

McCracken ADVISORY PARTNERS

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Q1 2024 overview



Looking Forward

When assessing the deal count for Q1, there's a notable incongruity between the number of deals closed (105) compared to a year ago (133) - a 21% decline deemed disappointing - and the perceptible positivity shared by buyers and sellers alike, suggesting that 2024 has the potential to be a resurgent year for M&A for marketing services and marketing technologies agencies.

For many years now, Private Equity has stood as a significant player in M&A of marketing agencies of all stripes, purportedly driving over 40% of all transactions. However, and despite holding cash reserves exceeding \$2 trillion, the sector found itself hindered by the persistent drag of high cost debt capital, which traditionally plays a crucial role in deal structuring.

Encouragingly, signs of relief are emerging as exits from investments are showing signs of easing. Additionally, it's pertinent that Federal Reserve officials are still, for now, anticipating three interest rate cuts throughout 2024.

Looking beyond the financial dynamics of M&A, several overarching themes are poised to shape valuations this year and beyond. Foremost among these is the Al 'arms race' within agency holding companies, where the 'big six' have forged partnerships with major Al and cloud firms over the past year. Notably, independent agencies lag behind in Al readiness and with holdcos typically

Deal Activity by Quarter

| MAJOR BUYERS | 01 2024 | 2023 Deals | 2022 Deals | 2021 Deals |
|-----------------------|------------|---------------|---------------|---------------|
| Accenture | 16 | 24 | 15 | 40 |
| WPP | 4 | 8 | 8 | 5 |
| Stagwell | 3 | 4 | 7 | 4 |
| Deloitte | 2 | 1 | 3 | 4 |
| Havas | 2 | 10 | 9 | 3 |
| Omnicom | 1 | 9 | 3 | 6 |
| Publicis | 1 | 5 | 4 | 5 |
| Real Chemistry (W20) | 1 | 1 | 1 | 2 |
| S4 | 1 | 0 | 4 | 12 |
| Acceleration Partners | 0 | 0 | 3 | 2 |
| Blackstone | 0 | 2 | 0 | 23 |
| Cognizant | 0 | 2 | 3 | 4 |
| Dentsu | 0 | 5 | 4 | 2 |
| EY | 0 | 1 | 2 | 2 |
| Finn Partners | 0 | 3 | 3 | 9 |
| Fishawack Health | 0 | 0 | 1 | 3 |
| IBM | 0 | 1 | 5 | 5 |

investing around \$3,000 per employee annually to integrate Al technologies; now is the time, not later, for independents to consider Al catch up initiatives.

Another ongoing theme underscores the relative disinterest in deal making among holdcos and some regional networks, favoring instead consolidation and/or co-location solutions.

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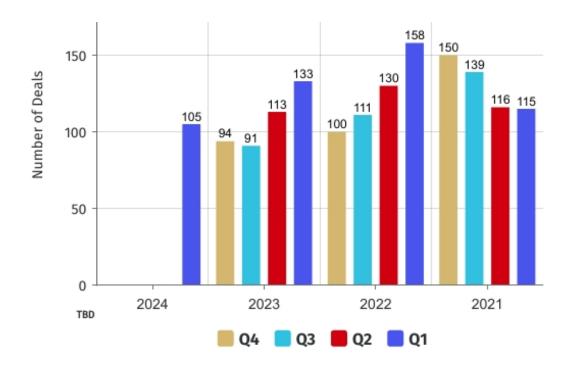
Highlights from Q1

Accenture continued its deals closed dominance with 16 Q1 transactions: Technology consulting firm, 6point6; Al technologies firm, Ammagamma; Technology services provider, Arns Group; Consultancy, Flo Group; Customer service analytics firm, GemSeek; Sourcing & procurement company, Insight Sourcing; Media & marketing technology firm; Jixie's; Management consultancy, M2P Consulting; Solution & services provider, Navisite; Supply chain management firm, OnProcess; Learning platform, Udacity; Management consultancy, Vocatus; Digital experience & data analytics firm, Mindcurv; MarTech consultancy, The Lumery; Design & tech agency, Work & Co.; and Cyber risk management company, Tenchi Security.

WPP completed 1 minority investment and 3 merger/consolidations:
Gaining a minority stake in Digital agency, OH-SO Digital; and mergers of AKQA and Grey
Advertising; BCW and Hill & Knowlton; and Wunderman Thompson Canada and Taxi.

Stagwell closed 3 acquisitions: Agency Group, **Sidekick**; Marketing agency, **Team Epiphany**; Digital agency, **What's Next Partners**; and Digital agency, **CQL**.

Deloitte had 2 deals in Q1: Software engineering company, **Giant Machines**; and Solutions Provider, **OpTeamizer**. **Havas** also had 2 deals: B2B marketing agency, **Ledger Bennett**; and Social marketing specialist, **Wilderness**.



Q1 overview



Stories You May Have Missed

How the Big Holding Companies are Handling GenAl

Across the big ad/media holding company space, there's a lot of talk about Al investments and partnerships. But that's not their only focus. More: Martech.org; March 4, 2024

Sam Altman Says Al Will Handle "95%" of Marketing Work Done by Agencies and Creatives

In a previously unreported quote, Sam Altman says that Al will do "95% of what marketers use agencies, strategists, and creative professionals for today." And, he says AGI will be a reality in "5 years, give or take, maybe slightly longer. "These comments come from a new book called <u>Our Al Journey</u>—and appear to be completely unreported in mainstream media. <u>More:</u> Marketing Artificial Intelligence Institute; March 5, 2024

Agency Acquisitions are Heating Up-Who's Buying and Which Ones Might be Sold Next

In the span of three short months, Omnicom acquired Flywheel Digital, consultancy Globant took a majority stake in Gut, Interpublic Group of Cos. sold two legacy agencies - Deutsch New York and Hill Holiday - to Attivo Group and Accenture Song announced plans to acquire Work & Co.

More: AdAge; January 29, 2024

US Ad Forecast Raised to 5.6% Growth for 2024

Ad revenue in the U.S. should jump 8% this quarter and 5.6% this year, excluding political ads, Madison and Wall's Brian Wieser predicts. U.S. ad industry revenue should increase a bit more this quarter and year than previously expected thanks to improved economic conditions and forecasts, Madison and Wall's Brian Wieser said in a new report. More: AdAge; March 25, 2024

9 Arguments Against Timesheets and for Modern Compensation Models

There are better, more collaborative ways for agencies to structure payments today. I'm no Gary Vee, but a recent LinkedIn post about my aversion to timesheets garnered over half a million impressions and sparked a surprisingly spicy debate about client-agency finances. I was curious about the volume of pushback from folks defending the hours-based billing systems that I believe may result in the death of our industry. More: Adweek; April 3, 2024

Q1 overview



More Consolidation

Three More Mergers at WPP...

WPP unites BCW and Hill & Knowlton to create Burson, a global leader built for a new era of communications.

WPP today announced the merger of its two largest communications agencies, Hill & Knowlton and BCW, to form Burson, a powerhouse delivering modern communications leadership at scale to clients across the world. More: WPP; January 25, 2024

VML merges TAXI and Wunderman Thompson Canada

VML has announced it will merge TAXI and Wunderman Thompson Canada to form VML Canada, effective immediately for TAXI's Toronto and Vancouver locations. The move follows on the heels of a global merger between VMLY&R and Wunderman Thompson announced late last year.

More: Marketing Report; February 16, 2024

AKQA, Grey Merge Capabilities Across 5 Territories as WPP Continues Efficiencies Drive

The move could affect 11 of 225 employees across the impacted locations. WPP agency Grey is set to merge its capabilities with AKQA across five markets—Italy, Belgium, China, the United Arab Emirates and Australia—in an efficiency drive that will allow it to focus on its core high-growth territories. More: Adweek; March 27, 2024

5 Agencies Consolidate To Create Amp

Five agencies have decided there is strength in numbers. That's why AMP Agency, Upshot, Hatch, Genome and SmallTalk consolidated into a new integrated marketing agency: Amp. The new entity focuses on digital marketing, brand creative and design, data, performance media, content production, and media buying and planning. More: MediaPost; March 8, 2024

| BUYER | TARGET | SECTOR (TARGET) | VALUATION |
|------------------------------------|---------------------------------------------------|--------------------------------------|-----------------|
| Accenture | 6point6 | Technology Consulting Firm | |
| Accenture | Ammagamma | Al Technologies | |
| Accenture | Jixie's Intelligent Digital Marketing Platform | Media & Marketing Technology | |
| Accenture | Navisite | Solution & Service Provider | |
| Accenture | OnProcess | Supply Chain Managed Services | |
| Accenture | Vocatus | Management Consultancy | |
| Accenture Song | Work & Co. | Design & Tech Agency | |
| Adswerve | MiaProva | Marketing Technology Company | |
| Agital | WDG | Web Development & Digital Experience | |
| Billups | Outsight | Out of Home Agency | |
| BPEA EQT Mid-Market Growth Fund | Indium Software | Digital Engineering | Majority Stake |
| Bruin Capital | Box to Box Films | Production Company | |
| Charterhouse Capital Partners | Two Circles | Marketing Firm | \$315.0 Million |
| CIVC Partners | Datavail | Data Managed Services Provider | |
| <u>Deloitte</u> | Giant Machines | Software Engineering Company | |
| DJE Holdings | Pacific | Marketing Agency | |
| GFT Technologies | Advent International's Sophos Solutions | Banking IT Services | |
| Globant | Iteris | Consultancy | |
| Highwire | Candor Content | Marketing Firm | |
| Icreon | ChangeCX | Commerce Solutions Consultancy | |
| Interlock Equity | evolv Consulting | Digital Business Consulting | |
| LiveRamp | Habu | Software Provider | \$200.0 Million |
| Marlabs | Onebridge | AI & Data Analytics | |
| Mutually Human | VanData Consulting | Data Engineering & Analytics | Merger |

| BUYER | TARGET | SECTOR (TARGET) | VALUATION |
|---------------------------|---------------------------------------------------|----------------------------------------|----------------------|
| NP Digital | Rebl House | Creative Agency | |
| One Strategy Group | Liz Stein Consulting | Consultancy | |
| Prosek Partners | Becca | Creative Communication Agency | Minority Stake |
| Revyrie | Myntr | E-commerce Solutions Provider | |
| Sentinel Capital Partners | Market Performance Group | Omnichannel Strategy & Consulting | |
| <u>Sia Partners</u> | Notion Consulting | Organizational Change Consultants | |
| <u>Stagwell</u> | Team Epiphany | Marketing Agency | |
| <u>Trace3</u> | Tail Wind Informatics | Portfolio Enhancement | |
| WPP's Hill & Knowlton | WPP's BCW | PR Networks | Merger |
| YouGov | KnowledgeHound | Survey Data Management | |
| Accenture | GemSeek | Customer Service Analytics | |
| Accenture | Insight Sourcing | Sourcing & Procurement Company | |
| Accenture Song | Mindcurv | Digital Experience & Data Analytics | |
| Accenture Song | The Lumery | Martech Consultancy | |
| Accenture Ventures | Tenchi Security | Cyber Risk Management Company | |
| Agital | Digital Edge | B2B Agency | |
| Agital | Go Fish Digital | Digital Agency | |
| AHEAD | CDI | Digital Transformation | |
| Bounteous | Accolite | Digital Engineering | Merger |
| Capgemini | Unity's Digital Twin Professional Services Arm | 3D Software | |
| CDPQ | Levio | IT Consultancy | \$125.0 Million |
| Clarion Capital | Narrative Strategies | Public Affairs Agency | Strategic Investment |
| Creekstone Capital | Mspark | B2B Marketing Services | |

| BUYER | TARGET | SECTOR (TARGET) | VALUATION |
|------------------------------------|----------------------------------------------|---------------------------------------|----------------|
| <u>Deloitte</u> | OpTeamizer | Solution Provider | |
| Growth Capital Partners (GCP) | Electric Theatre Collective | VFX & Animation Company | Investment |
| Growth Catalyst | Data Society | Data Science | |
| Havas | Ledger Bennett | B2B Marketing Agency | |
| Internet Factory Group | SEO.fr | Digital Agency | |
| LLYC | Lambert Global | Consultancy | Merger |
| Mod Op | Red Tettemer O'Connell + Partners (RTO+P) | Creative Agency | |
| Ntwrk | Buzzfeed's Complex Media | Music & Culture Publisher | |
| <u>Omnicom</u> | Coffee & TV | Post-Production Studio | |
| Petauri | FORCE Communications | Medical Communications | |
| Quad | DART Innovation | Digital Media Solutions Provider | |
| Real Chemistry | Avant Healthcare | Life Sciences Agency | |
| Ruder Finn | Atteline | Communication Agency | |
| Sparq | Octobot | Digital Engineering | |
| Spectrum Science | Continuum Clinical | Recruitment & Engagement Solutions | |
| Stagwell | Sidekick | Agency Group | |
| Stagwell's Anomaly Alliance | What's Next Partners | Digital Agency | |
| Walmart | Vizio | TV Maker | \$2.30 Billion |
| Wavestone | Aspirant Consulting | Technology Consulting Firm | |
| WPP | OH-SO Digital | Digital Agency | Minority Stake |
| WPP's Wunderman Thompson Canada | WPP's Taxi | Advertising Agency | Merger |
| Xoriant | MapleLabs | Platform Engineering | |
| Accenture | Arns Group | Technology Services Provider | |
| Accenture | Flo Group | Consultancy | |
| | | | |

MARCH

| BUYER | TARGET | SECTOR (TARGET) | VALUATION |
|-----------------------|------------------------|-------------------------------------|-----------------------------|
| <u>Accenture</u> | M2P Consulting | Management Consultancy | |
| <u>Accenture</u> | Udacity | Learning Platform | |
| AdCellerant | Blue Orchid | Advertising Operations Ag | ency |
| Apple | DarwinAl | Al Startup | |
| ARS Advertising | Manifest | Content Agency | |
| <u>Barkley</u> | OKRP | Advertising Agency | |
| Centroid Systems | INTELLETIVE | Tech Consultancy | |
| Common Interest Gro | oup Otherway | Creative Agency | |
| Edelman Global Advi | sory Landmark Public | Affairs Advisory Services | |
| <u>Endava</u> | GalaxE Solutions | IT & Business Solutions Provider | |
| <u>EPAM</u> | Vates | Software Development Company | |
| Havas | Wilderness | Social Marketing Specialis | st |
| iHeart Radio's Triton | <u>Digital</u> Sounder | Al Startup | |
| IPG's Carmichael Lyr | <u>nch</u> Tierney | Tierney | Merger |
| <u>MCI</u> | Market Force Info | rmation Customer Experience Age | ncy |
| Next 15's MHP Grou | p Studio LaPlage | Creative Agency | |
| OBE Worldwide | Playmaker Experie | ential Advertising Agency | |
| PAR Technology Corp | <u>ooration</u> Stuzo | Commerce Tech Company | 1 \$190.0 Million |
| Perform{cb} | AdCommunal | Reward Advertising | |
| Publicis Sapient | Spinnaker SCA | Supply Chain Transformat | tion |
| Ruder Finn | Flightpath | Digital Marketing Agency | |
| S4S Ventures | tvScientific | CVT Ad Platform | \$9.4 Million Investment |
| Samy Alliance | Kurio | Social Media Agency | |
| Shift Paradigm | Principle Studios | Design & Tech Consultand | cy |
| | | | |

| BUYER | TARGET | SECTOR (TARGET) | VALUATION |
|-------------------|---------------------------|---------------------------------------|---------------------------|
| Signal Group | Wiley Rein's Signal Group | Public Affairs Firm | Management- led Buyout |
| Software Mind | number8 | Software Development Company | |
| Superstep Capital | CQL | Digital Agency | Strategic Investment |
| Supreme Group | Health+Commerce | Integrated Marketing Agency | |
| Trinity Hunt | Coker Group | Healthcare Advisory Firm | Majority Stake |
| Trinity Hunt | Supreme Group | Life Sciences Platform | Majority Stake |
| Two Circles | Let it Fly Media | Creative Agency | |
| UTA | JUV Consulting | Youth Culture Consulting | |
| <u>Verndale</u> | Yaksa | Digital Commerce Experience Agency | |
| WPP's AKQA | WPP's Grey | Advertising Agency | Merger |
| | | | |

Q1 Total = 105 Deals

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McCracken AP Transactions































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