### **FLOW CONTROL**

# Industry In-Sight

**FIRST QUARTER 2023** 









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### Introduction

BY G. COOK JORDAN, JR.

#### Who is JKC and What Do We Do?

Jordan Knauff & Company (JKC) was founded in 2001 to undertake a distinct mission: to assemble and maintain a staff of top-notch investment banking personnel and offer their knowledge and experience to provide the best available investment banking services to middle-market companies, the entrepreneurs that lead them and the financial entities that transact with them. On a combined basis, over the course of their careers our employees have completed over 200 transactions as investors, owners, operators, investment bankers, buyers of middle-market businesses or sellers of middle-market businesses across a variety of industries. The majority of our firm's broad transaction experience has been with private companies owned by one shareholder, a partnership, a family or private equity investors.

Experience has taught us that the owners and executives of middle-market businesses tend to have very different needs and goals in capital transactions from those that are common to capital events related to larger companies. Our personnel apply their considerable expertise to accomplish important goals: delivery of successful outcomes for our clients. Pursuant to that, we direct and manage all aspects of the capital transaction process, assist our clients with the management of important constituents (employees, customers, vendors and lenders), act as a teammate to other important client advisors (legal counsel, accountant, tax advisor) and collaborate with transaction counsel in the negotiations with the parties on the other side of the transaction.

Experience has taught us that the owners and executives of middle-market businesses tend to have very different needs and goals ... than... larger companies.

#### The Services We Provide

#### Sell Companies

Representation of owners who are seeking the sale of their business – ranging from the sale of part of the equity of a company to a full liquidity transaction involving the sale of the entire business. In either case, our objective is to transfer the inherent value of the business into an exchange which yields the best price and structure that meet the specific transaction goals of our client.

#### Raise Debt and Equity Capital

 We represent clients in the raising of all forms of capital: senior debt, mezzanine debt and equity capital. Proceeds may be typically used for a variety of applications, including: funding growth, recapitalization, expansion of assets, acquisitions or partial liquidity for shareholders.

#### Acquisition Advisory

 Assistance to clients in the successful closing of an acquisition. Pertinent services include: valuation, optimization of structure, direction of the due diligence process and negotiation of transaction documents. Acquisition advisory services encompass work on a standalone target or a series of acquisitions that form a strategic consolidation plan.

#### Strategic Business Services

- A suite of consulting projects designed specifically for middlemarket business owners and executives to enable them to make better decisions about their companies or industries. Services include:
  - Company Specific Valuations
  - Capital Road Maps®
  - Strategic Industry Analyses

#### Areas of Expertise

Our team of professionals has notable experience in a broad portfolio of industries. While each project is evaluated on a case-by-case basis and the firm has the capabilities to service middle-market companies in almost any industry, JKC has significant expertise in the following industries:

#### Manufacturing & Distribution

- Manufacturing / Valued Added Manufacturing
- Manufacturing Process Technology
- Distribution / Value Added
   Distribution

#### **Building Products & Services**

- Windows & Doors
- Pre-fabricated Forms and Components
- Caulks & Sealants
- Flooring Products

#### **Energy Logistics & Distribution**

- Natural Gas Liquids: Direct to Consumer, Wholesale & Midstream
- Light Fuels
- Lubricants
- Petro Chemicals

#### Flow Control

- Pumps, Valves & Filtration
- Water Management
- Related Technology

**Business Services** 

Real Estate

#### Closing Thoughts

Thank you for taking the time to review this quarterly publication. We hope that you will find it to be relevant and informative. With that purpose in mind, we would welcome any thoughts or comments that you may have about it. Visit our research library at www.jordanknauff.com/research-library to view our previous Flow Control quarterly publications, as well as our other industry publications.

If you desire more information about our firm and its mission, please contact any member of our team listed on the back cover of this report. Our website is www.jordanknauff.com and our main telephone number is (312) 254-5900.

... please contact any member of our team listed on the back cover of this report.

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### **Current Events / Trends**

BY G. COOK JORDAN, JR. LORI A. CALLAWAY

#### Flowserve Acquires Velan



Flowserve Corporation (Flowserve), a provider of flow control products and services for the global infrastructure markets, agreed to acquire Velan Inc. (Velan), a manufacturer of highly engineered industrial valves, in an all cash transaction valued at approximately \$245 million, including the purchase of all Velan equity for approximately \$209 million and the assumption of approximately \$36.3 million in outstanding debt. Flowserve will also assume Velan's \$31.4 million of cash and cash equivalents.

The purchase price represents a 119% premium to Velan's 30-day volume-weighted average price per subordinate voting share on the Toronto Stock Exchange, and a 100% premium to the price of the shares on the last trading day prior to the announcement.

Founded in Montreal, Canada in 1950, Velan is one of the world's leading manufacturers of industrial valves. The company's products are grouped into the broad categories of: gate, globe, and check valves; quarter-turn valves; specialty valves; and steam traps. These products are used in the power generation, chemical and petrochemical, oil and gas, pulp and paper, mining, cryogenic and ship building industries. Velan has a global network of 12 manufacturing plants, including three in North America, four in Europe, and five in Asia. The company's global network also includes two stocking distribution centers and hundreds of distributors and service shops worldwide. It primarily sells its products through independent third-party distributors and sales agents.

Velan had revenue of \$411 million in fiscal 2022; and earnings before interest, taxes, depreciation and amortization (EBITDA) of approximately \$21 million for the twelve months prior to the acquisition. Velan is a family-controlled public company, employing approximately 1,650 people.

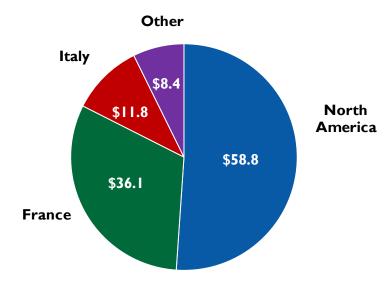
Flowserve designs, manufactures, distributes and services industrial flow management equipment in the United States, Middle East, Africa, Asia Pacific and Europe. Headquartered in Irving, Texas, the company was incorporated in 1912. Operating in more than 50 countries, Flowserve produces engineered and industrial pumps, seals and valves, as well as a range of related flow management services. Its markets include oil and gas, chemical and pharmaceuticals, power generation and water management markets, as well as general industries, including mining and ore processing, pulp and paper, food and beverage, and other smaller applications.

Last year Flowserve launched a growth strategy it calls the 3D strategy -- diversify, decarbonize and digitize. The acquisition of Velan accelerates this 3D strategy and complements Flowserve's valve product portfolio in the nuclear, cryogenic and defense markets. It also provides significant aftermarket opportunities based on a combined global installed base. Going forward, Flowserve is interested in acquiring businesses that would support the 3D strategy, specifically rounding out their nuclear portfolio, continuing to move into hydrogen and CCUS (carbon capture, utilization and storage), as well as technology.

## Velan Sales by Quarter<sup>(1)</sup> (\$ millions)



# <u>Velan Q4 F2023 Geographical Sales</u>(1) (\$ millions)





# Mergers & Acquisitions Activity

BY DAVID A. KAKAREKA

Flow Control M&A activity continues to be resilient as evidenced by the recent transactions listed below.

TABLE II: SELECTED VALVE M&A TRANSACTIONS: IQ 2023(1)

Announced Date	Target	Acquirer(s)
2/10/2023	Velan Inc.	The Flowserve Corporation
2/8/2023	Ihara Science Corporation	NIM Co., Ltd.
2/1/2023	FKB Industria de Equipamentos Ltda.	VAG Holding GmbH
1/31/2023	SVF Flow Controls, Inc.	NIBCO INC.
1/19/2023	Siersema Komponenten Service BV	Indutrade AB
1/16/2023	VTI Ventil Technik GmbH	NRW Bank, Pinova Capital GmbH
1/5/2023	Cooling Tower Valves and Screens LLC	Atlas-SSI, Inc.

#### TABLE III: SELECTED PUMP M&A TRANSACTIONS: 1Q 2023(1)

Announced Date	Target	Acquirer(s)
2/3/2023	Procon Pumps	Investindustrial
2/3/2023	Zeus Co Ltd.	Atlas Copco AB
1/19/2023	Siersema Komponenten Service BV	Indutrade AB
1/17/2023	BPR Pumping & Vacuum Solutions	Holland Pump Company

#### TABLE IV: SELECTED FILTER M&A TRANSACTIONS: IQ 2023(1)

Announced Date	Target	Acquirer(s)
3/30/2023	Digested Organics LLC	Mott Corporation
3/10/2023	AIRfina AG	Absolent AB
2/21/2023	Aslan Technologies Inc.	Amiad U.S.A. Inc.
1/31/2023	Tiger Filtration Limited	FORUM Family Office GmbH
1/23/2023	Evoqua Water Technologies Corp.	Xylem Inc.
1/12/2023	Elgin Separation Solutions Industrials, LLC	TerraSource Global Corporation

<sup>(</sup>I) Source: S&P Capital IQ and JKC research.

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### Public Equity and Valuation Analysis

BY DAVID A. KAKAREKA

#### Wall Street Valve Watch

The JKC Valve Stock Index was down 4.5% over the last 12 months, while the broader S&P 500 Index was down 9.6%.

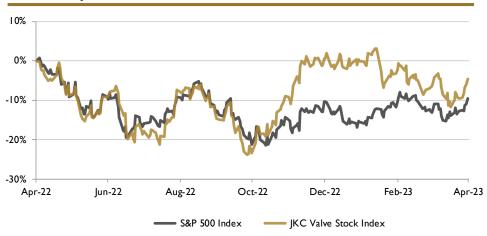
The price of Brent crude oil jumped to \$84.93 a barrel at the end of March after Saudi Arabia and other members of the OPEC+ group said they would reduce oil production. The production cut pushed crude prices 6.3% higher, the biggest one-day percentage gain since March 2022, when Russia invaded Ukraine. OPEC producers say they will cut daily output by more than 1.1 million barrels beginning in May. Cartel members haven't always followed through fully on promised production cuts in the past. However, oil prices still stand lower than they did the prior month, and are well below the pandemic closing high of more than \$125 a barrel posted in March 2022.<sup>(1)</sup>

In 2022, U.S. crude oil exports averaged 3.6 million barrels per day, a record high, and were 22% higher than in 2021. Increased U.S. crude oil production, releases from the U.S. Strategic Petroleum Reserve, and global demand for crude oil from countries other than Russia, all drove the growth in U.S. crude oil exports. Decreased demand for U.S. oil exports to India and China was more than offset by increased demand from other destinations, particularly Europe. Despite declines in exports to India and China, Asia and Oceania remained the region receiving the most U.S. oil exports at 43%.

Oil production in Russia is expected to average 9.9 million barrels per day (b/d) this year, down 1.1 million b/d from 2022. The European Union's ban on seaborne petroleum products from Russia that began February 5 will cause refineries in Russia to reduce oil inputs, which will disrupt oil production.

On Wall Street for the month of March the Dow Jones Industrial Average gained 1.9%, the S&P 500 Index rose 3.5% and the Nasdaq Composite was up 6.7%. Intervention by the U.S. government and the Federal Reserve Bank to resolve the banking sector crisis strengthened investors' confidence. The Federal Reserve Bank Chairman indicated that the current rate hike cycle is approaching its end. The markets finished the first quarter of the year on a positive note. The Dow, the S&P 500 and the Nasdaq rose 0.4%, 7% and 16.8%, respectively.

#### CHART I: JKC VALVE STOCK INDEX(2)



<sup>(1)</sup> See Economic Indicators section of this report for more detailed information on these indicators.

In 2022, U.S. crude oil exports averaged 3.6 million barrels per day, a record high, and were 22% higher than in 2021.

<sup>(2)</sup> Source: S&P Capital IQ and JKC research. Local currency converted to USD using historical spot rates. The JKC Valve Stock Index includes a select list of publicly-traded companies involved in the valve industry weighted by market capitalization.

#### **Valve Companies**

As shown in Tables V and VI, as of March 31, 2023, domestic and international Valve companies were trading at median total enterprise value / latest twelve months (TEV/LTM) EBITDA multiples of 12.7x and 8.9x, respectively, while both groups have median EBITDA margins of 20.1% and 13.2%, respectively. The median stock price as a percentage of the 52-week high for both groups is 92% and 92%, respectively, of their 52-week highs. With the exception of a few companies, we believe both groups are fairly well capitalized.

TABLE V: SELECTED DOMESTIC VALVE COMPANIES(1)

(US\$ in millions, except per share data)

				Stock	% of		Total			Net Debt <sup>(4)</sup> /
		LTM			52-Week	Market	Enterprise	TEV /	LTM	
Company	Revenues <sup>(2)</sup>	EBITDA <sup>(2)</sup>	Margin		High	Сар	Value <sup>(3)</sup>	Revenues	EBITDA	EBITDA
Badger Meter Inc. (BMI)	\$592	\$123	20.8%	\$121.82	98.0%	\$3,568	\$3,437	5.8x	27.9x	(1.0x)
CIRCOR International Inc. (CIR)	787	114	14.4	31.12	97.2	634	1,111	1.4	9.8	4.2
Crane Co. (CR)	3,346	683	20.4	113.50	91.7	6,405	7,091	2.1	10.4	1.0
Curtiss-Wright Corp. (CW)	2,628	610	23.2	176.26	96.6	6,752	7,921	3.0	13.0	2.0
Dover Corp. (DOV)	8,535	1,826	21.4	151.94	94.6	21,237	24,751	2.9	13.6	1.8
Emerson Electric Co. (EMR)	20,311	5,112	25.2	87.14	87.4	49,792	63,896	3.1	12.5	1.7
Flowserve Corp. (FLS)	3,774	462	12.2	34.00	90.4	4,458	5,518	1.5	11.9	2.3
General Electric Co. (GE)	78,366	9,872	12.6	95.60	99.9	104,231	118,425	1.5	12.0	0.2
Honeywell International Inc. (HON)	35,954	8,712	24.2	191.12	86.5	127,695	138,751	3.9	15.9	1.5
ITT Corporation (ITT)	2,988	590	19.8	86.30	90.7	7,146	7,131	2.4	12.1	(0.0)
Mueller Water Products, Inc. (MWA)	1,312	187	14.2	13.94	95.4	2,178	2,526	1.9	13.5	2.1
Parker Hannifin Corporation (PH)	18,157	3,998	22.0	336.11	92.2	43,111	56,366	3.1	14.1	3.2
Schlumberger Limited (SLB)	29,865	7,718	25.8	49.10	78.2	70,095	80,430	2.7	10.4	1.4
TechnipFMC plc (FTI)	6,862	692	10.1	13.65	85.2	6,024	7,267	1.1	10.5	2.6
Watts Water Technologies, Inc. (WTS)	1,988	390	19.6	168.32	92.8	5,615	5,500	2.8	14.1	(0.4)
Xylem Inc. (XYL)	5,698	902	15.8	104.70	88.3	18,875	20,138	3.5	22.3	1.2
Median			20.1%		91.9%			2.7x	12.7x	1.6x
Mean			18.9		91.6			2.7	14.0	1.5

<sup>(1)</sup> Source: S&P Capital IQ and JKC research.

<sup>(2)</sup> Revenues and EBITDA are for the latest twelve months as of 3/31/23.

<sup>(3)</sup> Total enterprise value is defined as market capitalization plus total debt less cash and cash equivalents.

<sup>(4)</sup> Net debt is defined as total debt less cash and cash equivalents.



#### TABLE VI: SELECTED INTERNATIONAL VALVE COMPANIES(1)

(US\$ in millions, except per share data)

				Stock	% of			Net Debt <sup>(4)</sup> /		
	LTM			Price	52-Week	Market	Enterprise		TEV /	LTM
Company	Revenues <sup>(2)</sup>	EBITDA <sup>(2)</sup>	Margin	n 3/31/2023	High	Сар	Value <sup>(3)</sup>	Revenues	EBITDA	EBITDA
Aalberts Industries NV (AALB)	\$3,509	\$688	19.6%	\$47.16	86.9%	\$5,215	\$6,126	1.7x	8.9x	1.2x
Alfa Laval AB (ALFA)	5,035	922	18.3	35.70	99.8	14,756	16,091	3.2	17.5	1.4
Georg Fischer AG (GF)	4,405	561	12.7	77.69	99.6	6,362	6,247	1.4	11.1	(0.3)
Hisaka Works Ltd. (6247)	249	29	11.7	6.72	89.6	189	65	0.3	2.2	(3.8)
Hitachi Ltd. (6501)	82,949	7,925	9.6	54.55	97.2	51,148	70,625	0.9	8.9	1.0
IMI plc (IMI)	2,535	536	21.1	18.98	93.5	4,904	5,906	2.3	11.0	1.8
Kitz Corp. (6498)	1,203	135	11.2	6.98	95.8	626	728	0.6	5.4	0.6
KSB Aktiengesellschaft (KSB)	2,798	266	9.5	608.43	97.2	999	1,033	0.4	3.9	(0.7)
Kubota Corp. (6326)	20,151	2,252	11.2	15.04	77.5	17,882	29,225	1.5	13.0	5.0
Lupatech S.A. (LUPA3)	22	(36)	(167.0)	0.76	50.1	24	52	2.4	NM	(0.8)
Okano Valve Manufacturing Co. (6492)	52	7	13.6	21.91	71.4	35	14	0.3	2.0	(2.8)
Saint Gobain (SGO)	55,625	7,905	14.2	56.84	89.4	29,068	38,494	0.7	4.9	1.1
SMC Corp. (6273)	6,112	2,050	33.5	525.30	94.7	33,882	29,325	4.8	14.3	(2.2)
Spirax-Sarco Engineering plc (SPX)	1,993	540	27.1	146.66	90.2	10,799	11,735	5.9	21.7	1.7
The Weir Group PLC (WEIR)	3,058	513	16.8	23.00	89.7	5,964	6,964	2.3	13.6	1.9
Velan, Inc. (VLN)	380	36	9.5	9.43	99.3	204	203	0.5	5.7	(0.5)
Median			13.2%		91.9%			1.4x	8.9x	0.8x
Mean			4.5		88.9			1.8	9.6	0.3

<sup>(1)</sup> Source: S&P Capital IQ and JKC research.
(2) Revenues and EBITDA are for the latest twelve months as of 3/31/23.
(3) Total enterprise value is defined as market capitalization plus total debt less cash and cash equivalents.
(4) Net debt is defined as total debt less cash and cash equivalents.

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#### Wall Street Pump Watch

[The] Purchasing

Managers Index

(PMI)® fell to its

lowest point since

2020 at 46.3% in

March.

The JKC Pump Stock Index was down 7.5% over the last twelve months, while the S&P 500 Index was down 9.6% over the same time period.

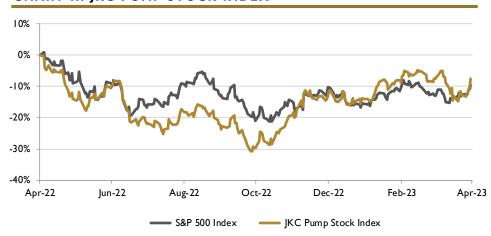
The Institute for Supply Management's Manufacturing Report On Business'® Purchasing Managers Index (PMI)® fell to its lowest point since 2020 at 46.3% in March. Every sub-component was below the breakeven 50% for the first time since 2009. The prices paid index moved into contraction, while supplier deliveries also fell to 44.8%, the lowest reading since 2009 signaling faster deliveries. The employment index fell for the third straight month to 46.9%, its lowest reading since 2020. However, of the 18 industries surveyed, only six reported a decline in hiring. The new orders index measured 44.3% and the production index was 47.8%.<sup>(1)</sup>

New orders for durable goods declined 1% in February, after a 5% drop a month earlier. While most weakness could be traced to aircraft and defense orders, demand for new capital expenditures lost momentum. Even after discounting some of the transportation related volatility, the 0.2% rise in core capital goods orders (which are non-defense and exclude aircraft) comes after January's 0.8% gain was revised to just 0.3%. The recent run-rate for core orders was a 0.3% annualized rate over the past three months.

Due to a record drop in utilities output of 10%, U.S industrial production was flat in January. Manufacturing production was up 1%. Food and beverage manufacturing and chemicals, which together account for about 30% of manufacturing output, rose 1.7% and 1.6%, respectively. Machinery, electrical equipment and appliances, and computers also advanced.

On Wall Street for the month of March the Dow Jones Industrial Average gained 1.9%, the S&P 500 Index rose 3.5% and the Nasdaq Composite was up 6.7%. Intervention by the U.S. government and the Federal Reserve Bank to resolve the banking sector crisis strengthened investors' confidence. The Federal Reserve Bank Chairman indicated that the current rate hike cycle is approaching its end. The markets finished the first quarter of the year on a positive note. The Dow, the S&P 500 and the Nasdaq rose 0.4%, 7% and 16.8%, respectively.

#### CHART II: JKC PUMP STOCK INDEX(2)



<sup>(1)</sup> See Economic Indicators section of this report for more detailed information on these indicators.

<sup>(2)</sup> Source: S&P Capital IQ and JKC research. Local currency converted to USD using historical spot rates. The JKC Pump Stock Index includes a select list of publicly-traded companies involved in the pump industry weighted by market capitalization.

#### Pump Companies

Domestic Pump companies (as listed in Table VII) and international Pump companies (in Table VIII) were trading at median TEV/LTM EBITDA multiples of 13.0x and 9.0x, respectively, as of March 31, 2023. As you can see, both groups are leveraged with a median net debt/LTM EBITDA ratio of 1.2x for domestic Pump companies compared to 0.7x for international Pump companies. In our assessment, domestic companies are extremely well capitalized and could afford to take on additional indebtedness.

TABLE VII: SELECTED DOMESTIC PUMP COMPANIES(1)

(US\$ in millions, except per share data)

				Stock	% of		Total			
	LTM			Price 52-Week	52-Week	Market Enterpri		TEV /	LTM	Net Debt <sup>(4)</sup> /
Company	Revenues <sup>(2)</sup>	venues <sup>(2)</sup> EBITDA <sup>(2)</sup> Margin	3/31/2023	High	Сар	Value <sup>(3)</sup>	Revenues	EBITDA	EBITDA	
Ampco-Pittsburgh Corp. (AP)	\$401	\$28	6.9%	\$2.45	38.3%	\$48	\$157	0.4x	5.6x	3.9x
Baker Hughes Inc. (BKR)	22,037	3,871	17.6	28.86	74.7	29,203	33,565	1.5	8.7	0.8
Crane Co. (CR)	3,346	683	20.4	113.50	91.7	6,405	7,091	2.1	10.4	1.0
Curtiss-Wright Corp. (CW)	2,628	610	23.2	176.26	96.6	6,752	7,921	3.0	13.0	2.0
Danaher Corp. (DHR)	30,950	10,890	35.2	252.04	83.0	183,764	200,184	6.5	18.4	1.2
Dover Corp. (DOV)	8,535	1,826	21.4	151.94	94.6	21,237	24,751	2.9	13.6	1.8
Energy Recovery, Inc. (ERII)	106	16	14.8	23.05	87.5	1,297	1,222	11.5	77.4	(5.3)
Flowserve Corp. (FLS)	3,774	462	12.2	34.00	90.4	4,458	5,518	1.5	11.9	2.3
Franklin Electric Co. Inc. (FELE)	2,077	339	16.3	94.10	94.1	4,346	4,568	2.2	13.5	0.8
General Electric Co. (GE)	78,366	9,872	12.6	95.60	99.9	104,231	118,425	1.5	12.0	0.2
Gorman-Rupp Co. (GRC)	579	77	13.3	25.00	68.1	654	1,087	1.9	14.1	5.5
Graco Inc. (GGG)	2,179	681	31.3	73.01	99.9	12,265	12,053	5.5	17.7	(0.4)
IDEX Corp. (IEX)	3,276	957	29.2	231.03	93.8	17,447	18,604	5.7	19.4	1.1
Illinois Tool Works Inc. (ITW)	16,012	4,364	27.3	243.45	96.1	74,209	81,451	5.1	18.7	1.7
Ingersoll-Rand Co. Ltd. (IR)	6,209	1,456	23.4	58.18	96.3	23,560	24,881	4.0	17.1	1.1
ITT Corporation (ITT)	2,988	590	19.8	86.30	90.7	7,146	7,131	2.4	12.1	(0.0)
National Oilwell Varco, Incorporated (NOV)	7,651	1,092	14.3	18.51	74.5	7,288	8,623	1.1	7.9	1.5
Pentair, Inc. (PNR)	4,151	930	22.4	55.27	90.8	9,116	11,406	2.7	12.3	2.6
Roper Technologies Inc. (ROP)	5,562	2,297	41.3	440.69	90.3	46,820	52,900	9.5	23.0	2.4
Schlumberger Limited (SLB)	29,865	7,718	25.8	49.10	78.2	70,095	80,430	2.7	10.4	1.4
Standex International Corp. (SXI)	737	152	20.6	122.44	100.0	1,462	1,562	2.1	10.3	0.2
Weatherford International Ltd. (WFRD)	4,579	1,073	23.4	59.35	84.6	4,207	5,722	1.2	5.3	1.4
Xylem Inc. (XYL)	5,698	902	15.8	104.70	88.3	18,875	20,138	3.5	22.3	1.2
Median			20.6%		90.7%			2.7x	13.0x	1.2x
Mean			21.2		87.1			3.5	16.3	1.2

<sup>(</sup>I) Source: S&P Capital IQ and JKC research.

<sup>(2)</sup> Revenues and EBITDA are for the latest twelve months as of 3/31/23.

<sup>(3)</sup> Total enterprise value is defined as market capitalization plus total debt less cash and cash equivalents.

<sup>(4)</sup> Net debt is defined as total debt less cash and cash equivalents.



#### TABLE VIII: SELECTED INTERNATIONAL PUMP COMPANIES(1)

(US\$ in millions, except per share data)

				Stock	% of		Total			
		LTM		Price 3/31/2023	52-Week High	Market	Enterprise	TEV /	LTM	Net Debt(*)/
Company	Revenues <sup>(2)</sup>	EBITDA <sup>(2)</sup>	Margin			Сар	Value <sup>(3)</sup>	Revenues	EBITDA	EBITDA
Alfa Laval AB (ALFA)	\$5,035	\$922	18.3%	\$35.70	99.8%	\$14,756	\$16,091	3.2x	17.5x	1.4x
Andritz AG (ANDR)	8,200	865	10.5	67.69	92.7	6,695	5,873	0.7	6.8	(8.0)
DMW Corp. (6365)	183	25	13.7	23.47	93.6	99	48	0.3	1.9	(1.9)
Ebara Corp. (6361)	5,122	738	14.4	46.11	90.5	4,246	4,317	0.8	5.8	0.1
FLSmidth & Co. A/S (FLS)	3,186	237	7.5	38.24	83.2	2,169	2,258	0.7	9.5	0.7
Gevelot SA (ALGEV)	127	15	11.7	211.86	94.7	163	25	0.2	1.7	(2.5)
GUD Holdings Ltd. (GUD)	684	141	20.7	6.56	75.3	925	1,331	1.9	9.4	2.9
Hyundai Heavy Industries Co. Ltd. (A329180)	7,294	117	1.6	76.69	61.9	6,808	8,145	1.2	NM	11.9
John Wood Group plc (WG)	5,580	268	4.8	2.47	78.4	1,691	2,448	0.4	9.1	2.8
Kirloskar Brothers Ltd. (500241)	434	45	10.3	4.97	96.2	395	397	0.9	8.9	(0.5)
KSB Aktiengesellschaft (KSB)	2,798	266	9.5	608.43	97.2	999	1,033	0.4	3.9	(0.7)
Kubota Corp. (6326)	20,151	2,252	11.2	15.04	77.5	17,882	29,225	1.5	13.0	5.0
Nikkiso Co. Ltd. (6376)	1,332	56	4.2	7.07	87.5	468	784	0.6	13.9	6.1
Pfeiffer Vacuum Technology AG (PFV)	996	163	16.3	168.62	87.5	1,666	1,675	1.7	10.3	0.3
SKF AB (SKF B)	9,361	1,235	13.2	19.70	93.8	8,972	10,230	1.1	8.3	1.0
Spirax-Sarco Engineering plc (SPX)	1,993	540	27.1	146.66	90.2	10,799	11,735	5.9	21.7	1.7
Sulzer, Ltd. (SUN)	3,484	305	8.8	84.87	91.7	2,863	3,148	0.9	10.3	0.9
Teikoku Electric Mfg.Co.,Ltd. (6333)	203	41	20.4	18.45	85.5	324	223	1.1	5.4	(2.7)
The Weir Group PLC (WEIR)	3,058	513	16.8	23.00	89.7	5,964	6,964	2.3	13.6	1.9
Torishima Pump Manufacturing Co. Ltd. (6363)	439	51	11.7	11.80	96.6	311	336	0.8	6.5	0.5
Tsurumi Manufacturing Co. Ltd. (6351)	424	61	14.3	15.59	82.1	382	293	0.7	4.8	(1.8)
Median			11.7%		90.2%			0.9x	9.0x	0.7x
Mean			12.7		87.9			1.3	9.1	1.3

<sup>(1)</sup> Source: S&P Capital IQ and JKC research.
(2) Revenues and EBITDA are for the latest twelve months as of 3/31/23.
(3) Total enterprise value is defined as market capitalization plus total debt less cash and cash equivalents.
(4) Net debt is defined as total debt less cash and cash equivalents.

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#### Wall Street Filter Watch

Individuals were still

though the average

loan rate for a new

vehicle was 9%, and

listing prices were

buying cars

above \$47,000.

The JKC Filter Stock Index was down 5.7% over the last twelve months, while the S&P 500 Index was down 9.6%.

New home sales rose 9.6% in March. the third increase in the last four months and the highest sales pace recorded since March 2022. Despite the relative strength in recent months, new home sales are still running below their pace one year ago. Sales of new residential construction declined 3.4% from March 2022 to March 2023, with every region except for the Northeast posting a year-over-year drop. New home prices climbed in February and March after a steep drop in January. The not-seasonally-adjusted median sales price rose 3.8% in March to \$449,800, a roughly \$16,000 rise. This translates to a 3.2% year-over-year gain, up from 1.4% in February.<sup>(1)</sup>

U.S. new vehicle sales volume rose 5.7% year-over-year for the first quarter of 2023. March experienced an 8.6% year-over-year rise. This performance put 2023 on track to hit a 15 million annual rate, a steep uptick from last year's 14.1 million. High fleet sales and the replenishment of vehicle inventory gave dealers and automakers positive results. Individuals were still buying cars even though the average loan rate for a new vehicle was 9%, and listing prices were above \$47,000.

General Motors' quarter one sales rose 17.6%. Honda had its best sales month since July 2021, growing 8% in March, while first quarter sales increased 6.8%. Hyundai's sales of models like the Elantra HEV and Santa Cruz led them to a 27% year-over-year increase in March. Toyota experienced a 9.1% decline in March and an 8.8% first quarter drop.

On Wall Street for the month of March the Dow Jones Industrial Average gained 1.9%, the S&P 500 Index rose 3.5% and the Nasdaq Composite was up 6.7%. Intervention by the U.S. government and the Federal Reserve Bank to resolve the banking sector crisis strengthened investors' confidence. The Federal Reserve Bank Chairman indicated that the current rate hike cycle is approaching its end. The markets finished the first quarter of the year on a positive note. The Dow, the S&P 500 and the Nasdaq rose 0.4%, 7% and 16.8%, respectively.

#### CHART III: JKC FILTER STOCK INDEX(2)



<sup>(</sup>I) See Economic Indicators section of this report for more detailed information on these indicators.

<sup>(2)</sup> Source: S&P Capital IQ and JKC research. Local currency converted to USD using historical spot rates. The JKC Filter Stock Index includes a select list of publicly-traded companies involved in the filter industry weighted by market capitalization.

#### Filter Companies

As of March 31, 2023, domestic and international Filter companies (listed in Table IX and Table X, respectively) were trading at medians of 13.9x and 8.1x, respectively, of TEV/LTM EBITDA with median LTM EBITDA margins of 20.4% and 13.0%, respectively. With the exception of a few companies, the domestic Filter companies are conservatively capitalized.

TABLE IX: SELECTED DOMESTIC FILTER COMPANIES(1)

(US\$ in millions, except per share data)

	LTM			Stock Price	% of 52-Week		Total Enterprise	TEV /	LTM	Net Debt <sup>(4)</sup> /
Company	Revenues <sup>(2)</sup>	EBITDA <sup>(2)</sup>	Margin	3/31/2023	High	Сар	Value <sup>(3)</sup>	Revenues	EBITDA	EBITDA
3M Co. (MMM)	\$33,431	\$7,277	21.8%	\$105.11	68.0%	\$57,965	\$70,986	2.1x	9.8×	1.8x
CECO Environmental Corp. (CECO)	443	42	9.5	13.99	83.6	482	570	1.3	13.6	2.8
Corning Inc. (GLW)	13,687	3,227	23.6	35.28	93.5	29,890	36,303	2.7	11.2	2.1
Crane Co. (CR)	3,346	683	20.4	113.50	91.7	6,405	7,091	2.1	10.4	1.0
Cummins Inc. (CMI)	30,142	4,668	15.5	238.88	91.2	33,811	40,994	1.4	8.8	1.3
Donaldson Company Inc. (DCI)	3,419	612	17.9	65.34	97.6	7,924	8,374	2.4	13.7	0.7
Eaton Corporation (ETN)	21,392	4,377	20.5	171.34	95.9	68,281	77,005	3.6	17.6	2.0
Entegris, Inc. (ENTG)	3,282	868	26.4	82.01	61.8	12,274	17,564	5.4	20.2	6.1
ESCO Technologies Inc. (ESE)	910	176	19.3	95.45	94.0	2,463	2,608	2.9	14.8	1.0
General Electric Co. (GE)	78,366	9,872	12.6	95.60	99.9	104,231	118,425	1.5	12.0	0.2
Honeywell International Inc. (HON)	35,954	8,712	24.2	191.12	86.5	127,695	138,751	3.9	15.9	1.5
Illinois Tool Works Inc. (ITW)	16,012	4,364	27.3	243.45	96.1	74,209	81,451	5.1	18.7	1.7
Parker Hannifin Corporation (PH)	18,157	3,998	22.0	336.11	92.2	43,111	56,366	3.1	14.1	3.2
Pentair, Inc. (PNR)	4,151	930	22.4	55.27	90.8	9,116	11,406	2.7	12.3	2.6
Watts Water Technologies, Inc. (WTS)	1,988	390	19.6	168.32	92.8	5,615	5,500	2.8	14.1	(0.4)
Xylem Inc. (XYL)	5,698	902	15.8	104.70	88.3	18,875	20,138	3.5	22.3	1.2
Median			20.4%		91.9%			2.8x	13.9x	1.6x
Mean			19.9		89.0			2.9	14.3	1.8

<sup>(</sup>I) Source: S&P Capital IQ and JKC research.

<sup>(2)</sup> Revenues and EBITDA are for the latest twelve months as of 3/31/23.

<sup>(3)</sup> Total enterprise value is defined as market capitalization plus total debt less cash and cash equivalents.

<sup>(4)</sup> Net debt is defined as total debt less cash and cash equivalents.



#### TABLE X: SELECTED INTERNATIONAL FILTER COMPANIES(1)

(US\$ in millions, except per share data)

				Stock	% of		Total				
	LTM		Price	52-Week	Market	Enterprise	TEV / LTM		Net Debt <sup>(4)</sup> /		
Company	Revenues <sup>(2)</sup>	EBITDA <sup>(2)</sup>	Margin	3/31/2023	High	Сар	Value <sup>(3)</sup>	Revenues	EBITDA	EBITDA	
Alfa Laval AB (ALFA)	5,035	922	18.3	35.70	99.8	14,756	16,091	3.2	17.5	1.4	
Amiad Water Systems Ltd. (AMD)	119	18	15.1	3.81	80.4	116	125	1.1	7.0	1.2	
Andritz AG (ANDR)	8,200	865	10.5	67.69	92.7	6,695	5,873	0.7	6.8	(8.0)	
Asahi Kasei Corp. (3407)	20,138	2,383	11.8	6.97	83.9	9,658	15,816	0.8	6.6	2.3	
Daikin Industries Ltd. (6367)	28,532	4,029	14.1	177.95	90.6	52,088	53,214	1.9	13.2	0.5	
Denso Corp. (6902)	46,205	5,479	11.9	55.99	89.4	41,927	45,214	1.0	8.3	0.2	
Faurecia SA (EO)	27,660	2,183	7.9	21.67	75.5	4,268	14,770	0.5	6.8	3.9	
FLSmidth & Co. A/S (FLS)	3,186	237	7.5	38.24	83.2	2,169	2,258	0.7	9.5	0.7	
GEA Group AG (GIA)	5,611	668	11.9	46.08	96.4	8,226	7,851	1.4	11.8	(0.5)	
GUD Holdings Ltd. (GUD)	684	141	20.7	6.56	75.3	925	1,331	1.9	9.4	2.9	
Ibiden Co., Ltd. (4062)	3,149	1,006	32.0	39.57	85.7	5,526	5,442	1.7	5.4	(0.0)	
Johnson Matthey plc (JMAT)	18,371	710	3.9	24.54	78.2	4,484	5,713	0.3	8.0	1.8	
NGK Insulators Ltd. (5333)	4,165	985	23.7	13.18	86.0	4,036	4,436	1.1	4.5	0.3	
Nitto Denko Corp. (6988)	7,117	1,591	22.4	64.32	86.2	9,460	7,054	1.0	4.4	(1.6)	
Porvair plc (PRV)	213	31	14.7	7.42	85.7	341	333	1.6	10.6	(0.3)	
Sartorius AG (SRT)	4,536	1,552	34.2	348.22	77.3	26,182	29,456	6.5	19.0	1.7	
Siemens AG (SIE)	79,911	9,235	11.6	161.67	97.9	128,526	177,004	2.2	19.2	4.8	
Toray Industries Inc. (3402)	18,682	2,026	10.8	5.69	90.6	9,110	15,857	0.8	7.8	2.6	
Median			13.0%		85.8%			l.lx	8.1x	1.0x	
Mean			15.7		86.4			1.6	9.8	1.2	

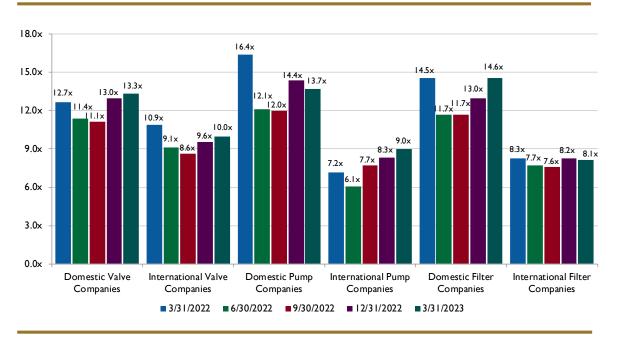
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<sup>(1)</sup> Source: S&P Capital IQ and JKC research.
(2) Revenues and EBITDA are for the latest twelve months as of 3/3123.
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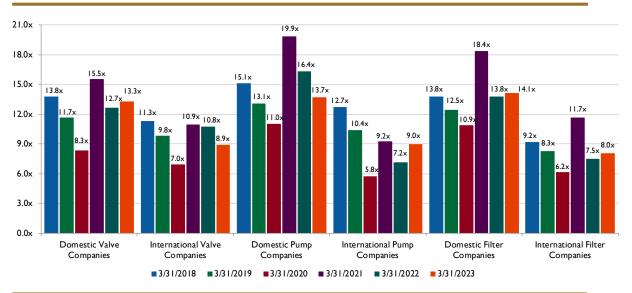
#### Valuation Trends over Time

Quarterly TEV/LTM EBITDA valuation multiples are generally higher than last quarter levels for all companies. Annual multiples for domestic and international companies are also generally higher than last year.

CHART IV: QTRLY MEDIAN TEV/LTM EBITDA VALUATION MULTIPLES(1)



#### CHART V: ANNUAL MEDIAN TEV/LTM EBITDA VALUATION MULTIPLES(1)



<sup>(</sup>I) Source: S&P Capital IQ and JKC research.

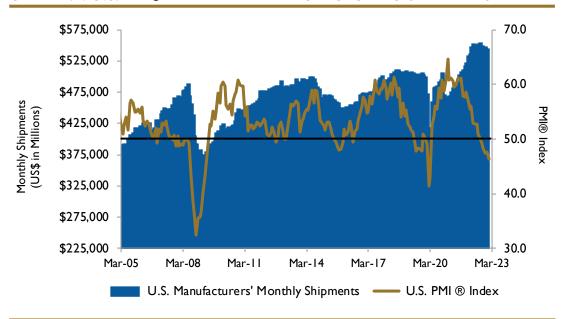
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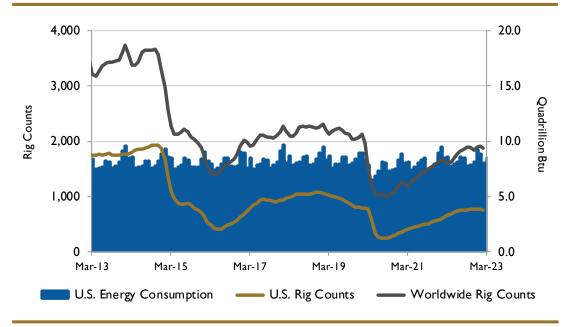
### Economic Indicators — Valves and Pumps(1)

BY DAVID A. KAKAREKA

#### CHART VI: U.S. PMI® INDEX(2) AND MANUFACTURING SHIPMENTS(3)



#### CHART VII: U.S. ENERGY CONSUMPTION(4) AND RIG COUNTS(5)



<sup>(1)</sup> Economic indicators used in Public Equity and Valuation Analysis section of this report.

<sup>(2)</sup> Source: Institute for Supply Management Manufacturing Report on Business®. A PMI Index above 50 represents expansion within the manufacturing sector compared with the prior month.

<sup>(3)</sup> Source: U.S. Census Bureau; Manufacturers' Shipments, Inventories and Orders Survey.

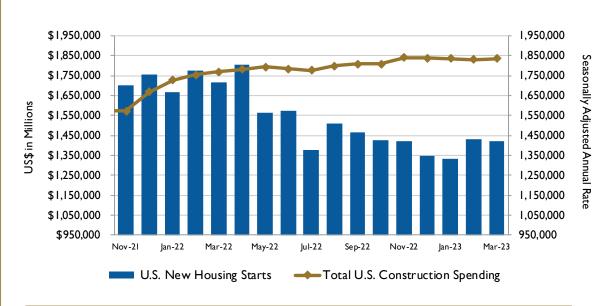
<sup>(4)</sup> Source: U.S. Energy Information Administration, Short-term Energy Outlook.

<sup>(5)</sup> Source: Baker Hughes Inc.

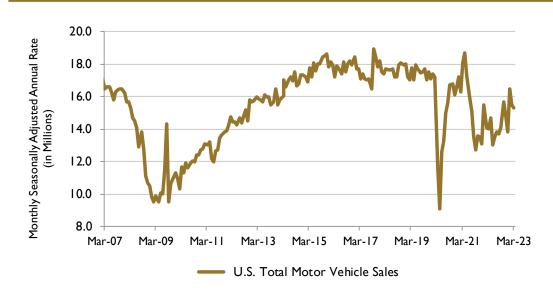
### Economic Indicators — Filters(1)

BY DAVID A. KAKAREKA

#### CHART VIII: U.S. HOUSING STARTS AND CONSTRUCTION SPENDING(2)



#### CHART IX: U.S. MOTOR VEHICLE SALES(3)



<sup>(</sup>I) Economic indicators used in Public Equity and Valuation Analysis section of this report.

<sup>(2)</sup> Source: U.S. Census Bureau; Manufacturing, Mining and Construction Statistics.

<sup>(3)</sup> Source: U.S. Department of Commerce, Bureau of Economic Analysis.

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#### **ABOUT JORDAN KNAUFF & COMPANY**

Jordan Knauff & Company was founded in 2001 to undertake a distinct mission: to assemble and maintain a staff of top-notch investment banking personnel and offer their knowledge and experience to provide the best available investment banking services to middle-market companies, the entrepreneurs that lead them and the financial entities that transact with them. On a combined basis, over the course of their careers our employees have completed over 200 transactions as investors, owners, operators, buyers, sellers and investment bankers of middle-market businesses across a variety of industries. The majority of our firm's broad transaction experience has been with private companies owned by one shareholder, a partnership, a family or private equity investors.



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