

Insurance Technology Market Update

Q3 2020

Insurance Technology Market Update—Q3 2020

Insurance technology (insurtech) M&A and capital-raising activity has continued at an accelerated pace in Q3.

Dear Clients and Friends,

Houlihan Lokey is pleased to present its Insurance Technology Market Update for Q3 2020.

- Insurtech continues to see explosive activity, with ~\$6 billion in financing volume and ~\$12 billion in M&A volume year-to-date.
- 89 financings in Q3 were ~44% higher than the year-ago period, and ~3.8 billion in Q3 volume was ~230% higher than the year-ago period.
 - Lots of Q3 financing activity across digital distribution, software, and data and analytics, including large financing rounds for Bright Health, Next Insurance, Ki, Hippo, and others.
- 29 M&A transactions in Q3 were ~32% higher than the year-ago period, and ~\$9.5 billion in Q3 volume was ~27% higher than the year-ago period.
 - 2020 M&A volume has been bolstered by a number of large deals, including Roper/Vertafore, Clearlake/Zywave, Thoma Bravo/Majesco, MDP/Benefytt, and others.
 - Some have argued that the pandemic is actually driving increased M&A activity in the category, as large incumbents push to digitize and small insurtechs look for exits.
- Q3 saw continued insurtech IPO launches and filings (including Lemonade, Duck Creek, GoHealth, and Root) as well as other rumored IPOs (Hippo, Next Insurance, and PolicyBazaar), which we expect will garner further interest in the category and boost private-market capital-raising activity.
- Insurance software and data and analytics companies lead the public company pack, trading at 23.0x and 18.9x EV/2020E EBITDA, respectively.

We hope you enjoy this report, and please reach out if you have any questions. We look forward to staying in touch.

Regards,



Kegan Greene Director, Financial Technology KGreene@HL.com 415.273.3639

Additional Team Contacts

Mark Fisher MFisher@HL.com +44 (0) 20 7907 4203 Tim Shortland TShortland@HL.com +44 (0) 20 7907 4213 Craig Muir CMuir@HL.com 212.497.7803

Rob Freiman RFreiman@HL.com 212.497.7859 Chris Pedone CPedone@HL.com 212.830.6166

Houlihan Lokey Advises Thomas H. Lee Partners on Its Acquisition of Insurance Technologies



TRANSACTION DETAILS

Closed October 2020

SECTORS

Insurance Software

Transaction Summary

- Thomas H. Lee Partners, LP (THL) has acquired a majority stake in Insurance Technologies, LLC (InsTech) from NexPhase Capital, LP. The transaction closed on October 1, 2020.
- THL is a premier private equity firm investing in middle-market growth companies, headquartered primarily in North America, exclusively in four sectors: consumer, financial services, healthcare, and technology and business solutions. Since 1974, the firm has raised more than \$25 billion of equity capital, invested in more than 150 companies, and completed more than 400 add-on acquisitions.
- Headquartered in Colorado Springs, Colorado, InsTech has helped transform the insurance and financial services industries through its innovative sales and regulatory sales automation solutions.
- NexPhase Capital, LP, is a thematic and operationally focused private equity firm that invests in lower-middle-market, growth-oriented companies within three distinct sectors: consumer, healthcare, and software and services.
- Houlihan Lokey served as exclusive financial advisor to THL in this transaction. Financial terms were not disclosed.

Strategic Rationale

- InsTech is a pioneer in complex insurance and financial services innovation.
 - Carriers and distributors benefit from InsTech's technological innovation, speed-to-market delivery, and excellent customer service.
- The unique architecture and flexibility of InsTech's sales solutions deliver front- and back-office configurability and usability to support multiple business strategies, encourage cross-channel growth, and evolve with regulatory changes.
- InsTech will continue to be led by CEO David Fenimore, and THL will continue investing in the development of differentiated solutions for InsTech's clients and pursuing strategic acquisitions that will further enhance the company's talent and technology platform.



Insurance Technology Round Table

- On September 16, 2020, Houlihan Lokey hosted a live broadcast featuring a panel discussion with several insurtech category leaders, which was moderated by Director Kegan Greene.
- These experienced executives and investors discussed the impact COVID-19 is having on the industry, as well as the latest trends, opportunities, and challenges they are seeing in the market.
- We would like to thank Mr. Mourad, Mr. Chee, and Mr. Liu for their thoughtful insights, good humor, and great dialogue.

Click Here to Access the Recording

Featured Speakers



Maroun Mourad
President, Global Underwriting
Verisk



Max Chee
Partner, Head of Aquiline Technology Growth
Aquiline Capital Partners



Jason Liu
Chief Executive Officer
Zywave

Moderator



Kegan Greene
Director
Houlihan Lokey

Spotlight on Insurtech Revenue Recognition

Many insurtechs, especially online distributors, have been grappling with revenue recognition issues due to Accounting Standards Codification (ASC) 606. Houlihan Lokey's Financial and Valuation Advisory team can help.

Why Should Insurtechs Care?

- Future expected commission revenue represents a multi-year, uncertain cash flow collapsed into a single estimate, known as lifetime value (LTV).
 - LTV is booked at the beginning of a customer's life and periodically updated, resulting in income statement volatility as excess revenue or impairments are booked.
- Certain insurance customers (e.g., Medicare customers) can last for more than 10 years; even with years of transaction data, their future expected behavior may be based on ineffective extrapolation techniques.
- Revenue recognition policies, challenges in data collection, and seasonality further complicate the forecasting process.

How Can Houlihan Lokey Help Navigate the Impact of ASC 606 on Your Business?

- We use machine learning and data science techniques to build statistically robust models that estimate LTVs for members of various insurance products.
- We test whether certain demographic, channel, or other factors explain differences in departure rates between members in order to develop more accurate revenue models that reduce income volatility and provide business intelligence.
- We deliver an intuitive and tailored modeling solution to enable management to bring this process in-house and streamline operations.

HOULIHAN LOKEY



Michael Mulkerin Complex Securities Modeling 310.712.6567 MMulkerin@HL.com



Lawson Smith
Accounting and Financial Reporting
312.462.6484
LSmith@HL.com

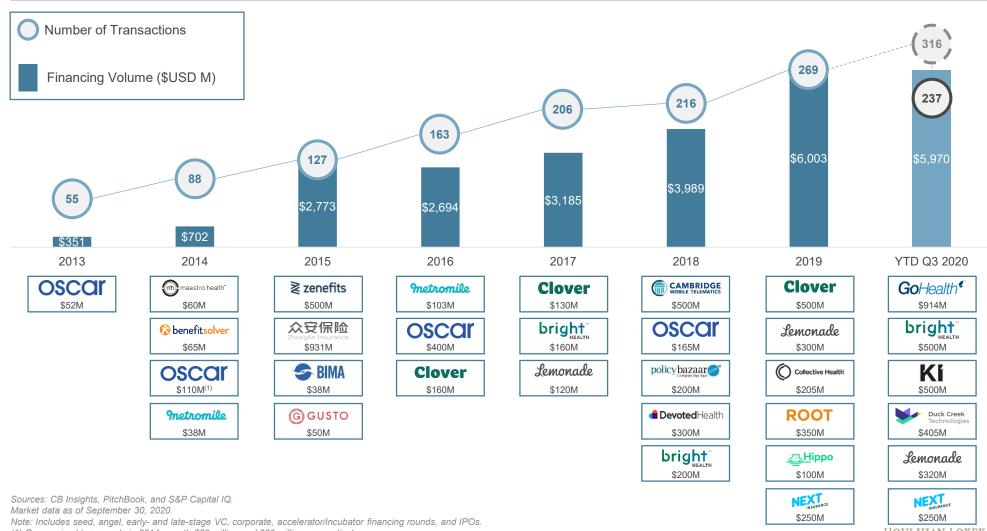


Oscar Aarts Financial Services Valuation 212.497.7869 OAarts@HL.com

Continued Strong Investment Into the Insurtech Sector

There has been nearly \$6 billion in financing volume across 237 transactions so far in 2020. Both volume and transactions are on pace to well exceed 2019 levels.

Selected Major Insurtech Financings



(1) Oscar raised two rounds in 2014—worth \$30 million and \$80 million, respectively.

Explosive Financing Activity in Q3

Q3 2020 has outpaced every quarter in the past 24 months, with more than \$3.8 billion in financing volume across 89 transactions and a much larger average deal size. Roughly half of Q3 financing activity includes a wave of recent insurtech IPOs (Lemonade, Duck Creek, and GoHealth).

Quarterly Financing Activity (\$M)⁽¹⁾ LTM financing volume: \$7.8B across 291 deals \$3,840 \$1,808 \$1,586 \$1.520 \$1,519 \$1,423 \$1,155 \$883 \$707 Q3 2018 Q4 2018 Q1 2019 Q2 2019 Q3 2019 Q4 2019 Q1 2020 Q2 2020 Q3 2020 Average Deal Size (\$M) 33.5 18.6 9.8 18.7 43.1 16.1 26.0 16.9 24.1

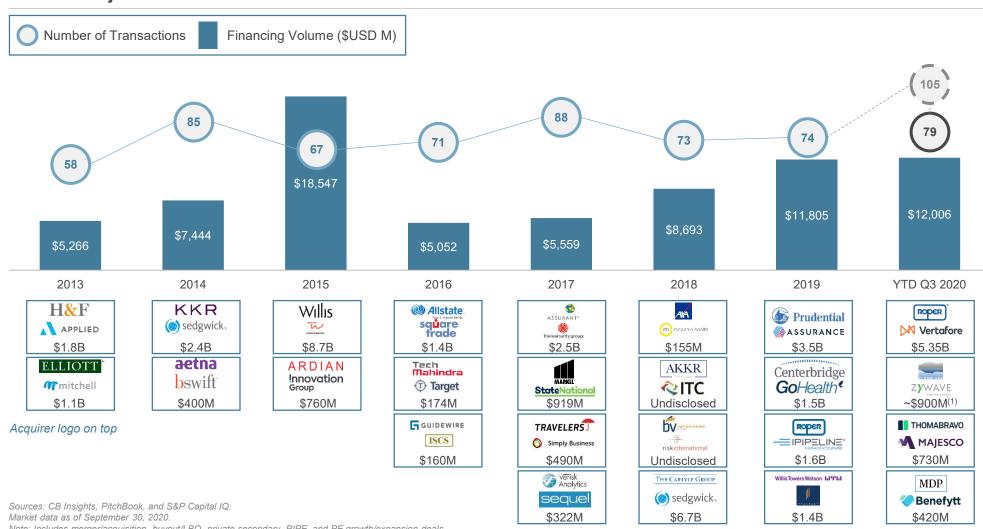
Selected Q3 2020 Financing Transactions (\$M)

Ann. Date	Company	Selected Investor(s)	Amt. Invested	Post-Money Valuation
09/30	sa•na	GIGAFUND	\$24.6	N/A
09/23	NEXT	capitalG	\$250.0	\$2,250
09/22	bright*	Blackstone TIGERGLOBAL	\$500.0	N/A
09/17	Ki	Blackstone BRIT	\$500.0	N/A
09/16	OCKO	Munich RE	\$60.0	N/A
09/11	DESCARTES	C cathay Serena	\$18.6	\$84.5
09/09	DEGREES	FTVA	N/A	N/A
09/07	S BIMA	Allianz X 宜信 CroditEase LEAPFROG	\$30.0	N/A
08/13	kin.	Commerce Ventures	\$35.0	\$204.0
08/10	Buckle	Eos Venture Partners HUDSON STRUCTURED	\$31.1	N/A
07/22	<u>Hippo</u>	∂ Fin TLV	\$150.0	\$1,500
07/07	policy bazaar 🧽	SoftBank	\$130.0	\$1,500

Strong M&A Activity Continues

As of YTD Q3 2020, M&A volume has already surpassed total 2019 levels, with YTD volume of more than \$12.0 billion across 79 transactions, and we appear on track for a strong finish to the year.

Selected Major Insurtech M&A Transactions



Note: Includes merger/acquisition, buyout/LBO, private secondary, PIPE, and PE growth/expansion deals. (1) Estimated per PitchBook.

Q3 M&A Volume Driven by Large Transactions

Q3 M&A volume was driven largely by Roper's \$5.4 billion acquisition of Vertafore as well as a few other large transactions.

Selected Q3 2020 M&A Transactions (\$M) Quarterly M&A Activity (\$M) Roper's \$5.4B LTM M&A volume: acquisition of \$12.8B across 91 deals **Transaction** Vertafore Ann. Date **Target** Value Buyer \$9,460 Carlyle's \$6.7B Prudential's WELiS 09/22 N/A acquisition of \$3.5B acquisition 31 Sedgwick of Assurance 29 09/22 **II** INTEGRITY N/A \$7.432 \$7,389 Z**Y**WAVE 09/17 ~\$900.0(3) 22 ⁽ Houlihan TECHNOLOGIES 09/14 Lokey N/A THL Thomas H. Lee Partners 20 Deal 19 17 09/11 Verisk Franco Signor \$160.0 08/26 Freebird N/A Willis's \$1.4B Capital One 12 acquisition of **Tranzact Limelight**Health 08/14 \$75.0 FINEOS \$1.876 \$4,110 \$3,932 ∀ Vertafore 08/13 RODER \$5.350 \$1,753 \$1.681 ⊕ TULCO \$865 \$689 \$744 07/29 ACRISURE \$400.0 \$579 \$476 A.I. Insurance Business Q3 2018 Q4 2018 Q1 2019 Q2 2019 Q3 2019 Q4 2019 Q1 2020 Q2 2020 Q3 2020 07/20 THOMABRAVO MAJESCO \$730.0 Average Deal Size (\$M)(2) 36.3 83.5 187.2 62.0 45.5 54.2 146.8 34.1 26.4 **MDP** Benefytt 07/13 \$420.9

Sources: CB Insights, PitchBook, and S&P Capital IQ. Market data as of September 30, 2020.

(3) Estimated per PitchBook.

Note: Includes merger/acquisition, buyout/LBO, private secondary, PIPE, and PE growth/expansion deals.

⁽¹⁾ Q2-19 includes \$140 million sale of an investment portfolio by Axiata Digital to Singaporean Fund managed by Gordian Capital, which included their stake in BIMA.

⁽²⁾ Average deal sizes exclude outlier transactions.

Wave of Insurtech Public-Market Activity Continues

Q3 2020 saw continued public-market activity, including IPOs from Duck Creek, GoHealth, and Lemonade, and rumors of many other highly anticipated IPOs to watch in the coming months.

	Company	Year Founded	HQ	Description	Pre-IPO Funding	IPO Date	IPO Details	Pre-IPO Valuation	Post-IPO Valuation	Commentary
Active IPOS	Lemonade	2015	New York, NY	B2C platform providing technology and transparency that allows customers to get renters and homeowners insurance online.	\$480M	Jul-20	Shares sold: 11M Offer price: \$29 Total raised: \$319M	\$1.3B	\$1.6B	 Has demonstrated rapid customer and premium growth. Increased more than 135% in IPO debut. Currently trades at more than 35x FY20E revenue.
	Duck Creek Technologies	2000	Boston, MA	B2B P&C insurance software enabling insurers to optimize outcomes through streamlined operations, shared data, and consistent functionality.	\$350M	Aug-20	Shares sold: 15MOffer price: \$27Total raised: \$405M	\$3.1B	\$3.5B	Priced its IPO at the highest forward revenue multiple ever for a vertical SaaS company (currently 25.0x FY20 revenue).
	Go Health ^e	2001	Chicago,	Provides a B2C portal enabling customers to compare and purchase health insurance—largely Medicare and individual.	\$122M	Jul-20	Shares sold: 43.5MOffer price: \$21Total raised: \$914M	\$5.7B	\$6.6B	Has helped enroll more than 5 million Americans in health insurance plans and has partnered with major health insurance carriers.
	ROOT	2015	Columbus, OH	Provider of online car insurance platform intended to calculate insurance premiums based on driver behavior.	\$628M	Announced Oct-20	Est. shares: TBD Offer price: TBD Est. raised: TBD	N/A	TBD	 The company's mobile app uses smartphone telematics and data science to disrupt the auto insurance sector. Root was last valued at \$3.3B in 2019 when it raised a \$350M Series E round.
Additional Kumored IPOS 1	<u>H</u> ippo	2015	Palo Alto, CA	Provider of home insurance services designed to offer smart coverage for homeowners.	\$360M ⁽¹⁾	N/A	N/A	N/A	N/A	 The company raised \$150M of Series E venture funding in a deal led by FinTLV Ventures on July 22, 2020, at a pre-money valuation of \$1.35B.
	NEXT	2016	Palo Alto,	Developer of an online business insurance platform designed to transform the insurance experience for small businesses.	\$636M ⁽¹⁾	N/A	N/A	N/A	N/A	The company raised \$250M of Series D venture funding in a deal led by CapitalG on September 23, 2020, putting the company's pre-money valuation at \$2B.
	policy bazaar	2008	Haryana, India	Developer of an aggregator platform intended to offer insurance products.	\$443M ⁽¹⁾	N/A	N/A	N/A	N/A	 Reportedly seeking \$250M of venture funding as of July 19, 2020; previously raised \$50M of venture funding from SoftBank at a pre-money valuation of \$1.45B.

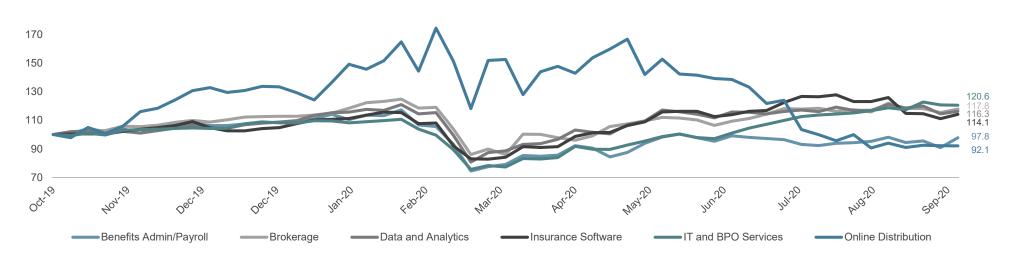
Filed/In Process

Additional Rumored IPOs

Mixed Insurtech Public Company Performance...

IT/BPO services and brokerage lead the insurtech pack.

LTM Share Price Performance



Public Insurtech Ecosystem





17.8%









LTM Share Price Performance

16.3%

14.1%

20.6%

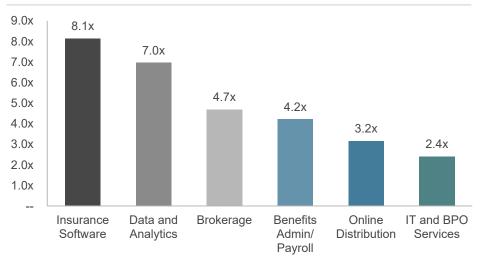
-7.9%

-2.2%

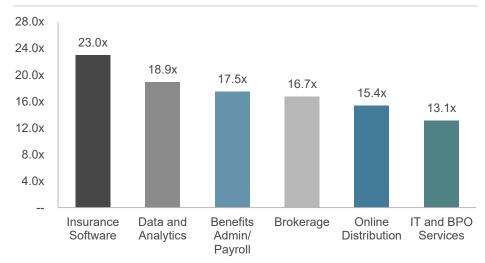
...Drives Multiple Differentiation for Certain Categories

Insurance software and data and analytics companies lead the public company pack, trading at 23.0x and 18.9x EV/2020E EBITDA, respectively.

Enterprise Value/2020E Revenue



Enterprise Value/2020E EBITDA



Public Insurtech Ecosystem













2020E Revenue Multiple 2020E EBITDA Multiple 4.2x 17.5x 4.7x 16.7x

4.7x 6.7x 7.0x 18.9x 8.1x 23.0x 2.4x 13.1x 3.2x 15.4x

Leading Independent Advisory Firm

Houlihan Lokey is the trusted advisor to more top decision-makers than any other independent global investment bank.



1,500+ Employees

23 Locations

~45% Employee-Owned

~\$4 Billion
Market Cap

More Than \$1 Billion Annual Revenue

> No Debt

Corporate Finance

2019 M&A Advisory Rankings All U.S. Transactions Advisor Deals					
1	Houlihan Lokey	184			
2	Goldman Sachs & Co	167			
3	JP Morgan	141			
4	Morgan Stanley	122			
5	Evercore Partners	112			
Sourc	ce: Refinitiv (formerly known as Thomson Reuters)				

No. 1 U.S. M&A Advisor

Top 10 Global M&A Advisor

Leading Capital Markets Advisor

Financial Restructuring

2019 Global Distressed Debt & Bankruptcy Restructuring Rankings				
	Advisor	Deals		
1	Houlihan Lokey	76		
2	PJT Partners Inc	43		
3	Moelis & Co	36		
4	Lazard	29		
5	AlixPartners	19		
Sour	ce: Refinitiv (formerly known as Thomson Reuters)			

No. 1 Global Restructuring Advisor

1,000+ Transactions Completed Valued at More Than \$2.5 Trillion Collectively

Financial and Valuation Advisory

2000 to 2019 Global M&A Fairness Advisory Rankings					
	Advisor	Deals			
1	Houlihan Lokey	1,057			
2	JP Morgan	929			
3	Duff & Phelps	734			
4	Morgan Stanley	621			
5	Bank of America Merrill Lynch	612			
Refinitiv (formerly known as Thomson Reuters). Announced or completed transactions.					

No. 1 Global M&A Fairness Opinion Advisor Over the Past 20 Years

1,000+ Annual Valuation Engagements

North America Europe and Middle East Asia-Pacific Atlanta Miami **Amsterdam** Madrid Beijing Sydney Minneapolis Boston Dubai Milan **Hong Kong** Tokvo Chicago **New York** Frankfurt **Singapore** Paris **Dallas** San Francisco London Washington, D.C. Houston Los Angeles

Global, Market-Leading Fintech Practice

There is significant momentum in fintech following a dedicated team build-out in partnership with the industry's leading Financial Institutions Group (FIG) franchise, further supported by the extensive resources and relationships of Houlihan Lokey's broader global platform.

HOULIHAN LOKEY

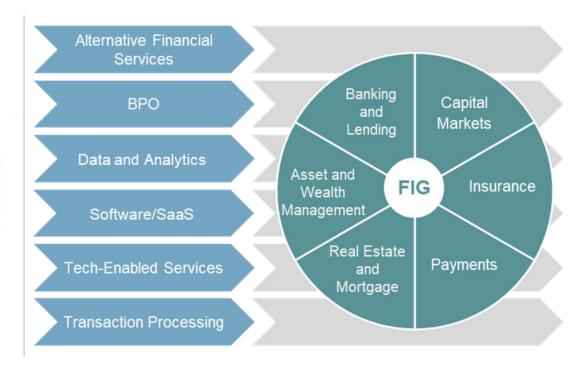
75+

dedicated fintech/FIG bankers based in London. New York, Los Angeles, Miami, and San Francisco Global

single specialized practice across the world

150+

completed fintech M&A/ private placement transactions by Houlihan Lokey team members since 2010



2015-2019 M&A Advisor Rankings North America and Europe FIG M&A⁽¹⁾ Disclosed Deal Value Up to \$1 Billion

Rank Advisor				
1	Houlihan Lokey, Inc.	59		
2	Barclays Capital Inc.	48		
3	Piper Sandler Companies	47		
Source: SNL Financial. (1) Rankings exclude depository transactions.				

Product Capabilities

- M&A Advisory (Sellside and Buyside)
- **Private Capital Markets (Debt and Equity)**
- **Financial Restructuring**
- **Board and Special Committee Advisory**
- **Fairness Opinions and Valuation Services**

Proven Fintech Track Record With Exceptional Momentum



Sept. 2020 Insurance



Aug. 2020
Exchanges and
Execution



July 2020
Diversified
Financial Software



June 2020 Asset and Wealth Management



Mar. 2020
Financial
Information



Mar. 2020
Banking and
Lending



Jan. 2020 Banking and Lending



Nov. 2019
Asset and Wealth
Management



Sept. 2019
Exchanges and
Execution



Sept. 2019
Insurance



Sept. 2019
Insurance



June 2019
Banking and
Lending



May 2019
Capital Markets
Software



Mar. 2019
Capital Markets
Software



Mar. 2019
Capital Markets
Software



Mar. 2019
Insurance



Feb. 2019
Capital Markets
Software



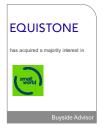
Jan. 2019
Banking and
Lending



Jan. 2019
Banking and
Lending



Dec. 2018
Financial
Information



Dec. 2018
Payments



Dec. 2018
Payments



Nov. 2018
Exchanges and
Execution



Oct. 2018
Banking and
Lending

Proven Fintech Track Record With Exceptional Momentum (cont.)



Sept. 2018
Financial
Information



Sept. 2018
Banking and
Lending



Sept. 2018
Insurance



July 2018
Financial
Information



July 2017
Payments



June 2018
Financial
Information



June 2018
Asset and Wealth
Management



May 2018
Financial
Information



Apr. 2018
Asset and Wealth
Management



Feb. 2018
Capital Markets
Software



Oct. 2017
Asset and Wealth
Management



Aug. 2017
Financial
Information



Aug. 2017
Capital Markets
Software



Aug. 2017 Insurance



Aug. 2017
Asset and Wealth
Management



July 2017
Exchanges and
Execution



July 2017
Banking and
Lending



July 2017
Insurance



July 2017
Financial
Information



June 2017
Exchanges and
Execution



May 2017
Financial
Information



Apr. 2017
Capital Markets
Software



Mar. 2017 Capital Markets Software



Mar. 2017 Capital Markets Software

Disclaimer

© 2020 Houlihan Lokey. All rights reserved. This material may not be reproduced in any format by any means or redistributed without the prior written consent of Houlihan Lokey.

Houlihan Lokey is a trade name for Houlihan Lokey, Inc., and its subsidiaries and affiliates, which include those in (i) the United States: Houlihan Lokey Capital, Inc., an SEC-registered broker-dealer and member of FINRA (www.finra.org) and SIPC (www.sipc.org) (investment banking services); Houlihan Lokey Financial Advisors, Inc. (financial advisory services); HL Finance, LLC (syndicated leveraged finance platform); and Houlihan Lokey Real Estate Group, Inc. (real estate advisory services); (ii) Europe: Houlihan Lokey EMEA, LLP, and Houlihan Lokey (Corporate Finance) Limited, authorized and regulated by the U.K. Financial Conduct Authority; Houlihan Lokey S.p.A.; Houlihan Lokey GmbH; Houlihan Lokey (Netherlands) B.V.; Houlihan Lokey (España), S.A.; and Houlihan Lokey (Corporate Finance), S.A.; (iii) the United Arab Emirates, Dubai International Financial Centre (Dubai): Houlihan Lokey (MEA Financial Advisory) Limited, regulated by the Dubai Financial Services Authority for the provision of advising on financial products, arranging deals in investments, and arranging credit and advising on credit to professional clients only; (iv) Singapore: Houlihan Lokey (Singapore) Private Limited, an "exempt corporate finance adviser" able to provide exempt corporate finance advisory services to accredited investors only; (v) Hong Kong SAR: Houlihan Lokey (China) Limited, licensed in Hong Kong by the Securities and Futures Commission to conduct Type 1, 4, and 6 regulated activities to professional investors only; (vi) China: Houlihan Lokey Howard & Zukin Investment Consulting (Beijing) Co., Limited (financial advisory services); (vii) Japan: Houlihan Lokey K.K. (financial advisory services); and (viii) Australia: Houlihan Lokey (Australia) Pty Limited (ABN 74 601 825 227), a company incorporated in Australia and licensed by the Australian Securities and Investments Commission (AFSL number 474953) in respect of financial services provided to wholesale clients only. In the European Economic Area (EEA), Dubai, Singapore, Hong Kong, and Australia, this communication is directed to intended recipients, including actual or potential professional clients (EEA and Dubai), accredited investors (Singapore), professional investors (Hong Kong), and wholesale clients (Australia), respectively. Other persons, such as retail clients, are NOT the intended recipients of our communications or services and should not act upon this communication.

Houlihan Lokey gathers its data from sources it considers reliable; however, it does not guarantee the accuracy or completeness of the information provided within this presentation. The material presented reflects information known to the authors at the time this presentation was written, and this information is subject to change. Houlihan Lokey makes no representations or warranties, expressed or implied, regarding the accuracy of this material. The views expressed in this material accurately reflect the personal views of the authors regarding the subject securities and issuers and do not necessarily coincide with those of Houlihan Lokey. Officers, directors, and partners in the Houlihan Lokey group of companies may have positions in the securities of the companies discussed. This presentation does not constitute advice or a recommendation, offer, or solicitation with respect to the securities of any company discussed herein, is not intended to provide information upon which to base an investment decision, and should not be construed as such. Houlihan Lokey or its affiliates may from time to time provide investment banking or related services to these companies. Like all Houlihan Lokey employees, the authors of this presentation receive compensation that is affected by overall firm profitability.



CORPORATE FINANCE
FINANCIAL RESTRUCTURING
FINANCIAL AND VALUATION ADVISORY

HL.com