

Discussion Document

October 2022



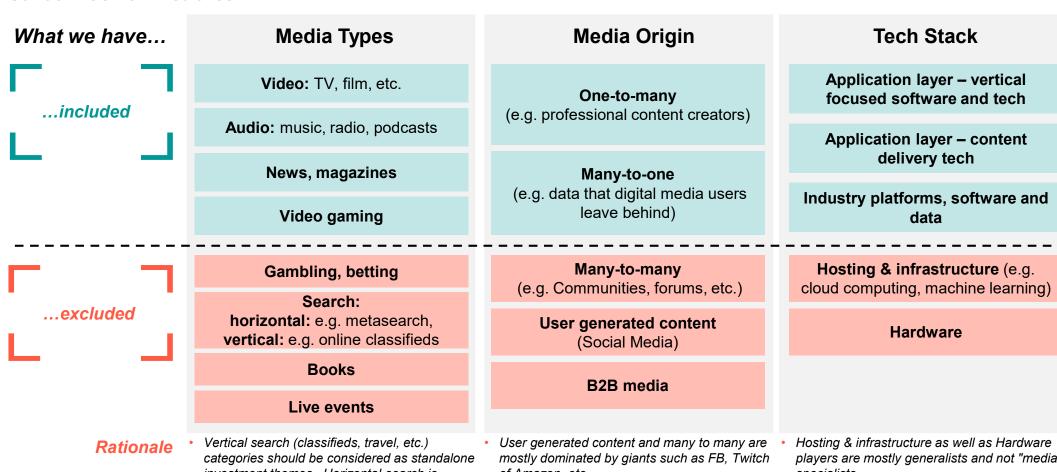
Agenda

Introduction to MediaTech

OC&C Credentials

For this document we have narrowed the definition of "MediaTech" as follows

Our definition of "MediaTech"



- investment themes. Horizontal search is dominated by Google
- · Live events, gambling/ betting usually sold via tenders and not PE addressable
- Books have different distribution mediums
- of Amazon, etc.
- B2B media should also be considered as standalone investment theme

players are mostly generalists and not "media" specialists

At a high level (and to the extent that it is possible to generalise) MediaTech has a number of positive characteristics

MediaTech Trends

End Customer Trends

Technology Trends



Key Trends

Implications for MediaTech

Media consumption growing partly driven by digitisation increasing content accessibility



Positive volume growth trajectory in underlying markets



Disruption to Incumbents

New forms of distribution (OTT, streaming) have given rise to a new base of customers and forced traditional incumbents to adapt in order to compete



Growing base of potential customers...

...with incumbents re-evaluating tech investment



Digitisation of Workflows

Content production and distribution workflows are increasingly shifting from hardware- to software-based models, enabling huge efficiency improvements



Clear 'trigger point' for MediaTech investment decisions...

...with opportunity for tech to capture a larger slice of customer budgets



Cloud Migration

Legacy technology is being replaced with cloud-based technology with low (or no) cost of infrastructure



Transition to high quality, recurring revenue models, with attractive unit economics



Importance of Data & Targeting

End customers are leveraging increasing volumes of first- and third-party data on consumer and customer behaviour as a means to differentiate

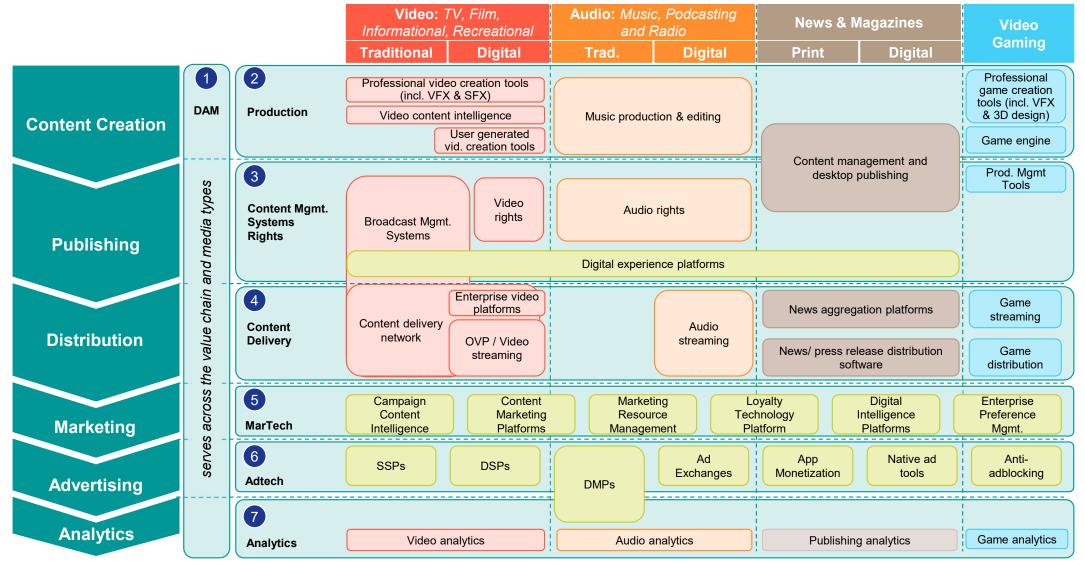


Clear 'trigger point' for MediaTech investment decisions

The landscape is complex – technologies are often specific to different parts of the value chain and different media types

Technology Solutions across the Consumer Media Value Chain by Media Type

Not Exhaustive



Source: Forrester, Desk research, OC&C analysis

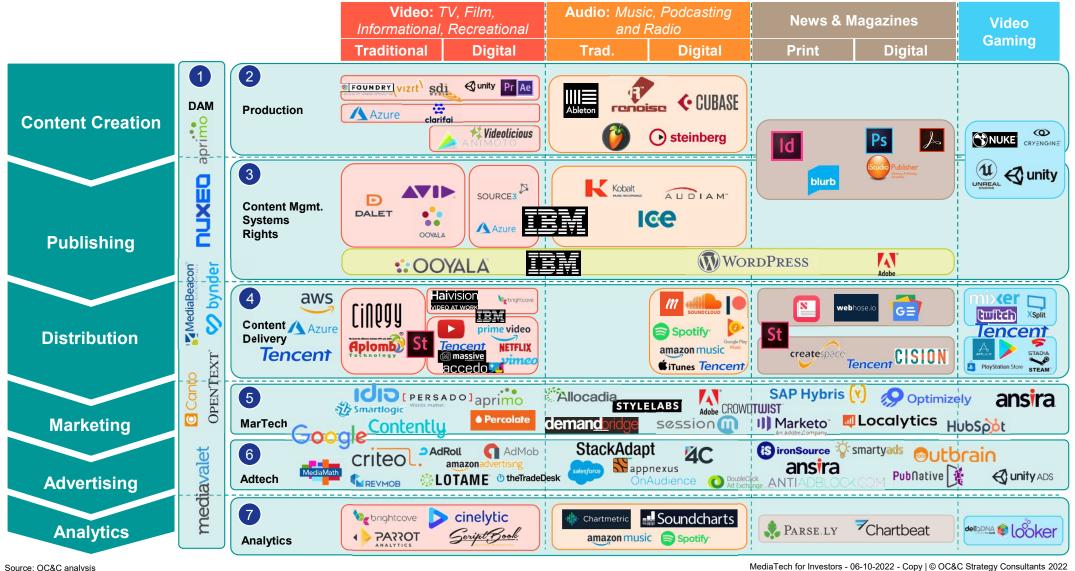
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Thousands of different propositions support this landscape

Tech Companies across the Value Chain

Not Exhaustive



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From a diligence perspective, deep understanding of the nuances of individual sub-segments is key

Sub-Segment Attractiveness - Video Tech Example Sub-Segments

Not Exhaustive – Example Sub-Segments Only

NB: Dot refers to				\$		Mush	
Framework on page 6/7	Large Market, Growing Demand	Differentiated Tech	Defensibility: Criticality & Stickiness	Attractive Business Model Economics	Visibility of Disruptive Threats	Investible Assets	
Live Video Production	4-6% growth overall, with higher growth pockets around (eg) automation, software (vs hardware) propositions	Many specific tech niches (eg live GFX, studio automation)	Highly critical, integrated workflows, high cost of switching	Mixed; some high- margin SW players w/ licence + maintenance model	Key technology changes include use of gaming engines, shift to cloud; likely winners appear relatively clear	High asset availability (but some consolidation)	f u
Video Post- Production	c.8%pa growth amongst leading players	Many specific tech niches, with point solutions typically winning	High cost of switching; trained industry talent pool	High margin, licence + maintenance model (limited SaaS)	Visible technology changes include cloud shift, gaming engines, AI	High asset availability – given number of point solutions	-
Video Content Delivery: OTT Services	High growth end- market (double digit growth)	Differentiated UI capabilities, but back-end tech more commoditised	High tech criticality, but retendering triggered by replatforming cycle	High margin SW revenue (some subscription), some lower margin PS	Key risk is in- housing by largest platforms (impact is measurable)	High # privately owned assets, incl. larger E2E / small point solutions	re
Video Content Mgmt: Media Asset Mgmt Example	3-4% growth (ie positive, but low for media tech)	Some differentiation between players, but less so vs other segments	Highly sticky, given high level of customisation	Highly customised, prof. service heavy, reducing margin vs pure SW models	Cloud threat, but leading players investing in these capabilities and high stickiness provides defensibility	Assets exist across a range of size bands	

High Attractiveness

Attractive
fundamentals: growing
underlying markets with
increased use of
differentiated technology,
attractive & scalable
economics, defensible
competitive positions

Significant subsegment nuances remain, eg positioning vs disruptive trends, differences in business model economics

Mid-Attractiveness

MAM: Economics
can be challenging.
Key diligence
question re scalable
platform vs servicesled propositions

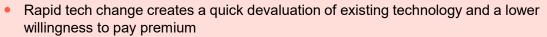
MediaTech companies face threats common for quickly evolving technology niches

Risks of investing in MediaTech

Some examples



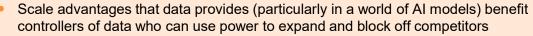
Pace of tech disruption works both ways – disruptors can be disrupted!



 Game engines and in-house real-time rendering solutions (eg Epic Games' Unreal Engine and Unity3D) are disrupting and actively taking share of the front-end video processing process



Controllers of data can "wall-off" adjacent companies



 Google and Facebook have created 'walled gardens' that have left many AdTech companies competitively disadvantaged



Switch of broadcasters to build technologies internally

In order to capture more value and reduce the leakage of revenue to suppliers and intermediarie's, broadcasters are increasingly investing in technology internally

 In 2018, Channel 4 announced it would allow advertisers to make programmatic purchases on BT's sports programming using a tech developed in-house in partnership with FreeWheel



Incumbent customers are in jeopardy in some areas

- Many incumbents such as TV broadcasters have become financially at risk, creating customer risk for MediaTech companies
- Further, consolidation has increased buyer power and reduced the pool of customers
 eg Liberty Global's purchase of Virgin Media



Some parts of the landscape are already mature with skyhigh multiples

- Recent deals have experienced significant competition between equity investors, resulting in very high multiples
- 53% of the adtech deals were realized with an average revenue multiple of 3.0x and above in 2017 while the comparables were around 1.5x for public companies¹

Excluding social media and search advertising
 Source: Company websites, Capital IQ, Desk research, OC&C analysis

Diligence Topics - Risks & Disruption

It is therefore especially important to "dial up" specific areas of diligence and look for some key attributes which will make assets resilient

Media

Tech

Moat

MediaTech Moat Framework

Incumbency Advantage

 High switching costs (in the context of high penetration & customer satisfaction) may prevent new entrant from acquiring customers

Set-Up & Integration

High replacement costs if tightly integrated with other applications in workflow, high levels of configuration / customisation carried out, etc

User Training

Cost of retraining is high if number of users is high and product is complex to use by nature. Users may also exert influence towards familiar product

Criticality / Risk of Failure

High downside risk in event of failure creates preference to remain with tried and tested incumbent solution

 New entrant may face co-ordination issue if value of solution is driven by uptake by multiple parties

Technology Platform

Solution is less valuable if others haven't built on platform; others won't build on platform in absence of installed base

User Networks & Marketplaces

Eg 'supply side' won't sign up if limited demand on marketplace, 'demand side' won't sign up if limited supply

Talent Pool

Users reluctant to learn new tool if industry uptake is low; customers unwilling to purchase if can't recruit trained users

Network Effects

Technology Advantage

 New entrant may be disadvantaged in replicating solution, or investment case may not stack up given R&D required

Experience Curve

Legacy of R&D creates tech and data advantage that cannot be easily replicated by a new entrant

Proprietary Data

Use of proprietary data can act as a barrier to replication by a new entrant (linked to experience curve if data built up over time)

Investment Level: Sunk Costs & Scale Economies

Investment required (given incumbent's cumulative R&D) may discourage entry. Incumbent's scale may also enable high investment to maintain leadership (given lower unit cost)

 Even if a new entrant is successful, a number of factors may reduce the impact on the incumbent

Product Breadth

A wide product portfolio reduces impact of disruption in a single product category (bundling can also increase incumbency advantage by driving stickiness)

Customer Breadth

Limited revenue concentration reduces key account churn impact, while multiple customers segments will reduce impact of disruption within a single segment

Partnerships and Ecosystem Potential

Incumbent may be well-positioned to partner with disruptor rather than being replaced if the incumbent's solution is central to the workflow

Mitigators to Disruption

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Introduction to MediaTech

OC&C Credentials



OC&C has vast experience across the Media and MediaTech landscape

Media & MediaTech Clients or Targets Reviewed

Not Exhaustive



















MediaTech

Media

OC&C's work in MediaTech benefits from wider experience in vertical software

OC&C Vertical-Software Clients or Targets Reviewed

Not Exhaustive

Accountancy	Legal & Professional Services	Retail & Hospitality	Travel	Supply Chain, Logistics & Auto	Education	Construction & Proptech	Healthcare	Public Sector	Manufact- uring & Industrials	Media & Marketing
.ıIRIS	Legal LexisNexis	Integrated ERP + POS	¾ Skyscanner	N E X U S	.IRIS	DOCUnordic	access	NEC Software Solutions	⊕ FORTERRO	\vizrt\
◇ VISM∧	TransUnion. OPUS2	LS Retail	THE ATCORE GROUP	Anite	access	CAUSEWAY 🗘	ALLOCATE en CRIDatili' company	Detica	metrologic°	deltatre
• Wolters Kluwer Drake Software	BigHand	Torex [™] cegid	PEAKWORK	(epyx) [™]	UNIT <mark>4</mark>	REAL ESTATE SOFTWARE	CIVICA	CIVICA	AVEVA	M massive FOUNDRY
SOVOS	cpa Global	POS Specialists	:::: INFARE	cartravilor	₩ GL Education	CIVICA	CliniSys COUP COMPANY	carval		edios
Dext	ANAQUA®	Zonal micros	**	`cartrawler with you all the way	Education	Constructionline Fact of Capita pic Building Engines	**Famed	Coldharbour set of the Great Group	PRO <mark>CI</mark> LPHA	*Amplience
ac coun +or:	Clarivate* Aderant	Workforce Management & Labour	amadeus	amadeus	TRIBAL	Engines sms assist	advanced	≫ VISM∧	proactis	soundrop
caseware.	Other PS	Fourth REFLEX S	newmarket an amadeus company	METAPACK	skillsoft	cbord	MEDIFOX.	UNIT <mark>4</mark>	HEXAGON	Confirmit.
₩ VERTEX	UNIT4	Analytics & Logistics	TRAVELPORT	White Clarke Technologies	raet	O learnd	CGM CompuGroup Medical	KMD IT WITH INSIGHT		Peach
suralink	⊘tm group	SCANDIT PREBOUND			I ✓ GROUP IMD	DMP LIGHTB®X	NEC NEC Software Solutions	ALLOCATE on URLDOTT compony		arqıva
xcm	An NEC Company	METAPACK [[]				CoStar ™	Solution			MiQ

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Thank you!



uncommon sense