

UNITED KINGDOM AND REPUBLIC OF IRELAND M&A REVIEW

EXPERIAN MARKET IQ: Q1 2022

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After the UK and Ireland M&A market enjoyed uniquely favourable conditions for deal making last year, our new set of figures suggest that many businesses have adopted a more watchful approach in Q1. That said, the mood is by no means doom and gloom and there are still compelling reasons for companies to press ahead with their investment plans and grow by M&A – there is still the need to digitize and to respond to the increasingly key area of ESG, private equity is still sitting on large cash piles and driving the market, and corporate balance sheets remain strong. Whether this constitutes a temporary pause and M&A will soon come roaring back - as was the case following the initial shock of the pandemic – or is indicative of a more long-term pattern, should become clearer as we move further into 2022.

Jane Turner

Research Manager, Experian MarketlQ

UNITED KINGDOM M&A ACTIVITY

Private equity provided close to half of the UK's total value, with transactions valued at

 28_{m}

1,377

UK deals were announced – the slowest opening quarter since 2012

 $\ensuremath{\text{Mega-deals}}$ were down by



E

were down by



After the frenzied global deal making of 2021, global M&A has had a more subdued start to the year, as uncertainty - over Russia's invasion of Ukraine, debt financing costs, consumer confidence, the economic outlook and disrupted supply chains – made a significant impact on the number of announced transactions.

In the UK, there were 782 fewer deals announced in the first quarter than during Q1 2021 – a decline of 36% – although with the caveat that the beginning of last year saw pent up demand drive M&A volume to unprecedented levels. Still, Q1's total of 1,377 deals remains the slowest opening to a year since 2012, with volume down across all regions of the UK and across all industry sectors. Small and mid-market transactions dominated the deal landscape, with the number of big-ticket, £1bn plus deals falling from 20 in Q1 2021 to just nine last quarter. The total value of UK deals, at £56.7bn, was down by 39% year on year and sits around £19bn under the average quarterly figure on Experian record since 2018 (£75.6bn).

Headline Deals

Private equity firms are - still - sitting on huge amounts of unallocated capital and continued to drive activity at the higher end of the market. The year's largest deal so far saw Nielsen Holdings, the TV ratings business registered in London with operational headquarters in the US, agree to be taken private by a private equity consortium comprising activist investor Elliott Management and Brookfield Asset Management. The deal, worth £12.2bn in total, sees Elliot and Brookfield provide £4.3bn in equity, with the remaining £7.9bn to be financed by new bank debt - demonstrating

that large leveraged deals are still possible despite a potential increase in financing costs. Other multi-billion pound buy-outs included National Grid's £5.8bn sale of its UK gas transmission and metering operations to a Canadian / Australian investment group, US PE house Warburg Pincus' £1.9bn offer for the pharma unit of business intelligence company Informa and Swiss investment firm Partners Group's £835m acquisition of Forterro, a provider of enterprise resource planning software. Elsewhere, three of the UK's most well known Plcs, Unilever, Lloyds Banking Group and NatWest, announced they would



UK deals Q1 2018 – Q1 2022

return close to £6bn to shareholders via major share buyback programmes and three UK listed companies agreed to be acquired by overseas companies; Brewin Dolphin by Royal Bank of Canada in a £1.6bn deal, Leeds logistics operator Clipper Logistics in a £943m acquisition by US firm GXO and John Menzies in a £763m takeover by Kuwait's Agility Public Warehousing Co.

Industry

The need to build digital capability - and future proof their businesses – remains a key driver for companies to engage in M&A. The technology sector was again the leading source of deal activity in Q1 with 385 transactions in total. around 29% of the total volume of UK deals. despite volume falling by around 25% on a year on year basis. There was nothing in the UK to guite match the blockbuster transactions we've seen announced in the US this year, but plenty of activity in the mid-market, with strong volume in fintech. Among notable deals here were Bristol's Clearbank securing a £175m equity investment in a round led by Apax Digital, capital markets software firm Genesis Global Technology's £150m Series C round led by Tiger Global Management and tech giant

Apple's purchase of challenger credit bureau Credit Kudos for an undisclosed consideration. Away from tech, there was robust performance in property and in construction, where despite declining transaction volume, deal value was up by 78% and 123%, respectively.

Funding

Private equity played a role in 25% of all UK deals in the first quarter - up from 20% in Q1 2021 – and provided close to half of the UK's total value, with transactions valued at £28bn. Of the 334 PE-backed deals in Q1, 46% targeted companies in the information and communication sector and 20% in manufacturing, with smaller minority stake acquisitions and development capital deals more common than outright buy-outs. Octopus and BGF were the UK's most active investors. having each completed 11 deals in the first quarter. HSBC was the leading lender to UK firms, closely followed by Oaknorth and Triple Point.

Top five deals: UK



UK and Ireland deal volume by region Q1 2022

Click on the regions for more information

· UK AND IRELAND M&A BY REGION Q1 2022

Volume

Region	Q1 2022	2 Q1 2021 % Chan	
London	491	758	-35%
South East	223	374	-40% 🔶
South West	142	241	-41% 🔶
East of England	141	211	-33% 🔤
Midlands	186	357	-48% 🔶
Yorkshire & Humber	135	218	-38% 🔤
North West	174	295	-41% 🔶
North East	91	118	-23%
Wales	50	66	-24% 🔶
Scotland	78	107	-27%
Northern Ireland	30	65	-54% 🔶
Republic of Ireland	118	144	-18% 🔶
United Kingdom	1,377	2,159	-36%



UK AND IRELAND M&A BY REGION Q1 2022 Value (£m)								
Region	Q1 2022	Q1 2021	% Change					
London	40,508	63,797	-37%					
South East	491	758	-35% 🔶					
South West	919	20,904	-96% 🔶					
East of England	1,810	7,723	-77% 🔶					
Midlands	1,183	2,873	-59% 🔶					
Yorkshire & Humber	1,935	1,803	7% 🔶					
North West	4,107	3,747	10%					
North East	674	915	-26% 🔶					
Wales	291	148	97% 🔶					
Scotland	5,253	4,184	26% 🔶					
Northern Ireland	160	216	-26%					
Republic of Ireland	13,312	53,173	-75% 🔶					
United Kingdom	56,670	92,902	-39% 🔶					

UK DEALS BY INDUSTRY Q1 2021-2022 Volume

Secto	r	Q1 2022	Q1 2021	% Change
Ô	Infocomms	385	512	-25% 🔤
ÐJÐ	Professional services	326	522	-38% 🔶
L	Manufacturing	279	455	-39% 🔶
<u>ר</u> לך	Wholesale and retail	240	372	-35% 🔶
Ċ;	Financial services	207	345	-40% 🔶
A THE	Support services	146	252	-42%
$\overline{\mathbb{V}}$	Health	98	116	-16% 🔶
R	Construction	96	165	-42% 🔶
\square	Real estate	86	102	-16% 🔶
	Hospitality	37	52	-29%



UK DEALS BY INDUSTRY Q1 2021-2022 Value (£m)

Secto	r	Q1 2022	Q1 2021	% Change
Ô	Infocomms	12,500	13,792	-9% 🔶
ଶୁବ	Professional services	17,820	17,334	3% 🤤
L	Manufacturing	10,471	21,542	-51%
₽₽	Wholesale and retail	4,982	17,865	-72%
C?	Financial services	12,826	18,820	-32% 🔶
1 Sills	Support services	4,494	6,177	-27%
$\mathbf{\mathbf{W}}$	Health	520	1,259	-59%
R	Construction	3,495	1,570	123%
\square	Real estate	5,464	3,069	78% 🤤
	Hospitality	1,675	2,760	-39% 🤤



LEGAL ADVISER RANKINGS	

Volume \cdots

Current rank	Previous rank	Legal adviser	Volume
1	⇒ 2	HARRISON CLARK RICKERBYS	51
2	⇒ 5	ADDLESHAW GODDARD	36
3		WARD HADAWAY	26
4		GATELEY	24
5	2 5	MUCKLE	23
6	2 7	CMS	18
7	⇒ -	HILL DICKINSON	18
8		SHOOSMITHS	18
9	⇒ 4	PINSENT MASONS	16
10	⇒ 10	MILLS & REEVE	16
11	⇒ 16	SHAKESPEARE MARTINEAU	15
12	⇒ 17	TLT	15
13	30	WEIGHTMANS	15
14	2 8	WOMBLE BOND DICKINSON	14
15		SQUIRE PATTON BOGGS	14
16	⇒ 35	CLARION SOLICITORS	13
17	➡ 13	EVERSHEDS SUTHERLAND	12
18	3 4	ASHFORDS	11

BROWNE JACOBSON

MINCOFFS

11

11

€ 20

÷ -

19

20

FINANCIAL ADVISER RANKINGS



Volume

Current rank	Previous rank	Financial adviser	Volume
1	⇒ 2	BDO	74
2	⇒ 3	GRANT THORNTON	48
3		K3 CAPITAL GROUP	40
4	⇒ 4	RSM	29
5	⇒ 7	KPMG	20
6	⇒ 14	DOW SCHOFIELD WATTS	20
7	➡ 13	FINNCAP	19
8		PWC	17
9	⇒ 5	AZETS	17
10	2 3	EY	16
11	⇒ -	INVESTEC	15
12	➡ 10	NUMIS SECURITIES	14
13	➡ 18	FRP ADVISORY TRADING	14
14	➡ 15	BENCHMARK INTERNATIONAL	14
15	2 1	CENKOS SECURITIES	13
16		HAZLEWOODS	13
17	⇒ 17	JEFFERIES	11
18	⇒ -	LIBERUM CAPITAL	11
19	2 2	DELOITTE	11
20		MAZARS	11

DEBT PROVIDER RANKINGS Volume

		_	
Current rank	Previous rank	Debt provider	Volume
1	⇒ 2	HSBC	8
2	➡ 19	OAKNORTH BANK	6
3	⇒ 7	TRIPLE POINT INVESTMENT MANAGEMENT	5
4	⇒ 3	BOOST & CO	5
5	⇒ 1	SHAWBROOK BANK	4
6	⇒ -	SME CAPITAL	4
7	♦ 9	THINCATS	4
8	⇒ 13	LLOYDS BANKING GROUP	3
9	⇒ -	SECURE TRUST BANK	3
10	⇒ 8	BARCLAYS BANK	3

CAPITAL PROVIDER RANKINGS



Volume

Current rank	Previous rank	Investment firm	Volume
1	⇒ -	OCTOPUS VENTURES	11
2	⇒ 1	BUSINESS GROWTH FUND	11
3	⇒ 3	LDC	8
4		SCOTTISH ENTERPRISE	7
5	⇒ -	SEEDCAMP	6
6	➡ 14	IQ CAPITAL PARTNERS	6
7	€ 8	MAVEN CAPITAL PARTNERS	6
8		ASCENSION VENTURES	4
9	⇒ -	PERMIRA	3
10	⇒ -	MOLTEN VENTURES	3



40%

of deals targeted companies in **tech**

In Q1 London deals were down by



Private equity deals worth



provided 62% of deal value in the capital

Our new figures show that many businesses in London have stepped back from M&A in the first quarter, with a substantial lessening in both the volume and value of transactions announced in the capital - as questions of geopolitics, cost of capital and volatile markets became increasingly factored into M&A decision-making.

There was a total of 491 deals involving a Londonbased company in Q1, a decline of 35% from the 758 transactions announced during the first quarter of 2021 and we've seen falling volume across every value segment - most notably in the large and 'mega', £1bn plus, segments, where deals were down by 45% and 50%, respectively. The total recorded value of London deals, at just under £40bn, was down by 37% year on year. This represented a whopping 72% of all UK transaction value in the first quarter - while London firms were involved in 35% of all UK deals.

Headline Deals

Three big investor buy-outs provided more than half of all London's deal value in Q1. At the end of March. a consortium made up of Elliott Management and Brookfield Asset Management agreed to acquire Nielsen Holdings, a television ratings group incorporated in London with headquarters in New York. The highly-leveraged bid is worth around £12.2bn, including assumed debt, and will see Nielsen delist from the NYSE following completion. Earlier in the quarter, infrastructure manager Macquarie Asset Management and British Columbia Investment

Management, one of Canada's largest institutional investors, agreed to acquire a 60% equity interest in the UK gas transmission and metering business of National Grid for around £5.8bn - the next step in National Grid's strategic move away from gas and towards electricity following two multi-billion transactions it completed in 2021. Finally, US private equity house Warburg Pincus inked a £1.9bn deal to acquire the Pharma Intelligence unit of Informa. Elsewhere, last year's flurry of deals targeting UK listed companies has abated, although the Royal Bank of Canada's £1.6bn offer to acquire venerable investment





management firm Brewin Dolphin - an attempt to expand into the growing wealth management sector in the UK and Ireland - suggests that overseas firms still perceive value to be had on the UK markets.

Industry

Where deals were made in the first guarter, the technology and financial services sectors led the way, together accounting for 66% of announced deals in the capital. While volume in tech did fall, the sector outperformed other industries, with its total of 187 transactions representing a 21% decline year on year against the all-sector total of 35%. The London Stock Exchange sold its BETA+ wealth management technology operations to a private equity consortium of Clearlake Capital and Motive Partners for £836m in one prominent deal in the sector, while there was also robust activity in gaming, cloud software and healthtech. Elsewhere, deals in the property sector continued apace, with a 4% year on year decline in volume terms set against a 22% upturn in value, and construction deals also saw an increase in recorded value (to £1.6bn, up from £1.1bn in Q1 2021).

Funding

As a proportion of overall activity, private equity has played an increasingly key role in driving deal flow in London so far this year, funding 29% of all transactions – up from 21% in Q1 2021. In value terms, deals backed by PE, at £24.9bn, provided some 62% of the deal total. Octopus Ventures and BGF were the most active investment firms in Q1, each funding six transactions. Meanwhile, our figures suggest a sharp fall in the number of transactions financed by newly-agreed bank debt; Triple Point and HSBC were the leading debt providers to London firms.

Top five deals: London



LEGAL ADVI	SER RANKINGS	Volume			FINANCIAL	ADVISER RANK	INGS Volume	<u>,</u>
Current rank	Previous rank	Legal adviser	Volume	•	Current rank	Previous rank	Financial adviser	Volume
1	⊖ 7	HARRISON CLARK RICKERBYS	15	• • • • •	1	⇒ 1	GRANT THORNTON	15
2	⇒ 2	CMS	9	• • • • • • • • • • • • • • • • • • • •	2	⇔ 7	JEFFERIES	11
3	÷ -	SHAKESPEARE MARTINEAU	7	•	3	≙ 2	BDO	10
4	⇒ 6	ADDLESHAW GODDARD	7		4	⇒ 22	EY	9
5	÷ -	ORRICK HERRINGTON & SUTCLIFFE	6	•	5	$\stackrel{\wedge}{\searrow}$ 4	K3 CAPITAL GROUP	9
6	⇒ 10	TRAVERS SMITH	5		6	⇒ 3	RSM	8
7	⇒ 18	OSBORNE CLARKE	5	•	7	⇒ 18	CANACCORD GENUITY	8
8	÷ -	ASHFORDS	5	• • • •	8	<u></u>	LIBERUM CAPITAL	8
9	⇒ 23	TLT	5	• • • • • • • • • • • • • • • • • • • •	9	⇒ 19	FINNCAP	8
10	⇒ 3	GATELEY	5	•	10	⇒ 8	JP MORGAN	7

<image>

Acquisitions accounted for



of all deals

The total value of deals fell to



from £12.3bn in Q1 2021



Deal activity driven by tech and professional services

Q1 2022 started off at a slower pace than has been seen since 2015, with the 223 deals recorded being 40% fewer than in Q1 2021.

Values also plummeted, with the £3.6bn recorded in the year to date a 70% decline on last year, and the lowest value seen in first guarter since 2019. Activity across small, mid-market and large cap deals fell on average by 35%, with any mega deals having yet to make an appearance. Acquisitions prevailed over any other type of deal, accounting for 73% of the total volume of deals announced in the region. Activity in the capital markets fell by 70%, as the number of corporate fundraisings and flotations fell - we're yet to see any IPO activity in the region, while 2021 saw a number of IPO's, which could still lead to further acquisition activity as companies with strong balance sheets following fundraisings look to spend the corporate cash. With the ESG agenda also gathering pace for a large number of businesses, it's forecast to become a key driver of deal activity in the future.

SOUTH EAST

Headline Deals

Deal of the year to date is the £595m acquisition of Stagecoach Group by a Fareham-registered acquisition vehicle owned by German fund manager DWS Infrastructure, in a deal which scuppered the plans by National Express to purchase the Scottish bus operator. In the manufacturing sector, Surrey-based paper and pulp manufacturer Mondi agreed the sale of its personal care business to Nitto Denko of Japan for an enterprise value of €615m in cash. Following completion, Mondi will focus on the growth of its packaging business, with proceeds from the sale being used for general corporate purposes. Other notable deals included the sale of a 50% interest in Cobham-based St Williams Homes, by National Grid to joint venture partner Berkeley Group, and the acquisition by Reading-based ConvaTec of Triad Life Sciences in the US.

Industry

Tech deals again drove sector activity, with the 65 deals in Q1 2022 representing a drop of 34% from the 99 deals in Q1 2021. There was a more pronounced decline in value of 95%, with Q1 deals being worth £220m in comparison to the £4.2bn recorded last year. Brisk trade in the professional services sector saw 58 deals announced, a 38% drop from 94 last year, with a similar decline in manufacturing deals. A comparable pattern emerged across nearly all sectors in terms of deal volume, with only a handful of sectors seeing a positive change in valuations.

Funding

Private equity funded deals accounted for just over 16% of transactions in Q1 2022, marginally fewer than the 18.7% in Q1 2021. Business Growth Fund, LDC and Oxford Sciences Innovation were the most active investors during the year to date. Debt funded deals stood at just under 6%, down from 7.8% last year. OakNorth, Shawbrook and Triple Point were the lenders of choice for South East companies.



Top five deals: South East



	SER RANKINGS	Volume		FINANCIAL A	ADVISER RANK	INGS Volume	: ·····.
Current rank	Previous rank	Legal adviser	Volume	Current rank	Previous rank	Financial adviser	Volume
1	⇒ 2	HARRISON CLARK RICKERBYS	14	1	⇒ 2	K3 CAPITAL GROUP	14
2		SHOOSMITHS	5	2	⇒ 3	GRANT THORNTON	10
3	- ⇒	ASHFORDS	4	3	⇔ 9	PWC	8
4	- ⇒	HOWES PERCIVAL	4	4	⇒ 1	RSM	7
4		JONES DAY	4	5	⇒ 14	FINNCAP	6
4	⇒ 19	MILLS & REEVE	4	6	⇒ 6	HAZLEWOODS	5
7	⇒ 18	BDB PITMANS	3	7	⇒ -	МНА	5
8	⇒ -	BROWNE JACOBSON	3	8	- €	EY	5
8	- €	CAPITAL LAW	3	9	⊖ -	CANACCORD GENUITY	4
8	⇒ -	TRAVERS SMITH	3	10	⇒ 8	KPMG	4
8	⇒ -	OSBORNE CLARKE	3	••••••			••••••

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Tech deals soared in value to

£334m

71%

increase in the number of small cap deals

Q1 deal volumes bounce back to pre-pandemic levels

Whilst deal volumes in the first quarter of 2022 didn't quite reach the high level of activity seen in the same period last year, dealmaking in the region has shown great resilience and the 142 deals reported since the start of the year are only marginally lower than those seen in Q1 2020 and Q1 2019.

Valuations have fallen sharply, registering just £919m in Q1 2021, down more than 95% from the £21bn reported in Q1 2021. Small cap deals bucked the trend, with the 24 deals announced in 2021 up 71% on Q1 2021. Activity in the mid-market fell by just over 43%, from 23 deals last year to 13 in the year to date. Whilst the start of 2021 saw three mega deals worth £19.3bn, 2022 has yet to see any such deals. Corporate acquisitions prevailed over private equity transactions, and the region saw two companies admitted to the AIM market, in comparison to none in the first guarter of 2021. 2022 was widely expected to be as buoyant as 2021, with high demand for good quality businesses with a proven track record of adaptability and resilience. However, concerns around inflation and the hot topic of ESG could impact on the dealmaking process.

SOUTH WEST

Headline Deals

The largest deal in the South West for the first quarter was the sale by Bristol-based student accommodation group Unite of a portfolio of 11 properties for £306m. The properties were acquired by US-based Lone Star Funds, and the sale marks the completion of Unite's disposal programme set out in 2019 when it acquired Liberty Living. There was a flurry of deals in the private equity space - Apax Digital invested £175m into Bristol-based ClearBank, a next generation clearing and embedded banking platform, to support its global expansion; Bath-based TrueSpeed Communications secured follow-on funding of £100m from Aviva Investors; and Poole's Cushon Money, a fintech pensions and savings provider, received a £35m investment from Augmentun Fintech and Ashgrove Capital, before going on to acquire Creative Benefit Solutions and Better With Money.

Industry

Activity across all industry sectors saw a decline on Q1 2021, with professional services the most active industry sector at the close of Q1 2022 with a total of 74 deals. The technology, manufacturing and wholesale and retail sectors were also key drivers of activity. Tech deals registered a 19% drop, whilst manufacturing and wholesale and retail saw an average dip of around 45% in the volume of deals done. Valuations proved to be less resilient, with only the tech sector recording an upturn, from £129m in 2021 to £334m this year. Professional services, manufacturing and wholesale and retail all registered a near 100% decline in value, which is the most significant dip in Q1 reporting in the last three years.

Funding

Where detailed funding structures were disclosed, more than 66% of deals were funded from existing resources, with cash accounting for a further 30%. Private equity funded deals were down 20% in volume, with a number of investors having supported South West companies with their growth strategies. Deals supported by bank lending fell from 16 in Q1 2021 to five this year, with SME Capital, Secure Trust, HSBC and Triple Point being the lenders of choice.





Top five deals: South West



LEGAL ADVISER RANKINGS √olume Current rank Previous rank Legal adviser Volume HARRISON CLARK ⇒ 1 10 1 RICKERBYS \bigcirc 4 TLT 2 4 <u>-</u> 3 SHAKESPEARE MARTINEAU 3 - € ROYDS WITHY KING 3 4 ⇒ 3 5 GOWLING WLG 2 ☆ 10 ROXBURGH MILKINS 2 6 - € ADDLESHAW GODDARD 2 7 \bigcirc 9 FOOT ANSTEY 8 1 8 - ⇒ MUCKLE 1 \bigcirc NORTON ROSE FULBRIGHT 8 1 -

FINANCIAL ADVISER RANKINGS

olume.

Current rank	Previous rank	Financial adviser	Volume
1	⊖ 1	BDO	46
2	⇒ 2	HAZLEWOODS	5
3	⇔ 4	K3 CAPITAL GROUP	5
4	⇔ -	FINNCAP	3
5	⇒ 7	BISHOP FLEMING	3
5	€ 25	DOW SCHOFIELD WATTS	3
7	-	SINGER CAPITAL MARKETS	2
8	⊖ -	KPMG	2
9	⊖ -	JEFFERIES	2
10	⊖ -	ALLENBY CAPITAL	2
10		AZETS	2
10	⊖ 5	GRANT THORNTON	2
• • • • • • • • • • • • • • • • • • •	•••••		• • • • • • • • • • • • • • • • • •

EAST OF ENGLAND

Deal values at

their **lowest** for the last decade

Private equity transaction values increase 10-fold year-on-year (to £971m)

Acquisitions featured in **seven** of the **top 10 deals**



The East of England's M&A market saw 141 transactions during Q1 2022, the lowest number recorded for a first quarter since 2019 – this was well down on the 211 confirmed for 2021 (a fall of 33%).

This was reflected in transaction value also falling with deals reaching just over £1.8bn, significantly lower in comparison to 2021, where they had been valued at just under £7.8bn (a decrease of 77%). Going further back, this was the lowest figure recorded over the last decade, from when they had been valued at just over £1.7bn in Q1 2012. Although no mega transactions were recorded, there were four large deals, collectively worth just under £1.1bn, announced so far this year; a rise from the three recorded for 2021 (where corresponding transaction values reached almost £732m). Companies based in the East of England have been involved in just over 10% of all UK deals, whilst also contributing 3% to their total value.

EAST OF ENGLAND

Headline Deals

As mentioned above, four deals broke the £100m+ barrier in this initial quarter. The largest of these by some distance saw Chorus Aviation, a Canadian provider of integrated regional aviation solutions, agree to acquire Hatfield-based Falko Regional Aircraft, an aircraft leasing company focused on the regional aircraft sector, from exiting investor Fortress Investment Group, for a consideration of just under £639m, including debt. The transaction includes the acquisition of Falko Regional Aircraft Opportunities Fund and is expected to close in the second quarter of 2022. The only other £200m+ deal saw Auto Trader Group, the Manchester-based automotive classified advertising business, agree to acquire Autorama UK (dba Vanarama), a Hertfordshirebased provider of van and car leasing services, for an initial consideration of £150m in cash, with a further £50m of deferred consideration to be settled in shares subject to customary performance conditions 12 months after the completion date.



Industry

Professional services continued to be the East of England's most active industry for M&A with the 36 announced deals representing 26% of the region's total. This was closely followed by manufacturing as the next busiest sector with 33 deals recorded, whilst wholesale and retail was the only other industry to break the 30 transactions barrier. The trend in these positions continued in the industry value rankings (but were reversed) where manufacturing led the way with £6.7bn, ahead of professional services (at just under £6.7bn). From an overall perspective, only health, transport, and agriculture, forestry and fishing reported an increase in deal volume when compared to 2021, whilst support services, health, and real estate were the only sectors to report positive growth in transaction value year on year.

Funding

Private equity was the funding source in respect of 32 East of England deals in Q1 2022, representing 23% of the market - a small decrease from 2021, where 33 PE-backed deals were announced. although those transactions represented only 16% of the region's total. Of 2022's private equity deals, ten constituted majority buy-outs, while 22 were more earlier stage growth investments -Amadeus Capital Partners and LDC both completed two transactions in the first quarter to rank as the region's most active investment firm by deal volume. In comparison, private equity transactions were valued at over £971m. more than a ten-fold increase from £95m at this point last year. Meanwhile, the number of deals funded by new debt was down by 56% and OakNorth Bank was the leading funding bank to East of England M&A, providing funds in support of two transactions.

EAST OF ENGLAND

Top five deals: East of England



LEGAL ADVI	SER RANKINGS	Volume			FINANCIAL A	ADVISER RANK	INGS Volume	
Current rank	Previous rank	Legal adviser	Volume	•	Current rank	Previous rank	Financial adviser	Volume
1	⇒ 2	HARRISON CLARK RICKERBYS	9	•	1	⇒ 1	K3 CAPITAL GROUP	8
2	☆ 4	MILLS & REEVE	7	•	2	⇒ 10	FRP ADVISORY TRADING	6
3	⇒ 13	BIRKETTS	5	•	3	\$ 5	GRANT THORNTON	6
4	÷ -	HOWES PERCIVAL	5	•	4	⇒ 11	PEM CORPORATE FINANCE	5
5	⇒ 6	SHAKESPEARE MARTINEAU	3	•	5	⇒ 19	INVESTEC	4
6	⇒ -	CLARION SOLICITORS	3	•	6	⇒ 18	FINNCAP	3
7	⇒ -	EDWIN COE	2	•	7	⇒ -	PRICE BAILEY	3
8	÷ -	IRWIN MITCHELL	2	•	8	∻ -	МНА	3
9	⇒ 12	ASHFORDS	2	•	9	⇒ 6	BDO	3
10	÷ -	STEVENS & BOLTON	2	•	10	⇒ 2	HAZLEWOODS	3



The **total value** of Midlands transactions hit





Large deals make a resurgence in the Midlands



Manufacturing acquisitions drove activity Midlands deal activity has had a slow start to the year, with only 186 transactions announced worth a total of £1.2bn.

This figure represents a 48% decline on the statistics from Q1 2021, which had the highest guarterly volume of the last four years with a total of 357 transactions announced (the average guarterly deal volume for the Midlands is 241 transactions). The subdued market in the Midlands is reflected in the rest of the UK as global events have begun to impact the volume of transactions announced. The analysis of the value segments is largely in line with the overall figures for the region with small, mid-market and mega deals all experiencing a decline in deal volume, although there has been a small increase in the number of large deals, up from three in Q1 2021 to four so far this year. Acquisitions have become the dominant deal type with over 80% deals in the region falling into this category, up from 67% in Q1 2021. The biggest decline has been in development funding deals which last quarter had double the number of IBOs (with 30 compared to 16), while this quarter there was only eight of these transactions compared to seven IBOs. This could imply that private equity and growth capital providers are becoming cautious in the region, or that companies are finding alternative routes to funding. There was a Midlands element in approximately 13.5% of all UK transactions by volume so far this year, while Midlands firms contributed around 2% of total deal value.

Headline Deals

There were four large transactions recorded in the first quarter in the Midlands. These comprised three acquisitions and one divestment of shares - in publicly listed shoe brand Dr Martens, where private equity group Permira sold 65m shares for a total consideration of £257m. The majority of the region's top ten deals were corporate acquisitions. Among the notable acquisitions, Leicestershire property developer Barratt Developments acquired Gladman Developments, a land promoter in the UK with particular strength in the south of England, for a cash consideration of £250m. Elsewhere, Derby-based mortgage and protection broker Mortgage Advice Bureau acquired 75% of Fluent Money Group, a technology enabled telephone advice mortgage broking platform, for £73m in cash and Marlowe completed the £135m acquisition of Optima Health Group, a Redditch-based healthtech that provides technology enabled corporate health and wellbeing solutions.



Industry

The sector breakdown for the Midlands highlights manufacturing as the prominent industry in terms of volume of M&A, although the total number and value of transactions has declined from Q1 2021. Infocomms bucked the trend when looking at the value of transactions, up 86% from £121m in Q1 2021 to £226m so far this year. Support services has climbed the table to third position from fifth last year, with just one transaction fewer than the second most active sector. wholesale and retail. In volume terms. professional services and infocomms have had a sluggish start to Q1 2022 with only 37 and 31 transactions, respectively. Real estate transactions were consistent compared to the same period in 2021 with 11 transactions in each guarter, but value in the property sector increased dramatically from £23m to £458m. We do find one area that appears to be thriving in 2022, which is the health sector, up almost 20% in terms of deal volume from the first guarter of 2021. Deal value followed suit, up from just £3m to £202m.

Funding

As previously mentioned, the volume of transactions funded by either private equity or growth capital has fallen. The figures are 61% down on the same period last year with only 16 private equityfunded transactions. while bank debt was down 71% on Q1 2021. The majority of investors recorded provided funding in only one transaction however there were three companies that invested twice in Q1 2022, Western Selection, RCapital and BGF Ventures. The debt provider which contributed the most funds in the Midlands was Natwest at £73m, including a £20m term loan and £15m revolving credit facility in support of Mortgage Advice Bureau's purchase of Fluent Money. Company shares issued have doubled in volume, with Midlands-based Plcs issuing shares to raise cash for two transactions this guarter worth a total of £203m.

MIDLANDS

Top five deals: Midlands



LEGAL ADVI	SER RANKINGS	Volume			FINANCIAL /	ADVISER RANK	INGS Volume	
Current rank	Previous rank	Legal adviser	Volume	•	Current rank	Previous rank	Financial adviser	Volume
1	≎ 3	HARRISON CLARK RICKERBYS	17	•	1	⇒ 2	K3 CAPITAL GROUP	9
2		GATELEY	12	•	2		RSM	7
3	⇒ 2	HIGGS	8	•	3	⇒ 6	BDO	6
4	⇒ 4	SHAKESPEARE MARTINEAU	7	•	4	⇒ 3	GRANT THORNTON	5
5	⇒ 7	BROWNE JACOBSON	7	•	5		DOW SCHOFIELD WATTS	5
6	⇒ 15	ADDLESHAW GODDARD	6	•	6	- ⇒	CENKOS SECURITIES	4
7	⇒ -	HILL DICKINSON	4		7	. →	ALTIUS GROUP	4
8	⇒ 14	DLA PIPER	3	•	8	⇒ 11	BENCHMARK INTERNATIONAL	4
9	⇒ 28	TLT	3	•	9	⇔ 9	HAZLEWOODS	4
10		STEVENS & BOLTON	3	•	10	⇒ 12	PWC	3

YORKSHIRE & HUMBER

The **total value** of Yorkshire and Humber transactions hit



Private equity funded transactions account for



Transaction values in

of the **top 10** industry sectors report an increase in growth As was the case for much of the UK, deal volumes fell in the first three months of 2022. In fact, the 135 deals announced for Q1 represented the lowest number recorded since 2015 (and 38% down on the 218 confirmed last year).

Despite this, transaction values remained healthy, £1.9bn, an increase of 6% on the £1.8bn figure for the same period in 2021 - previously the highest value figure recorded for an opening quarter since 2017. The numbers were driven by four large deals being announced for an aggregate consideration of over £1.4bn – this compares to three similarsized deals with a value of £886m the previous year. This offset the shortfall in small (34 to 25) and mid-market deals (18 to 16) recorded and their respective values dropping significantly. Yorkshire and Humber-based companies were involved in 9.8% of all UK deals in 2021 and contributed 3.4% to their total value.

YORKSHIRE & HUMBER

Headline Deals

During Q1, nine of the top 10 deals recorded within the region were acquisitions – the largest of which saw GXO Logistics, a US-based global contract logistics company that manages outsourced supply chains and warehousing, agree to acquire Leeds-based retail logistics specialist Clipper Logistics in a cash and share transaction valued at approximately £965m. This was some way ahead of the second most valuable deal which involved Arrow Equity Investments an Australian investor in and operator of real estate in Europe and Asia-Pacific, acquiring Silkwood Park, a five-storey warehousing facility covering more than one million square feet at the Wakefield Hub, West Yorkshire, from Mountpark Logistics for £233m. Other noteworthy deals included the £135m acquisition of Optima Health Group, registered in Sheffield, trading from Redditch, a provider of technology enabled corporate health and wellbeing solutions, by AIM-listed Marlowe, a provider of specialist services and software which assure safety and regulatory compliance.

Industry

Manufacturing remained the most active sector in the Yorkshire and Humber region with 44 transactions, ahead of wholesale and retail (42) and infocomms further back on 32 deals. Hospitality (where deals were up by 50%), Health (33%) and Infocomms (19%) were the only sectors to report growth in deal volume. In respect of transaction values, financial services (where deals worth £513m were recorded), was the highest by industry sector. The second most valuable deal was real estate, with deal values reaching £423m, whilst construction (£420m) rounded out the top three. These sectors along with infocomms, professional services, health and support services all reported significant growth increases from the same period in 2021.

Funding

Where detailed funding arrangements were disclosed, we recorded a total of eight transactions that were funded at least in part via new bank debt; down from 18 for the same period in 2021. HSBC and Hampshire Trust Bank were the region's most active lenders in Q1, providing funding for two new deals. Private equity has again been a prominent source of funding, having been involved in 25 transactions making it the second most common source of funding for new deals behind cash (59). The number of deals funded via private equity has decreased (from 35 last year); however, the value of those deals has risen sharply by 246%. from £94m to just under £326m. The Northern Powerhouse Investment Fund (NPIF), which combines funding from the UK Government, European Regional Development Fund, British Business Bank and European Investment Bank, along with Business Growth Fund (BGF) and TPA Capital were the leading capital investors, each providing equity financing for two transactions.



34

Top five deals: Yorkshire & Humber



LEGAL ADVI	SER RANKINGS	Volume		FINAN	CIAL A	DVISER RANK	NGS Volum	ie
Current rank	Previous rank	Legal adviser	Volume	Current	rank	Previous rank	Financial adviser	Volume
1	⇒ 2	CLARION SOLICITORS	10	1		- 4	K3 CAPITAL GROUP	7
2	⇒ 4	SQUIRE PATTON BOGGS	5	2		⇒ -	CENKOS SECURITIES	6
3	⇒ 5	ADDLESHAW GODDARD	4	3			GRANT THORNTON	5
4		GATELEY	4	4		⇒ 2	RSM	5
5	⇔ 6	CMS	3	5		☆ 6	KPMG	5
6	18	WOMBLE BOND DICKINSON	3	6		⇒ -	ALTIUS GROUP	5
7	2 4	KNIGHTS	3	7		⇒ 3	BHP CORPORATE FINANCE	5
8	⇒ 12	FREETHS	3	8		2 5	STIFEL/KBW	4
9	⇒ 10	WARD HADAWAY	3	9		⇒ 15	FINNCAP	4
10	☆ -	MUCKLE	3	10		⇒ 22	NUMIS SECURITIES	3
NORTH WEST

Acquisitions represented

74%

of all transactions with **128 deals** recorded

The total value of North West transactions hit



up by **9.6%**

North West Plcs made key acquisition this quarter

The M&A market has made a cautious start to the year, with deal volume dropping across the board.

This is reflected in the figures for the North West region, where there were 41% fewer transactions announced in the first quarter - a total of 174 transactions compared to the 295 recorded in Q1 2021. That said, the Q1 figures from last year were somewhat of an outlier, and the change from Q1 2020 and Q1 2019 represented a less stark decline of around 20%. Despite the high volume of deals in Q1 2021 there wasn't a corresponding spike in values and the total value of North West deals increased by 9.6% in Q1, up from £3.7bn to £4.1bn. This was largely due to Unilever's massive share buy-back announced near the end of March, valued at almost £2.5bn. Looking at the type of deals being made in the North West, acquisitions are soaring ahead with a total of 128 transactions - representing 74% of all deals in the region - with relatively little private equity activity compared with the wider UK. This statistic is reflected in the top ten deals in the area, where eight out of the ten were acquisitions. The deal landscape appears to be changing slightly, with mergers and startups making an appearance this guarter and development capital deals representing 17% of transactions for the region, up from 13% in Q1 2021. There was a North West element in approximately 13% of all UK transactions by volume so far this year, while North West firms contributed around 7% of total deal value.

NORTH WEST

Headline Deals

The acquisitions that make up the bulk of the headline deals in the North West are a wide range of industries and North West bidders and targets. Perhaps most notable of them were the two cross border transactions, which saw US and Swedish bidders acquiring North West targets. The largest of these was the £388m real estate acquisition by US investor Greystar Real Estate Partners from Downing Property Services of Liverpool, while manufacturing was key in the second transaction, which saw TI Midwood & Company in Chester acquired for £54m by Sweden based Bufab Holding. There were two publicly-listed North West purchasers in the first quarter – Manchester-based Auto Trader Group agreed the £200m acquisition of Autorama and PZ Cussons purchased the children's bodywash company Childs Farm for £36.8m. The largest development funding deal this quarter saw Pomodoro Holdings, a cold chain warehousing, transport and supplychain management business, receive an estimated £36m investment from Pantheon Infrastructure, a global infrastructure fund.

Industry

The North West's professional services sector continued to dominate the region's deal landscape, despite the volume of deals dropping from 89 deals down to 50 this guarter. Infocomms and wholesale and retail were the region's next most active sectors, both with 39 transactions. The value of both these sectors has increased dramatically from Q1 2021, up to £587m for infocomms and £3bn for wholesale and retail (predominately as a result of the £2.5bn Unilever share buy-back). Most industries saw volume decline year on year, with health - where activity was up by a third, from 15 deals in Q1 2021 to 20 - the sole sector to buck the downward trend.

Funding

Private equity was the funding source in respect of 33 North West deals in Q1, representing 19% of the market - a 40% decrease over the first quarter of 2021, when 55 PE-backed deals were announced. The value of these transactions fell over £1bn to just under £160m, with just two outright buy-outs announced in the first quarter, down from ten at this point last year. There were 30 different capital providers that invested in a North West based company in Q1, with BGF most active with four transactions in total. Shawbrook Bank was the most active debt provider.



Top five deals: North West



	SER RANKINGS	Volume		FINANCIAL	ADVISER RANK	INGS Volume	
Current rank	Previous rank	Legal adviser	Volume	Current rank	Previous rank	Financial adviser	Volume
1	⇒ 2	ADDLESHAW GODDARD	10	1	⇒ 3	DOW SCHOFIELD WATTS	11
2	⇒ 14	HILL DICKINSON	9	2	⇒ 2	GRANT THORNTON	6
3	- ⇒	NAPTHENS SOLICITORS	8	3	⇒ 4	RSM	6
4	⇒ 11	WARD HADAWAY	7	4		K3 CAPITAL GROUP	6
5	⇒ 4	BRABNERS	6	5	⇒ 22	BDO	5
6	⇒ 18	TLT	6	6	⇒ 7	EY	4
7	⇒ 3	DWF	5	7		KPMG	4
8		GATELEY	5	8	⊖ 13	PWC	3
9		MILLS & REEVE	5	9	⇒ 19	FINNCAP	3
10	⇒ 5	SQUIRE PATTON BOGGS	5	10	- ⇒	HURST CORPORATE FINANCE	3

NORTH EAST

Private equity and growth **capital** transactions increased by









Manufacturing overtakes professional services as the most active sector

First quarter M&A volume in the North Fast was down on the same period of 2021 by 23% and the value of deals in the quarter fell by 26%, from £915m to £674m.

While this is certainly indicative of a more cautious start to the year for regional deal makers as the market adjusts to the current economic and political climate, the figures should be put in context. The average volume of transactions per guarter for the North East since 2018 is 85 deals, and the backdrop of a flurry of postponed deals completing in Q1 2021 meant that the beginning of last year was the North East's busiest ever quarter for M&A. When we look at the second half of 2021. we see an upward trend from Q3, Q4 and then the first guarter of this year. Meanwhile, while down on a year by year basis, our Q1 value figure sits at the higher end of first quarter value for the North East over the last decade. Drilling down, there has been a drop off in smaller deals in Q1, although activity in the mid-market remained consistent and the number of deals in the large value segment doubled. There was a North East element in approximately 6.6% of all UK transactions by volume so far this year, while North East firms contributed around 0.2% of total deal value.

NORTH EAST

Headline Deals

Two of the transactions in the top ten smashed the £100m threshold, including the £300m investor buy out led by The Harris Family Trusts and Kings Park Capital of the Inn Collection Group, the Newcastle-based operator of pubs, bars and hotels, from exiting investor Alchemy Partners. The second deal was the acquisition of Galleries shopping centre in Washington by London & Cambridge Properties for £138m. Private equity and growth capital transactions had a strong presence in the headline deals, with the largest of these involving Durham's Atom Bank raising more than £75m in new equity funding as it continues to grow its profitability and drive to IPO. The round was led by BBVA and Toscafund with participation from coinvestors Infinity Investment Partners. The round is now being opened to other existing shareholders. The digital lender has now raised more than £115m in the last 12 months.

Industry

There has been a shift in the most prominent sector for deal making so far this year, with professional services dipping slightly below manufacturing at 19 deals - compared to 25 for manufacturing in top spot. The region's property sector bucked the downward trend and saw deal activity climb last quarter by 22% on a year by year basis while the value of these deals rocketed to £220m. Elsewhere, the financial services, construction and healthcare sectors also saw values rise.

Funding

The North East has seen a rise in the volume of private equity funded transactions since Q1 2021, with 27 announced deals compared to 25 in the same period last year, representing an 8% increase. The most active investor in these transactions was the North East European Regional Development Fund with a total of nine transactions for the first three months of the year. Bank debt as a source of funds remained relatively stable in comparison with last year dropping by only one transaction to a total of 12 deals, with HSBC the most common source of finance.



NORTH EAST

Top five deals: North East



LEGAL ADVI	SER RANKINGS	Volume			FINANCIAL A	ADVISER RANK	INGS Volume	
Current rank	Previous rank	Legal adviser	Volume	•	Current rank	Previous rank	Financial adviser	Volume
1	⇒ 2	MUCKLE	20	•	1	⇒ 1	CLIVE OWEN CORPORATE FINANCE	4
2		WARD HADAWAY	16	• • •	2	⇒ 3	RMT CORPORATE FINANCE	4
3	⇒ 3	MINCOFFS	8	•	3	⇒ 5	RYECROFT GLENTON	4
4		WOMBLE BOND DICKINSON	7	• • •	4	⇒ -	BDO	3
5	⇒ 4	WEIGHTMANS	7	•	5	⊖ -	GRANT THORNTON	3
6	\$ 6	SWINBURNE MADDISON	7	•	6	⇒ 7	AZETS	3
7	- €	ADDLESHAW GODDARD	3	•	7	-	CLEARWATER INTERNATIONAL	2
7	\$	SINTONS	3	•	8	⇒ 7	K3 CAPITAL GROUP	2
7	⇒ 5	SQUARE ONE LAW	3	•	9	- ⇒	MHA TAIT WALKER	2
7	2 2	KNIGHTS	3	•	10		STIFEL/KBW	1
7	♀ 9	HAY & KILNER	3					



96%

year on year **increase** in deal values



Small value transactions drive deal activity

The **total value** of Welsh transactions hit



There has been a drop off in the number of transactions recorded in the Welsh M&A market so far for 2022; these fell by 24% (down from 66 to 50). This also equalled the lowest number since Q1 2016.

Despite this, transaction values reached £291m, a sharp upsurge on the £148m total that was recorded for the initial quarter last year (an increase of 96%). Deal activity in Wales was driven by small-value transactions, with 16 deals in this range generating transaction revenues of £53m (significantly higher than the previous year when 14 deals accounted for £37m of the overall deal values). These numbers offset the drop in midmarket deal volume and value, where four deals were confirmed for an aggregate consideration of £100m (in Q1 2021, there were five deals recorded valued at £111m). Wales contributed to 3.6% of the total number of transactions recorded in the UK, while accounting for 0.3% of their total value.

Headline Deals

The country's two largest transactions (for £138m and £55m, respectively) saw the acquisition of properties and supermarkets in Wales, as well as in the North-East. Subsequently, the next biggest was somewhat less in value - Conygar Investment Company, a London-based property development and investment company, sold Cross Hands Retail Park in Llanelli, for £18.25m. The only other mid-market deals to break the £10m+ barrier included Norfolk-based Midwich Group, a global specialist audio

visual distributor to the trade market. acquiring a controlling 65% stake in Cooper Projects, the parent company of DVS. a Cardiff-based distributor of CCTV and associated video recording technologies, for an initial cash consideration of £8.6m, followed by an additional fixed and performance linked amount of up to a maximum of £6.4m in 12 months' time. Finally Wynnstay Group, based in Llansantffraid, a manufacturer and supplier of animal feeds, acquired Winchester-based Humphrey Feeds, for £11.5m including a deferred consideration of up to £2.0m.

Industry

Manufacturing was Wales' most active sector in Q1 2022, with the 13 recorded deals representing a 24% decrease on 2021 (17 transactions); however, the value of the deals rose from £9m to £20m. Manufacturing came a close second in terms of volume, registering 12 deals, up from eight in the previous year. The only other industries to report deal volume growth were construction, real estate and arts and entertainment. Valuewise, financial services was the leading industry with deals reaching £214m, just ahead of real estate on £211m. However, the real estate values were somewhat skewed with the acquisition by London & Cambridge Properties of Cwmbran Shopping Centre, the largest in Wales, along with the Galleries shopping centre in Washington, for £138m.

Funding

Where detailed funding arrangements were disclosed, cash and existing funds were the preferred method for financing transactions, accounting for 28 of the 50 deals. Private equity-backed deals represented almost 29% of the total volume (14 transactions), a level which has remained stable year on year. The Development Bank of Wales with three transactions was the most prolific investor, just ahead of Maven Capital Partners, which backed two deals. Debt funding supported just over 10% of deals announced, doubling from 5% last year, with HSBC, The Development Bank of Wales, Barclays, ThinCats and Boost & Co having all provided funding arrangements in support of Welsh M&A.



Wales deals Q1 2018 – Q1 2022

Top five deals: Wales



	SER RANKINGS	Volume -		FINANCIAL	ADVISER RANK	INGS Volume)
Current rank	Previous rank	Legal adviser	Volume	Current rank	Previous rank	Financial adviser	Volum
1	\$ 8	GELDARDS	6	1	☆ 6	AZETS	4
2	⇒ 3	CAPITAL LAW	4	2	⇒ -	CENKOS SECURITIES	3
3		HARRISON CLARK RICKERBYS	4	3	⇒ 3	HAZLEWOODS	3
4	⇒ 4	GS VERDE GROUP	3	4	\$ 6	GS VERDE GROUP	3
5	⇔ 9	LOOSEMORES	2	5	⇒ 2	K3 CAPITAL GROUP	2
6	⇒ 20	BERRY SMITH	2	6	⇒ -	BENCHMARK INTERNATIONAL	2
7		RED KITE LAW	2	7	⇒ -	DELOITTE	2
8	- ⇒	OSBORNE CLARKE	1	8	➡ 11	STIFEL/KBW	1
9	÷ -	MILLS & REEVE	1	9	÷ -	LIBERUM CAPITAL	1
10	⇒ -	BDB PITMANS	1	10		INVESTEC	1



Deal volumes fell by







Deal activity in Scotland started 2022 at a slower pace than was recorded in the same period in 2021. The 78 deals logged represented a fall of just over 27% when compared to Q1 2021.

The most notable decline was seen in the midmarket where the volume of deals fell by 90%, a likely reaction to the Russia/Ukraine conflict and the uncertainty it created in the markets. The small cap market showed more resilience, with volumes remaining stable and values rising by 42%. Larger deals with a value of more than £100m represented close to 98% of the total value of all Scottish deals in Q1 as investors regained confidence and companies took advantage of post-pandemic opportunities. Whilst there is still some way to go before deal volumes rebound to the levels seen in 2018, there is a lot to look forward to as Scotland's tech sector continues to gather pace as a key driver of M&A activity. Scottish companies were involved in around 6% of all UK deals in Q1, while providing 9% of total value.

Headline Deals

Two mega deals announced in the first quarter contributed 60% of the total deal values recorded, both in the financial services sector. Lloyds Banking Group announced the commencement of a £2bn share buy-back programme with the sole purpose being to reduce its ordinary share capital, whilst NatWest returned to majority private control as a result of a £1.2bn buy-back of shares from the UK Government, reducing Treasury ownership to less than 50% for the first time since 2008. In the transport sector, Edinburgh-based aviation services group John Menzies accepted a takeover offer of £550m

from a subsidiary of Kuwaiti company Agility Public Warehousing. The offer of 608p per share follows previous bids ranging from 460p to 605p and will see the group follow a long list of UK Plcs that have delisted from the public markets in recent months. Meanwhile, bus operator Stagecoach scuppered plans for a takeover by National Express, after agreeing a rival takeover offer from German fund manager DWS Infrastructure. The offer of 105p per share from DWS values Stagecoach at £595m, and represents a premium of 54.3% to the closing price of 68.05p per share on the last business day before the possible offer announcement from National Express.

Industry

Manufacturing and technology deals continued to be the drivers of deal activity in Q1, with both sectors seeing a surge in valuations, despite volumes remaining stable year on year. Whilst manufacturing saw a modest rise of 18%, valuations in the tech and tech-enabled sector soared by 551%, from just £48m in Q1 2021 to £312m in this reporting period. Elsewhere, professional services and wholesale and retail were the third most active sectors by volume of deals. although the decline in volume and value for the professional services sector was more pronounced, with volume falling by 53% and value by 90% year on year.

Funding

Where funding arrangements were disclosed, Q1 2022 saw fewer private equity and venture capital funded deals than in the same period last year, with volumes falling by just under 17%. Companies taking on new debt to fund M&A activity also fell. Scottish Enterprise was the most active investor with a count of eight deals, followed by Business Growth Fund on two deals. Cynergy Bank was the sole provider of new debt on deals in Q1.





Top five deals: Scotland



GAL ADVI	SER RANKINGS	Volume			FINANCIAL A	ADVISER RANK	INGS Volume
rrent rank	Previous rank	Legal adviser	Volume		Current rank	Previous rank	Financial adviser
1	⇒ 1	ADDLESHAW GODDARD	4		1	⇒ -	GRANT THORNTON
2	⇒ 12	CMS	3		2	÷ -	BENCHMARK INTERNATIONAL
3	⇒ -	BLACKADDERS	3		3	\$ 4	AZETS
3	⇒ 12	BURGES SALMON	3		3	⇒ -	DOW SCHOFIELD WATTS
5		FRESHFIELDS BRUCKHAUS DERINGER	2		5		GOLDMAN SACHS
6		MACROBERTS	2		6	\$ 23	KPMG
7	⇒ 3	PINSENT MASONS	2		7	⇒ -	ALTIUS GROUP
8	⇒ 5	BURNESS PAULL	2		8		FINNCAP
9	⇒ 4	DLA PIPER	1		9	⇒ 1	ANDERSON ANDERSON & BROWN
9	- ⇒	LATHAM & WATKINS	1	•	10	⇒ 15	BARCLAYS
			•••••••••		10	⇒ -	MOELIS & CO

NORTHERN IRELAND

year on year decline

54%

in deal activity

Tech and manufacturing drove deal activity with



of all transactions

Private equity stepped back, and **strategic acquisitions** dominated, with

70%

of all deals

After the near record-breaking transaction volume we recorded in 2021, businesses in Northern Ireland look to have adopted more of a cautious approach to M&A in the first quarter of 2022.

In all, there were 30 deals involving a company based in Northern Ireland during Q1, down by around 54% from the 65 transactions announced during the first guarter of last year – this was the lowest figure since the Covid-affected third quarter of 2020. The deal landscape was dominated by acquisitions, which constituted 70% of all activity in the first quarter. These were mainly all-domestic affairs around the smaller value range, with cross-border deal making comparatively rare and private equity-backed deals conspicuous by their absence. This meant that the total recorded value of Northern Irish M&A reached just £160m, representing a decline of 26% from the £216m worth of deals announced during Q1 2021 and amounting to around half of the average guarterly figure since 2018 (of £339m). There was a Northern Irish element in approximately 2.3% of all UK transactions by volume so far this year, while Northern Irish firms contributed around 0.3% of total deal value.

NORTHERN IRELAND

Headline Deals

Northern Ireland's biggest deal of the year to date saw Apex Housing Association, a social housing provider, secure a £100m investment from specialist insurer Pension Insurance Corporation via a private placement. The deal represents PIC's first investment in the Northern Irish social housing sector and is intended to fund the development of new homes. Elsewhere, Cookstown Cement, a new company spearheaded by a local management team, announced the buy-out of the Lafarge cement business from Aggregate Industries, part of Swiss multinational Holcim. The

£57m deal saw Holcim divest its entire cement business in Northern Ireland. with the new owners committing to invest a further £12m into the Cookstown plant. Elsewhere, while both inward and outbound activity was relatively infrequent in Q1, deals were still being made, with companies in the United States and Ireland most active in the Northern Irish market. Notable transactions included Irish-American conglomerate Johnson Controls' acquisition of Craigavon security technology business Envision Intelligent Solutions and Learning Pool's purchase of New York-based e-learning company True Office Learning.

Northern Ireland deals Q1 2018 – Q1 2022



Industry

Northern Ireland's tech and manufacturing sector continued to provide the bulk of the country's deal activity in the first quarter, collectively accounting for around 73% of transaction volume. There were 14 infocomms transactions (down from 21 in Q1 2021), including the acquisition of Belfast's Made to Engage Group, which develops digital experience platforms, by BGFbacked UNRVLD and IT consultancy Kainos Group's purchase of Blackline Group in the US and Planalyse in the Netherlands. The nine manufacturing deals were down from 15 at this point in 2021 and included Mzuri Group, an acquisitive manufacturer of window coverings trading as Decora, receiving a new funding package from Etchingham Advisers – along with transactions in the food, textiles and plastics manufacturing segments. All sectors but one saw activity fall on a year on year basis, with just healthcare bucking the downward trend with four deals, matching its Q1 2021 return.

Funding

As mentioned earlier, private equity has not been quite so prominent in the market this year, providing funds in respect of six transactions in the first guarter (down from 22 in Q1 2021). These were smaller, early stage investments rather than outright buy-outs, often tech or tech adjacent in terms of sector and included a £2m seed funding round for Belfast virtual reality business RETiniZE. Techstart completed two deals to rank as Northern Ireland's most active investment firm. Finally. there were also significantly fewer deals recorded as having been funded by newly-agreed bank debt, as the cost of borrowing begins to rise. Ulster Bank and Thincats were Northern Ireland's leading sources of debt funding in Q1.

NORTHERN IRELAND

Top five deals: Northern Ireland



LEGAL ADVI	SER RANKINGS	Volume	·····. :	FINANCIAL	ADVISER RANK	NGS Volume	
Current rank	Previous rank	Legal adviser	Volume	Current rank	Previous rank	Financial adviser	Volume
1	⇒ 1	TUGHANS	7	1	⇒ -	CANACCORD GENUITY	2
2	⇒ 2	A&L GOODBODY	6	1		INVESTEC BANK	2
3	⇒ 3	DAVIDSON MCDONNELL SOLICITORS	3	1	⊋ 2	HNH PARTNERS	2
4	€ 6	MILLS SELIG	2	4	⇒ -	TRADE RISKS	1
5	⇒ -	ADDLESHAW GODDARD	1	5	☆ -	BHP CORPORATE FINANCE	1
6	\$	MILLAR MCCALL WYLIE	1	6	⇒ -	K3 CAPITAL GROUP	1
7	<u></u> → -	3VOLUTION	1	6	⇒ 7	KEENAN CF	1
7	⇒ -	CLARION SOLICITORS	1	6	÷ -	MHA MOORE & SMALLEY	1
				6	÷ -	RSM	1
				6	⇒ 5	BDO	1

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REPUBLIC OF IRELAND

Financial services deals were up by





High levels of cross-border deal making contributed to a robust first quarter – **70%** of acquisitions had a cross-border element



M&A in the Republic of Ireland has been buoyant in recent years, and while wider macro-economic and geopolitical concerns meant that overall deal volume was always likely to recede in the early part of 2022, Irish dealmakers still enjoyed a busy start to the year.

There was a total of 118 deals involving an Irish company in the first quarter, down from 144 during Q1 2021 but sitting comfortably around the typical guarterly volume for Ireland over the period since 2018. Most of these deals were acquisitions, with cross-border deal making playing a key role; of the 93 acquisitions, close to 70% had a cross-border component, of which 43 were inward and 22 outbound. Small to mid-market deals dominated activity, which meant that the guarterly total of around €15.8bn constituted a decline of 75% on Q1 2021, when several very large deals were announced. However, we should note that value figures can often vary widely between quarters, and that 2022's first guarter value figure was in fact a substantial upturn on those recorded for the last two quarters of last year.

REPUBLIC OF IRELAND

Headline Deals

Dublin headquartered technology company Aptiv agreed to acquire Californian automotive software company Wind River Systems in the year's largest deal to date. The deal sees Aptiv take control of the business for around €3.8bn and provides an exit for asset management firm TPG. Elsewhere in the €1bn and above segment, private equity firm KPS agreed to acquire the Oldcastle Building Envelope unit of Irish building materials firm CRH for an enterprise value of €3.4bn, Pentair made a €1.4bn bid to acquire US-based Manitowoc Ice and, towards the end of the guarter, a fund associated with real estate

investor Brookfield launched a €1.1bn bid to acquire Hibernia, an Irish Real Estate Investment Trust (REIT) listed on Euronext Dublin and the London Stock Exchange. Meanwhile, Q1 was notable for a spate of transactions in the technology infrastructure space, including Dublin-based data centre business Echelon's €855m funding package from affiliates of Starwood Capital Group and InfraVia Capital Partners' acquisition of a minority stake in Fibre Networks Ireland, a dedicated joint venture fibre company with Eircom focused on the deployment of fibre-to-the-home across the Republic of Ireland, for approximately €500m.

Republic of Ireland deals Q1 2018 – Q1 2022



Industry

Ireland's technology sector continued to lead the way as its most fertile source of deal activity in the first guarter, with 37 deals accounting for almost a third of all transaction volume. Deals within the software segment were most common, with notable deals including a €132m Series B funding round for Wayflyer of Athlone, provider of an eCommerce revenue-based financing and marketing analytics platform, and an €85m Series C round for Flipdish, which develops personalised applications and websites for restaurants and takeaways to process direct online orders. from a series of investors including Tencent, an Internet and technology company based in China. Elsewhere, most industries saw a drop off in volume year on year, although there were pockets of growth, most notably in financial services, where deals were up by 47%, in construction and real estate.

Funding

There was a private equity element in the funding of 20 Irish deals in Q1, representing around 17% of the total market; down from 29 during the first quarter of 2021 (20% of total deals). Half of these transactions targeted companies in the information and communication space. In all, 36 separate investment firms completed transactions in Ireland in the first quarter, with Exponent Private Equity and Enterprise Ireland among the most active investors. Allied Irish Bank funded three acquisitions to rank as Ireland's most likely source of new debt funding in support of M&A for Q1.

Top five deals: Republic of Ireland



LEGAL ADVI	SER RANKINGS	Volume			FINANCIAL A	ADVISER RANK	INGS Volume	
Current rank	Previous rank	Legal adviser	Volume	•	Current rank	Previous rank	Financial adviser	Volume
1	⇒ 4	ARTHUR COX	13	•	1	⇒ 12	JPA BRENSON LAWLOR	6
2	⇒ 1	A&L GOODBODY	11	•	2	⇒ 2	BDO	6
3		FLYNN O'DRISCOLL	11	•	3	- →	JP MORGAN	4
4	⇒ 10	BEAUCHAMPS	10	•	4	⊖ 1	KPMG	4
5	\$ 6	PHILIP LEE SOLICITORS	6	• • • • • • • • • • • • • • • • • • • •	5	⇔ 9	GRANT THORNTON	4
6	⇒ 8	MCCANN FITZGERALD	6	•	6	⇒ 12	CLEARWATER INTERNATIONAL	4
7	⇒ 2	WILLIAM FRY	5	•	7	⇒ 3	GOLDMAN SACHS	3
8	⇒ 5	MATHESON	5	•	8		BENCHMARK INTERNATIONAL	3
9		PINSENT MASONS	4	• • • • • • • • • • • • • • • • • • • •	9		BANK OF AMERICA	2
10	÷ -	ADDLESHAW GODDARD	3	•	10		MAZARS	2

- This document was compiled using data from Experian MarketIQ, which reveals new layers of market insight by combining Corpfin's global M&A database with comprehensive Companies House data and our market leading business, financial and risk databases – all on a single platform.
- These tables are based on mergers & acquisitions (M&A) and equity capital market (ECM) transactions announced between the dates of 1 January, 2022 and 31 March, 2022. Previous rankings are based on information held on MarketlQ at the date on which the report was compiled.
- The minimum deal value for inclusion is £500,000, unless otherwise stated. For the purposes of this report, small deals are worth between £500,000 and £10m, mid-market deals between £10m and £100m, large deals £100m to £1bn and mega transactions £1bn and above.
- Where all aspects of a deal are confidential, the transaction will not be added to our database until this information can be disclosed. As such, transactions that are entirely confidential will not be eligible for inclusion in League Tables and Quarterly Reports. Where the value of a transaction is confidential it does not count towards value rankings.

- Deals are attributed to regions based on the address of target or bidder companies as registered at the UK's Companies House or the Republic of Ireland's Companies Registration Office. Should a company's principal place of business differ from its registered location, we will also attribute the deal to the region of its principal trading address.
- League Tables are based on the volume and value of legal or financial advisory services (including due diligence and certain consultancy services) provided to the target, bidder, vendor, debt or equity provider, shareholders, directors, management or other parties to a deal. League Tables exclude rumoured, cancelled, withdrawn or lapsed deals. Where advisory firms have advised on the same volume of deals, the aggregate value of transactions is used to determine their rank.
- Capital provider rankings are based on the total number of investments, exits and partial exits carried out by a firm over the review period.
- Irish deal values are based on an exchange rate of £1 = €1.19.
- This publication was compiled on 25 April, 2022. Experian believes that the information it provides was obtained from reliable sources but does not guarantee its accuracy. Since our records are updated daily, transaction data and League Table rankings may vary between publications.

For inclusion in H1 2022 League Tables, please send all submissions to us by **17 June.**

For further information on Experian League Tables, inclusion criteria, deal submissions or quarterly updates, please contact:

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