

Financial Performance

Size Profile, LTM Financials, Forward Estimates

(USD in millions, except per share data)

| (OSD in minuons, except per soure unit) | | | Size Profi | le | | LTM Operating Data | | Forward Estimates | |
|---|--------|-------------------|----------------------|----------|-----------------|--------------------|---------------|----------------------|---------------------|
| Company Name | Ticker | Price at 09/30/23 | % of 52 Week High | TEV | Total Assets | LTM Revenue | LTM EBITDA | 2023 Est. Revenue | 2023 Est. EBITDA |
| Department Stores | | | | | | | | | |
| Kohl's Corporation | KSS | \$20.96 | 58.6% | \$9,902 | \$14,794 | \$17,762 | \$957 | \$16,849 | \$1,446 |
| Macy's, Inc. | M | \$11.61 | 46.2% | \$8,528 | \$16,304 | \$24,359 | \$1,846 | \$23,079 | \$2,082 |
| Nordstrom, Inc. | JWN | \$14.94 | 55.0% | \$5,872 | \$8,801 | \$14,818 | \$1,102 | \$14,763 | \$1,131 |
| Dillard's, Inc. | DDS | \$330.81 | 79.2% | \$4,670 | \$3,512 | \$6,947 | \$1,189 | \$6,799 | \$1,006 |
| General Merchandising | | | | | | | | | |
| Target Corporation | TGT | \$110.57 | 60.9% | \$69,073 | \$53,206 | \$108,008 | \$7,543 | \$107,114 | \$7,695 |
| Dollar General Corporation | DG | \$105.80 | 40.4% | \$42,609 | \$30,396 | \$38,807 | \$3,889 | \$38,731 | \$3,270 |
| Dollar Tree, Inc. | DLTR | \$106.45 | 62.5% | \$34,060 | \$23,428 | \$29,310 | \$2,561 | \$30,875 | \$2,675 |
| Big Lots, Inc. | BIG | \$5.11 | 24.4% | \$2,288 | \$3,380 | \$5,010 | -\$316 | \$4,733 | -\$207 |
| Clothing and Apparel | | | | | | | | | |
| Bath & Body Works, Inc. | BBWI | \$33.80 | 68.2% | \$12,237 | \$5,195 | \$7,448 | \$1,467 | \$7,409 | \$1,495 |
| The Gap, Inc. | GPS | \$10.63 | 68.6% | \$8,755 | \$10,850 | \$15,106 | \$851 | \$14,697 | \$876 |
| Foot Locker, Inc. | FL | \$17.35 | 36.7% | \$4,907 | \$7,536 | \$8,308 | \$573 | \$7,956 | \$406 |
| American Eagle Outfitters, Inc. | AEO | \$16.61 | 94.8% | \$4,610 | \$3,432 | \$5,018 | \$552 | \$5,115 | \$574 |
| Abercrombie & Fitch Co. | ANF | \$56.37 | 99.3% | \$3,733 | \$2,797 | \$3,851 | \$381 | \$4,089 | \$506 |
| Urban Outfitters, Inc. | URBN | \$32.69 | 86.4% | \$3,498 | \$3,970 | \$4,946 | \$397 | \$5,132 | \$508 |
| Guess?, Inc. | GES | \$21.64 | 87.1% | \$2,190 | \$2,489 | \$2,685 | \$291 | \$2,769 | \$307 |
| Ansell Limited | ANN | \$14.28 | 74.2% | \$2,049 | \$2,531 | \$1,655 | \$254 | \$1,663 | \$267 |
| Express, Inc. | EXPR | \$9.00 | 21.0% | \$815 | \$1,452 | \$1,767 | -\$105 | \$1,924 | -\$47 |
| Zumiez Inc. | ZUMZ | \$17.80 | 61.4% | \$445 | \$746 | \$895 | \$18 | \$858 | -\$1 |
| Tilly's, Inc. | TLYS | \$8.12 | 78.4% | \$400 | \$503 | \$642 | \$0 | \$626 | -\$16 |

Valuation Metrics

Return Profile, Trading Multiples

| | | Return Profile | | | | | | Trading Multiples | |
|----------------------------|----------------|---------------------|---------------------|-------------------|------------------|------------------|--------------|----------------------|---------------------|
| Company Name | Ticker | Return on Assets | Return on Equity | Revenue Growth | EBITDA Margin | EBITDA Growth | 5-yr Beta | TEV / LTM Revenue | TEV / LTM EBITDA |
| Department Stores | | | | | | | | | |
| Kohl's Corporation | KSS | 0.7% | -2.5% | -6.0% | 5.4% | -52.3% | 1.9x | 0.6x | 10.3x |
| Macy's, Inc. | M | 4.6% | 19.4% | -6.2% | 7.6% | -37.0% | 2.0x | 0.4x | 4.6x |
| Nordstrom, Inc. | JWN | 3.6% | 4.8% | -6.1% | 7.4% | -15.5% | 2.4x | 0.4x | 5.3x |
| Dillard's, Inc. | DDS | 18.6% | 51.3% | 0.3% | 17.1% | -15.6% | 1.0x | 0.7x | 3.9x |
| | Mean Median | 6.9% 4.1% | 18.2% 12.1% | -4.5% -6.1% | 9.4% 7.5% | -30.1% -26.3% | 1.8x 1.9x | 0.5x 0.5x | 6.1x 5.0x |
| General Merchandising | | | | | | | | | |
| Target Corporation | TGT | 5.7% | 29.9% | 0.1% | 7.0% | -11.6% | 1.0x | 0.6x | 9.2x |
| Dollar General Corporation | DG | 6.6% | 34.7% | 9.8% | 10.0% | 2.3% | 0.4x | 1.1x | 11.0x |
| Dollar Tree, Inc. | DLTR | 4.8% | 14.0% | 7.9% | 8.7% | -11.1% | 0.8x | 1.2x | 13.3x |
| Big Lots, Inc. | BIG | -8.1% | -95.5% | -13.4% | -6.3% | N/A | 2.4x | 0.5x | -7.3x |
| | Mean | 2.3% | -4.2% | 1.1% | 4.9% | -6.8% | 1.2x | 0.8x | 6.5x |
| Source: Capital IQ | Median | 5.3% | 21.9% | 4.0% | 7.9% | -11.1% | 0.9x | 0.9x | 10.1x |

Valuation Metrics (cont.)

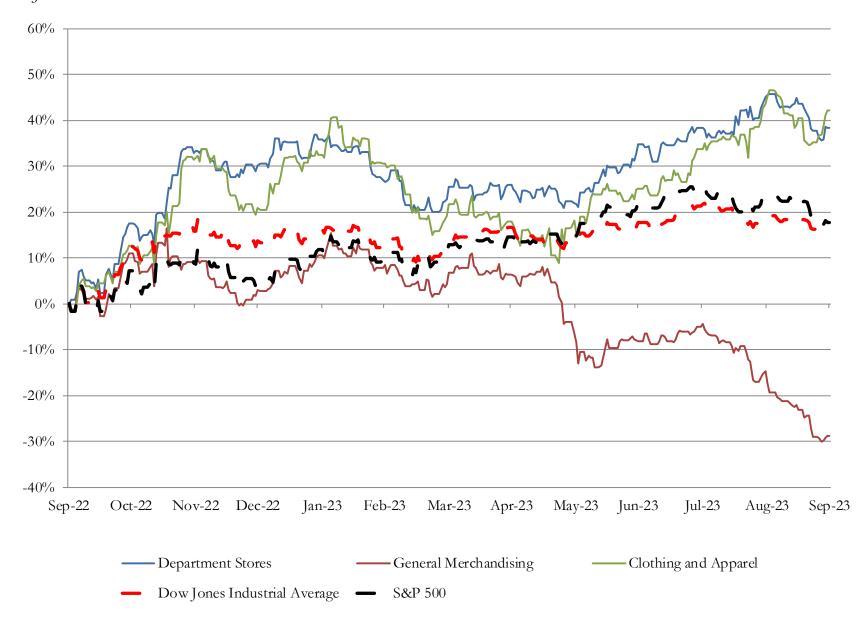
Return Profile, Trading Metrics

| | | Return Profile | | | | | | | Trading Multiples | |
|---------------------------------|--------|---------------------|---------------------|-------------------|------------------|------------------|-----------|----------------------|---------------------|--|
| Company Name | Ticker | Return on Assets | Return on Equity | Revenue Growth | EBITDA Margin | EBITDA Growth | 5-yr Beta | TEV / LTM Revenue | TEV / LTM EBITDA | |
| Clothing and Apparel | | | | | | | | | | |
| Bath & Body Works, Inc. | BBWI | 15.1% | N/A | -4.2% | 19.7% | -32.7% | 1.8x | 1.6x | 8.2x | |
| The Gap, Inc. | GPS | 1.7% | 4.7% | -4.4% | 5.6% | 96.5% | 2.0x | 0.6x | 10.0x | |
| Foot Locker, Inc. | FL | 3.0% | 4.6% | -5.4% | 6.9% | -45.3% | 1.3x | 0.6x | 8.4x | |
| American Eagle Outfitters, Inc. | AEO | 5.8% | 13.3% | -0.3% | 11.0% | 1.2% | 1.5x | 0.9x | 8.1x | |
| Abercrombie & Fitch Co. | ANF | 5.5% | 16.1% | 4.5% | 9.9% | 31.3% | 1.4x | 1.0x | 9.7x | |
| Urban Outfitters, Inc. | URBN | 5.0% | 12.3% | 5.3% | 8.0% | -1.0% | 1.5x | 0.7x | 8.8x | |
| Guess?, Inc. | GES | 6.0% | 31.4% | 0.2% | 10.8% | -15.9% | 1.9x | 0.8x | 7.4x | |
| Ansell Limited | ANN | 5.2% | 9.5% | -15.2% | 15.4% | -13.1% | 0.5x | 1.2x | 8.1x | |
| Express, Inc. | EXPR | -7.9% | 195.5% | -10.9% | -5.9% | N/A | 1.8x | 0.5x | -7.7x | |
| Zumiez Inc. | ZUMZ | -0.3% | -2.2% | -16.9% | 2.0% | -85.2% | 1.5x | 0.5x | 24.6x | |
| | [| | | | | | | | | |
| | Mean | 3.9% | 31.7% | -4.7% | 8.3% | -7.1% | 1.5x | 0.8x | 8.5x | |
| Source: Capital IQ | Median | 5.1% | 12.3% | -4.3% | 9.0% | -13.1% | 1.5x | 0.8x | 8.3x | |

Q3 2023 | Industry Update – Retail

LTM Equity Performance

Major Indexes



Recent M&A Activity

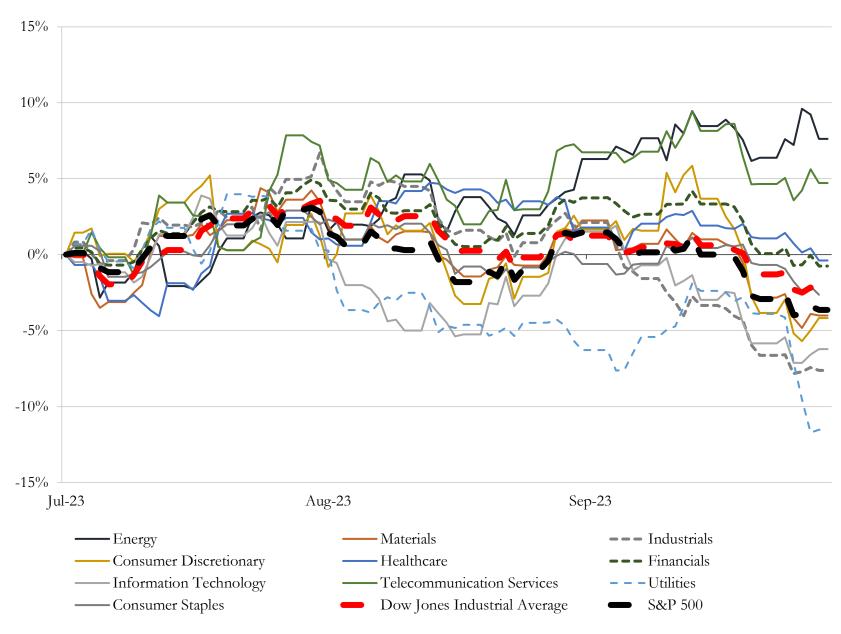
Last Twelve (12) Months as of September 30, 2023

(USD in millions)

| Close Date | Target | Acquirer | Implied TEV |
|------------|--|--|-------------|
| Aug-23 | Franchise Group, Inc. | N/A | \$3,790 |
| May-23 | TravelCenters of America Inc. | BP Products North America Inc. | \$3,165 |
| Jan-23 | Poshmark, Inc. | NAVER Corporation | \$1,049 |
| Mar-23 | Assets of Transit Energy Group, LLC | GPM Transportation Company, LLC; GPM Southeast, LLC; GPM | \$383 |
| Oct-22 | Orscheln Farm and Home LLC | Tractor Supply Company | \$274 |
| Mar-23 | Volta Inc. | Shell USA, Inc. | \$250 |
| Jul-23 | Renzi Bros., Inc. | US Foods Holding Corp. | \$143 |
| Nov-22 | International Auto Processing, Inc. | Ports America, Inc. | \$72 |
| Jun-23 | 3 Franchised Dealerships in Alabama and North Carolina | N/A | \$52 |
| Feb-23 | Carson Toyota, Inc. | Fletcher Jones Automotive Group | \$49 |
| Dec-22 | CarLotz, Inc. | Shift Technologies, Inc. | \$46 |
| Apr-23 | PetCareRx, Inc. | PetMed Express, Inc. | \$36 |
| Jun-23 | Otto's BMW/Otto's Mini | Piazza Auto Group | \$31 |
| Dec-22 | Miramar gas station | RJ Petroleum Properties CH LLC | \$29 |
| Oct-22 | International Wholesale Tile, LLC | Victoria PLC | \$29 |
| Jul-22 | Backyard & Pool Superstore LLC | Maytronics Ltd. | \$27 |
| Apr-23 | Belami, Inc. | SKYX Platforms Corp. | \$25 |
| Jul-23 | Great Lakes Hyundai of Dublin, Great Lakes Hyundai of Columbus and | Great Lakes Auto Network, Inc. | \$22 |
| Feb-23 | Hohl-Findlay, LLC | Lazydays Holdings, Inc. | \$20 |
| Dec-22 | Crown BMW | Hudson Automotive Group | \$17 |
| Oct-22 | Stellantis dealership in New York | N/A | \$16 |
| Oct-22 | Substantially all of the assets related to LMPWP's Chrysler Jeep Dodge RAM | TAG Holdings LLC | \$16 |
| Dec-22 | Crown GHO L.L.C. | Hudson Automotive Group | \$14 |
| Aug-23 | Buick GMC Automotive Dealership at Beckley, WV | Beckley AWV AM, LLC | \$11 |
| Dec-22 | Sauce West End, LLC | MTY Food Group Inc. | \$11 |
| Jul-22 | Bulletin, Inc. | Emerald Holding, Inc. | \$10 |
| Dec-22 | Volvo Cars Greensboro | Hudson Automotive Group | \$10 |
| Jul-23 | MIRC, LLC | Fender Musical Instruments Corporation | \$9 |
| Dec-22 | Heritage Square | Prudent Growth Partners, LLC | \$8 |
| Apr-23 | Battlbox,LLC. | Battlbrands Holdings, Inc. | \$7 |

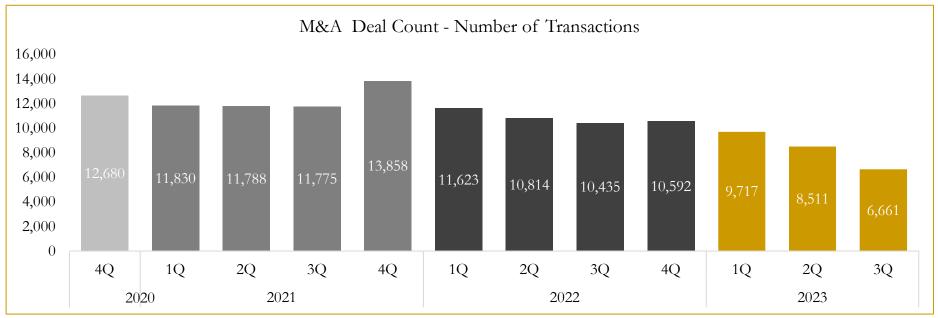
Change in Market Capitalization by Sector

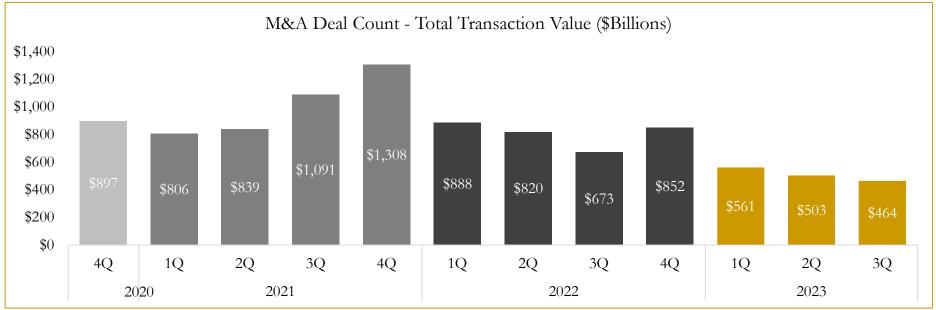
Last Three (3) Months as of September 30, 2023



M&A Deal Flow Statistics

Last Three (3) Years as of September 30, 2023





7 Houlihan Capital About Us

Houlihan Capital is a leading, solutions-driven valuation, financial advisory and investment banking firm. We pride ourselves on being thought leaders in an ever-changing landscape.

Houlihan Capital is SOC-compliant, a FINRA and SIPC member and committed to the highest levels of professional ethics and standards.

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 - Locked Token Valuations
- Enterprise Valuations
- Fairness & Solvency Opinions
 - o SPAC Fairness
- Estate & Gift Valuations
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- Goodwill Impairment Testing (ASC 350)
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For questions or inquiries regarding our services, please contact:

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