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Industry Observations – December 31, 2019

Retail Industry

Select Retail Public Company Industry Data As of December 31, 2019

(USD in millions, except per share data)

Company Name	Ticker	Market Data					LTM Operating Data			Forward Estimates	
		Price at 12/31/19	% of 52 Week High	Equity Value	Enterprise Value	Debt / Total Capital	Total Assets	LTM Revenue	LTM EBITDA	CY 2019 Revenue Estimate	CY 2019 EBITDA Estimate
Department Stores											
Dillard's, Inc.	DDS	\$73.48	84.7%	\$1,815.02	\$2,366.63	30.7%	\$3,800.06	\$6,436.70	\$410.16	\$6,440.26	\$397.22
J. C. Penney Company, Inc.	JCP	\$1.12	58.5%	\$358.40	\$5,514.44	86.2%	\$8,699.00	\$11,460.00	\$652.00	\$10,477.59	\$531.84
Kohl's Corporation	KSS	\$50.95	67.1%	\$7,977.13	\$12,976.39	53.3%	\$15,739.00	\$19,965.00	\$2,192.00	\$18,912.31	\$2,021.98
Macy's, Inc.	M	\$17.00	53.1%	\$5,252.41	\$12,931.16	56.3%	\$22,547.00	\$25,449.00	\$1,941.00	\$24,454.28	\$2,066.05
Nordstrom, Inc.	JWN	\$40.93	81.9%	\$6,354.51	\$10,611.20	85.0%	\$10,075.00	\$15,470.00	\$1,475.00	\$15,865.17	\$1,512.61
Ross Stores, Inc.	ROST	\$116.42	99.0%	\$41,781.08	\$44,696.93	51.5%	\$9,415.84	\$15,733.02	\$2,439.82	\$16,995.51	\$2,692.20
The TJX Companies, Inc.	TJX	\$61.06	99.0%	\$73,466.40	\$84,981.99	67.4%	\$24,288.70	\$40,637.86	\$5,129.77	\$43,893.08	\$5,549.82
General Merchandising											
Big Lots, Inc.	BIG	\$28.72	72.7%	\$1,121.31	\$2,859.21	70.2%	\$3,421.75	\$5,314.75	\$532.08	\$5,505.62	\$374.51
Dollar General Corporation	DG	\$155.98	93.4%	\$39,712.53	\$51,411.96	63.1%	\$22,412.79	\$27,246.14	\$2,731.08	\$29,855.87	\$3,041.09
Dollar Tree, Inc.	DLTR	\$94.05	78.6%	\$22,258.09	\$31,230.30	62.3%	\$19,742.10	\$23,500.70	\$2,238.40	\$24,792.08	\$2,413.19
Five Below, Inc.	FIVE	\$127.86	86.3%	\$5,252.41	\$7,255.05	58.1%	\$1,833.75	\$1,762.28	\$240.77	\$2,232.99	\$332.87
Target Corporation	TGT	\$128.21	98.4%	\$64,968.77	\$72,036.66	54.9%	\$43,741.00	\$77,690.00	\$7,201.00	\$81,082.00	\$7,256.87
Tuesday Morning Corporation	TUES	\$1.85	63.1%	\$84.91	\$505.39	73.0%	\$762.70	\$1,004.37	\$14.37	\$1,011.00	\$24.35

Notes: LTM (latest twelve months); Enterprise Value (market capitalization less total cash and short-term investments plus short-term borrowings and total long-term debt);

EBITDA (earnings before interest, taxes, depreciation and amortization)

Source: Capital IQ

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Select Retail Public Company Industry Data As of December 31, 2019

(USD in millions, except per share data)

Company Name	Ticker	Market Data					LTM Operating Data			Forward Estimates	
		Price at 12/31/19	% of 52 Week High	Equity Value	Enterprise Value	Debt / Total Capital	Total Assets	LTM Revenue	LTM EBITDA	CY 2019 Revenue Estimate	CY 2019 EBITDA Estimate
Clothing and Apparel											
Abercrombie & Fitch Co.	ANF	\$17.29	56.4%	\$1,084.91	\$2,508.28	63.9%	\$3,486.01	\$3,594.12	\$277.44	\$3,672.86	\$292.67
American Eagle Outfitters, Inc.	AEO	\$14.70	60.5%	\$2,454.66	\$3,837.95	56.6%	\$3,452.25	\$4,237.78	\$513.70	\$4,449.92	\$502.30
Ansell Limited	ANN	\$20.39	96.8%	\$2,654.60	\$2,960.88	27.9%	\$2,376.90	\$1,499.00	\$237.00	\$2,304.02	\$377.45
Ascena Retail Group, Inc.	ASNA	\$7.67	11.5%	\$76.18	\$2,147.12	93.1%	\$3,491.00	\$5,452.00	\$239.10	\$0.00	\$0.00
Destination XL Group, Inc.	DXLG	\$1.28	45.7%	\$64.45	\$373.83	84.8%	\$425.04	\$473.95	\$20.97	\$0.00	\$0.00
Express, Inc.	EXPR	\$4.87	78.0%	\$311.23	\$1,301.02	67.9%	\$2,077.91	\$2,040.90	\$72.73	\$2,020.58	\$84.08
Foot Locker, Inc.	FL	\$38.99	57.3%	\$4,077.00	\$6,722.78	58.0%	\$6,621.00	\$8,056.00	\$905.00	\$8,222.47	\$902.92
The Gap, Inc.	GPS	\$17.68	56.3%	\$6,599.93	\$13,698.10	68.3%	\$14,118.00	\$16,332.00	\$1,908.00	\$16,203.58	\$1,470.76
Guess?, Inc.	GES	\$22.38	96.1%	\$1,469.00	\$2,687.35	67.9%	\$2,390.90	\$2,672.98	\$199.66	\$2,770.98	\$236.34
L Brands, Inc.	LTD	\$18.07	62.9%	\$5,606.91	\$14,413.91	115.7%	\$10,630.00	\$13,059.00	\$1,936.00	\$13,030.09	\$1,762.98
Tilly's, Inc.	TLYS	\$12.25	93.5%	\$363.56	\$418.42	61.5%	\$544.83	\$617.43	\$52.44	\$657.45	\$51.72
Urban Outfitters, Inc.	URBN	\$27.77	79.7%	\$2,720.78	\$3,631.02	48.3%	\$3,320.59	\$3,943.16	\$421.69	\$4,126.87	\$420.82
Zumiez Inc.	ZUMZ	\$34.54	96.8%	\$891.23	\$1,064.11	44.9%	\$895.03	\$1,009.94	\$101.19	\$1,069.57	\$113.72

Notes: LTM (latest twelve months); Enterprise Value (market capitalization less total cash and short-term investments plus short-term borrowings and total long-term debt);

EBITDA (earnings before interest, taxes, depreciation and amortization)

Source: Capital IQ

Select Retail Public Company Valuation Metrics As of December 31, 2019

(USD in millions, except per share data)

Company Name	Ticker	LTM Operating Statistics						Trading Multiples			
		Return On Assets	Return On Equity	Return On Capital	Revenue Growth	EBITDA Growth	EBITDA Margin	TEV/ LTM Revenue	TEV/ CY 2019 Revenue	TEV/ LTM EBITDA	TEV/ CY 2019 EBITDA
Department Stores											
Dillard's, Inc.	DDS	3.1%	7.9%	5.1%	-1.8%	-18.0%	6.4%	0.4x	0.4x	6.0x	6.0x
J. C. Penney Company, Inc.	JCP	0.7%	-22.7%	1.1%	-7.3%	-12.8%	5.7%	0.5x	0.5x	8.6x	10.4x
Kohl's Corporation	KSS	5.3%	12.9%	7.6%	-2.4%	-11.6%	11.0%	0.7x	0.7x	6.2x	6.4x
Macy's, Inc.	M	3.7%	16.5%	6.3%	-1.9%	-18.0%	7.6%	0.5x	0.5x	6.6x	6.3x
Nordstrom, Inc.	JWN	5.4%	53.7%	10.7%	-3.8%	-8.5%	9.5%	0.7x	0.7x	7.2x	7.0x
Ross Stores, Inc.	ROST	16.8%	50.9%	25.4%	5.3%	0.7%	15.5%	2.8x	2.6x	18.1x	16.6x
The TJX Companies, Inc.	TJX	13.6%	57.9%	21.8%	4.7%	1.5%	12.6%	2.0x	1.9x	16.2x	15.3x
	Mean	6.9%	25.3%	11.1%	-1.0%	-9.5%	9.8%	1.1x	1.0x	9.8x	9.7x
	Median	5.3%	16.5%	7.6%	-1.9%	-11.6%	9.5%	0.7x	0.7x	7.2x	7.0x
General Merchandising											
Big Lots, Inc.	BIG	5.2%	37.9%	7.7%	0.7%	53.0%	10.0%	0.5x	0.5x	5.4x	7.6x
Dollar General Corporation	DG	7.9%	25.5%	10.3%	8.5%	7.5%	10.0%	1.9x	1.7x	18.6x	16.9x
Dollar Tree, Inc.	DLTR	5.5%	-22.8%	6.9%	2.3%	-13.6%	9.5%	1.4x	1.3x	14.3x	12.9x
Five Below, Inc.	FIVE	8.8%	26.3%	11.5%	20.6%	12.8%	13.7%	4.5x	3.2x	32.7x	21.8x
Target Corporation	TGT	6.7%	28.6%	11.5%	3.1%	6.9%	9.3%	1.0x	0.9x	10.8x	9.9x
Tuesday Morning Corporation	TUES	-1.2%	-8.3%	-1.8%	-1.0%	51.7%	1.4%	0.5x	0.5x	35.9x	20.8x
	Mean	5.5%	14.5%	7.7%	5.7%	19.7%	9.0%	1.6x	1.4x	19.6x	15.0x
	Median	6.1%	25.9%	9.0%	2.7%	10.1%	9.8%	1.2x	1.1x	16.4x	14.9x

Notes: LTM (latest twelve months); NTM (next twelve months); EBITDA (earnings before interest, taxes, depreciation and amortization); TEV (total enterprise value)
Source: Capital IQ

Select Retail Public Company Valuation Metrics As of December 31, 2019

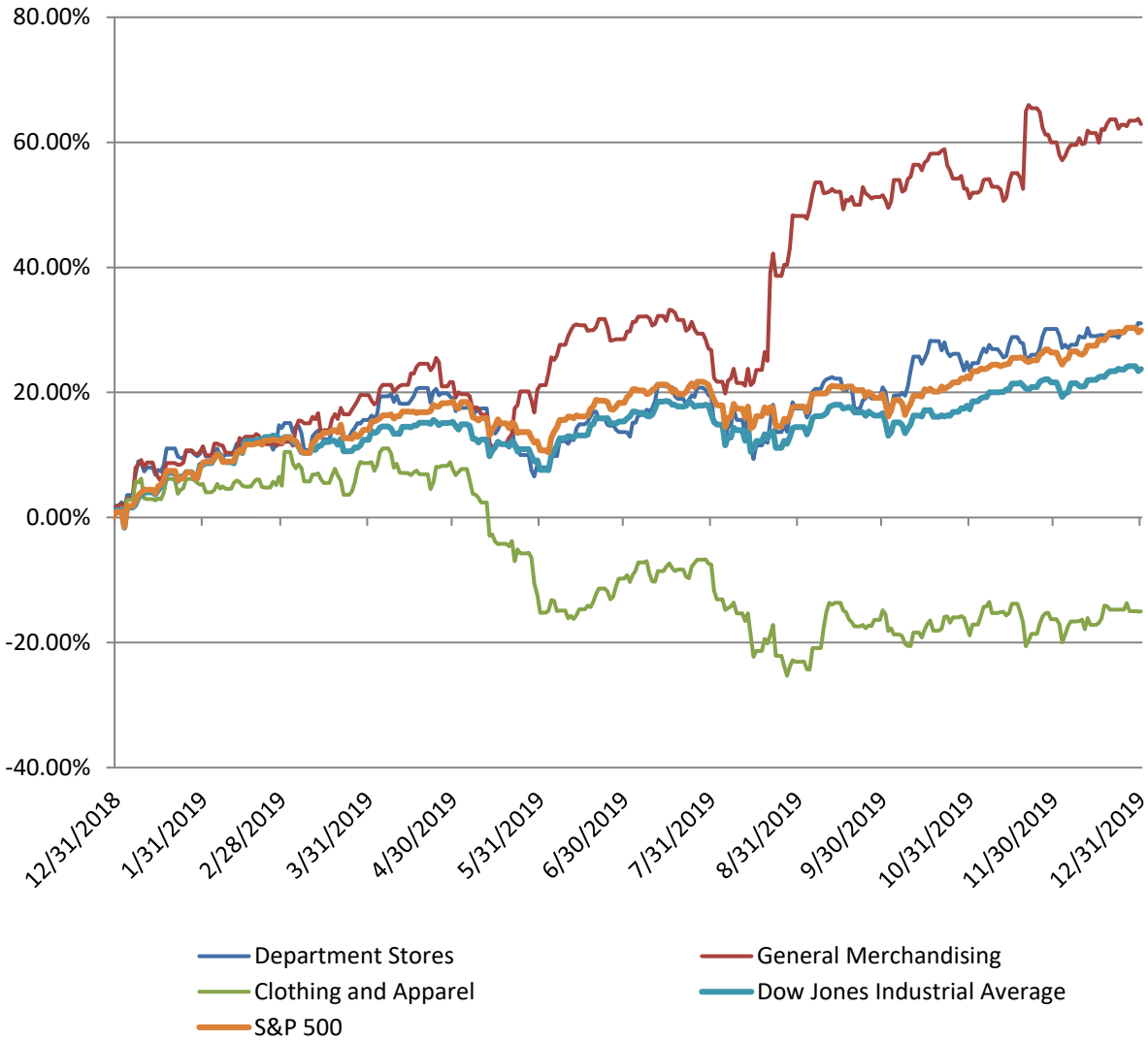
(USD in millions, except per share data)

Company Name	Ticker	LTM Operating Statistics						Trading Multiples			
		Return On Assets	Return On Equity	Return On Capital	Revenue Growth	EBITDA Growth	EBITDA Margin	TEV/ LTM Revenue	TEV/ CY 2019 Revenue	TEV/ LTM EBITDA	TEV/ CY 2019 EBITDA
Clothing and Apparel											
Abercrombie & Fitch Co.	ANF	2.9%	5.5%	4.0%	-0.9%	-18.4%	7.7%	0.7x	0.7x	8.8x	8.6x
American Eagle Outfitters, Inc.	AEO	7.8%	20.6%	10.1%	5.4%	-3.2%	12.1%	0.9x	0.9x	7.5x	7.6x
Ascena Retail Group, Inc.	ASNA	-1.2%	-147.4%	-1.9%	2.6%	-13.8%	4.4%	0.4x	1.3x	9.0x	7.8x
Ansell Limited	ANN	5.2%	7.6%	6.3%	0.6%	4.7%	15.8%	1.9x	N/A	11.9x	N/A
Destination XL Group, Inc.	DXLG	-0.9%	-28.5%	-1.1%	-0.9%	-16.3%	4.4%	0.8x	N/A	17.9x	N/A
Express, Inc.	EXPR	-0.5%	-4.1%	-0.7%	-6.7%	-51.4%	3.6%	0.6x	0.6x	17.9x	15.5x
Foot Locker, Inc.	FL	8.8%	21.1%	10.9%	2.3%	3.7%	11.2%	0.8x	0.8x	7.4x	7.4x
The Gap, Inc.	GPS	7.5%	22.9%	10.4%	-2.4%	-2.1%	11.7%	0.8x	0.8x	7.0x	9.3x
Guess?, Inc.	GES	4.0%	6.2%	5.9%	4.2%	9.8%	7.5%	1.0x	1.0x	13.2x	11.4x
L Brands, Inc.	LTD	9.1%	NM	13.5%	-1.1%	-7.5%	14.8%	1.1x	1.1x	7.1x	8.2x
Tilly's, Inc.	TLYS	4.7%	13.7%	6.0%	4.3%	-2.9%	8.5%	0.8x	0.6x	10.0x	8.1x
Urban Outfitters, Inc.	URBN	7.0%	16.3%	9.2%	0.8%	-13.5%	10.7%	0.9x	0.9x	8.8x	8.6x
Zumiez Inc.	ZUMZ	6.6%	14.7%	8.4%	2.8%	12.3%	10.0%	1.0x	1.0x	10.5x	9.4x
	Mean	4.7%	-4.3%	6.2%	0.8%	-7.6%	9.4%	0.9x	0.9x	10.5x	9.3x
	Median	5.2%	10.7%	6.3%	0.8%	-3.2%	10.0%	0.8x	0.9x	9.0x	8.6x

Notes: LTM (latest twelve months); NTM (next twelve months); EBITDA (earnings before interest, taxes, depreciation and amortization); TEV (total enterprise value)

Source: Capital IQ

Retail Public Company LTM Equity Performance As of December 31, 2019



Note: The indices are derived from the equity performance of the previously listed companies. Source: Capital IQ

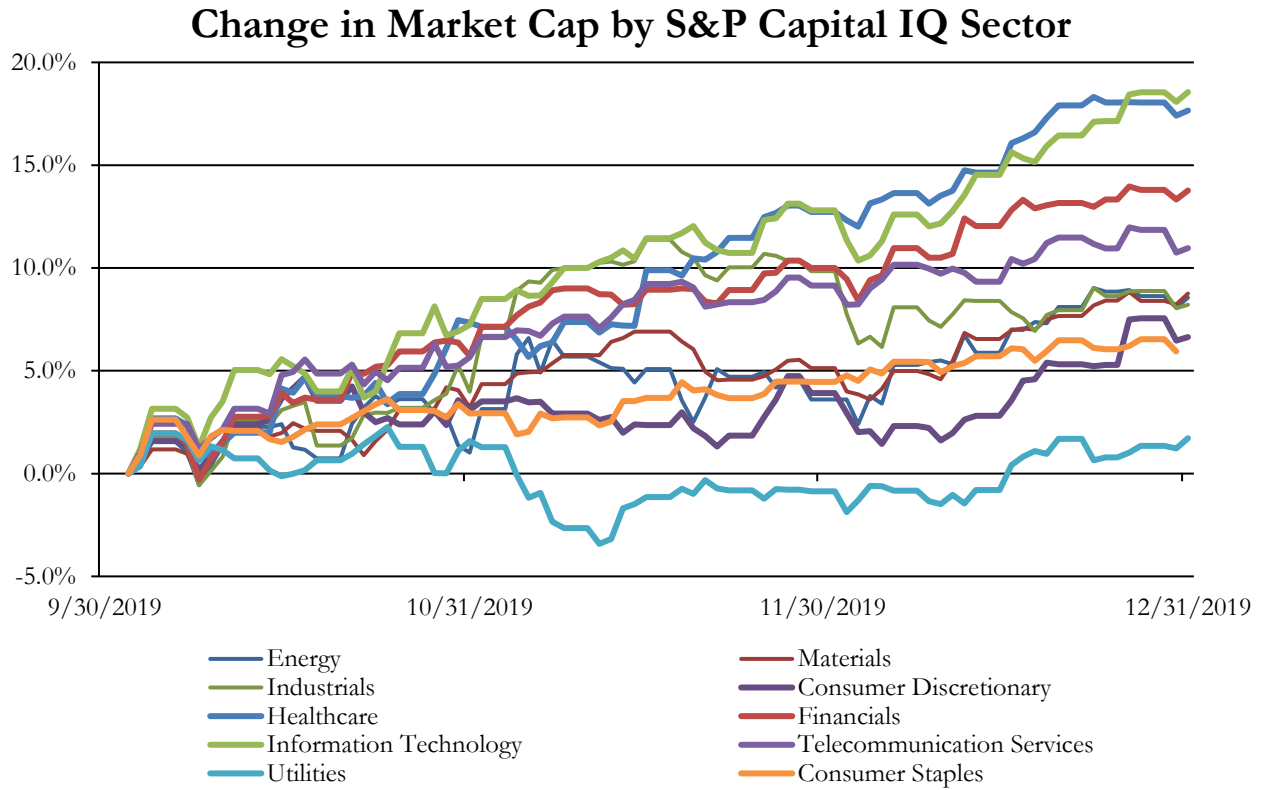
Recent M&A Activity in the Retail Industry December 31, 2018 to December 31, 2019

(USD in millions)

Close Date	Target	Acquirer	Target Company Primary Industry	Implied Enterprise Value
7/26/2019	Liberty Expedia Holdings, Inc.	Expedia Group, Inc.	Internet and Direct Marketing Retail	\$18,162.99
2/11/2019	Substantially all of the Assets of Sears Holdings Corporation	ESL Investments, Inc.	Department Stores	\$5,200.00
9/25/2019	Shutterfly, Inc.	Apollo Global Management, LLC (nka:Apollo Global Management, LLC)	Internet and Direct Marketing Retail	\$2,750.56
3/8/2019	Nutrisystem, Inc.	Tivity Health, Inc.	Internet and Direct Marketing Retail	\$1,340.68
1/16/2019	Spring Communications Holding, Inc	Prime Communications, L.P.	Computer and Electronics Retail	\$736.90
8/6/2019	Barnes & Noble, Inc.	Elliott Management Corporation; Elliott Associates, LP	Specialty Stores	\$684.79
12/16/2019	Vitamin Shoppe, Inc.	Liberty Tax, Inc. (nka:Franchise Group, Inc.)	Specialty Stores	\$638.75
12/20/2019	The Marshall Retail Group, LLC	WH Smith PLC	Specialty Stores	\$400.00
5/6/2019	Maurices Incorporated	OpCapita LLP; OpCapita Consumer Opportunities Fund	Apparel Retail	\$300.00
8/15/2019	Reverb Holdings, Inc.	Etsy, Inc.	Internet and Direct Marketing Retail	\$275.00
11/1/2019	Assets of Barneys New York, Inc.	B. Riley Financial, Inc.; Authentic Brands Group LLC	Apparel Retail	\$271.40
7/1/2019	Portfolio of 54 Convenience Retail Stores & Gas Station & Wholesale	EG America LLC	Automotive Retail	\$270.00
1/4/2019	Stadium Goods	Farfetch Limited	Internet and Direct Marketing Retail	\$250.00
7/9/2019	Safco Dental Supply LLC	PNC RiverArch Capital	Internet and Direct Marketing Retail	\$175.00
1/23/2019	Eight Travel Centers	TA Operating LLC	Automotive Retail	\$137.81
10/23/2019	Sears Outlet Stores, L.L.C./Leasing Operations, LLC/Outlet Merchandise	Franchise Group Newco S, LLC	Home Improvement Retail	\$131.30
7/10/2019	Buddy's Newco LLC	Liberty Tax, Inc. (nka:Franchise Group, Inc.)	Computer and Electronics Retail	\$122.00
2/28/2019	Bill Estes Auto Group	Asbury Automotive Group, Inc.	Automotive Retail	\$121.00
8/23/2019	North America and Latin America Florist Businesses	Nexus Capital Management LP	Specialty Stores	\$110.86
2/2/2019	Hat World, Inc. and Certain assets of GCO Canada and Flagg Bros.	Ames Watson Capital LLC	Apparel Retail	\$101.00
5/15/2019	VEGAS.com, LLC	MGG Investment Group, LP	Internet and Direct Marketing Retail	\$45.00
2/2/2019	Tm Wireless, Inc.	Wireless Vision, LLC	Computer and Electronics Retail	\$44.00
6/17/2019	ampCNG, LLC	American Natural Gas, LLC	Automotive Retail	\$41.00
4/1/2019	Original, Inc.	World Co., Ltd.	Internet and Direct Marketing Retail	\$37.52
7/1/2019	Trade and Assets of Jaguar Land Rover Motor Vehicle Dealership in North America	Lithia Motors, Inc.	Automotive Retail	\$36.76
3/4/2019	Janie and Jack Retail Chain of Gymboree Group Inc.	The Gap, Inc.	Apparel Retail	\$35.00
10/11/2019	Eight Field & Stream Stores of DICK'S Sporting Goods, Inc.	Sportsman's Warehouse, Inc.	Specialty Stores	\$28.00
7/2/2019	Six-Property Portfolio of Mobil-Branded Convenience and Gasoline Retail	RGetty Realty Corp.	Automotive Retail	\$24.50
2/5/2019	Wholesale Business Assets of Advanced Sports Enterprises, Inc. (nka:BikeCo, LLC)	Specialty Stores	\$23.02	
7/31/2019	Ganja Gold Inc.	Integrated Cannabis Company, Inc.	Distributors	\$22.62
12/24/2019	Chevrolet Dealership in Puente Hills, California of Pendragon PLC	NA	Automotive Retail	\$20.89
5/31/2019	Assets of Z Gallerie, LLC	DirectBuy, Inc.; KKR Credit Advisors (US) LLC	Homefurnishing Retail	\$20.30
8/23/2019	Two Dealership Properties of AutoCanada Inc	Capital Automotive LLC	Automotive Retail	\$20.00
8/1/2019	Central Marine Services, Inc.	OneWater Marine Inc.	Automotive Retail	\$19.42
8/9/2019	Greats Brand, LLC	Steven Madden, Ltd.	Internet and Direct Marketing Retail	\$18.96
12/27/2019	John Sisson Motors, Inc.	Washington APA RE, LLC	Automotive Retail	\$18.70
8/27/2019	41 Buddy's Home Furnishings Stores of A Team Leasing, LLC	Buddy's Newco LLC	Homefurnishing Retail	\$18.60
8/2/2019	Provide Creations, Inc.	PlanetArt, LLC	Internet and Direct Marketing Retail	\$18.10
3/8/2019	Most of the Business of Things Remembered, Inc.	Enesco, LLC	Specialty Stores	\$17.50
10/16/2019	Avenue's E-Commerce Assets	City Chic Collective Limited	Internet and Direct Marketing Retail	\$16.50
3/4/2019	Lowe's Home Improvement in Hendersonville, TN	Retail Value Inc.	Home Improvement Retail	\$16.10
8/5/2019	Four Boat Dealerships in Florida and Georgia	SunTrust Equity Funding, LLC	Automotive Retail	\$16.00
2/28/2019	Substantially All of the Assets of Samuels Jewelers, Inc.	Wells Fargo Bank, National Association, Investment	Apparel Retail	\$16.00
10/23/2019	Five Sears Outlet Stores Of Franchise Group, Inc.	A Team Sales, LLC	Internet and Direct Marketing Retail	\$15.00
9/25/2019	Simply Mac, Inc.	Cool Holdings, Inc.	Computer and Electronics Retail	\$12.68
4/16/2019	Bangor Mall	Namdar Realty Group LLC; Mason Asset Management	Department Stores	\$12.60
2/19/2019	Lorenzo Nissan	NA	Automotive Retail	\$11.00
5/1/2019	Substantially All Assets of Carbee Boat Sales and Marina, Inc.	OneWater Marine Inc.	Automotive Retail	\$10.90
2/1/2019	Substantially all of the Assets of Ocean Blue Yacht Sales, LLC	OneWater Marine Inc.	Automotive Retail	\$10.66
3/20/2019	Hixson Automotive of Monroe, L.L.C.	Banner Ford LLC	Automotive Retail	\$10.50
2/21/2019	Performance Chevrolet Inc (nka:Future Chevrolet of Sacramento, Inc.)	Future Nissan Of Folsom, Inc.	Automotive Retail	\$9.10
5/16/2019	Optical Business Assets of Shopko Stores Operating Co., LLC	Shoptikal LLC	Specialty Stores	\$8.60
10/23/2019	Ballweg Auto Group	North American Automotive Services, Inc.	Automotive Retail	\$6.00
4/10/2019	Membership Based Trade Group Of Promotional Products Distributors	AIM Smarter, LLC	Distributors	\$5.00
1/29/2019	Certain Convenience Store Locations of Speedway LLC	Sunoco LP	Automotive Retail	\$5.00
1/22/2019	All the Assets of Chlorophyll, Inc.	GrowGeneration Corp.	Home Improvement Retail	\$4.16
10/8/2019	Assets of J&R Recycling	Pyrolyx USA Inc.	Distributors	\$4.04
2/3/2019	Autosport USA, Inc.	RMBL Express, LLC	Automotive Retail	\$3.98
8/30/2019	EBTH, Inc.	NA	Internet and Direct Marketing Retail	\$3.50
8/1/2019	Property In North Dakota	NA	Specialty Stores	\$3.48
8/9/2019	Substantially All The Assets Of Manhattan Jeep Chrysler Dodge, Inc.	NA	Automotive Retail	\$3.24
2/7/2019	Assets of Palm Springs Hydroponics	GrowGeneration California Corp.	Home Improvement Retail	\$3.19
4/30/2019	Certain Assets of Geotech Supply Co., LLC	Rollins, Inc.	Internet and Direct Marketing Retail	\$3.00
4/19/2019	SavinstUltra	Cyber Apps World Inc.	Internet and Direct Marketing Retail	\$2.88
10/8/2019	85 Stores of National Stores Inc.	Pegasus Trucking LLC	Apparel Retail	\$2.50

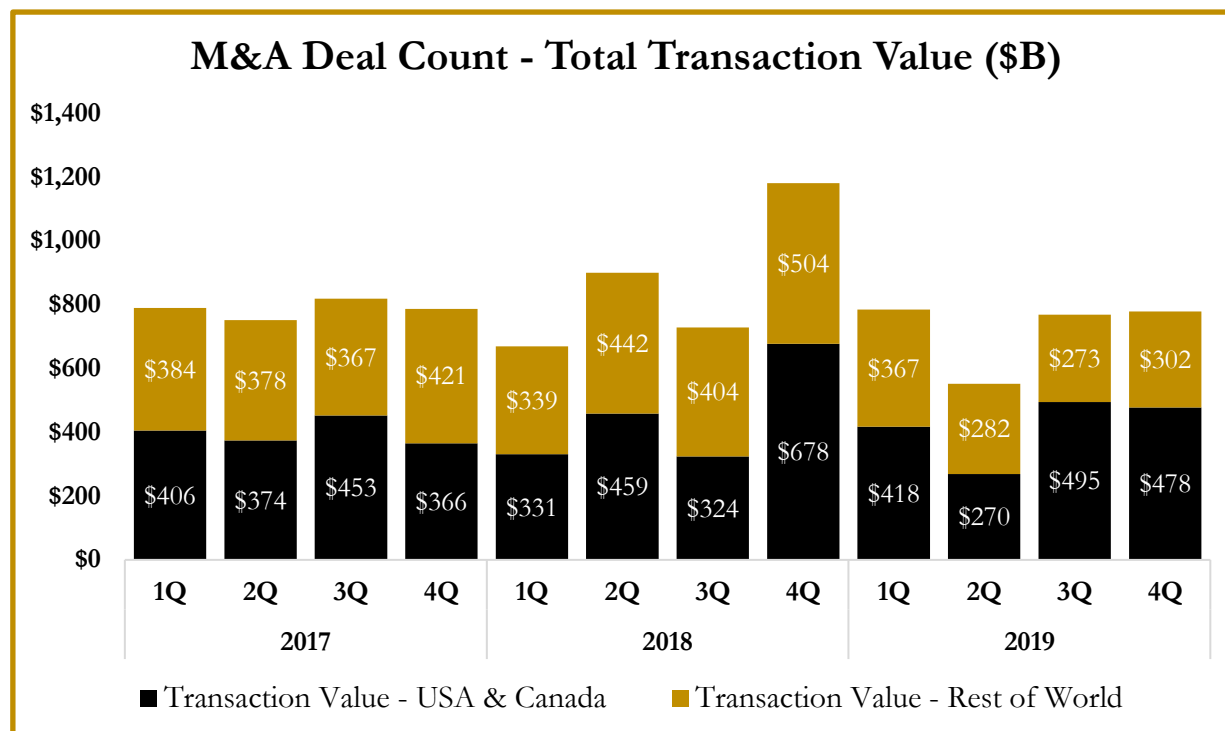
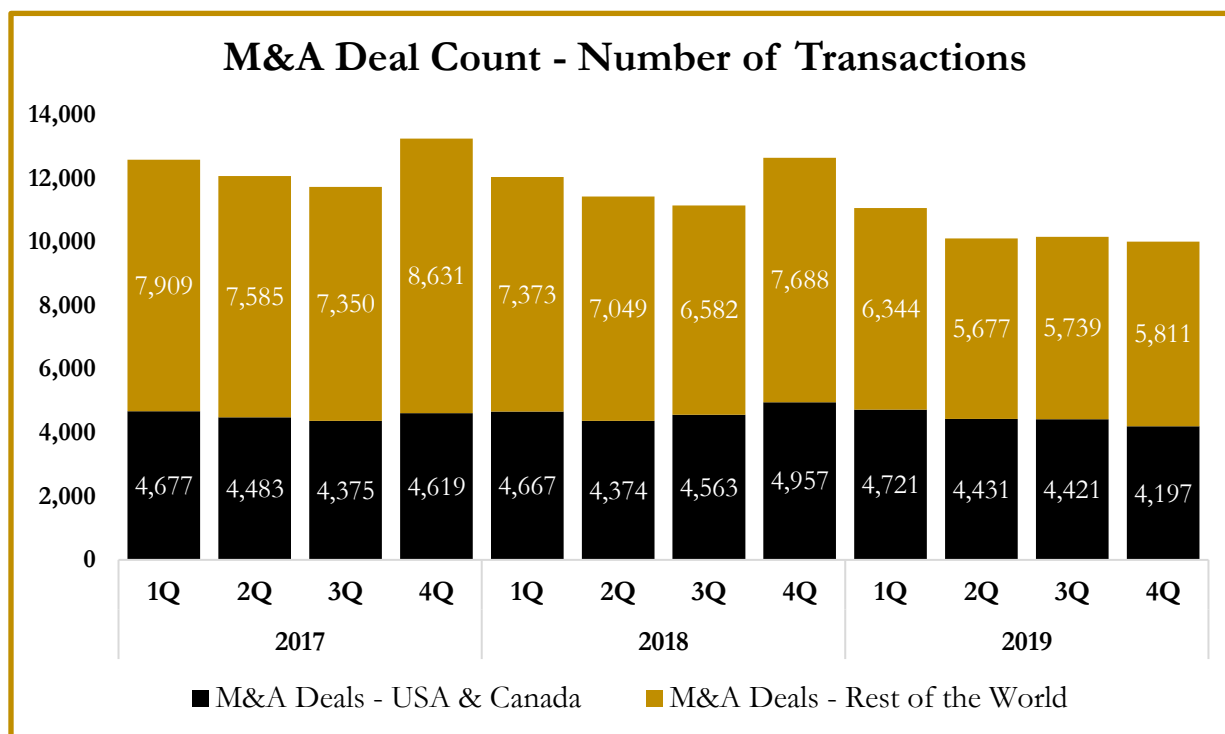
Source: Capital IQ

S&P Capital IQ - Sector Last 3 Month Equity Performance
As of December 31, 2019

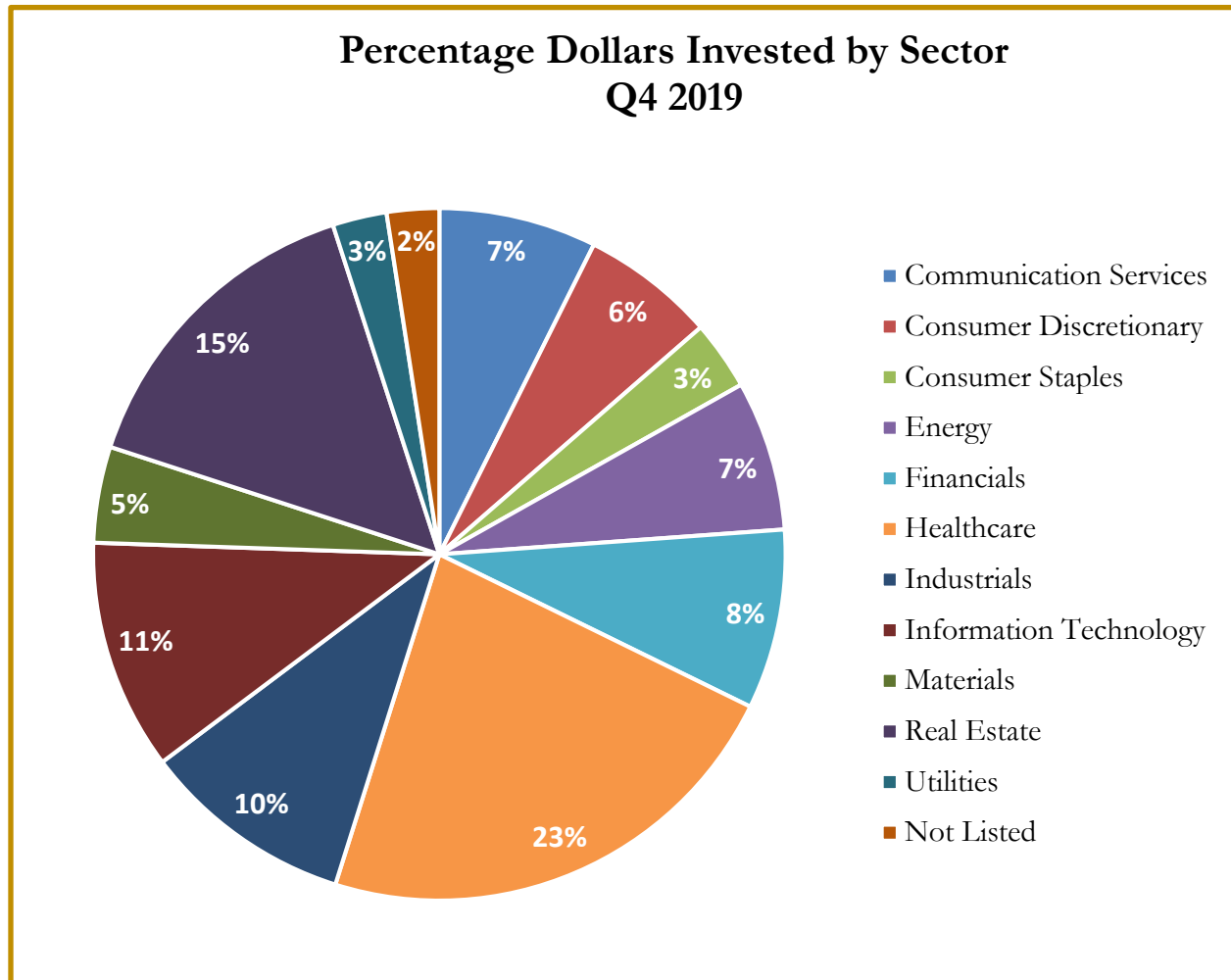


Note: The indices are derived from the equity performance of the S&P Capital IQ Sectors. Source: Capital IQ

M&A Deal Flow Statistics by S&P Capital IQ Sector
As of December 31, 2019



M&A Deal Flow Statistics by S&P Capital IQ Sector
As of December 31, 2019





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