

Baird's Electrical Power Solutions Team



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BAIRD ELECTRICAL POWER SOLUTIONS KEY M&A METRICS - SINCE 2021 (1)





20+Total M&A
Transactions



~45%
Strategic Buyer
Outcomes



~14x
Average
EV/EBITDA Outcome

Baird's Coverage Focus



ELECTRICAL / GRID



Transmission & Distribution



Energy Storage / Grid Stability



Utility Services

DATA CENTER







Connectivity, Cables and Components



Maintenance & Services









































Institutional Knowledge / Research



MACRO THOUGHT LEADERSHIP



- Al demand and global electrification are driving significant increases in power demand
- Substantial investment in power and distribution infrastructure will be needed to support anticipated economic growth
- The shift towards renewable energy sources is driving demand for power electronics, essential for converting and managing energy from alternative sources of generation
- Government investments in modernizing critical infrastructure are expected to boost demand for maintenance and repair services

LEADING EQUITY RESEARCH COVERAGE

The AI craze has brought to the forefront the need for additional power generation which in our view is going to be a multi-year theme. Furthermore, Big Tech capex spending in recent weeks has shifted away from chips towards power generation ... The [utility] industry has power demand tailwinds at its back and the luxury of being insulated from potential "trade war" headwinds."

— Strategas, Sector Strategy Update

2019 – 2025 CAPEX CAGR 31% 27% 22% 15% amazon Microsoft Meta Google

2022 - 2027 GENERATIVE AI INFRASTRUCTURE GROWTH



DATA CENTER



Colin Sebastian *Senior Research Analyst*

24 years of research experience, with 18 companies under coverage

Select Coverage

Alphabet





While AI is expensive, Google is one of the few companies with the resources and AI capabilities to provide core AI infrastructure, state-of-the-art LLMs, and a range of GenAI applications for businesses, but that also power core Google apps. Importantly, Google was able to <u>reduce cost per GenAI query by >90%."</u>

Colin Sebastian, October 2024

ELECTRICAL / GRID SERVICES



Justin Hauke Senior Research Analyst

■ **16 years** of research experience, with **25** companies under coverage

Select Coverage







Total U.S. investor-owned electric <u>utility capital expenditures</u> <u>are now expected to increase</u> +13.5% in 2024 (up from 13.0% last month) to \$188 billion, which would represent the <u>third consecutive</u> <u>double-digit annual expenditure growth rate for the industry.</u>"

- Justin Hauke, October 2024

- Touch points with industry leaders to assess market conditions
- Breadth of sub-vertical expertise, with deep insights across a broad spectrum of internet and data solutions companies

Source: Baird Equity Research.

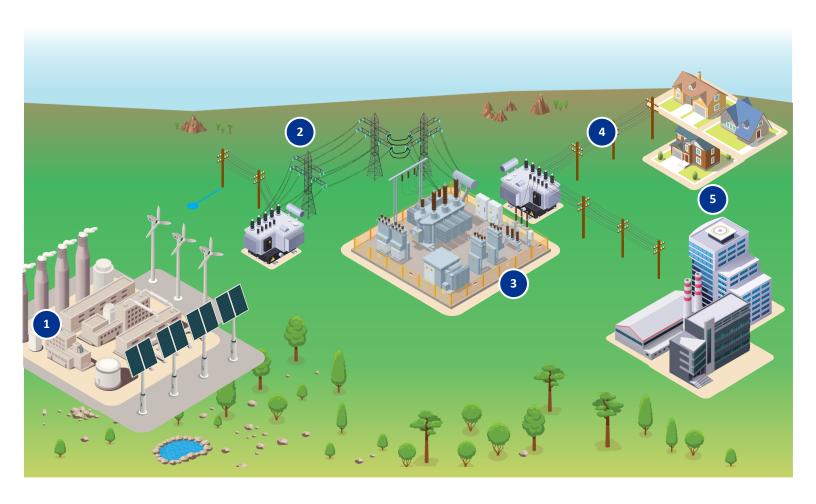
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Electrical Power Systems Network



The power grid is comprised of components, products and systems that generate, transmit and distribute electricity to a variety of end users. These end users encompass a diverse range of applications across residential, commercial, industrial, infrastructure, mobility and data center markets.







POWER GENERATION

Produces electricity from numerous energy sources





TRANSMISSION

Carries electricity from power generation plants to substations





SUB-STATION

Facilitates increase /
decrease of voltage
for transmission
and electric
power distribution





DISTRIBUTION

Routes the flow of electricity into various voltages depending on end-user





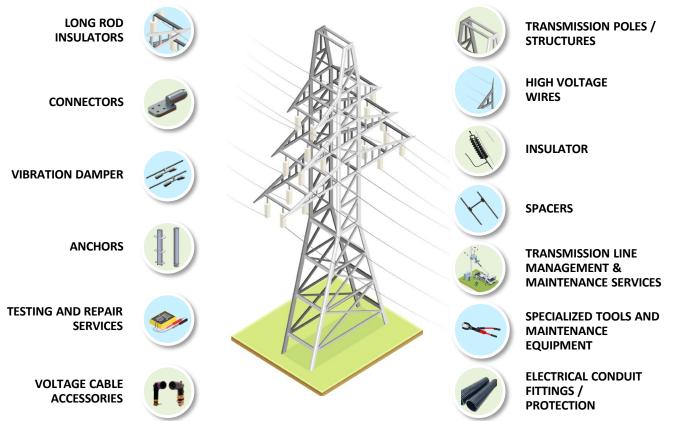
END USERS

Residential and commercial (i.e., data centers) users receiving electricity for various applications

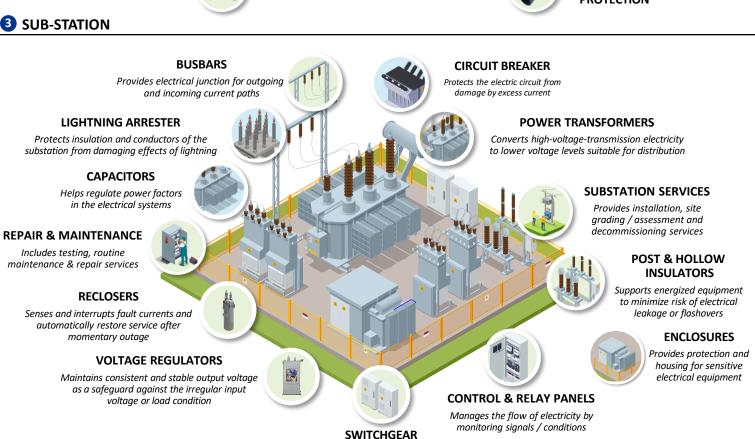
Electrical Power Systems Network (Cont'd)



TRANSMISSION





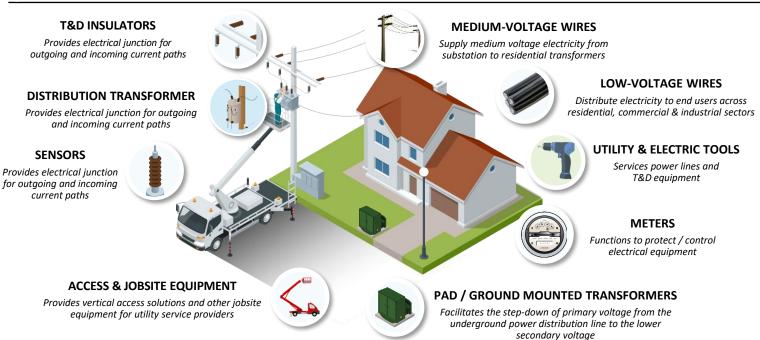


Engineered collection of circuit breakers, fuses and switches that function to protect / control electrical equipment

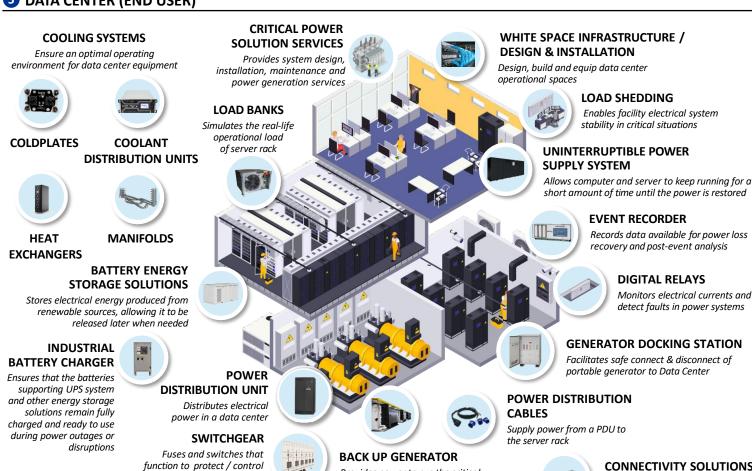
Electrical Power Systems Network (Cont'd)







5 DATA CENTER (END USER)



CONNECTORS

Ensure secure connections between the cables and the equipment



Provides power to run the critical mechanical and electrical equipment while the main source of power is interrupted

CONNECTIVITY SOLUTIONS

Enables high-speed, secure data exchange between interconnected data centers

Utility and Data Center Services Overview



RELEVANT UTILITY SERVICES



Distribution Line Construction & Maintenance



Power Quality & Backup



Substation Construction & Maintenance



Restoration Services



Electric Preventative Maintenance



Grid Modernization



Maintenance Services



Transmission Line Construction & Maintenance



Turbine Maintenance & Repair

RELEVANT DATA CENTER SERVICES



Colocation Services



Cloud Hosting & **Storage Services**



Management Services



Disaster Recovery and Back-up Solutions



Data Center Infrastructure Management



Network & Connectivity Services



Physical & Cybersecurity Services



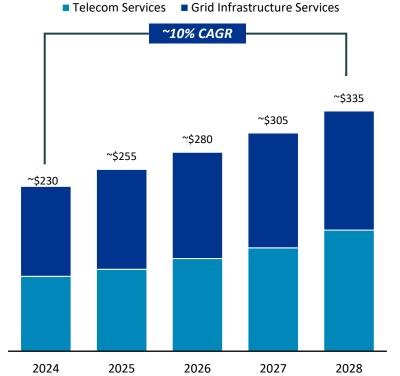
Data Storage & Management Services



Energy Efficiency Services

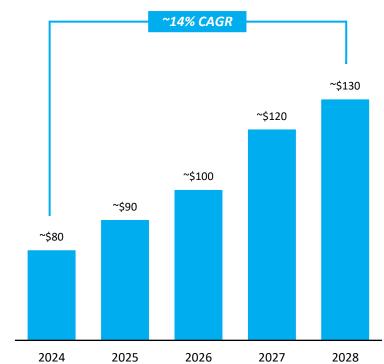
GLOBAL UTILITIES SERVICES MARKET CONTINUED GROWTH

(\$ in billions)



EXPANDING GLOBAL DATA CENTER SERVICES MARKET

(\$ in billions)



Strong Tailwinds Across the Electrical Power Solutions Sector

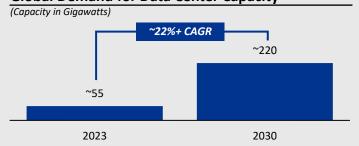




Increased Electrification & Data Center Usage

Proliferation of IoT, AI and "big data" driving increased energy consumption from servers, storage and networking hardware

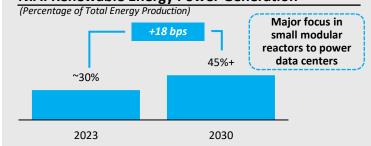
Global Demand for Data Center Capacity





Expansion of renewable energy sources into electrical grids is changing the requirements for electrical infrastructure

N.A. Renewable Energy Power Generation

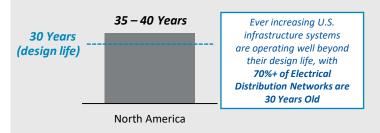




Aging Infrastructure & "Grid Hardening" Needs

Aging and increasingly fragile grid infrastructure driving more frequent demand for upgrades / replacements to ensure system reliability

Average Electrical Grid Age





Evolving Regulations & Large-Scale Federal Funding

Growing awareness of infrastructure deficiencies has been met with the most significant federal spending plan in history

Infrastructure Investment and Jobs Act (\$1.2T Investment) Federal Sustainability Plan (Net-Zero Emissions by 2050)



Funding Support Expansion of Renewables, Clean Energy & Electric Grid Resiliency



Growth of Resilience Solutions

Increasing frequency and severity of power outage activity underpins growing demand for backup solutions

~30%

Power-Related Outages Classified as Significant ~55%

Average Outage Cost per Business (\$100K - \$1M+)



Increasing Adoption of Emerging Technologies

Growth in artificial intelligence, machine learning and supercomputing increasing server density with high computing requirements

20%+

Global Artificial Intelligence Market CAGR (2021 – 2029) ~50%

Global Edge Computing Market CAGR (2021 – 2025)

Grid Transformation Driving Growth and Innovation



ELECTRICAL GRID TRANSFORMATION

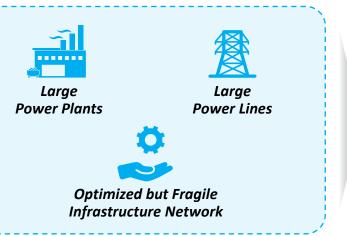


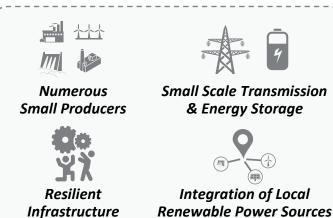
Traditional Grid: Centralized









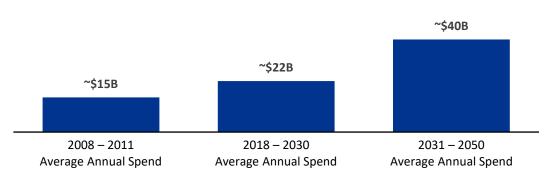


EXPANDING OPPORTUNITIES ACROSS A GROWING ELECTRICAL ECOSYSTEM

- Integration of distribution technology / related solutions is critical to routing decentralized energy sources to end users
- Decentralized grids expected to strengthen reliability by diversifying production; effective routing of power and integration of advanced distribution technology / related solutions remain critical to ensure consistent energy delivery and infrastructure adaptability
- As reliance on electricity grows, significant investment is required to improve grid stability and continuity of supply
- Smart grid technologies for monitoring / control and management are becoming integral to meeting long-term electricity demands

AVERAGE ANNUAL INVESTMENT IN POWER TRANSMISSION DUE TO ELECTRIFICATION

(U.S. Average Annual Investment)



Massive grid infrastructure investment needed to accommodate rising data center power needs - in 2024 alone, 5,000MW of data center capacity will be added in the U.S.

~7% Global Power Transmission and Distribution Equipment Market CAGR (2019 – 2024)

Unprecedented Data Center Growth

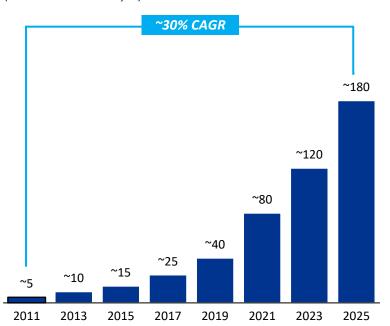


NUMEROUS MARKET TAILWINDS UNDERPIN CONTINUED GROWTH

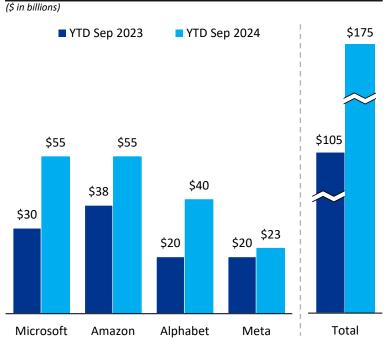
- Extended lead times for critical data center equipment highlight surging demand
- Rapid expansion of data-intensive technologies driving exponential growth, underscoring need for scalable power solutions
- Growing base of data centers creating a foundation for upgrades, maintenance and infrastructure enhancements / improvements
- Record-breaking data generation volumes providing continued global demand

INCREASING DATA CREATION VOLUME

(Data Generation in Zettabytes)

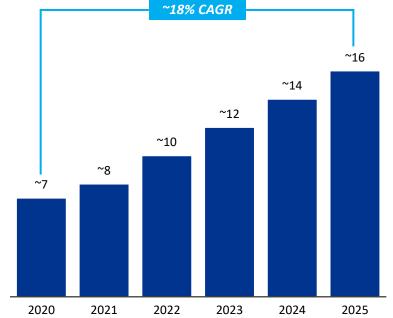


CONTINUED HYPERSCALER INVESTMENTS UNDERWAY



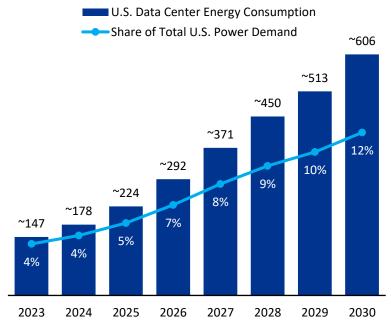
STEADILY GROWING DATA CENTER CAPACITY INSTALLED BASE

(Data Storage Capacity in Zettabytes)



ACCELERATING DEMAND FOR DATA CENTER POWER

(Terawatt-hours of Electricity Demand, Medium Scenario)



Source: Baird Investment Banking and Market Research.

Electrical Power Solutions Perspectives



Select Electrical Power Solutions Industry Participants



Electrical / Grid

Data Center

Services



























































Select Public Company Management Commentary





Looking at the data center market, the map changes fast. Some years ago, a colocation site of 5 to 10 megawatts would have been considered fairly sizable. 3 years ago, 20 to 50 was big. And now, some colocation can almost be as big as hyperscalers, some 100 or even 1,000 megawatts. Now that data center loads and power consumption are increasing, demands on electricity quality is rising. So our medium-voltage UPS is well positioned as it covers the entire power system closer to the grid connection point."

— ABB CEO, Q3 2024 Earnings Call



Enterprise demand is steadily building for Al-related workloads. We've seen large footprint demand even for our enterprise customers increased over the course of the last period of time. And this enables us to be able to provide that capability to enterprises who are looking to perhaps do private Al with Equinix, who are looking to operate with Equinix at scale

— Equinix CEO, Q3 2024 Earnings Call





Our solution now the leading technology to mitigate the massive power spikes that are disrupting data centers as they add new AI clusters. We allowed our next-generation compute reference design for AI and high-performance compute applications. We announced our partnership with JetCool to expand our direct-to-chip liquid cooling capabilities, which is able to handle the most advanced AI server specs."

— Flex CEO, Q3 2024 Earnings Call



across a number of geographic locations."

The trend is definitely shifting more towards HA [high efficiency aircooled] gas turbine discussions with consistency than aeroderivative. That's because the hyperscalers are evolving from single data centers dependent on 60 to 100 megawatts to starting to look at data center parks in which you can start to think about multiple gigawatt size data center parks that support a number of data centers in 1 location."

— GE Vernova CEO, Q3 2024 Earnings Call





In Intelligent Edge, we have invested in building an industry-leading Al-driven networking portfolio. HPE Networking is a recognized market leader in the campus and branch segment. The Al market requires a modern high-performing networking fabric as a core foundation to deliver a more efficient data center cloud infrastructure as the world transitions to accelerated computing."

— HPE CEO, Q3 2024 Earnings Call



In the Utility Solutions segment, **grid modernization and electrification continue to drive strong growth in transmission, substation and grid automation markets** as utility customers invest in grid infrastructure upgrades to accommodate electrification-driven load growth and interconnect new sources of renewable generation. We believe that we are at the **early stages of a multiyear T&D investment cycle.**"

— Hubbell CEO, Q3 2024 Earnings Call





As investment in AI and accelerated computing continues to surge, Tier 1 cloud providers are increasingly focused on using custom silicon to improve their data center TCO and drive differentiation. AI has accelerated the cadence of new chip releases, resulting in shorter design windows and faster time to production, accompanied by significant increases in complexity with each new generation."

— Marvell CEO, Q3 2024 Earnings Call



Utilities across the United States are experiencing and forecasting meaningful increases in power demand for the first time in 2 decades, which is being driven by the adoption of new technologies and related infrastructure, including artificial intelligence and data centers as well as federal and state policies designed to accelerate the energy transition and policies intended to strategically reinforce domestic manufacturing and supply chain resources."

— Quanta Services CEO, Q3 2024 Earnings Call



The growth is, of course, carried by the investment that goes into infrastructure, into the grid and then also into data center and networks. We've been aligning many of our activities to those megatrends that are driving growth including digitization and AI."

- Schneider CEO, Q3 2024 Earnings Call

Cloud and AI reinforce each other and drive the need for a lot of computing. Additionally, the AI rampup in countries outside the U.S. is just beginning. This bodes extremely well for Vertiv for a long time as a market leader in data center infrastructure. As the data center infrastructure develops, liquid cooling increasingly comes to the forefront and we continue to rapidly gain share."

— Vertiv Chairman, Q3 2024 Earnings Call



Public Market Update



- Long-Term Growth Track Record
- **Technological Differentiation and Deep Moats**
- ✓ Secular Demand Drivers

Electrical / Grid, Data Center and Services Companies Continue Trading at a Premium to the Baird Proprietary Broader **Industrial Universe**

SELECTED PEER INDEXES PREMIUM OVER BICC (CURRENT EV / NTM EBITDA MULTIPLE)

5.7x

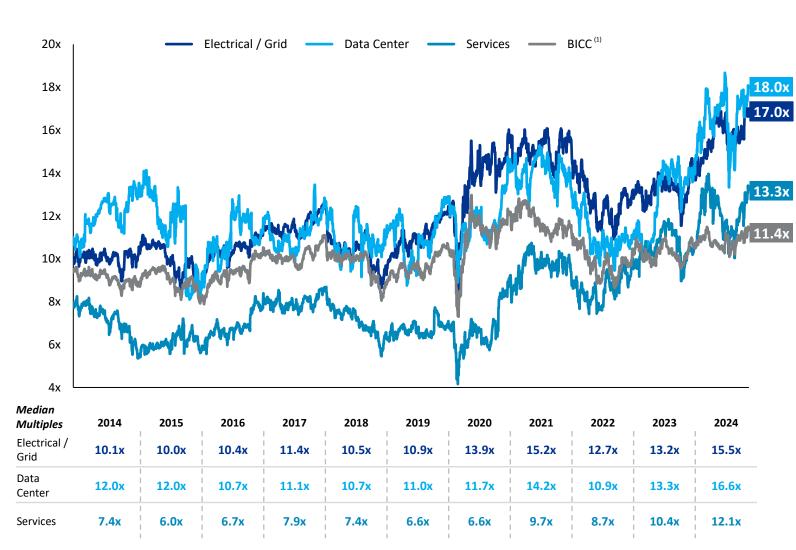
Electrical / Grid Multiple Premium vs Industrial Market 6.6x

Data Center Multiple Premium vs Industrial Market 1.9x

Services Multiple **Premium vs Industrial Market**

10-YEAR EV / NTM EBITDA PERFORMANCE

(Indexed Performance)

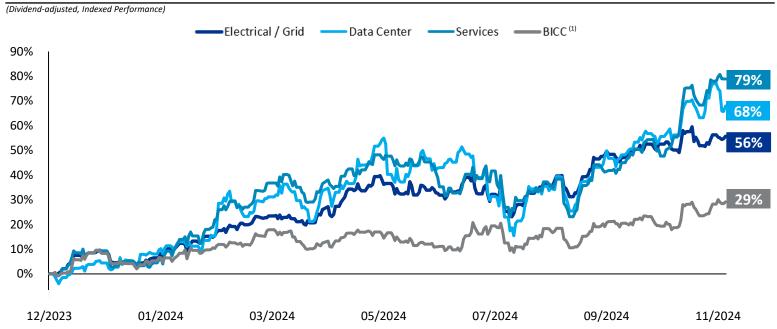


Source: Capital IQ and Company filings as of November 2024.

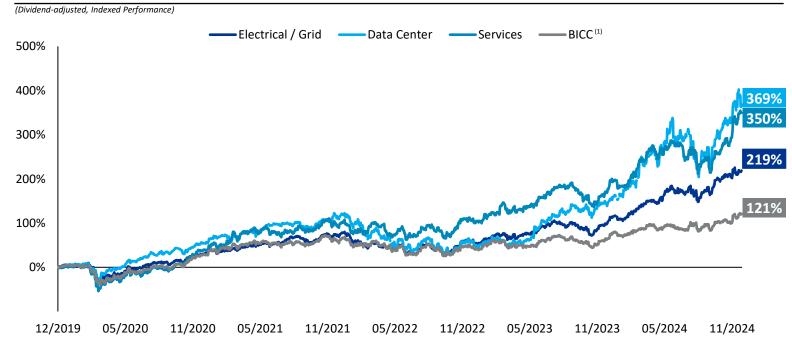
Market Performance Overview



1-YEAR STOCK PERFORMANCE



5-YEAR STOCK PERFORMANCE



Electrical / Grid has outperformed BICC due to longterm demand for infrastructure modernization and investments in renewable energy

Data Center has outperformed BICC in the last 5 years due to the rise of AI and increased emphasis on cloud computing Services has strong performance driven by the increasing demand from AI adoption and infrastructure needs

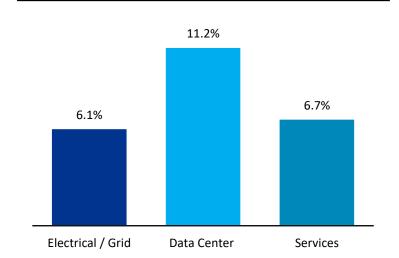
Operational Performance Overview



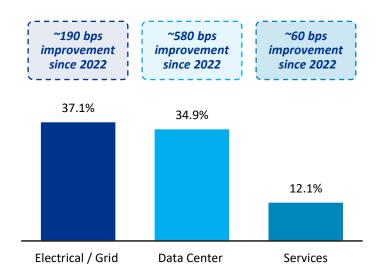
2024E REVENUE GROWTH

5.1% 1.9% Electrical / Grid Data Center Services

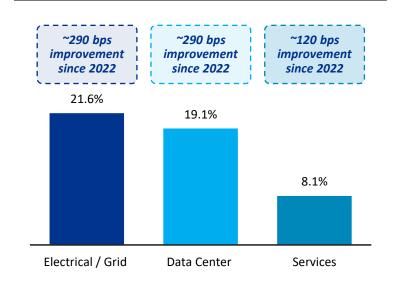
2025P REVENUE GROWTH



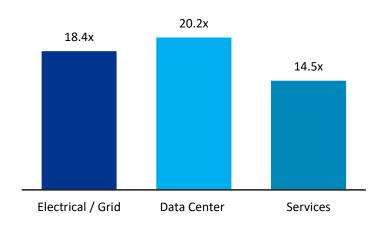
2024E GROSS MARGIN



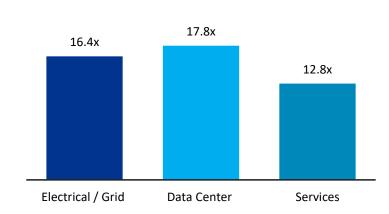
2024E EBITDA MARGIN



2024E EV / EBITDA MULTIPLE



2025P EV / EBITDA MULTIPLE



Public Company Analysis – Valuation & Operating Metrics BAIRD



(\$ in millions)	Market Cap.	Enterprise Value	EV / EBITDA			LTM Margins		Revenue Growth		
			2024E	2025P	LTM Revenue	Gross	EBITDA	2024E	2025P	Net Debt / LTM EBITDA
Electrical / Grid										
ABB	\$104,893	\$108,678	17.7x	15.7x	\$32,505	37.3%	18.5%	2.1%	5.6%	0.5x
Eaton	148,366	156,495	26.9x	24.1x	24,605	37.8%	22.1%	7.9%	7.9%	1.5x
GE Vernova	92,101	86,703	41.9x	26.6x	34,422	17.3%	4.1%	5.4%	6.2%	N/M
Hubbell	24,693	26,353	19.8x	18.4x	5,640	34.0%	22.5%	6.2%	5.6%	1.3x
Legrand	26,242	29,632	14.3x	13.2x	9,300	52.1%	21.6%	1.3%	6.5%	1.8x
Littelfuse	6,121	6,419	15.4x	13.2x	2,195	36.7%	19.1%	(7.5%)	5.1%	0.7x
nVent Electric	12,907	15,140	21.5x	19.4x	3,539	41.1%	23.0%	6.7%	6.1%	2.7x
Prysmian	19,031	24,596	12.2x	9.9x	19,673	33.3%	9.7%	8.6%	14.1%	3.0x
Schneider Electric	144,155	156,914	19.1x	17.0x	39,046	42.3%	19.2%	4.8%	8.2%	1.6x
TE Connectivity	45,209	48,764	12.7x	11.9x	15,845	34.4%	23.7%	(1.2%)	5.8%	0.9x
Mean	\$62,372	\$65,970	20.2x	17.0x	\$18,677	36.6%	18.3%	3.4%	7.1%	1.6x
Median	35,726	39,198	18.4x	16.4x	17,759	37.0%	20.4%	5.1%	6.1%	1.5x
Data Center										
Dell Technologies	\$89,568	\$109,460	10.2x	8.7x	\$93,954	22.2%	9.4%	8.9%	8.4%	2.3x
Delta Electronics	30,447	30,666	13.2x	11.1x	12,813	32.4%	17.3%	2.5%	14.0%	N/M
Equinix	94,701	111,137	27.1x	24.4x	8,149	46.5%	38.1%	13.1%	8.4%	5.3x
HP Enterprises	27,558	36,392	6.5x	6.0x	30,127	32.7%	16.7%	10.2%	3.8%	0.7x
Marvell Technology	80,288	83,853	45.5x	29.6x	5,376	46.2%	21.4%	0.6%	35.7%	3.0x
Vertiv	47,893	50,083	31.7x	24.4x	7,531	36.5%	19.8%	13.9%	18.4%	1.5x
Mean	\$61,743	\$70,265	22.4x	17.4x	\$26,325	36.1%	20.4%	8.2%	14.8%	2.6x
Median	64,090	66,968	20.2x	17.8x	10,481	34.6%	18.6%	9.5%	11.2%	2.3x
Services										
APi	\$10,381	\$13,032	14.5x	13.0x	\$6,916	30.5%	10.7%	1.0%	6.6%	3.6x
Centuri Holdings	1,754	2,767	11.6x	9.8x	2,585	7.9%	8.3%	(10.5%)	4.9%	4.7x
EMCOR	23,467	22,788	15.9x	14.8x	14,235	18.4%	9.7%	16.1%	7.3%	NM
Everus Construction	3,245	3,528	16.4x	15.8x	2,726	12.2%	8.0%	(3.1%)	6.7%	1.3x
Fluor	9,627	7,827	14.5x	11.9x	15,875	2.7%	1.9%	7.1%	8.0%	(6.2x)
MasTec	11,227	13,798	13.9x	12.2x	12,180	12.8%	7.3%	1.9%	8.6%	N/M
MYR Group	2,546	2,675	24.6x	12.8x	3,537	8.5%	3.4%	(6.1%)	3.6%	1.1x
Primoris Services	4,496	5,490	13.6x	12.2x	6,141	11.0%	6.6%	9.2%	5.6%	2.4x
Quanta Services	50,855	55,117	24.3x	20.9x	24,472	13.2%	8.1%	3.9%	12.5%	2.1x
Mean	\$13,066	\$14,114	16.6x	13.7x	\$9,852	13.0%	7.1%	2.2%	7.1%	1.3x
Median	9,627	7,827	14.5x	12.8x	6,916	12.2%	8.0%	1.9%	6.7%	2.1x



Electrical Power Solutions M&A Activity



Global M&A activity remain mixed YTD, with deal counts lower Y/Y but aggregate deal value rising. In 3Q, PE exits reached highest levels since late 2022, growing +40% Y/Y as investors seek liquidity. Overall market sentiment has been buoyed by an expected series of rate cuts, strong cash positions and improving leverage profiles for strategic buyers and stronger public equity market performance.

YTD deal values have been strongest in the computing and electrical space, with announced deal value up ~28% despite a slight, ~1% decline in deal count, reflecting trends seen in overall M&A markets. As the data center growth opportunity becomes more widely recognized, buyers are seeking high-quality exposure to the space, searching for targets with scalable platforms, technological / IP advantages and defensible margin profiles.

Given the secular opportunities presented by data center expansion and the expanding role of electrical / connectivity solutions in the global economy, we expect trends in the space to continue to strengthen and outperform other sectors. As hyperscalers, utility providers and manufacturers continue to invest in infrastructure and computing technology, the electrical power solutions sector will benefit from the wide array of supporting secular trends.

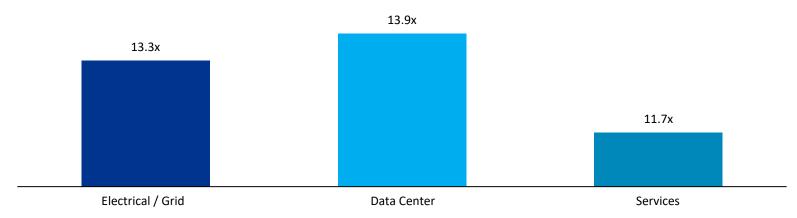
SELECT RECENT TRANSACTIONS



2022 – 2024 M&A VALUATIONS

(Average EV / EBITDA Multiples)

Average EV / EBITDA transaction multiples for deals within Baird's proprietary database of Electrical Power Solutions transactions over the last three years have traded in the low-teens.



Selected 2024 M&A Activity







Announced Date: October 2024

Motivair provides liquid cooling and advanced thermal management technologies for data centers; 75% stake acquired for \$850M

The unique liquid cooling portfolio of Motivair complements our value proposition in Data Center cooling and strengthens our prominent position in Data Center build out from Grid to Chip. - Schneider Electric CEO





Announced Date: October 2024

Salient provides control-based power solutions for commercial and industrial end markets

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The addition of Salient enhances our power distribution capabilities with their world-class solutions ... the trends of electrification and digitalization, the need for clean power lead to significant growth in our industry.

CLEAResult®



Announced Date: September 2024

CLEAResult is America's largest provider of energy efficiency, energy transition and decarbonization consulting and solutions

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CLEAResult's strong foothold and extensive knowledge in the North American energy and utility sectors aligns perfectly with our existing investments and growth focus.

- Kohlberg Partner







Announced Date: August 2024

ZT Systems is a leading provider of AI infrastructure for the world's largest hyperscale computing companies; acquired for \$4.9B in a cash and stock transaction

Our acquisition of ZT Systems is the next major step in our longterm strategy to deliver leadership training and inferencing solutions that can be rapidly deployed at scale across cloud and enterprise customers. - AMD CEO





Announced Date: July 2024

Trystar designs and manufactures critical electrical power solutions for data center, industrial, commercial, healthcare and utility end markets

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Trystar's innovative and mission-critical power management solutions are well-positioned to benefit from several thematic tailwinds involving growing demand for electricity and end-users prioritizing on-site power resiliency. - Blackstone MD





Announced Date: July 2024

AboveAir Technologies manufactures heating, ventilation and air conditioning equipment for enterprise data centers

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We will build upon AboveAir's strategic and market strengths in data centers while leveraging ACS's expertise and resources to accelerate growth ... as we continue to focus on delivering cooling solutions for mission-critical equipment. - ACS CEO



BlackRock

Announced Date: June 2024

GridTek provides a comprehensive suite of services supporting modernization and enhancement of critical electric infrastructure



We saw the growing need to modernize existing grid infrastructure to meet rising demand from continued electrification trends and the need to accommodate the addition of significant renewable generation. - First Reserve Partner





Announced Date: June 2024

Trachte manufactures and assembles modular prefabricated buildings and large-format enclosures in transportable sizes

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With the macro trends of modernizing and upgrading electrical infrastructure as well as the expansion of data centers, Trachte provides us with a platform to accelerate our growth and provide broader solutions for customer.

Source: Capital IQ and Company press releases. Note: First logo represents the target; second logo represents the acquiror.



Baird Deal Spotlight













Target Headquarters

Miratech Tulsa, OK Trachte Oregon, WI AboveAir **Technologies** Frederick, MD

Allied Power Group Houston, TX

BHI Energy Weymouth, MA

Acquiror Headquarters

TPG Rise Climate San Francisco, CA nVent Electric London, UK

AirX Climate Solutions Yukon, OK

Warren Equity Partners Jacksonville, FL

Westinghouse Electric Cranberry Township, PA

Close Date

September 4, 2024

July 16, 2024

July 8, 2024

May 16, 2024

May 31, 2022

Target Description Provider of critical emissions reduction technology and

Manufacturer of preassembled and modularized metal control buildings

Manufacturer of indoor **HVAC** products intended for commercial and industrial applications

Independent provider of aftermarket in-shop and field services-based maintenance and repair solutions

Provider of specialty services for the power generation, electricity transmission and distribution end market

compliance solutions



Floor Wall and Ceiling Gas and



Maintenance & **Modification Services**

Select **Target** Solutions



Data Center Air

Filtration Systems

Catalysts, Housing and Silencers



Integrated

Systems

Site-Built **Enclosures**



Precision A/C's

Glycol Drycoolers



Field Services

Component Repair and Parts



Turbine Services

Select **Target Applications**



Data Centers



Transmission & Distribution



Tenant Data Centers



Power Generation



Power Generation



Power Generation



Data Centers



Enterprise Data Centers



Electric Utility



Transmission & Distribution

Advisory Role

Baird served as financial advisor to Miratech

Baird served as financial advisor to Trachte BoD

Baird served as financial advisor to AboveAir

Baird served as financial advisor to Allied Power Group Baird served as lead financial advisor to **BHI Energy**

