

M&A

PREDICTOR

WHAT IS KPMG'S M&A PREDICTOR?

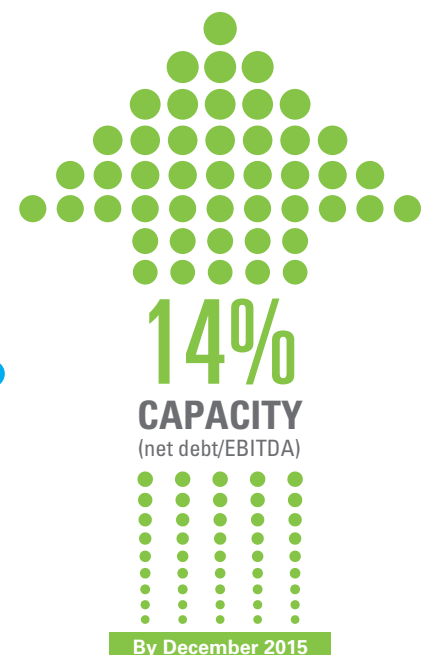
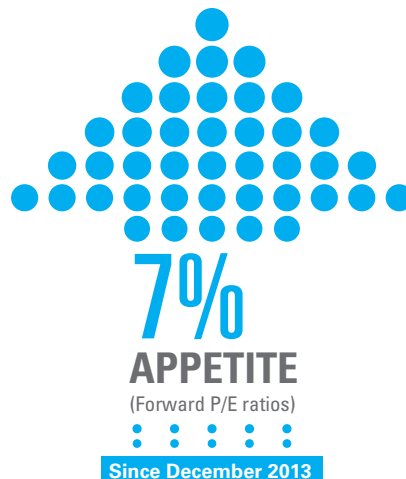
KPMG's M&A Predictor is a forward-looking tool that helps member firm clients to forecast worldwide trends in mergers and acquisitions. It looks at the appetite and capacity for M&A deals by tracking and projecting important indicators 12 months forward. The rise or fall of forward P/E (price/earnings) ratios offers a good guide to the overall market confidence, while net debt to EBITDA (earnings before interest, tax, depreciation and amortization) ratios helps gauge the capacity of companies to fund future acquisitions. The Predictor covers the world by sector and region. It is produced twice a year, using data comprising 1,000 of the largest companies in the world by market capitalization.*

RISE IN DEAL COMPLETIONS REFLECTS GROWING CONFIDENCE IN M&A MARKETS

The world's largest corporates are expected to show an increased appetite for M&A deals and will likely have more capacity to fund prospective transactions in 2015, according to the latest analyst expectations.

Analysts are expecting the world's largest corporates to show an increasing appetite for deals, with predicted forward P/E ratios (our measure of corporate appetite) 7 percent higher than 12 months ago. The capacity to transact, as measured by forecast net debt to EBITDA, is expected to improve 14 percent over the next year, with the largest companies paying down debt and stockpiling cash.

This rise in both appetite and capacity is already being reflected in the level of transactions completed, with both completed deal volumes and deal values over the last 6 months reversing the downward trend of recent years.



“THE GLOBAL PREDICTOR DATA INDICATES A RETURN OF CONFIDENCE IN THE M&A MARKETS.”

A POSITIVE PICTURE, BUT CHALLENGES REMAIN IN SOME KEY MARKETS

Most global regions are predicted to show a rising level of confidence through 2015, according to analysts' expectations.

“The global Predictor data indicates a return of confidence in the M&A markets. For the first time in almost 3 years, this confidence is driving M&A transactions activity, with both deal volumes and deal values moving in a positive direction during the second half of 2014,” said Leif Zierz, KPMG International's Global Head of Deal Advisory and a partner at KPMG in Germany.

In North America, predicted forward P/E ratios for the largest corporates rose 8 percent during 2014. While Asia Pacific (excluding Japan) recorded the strongest figures of any region, with predicted forward P/E ratios rising 12 percent in the same period.

European corporates also showed an increase in confidence, but continuing economic frailties in the Eurozone and political uncertainties in relations with Russia appear to be having an impact. Against this backdrop, it is perhaps not surprising that forward P/E ratios in Europe rose only a modest 4 percent over the year.

The capacity of corporates to fund M&A transactions continues to rise as companies pay down debt. Global net debt to EBITDA ratios are expected to fall 14 percent over the next 12 months. This anticipated uptick in capacity is reflected across all regions, except Latin America where capacity is unchanged, at zero percent.

BRAZIL AND RUSSIA STRUGGLING

The positive global picture contrasts with some interesting data at a country level. Russia's economic troubles, for example, sent M&A confidence tumbling 34 percent during 2014, with market capitalizations of the largest corporates plummeting 43 percent in just 6 months. “The combination of sanctions and the economic downturn is really affecting business confidence and in particular the short term willingness to invest,” says Sean Tiernan, EMA Head of Deal Advisory and a partner at KPMG in Russia. “We do not expect an uptick in M&A activity until both the geo-political and macro-economic outlook improve.”

In Brazil, confidence rose just 1 percent over the year, and the anticipated capacity to transact fell by 5 percent, as debt levels rose. The lackluster data is at least partly explained by the decline in global commodities and energy prices over the past year – two sectors that are central to the overall health of the Brazilian economy.

“There are a few mega companies, particularly in the hard-hit energy and natural resources sector, which have a disproportionate effect on the Brazilian stock market. However, if you look at the bigger picture, confidence is still on an upward trajectory over the past 5 years, and there is plenty of space for M&A to pick up again,” explains Cláudio Ramos, Head of Deal Advisory in South America and a partner at KPMG in Brazil.

GERMANY IN GOOD SHAPE

On the face of it, the data from Germany shows a modest 5 percent rise in projected deal confidence between July and December 2014 after a reversion by 6 percent between December 2013 and July 2014, masking an overall 1 percent decline over the year. But Leif Zierz, cautions against reading too much into the confidence figures. “Over recent years, the Predictor has shown an upward trend for confidence in the German market, therefore while the Predictor data suggests that

“THERE ARE A FEW MEGA COMPANIES, PARTICULARLY IN THE HARD-HIT ENERGY AND NATURAL RESOURCES SECTOR, WHICH HAVE A DISPROPORTIONATE EFFECT ON THE BRAZILIAN STOCK MARKET.”

confidence among German corporates is currently stable, I would counter that the general mood for doing M&A transactions is rather good due to a good war chest. We have seen an increased number of larger M&A transactions in Germany during the last 6 months and I expect this to continue and be followed by mid-to-smaller size deals.”

Indeed, a predicted 21 percent improvement in the capacity to transact suggests that German corporates are well placed to capitalize on M&A opportunities going forward.

TOUGHTIMES FOR ENERGY AND NATURAL RESOURCES

Falling oil and commodities prices, as could be expected, put a squeeze on corporates in the energy industry. Profits and market capitalization fell by 23 percent and 10 percent respectively during the past year. The predicted capacity to transact also declined, as debt levels increased, with an anticipated 17 percent reduction in capacity over the next year. Energy is the only industry in the analysts’ data which shows a decrease in capacity.

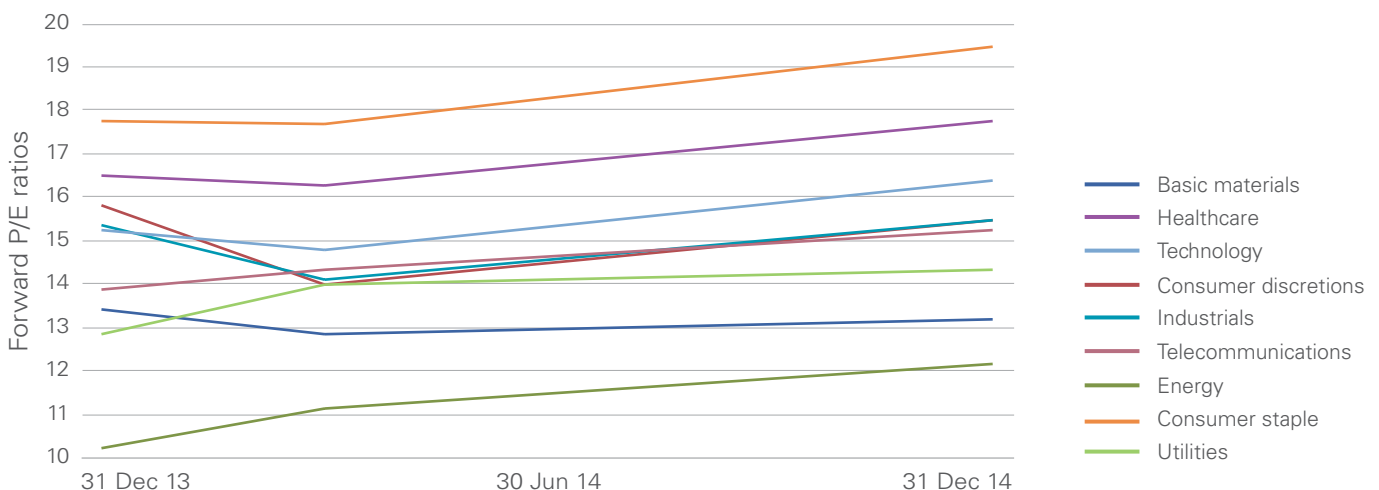
It was a different story for healthcare, which showed a 7 percent increase in corporate appetite to do transactions compared with 12 months ago and an

anticipated increase in capacity of 33 percent to do deals over the next year.

Technology continues to command a strong position as it improves its cash reserves, resulting in an expected increase in capacity of 73 percent over the next year.

According to Philip Isom, Global Head of M&A, Deal Advisory, and a partner at KPMG in the US, “Going forward, it will be interesting to see what impact falling energy and commodities prices have on corporate confidence and deals levels, as these are crucial sectors in a number of key markets.”

Market confidence by industry sector



Source: S&P Capital IQ/KPMG Analysis

“IT’S ENCOURAGING TO SEE A POSITIVE GLOBAL PICTURE AFTER SEVERAL YEARS OF MUTED PERFORMANCE.”

DEALS ON THE UP

This rise in both appetite and capacity is already being reflected in the level of transactions completed, with both completed deal volumes and deal values over the last 6 months reversing the downward trend of recent years. Trailing 12-month statistics show values for worldwide completed deals rose from US\$2.09 trillion in January 2014 to US\$2.45 trillion in December 2014. In the same period, deal volumes rose from 28,733 to 29,511.

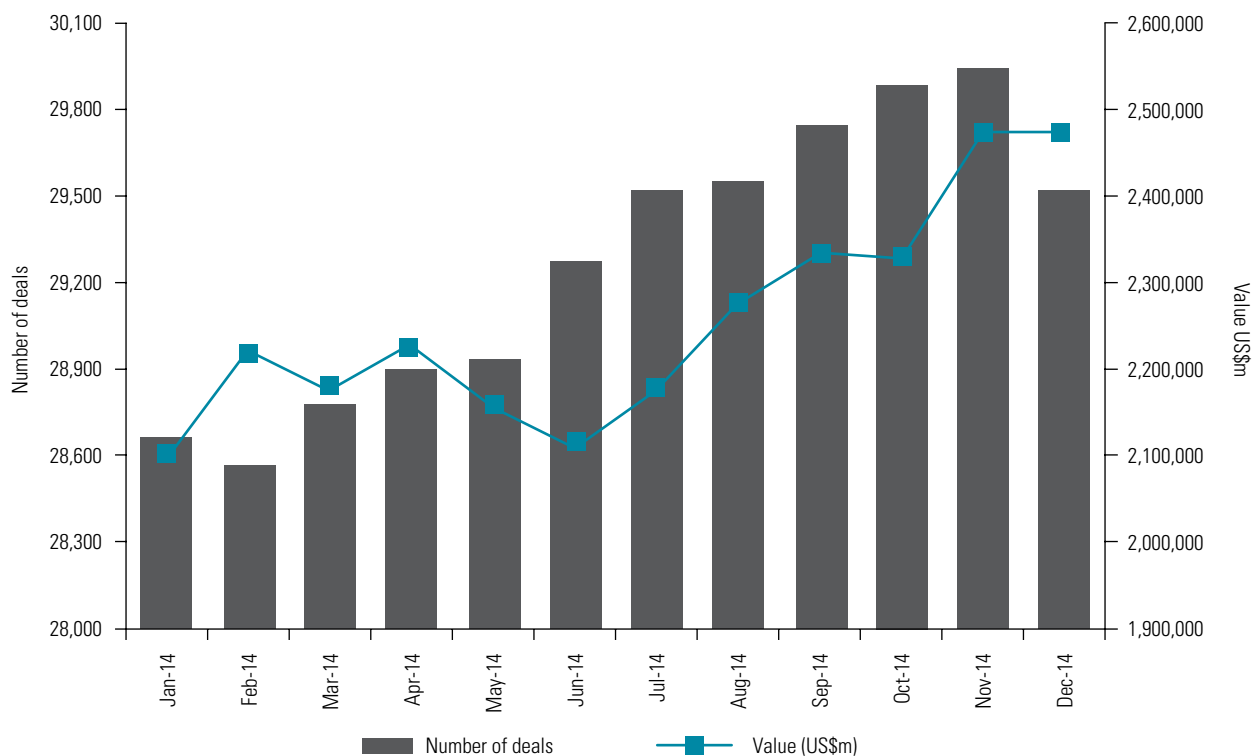
The second half of the year in particular saw a notable rise in deal volume and values, an indication,

perhaps, of the positive sentiment returning to M&A markets.

In particular, North America, Europe and the UK all ended 2014 with their highest level of deal values for the year.

“It’s encouraging to see a positive global picture after several years of muted performance,” commented Philip Isom. “It’s been a good year for M&A overall, particularly in North America where debt markets have recovered.”

Worldwide completed deals: 1 year trailing Jan 14 – Dec 14



Source: Thomson Reuters SDC

Deal Advisory: Delivering real results

KPMG's integrated team of specialists works at deal speed to help you find, secure and drive value throughout your business transformation and transaction lifecycle. By thinking like an investor, our M&A specialists can support you – whether you are on the buy side or the sell side – to see beyond immediate challenges to drive strategic change.

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*The financial services and property sectors are excluded from our analysis, as net debt/EBITDA ratios are not considered relevant in these industries. All the raw data within the Predictor is sourced from S&P Capital IQ. Where possible, earnings and EBITDA data is on a pre-exceptionals basis with the exception of Japan, for which GAAP has been used.

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