
Retail Media Networks

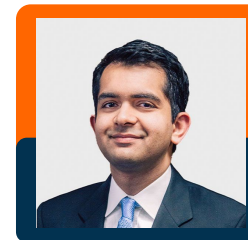
H2'23

Foreword

- We are pleased to present our views on the Retail Media Network (RMN) landscape, aiming to increase transparency and communication among companies, as well as financial and strategic investors
- During the last 18 months, ComCap has successfully advised and executed both buy-side and sell-side mandates within the retail media and adjacent retail technologies space:
 - ComCap advised Crisp on the acquisition of The Integral Group
 - ComCap advised Inmar on its acquisition of Aki Technologies and multiple joint venture partnerships
 - ComCap advised Formation.ai on its sale to BCG
- The enclosed report highlights ComCap's observations within the RMN sector:
 - Digital retail ad spend continues to grow and projected growth is supported by the significant technological strides in non-traditional verticals such as grocery
 - Retailers are channeling profits from their higher-margin ad revenue business to fuel business growth, which becomes a core value proposition for them to maintain and grow their ad business
 - Measurement tools focusing on quantifying ROI / sales efficiency will be winners in the measurement race, and as a result, we anticipate seeing increased M&A activity for solutions that can enhance measurement and reporting capabilities
- M&A is reshaping RMN bringing together resources and expertise while potentially reducing the number of independent players
 - Acquisitions in retail media have focused on enhancing capabilities and scale, as seen in Inmar's acquisition of Aki for ad personalization and the Kroger-Albertsons merger to offer a wider range of data for improved ad-targeting capabilities
 - While M&A and private placement activity slowed down in 2022, further consolidation in the sector is expected in 2023+ and seemingly evident with an aggregate of 18 transactions (M&A and private placements) being completed within H1'23



Aron Bohlig,
**Co-founder
& Managing Partner**



Uren Dhanani,
Vice President

Retail Media Networks (RMNs) – Key themes for 2023



1. Sustained growth in global digital retail media ad spending: Global digital retail media ad spend projected to rise from \$98BN in 2021 to \$133BN by 2024 (CAGR ~8%)¹. During the same period, the US market grew from \$31BN to \$55BN, ~2X faster than the global market². This growth is driven by the growing popularity of online shopping, particularly within previously nascent sectors such as grocery, and the development of adtech tools for better targeting and increasing sales³. In 2022, retailers worldwide generated \$88BN in ad revenue, and are expected to reach \$101BN in 2023⁴



2. Retail media is playing a pivotal role in shaping retailers' global profits: Prominent retailers are strategically channeling the profits derived from RMN toward their business growth. Walmart's significant growth in ad revenue holds great importance as it serves to offset the expenses associated with new fulfillment and distribution centers, as well as their expansion in the grocery category. In 2022, Walmart experienced a remarkable 30% increase in ad revenue reaching ~\$3BN, which in turn is bolstering their profit margin⁵



3. In-store continues to be the preferred choice of RMN investment from brands with POS and digital signage leading the pack: CPGs and agencies prioritized advertising through POS (59%) and smart digital in-store screens (57%) in 2022 over online coupons (51%), online search (51%), and online display (43%)⁶. Looking ahead, there is a continued focus on these priority channels, with POS and digital screens expected to maintain consistent investment in near future⁶



4. Based on increasing demand from CPGs, measurement tools focused on quantifiable ROI such as sales growth and new customer acquisition are primed for growth and adoption: Dunnhumby's latest research surveying CPGs and agencies highlights the growing demand for measurement tools, with the main KPIs cited by CPGs to measure effectiveness of retail media's impact being heavily sales-led such as new buyers on board (58%), ROAS (48%), and conversion (43%)⁶



5. Industry consolidation is reshaping retail media networks through M&A: M&A is reshaping RMN, bringing together resources and expertise while potentially reducing the number of independent players. Notably, acquisitions within retail media are largely capability or scale-driven, such as Inmar's acquisition of Aki (2021), which enabled Inmar to enhance its existing RMN offerings with large scale ad personalization and the Kroger-Albertsons merger (2022), where the combined entity aims to offer brands a more compelling advertising audience through its expansive network and a wider range of data that can enhance ad-targeting capabilities⁷

Note 1: [Statista](#)

Note 2: [Emarketer](#)

Note 3: [The Business Research](#)

Note 4: [Forbes](#)

Note 5: [AdExchanger](#)

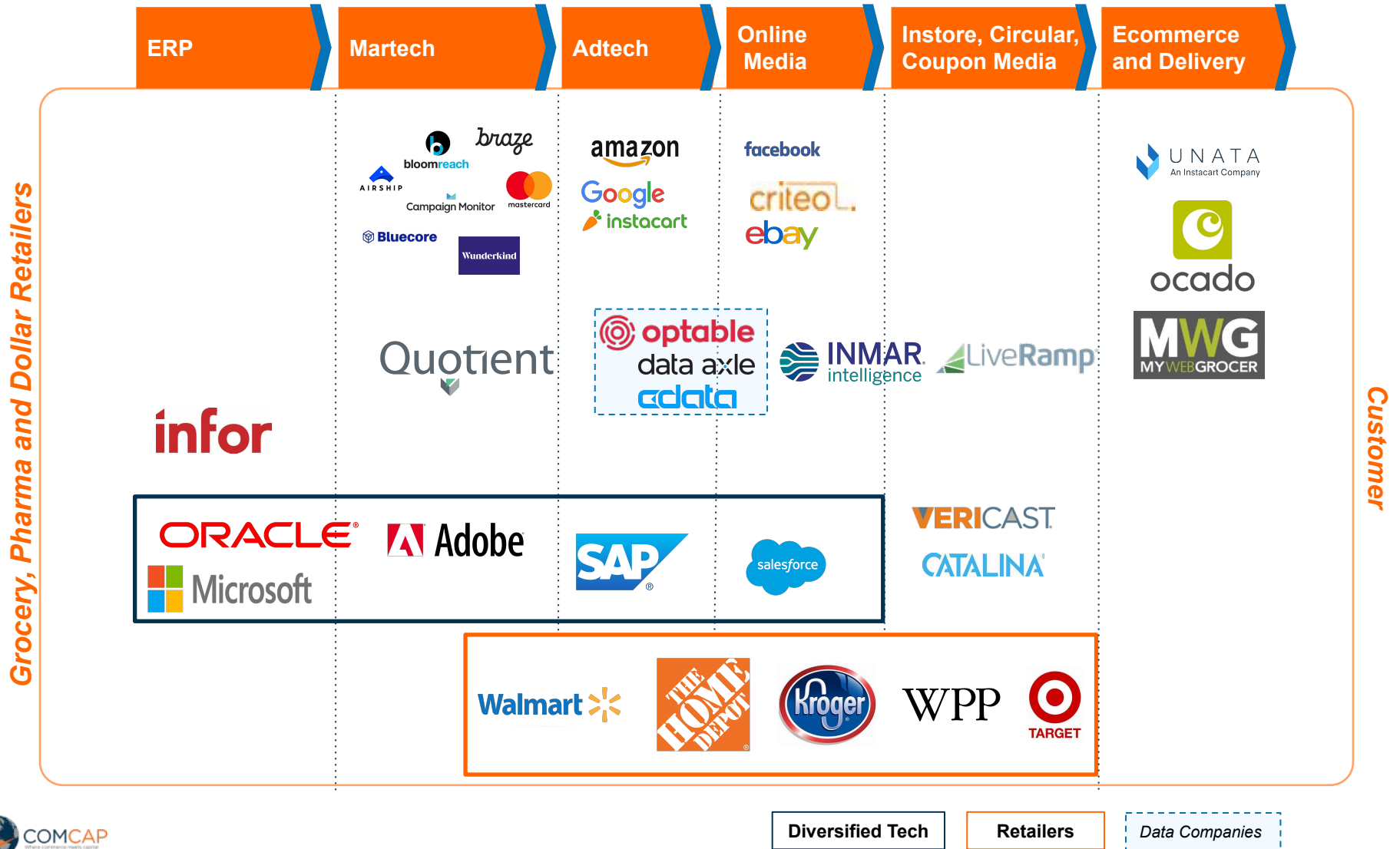
Note 6: Percentages based on survey results; [Dunnhumby](#)

Note 7: [DigiDay](#)

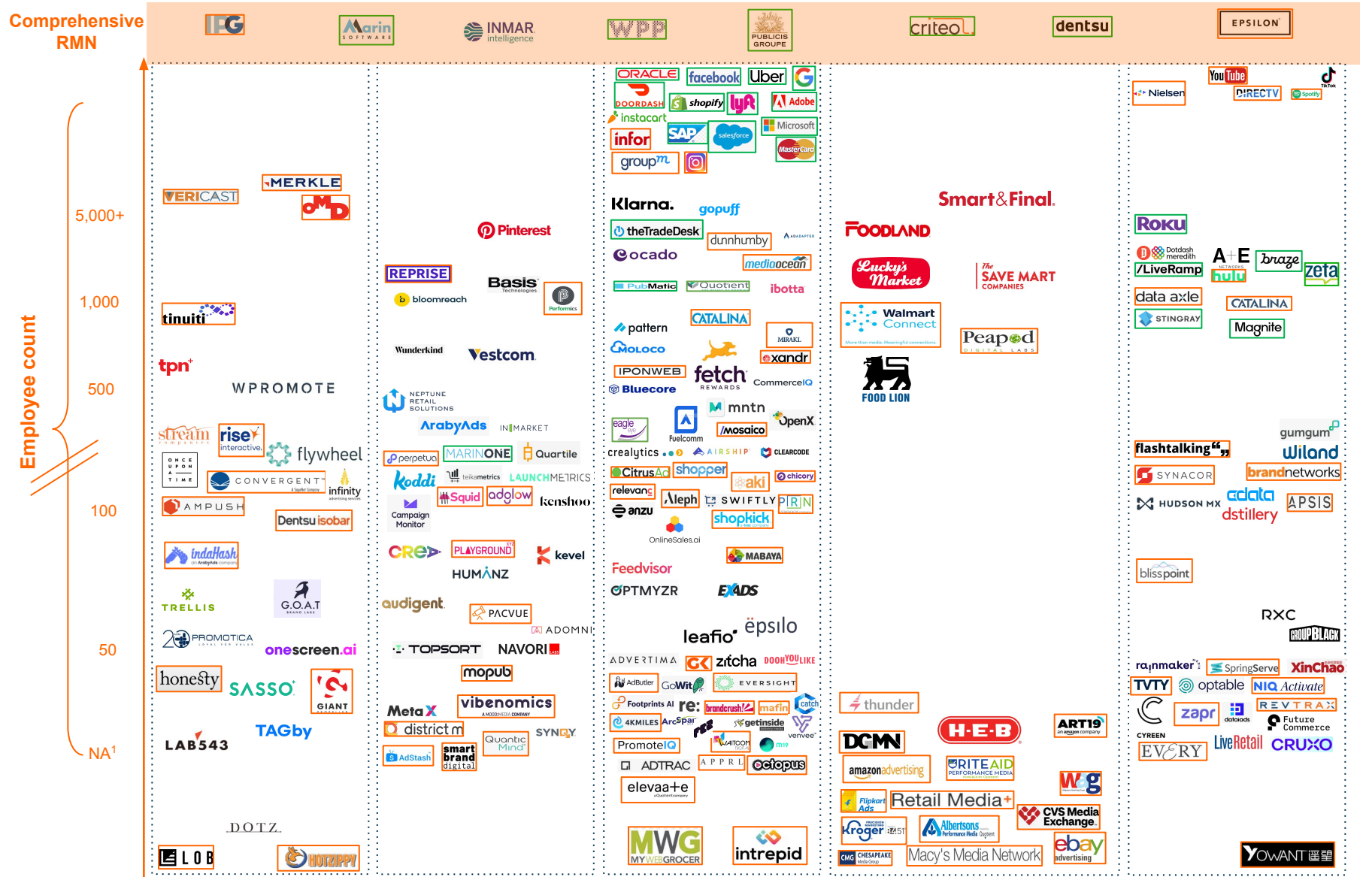
Flow of CPG spend across the Retail Media Network ecosystem



Complex ecosystem driven by CPG spend and creation of vertical specific solutions



ComCap's Retail Media Networks landscape



Professional services

Technology solutions for brands

Technology solutions for retailers

Retailer-owned media networks

Media providers and Data

Source: Forrester, ComCap

Note 1: Subsidiaries who are part of larger organizations with undisclosed values for their employee count

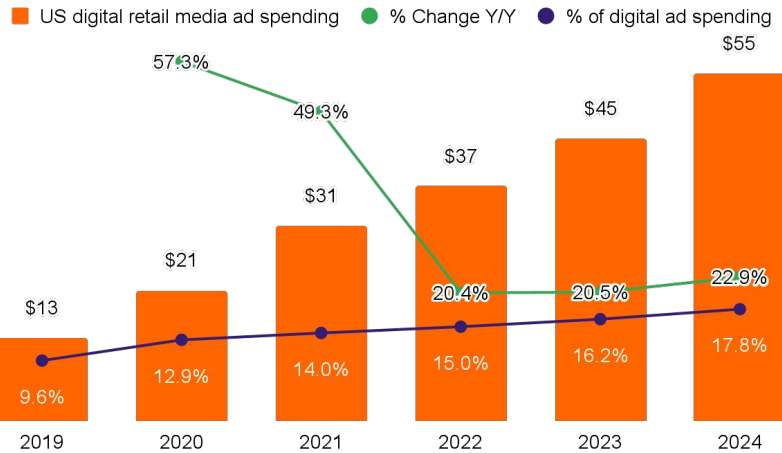
Acquired / Subsidiary

Public

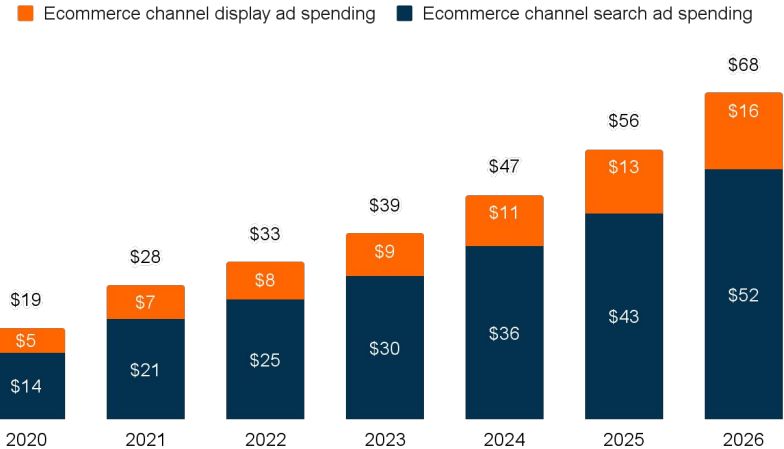
Market and industry updates

Unleashing growth potential: \$61BN in US retail media ad spending projected for 2024

US Digital Retail Media ad spending (\$BN)



US Ecommerce channel ad spending, by format (\$BN)



- US Digital retail media ad spending is expected to reach \$55BN in 2024; yielding a CAGR of ~33% from 2019-2024
- Retail media is the second-fastest growing major ad format in the US behind CTV. On a compounded annual basis, retail media ad spending is expected to grow by 21.7% from 2022 through 2024, compared with 22.5% for CTV
- The relative share of 'Search' and 'Display' ad spending is fairly constant, with both growing rapidly. From 2022 to 2026, Search's share of ecommerce channel ad spending is expected to range from 76.1% to 77.2% relative to share represented by Display ranging from 22.8% to 23.9% of the total
- Display spending in the ecommerce channel is projected to reach \$9BN in 2023 and grow to nearly \$16BN by 2026; digital video spending, which is a key part of display ad spending, is expected to see rapid growth as a result
- US retail ecommerce sales are projected to reach \$1.163TN in 2023, growing 10.5% YoY. With projected strong ecommerce activity, retail media ad spending is set to benefit from tailwinds that positively impact digital shopping and buying activity

Retail media is one of the largest and fastest-growing ad markets in the US

Opportunities within Retail Media



Search

Harvest demand with paid search on retailers' sites and apps and with first-party shopper data on Google



Social

Earn likes and loyalty with co-branded content from influencers on Instagram, Pinterest, and Tiktok and with retailers' audiences on Facebook, Instagram, Pinterest, and Snapchat



CTV

Reach purchasers on video streaming services and close the loop with sales reporting



Programmatic

Activate retailers' cookie-free audiences through DSPs and layer on targeted email or direct mail



Display

Get shoppers' attention with display ads on retailers' sites and apps



In-store

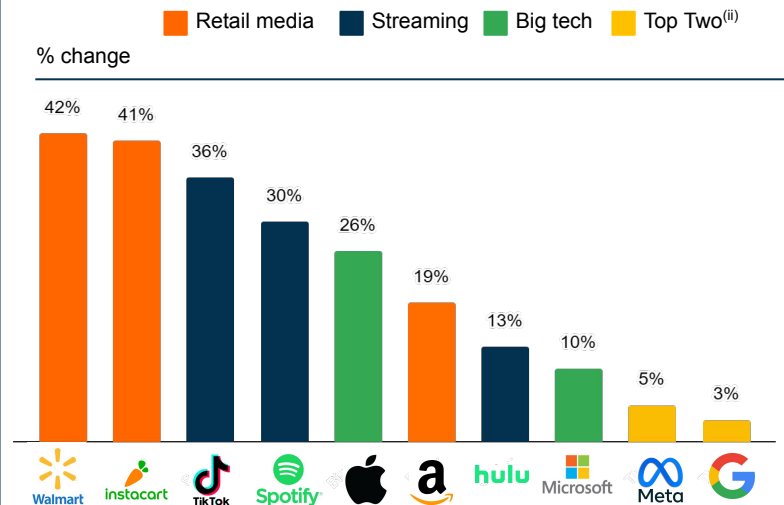
Influence shoppers at the point of purchase with in-store screens and self-checkout ads



Loyalty

Reward loyal shoppers with customer mailers and themed events























US digital ad revenue growth⁽ⁱ⁾ by company



- In 2023, the two fastest-growing US digital ad businesses are expected to be RMN-oriented. Walmart's ad business is projected to grow by 42.0% in FY23E⁽ⁱⁱ⁾ and Instacart's is expected to increase by 41.3%. These projected growth rates are above TikTok's (36.0%) as well as those of direct competitors, such as Amazon (18.8%)
- In 2022, Amazon achieved a 76.9% share of retail digital media spend. By comparison, Walmart came in as the second largest with 6.1% share, followed by Instacart with 1.9%

Note: (i) 2022-2023E (ii) Meta and Google expected to represent ~48% of US digital advertising spend in 2022. (ii) Walmart's fiscal year end is Jan 31
Source: Forrester, eMarketer (Feb 2023), Forbes

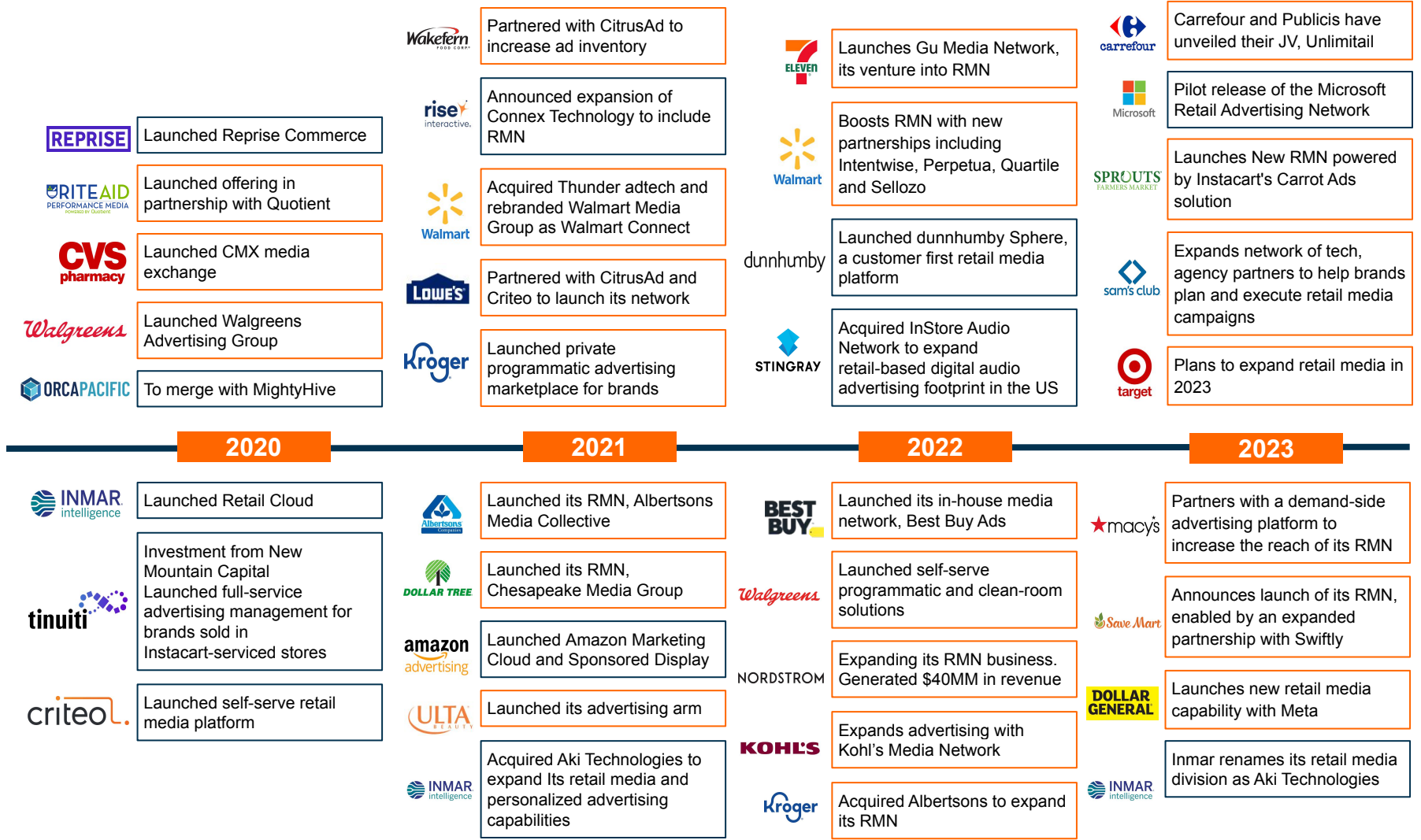
Growing number of AdTech and Media new entrants are offering and / or pivoting to offer Retail Media Network solutions

Digital Marketplaces / Platforms	   
Mass Merchandise / Department	              
Category Specialists	                        
Commerce Intermediaries	     
Other Commerce Verticals	   
Other Tech Platforms	                      

Tech providers and retailers are competing for share in RMN for ad dollars with higher margins as retailers shift their strategies to become more like media companies

RMNs continue to develop into the next big advertising channel

Being the hub for detailed first-party data combined with high-margins has attracted several big players to the space



RMNs have yielded higher margins traditionally encouraging newer entrants with a large collection of first-party data to build out their tech capabilities and capitalize on generating an additional revenue stream

Retailers Tech Providers

Top retailers have recognized the opportunity to monetize their shopper loyalty program data and have launched their own RMN

Retailers including CVS, Target, Walmart, Kroger, have been following Amazon's lead, as the next logical step in monetizing digital assets through RMN

Brick & Mortar US Retail Media Networks - Offerings and programs^{1,2}

Channel	Avg / monthly unique # online	In store / avg monthly visits	Loyalty Program	SSP (SS) ⁽ⁱⁱ⁾	DSP (SS) ⁽ⁱⁱ⁾	Marketplace	Same day delivery	Stores	Store in Store
Walmart	110MM	960MM	Walmart+ ⁽ⁱ⁾	private/API	The Trade Desk	Walmart	Plus	4,742	-
Target	100MM	56MM	Circle App	Criteo	Agnostic	Plus	Shipt	1,931	Ulta, CVS
Kroger	30MM	252MM	Club Card Boost ⁽ⁱ⁾	PromoteIQ	Agnostic	Mirakl	Instacart	2,700	Bed, Bath & Beyond (online)
Tesco	31MM	-	Club Card	Dunnhumby Sphere	No	Tesco exchange	Uber, Gorilla, Stuart	~5,000	-
Carrefour	40MM	-	My Club	Criteo	No	Carrefour	Uber, Everli, Deliveroo	12,000	-
Best Buy	104MM	-	My Best Buy Total Tech ⁽ⁱ⁾	Criteo	No	No	Instacart	1,036	-
Home Depot	183MM	132MM	Pro Xtra	PromoteIQ	No	No	No	2,300	-
Macy's	180MM	14.8MM	Star Rewards	Criteo	No	No	No	867	Toys "R" Us (online)
Ulta	39MM	-	Ultimate Rewards	Criteo	No	No	DoorDash	2,690	Target
CVS	107MM	135MM	ExtraCare Care Pass ⁽ⁱ⁾	Criteo	No	No	Instacart	9,809	Target
Walgreens	36MM	168MM	myWalgreens	Criteo	The Trade Desk, Open AP	No	Ship, Instacart	9,021	-

Digital Retail Media Networks^{1,2}

Channel	Avg / monthly unique #	Loyalty Program	SSP (SS) ⁽ⁱⁱ⁾	DSP (SS) ⁽ⁱⁱ⁾	Marketplace	Same day delivery	Demographic (F/M)	Ads Launched	Stores	Key B&M Partnerships
Amazon	200BN	Prime ⁽ⁱ⁾	Private/API	Yes	Yes	Yes	60%/40%	2012	529	Kohl's, Rite Aid
Instacart	-	Plus ⁽ⁱ⁾	Private/API	No	n/a	Yes	80%/20%	May 2020	-	Kroger
eBay	180MM	No	Private/API	No	Yes	No	49%/51%	May 2015	1.5	-
Wayfair	39MM	Professional	Private	No	Yes	No	60%/40%	Feb 2019	2	-
Chewy	46MM	No	No	No	No	No	60%/40%	n/a	-	Petco

Retailers benefit from RMNs as they provide additional revenue streams that may offset the compressed margins now plaguing the industry. At the same time, reports suggest that average margins for RMNs range from 50-70% and even more with on-site advertising at 70%-80%, notably higher than other ad-supported media.

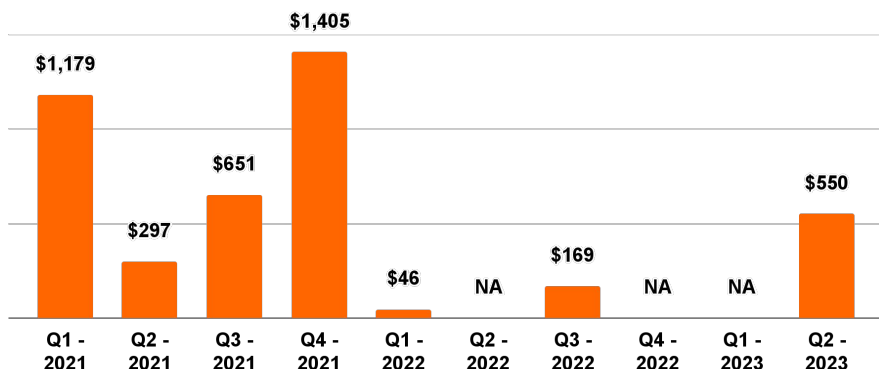
Note 1: Data sources include [Inuiti \(July 2022\)](#), [Statista \(Amazon revenue\)](#), [Talk Business](#), [Forbes](#)
 Note 2: (i) Fee based (ii) SS = Self service

Select transaction activity within the RMN space

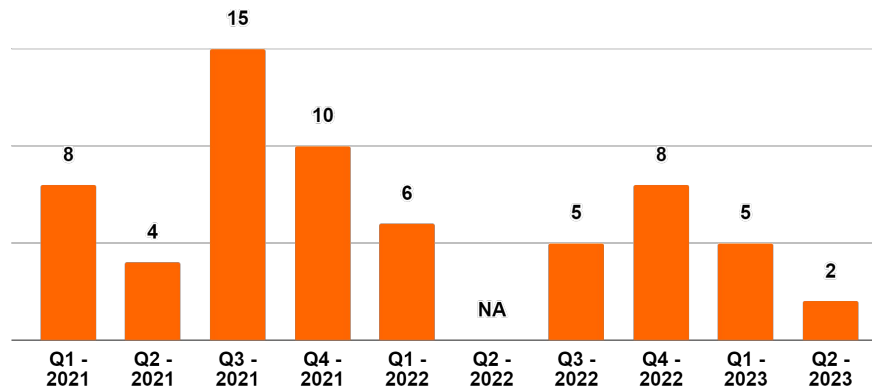
Key mergers and acquisitions activity^{1,2}

M&A activity is slowly picking up with 2Q'23 transaction value being the highest in the last 5 quarters¹

M&A by value (\$MM)¹



Volume of transactions¹



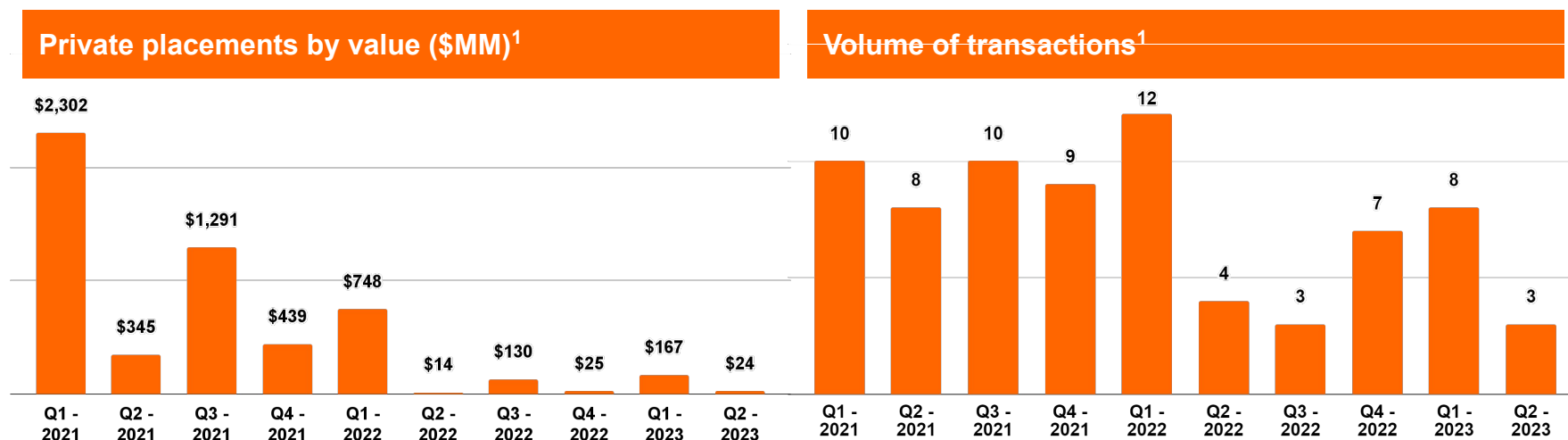
Major deals in 2022-2023

Target	Acquirer	Transaction size (\$MM)	Deal date	Rationale
Quotient	NEPTUNE RETAIL SOLUTIONS™	\$506	Jun 20, 2023	This acquisition combines Quotient's innovative technology platform, extensive digital promotions retail network, and proprietary data with Neptune's broad in-store network and deep data-driven shopper marketing insights across in-store and print media
EVERSIGHT	instacart	NA	Sept 1, 2022	Combining Eversight's strong expertise in pricing and promotions with Instacart's scale, partnerships, and machine learning technology provides an opportunity to transform pricing strategies and promotions for Instacart's partners
ciVALUE	NIQ	NA	Mar 21, 2022	Integrating ciValue's global platform assets into NielsenIQ's powerful Connect platform will provide innovative capabilities for retailers, including audience building and insights
Octopus	T Mobile	NA	Jan 10, 2022	With this acquisition, T-Mobile will be expanding its toolkit for marketers, meeting the needs of advertisers and empowering brands to better connect with consumers, beyond linear, and traditional digital channels





Source: [CiValue](#), [Octopus](#), [Shopper Media](#) and [InStore Audio](#) Note 1: Deals have been considered from 2021-H1'23 excluding China; undisclosed deal values indicated by "NA"
 Note 2: Excluded the merger between Albertsons and Kroger due to RMN not being a significant portion of the revenue contribution for each business

Key private placement transactions¹

Transaction volume in the first two quarters of 2023 was in line with the prior recent quarters


























Major deals in 2022-2023

Target	Description	Recent funding (\$MM)	Total funding (\$MM)	Notable investors
 fetch REWARDS	Mobile shopping platform that enables users to earn and redeem rewards.	\$240 03/23/2022	\$578	Hamilton Lane Incorporated; DST Global; ICONIQ Capital; Archer Venture Capital; SoftBank Investment Advisers
 bloomreach	Developer of a cloud-based software that connects both customer and product data to personalize all customer touch-points	\$175 02/02/2022	\$444	Goldman Sachs Asset Management; Bain Capital Ventures, LP; Sixth Street Growth
 CommercelQ	Omnichannel management platform that helps large brands use machine learning and automation to increase e-commerce sales	\$115 02/25/2022	\$211	Insight Venture Management; Madrona Venture Group; TVL Management Corporation; Shasta Ventures Management
 SWIFTLY	An innovative technology platform that delivers turn-key solutions to retailers by offering digital tools used by e-commerce giants	\$100 08/31/2022	\$216	BRV Capital Management, Generator Advisors

Note 1: Deals have been considered from 2021-H1'23 excluding China; undisclosed deal values indicated by "NA"
Source: Capital IQ, Crunchbase, PitchBook

Most active financial investors 2020-2023¹

Investor	Overview	Notable investments	
 Alumni Ventures	HQ: Manchester, NH Founded: 2013		
 Aperiam Ventures	HQ: New York, NY Founded: 2018		
 CSWC capital southwest	HQ: Dallas, Texas Founded: 1961		
 TIGERGLOBAL	HQ: New York, NY Founded: 2001		
 NMC NEW MOUNTAIN CAPITAL	HQ: New York, NY Founded: 2000		
 SEQUOIA	HQ: Menlo Park, CA Founded: 1972		
 Commerce Ventures	HQ: San Francisco, CA Founded: 2013		
 andreessen. horowitz	HQ: Menlo Park, CA Founded: 2009		

Appendix III: Select market data

Select market data

(\$USD millions, except per share amounts)

Company (FYE)	Trading Performance		Capitalization			EV /				Operating Statistics				
	Stock Price 08/14/2023	% 52W High	Equity Market Value	Net Cash (Debt)	Enterprise Value	Revenue		EBITDA		Rev. Growth			LTM	LTM
						CY23E	CY24E	CY23E	CY24E	CY23 / CY22	CY24 / CY23	CY24 / CY21	Gross Margin	EBITDA Margin
<u>RMN</u>														
The Trade Desk, Inc. (US)	\$75.26	82%	\$36,892	\$1,178	\$35,714	18.4x	14.9x	46.7x	36.9x	23.3%	22.9%	NA	81.5%	12.1%
Dentsu Group Inc. (JP)	\$31.30	92%	\$8,275	(\$65)	\$8,875	1.0x	1.0x	6.3x	5.1x	(5.1%)	3.7%	NA	88.9%	16.4%
Magnite, Inc. (US)	\$8.59	55%	\$1,176	(\$453)	\$1,629	3.0x	2.7x	9.6x	8.1x	6.2%	10.5%	NA	27.5%	13.5%
Criteo S.A. (FR)	\$29.81	81%	\$1,664	\$137	\$1,541	1.5x	1.4x	5.4x	4.8x	9.7%	8.1%	(21.3%)	41.9%	8.4%
Quotient Technology Inc. (US)	\$3.96	93%	\$395	(\$30)	\$425	1.5x	1.4x	12.4x	8.5x	(2.6%)	7.7%	(16.6%)	49.2%	(9.1%)
Mean		81%	\$9,681	\$153	\$9,637	5.1x	4.3x	16.1x	12.7x	6.3%	10.6%	(18.9%)	57.8%	8.3%
Median		82%	\$1,664	(\$30)	\$1,629	1.5x	1.4x	9.6x	8.1x	6.2%	8.1%	(18.9%)	49.2%	12.1%
<u>AdTech Agencies</u>														
Publicis Groupe S.A. (FR)	\$79.55	94%	\$19,926	(\$2,951)	\$22,829	1.6x	1.6x	7.2x	7.0x	5.1%	3.6%	3.1%	42.9%	16.6%
Omnicom Group Inc. (US)	\$79.95	81%	\$15,796	(\$3,674)	\$20,306	1.4x	1.3x	8.4x	8.0x	2.6%	3.2%	1.9%	19.0%	16.5%
WPP plc (GB)	\$9.84	72%	\$10,516	(\$7,208)	\$18,257	1.2x	1.2x	6.2x	6.2x	7.1%	2.9%	(3.3%)	17.2%	9.2%
The Interpublic Group of Companies, Inc. (US)	\$32.99	81%	\$12,699	(\$3,025)	\$15,829	1.7x	1.6x	8.8x	8.4x	1.2%	4.4%	3.1%	21.4%	17.7%
Mean		82%	\$14,734	(\$4,215)	\$19,305	1.5x	1.4x	7.7x	7.4x	4.0%	3.5%	1.2%	25.1%	15.0%
Median		81%	\$14,247	(\$3,350)	\$19,282	1.5x	1.5x	7.8x	7.5x	3.8%	3.4%	2.5%	20.2%	16.6%
<u>Measurement & Analytics</u>														
DoubleVerify Holdings, Inc. (US)	\$32.75	77%	\$5,482	\$206	\$5,276	9.4x	7.6x	30.0x	23.7x	24.6%	23.9%	28.0%	81.6%	20.5%
LiveRamp Holdings, Inc. (US)	\$30.82	96%	\$2,040	\$457	\$1,583	2.6x	2.3x	17.7x	12.1x	4.9%	9.1%	10.1%	71.3%	(5.8%)
Innovid Corp. (US)	\$1.04	24%	\$145	\$21	\$124	0.9x	0.8x	9.0x	6.4x	5.7%	15.4%	19.8%	74.6%	(6.6%)
Mean		65%	\$2,556	\$228	\$2,328	4.3x	3.6x	18.9x	14.1x	11.7%	16.1%	19.3%	75.9%	2.7%
Median		77%	\$2,040	\$206	\$1,583	2.6x	2.3x	17.7x	12.1x	5.7%	15.4%	19.8%	74.6%	(5.8%)
<u>AdTech Platforms / Services</u>														
Integral Ad Science Holding Corp. (US)	\$14.10	68%	\$2,209	(\$125)	\$2,334	5.0x	4.4x	15.4x	12.9x	13.4%	15.8%	18.3%	80.3%	12.1%
Taboola.com Ltd. (US)	\$3.46	78%	\$1,193	(\$19)	\$1,212	0.8x	0.6x	15.9x	6.0x	3.7%	32.5%	11.8%	31.0%	3.1%
Perion Network Ltd. (IL)	\$34.79	81%	\$1,636	\$474	\$1,162	1.6x	1.4x	6.9x	6.4x	15.7%	10.8%	19.7%	37.7%	18.8%
Outbrain Inc. (US)	\$5.71	93%	\$291	\$39	\$207	0.2x	0.2x	6.7x	4.6x	0.6%	9.6%	2.5%	18.5%	(1.3%)
Mean		80%	\$1,332	\$92	\$1,229	1.9x	1.6x	11.2x	7.5x	8.4%	17.2%	13.1%	41.9%	8.2%
Median		80%	\$1,414	\$10	\$1,187	1.2x	1.0x	11.2x	6.2x	8.6%	13.3%	15.1%	34.3%	7.6%

Appendix II: Select case studies

Criteo - Powering the retail media ecosystem with the world's leading brands and retailers



One unified platform

Buying and selling retail media with ease

- Sponsored products and display ad formats
- Flexible targeting and media pricing options
- Access to broad advertiser demand for retailers

Transparent & open workflow solution

Maximizes revenue for retailers and flexibility for brands

- Standardized workflows and metrics across retailers
- Run multi- or single-retailer campaigns
- Full visibility and pricing control for retailers



Enhances the partnership between retailers and brands to deliver more product sales and create value

Robust APIs

Manage campaigns and access reporting from tools

- Campaign management via chosen tools
- Data manipulation via third-party platforms
- Incremental demand for retailers from Criteo API partners

AI optimization

Improve experiences and results with the power of AI

- AI and manual controls to manage ad budget
- AI-powered relevancy controls enhance the experience
- Flexible optimization models to meet KPIs

Key developments



- Acquired Brandcrush in Mar'23 to accelerate Retail Media solutions and provide a holistic omnichannel monetization platform globally



- Criteo's retail media segment has a client footprint of 175+ retailers and nearly 1,800 brands. It has also added ASOS and Sundrug in the last quarter



- In Q1'23, Retail Media revenue dropped by 19% YoY. However, Retail Media contribution ex-TAC increased by 21%, driven by strong Retail Media onsite services, new client integrations, and growing network effects of the platform. Meanwhile, marketing solutions contribution ex-TAC declined by 15%

Select brands and retailers using Criteo

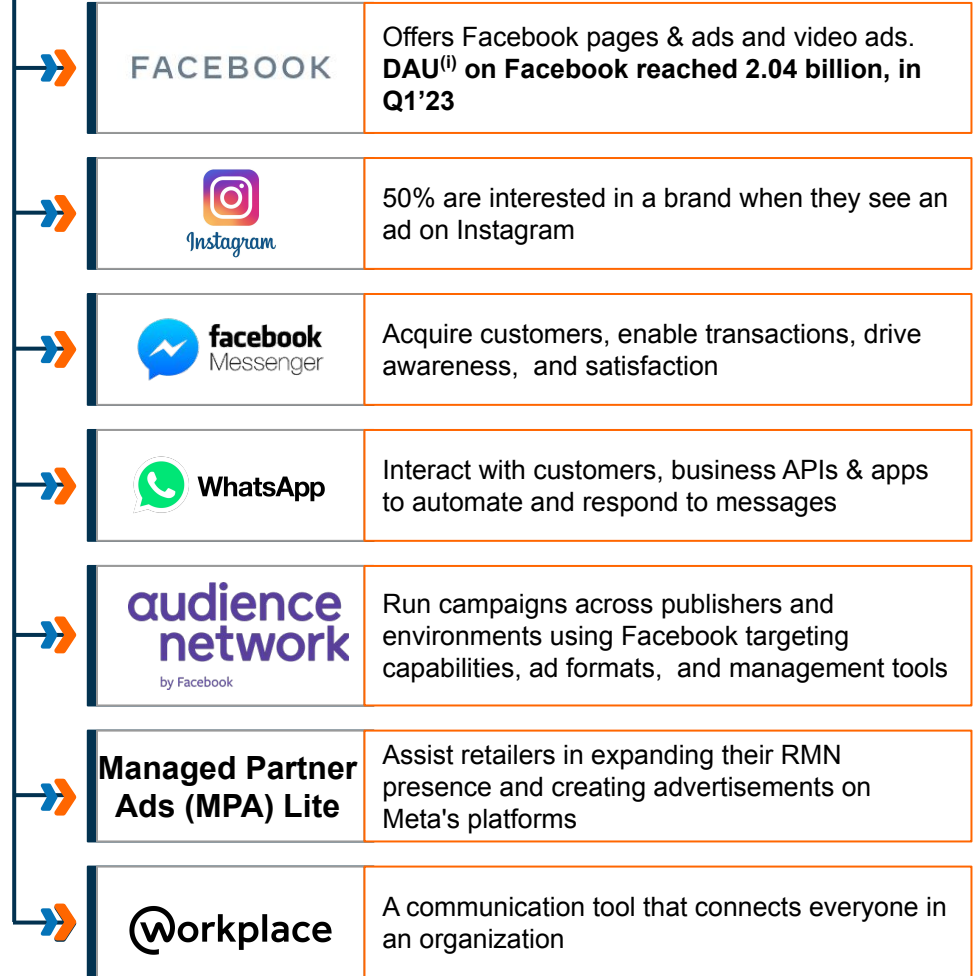


Source: Criteo, Annual filings

Meta, the most popular social commerce platform in the US, enters the retail media landscape

Meta launched two new RMN offerings to boost performance for retailers and e-commerce advertisers

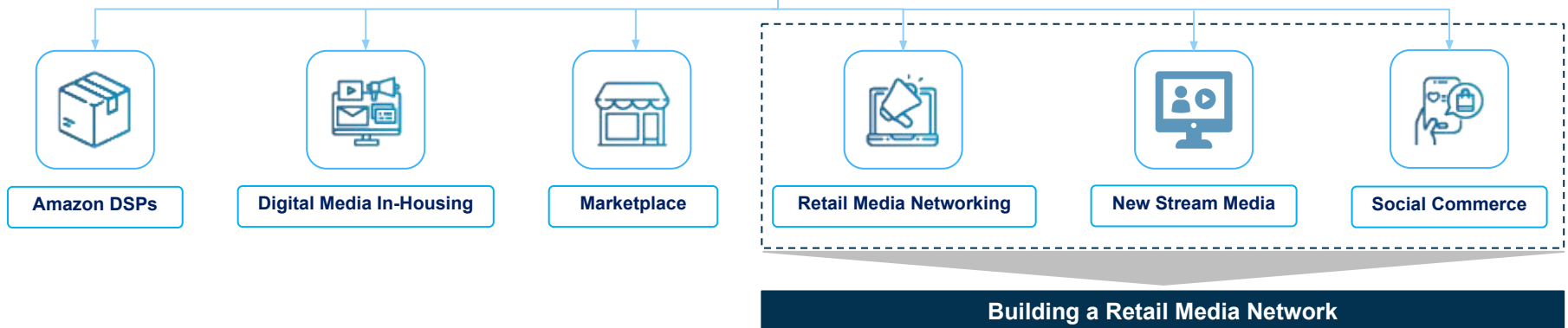
- Allow companies to post ads on users' social walls or FB Marketplace
- Allow companies to prompt ads to targeted market segments, based on behavioral targeting studies and demographic information
- Provide in-house social network "Workplace" for companies
- In Jan'23, Meta launched an AI-powered Advantage+ shopping campaign tool to assist e-commerce and retail advertisers in improving high-converting campaigns
- Developed an offering for retail media networks to benefit their partners and currently testing performance-boosting tools for retailers and e-commerce advertisers:
 - **Managed Partner Ads Lite:** Allows retailers and their CPG partners to drive demand for products through personalized ads. MPA helps retailers extend their media networks and create ads on Meta's platforms and in turn drive sales for individual brand partners or product SKUs
 - **Local inventory ads:** Enable businesses to dynamically target users near their stores with relevant product availability and pricing



Merkle: Creating exceptional customer experiences through audience insights, value exchange, and continuous iteration

Merkle connects the unique needs of retailers, brands, and shoppers in performance media by leveraging real data to grow their business and to put shoppers first

Key practice areas : E-retail media solutions



New Stream Media is enabling ad revenue growth for retailers

- Merkle matches vendors with shoppers via right media channels. It enables retailers to deliver personalized experiences for its shoppers, form unique partnerships with other retailers / technology players, and grow revenue via digital ad space
- New Stream media can be implemented as a total solution or a flexible service adopted to retailer's unique needs. It offers three capabilities:
 - Designing a Retail Media Network
 - Enabling the retailers' RMN team by upskilling current staff or providing a turnkey team
 - Delivering growth through activation, audience, and analytics

\$150MM+

Increase in revenue potential

29%

Increase in y-o-y paid media campaign volume

70%

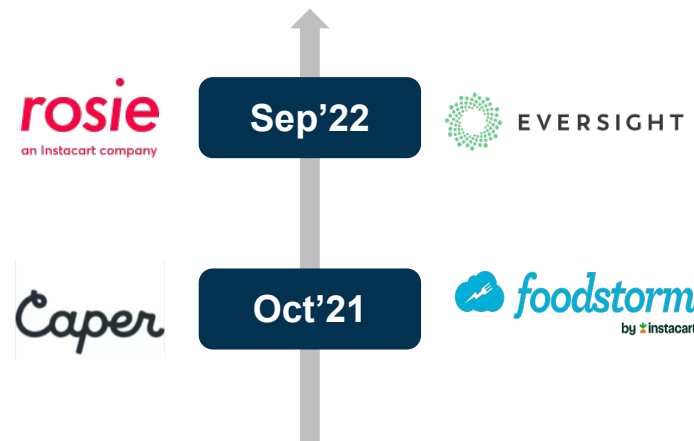
Decrease in campaign launch time

Instacart: An emerging powerhouse for RMN

Instacart: an advertising powerhouse

- In H1'23 and H2'22, retailers like Sprouts, Northeast Grocery, and BJ's Wholesale launched retail media Network platforms powered by Instacart
- The Company had ad revenue of ~\$740MM in 2022, up 30% from 2021. Nearly 30% of Instacart's 2022 revenue came from selling ads
 - Its soaring ad revenue is disrupting the digital advertising landscape and challenging marketplace giants like Amazon, Google, and Meta. In 2022, Google and Meta's advertising market share dropped below 50%
- In Q1'20, Instacart launched a self-serve advertising platform that lets marketers promote products in search results. It enables brands to choose products they want to promote, set a budget, and pay when users engage with those products

Instacart's acquisition spree improves bottomline growth ahead of its public listing



Value proposition for brands



Rich features: Sponsored search ads, keyword optimization levers, and customized bidding - have created new opportunities for brand marketing teams who are looking to protect in-store shelf-share, introduce new products to the market or take market share from the competition



Shopper insights: Brands can gain important shopper insights ahead of the competition and identify their most valuable shopper audiences and apply these learnings to their bidding, discounting, audience targeting strategies, and ultimately reaching consumers with the highest LTV



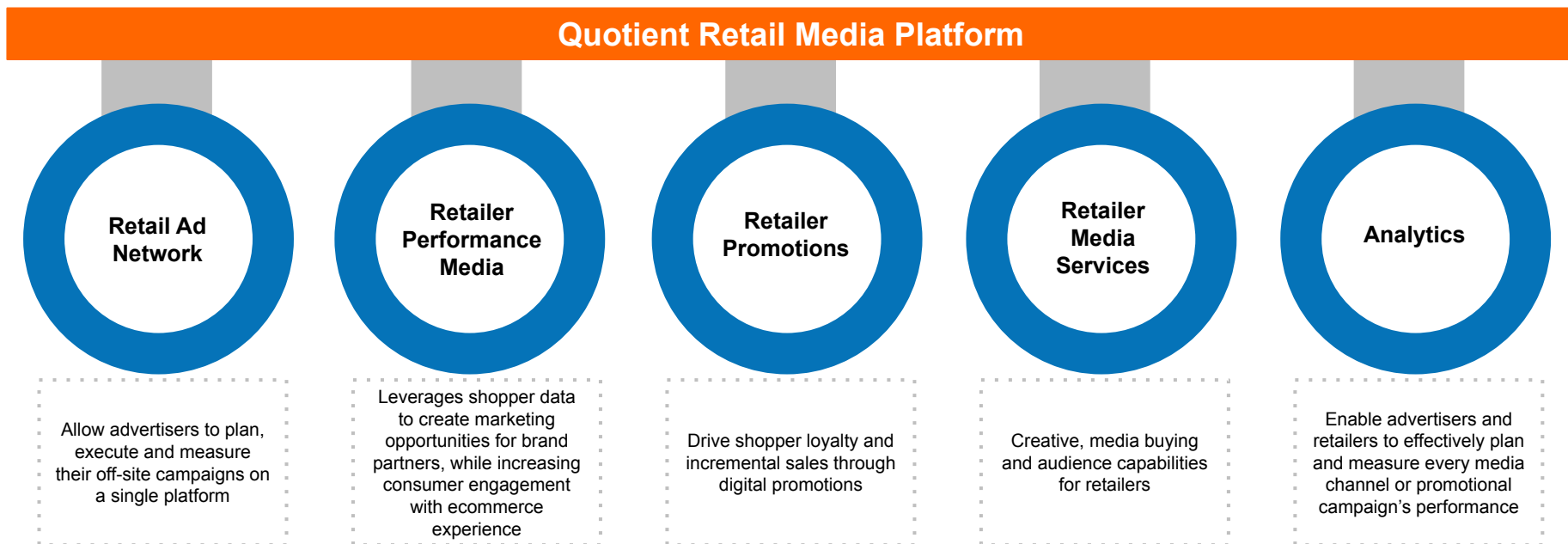
Independent customized brand campaigns: Enables digital shelf optimization - companies like Pacvue, Onespace, and Catalyst Digital, run, and manage independent customized advertisement campaigns, thereby maximizing visibility, reach, and revenue potential of brands

Key brands / partners who tested the platform



Note: (i) Based on internal tests run across packaged produce advertisers measured over 4 weeks ending on Feb 28, 2023 leveraging sponsored product.
 Source: [Instacart](#), [Marketing Dive](#), [Mediapost](#), [CJ&CO](#), [Cision PR Newswire](#)

Quotient provides the technology and addresses demand to power retailers' performance media and promotions platforms



Trusted technology partner to major CPG brands, retailers & publishers

KPIs delivered

Adtech solutions for brands

Adtech solutions for retailers & publishers

Brands: General Mills, Coca-Cola, L'ORÉAL, THE CLOROX COMPANY, DANONE, Campbell's, Unilever, Kimberly-Clark, Kraft Heinz, P&G, Johnson & Johnson, reckitt, Nestlé

Retailers & Publishers: amazon alexa, Bing, Ahold Delhaize, Hannaford, H-E-B, STOP & SHOP, Giant, meijer, plum market, WinCo FOODS, TARGET

120 Million

Deterministic shopper approach

2,000+

Relationships with leading US brands

20 Billion

Media impressions delivered daily

50 Million

Digitally active consumers

300

Offers delivered per week on average

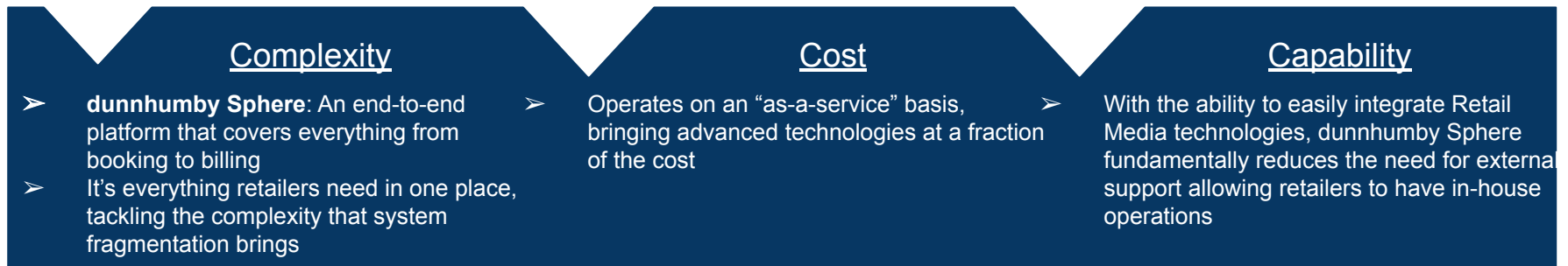
85%

Annual spend by shoppers

Source: Quotient

Note 1: As of the publication date, Quotient announced the acceptance of an acquisition offer from Neptune Retail Solutions ([Business Wire](#))

dunnhumby Sphere: to help retailers maximize ad revenue and enable massive scale



dunnhumby Sphere's triple edge benefits

Efficient workflow

- Everything from insights to billing is controlled via one intuitive interface
- Provides an overall representation of their customers across every channel and campaign
- Helps retailers to access larger brand budgets, with access to new revenue from agencies

Access to simple but powerful AI-powered audiences

- Helps retailers and brands save time by making complex workflows easier
- Assists AI-enabled retailers to enhance Return on Ad Spend
 - Predicts customers' purchasing likelihood more effectively than legacy systems

Customer centric measurement

- Helps retailers track the long-term impact of retail media on the shopper experience
 - Retailers can monitor the impact of customer lifetime value, loyalty, and basket size
 - In-depth measurement ensures campaign relevance amid evolving shopper needs, while transparent closed-loop measurement provides advertisers with proof of incremental performance

With retail media, clients have achieved

33%

Audience buy in with digital offsite

7.7%

Sales uplift with store media

32%

Redemption rate with personalised offers

£11:£1

Return on ad spend with digital onsite

Appendix III: Select M&A and private placements data

M&A activity within RMNs (1/2)

(\$USD millions)

Date	Target	Acquirer	Transaction Size (\$MM)	Enterprise Value	LTM Revenue	EV / LTM Revenue	EV / LTM EBITDA
06/20/2023	Quotient Technology	Neptune Retail Solutions	\$506	\$461	\$270	1.7x	NM
05/24/2023	Kubient,	Adomni	\$44	NA	\$1	NA	NA
03/22/2023	Giant Propeller	American Exchange Group	NA	NA	NA	NA	NA
03/21/2023	Vibenomics	Mood Media Corporation	NA	NA	NA	NA	NA
03/07/2023	Brandcrush	Criteo	NA	NA	NA	NA	NA
02/15/2023	Brand Networks	Valor Management ; Augeo Affinity Marketing, ; Valor Siren Ventures	NA	NA	NA	NA	NA
01/24/2023	Ampush Media	Tinuiti	NA	NA	NA	NA	NA
12/06/2022	Waitcom/Campus Screens	DoohYouLike	NA	NA	NA	NA	NA
11/29/2022	Waitcom Digital	DoohYouLike	NA	NA	NA	NA	NA
11/16/2022	Zapr	Samsung Electronics (KRX: 005930)	NA	NA	NA	NA	NA
11/05/2022	Retail Media	Mitsubishi Shokuhin Co.	NA	NA	NA	NA	NA
10/21/2022	HotZippy	CraveBooks	NA	NA	NA	NA	NA
10/20/2022	IndaHash	ArabyAds(Mahmoud Fathy)	NA	NA	NA	NA	NA
10/19/2022	Doggybites	Koninklijke Ahold Delhaize; Albert Heijn	NA	NA	NA	NA	NA
10/07/2022	Adstash	Adomni	NA	NA	NA	NA	NA
09/01/2022	Eversight,	Maplebear	NA	NA	NA	NA	NA
08/19/2022	Evergreen Ukraine Investment Limited	Apex Creative (Group) Limited	\$1	\$1	NA	NA	NA
08/08/2022	every,	Kato Sangyo Co.; ASAHI SHOKUJIN	\$18	NA	NA	NA	NA
07/18/2022	Shopper (Sydney)	Woolworths Group (ASX: WOW)	\$150	\$103	NA	NA	NA
07/18/2022	Shopper Media Group	Cartology	NA	NA	NA	NA	NA
03/21/2022	CiValue	Nielsen Consumer	NA	NA	NA	NA	NA
03/09/2022	Honesty	Lyko Group	NA	NA	NA	NA	NA
01/12/2022	Clearcode	Aricoma Group	NA	NA	NA	NA	NA
01/10/2022	Octopus Interactive	T-Mobile USA (NAS: TMUS)(Michael Peralta)	NA	NA	NA	NA	NA
01/05/2022	POP Radio	Stingray Group	\$46	NA	\$15	NA	NA
01/03/2022	Sweda Company	SnugZ USA	NA	NA	NA	NA	NA
12/30/2021	Mafin	J Escom Holdings	\$0	\$0	\$14	0.0x	NA
12/21/2021	Xandr	Microsoft	NA	NA	NA	NA	NA
12/17/2021	IPONWEB	Criteo	NA	NA	\$52	NA	NA
12/16/2021	PLAYGROUND XYZ Holdings	GumGum,	NA	NA	NA	NA	NA
12/07/2021	4kmiles	Ascential (London) (LON: ASCL)	NA	NA	NA	NA	NA
11/18/2021	OnCard Marketing	Neptune Retail Solutions	NA	NA	NA	NA	NA
10/26/2021	Pacvue Corporation	Assembly	NA	NA	NA	NA	NA
10/06/2021	MoPub	AppLovin Corporation	\$1,050	\$1,050	\$188	5.6x	NA
10/05/2021	Squid Digital Media Channel Ltda.	Locaweb Serviços de Internet	\$32	\$32	\$18	1.8x	NA
10/04/2021	Mosaico Technologies	Banco Pan	\$323	\$223	\$40	5.5x	94.1x
09/30/2021	Aki Technologies,	Inmar	NA	NA	NA	NA	NA
09/14/2021	Adglow Italia	Triboo Digitale	\$1	\$1	NA	NA	NA
08/31/2021	Mediaocean	CVC Capital Partners; TA Associates Management	NA	NA	NA	NA	NA
08/26/2021	GrocerKey	Point Pickup Technologies,	\$42	\$42	NA	NA	NA
08/19/2021	Aleph Group	MercadoLibre	\$40	\$25	\$70	0.4x	1.3x

M&A activity within RMNs (2/2)

(\$USD millions)

Date	Target	Acquirer	Transaction Size (\$MM)	Enterprise Value	LTM Revenue	EV / LTM Revenue	EV / LTM EBITDA
08/17/2021	Apsis International	Efficacy Deutschland	NA	NA	NA	NA	NA
08/03/2021	Portal & Advertising Business Segment of Synacor	Media Brands	\$37	\$37	NA	NA	NA
07/30/2021	JustPremium	GumGum(Phil Schraeder)	NA	NA	NA	NA	NA
07/27/2021	Appri	Klarna(Sebastian Siemiatkowski)	NA	NA	\$5	NA	NA
07/21/2021	LOB	Rakuten Group	NA	NA	\$5	NA	NA
07/19/2021	Bliss Point Media,	Tinuiti	NA	NA	NA	NA	NA
07/15/2021	Citrus International	Publicis Groupe	NA	NA	NA	NA	NA
07/13/2021	Flashtalking,	Mediaocean	\$500	NA	NA	NA	NA
07/08/2021	TVTY	The Nielsen Company(Sean Cohan)	NA	NA	\$5	NA	NA
07/01/2021	SpringServe	SpotX,	\$31	NA	NA	NA	NA
06/24/2021	ART19,	Amazon Music	NA	NA	NA	NA	NA
05/20/2021	Mabaya	Criteo	NA	NA	NA	NA	NA
04/15/2021	Perpetua Labs	Ascential	\$250	\$250	\$4	65.8x	NM
04/15/2021	The Nielsen Company (Advanced Video Advertising Business)	Roku (NAS: ROKU)(Louqman Parampath)	\$47	\$47	NA	NA	NA
02/24/2021	QuanticMind	Basis Global Technologies(Shawn Riegsecker)	NA	NA	NA	NA	NA
02/23/2021	Smart Brands Digital	MedX Holdings (nka:Dazed,)	NA	NA	NA	NA	NA
02/09/2021	District M USA	Sharethrough	\$15	\$15	NA	NA	NA
02/05/2021	SpotX,	Magnite,	\$1,141	\$1,141	\$171	6.7x	32.6x
02/04/2021	PaperG	Walmart	NA	NA	NA	NA	NA
02/04/2021	Thunder Industries	Walmart (NYS: WMT)(Janey Whiteside)	NA	NA	NA	NA	NA
02/02/2021	Convergent Media Systems Corporation	SageNet	\$23	\$23	NA	NA	NA
01/01/2021	Inlead	RelevanC	NA	NA	NA	NA	NA
Mean			\$190	\$199	\$45	12.2x	42.7x
Median			\$41	\$37	\$15	5.5x	32.6x

Private placements within RMNs (1/3)

(\$USD millions)

Date	Target	Investors	Transaction Size (\$MM)
07/04/2023	GoWit Technology	Esas Ventures; Alarko Ventures; APY Ventures; Aktif Ventures; Mindvest	\$1.0
05/24/2023	Adomni,	Kubient,	\$2.0
05/03/2023	CRUXO group	Presto Ventures; ZAKA Startup	\$0.9
04/18/2023	Optable Technologies	Desjardins Capital; Hearst Ventures; Brightspark Holdings, ; Deloitte Ventures; asterX	\$20.0
03/01/2023	Catch (Logistics)	at.incl/, DNX Ventures, toshiba leading innovation	NA
03/01/2023	Future Commerce	Mezas Capital Group	NA
02/10/2023	Venvee	Colorado School of Mines Foundation	NA
02/07/2023	Hudson MX	Ascential	NA
01/31/2023	Data Axle	Paceline Equity Partners	\$90.0
01/24/2023	Ampush Media	Tinuiti	NA
01/15/2023	LiveRetail	NA	\$1.4
12/31/2022	Wunderkind Corporation	Neuberger Berman	\$76.0
12/22/2022	Footprints for Retail	NA	\$0.5
12/19/2022	OneScreen AI	NA	\$6.9
11/16/2022	Getinside	Founders Future	\$1.7
11/10/2022	FEZ	Sumitomo Corporation; Dentsu Group	\$12.7
11/07/2022	Zitcha	Our Innovation Fund, LP	\$3.0
10/26/2022	Wpromote	ZelnickMedia Corporation	NA
09/15/2022	Swiftly Systems	BRV Capital Management	\$100.0
08/23/2022	ArabyAds	AfricInvest Group; Maghreb Private Equity Fund IV	\$30.0
07/27/2022	TAGby (Media and Information Services (B2B))	E-Land Retail, Future star (VC Investor), SPNG	NA
06/09/2022	Renable	NA	\$1.5
06/08/2022	Cyreen	BMH Beteiligungs-Managementgesellschaft Hessen(Helge Haase)	NA
05/23/2022	RXC (Internet Retail)	HHL Central, Jet Ventures, JoongAng Group, LB Investment (KRX: 309960), Z Venture Capital	NA
05/18/2022	Vibenomics	Panoramic Ventures	\$12.3
03/31/2022	Anzu	Alumni Ventures(Erik Hammer), BITKRAFT Ventures, Chicago Cubs, Goal Ventures, HBSE Ventures, HTC (TAI: 2498), Marc Merrill(Marc Merrill), NBCUniversal(Krishan Bhatia), Samsung NEXT Ventures, Sony Innovation Fund, VentureBeat, WPP (LON: WPP)	\$20.0
03/28/2022	GroupBlack	GroupM Worldwide, H/L Ventures, Knickerbocker Financial Group, Procter & Gamble (NYS: PG), Rogue Insight Capital	\$75.0
03/24/2022	Wunderkind Corporation	NA	NA
03/23/2022	Fetch Rewards	Hamilton Lane Incorporated; DST Global; ICONIQ Capital, ; Archer Venture Capital, ; SoftBank Investment Advisers (UK) Limited; SoftBank Vision Fund II-2	\$240.0
03/16/2022	DOTZ Co.	IREP Co., Ltd.; Trenders, ; CyberBuzz, ; I-ne CO., LTD.; Gaprise	\$1.5
03/09/2022	Dataids	Jean Canzoneri(Jean Canzoneri), Nicolas Sterckx(Nicolas Sterckx), Thierry Jadot(Thierry Jadot), Thomas Pasquet(Thomas Pasquet)	\$1.7
02/25/2022	CommercelQ,	Insight Venture Management, ; Madrona Venture Group, ; TVL Management Corporation; Shasta Ventures Management, ; SoftBank Investment Advisers (UK) Limited; SoftBank Vision Fund II-2 L	\$115.0
02/09/2022	Adtrac	Advertima (In-Store Retail Media Tech provider)(Iman Nahvi), Fortimo Group	\$2.1
02/04/2022	Topsort	Pear Ventures Management, ; FJ Labs, ; Quiet Capital Management ; Comma Capital	\$8.4
02/03/2022	Adventures	Arbor Investments; MercadoLivre.com Atividades de Internet Ltda.; Polaris Capital South Africa; Constellation Fund; Atmos Capital Gestao de Recursos; Provence Investimentos; Go4it Capital	\$9.5
02/02/2022	Bloomreach	Goldman Sachs Asset Management; Bain Capital Ventures; Sixth Street Growth	\$175.0

Private placements within RMNs (2/3)

(\$USD millions)

Date	Target	Investors	Transaction Size (\$MM)
01/18/2022	Supublic	Hitejinro (KRX: 000080)(Heo Jae-kyun)	NA
12/15/2021	ArcSpan	Aperiam Ventures, Chris Lien(Chris Lien), Curtis Brockelman(Curtis Brockelman), Eric Matlick(Eric Matlick), Frans Vermeulen(Frans Vermeulen), Geoffrey Judge(Geoffrey Judge), Grant Gregory(Grant Gregory), Jim Warner(Jim Warner), Jonah Goodhart(Jonah Goodhart), Matthew Bostock(Matthew Bostock), Matthew Greitzer(Matthew Greitzer), Noah Goodhart(Noah Goodhart), Peter Naylor(Peter Naylor), Sarah Baehr(Sarah Baehr), Tina Daniels(Tina Daniels)	\$6.0
12/15/2021	LiveRetail	NA	\$8.0
12/07/2021	CData Software,	Udata Management,	\$139.4
12/01/2021	Advertima (In-Store Retail Media Tech provider)	NA	\$6.0
11/17/2021	Crea	SuperOrdinary(Julian Reis)	\$25.0
11/16/2021	Adomni,	NA	\$30.0
11/10/2021	OneScreen AI,	Impellent Ventures; Asymmetric Capital Partners	\$3.0
11/03/2021	Swiftly Systems,	Westech Investment Advisors, (nka:Westech Investment Advisors,); Sand Hill Angels, ; Western Technology Investment; Liquid 2 Venture ; Liquid 2 Ventures, ; PROOF.VC; Gaingels, ; Bramalea Partners, ; Wormhole Capital ; Silicon Ventures	\$100.0
10/18/2021	LAB543	AJU IB Investment (KRX: 027360), It's Hanbul (KRX: 226320)	NA
10/06/2021	Pattern	Knox Lane LP	\$225.0
10/01/2021	AdStash	Stout Street Capital	NA
09/21/2021	Mirakl SAS	83North Limited; Permira Advisers Ltd.; Silver Lake Technology Management, L.L.C.; Elaia Partners; Bain Capital Ventures,LP; Felix Capital Partners LLP	\$553.1
09/21/2021	Xinchao Media	JD.com (HKG: 09618)	\$400.0
08/09/2021	Moloco	DSC Investment (KRX: 241520), Shinhan Financial Group (KRX: 055550), Smilegate Investment, Tiger Global Management(John Curtius)	\$150.0
08/02/2021	Bliss Point Media	Capital Southwest BDC (NAS: CSWC), New Mountain Capital(Matthew Holt), Tinuiti(Zach Morrison)	NA
07/26/2021	G.O.A.T Brand Labs	Alex Kuruvilla(Alex Kuruvilla), Better Capital (San Francisco), Flipkart, Mayfield People First., Neeraj Goenka(Neeraj Goenka), Nordstar Partners, Ranjan Pai(Ranjan Pai), Suhail Sameer(Suhail Sameer), Sujeet Kumar(Sujeet Kumar), Tiger Global Management, Virender Gupta(Virender Gupta)	\$36.0
07/15/2021	Adzerk,	Fulcrum Equity Partners, ; Commerce Ventures Management,	\$10.0
07/15/2021	Bluecore,	NVP Associates, ; FirstMark Capital, L.L.C.; Silver Lake Technology Management, L.L.C.; Georgian; Silver Lake Waterman	\$125.0
07/13/2021	RXC (Internet Retail)	Amorepacific Group (KRX: 002790), Ascendo Ventures, F&F (KRX: 007700), LB Investment (KRX: 309960), Maeil Dairy Industry Company (KRX: 005990), Mirae Asset Venture Investment, Neovalue	\$17.0
07/13/2021	Vantage	Google for Startups Accelerator	NA
07/08/2021	OneScreen AI,	WAY Fund Managers Limited; TechFarms Capital	\$1.2
07/08/2021	The Trade Desk	NA	NA
06/24/2021	Teikametrics	Intel Capital Corporation; Granite Point Capital Management, ; Jump Capital, ; GoDaddy ; Centana Growth Partners	\$40.0
06/22/2021	FEZ	Nissay Capital Co., Ltd.; Incubate Fund; SHIFT ; MTG Ventures Co., Ltd.; for Startups Capital Co., Ltd.; for Startups No. 1 Fund	NA
06/08/2021	Fuelcomm	TA Associates Management	\$130.0
06/04/2021	CommercelQ	Insight Venture Management, ; Madrona Venture Group, ; TVL Management Corporation; Shasta Ventures Management,	\$76.0

Private placements within RMNs (3/3)

(\$USD millions)

Date	Target	Investors	Transaction Size (\$MM)
05/27/2021	Predictive Pop	Ben Franklin Technology Partners of Southeastern Pennsylvania, Investment Arm; Lauder Partners, Broadscale Group ; AperiamVentures; The Global Opportunity Philadelphia Fund; RiverPark Ventures; Raised In Space Enterprises	\$19.1
05/11/2021	Adtrac	NA	\$1.0
05/05/2021	Optable	Brightspark Holdings	\$3.6
04/08/2021	GumGum,	Goldman Sachs Asset Management	\$75.0
03/15/2021	Dentsu Group	NA	\$19.8
03/14/2021	Fetch Rewards	e.ventures Management, (nka:Headline); Greycroft; DST Global; ICONIQ Capital, ; SoftBank Investment Advisers (UK) Limited; SoftBank Vision Fund II-2	\$210.7
03/08/2021	Muxi Integrated Circuit (Shanghai) Co.	Jingwei Venture Capital Investment Management Consulting Co.; Lightspeed China Partners	NA
02/25/2021	DIRECTV	TPG Capital	\$1,800.0
02/09/2021	District M USA	NA	\$14.9
01/27/2021	Adomni	NA	\$9.5
01/18/2021	Muxi Integrated Circuit (Shanghai) Co.	Sequoia China Investment Management; Jingwei Venture Capital (Beijing) Investment Management Consulting Co.; TEDA Venture Capital Corporation Limited; CTC Capital; ZhenFund	\$30.8
01/15/2021	Hudson MX	Ascential	\$63.5
01/14/2021	Humanz	Gruppo Buffetti, NGN Partners	\$3.0
01/13/2021	Bloomreach	Sixth Street Growth	\$150.0
Mean			\$96.3
Median			\$20.0