QUARTERLY CONSUMER NOTE – AN M&A PERSPECTIVE

SUB-SECTOR IN FOCUS: TRAVEL





Contents





Henry Wells
Head of Consumer

"Welcome to the Cavendish Quarterly Consumer Note, where we give an M&A perspective on a number of key themes impacting operators and investors across the Consumer sector.

In each of these publications, we take a more detailed look at a particular sub-sector; this quarter we look at Travel.

Our focus in Travel is around the positive sentiment returning to the sector, following Covid-19, which is now seeing increased M&A activity.

We hope you find this interesting and if you have any questions, or you would like to discuss anything in this document, please contact me or any member of the Cavendish team (contact details on the back page)."

Henry Wells

01) CONSUMER SECTOR: KEY THEMES

The UK economic recovery continues to gain momentum with consumer confidence now at a two-year high, although UK consumers remain cautious with their discretionary spending

"Inflationary pressures have eased enough that we've been able to cut interest rates today. This decision reflects our commitment to supporting the economy while ensuring that inflation remains on a sustainable path."

> - Governor, Andrew Bailey August 1, 2024

Despite a technical recession in late 2023 that had previously dented consumer confidence, an improving macroeconomic landscape is now driving renewed consumer optimism. This is reflected in GfK's Consumer Confidence Index, which reached a two-year high of -14 in June.

The UK consumer price inflation data shows inflation remained stable at the BoE's target of 2.0% in June. This stability is anticipated to continue, supported by a recent ONS survey that 69% of trading businesses do not plan on raising prices in August 2024, signalling a potential easing of inflationary cost pressures.

In response, the BoE recently announced a reduction in the base rate by a quarter of a percentage point to 5.00%, having maintained it at 5.25% for a year. This move reflects the BoE's aim to stimulate economic activity and support both consumer spending and business investment.

However, the UK consumer still remains cautious regarding their discretionary spending, with recent Barclays data showing the year-on-year growth in spending not only stagnating during Q2 but beginning to decrease, falling to -0.6% in June.

On the whole the tide appears to be turning for the UK economy and there is cautious optimism that this stability will continue under the new Labour Government. These factors, coupled with improving consumer sentiment, should give operators reason to feel cautiously optimistic about their trading in the second half of 2024.



FIGURE 2: INTEREST RATE & INFLATION



FIGURE 3: BARCLAYS CONSUMER DATA

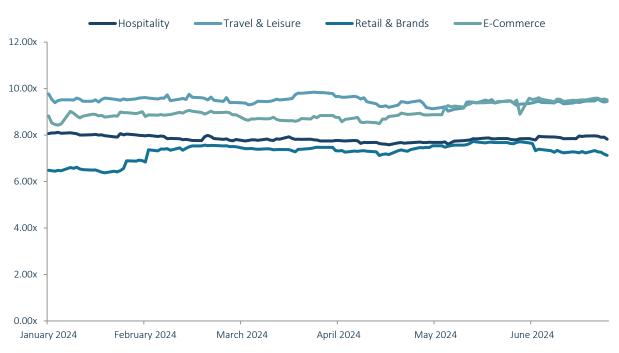




01) CONSUMER SECTOR: KEY THEMES

The second quarter of 2024 has seen listed EV/EBITDA multiples start to slowly improve across the consumer sector

FIGURE 4: UK LISTED VALUATIONS (EV / NTM EBITDA)



Note: NTM = Next 12 months

Hospitality: Loungers plc, The Brighton Pier Group plc, Revolution Bars Group, Nightcap plc, Domino's Pizza Group plc, Marston's plc, Mitchells & Butlers plc, Fuller, Smith & Turner plc, Young & Co's Brewery plc, Shepherd Neame Limited

Travel & Leisure: Saga plc, Norwegian Cruise Line Holdings Ltd, Royal Caribbean Cruises Ltd, Carnival Corporation & plc, Tripadvisor, Inc, Webjet Limited, Booking Holdings Inc, Expedia Group Inc, eDreams ODIGEO S.A., On the Beach Group plc, Hostelworld Group plc

Retail & Brands: Frasers Group plc, Burberry Group plc, Dr. Martens plc, N Brown Group plc, NEXT plc, Superdry plc

eCommerce: AO World plc, Marks Electrical Group plc, Moonpig Group plc, musicMagpie plc, THG plc, CMO Group plc, ASOS plc, boohoo group plc

Hospitality

- EV/EBITDA multiples in the Hospitality cohort remained flat in the last quarter (averaging at 7.8x) reflecting the continued impact of the cost-of-living crisis on consumer spending across the Hospitality sector
- The Tenzo Hospitality Industry Report states that despite the number of transactions falling in Q2 by -0.6%, on average versus the same quarter last year, like-for-like sales increased by a marginal 1.8%. These higher average transaction values have been mainly driven by price increases to offset inflation and rising operational costs

Travel & Leisure

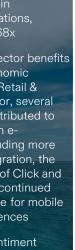
- The Travel & Leisure cohort continues to trade well, with an average EV/EBITDA multiple of 9.4x throughout the last quarter
- The Barclays consumer spend data (figure 3) shows that spending on travel continues to outpace spending across all other categories. This indicates that consumers continue to prioritize spending on holidays, despite the ongoing cost-of-living crisis
- We consider the key themes we are seeing in travel on the following pages

Retail & Brands

- Despite averaging the lowest multiples, Retail & Brands multiples increased on average by 4% in Q2 compared to Q1, partly due to an improving economic landscape and temporary financial gains. However, this has not yet meaningfully translated into improved consumer sentiment, which remains below pre-pandemic
- Consumer spending continues to reflect prudence, particularly on discretionary items. That said, with potential interest rate cuts and real wage growth expected later in 2024, we anticipate increased consumer willingness to spend, suggesting a more positive outlook for the Retail and Brands sub-sector

E-Commerce

- In the last quarter e-Commerce has experienced the largest uplift in EV/EBITDA valuations, increasing by 0.68x
- While this sub-sector benefits from similar economic tailwinds as the Retail & Brands sub-sector, several factors have contributed to the growth within e-Commerce, including more common Al integration, the rising popularity of Click and Collect, and the continued strong preference for mobile shopping experiences
- As consumer sentiment improves going forward, we expect continued growth and innovation in the e-Commerce sub-sector





02) SUB-SECTOR IN FOCUS: TRAVEL

Where 2023 was a boom year for all, we are seeing a more mixed 2024



Travel remains high priority spend – mixed fortunes = mixed behaviour

- Travel is the discretionary spend category that most consumers are protecting:
 - Spending is strongest amongst older, wealthier, time-rich travellers and categories appealing to these customers (e.g. escorted touring) continue to perform well
 - More budget-constrained consumers continue to prioritise travel however value, or 'a deal', are critical, and options delivering certainty (e.g. all-inclusive) are attractive

Poor UK weather - changeable conditions = changeable outlook

- The poor UK weather has impacted on booking momentum in the staycation market and been positive for the lates market in the short-haul beach space
- There has been more positive trading recently (Hoeseasons reported more positive trading of late) but further wet conditions through July have not been positively received for domestic operators
- Good weather has been less of a 'must' for the UK outbound consumer, with increasing interest in holidays to cooler, less crowded, and sometimes rainy destinations for a more relaxed trip

Inbound and importance of the US traveller - wealthy boomers driving inbound

- US inbound travel to the UK is on the rise. Many inbound operators are reporting strong trading, with many benefitting from wealthy US travellers
- VisitBritain forecasts that in 2024 US tourists will contribute £6.7 billion to the UK economy, accounting for nearly 20% of all inbound spending, highlighting the UK's ongoing appeal as a destination

Operational disruption - there is always something

- The sector continues to navigate operational disruption despite the majority of direct, pandemic-driven issues largely being consigned to history
- Strike action by Aer Lingus pilot and Gatwick airport staff and staff shortages in European air traffic control are all examples of ongoing challenge and uncertainty for the sector

Change in Government - "Change"... or not?

- Labour's election win is not expected to bring major change to the industry in the near-term, beyond the individuals that the sector engages with
- Labour's winning manifesto was light on references to specific industries, but promises to
 "secure UK aviation's long-term future, including through promoting sustainable aviation fuels and
 encouraging airspace modernisation"



02) SUB-SECTOR IN FOCUS: TRAVEL

Travel assets continue to trade well in public markets, while private markets are seeing increased M&A activity, driven by pent-up demand and positive sentiment returning to the sector with enough post-Covid 'clean' trading

Listed Valuation Multiples FIGURE 5: TRAVEL COHORTS (EV / NTM EBITDA) As at: 28-June-24 9.6x 8.8x 6.8x 3.8x Onine Travel Agents Cruise Note: NTM = Next 12 months Airlines: IAG, EasyJet, Ryanair, Wizzair, AirFrance KLM, NAS, Deutsche Lufthansa, Transat AT, COHORTS Allegiant Online Travel Agents: Booking.com, WebJet, TripAdvisor, Expedia, OTB, Trip.com, eDreams Odigeo, Hanatour Tour Operators: FlightCenter, TUI, Lindblad, Helloworld Cruises: Saga, Carnival, Royal Caribbean, Norwegian Cruise Line



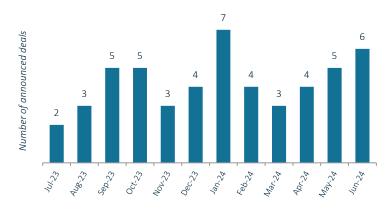
- Online Travel Agents ('OTAs') have traditionally commanded a high multiples due to their scalable, capital-light business models and strong cash flow generation. However, trading multiples have been mixed post-Covid with many impacted by highly competitive dynamics in the mainstream market. Booking.com continues to lead the way trading at 17.0x
- Airlines generate the lowest multiple of 3.8x, reflecting the asset-heavy nature of the business and exposure to volatile fuel costs and fixed costs associated with aircraft and operational infrastructure
- The Cruise cohort continues to trade well reflecting the enduring interest in cruising and the ability to deliver strong performance by effectively yielding high-quality fleets

Travel Sector M&A Activity

SELECTED TRANSACTIONS

Date	Target	Buyer/ Investor
July-24	Martin Randall Travel	Piper Private Equity
Jun-24	Ski Zoom (Heidi)	Active Partners
May-24	Distant Journeys	Mobeus
Apr-24	TAG	ECI
Mar-24	Simpson Travel	Risk Capital Partners
Feb-24	15Below	LDC
Jan-24	Solmar Villas	Kuoni

FIGURE 6: EUROPEAN TRAVEL DEALS



• M&A activity in the travel sector has started to pick up. There are lots of deals that are currently 'in market', but deals are taking longer to transact

03) ABOUT CAVENDISH

A full-service investment bank and trusted advisor to ambitious growth companies and their investors

Cavendish is a UK champion for ambitious growth and investment companies. The Group is trusted by public and private companies, operating across industry sectors, to deliver expert services in equity capital markets, M&A, debt advisory and growth capital. Cavendish has offices in London and Edinburgh, and has a global reach through its membership of Oaklins.

Cavendish is uniquely placed to advise on the various tracks for growth, investment, IPO and exit options.

Investment Banking

- Corporate Finance
- Capital Markets
- M&A Advisory
- Debt Advisory

150+ investment banking professionals

Advised on

c. £1.0bn of transactions in the last 6 months

40+

Deals completed in the last 18 months

Equities

- Institutional Sales
- Research
- Trading

222 listed clients

#1 NOMAD and Broker on AIM

£14bn+ raised since 2015

21 research analysts covering c.200 stocks

Alternative Financing

- Private Equity
- VC Funding
- Private Growth Capital

180+ relationships with global Private Equity and VC funds

40% of deals transacted with Private Equity

£1.1bn
of debt financing raised since

Cross-border M&A

 International reach through our membership of Oaklins

Global reach in 45 countries

15 vertical markets with deep industry expertise

368 deals closed worth US\$25.1bn in 2022 across the network

Cavendish

03) ABOUT CAVENDISH

The Cavendish team have a wealth of experience across the Consumer sector

Selected Travel & Leisure Credentials







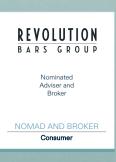


Selected Hospitality Credentials









Selected Retail & Brands Credentials









Selected Consumer Goods & Services Credentials







Selected Beauty and Personal Care Credentials









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