

AEROSPACE & DEFENSE Q3 2023 VALUATION UPDATE



Introduction

We are pleased to share our Aerospace & Defense Industry Multiples Valuation Update for Q3 2023.

At Seale & Associates, we are committed to providing process-driven solutions designed to optimize value and achieve our client's strategic objectives in a range of transactions, including Mergers, Acquisitions, Divestitures and Carve-Outs, Business Sales, Recapitalizations, and Joint Ventures, among other corporate finance and strategy consulting services.

Over the course of 25+ years, we have successfully served clients all over the world, and we are delighted to continue providing investment banking advisory services to our Aerospace & Defense Industry clients who are looking to grow through acquisitions or optimize their portfolios through strategic divestitures.

Seale has extensive experience advising leading multinational companies, private equity firms, and family-owned businesses across a wide range of industries.

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Sector Relevant Experience

	TRIUMPH	TRIUMPH
has sold	has sold	has sold
Triumph Processing - Embee Division	Triumph Structures - Los Angeles, Inc.	Triumph Processing, Inc. to
to	to	a portfolio company of
ALL METALS PROCESSING	Aerospace Systems and Structures LLC	TRIVE CAPITAL
a portfolio company of	Derlan Industries Limited	KV/ERNER
	has sold	has sold
has sold its		Heavymph Air Repair &
Texas Precision Machining	al comostices	Triumph Engines businesses
Business	to	to
<i>to</i> Harlow Aerostructures Texas, LLC	🔆 ІТТ	HEAVYLIFT HOLDINGS LTD.
LORD	GOODRICH	NJVC Driven by Your Mission*
Acquisition	Acquisition	Acquisition
Advisory Services	Advisory Services	Advisory Services

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Sector Relevant Experience

Extensive M&A transaction experience, including

- Advised Lockheed Martin Corporation, a global Aerospace and Defense company, on the sale of its commercial flight training business to Alteon, a full-service provider of airline training solutions and a subsidiary of The Boeing Company
 - Seale focused marketing materials on synergies with buyer's business and demonstrated premium pricing rationale through proforma financials
- Advised **Triumph Group Inc**. on the sale of its **Triumph Air Repair** business, a provider of **APU** maintenance and overhauls solutions, and **Triumph Engines Tempe** business, a vertically integrated provider of engine component repair and manufacturing services, to **The Gores** Group
 - The assignment included the sale of a niche provider of hot-section component manufacturing and repair services for original equipment manufacturers, aircraft operators, and repair and overhaul providers
- Advised Triumph Group Inc. on the sale of its Nashville operations to affiliates of TECT Aerospace
 - The Nashville operations offer vertically integrated, build-to-print manufacturing of long-andlarge structural parts to OEM customers
 - The assignment had a number of challenges and issues to resolve, including lack of standalone financial statements, accounting block / POC accounting, carve-out operations, declining volumes, restructured business and OEM assignments and approvals
- Advised RFE Investment Partners on the sale of PCX Texas from its PCX Aerosystems portfolio company. The Texas based operations offers large structural airframe parts and assemblies to premier aerospace OEMs and Tier 1 suppliers on a range of commercial and military platforms
 - Seale positioned the business on a go forward basis that included cost savings from recent restructuring efforts and presented a proforma illustration of performance under increased volumes

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Aerospace & Defense Industry Overview, M&A Trends and Market Intelligence

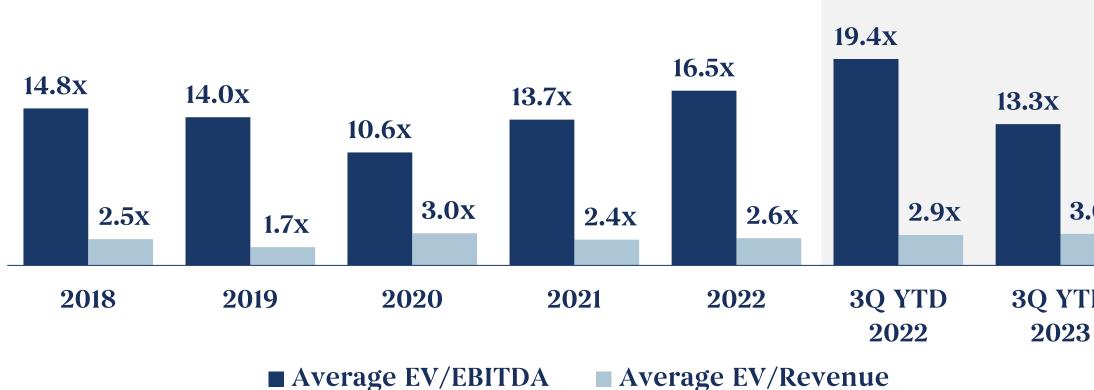
Industry Overview

- The A&D market is expected to grow to US\$1,234.4 billion by 2027, representing a CAGR of 5.9%
- 2023 saw aerospace **regain altitude**, propelled by resurgent skies, unwavering defense, and agile supply chains. Sustainability fuels this ascent with electric planes, biofuels, and smart tech, charting a course towards greener heavens
- North America was the largest region in the A&D market in 2023. It is expected to be the fastest-growing region in the forecast period
- The industry is **primarily focused on portfolio optimization**, driving assets coming to market at low- to mid-range values as well as strategic and focused acquisitions to build out capabilities and programs (including unmanned and space)
- The aircraft manufacturing sector is beginning to recover after reporting some of the lowest volumes of aircrafts due to the COVID-19 pandemic
- The defense manufacturing sector has remained on an upward trend, the sectors more likely to emerge include intelligence, surveillance, and cybersecurity
- **Economic recovery** for the A&D industry gained momentum **on the** heels of rising demand for air travel



Aerospace & Defense Industry M&A Deal Size and Volume

Aerospace & Defense Industry M&A Average EV/EBITDA and EV/Revenue



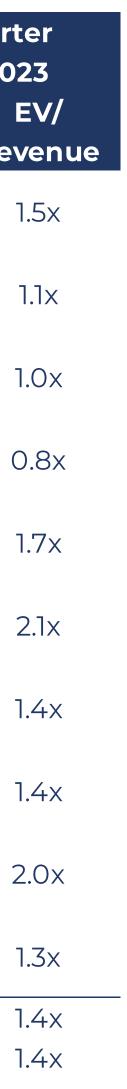




Selected OEM's Global Comparable Public Companies

		Country	Market	Enterprise	Revenue	EBITDA		Average BITDA	Third Quart Sep. 30, 202	
Company		Country	Cap. US\$M	Value US\$M	US\$M	Margin	2021	2022	EV/ EBITDA	E Rev
Airbus SE	GAIRBUS	NLD	\$106,064	\$101,567	\$66,897	11.9%	14.8x	11.3x	12.7x	1.
Bombardier Inc.	BOMBARDIER	CAN	\$3,338	\$8,707	\$7,639	10.0%	81.8x	26.1x	11.4x	1
Dassault Aviation société anonyme	DASSAULT	FRA	\$14,919	\$6,949	\$6,666	16.1%	6.4x	6.9x	6.5x	1.
Embraer S.A.		BRA	\$2,533	\$4,154	\$5,374	5.0%	79.8x	14.3x	15.5x	0
General Dynamics Corporation	GENERAL DYNAMICS	USA	\$60,226	\$70,557	\$40,859	13.4%	11.8x	13.4x	12.9x	1.
Northrop Grumman Corporation	NORTHROP GRUMMAN	USA	\$66,601	\$80,327	\$38,685	19.8%	11.3x	9.5x	10.5x	2
Rolls-Royce Holdings plc	ROLLS	GBR	\$22,542	\$26,165	\$18,845	13.5%	16.3x	9.9x	10.3x	1.
Saab AB (publ)	🚳 SAAB	SWE	\$6,792	\$6,456	\$4,529	10.2%	13.3x	10.7x	13.9x	1.
The Boeing Company	BOEING	USA	\$115,622	\$154,152	\$75,756	2.0%	NM	208.0x	103.0x	2.
Textron Inc.	TEXTRON	USA	\$15,477	\$17,696	\$13,427	12.0%	13.8x	11.Ox	11.0x	1.
Excluded from mean and median NM: Not Measurable						Mean Median	12.5x 13.8x	12.6x 11.1x	11.6x 12.1x	1. 1.

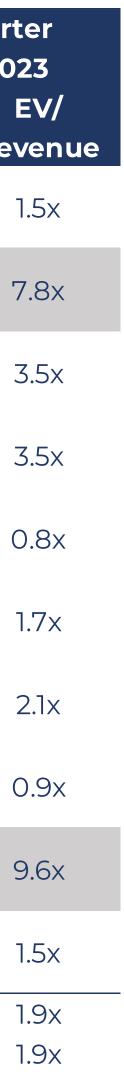




Selected Structure and Manufacturers Global Comparable Public Companies

		• • • • • • • • • • • • •	Market	Enterprise	Revenue	EBITDA		Average BITDA	Third Quar Sep. 30, 20	
Company	C	Country	Cap. US\$M	Value US\$M	US\$M	Margin	2021	2022	EV/ EBITDA	E Rev
BAE Systems plc	BAE SYSTEMS	GBR	\$36,950	\$41,354	\$27,477	14.1%	8.4x	10.8x	10.6x	1.
HEICO Corporation	HEICO	USA	\$19,646	\$20,556	\$2,641	26.9%	39.3x	33.4x	28.9x	7.
Hexcel Corporation	HEXCEL	USA	\$5,502	\$6,177	\$1,761	20.5%	32.2x	21.2x	17.1x	3
Howmet Aerospace Inc.		USA	\$19,065	\$22,685	\$6,422	21.9%	14.3x	14.9x	16.1x	3
Leonardo S.p.a.	<i>k LEONARDO</i>	ITA	\$8,318	\$12,868	\$15,945	10.0%	5.0x	5.7x	8.1x	0
Lockheed Martin Corporation	LOCKHEED MARTIN	USA	\$102,989	\$116,861	\$67,688	15.7%	10.7x	14.3x	11.Ox	1.
RTX Corporation	RTX	USA	\$104,521	\$137,660	\$67,086	18.7%	17.1x	14.1x	11.0x	2
Spirit AeroSystems Holdings, Inc.	SPIRIT AEROSYSTEMS	USA	\$1,699	\$5,139	\$5,555	-1.4%	NM	64.4x	NM	0
TransDigm Group Incorporated	TRANSDIGM GROUP INC.	USA	\$46,527	\$63,192	\$6,585	45.8%	26.4x	21.5x	20.9x	9
Triumph Group, Inc.	TRIUMPH	USA	\$588	\$2,119	\$1,403	14.6%	9.8x	11.8x	10.4x	1.
Excluded from mean and median NM: Not Measurable						Mean Median	13.1x 14.3x	14.3x 14.6x	12.0x 11.0x	1. 1.

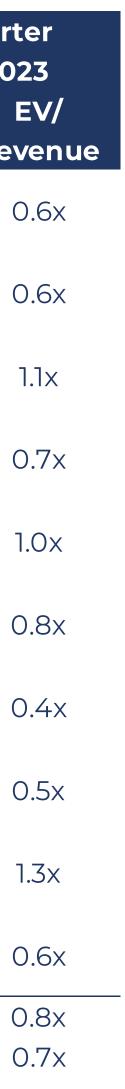




Selected North American Airlines Global Comparable Public Companies

		Country	Market	Enterprise	Revenue	EBITDA	Annual Average EV/EBITDA		Third Quart Sep. 30, 20	
Company		Country		Value US\$M	US\$M	Margin	2021	2022	EV/ EBITDA	E Rev
Air Canada	😟 AIR CANAD	A CAN	\$5,136	\$9,748	\$15,774	14.0%	NM	15.2x	4.4x	0
Alaska Air Group, Inc.	Alaska.	USA	\$4,717	\$6,161	\$10,352	16.9%	27.3x	8.0x	3.5x	0
Allegiant Travel Company	allegiant	USA	\$1,385	\$2,679	\$2,510	19.5%	36.7x	12.2x	5.5x	1
American Airlines Group Inc.	American Airlines	USA	\$8,370	\$38,892	\$52,914	22.5%	NM	16.9x	3.3x	0
Controladora Vuela Compañía de Aviación, S.A.B. de C.V.	volaris 🕂	MEX	\$793	\$3,242	\$3,180	17.2%	17.1x	5.4x	5.9x	1.
Delta Air Lines, Inc.	📥 D E L T A	USA	\$23,691	\$46,305	\$57,260	18.0%	222.4x	21.0x	4.5x	0
JetBlue Airways Corporation	jetBlue	USA	\$1,533	\$4,314	\$9,705	17.0%	NM	10.8x	2.6x	0
Southwest Airlines Co.	Southwest	USA	\$16,124	\$13,273	\$25,440	9.1%	110.8x	14.6x	5.7x	0
Spirit Airlines, Inc.	spirit	USA	\$1,801	\$6,893	\$5,432	15.3%	100.0x	24.4x	8.3x	1.
United Airlines Holdings, Inc.	UNITED	USA	\$13,874	\$30,577	\$52,491	21.7%	NM	15.7x	2.7x	0
Excluded from mean and median NM: Not Measurable						Mean Median	27.0x 68.3x	12.3x 14.9x	4.6x 4.5x	0 0





Selected International Airlines Global Comparable Public Companies

		0 1	Market	Enterprise	Revenue	EBITDA		Average BITDA	Third Quart Sep. 30, 202	
Company		Country	Cap. US\$M	Value US\$M	US\$M	Margin	2021	2022	EV/ EBITDA	E Rev
Air France-KLM SA	AIRFRANCEKLM GROUP	FRA	\$3,236	\$10,329	\$31,479	13.9%	NM	7.0x	2.4x	С
ANA Holdings Inc.	ANA	JPN	\$9,807	\$12,000	\$12,851	16.5%	NM	31.4x	5.7x	С
Cathay Pacific Airways Limited	CATHAY PACIFIC	HKG	\$6,610	\$14,807	\$9,715	21.2%	154.4x	51.9x	7.2x	1
Deutsche Lufthansa AG	Se Lufthansa	DEU	\$9,498	\$15,796	\$39,105	12.4%	NM	15.2x	3.3x	С
easyJet plc	easyJet	GBR	\$3,937	\$4,128	\$9,971	6.7%	NM	6.4x	6.2x	С
International Consolidated Airlines Group S.A.	INTERNATIONAL AIRLINES GROUP	GBR	\$8,878	\$16,865	\$30,287	17.1%	NM	16.4x	3.2x	С
Japan Airlines Co., Ltd.	JAPAN AIRLINES	JPN	\$8,508	\$10,096	\$10,565	16.2%	NM	28.8x	5.9x	1
Korean Air Lines Co., Ltd.	KORFAN AIR	KOR	\$5,969	\$9,543	\$11,587	25.9%	10.0x	5.1x	3.2x	С
LATAM Airlines Group S.A.	LATAM AIRLINES	CHL	\$5,455	\$9,826	\$11,141	14.7%	82.4x	53.8x	6.0x	С
Ryanair Holdings plc	RYANAIR	IRL	\$19,185	\$18,165	\$13,478	22.7%	56.0x	49.7x	5.9x	1
Excluded from mean and median NM: Not Measurable						Mean Median	49.5x 69.2x	10.0x 22.6x	4.9x 5.8x	C C

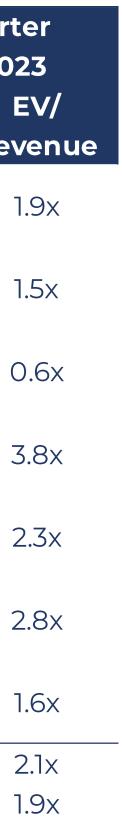




Selected Avionics Providers Global Comparable Public Companies

Company		Country	Market	Enterprise Value	Revenue US\$M	EBITDA	Annual Average EV/EBITDA		Third Quart Sep. 30, 202	
Company		Country	Cap. US\$M	US\$M		Margin	2021	2022	EV/ EBITDA	E Rev
Aerospace Industrial Development Corporation	AIDC	TWN	\$1,607	\$2,216	\$1,194	10.5%	30.6x	22.2x	17.7×	1.
BAE Systems plc	BAE SYSTEMS	GBR	\$36,950	\$41,354	\$27,477	14.1%	8.4x	10.8x	10.6x	1.
DXC Technology Company	TECHNOLOGY	USA	\$4,274	\$8,509	\$14,039	6.9%	4.7x	3.6x	8.8x	0
Honeywell International Inc.	Honeywell	USA	\$122,660	\$136,857	\$36,408	24.7%	19.5x	16.2x	15.2x	3
L3Harris Technologies, Inc.	L3HARRIS FAST. FORWARD.	™ USA	\$32,932	\$42,193	\$18,657	15.7%	13.1x	14.1x	14.4x	2
Safran SA			\$66,088	\$66,514	\$23,421	19.6%	18.8x	16.4x	14.5x	2
Thales S.A.	THALES	FRA	\$29,369	\$30,426	\$19,082	14.6%	9.1x	10.5x	10.9x	1.
Excluded from mean and median						Mean	12.3x	15.1x	13.2x	2
NM: Not Measurable						Median	13.1x	15.2x	14.4x	1.

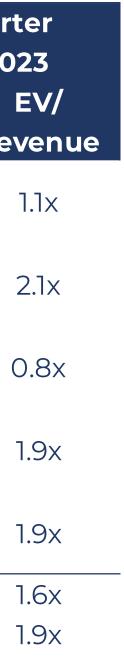




Selected MRO Service Global Comparable Public Companies

Company		Country	Market	Enterprise Value	Revenue	EBITDA		Average BITDA	Third (Sep. 3	Ŭ.
Company		Country	Cap. US\$M	US\$M	US\$M	Margin	2021	2022	EV/ EBITDA	E Rev
AAR Corp.		USA	\$2,067	\$2,353	\$2,094	9.1%	18.2x	11.1x	12.3x	1
Aerostar S.A.	AEROSTAR S.A.	ROM	\$278	\$229	\$109	23.0%	10.1x	10.2x	9.1x	2
Latécoère S.A.	LATÉCOÈRE	FRA	\$41	\$457	\$599	NM	33.3x	NM	NM	0
MTU Aero Engines AG	Aero Engines	DEU	\$9,773	\$10,346	\$5,467	17.8%	20.8x	15.5x	10.6x	1
Singapore Technologies Engineering Ltd	ST Engineering	SGP	\$8,923	\$13,356	\$7,051	13.5%	14.4x	14.6x	14.0x	1
Excluded from mean and median						Mean	15.9x	12.8x	11.5x	1
NM: Not Measurable						Median	18.2x	12.9x	11.5x	1





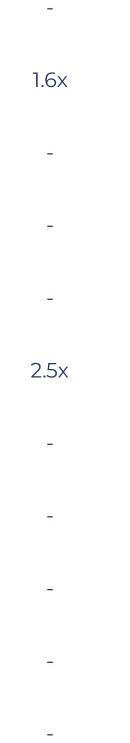
Aerospace & Defense Industry – Global Transactions (1/2)

Date	Target	Country	Description	Buyer	Seller	% Acquired	Size US\$M	EV/ EBITDA	Re
Sep-23	Performance You Require. Value You Expect."	USA	Manufactures and supplies tactical military communication equipment	CYBERLUX.	-	100.0%	\$7.0	_	
Sep-23	Aviatron (M) Sdn Bhd	MYS	Manufactures aircraft structure parts, and precision and engineering components		-	100.0%	\$43.4	5.0x	
Sep-23	EO Vista, LLC	USA	Provides space and airborne electro-optical sensor systems	GENERAL ATOMICS	-	100.0%	-	-	
Aug-23	SatixFy Space Systems UK Limited	GBR	Provides a satellite IoT terminal based enabling worldwide mobility and connectivity		SatixFy	100.0%	\$60.0	-	
Aug-23	BLUEBEAR ⋖	GBR	Manufactures AI-enabled autonomous swarm systems	SAAB	-	100.0%	-	-	
Aug-23	Ball Aerospace & Technologies Corp.	USA	Manufactures spacecraft, instruments and sensors, satellites, components, data exploitation systems, and RF solutions	BAE SYSTEMS	Ball	100.0%	\$5,550.0	-	
Aug-23	Photonics Business	AUS	Designs and manufactures precision optical systems	NORSELD	BAE SYSTEMS	100.0%	-	-	
Aug-23	LBS	USA	Provides logistics, airfield operations, vehicular overhaul, engineering, and technical staffing services	GLOBAL SOLUTIONS	vsp	100.0%	-	-	
Aug-23	ACCR FAB	GBR	Manufactures high precision machined and fabricated components	ENDLESS ENACT	-	ND	-	-	
Aug-23	9 FREE SPACE	USA	Provides satellite autonomy and software	SCĆUT	-	100.0%	-	-	
Jul-23	Actuation and Flight Control Business	GBR	Provides actuation and flight control systems for commercial & military aircraft and helicopters	SAFRAN AEROSPACE · DEFENCE · SECURITY	Collins Aerospace	100.0%	\$1,800.0	-	
ND: Not	Disclosed								

Source: Capital IQ, Mergermarket







Aerospace & Defense Industry – Global Transactions (2/2)

Date	Target	Country	Description	Buyer	Seller	% Acquired	Size US\$M	EV/ EBITDA	EV/ Revenue
Jul-23	SK AeroSafety Group	GBR	Provides inspection, testing, maintenance, and repair of passenger safety equipment on aircraft	Bridgepoint	LEVINE LEICHTMAN CAPITAL PARTNERS	100.0%	-	-	_
Jul-23	ECLIPTIC	USA	Provides robust aerospace systems to capture, control and manage data on rockets and spacecrafts		-	100.0%	-	-	-
Jul-23	TREDENT	USA	Provides technology solutions for military and intelligence communities	LIGHTRIDGE	-	100.0%	-	-	-
Jul-23	COBHRM AEROSPACE COMMUNICATIONS	FRA	Designs, produces, and supports aircraft avionics systems	THALES	COBHAM	100.0%	\$1,100.0	-	-
Jul-23	Honeywell Assets	USA	Assets related to certain Inertial, Communication and Navigation product lines	Innovative Solutions & Support	Honeywell	100.0%	\$36.0	-	-
Jul-23	Savannah River NUCLEAR SOLUTIONS ^{**}	USA	Operates the U.S. Department of Energy's Savannah River Site	Huntington Ingalls Industries, Fluor Corporation	Honeywell	ND	-	-	-
ND: Not I	Disclosed							Mean	2.1x

Median





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Selected Transactions Commentary



"This marquee acquisition would advance our company's position in some of the fastest growing segments of the defense market and further increase our alignment with enduring customer priorities in both the U.S. National Defense Strategy and U.S. Intelligence Strategy. Ball Aerospace's world-class products, capabilities and deep customer relationships would enhance our existing portfolio in areas including space, C4ISR and missile systems."

Tom Arseneault, President and CEO of BAE Systems



"The contemplated transaction represents a unique opportunity to develop our position in mission critical actuation and flight control functions. Our highly complementary product offerings would create a global leader in these segments with around \$1.8 billion of sales. The transaction would enable us to deliver a comprehensive offering to our clients and position us extremely well for next-generation platforms as the segments move toward increased electrification."

Olivier Andriès, CEO of Safran



"With the acquisition of Cobham Aerospace Communications and its highly skilled team of aerospace" communications experts, and combined with our own critical avionics experts, Thales will establish a game changer in the very attractive and fast-growing communications and connectivity market to the benefit of a more sustainable aerospace future." Yannick Assouad, Executive Vice-President Avionics of Thales

Innovative Solutions & Support has acquired

Assets from

Honeywell

"We are pleased to announce the exclusive licensing of these product lines from Honeywell Aerospace. This is a unique opportunity that enhances our current offerings in the Air Transport, Military and Business Aviation markets. In addition, there are potential cost synergies from leveraging our skilled engineering team and better utilizing existing operational capacity in Exton." Shahram Askarpour, CEO of Innovative Solutions & Support, Inc.











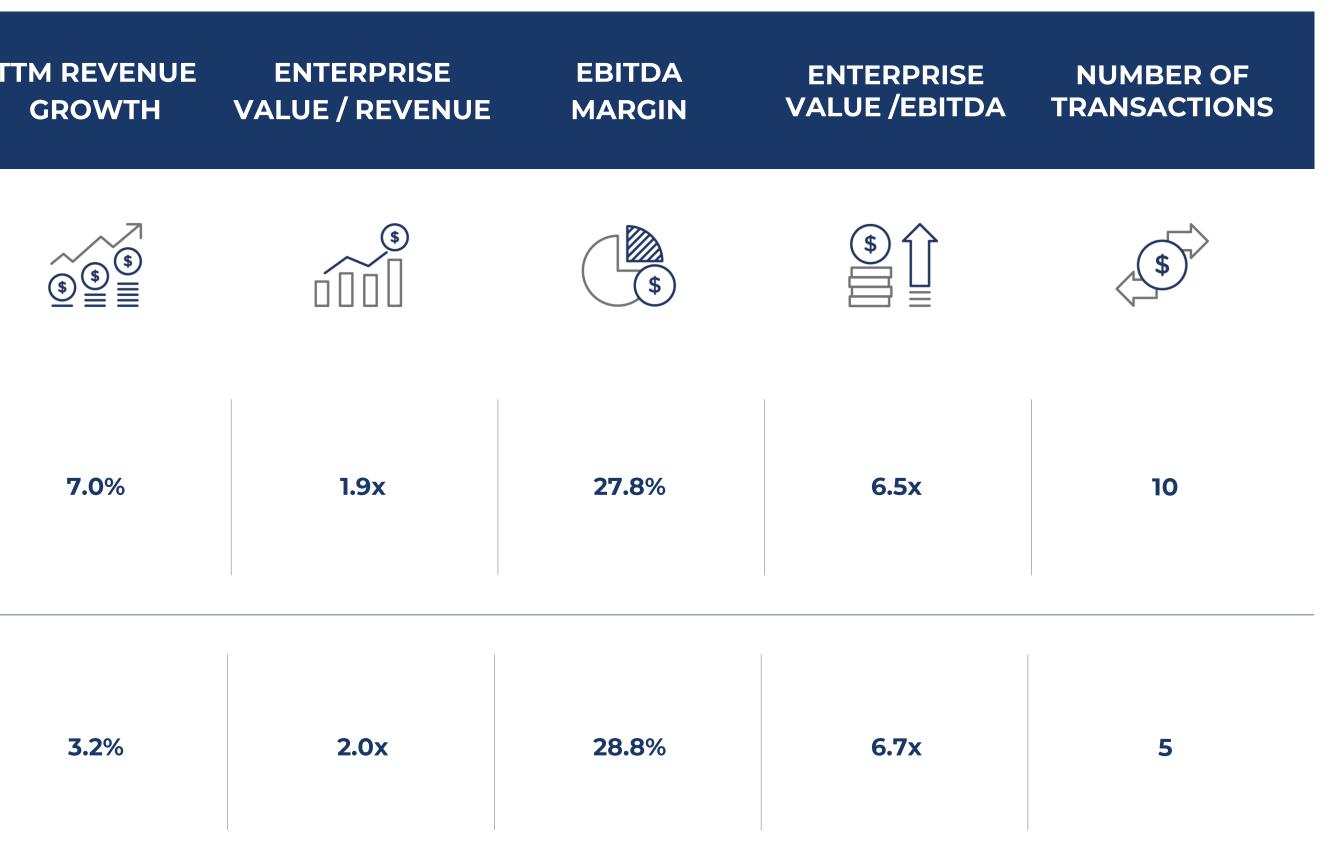
Private Equity Transactions

INDUSTRY CLASIFICATION	PERIOD	AVERAGE ENTERPRISE VALUE (IN USD)	REVENUE (IN USD)	т
Aerospace Product and Parts Manufacturing NAICS 3364 - Aerospace Produce Manufacturing	2017-2022 et and Parts	\$41.1M	\$25.1M	
Other Aircraft Partsand Auxiliary Equipment Manufacturing NAICS 336413 - Other Aircraft Po Equipment Manufacturing	2017-2021 arts and Auxiliary	\$56.9M	\$33.5M	

Notes:

- this blind approach, the data submitted is less likely to be biased or manipulated.

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• Data obtained via GF Data, a subscription-based information platform, offering detailed information and metrics about the transactions of Private Equity funds in the U.S. • The data is provided under a blind confidential format. Users of the data are unable to identify the exact company and transaction corresponding to the transaction details. Given





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Hertz











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Please contact us if you would like further information about M&A trends and/or specific transaction multiples for your industry

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For over 25 years, Seale & Associates has served leading public and private companies from around the world and operating in a broad range of industries with a high level of quality, integrity and independence while presenting innovative ideas and trusted solutions to address their most complex dealings.



YEARS OF **EXPERIENCE** \$50B+

TRANSACTIONS GLOBALLY

Trusted Advisor to Leading Companies Worldwide

We have worked repeatedly with many of the most well-



SERVICES AND SOLUTIONS

Mergers & Acquisitions Due Diligence / Support Divestitures Expert Witness Testimony Joint Ventures / Alliances Corporate Finance Advisory Recapitalizations Strategy Consulting





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