

Q4: Quarterly Industry Update

AS OF December 31, 2019

cogent valuation
FINANCIAL OPINIONS

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 December 31, 2018, the median 52-week share price return of the Online Women's Retail industry was 55.1%. Between December 31, 2017 and December 31, 2019, the median EV/EBITDA multiple decreased from 13.6 to 8.2. Furthermore, the median price-to-earnings multiple decreased from 32.1 to 20.2 over the same period. The median revenue growth and EBITDA margins for the industry for the quarter were -1.3% and 6.8%, respectively.

Public Company Key Statistics

Median 52-Week
Return

55.1%

Median 3-Year CAGR
Return

-19.6%

Median EV/Revenue
Multiple

0.8x

Median EV/EBITDA
Multiple

8.2x

Median Price/Earnings
Multiple

20.2x

Median EV/Gross CF
Multiple

10.2x

Comparable Public Company Market Price Returns as of December 31, 2019

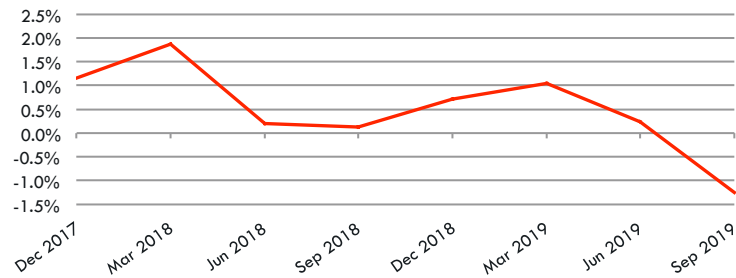
| | 2019 | 3 Month | 1 Year | 2 Year | 2018 | 2017 | 2016 | 2015 |
|--|---------------|---------------|---------------|---------------|--------------|---------------|---------------|---------------|
| Duluth Holdings Inc. | 4.9% | 4.9% | -23.5% | N/A | -29.7% | 74.1% | N/A | N/A |
| Express, Inc. | -29.5% | -29.5% | -42.7% | -38.5% | -5.7% | -37.7% | 17.6% | -21.3% |
| Francesca's Holdings Corporation | -34.3% | -34.3% | -52.3% | -22.4% | -59.5% | 3.6% | 4.3% | -9.2% |
| Jumei International Holding Limited | -0.7% | -0.7% | -50.4% | -45.8% | -41.7% | -44.7% | -33.5% | N/A |
| Nutrisystem, Inc. | -48.8% | -48.8% | 88.3% | 45.2% | 51.8% | 60.1% | 10.7% | 18.9% |
| Tilly's, Inc. | -23.4% | -23.4% | 27.7% | 27.6% | 11.9% | 98.9% | -31.6% | -15.4% |
| Vera Bradley, Inc. | -12.9% | -12.9% | -41.8% | -16.4% | 3.9% | -25.6% | -22.7% | -15.2% |
| Vince Holding Corp. | 44.6% | 44.6% | -89.4% | -58.2% | -84.7% | -11.6% | -82.5% | -14.8% |
| Vipshop Holdings Limited | 41.8% | 41.8% | -40.1% | -27.7% | 6.4% | -27.9% | -21.9% | 133.5% |
| Median of Industry Public Companies | -12.9% | -12.9% | -41.8% | -25.0% | -5.7% | -11.6% | -22.3% | -14.8% |

Multiple year periods are calculated as the average annual return.

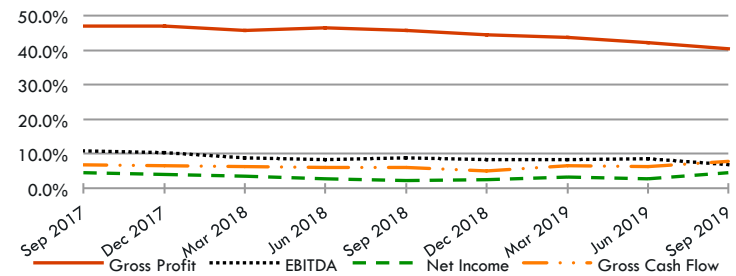
■ Highest Return
 ■ Lowest Return
 ■ Median Return

Industry Revenue Growth and Profit Margins for the Past Two Years

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



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



Public Company Median Multiples by Quarter

| | 12/31/19 | 9/30/19 | 6/30/19 | 3/31/19 | 12/31/18 | 9/30/18 | 6/30/18 | 3/31/18 |
|-------------------------------------|----------|---------|---------|---------|----------|---------|---------|---------|
| EV/Revenues Multiple | 0.8x | 0.7x | 0.6x | 0.6x | 0.5x | 0.7x | 0.7x | 0.8x |
| EV/EBITDA Multiple | 8.2x | 6.8x | 7.9x | 9.5x | 6.7x | 7.8x | 10.0x | 12.1x |
| Price/Earnings Multiple | 20.2x | 27.5x | 22.4x | 28.4x | 29.4x | 21.0x | 24.1x | 25.3x |
| EV/Gross Cash Flows Multiple | 10.2x | 10.9x | 7.3x | 16.3x | 11.7x | 8.2x | 8.5x | 12.9x |

■ Highest Multiple
 ■ Lowest Multiple
 ■ Median Multiple

Industry Initial Public Offerings—Online Women's Retail (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 |
|------------|--|-------------|----------------|---------------|--------------|---------|--------------|------------|----------------|----------------|
| 11/20/19 | SG Group Holdings Limited | \$0.74 | 8.0 | \$5.9 | \$5.8 | \$0.2 | \$20.5 | \$3.2 | \$2.3 | \$3.3 |
| 11/15/19 | Canada Goose Holdings Inc. | \$12.64 | 20.0 | \$252.7 | \$329.1 | \$198.3 | \$293.8 | \$52.5 | \$26.7 | \$55.9 |
| 11/4/18 | Clio Cosmetics Co., Ltd. | \$35.89 | 4.5 | \$161.4 | \$65.9 | \$0.0 | \$142.7 | \$32.2 | \$23.9 | \$33.0 |
| 11/19/15 | Duluth Holdings Inc. | \$12.00 | 6.7 | \$80.0 | \$74.4 | \$12.7 | \$261.2 | \$27.8 | \$15.6 | \$30.0 |
| 5/16/14 | Jumei International Holding Limited | \$22.00 | 11.1 | \$395.1 | N/A | N/A | N/A | N/A | N/A | N/A |
| 11/21/13 | Vince Holding Corp. | \$20.00 | 10.0 | \$200.0 | \$467.8 | \$502.4 | \$752.5 | \$53.4 | (\$52.1) | \$59.0 |
| 5/3/12 | Tilly's, Inc. | \$15.50 | 8.0 | \$124.0 | \$140.8 | \$4.6 | \$400.6 | \$50.6 | \$20.8 | \$65.7 |
| 3/22/12 | 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 |

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

| Transaction Date | Target | Acquirer | Transaction Size | % Bought |
|------------------|---------------------------------------|------------------------------|------------------|----------|
| 12/17/19 | YOOX Net-A-Porter Group S.p.A. | Richemont Italia Holding Spa | \$3,691.7 | 100% |
| 11/17/19 | Blue Nile, Inc. | Bain Capital PE | \$496.7 | 100% |
| 10/6/19 | Megafash Pte Ltd | iFashion Group Pte. Ltd. | \$2.2 | 100% |
| 1/3/19 | 21 Three Clothing Company Ltd | boohoo.com plc | \$4.2 | 100% |
| 2/6/18 | Shoebuy.com, Inc. | Jet.com, Inc. | \$70.0 | 100% |
| 1/3/17 | The Mountain Corporation | Gladstone Investment Corp. | \$4.2 | 100% |
| 4/19/16 | Shoebuy.com, Inc. | Oxford of South Carolina | \$70.0 | 100% |
| 1/7/16 | Gilt Groupe, Inc. | Hudson's Bay Company | \$0.0 | 100% |
| 9/30/15 | zulily, Inc. | QVC, Inc. | \$2,493.6 | 100% |
| 7/13/15 | Orchard Brands Corp. | Bluestem Brands, Inc. | \$410.0 | 100% |
| 6/1/15 | Karmaloop, Inc. | CapX Partners | \$13.0 | 100% |
| 4/3/15 | SkyMall, LLC | C&A Marketing Inc. | \$1.9 | 100% |

■ USA
 ■ International
 ■ Highest
 ■ Lowest
 ■ Median

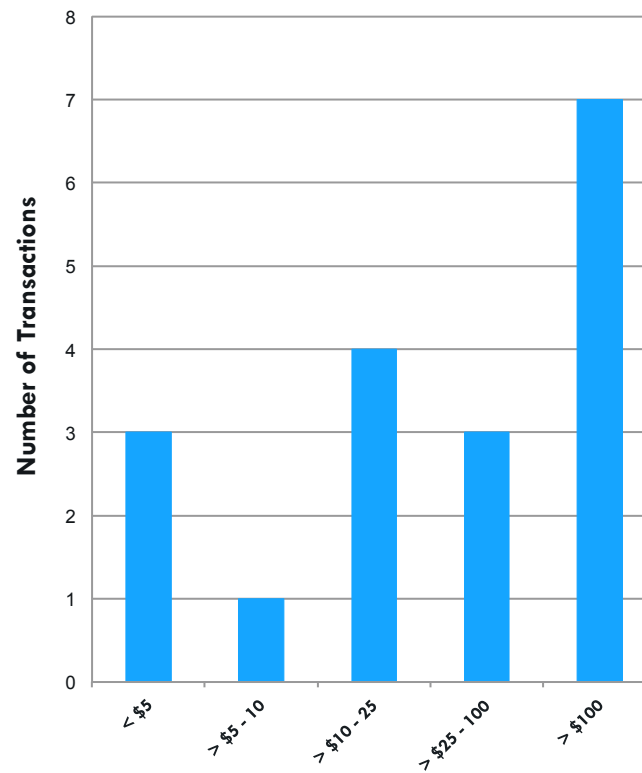
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Size of Recent Merger and Acquisition Transactions for a Majority Stake (dollars in millions)

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| Transaction Date | Target | Acquirer | Transaction Size | % Bought |
|------------------|---|----------------------------|------------------|------------|
| 3/31/15 | MUSE & Co. Ltd. | Mixi, Inc. | \$14.7 | 94% |
| 3/6/15 | LogoSportswear, Inc. | Gladstone Investment Corp. | \$9.7 | 100% |
| 12/12/14 | Shoes.com, Inc. | Shoes.com Technologies | \$11.5 | 100% |
| 9/5/14 | Surfstitch Pty Ltd. | N/A | \$35.7 | 100% |
| 8/5/14 | M and M Direct Limited | BESTSELLER A/S | \$237.8 | 100% |
| 7/11/14 | Shoes.com, Inc. | Hardy Capital Partners | \$140.0 | 100% |
| 6/30/14 | Healthy Directions, LLC | Helen of Troy Limited | \$195.9 | 100% |
| | Median of the 18 M&A Transaction Targets | | \$35.7 | 94% |

Size of Recent Merger and Acquisition Transactions for a Majority Stake (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): 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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