

# Q4: Quarterly Industry Update

AS OF December 31, 2017

## Investment Advisory

### INDUSTRY SUMMARY

COGENT VALUATION identified **Investment Advisory** publicly traded companies, IPOs, and recent M&A transactions within the Investment Advisory 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 December 31, 2016, the median 52-week share price return of the Investment Advisory industry was 13.6%. Between December 31, 2015 and December 31, 2017, the median EV/EBITDA multiple decreased from 8.5 to 8.5. However, the median price-to-earnings multiple increased from 17.4 to 18.1 over the same period. The median revenue growth and EBITDA margins for the industry for the quarter were 1.0% and 27.9%, respectively.

### Public Company Key Statistics

Median 52-Week  
Return

13.6%

Median 3-Year CAGR  
Return

1.6%

Median EV/Revenue  
Multiple

2.8x

Median EV/EBITDA  
Multiple

8.5x

Median Price/Earnings  
Multiple

18.1x

Median EV/Gross CF  
Multiple

15.3x

## Comparable Public Company Market Price Returns as of December 31, 2017

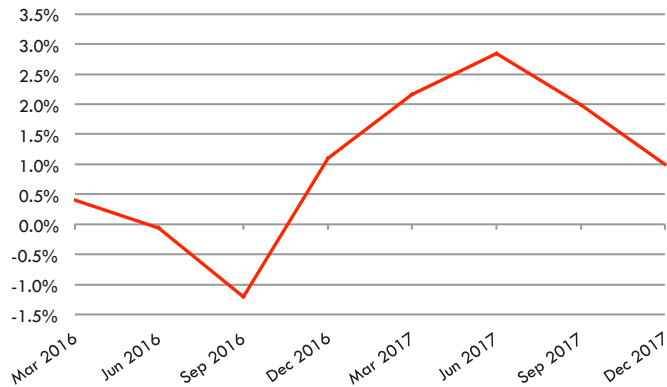
|  | YTD          | 3 Month     | 1 Year       | 2 Year      | 3 Year      | 2016        | 2015          | 2014        |
|--|--------------|-------------|--------------|-------------|-------------|-------------|---------------|-------------|
| AllianceBernstein Holding L.P.             | 6.8%         | 3.1%        | 6.8%         | 2.5%        | -2.2%       | -1.7%       | -7.7%         | 21.0%       |
| Ameriprise Financial, Inc.                 | 52.8%        | 14.1%       | 52.8%        | 26.2%       | 6.4%        | 4.2%        | -19.5%        | 15.0%       |
| Cohen & Steers, Inc.                       | 40.7%        | 19.8%       | 40.7%        | 24.6%       | 0.9%        | 10.2%       | -27.6%        | 5.0%        |
| Diamond Hill Investment Group, Inc.        | -1.8%        | -2.7%       | -1.8%        | 4.6%        | 19.9%       | 11.3%       | 36.9%         | 16.6%       |
| Legg Mason, Inc.                           | 40.4%        | 6.8%        | 40.4%        | 3.4%        | -8.4%       | -23.8%      | -26.5%        | 22.7%       |
| Oaktree Capital Group, LLC                 | 12.3%        | -10.5%      | 12.3%        | -6.1%       | -2.7%       | -21.4%      | -7.9%         | -11.9%      |
| Pzena Investment Management, Inc           | -4.0%        | -2.0%       | -4.0%        | 11.4%       | 4.5%        | 29.2%       | -9.1%         | -19.6%      |
| SEI Investments Co.                        | 45.6%        | 17.7%       | 45.6%        | 17.1%       | 19.1%       | -5.8%       | 30.9%         | 15.3%       |
| Silvercrest Asset Management Group         | 22.1%        | 10.3%       | 22.1%        | 16.2%       | 2.2%        | 10.6%       | -24.0%        | -8.2%       |
| Waddell & Reed Financial, Inc.             | 14.5%        | 11.3%       | 14.5%        | -11.7%      | -27.0%      | -31.9%      | -42.5%        | -23.5%      |
| Westwood Holdings Group, Inc.              | 10.4%        | -1.6%       | 10.4%        | 12.7%       | 5.9%        | 15.2%       | -15.7%        | -0.1%       |
| WisdomTree Investments, Inc.               | 12.7%        | 23.3%       | 12.7%        | -10.5%      | -3.6%       | -29.0%      | 0.0%          | -11.5%      |
| <b>Median of Industry Public Companies</b> | <b>13.6%</b> | <b>8.6%</b> | <b>13.6%</b> | <b>8.0%</b> | <b>1.6%</b> | <b>1.3%</b> | <b>-12.4%</b> | <b>2.4%</b> |

Multiple year periods are calculated as the average annual return.

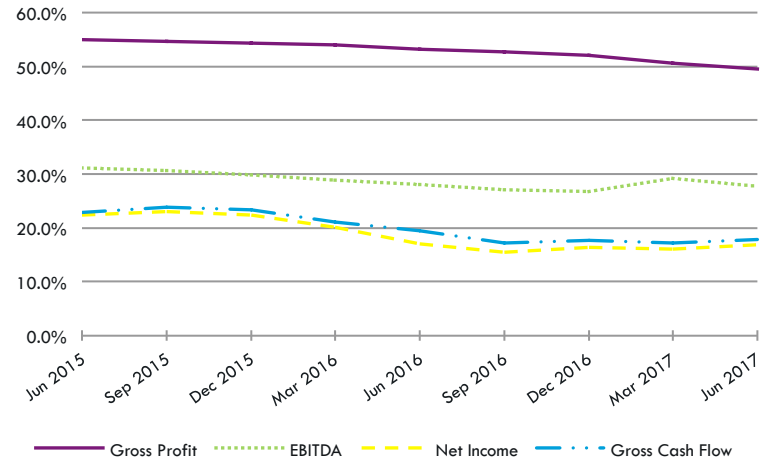
■ Highest Return
 ■ Lowest Return
 ■ Median Return

# Industry Revenue Growth and Profit Margins for the Past Two Years

**Median Quarterly Revenue Growth of All Investment Advisory Companies**



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



## Public Company Median Multiples by Quarter

|                                     | 12/31/17 | 9/30/17 | 6/30/17 | 3/31/17 | 12/31/16 | 9/30/16 | 6/30/16 | 3/31/16 |
|-------------------------------------|----------|---------|---------|---------|----------|---------|---------|---------|
| <b>EV/Revenues Multiple</b>         | 2.8x     | 3.8x    | 3.4x    | 3.5x    | 3.5x     | 3.5x    | 3.5x    | 3.6x    |
| <b>EV/EBITDA Multiple</b>           | 8.5x     | 9.7x    | 9.1x    | 9.2x    | 9.7x     | 9.4x    | 9.3x    | 8.6x    |
| <b>Price/Earnings Multiple</b>      | 18.1x    | 14.3x   | 14.1x   | 14.9x   | 15.6x    | 18.2x   | 20.0x   | 18.7x   |
| <b>EV/Gross Cash Flows Multiple</b> | 15.3x    | 14.6x   | 13.8x   | 14.6x   | 13.9x    | 13.4x   | 15.4x   | 14.6x   |

 Highest Multiple

 Lowest Multiple

 Median Multiple

## Industry Initial Public Offerings—Industry: Investment Advisory (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 |
|------------|--|-------------|----------------|---------------|--------------|-----------|--------------|------------|----------------|----------------|
| 3/11/16    | Harwood Wealth Management Group Plc    | \$1.17      | 16.7           | \$19.4        | \$35.0       | \$0.0     | \$12.2       | \$1.9      | \$0.7          | \$1.9          |
| 5/8/13     | Tristate Capital Holdings, Inc.        | \$11.50     | 5.7            | \$65.6        | \$2,074.3    | \$26.4    | \$56.4       | NA         | \$10.7         | N/A            |
| 5/8/13     | PennyMac Financial Services, Inc.      | \$18.00     | 11.1           | \$200.0       | \$693.0      | \$245.8   | \$346.6      | NA         | \$103.8        | N/A            |
| 5/1/13     | Voya Financial, Inc.                   | \$19.50     | 65.2           | \$1,271.2     | \$220,850.0  | \$9,558.9 | \$9,957.5    | \$1,297.4  | \$766.2        | \$1,297.4      |
| 3/6/13     | Artisan Partners Asset Management Inc. | \$30.00     | 11.1           | \$331.6       | \$287.6      | \$290.0   | \$505.6      | \$49.5     | \$0.0          | \$51.9         |
| 4/11/12    | Oaktree Capital Group, LLC             | \$43.00     | 7.9            | \$380.2       | \$45,498.0   | \$901.0   | N/A          | N/A        | N/A            | N/A            |
| 11/17/11   | Manning & Napier, Inc.                 | \$12.00     | 12.5           | \$150.0       | \$66.1       | \$0.3     | \$323.1      | \$197.8    | (\$34.1)       | \$199.0        |
| 6/29/17    | Median of all IPOs                     | nm          | nm             | \$200.0       | \$693.0      | \$245.8   | \$334.8      | \$123.7    | \$5.7          | \$125.5        |

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 |
|------------------|-------------------------------|-----------------------------|------------------|----------|--------------|--------------|
| 9/18/17          | Hargreave Hale Limited        | Calamos Partners LLC        | \$102.9          | 100%     | \$200.6      | 0.0x         |
| 8/2/17           | Prosperitas Advisers          | Neo-Neon Holdings Limited   | \$27.3           | 87%      | N/A          | N/A          |
| 2/17/17          | Calamos Asset Management Inc. | N/A                         | \$201.6          | 100%     | \$10.3       | 0.0x         |
| 1/20/17          | Buttonwood Finance Limited    | Broadridge Financial        | \$24.2           | 100%     | N/A          | N/A          |
| 12/16/16         | Siebert Financial Corp.       | Gold Castle Group Limited   | \$13.7           | 100%     | N/A          | N/A          |
| 11/4/16          | M&O Systems, Inc.             | Bank of Montreal            | \$25.0           | 100%     | N/A          | N/A          |
| 8/9/16           | STI Securities & Wealth       | Piper Jaffray & Co.         | \$2.2            | 100%     | \$96.0       | 0.0x         |
| 4/13/16          | RI Advice Group Pty Ltd       | AZ Next Generation Advisory | \$103.7          | 100%     | N/A          | N/A          |
| 2/1/16           | The Mutual Fund Store, LLC    | Financial Engines, Inc.     | \$138.8          | 100%     | N/A          | N/A          |
| 1/21/16          | Investor Analytics, LLC       | StatPro Group plc           | \$5.4            | 100%     | \$5.0        | 3.2x         |
| 1/5/16           | Courier Capital Corporation   | Financial Institutions Inc. | \$579.6          | 100%     | \$3.4        | 0.0x         |
| 12/31/15         | HDV Holdings, Inc.            | Blucora, Inc.               | \$16.0           | 100%     | \$302.0      | 0.0x         |

■ USA
 ■ International
 ■ Highest
 ■ Lowest
 ■ Median

(Continued on next page)

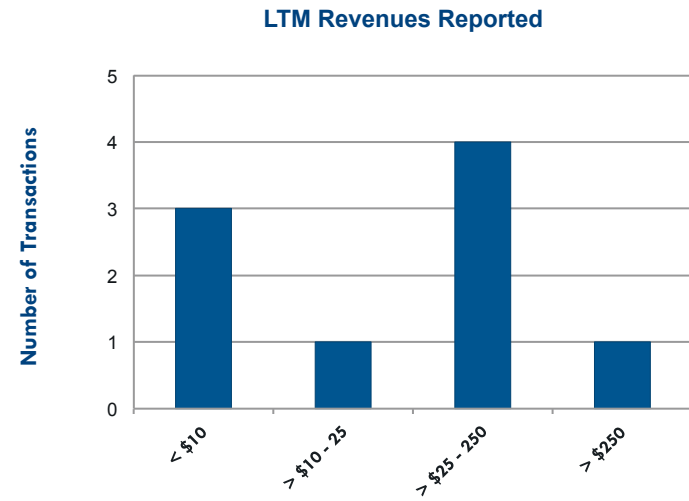
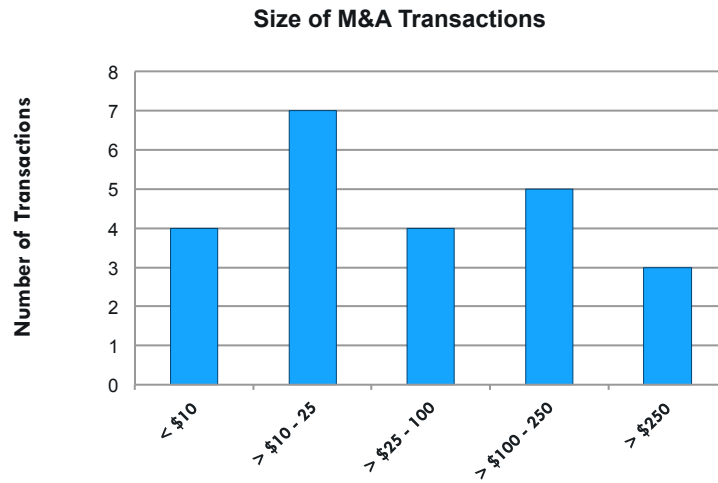
## Recent Merger and Acquisition Transactions for a Majority Stake (dollars in millions)

(Continued from previous page)

| Transaction Date                         | Target                      | Acquirer                  | Transaction Size | % Bought | LTM Revenues | EV/ Revenues |
|--|-----------------------------|---------------------------|------------------|----------|--------------|--------------|
| 10/30/15                                 | Samson Capital Advisors LLC | Fiera Capital Corporation | \$48.5           | 100%     | N/A          | N/A          |
| 9/30/15                                  | Finter Bank Zürich AG       | Vontobel Holding AG       | \$82.0           | 100%     | N/A          | N/A          |
| 9/20/15                                  | Finter Bank Zürich AG       | Cathay Life Insurance     | \$240.0          | 100%     | N/A          | N/A          |
| 8/31/15                                  | Conning & Company Inc.      | Savills Investment Mgmt.  | \$22.9           | 100%     | \$46.4       | 0.0x         |
| 7/31/15                                  | Savills Fund Management     | ALPS Holdings, Inc.       | \$65.0           | 100%     | N/A          | N/A          |
| 5/29/15                                  | Red Rocks Capital LLC       | ZICO Holdings Inc.        | \$6.3            | 100%     | N/A          | N/A          |
| 4/30/15                                  | Entrust Private Wealth      | AFH Financial Group Plc   | \$6.3            | 100%     | \$4.7        | 0.0x         |
| 4/1/15                                   | DNCA Finance                | Zico HOlodings            | \$102.6          | 100%     | \$46.4       | 0.0x         |
| Median of the 20 M&A Transaction Targets |                             |                           | \$36.8           | 100%     | \$46.4       | 0.0x         |

USA
  International
  Highest
  Lowest
  Median

## Recent Merger and Acquisition Transactions for a Majority Stake (dollars in millions) as of December 31, 2017





COGENT VALUATION is a nationally recognized full service business valuation firm that has provided independent valuation and financial advisory opinions in thousands of situations since 1991. These assignments include the valuation of companies and pass-through entities, their securities, and their intangible assets ranging in size from small, closely-held businesses and start-ups, to corporations with market values over a billion dollars, covering almost every industry and all types of transactions. With the collective backgrounds of our managing directors and professional staff, Cogent Valuation brings substantial large deal experience to bear on our middle market transaction opinions. Cogent Valuation utilizes proprietary research, intensive due diligence, and the experience and insights of its professionals to produce thoughtful, well-documented opinions that have consistently withstood the scrutiny of clients and their advisors, investors, regulators, and courts.

This industry research is provided at no charge to Cogent Valuation's clients. Research or detailed information not covered in this report can be obtained for a fee. **Contact Steven Kam at 415-392-0888 or [kam@cogentvaluation.com](mailto:kam@cogentvaluation.com)** for additional information or questions in connection with this research report.

**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.

**Disclosures and Limitations:** This research report is for informational and discussion purposes only. Information presented herein is not investment advice of any kind to any person and does not constitute a recommendation as to the purchase or sale of any interests or as to any other course of action. General, financial, and statistical information concerning the details of this report and related industry are from sources Cogent Valuation believes to be reliable. Cogent Valuation has accurately reflected such information in this research report; however, Cogent Valuation makes no representation as to the sources' accuracy or completeness and has accepted this information without further verification. Neither all nor any part of the content of this report may be conveyed to the public through advertising, public relations, news, sales, mail, direct transmittal, or other media without the prior written consent of Cogent Valuation. Cogent Valuation's research is as of the date reported herein. Cogent Valuation has no affiliation with any of the companies comprising the industry used as a basis for research in this report, nor does Cogent Valuation hold any investments in the companies listed herein. The content of this report may be used, in part, as a basis for any work that Cogent Valuation performs for you in the future at the sole discretion of Cogent Valuation. THIS REPORT IS NOT TO BE USED OR CONSIDERED UNDER ANY CIRCUMSTANCE BY ANYONE AS INVESTMENT ADVICE.