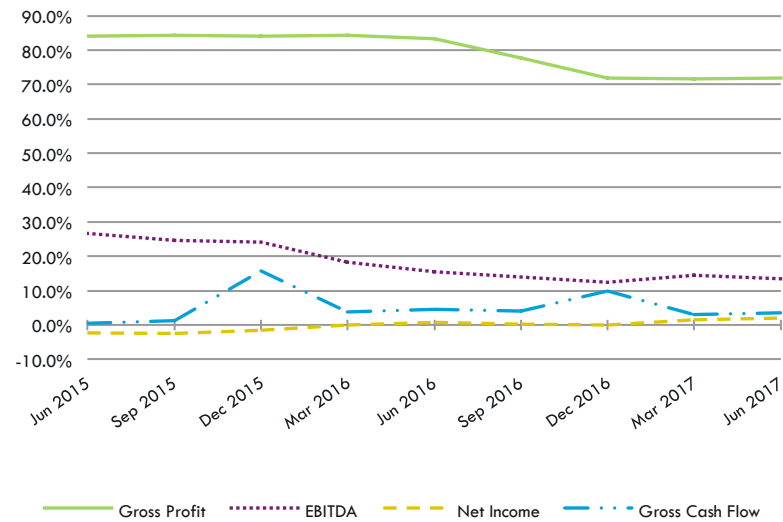
■ Highest Return
 ■ Lowest Return
 ■ Median Return

Industry Revenue Growth and Profit Margins for the Past Two Years

Median Quarterly Revenue Growth of All Online Review Sites Companies



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



Median Public Companies

The chart below illustrates Public Company Multiples.

	6/30/17	3/31/17	12/31/16	9/30/16	6/30/16	3/31/16	12/31/15	9/30/15
EV/Revenues Multiple	2.7x	2.3x	2.1x	2.5x	2.1x	2.2x	2.5x	2.3x
EV/EBITDA Multiple	21.7x	19.7x	17.7x	16.4x	19.5x	20.9x	25.3x	32.2x
Price/Earnings Multiple	31.2x	40.4x	24.6x	33.1x	34.2x	33.4x	39.5x	46.0x
EV/Gross Cash Flows Multiple	23.5x	21.3x	17.8x	38.0x	34.6x	33.3x	28.6x	40.0x

■ Highest Multiple
 ■ Lowest Multiple
 ■ Median Multiple

Industry Initial Public Offerings—Industry: Online Review Sites (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
6/29/17	GameWith Inc.	\$17.08	0.7	\$12.5	\$10.9	\$0.0	\$9.0	\$0.0	\$2.0	\$0.0
6/9/16	Time Out Group plc	\$2.17	60.0	\$130.3	\$83.3	\$33.1	\$33.4	(\$7.4)	(\$15.6)	(\$7.1)
4/18/16	Globalway, Inc.	\$27.20	0.1	\$3.5	\$3.6	\$0.0	\$7.9	\$0.0	\$0.4	\$0.0
5/20/15	Shopify Inc.	\$17.00	7.7	\$130.9	\$97.3	\$0.0	\$123.6	(\$14.6)	(\$20.5)	(\$10.2)
4/15/15	Etsy, Inc.	\$16.00	16.7	\$266.7	\$331.4	\$5.7	\$213.6	\$3.3	(\$51.4)	\$10.9
9/26/13	Covisint Corporation	\$10.00	6.4	\$64.0	\$96.2	\$0.0	\$94.2	(\$7.0)	(\$10.4)	(\$5.7)
11/20/12	YY Inc.	\$10.50	7.8	\$81.9	\$1,028.7	\$0.0	\$666.1	\$88.3	\$60.0	\$92.1
9/19/12	Trulia, Inc.	\$17.00	6.0	\$102.0	\$27.6	\$10.1	N/A	N/A	N/A	N/A
5/17/12	Facebook, Inc.	\$38.00	421.2	\$16,006.9	\$7,184.0	\$706.0	\$4,038.0	\$2,131.0	\$974.0	\$2,493.0
3/14/12	Demandware, Inc.	\$16.00	5.5	\$88.0	\$42.9	\$4.0	\$56.5	\$2.1	(\$1.4)	\$5.0
3/1/12	Yelp Inc.	\$15.00	7.2	\$107.3	\$43.8	\$0.0	\$83.3	(\$7.1)	(\$16.7)	(\$4.0)
2/23/12	Bazaarvoice, Inc.	\$12.00	9.5	\$113.8	\$46.8	\$0.0	\$94.0	(\$19.5)	(\$22.6)	(\$17.5)
4/20/17		nm	nm	\$104.6	\$65.1	\$0.0	\$94.0	\$0.0	(\$10.4)	\$0.0


Multiple year periods are calculated as the average annual return.


■ Highest Return
 ■ Lowest Return
 ■ Median Return

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

Transaction Date	Target	Acquirer	Transaction Size	% Bought	LTM Revenues	EV/ Revenues
12/31/16	hungryhouse.com Ltd.	JUST EAT plc	\$297.9	100%	N/A	N/A
12/31/16	SkipTheDishes Restaurant	JUST EAT plc	\$82.1	100%	N/A	N/A
12/8/16	LinkedIn Corporation	Microsoft Corporation	\$29,039.8	100%	\$193	8.1x
6/17/16	NextAdvisor, Inc.	Bankrate, Inc.	\$112.3	100%	\$70.3	1.5x
4/14/16	Diligent Corporation	Insight Venture Partners LLC	\$652.1	100%	\$99.3	5.9x
3/9/16	Yodle, Inc.	Web.com Group, Inc.	\$428.2	100%	\$207.9	2.0x
8/18/15	Get Fresh, Inc.	Anova Applied Electronics, Inc.	\$9.2	100%	N/A	N/A
10/1/14	Classified Ventures, LLC	Gannett Co., Inc.	\$1,827.8	73%	N/A	N/A
7/24/14	OpenTable, Inc.	The Priceline Group Inc.	\$2,621.0	100%	\$198.3	12.6x
6/12/12	The Active Network	Vista Equity Partners	\$92.9	100%	\$0.6	168.8x
12/31/11	One iota	Sanderson Multi-Channel	\$4.8	100%	\$0.1	47.9x
11/10/11	SinglePlatform, Corp.	Constant Contact, Inc.	\$100.0	100%	\$27.3	3.7x
8/23/11	Trusted Opinion Inc.	Function (X) Inc.	\$30.5	100%	\$14.4	2.1x
12/31/16	hungryhouse.com Ltd.	JUST EAT plc	\$112.3	100%	\$70.3	5.9x
Median of the 13 M&A Transaction Targets		JUST EAT plc	\$297.9	100%	N/A	N/A

 USA

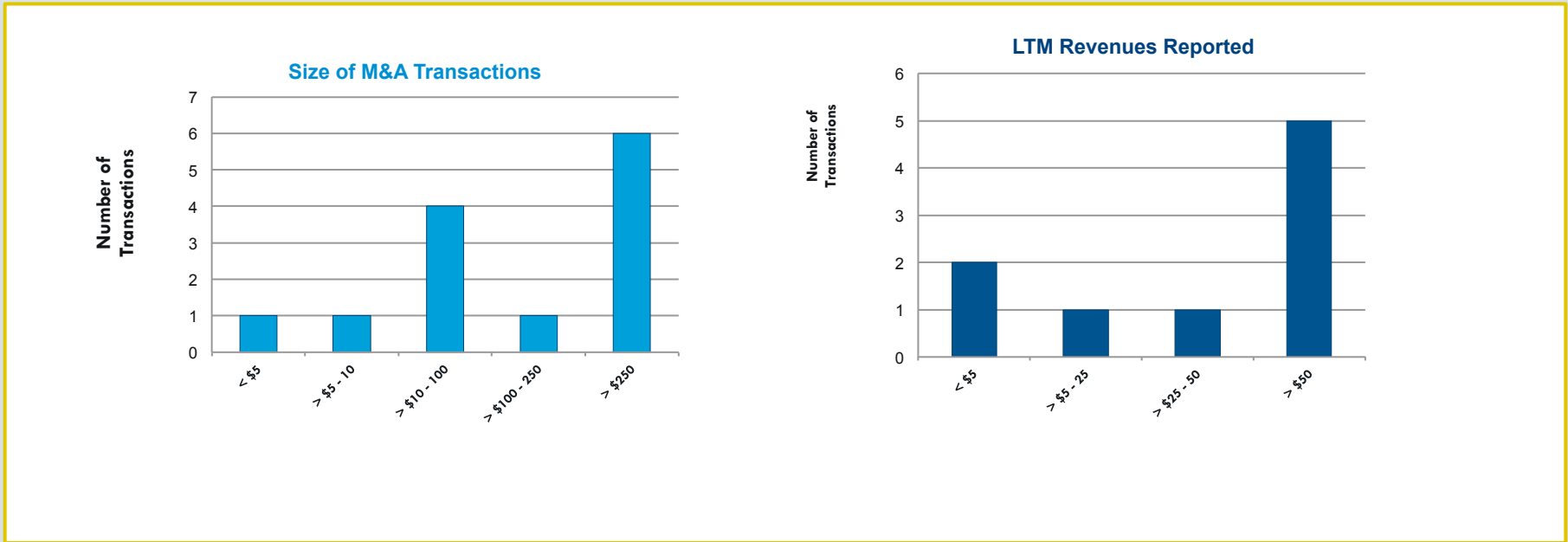
 International

 Highest

 Lowest

 Median

Recent Merger and Acquisition Transactions for a Majority Stake (dollars in millions) as of June 30, 2017



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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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