

## **Executive summary**



HVACR market overview and trends

- The HVACR industry is dominated by American and Asian conglomerates, while smaller, local players focus on specific subsegments
- The HVACR market demonstrates strong historical growth and moderate future expansion potential, supported by solid global trends, although slightly tempered by green transition challenges
- The shift in acquisition strategies in the HVACR industry focuses on targeting specialists and advanced technology providers to integrate IoT, AI, and address the demands of the evolving sustainability landscape

2 Industry trading multiples

- Positive listed peers' market momentum with listed businesses in the HVACR sector currently trending above the general market
- Over the last 12 months, the listed HVACR players reported a positive performance, although below the MSCI World Index, while a slightly negative performance has been registered over the last 3 months
- Selected trading peers in the HVACR industry show an average 2024E EV/EBITDA multiple of 14.9x and an average 2024E EBITDA margin of 16.7%

Recent M&A transactions

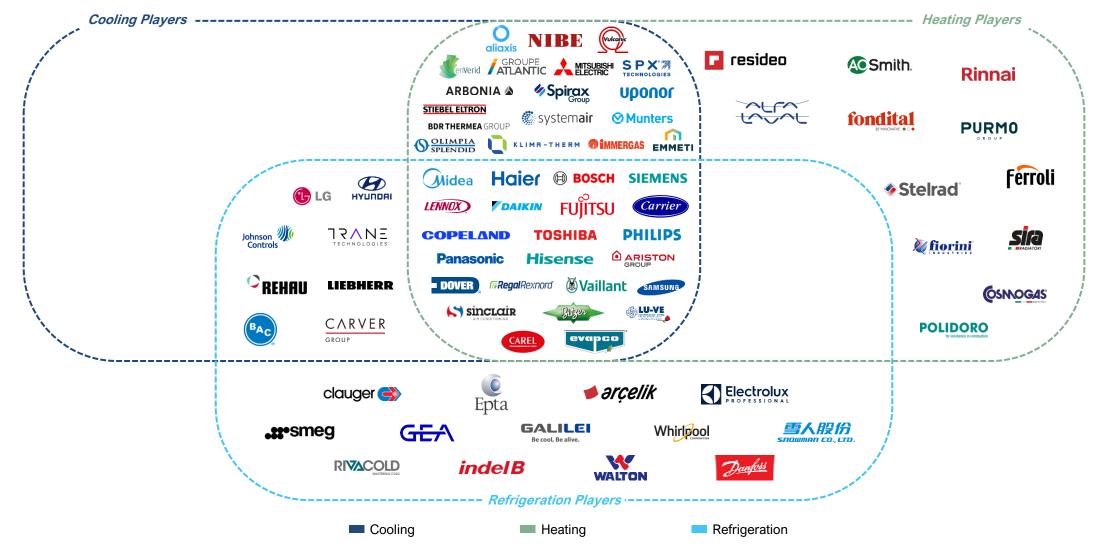
- Selected disclosed precedent transactions in the HVACR industry in the last 5 years with EV above €50m show a median EV/EBITDA multiple of 12.7x
- In recent years, transaction activity within the HVACR industry has experienced a significant transformative consolidation phase, driven by an increased emphasis on intelligent climate and energy management solutions to meet energy transition targets. In this context, Carrier, Daikin and Bosch have emerged as the main consolidators of the American, Asian and European markets respectively

**HVACR** market overview and trends

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## The Heating, Cooling & Refrigeration competitive landscape

The HVACR industry is dominated by American and Asian conglomerates, while smaller, local players focus on specific subsegments

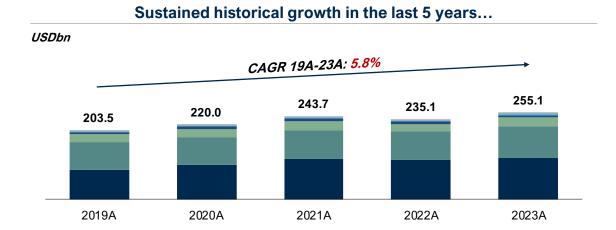


Sources: Companies' websites

## **HVACR** market evolution and main trends

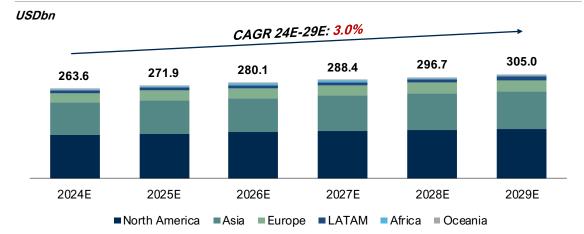


The HVACR market demonstrates strong historical growth (5.8% 19A-23A CAGR) and moderate future expansion potential (3.0% 24E-29E CAGR), supported by solid global trends although slightly tempered by green transition challenges



■ North America ■ Asia ■ Europe ■ LATAM ■ Africa ■ Oceania

#### ...with a slight slowdown expected in the coming years...



#### ...driven by a mix of both supportive and challenging trends



- energy management, and predictive maintenance
- Integration with smart buildings and automation improves user control and system efficiency



#### Air Quality and **Food Preservation**

- Rising awareness of indoor air quality and cold chain needs boosts demand for advanced filtration, ventilation, and refrigeration systems
- Health and safety concerns drive adoption in hospitals, schools, and workplaces

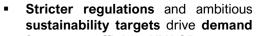


#### **Climate Conditions** and Changes

- Extreme weather and urbanization in **emerging markets** increase **HVACR** systems demand
- Durable systems designed harsher climates require reliability and performance



**Green Transition Challenges** Impacting the HVACR Market



- for energy-efficient HVACR systems
- Economic pressures and the perceived infeasibility of certain sustainability goals are slowing their widespread adoption

5 Sources: Statista

# The shift of acquisition strategies in response to technological advancements



The shift in acquisition strategies in the HVACR industry focuses on targeting specialists and advanced technology providers to integrate IoT, AI, and address the demands of the evolving sustainability landscape

The shift in acquisition strategies in the HVACR industry represents a transition from traditional growth approaches, such as acquiring regional distributors and expanding manufacturing capabilities, to a focus on acquiring companies specializing in advanced technologies. These technologies prioritize sustainability, energy efficiency, and precision climate control, driven by IoT and Al solutions for predictive maintenance, real-time energy optimization, and integration with building management systems (BMS). Acquisitions now target innovators in solar thermal systems, geothermal heat pumps, CO<sub>2</sub>-based seawater heat pumps and energy recovery systems to reduce greenhouse gas emissions and costs. With the adoption of liquid cooling systems, adiabatic cooling modules, magnetic refrigeration, and energy analytics platforms, companies are strategically investing in technology leaders to position themselves at the forefront of sustainability and operational excellence. This shift underscores the industry's pivot toward integrating groundbreaking solutions to meet evolving market and environmental demands.

#### Trend & technological advancement

#### **Energy efficiency**

Variable Refrigerant Flow Systems Low-GWP refrigerants







**Transaction** 

acquired by





#### Sustainability

Microchannel Heat Exchangers CO<sub>2</sub> compressor technology







acquired by



#### **Data Centre Boom**

Liquid cooling systems Energy recovery systems







acquired by



#### **AI in Building Systems**

Al- Driven Predictive Maintenance Energy Optimization







acquired by



#### **Internet of Things (IoT)**

Smart Thermostats Energy Management Systems







acquired by



#### **Transaction logic**

Johnson Controls-Hitachi's HVAC business offers energy-efficient heat pumps and VRF systems. These systems enhance efficiency with inverter-driven compressors and low-GWP refrigerants.

BOCK GmbH provides CO<sub>2</sub> and low-GWP compressors for cooling and heating. Their technology enables compact, energy-efficient, and eco-friendly HVAC solutions

Motivair specializes in liquid cooling for high-performance computing. The technology removes heat from servers efficiently, supporting dense, high-power data centres and advanced cooling needs.

BrainBox AI is a developer of AI-powered autonomous HVAC technology. The technology optimizes energy use, predicts maintenance needs, and improves building sustainability.

Venstar's vision focuses on lowering energy consumption and operational costs, strengthening remote monitoring and control, and utilizing predictive maintenance for timely issue detection and cost efficiency.

Sources: Mergermarket; Clairfield Intelligence; EU; CCI



Carrier, Daikin and Bosch are the main consolidators of the American, Asian and European markets respectively, having delivered aggressive inorganic growth strategies over the years

#### Company

#### **Business description**



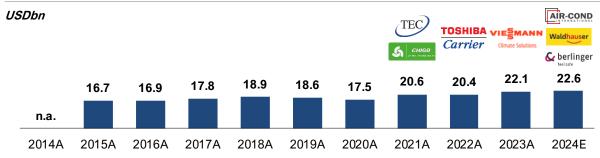


Mkt cap: €59.1bn

 Carrier, headquartered in Florida, is a leading provider of HVAC, refrigeration, and fire and security solutions that became independent in 2020 after spinning off from United Technologies

 Carrier has concentrated its growth strategy on consolidating its existing joint venture with Toshiba and acquiring major European players like Viessmann's Climate Solutions division, transforming its portfolio to prioritize intelligent climate and energy solutions, also planning to divest its non-core businesses

#### Acquisition history<sup>1</sup> and revenue evolution (LOCbn)



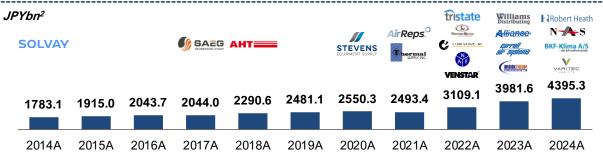




Mkt cap: €33.6bn

 Daikin, founded in 1924 by Akira Yamada in Osaka, Japan, is one of the world's largest air conditioning manufacturer, specialized in heating, ventilation, air conditioning (HVAC) and refrigeration systems

• In recent years, Daikin has adopted a strategic acquisition approach to strengthen its position in the HVAC industry and expand its global footprint, emphasizing investments in innovative technologies (e.g., smart thermostats and energy management systems with the acquisition of Venstar), and enhancing its market position while supporting global efforts toward carbon neutrality







Private

 Bosch, founded in 1886 by Robert Bosch in Stuttgart, Germany, is a global leader in engineering and technology solutions, focusing on energy-efficient heating, cooling, and ventilation systems, including advanced heat pumps and smart building solutions

Since 2018, Bosch has focused on the HVAC segment to capitalize on the growth of Europe's heat pump market driven by the energy transition. This strategy included the acquisition of Johnson Controls-Hitachi's HVAC business, strengthening its position as a leader in energy-efficient solutions for the residential and commercial markets

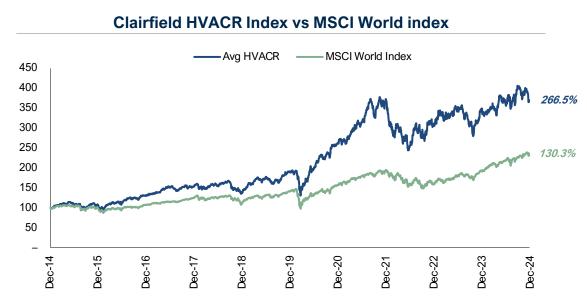


# **Industry trading multiples**

## **Long-term valuation**



Positive listed peers' market momentum with listed businesses in the HVACR sector currently trending above the general market



• In the last 10 years, the Clairfield HVACR Index (+266.5%) significantly outperformed the MSCI World Index (+130.3%). The divergence began in the early stages of the pandemic, with rapid growth experienced through 2020-2022, and stabilizing post pandemic while maintaining its lead over market trends

#### The Clairfield HVACR Index is made up of 16 listed businesses<sup>1</sup>:





























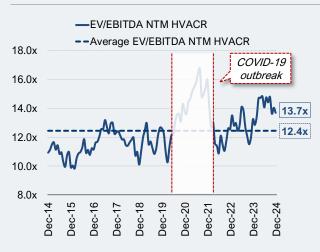






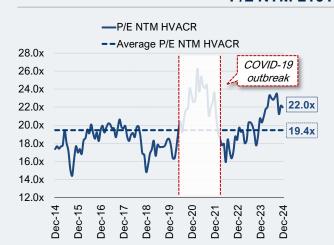


#### **EV/EBITDA NTM L10Y**



 HVACR stocks' valuation, represented by the EV/EBITDA NTM multiple, currently stands at 13.7x, notably above the last 10 years historical average of 12.4x. Over the past decade, the sector showcased a mean-reverting pattern its historical characterized by several fluctuations. The COVID-19 outbreak in early 2020 triggered a significant disruption in valuations. However, the HVACR sector displayed strong resilience, recovering in 2022 and embarking on a consistent upward trajectory thereafter

#### P/E NTM L10Y



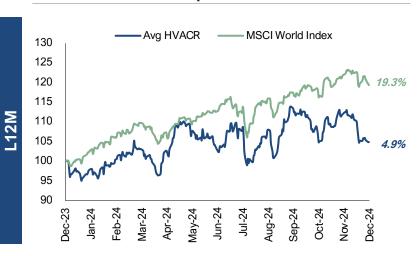
■ In the same time frame, the P/E NTM multiple followed a similar trend, with market uncertainty heavily affecting the COVID-19 during outbreak. After the pandemic, the sector experienced a bullish re-rating phase, with the P/E NTM multiple currently trading at "all-time" highs (22.0x, compared to an historical average of 19.4x)

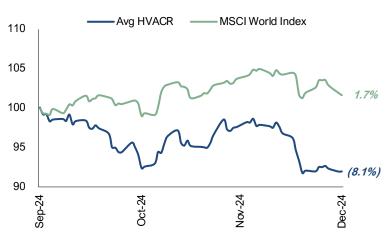
## Stock performance

clairfield

Over the last 12 months, the listed HVACR players reported a positive performance (+4.9%), although below the MSCI World Index (+19.3%). Slightly negative performance over the last 3 months (-8.1%)

#### Stock performance





#### **Key highlights**



- In the last 12 months the stock has shown a positive performance (+51.4%), while in the last 3 months the trend has inverted (-5.0%)
- During 3Q24, orders were up +5% arriving at \$5.2bn, with Americas Commercial HVAC growing 20% yoy



- In the last 12 months the stock has shown a positive performance (+36.9%), as well as in the last 3 months (+1.7%)
- During FY24, sales were \$26,272m (-1.9% yoy), with increasing double-digit growth for data centers solutions



- In the last 12 months the stock has shown a positive performance (+36.2%), as well as in the last 3 months (+0.8%)
- During 3Q24, sales were \$1.5bn (+15% yoy), driven by increasing volumes as well as price/mix benefits



- In the last 12 months the stock has shown a negative performance (-17.3%), as well as in the last 3 months (-24.1%)
- During 3Q24, sales were \$903m (-4% yoy), driven by lower sales in China (-17%) due to competitive pressures



- In the last 12 months the stock has shown a positive performance (+44.1%), while in the last 3 months the trend has inverted (-8.7%)
- During 3Q24, HVAC sales were up +9% yoy, while D&M organic sales declined -8% yoy



- In the last 12 months the stock has shown a positive performance (+22.5%), as well as in the last 3 months (+14.4%)
- During 3Q24, sales were \$1,828m (+18% yoy), driven by acquisitions and strong North American HVAC



- In the last 12 months the stock has shown a negative performance (-0.3%), as well as in the last 3 months (-7.7%)
- During 1H24, sales were ¥212.1bn (+10,1% yoy), maintaining momentum despite difficult market conditions



- In the last 12 months the stock has shown a negative performance (-44.9%), as well as in the last 3 months (-21.2%)
- During 3Q24, sales were €632m (-14% yoy), mainly due to weak performance in the heating market in Europe



- In the last 12 months the stock has shown a positive performance (+18.8%), while in the last 3 months the trend has inverted (-15.2%)
- During 3Q24, sales were up +4% yoy, with orders up in Americas but down in EMEA and APAC



- In the last 12 months the stock has shown a negative performance (-18.8%), as well as in the last 3 months (-7.0%)
- During 2Q24, sales were ¥131bn, well above analyst consensus, driven by growing Indian sales



- In the last 12 months the stock has shown a positive performance (+14.7%), while in the last 3 months the trend has inverted (-5.1%)
- During 3Q24, sales and EBITA were below expectations (-6%, 4%), while marine orders were particularly strong



- In the last 12 months the stock has shown a negative performance (-38.9%), as well as in the last 3 months (-22.3%)
- During 3Q24, sales were SEK9,967m (-3.5% below consensus), with organic revenues declining c.15%



- In the last 12 months the stock has shown a negative performance (-34.7%), as well as in the last 3 months (-8.8%)
- During 1H24, sales were up 1% organically, impacted by weak macroeconomic environment in key markets



- In the last 12 months the stock has shown a positive performance (+13.8%), while in the last 3 months the trend has inverted (-19.8%)
- During 3Q24, sales were SEK2,011m (+1.7% yoy), with profitability remaining stable and EBITA growing +20% yoy



- In the last 12 months the stock has shown a negative performance (-25.2%), as well as in the last 3 months (-5.5%)
- During 3Q24, sales were €167m (+19.4% yoy) but FY24 guidance implies a softer 4Q development

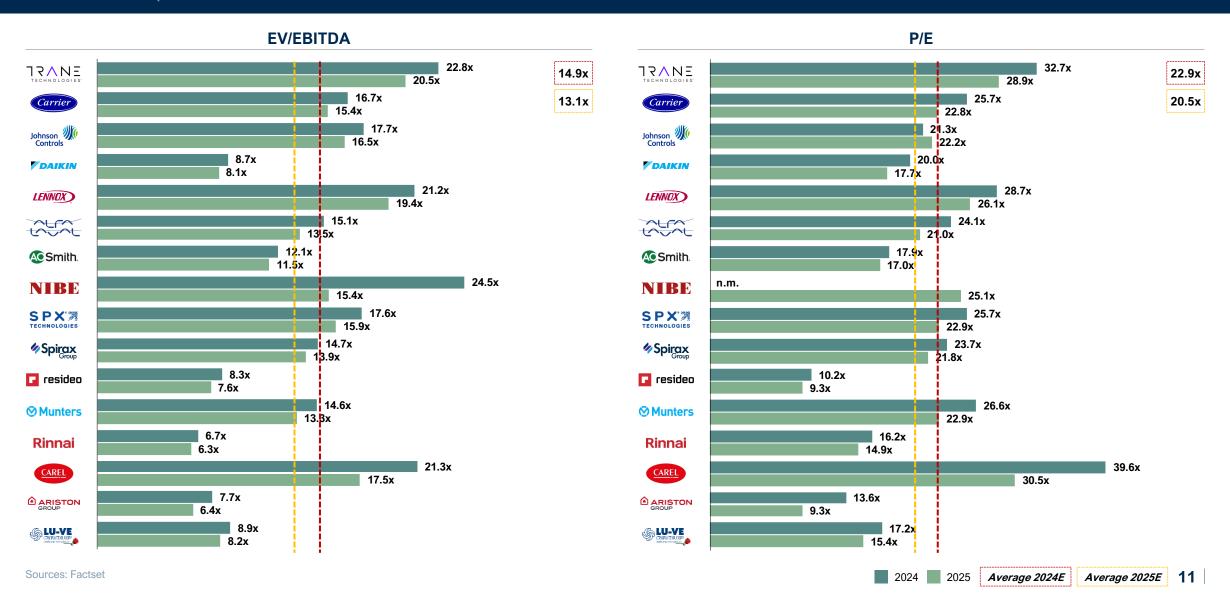


- In the last 12 months the stock has shown a positive performance (+20.1%), as well as in the last 3 months (+4.3%)
- During 3Q24, sales were €140m (flat yoy), with higher than expected margins (EBITDA +5.4% yoy)

L3M



Selected trading peers in the HVACR industry show an average 2024E EV/EBITDA multiple of 14.9x and an average 2024E P/E multiple of 22.9x

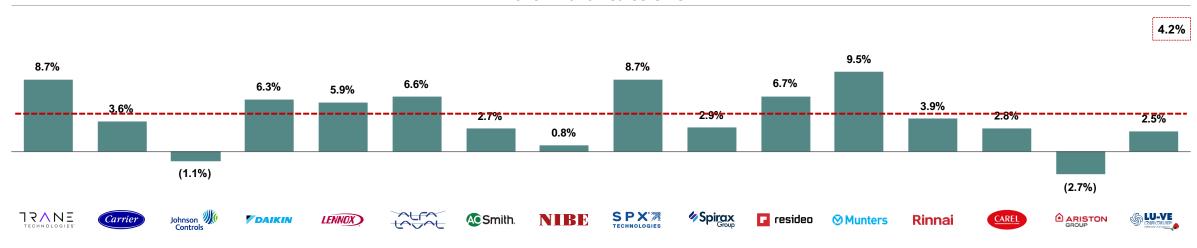


# **HVACR** benchmarking analysis

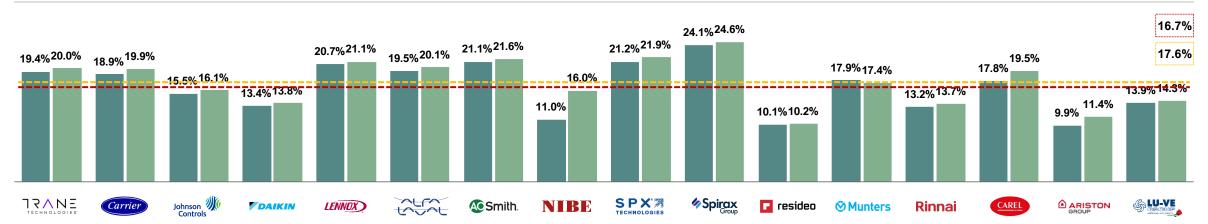


Selected trading peers in the HVACR industry show an average 2023A-2026E sales CAGR of 4.2% and an average 2024E EBITDA margin of 16.7%





#### **EBITDA** margin %



Sources: Factset 2024 2025 Average 2024E Average 2025E 12

Hold 54%

Hold 42%

Hold 44%

Hold 33%

Sell 6% Buy 50%

Buy 56%

Buy 61%

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#### Company

#### 12 \ NE TECHNOLOGIES







#### Consensus

Consensus L3M	
# broker L3M	28
Price	369.35
ТР	427.57
Potential upside / (downside)	15.8%

Consensus L3M	
# broker L3M	26
Price	68.26
ТР	84.53
Potential upside / (downside)	23.8%

Consensus L3M	
# broker L3M	25
Price	78.93
TP	89.15
Potential upside / (downside)	12.9%

Consensus L3M	
# broker L3M	18
Price	18,660.00
ТР	21,913.33
Potential upside / (downside)	17.4%

#### **Consensus estimates**

USDm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	19,720	0.9%	21,220	1.2%	22,706	1.0%
EBITDA	3,824	1.9%	4,237	2.6%	4,633	1.6%
Net income	2,541	2.5%	2,872	3.0%	3,181	1.7%
Net debt	3,604	2.5%	2,534	1.1%	1,218	(2.1%)

USDm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	22,557	(11.2%)	23,281	(5.7%)	24,590	(6.0%)
EBITDA	4,261	(11.6%)	4,630	(3.3%)	5,076	(4.0%)
Net income	2,381	(8.3%)	2,690	(3.3%)	2,978	(5.7%)
Net debt	8,628	(9.7%)	10,242	12.4%	8,882	43.7%

USDm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	23,185	(13.7%)	24,028	(10.1%)	24,980	(8.1%)
EBITDA	3,597	(17.8%)	3,874	(12.5%)	4,284	(7.9%)
Net income	2,455	(2.2%)	2,353	(11.1%)	2,647	(10.3%)
Net debt	8,292	(3.4%)	6,716	(16.1%)	7,705	8.5%

JPYm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	4,687,269	1.8%	4,902,446	2.4%	5,140,121	2.1%
EBITDA	628,035	(0.0%)	677,172	(0.3%)	734,197	(1.6%)
Net income	273,088	3.7%	308,374	5.1%	348,294	6.7%
Net debt	89,373	72.9%	2,547	(103.1%)	(93,920)	(59.6%)

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#### Company

LENNOX

# Sell 25% Hold 45%

#### Consensus

# broker L3M

Potential upside / (downside)

Price

Consensus L3M	
# broker L3M	20
Price	609.30
TP	634.07
Potential upside / (downside)	4.1%

Consensus L3M

462.60 487.00 5.3%

#### **Consensus estimates**

USDm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	5,219	2.1%	5,577	1.1%	5,923	(0.3%)
EBITDA	1,082	2.4%	1,179	0.9%	1,282	0.1%
Net income	755	3.9%	833	2.2%	918	1.5%
Net debt	807	(10.8%)	333	(37.0%)	(293)	(480.1%)

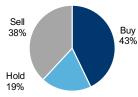
SEKm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	67,628	(2.1%)	73,281	(0.5%)	76,944	1.0%
EBITDA	13,190	(1.1%)	14,751	1.3%	15,693	3.3%
Net income	7,925	(0.3%)	9,110	1.3%	9,832	3.9%
Net debt	5,706	(6.8%)	2,092	(12.5%)	(2,642)	19.1%

USDm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	3,858	(3.3%)	3,974	(4.2%)	4,178	(3.5%)
EBITDA	816	(6.2%)	858	(6.0%)	913	(4.6%)
Net income	555	(7.1%)	585	(7.0%)	625	(5.5%)
Net debt	(121)	(36.8%)	(135)	(59.2%)	(173)	(73.1%)

SEKm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	40,455	(3.0%)	43,765	(3.4%)	47,804	(3.5%)
EBITDA	4,433	(5.6%)	7,023	(5.3%)	7,992	(4.7%)
Net income	1,625	(14.5%)	3,472	(7.2%)	4,229	(5.9%)
Net debt	18,354	2.6%	15,180	1.8%	12,846	6.7%



Smith.



Buy 33%

Consensus L3M	
# broker L3M	15
Price	68.21
TP	83.33
Potential upside / (downside)	22.2%

	Sell 36%	uy 9%
NIBE		

Hold 60%

Sell 7%

Buy	Consensus L3M	
200	# broker L3M	14
	Price	43.24
Hold	ТР	51.38
	Potential upside / (downside)	18.8%

## ■clairfield

#### Company

SPX

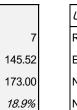
# Hold 43% Buy 57%

#### Consensus

Potential upside / (downside)

# broker L3M

Price



#### **Consensus estimates**

USDm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	1,984	(0.6%)	2,128	1.2%	2,234	3.6%
EBITDA	420	(0.2%)	466	0.6%	515	4.3%
Net income	263	0.7%	294	1.5%	325	6.0%
Net debt	476	1.3%	299	85.9%	(150)	(37.1%)

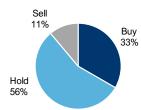
GBPm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	1,667	(0.9%)	1,732	(1.8%)	1,833	(2.0%)
EBITDA	401	(1.2%)	425	(2.7%)	465	(2.6%)
Net income	213	(0.9%)	232	(2.3%)	261	(2.2%)
Net debt	706	0.1%	668	1.2%	602	3.6%

USDm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	6,741	0.4%	7,338	2.1%	7,573	0.1%
EBITDA	682	1.5%	751	1.4%	796	2.4%
Net income	333	(3.0%)	365	(10.8%)	403	(13.3%)
Net debt	1,352	(1.3%)	1,071	(0.7%)	843	3.8%

SEKm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	14,996	(3.3%)	16,929	(4.4%)	18,301	(4.0%)
EBITDA	2,678	(2.9%)	2,948	(6.1%)	3,279	(3.6%)
Net income	1,288	(6.6%)	1,497	(11.1%)	1,750	(8.8%)
Net debt	5,049	5.3%	4,314	10.8%	3,129	13.5%



resideo



Consensus L3M	
# broker L3M	18
Price	68.55
TP	78.66
Potential upside / (downside)	14.8%

Consensus L3M

Hold 40%		
		Buy 60%

Consensus L3M	
# broker L3M	5
Price	23.05
ТР	28.33
Potential upside / (downside)	22.9%

		139
<b>⊗</b> Munters	Hold 25%	

	Sell 13%		Consensus L3M	
lold			# broker L3M	8
5%			Price	186.00
		Buy	TP	212.86
		63%	Potential upside / (downside)	14.4%

## clairfield

#### Company

# Hold 33% Buy 67%

#### Consensus

# broker L3M

Price

# 9 R 3,259.00 E 4,085.00 N

18.54

19.75 *6.5%* 

#### **Consensus estimates**

JPYm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	450,755	(0.2%)	466,968	(0.3%)	480,585	0.0%
EBITDA	59,454	0.2%	64,074	0.5%	67,369	0.1%
Net income	29,488	-	32,184	-	33,930	-
Net debt	(143,180)	(3.3%)	(150,610)	(4.7%)	(164,086)	(5.2%)

EURm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	579	(3.3%)	643	(4.6%)	707	(4.1%)
EBITDA	103	(3.2%)	125	(5.5%)	142	(3.2%)
Net income	53	(6.2%)	68	(7.2%)	81	(3.2%)
Net debt	36	(14.3%)	(8)	(234.8%)	(51)	36.0%

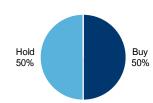
EURm	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	2,614	(1.2%)	2,727	(0.4%)	2,847	(0.4%)
EBITDA	259	(4.5%)	312	(1.3%)	356	(0.4%)
Net income	89	(6.4%)	130	(2.4%)	165	(0.3%)
Net debt	598	2.6%	422	0.8%	288	(5.1%)

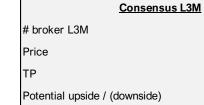
<i>EURm</i>	2024E	Δ vs 3m ago	2025E	Δ vs 3m ago	2026E	Δ vs 3m ago
Revenues	587	(1.1%)	620	(2.9%)	664	(2.1%)
EBITDA	82	1.0%	88	(0.4%)	95	(0.9%)
Net income	36	0.7%	40	(1.5%)	46	(3.0%)
Net debt	108	(0.4%)	86	(1.4%)	59	(3.9%)



CAREL

ARISTON GROUP





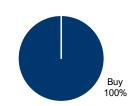
Potential upside / (downside)

	Sell 10%	
Hold 30%		Buy 60%

	Consensus L3M	
#	broker L3M	10
Р	rice	3.45
Т	P	4.66
Р	otential upside / (downside)	35.0%

Consensus L3M

GROUP Leadership with passion
-------------------------------



Consensus L3M	
# broker L3M	3
Price	27.75
TP	32.00
Potential upside / (downside)	15.3%

# **Recent M&A transactions**

# HVACR M&A transactions (1/2)

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Selected disclosed precedent transactions in the HVACR industry show a median EV/EBITDA multiple of 12.7x

Date	Target	Country	Target Description	Bidder	Country	EV (€m)	EV/EBITDA
Apr-24	PURMO		Purmo Group is a company active in sustainable indoor climate comfort solutions	APOLLO		690	7.5x
Apr-24	ARBONIA 🕸	•	Arbonia is a company with two divisions that are active in the areas of indoor climate and interior doors made of wood and glass	MideaGroup humaniging technology		760	13.5x
Feb-24	FRIULAIR	0	Friulair specializes in the design and production of compressed air treatment solutions and industrial chillers. The company's offerings include air dryers, aftercoolers, filters, condensate separators, and water-oil separators	Ingersoll Rand		135	16.6x
Jun-23	CFL holding		CFL Holding is an holding company active as a ventilation and heating systems providers	<b>♦NIBE</b>		640	13.6x
Apr-23	VIESMANN		Viessmann Climate Solutions is a manufacturer of gas boilers, heat pumps, air conditioning units	Carrier		12,000	17.0x
Dec-22	RESOLUTE INDUSTRIAL		Resolute Industrial specializes in the rental, sales, and service of HVAC and power generation equipment	aggreko		414	8.3x
Oct-22	EMERSON. Climate Technologies		Emerson Electric's Climate Technologies business specializes in the production and distribution of compressors, controls, and climate monitoring solutions	Blackstone ADIA		14,121	12.7x
Sep-22	CENTROTEC		Centrotec Climate Systems is a manufacturer of sustainable heating systems	<b>△</b> ARISTON	0	1,065	12.6x
Jul-22	(vulcaric	0	Vulcanic is a provider of industrial electric heating and cooling solutions. The company's portfolio includes heaters, thermostats, control panels, chillers, and temperature sensors	<b>Spirax</b> Group		262	13.2x
Dec-21	PURM0		Purmo Group is a company active in sustainable indoor climate comfort solutions	VAC a Virala Acquisition Company		685	8.1x

Sources: Mergermarket

# HVACR M&A transactions (2/2)



Selected disclosed precedent transactions in the HVACR industry show a median EV/EBITDA multiple of 12.7x

Date	Target	Country	Target Description	Bidder	Country	EV (€m)	EV/EBITDA
Dec-21	SPXFLOW		SPX Flow is a company active in the flow control industry, also offering heat exchange solutions	<b> ⊕</b> Lone Star Funds		3,355	17.1x
Oct-21	<u>Giant</u>	•	GIANT Factories is a company active in the manufacturing of water heaters	Smith.		165	9.5x
Jul-21	SIRA	0	Sira Industrie is a manufacturer of water heating solutions	GROUP	0	62	6.6x
Jun-21	AIRTECH ANNES MATONIA GROP Maton Regis L'Origina Airquisiana		Airtech is a company active in the manufacturing and installation of heating and cooling solutions	CORPORATION		385	16.0x
Apr-21	NORTEK AIR SOLUTIONS		Nortek Air Management business of Melrose offers heating, cooling and ventilation solutions	MADISON INDUSTRIES		3,034	12.5x
Dec-18	HygroMatik		HygroMatik is a company active in the manufacturing of air humidification systems and other HVAC solutions	CAREL	0	59	14.4x
Dec-18	to the		AlfaLaval is a company active in the development and manufacturing of heat exchange and other fluid control solutions	GROUP tederalp with purson		67	6.5x
Average							12.1x
Median							12.7x

# Appendix

# Overview of the selected listed HVACR players (1/4)

# clairfield

Company	Country	Mkt Cap (€m)	Key Financials	Business Description	Revenues Breakdown	Geography Breakdown
TECHNOLOGIES.		80,263	- Revenues 23: € 17,093m - EBITDA% 23: 18.3% - PFN/EBITDA 23: 1.1x	Trane Technologies, headquartered in Swords, Ireland, is a global climate innovator specializing in heating, ventilation, air conditioning (HVAC), and refrigeration systems. Operating under brands like Trane and Thermo King, the company delivers sustainable solutions for buildings, homes, and transportation. Tracing its roots back to 1871, Trane Technologies emerged in its current form in 2020 after spinning off its industrial segment, Ingersoll Rand	Services 32.3% Equipment 67.7%	Other EMEA 13.6% 13.6%  Americas 78.2%
Carrier		59,145	- Revenues 23: € 21,340m - EBITDA% 23: 16.8% - PFN/EBITDA 23: 1.1x	Carrier Global, headquartered in Florida, is a leading provider of HVAC, refrigeration, and fire and security solutions. Carrier's product portfolio includes residential and commercial HVAC systems, refrigeration units for various applications, and fire and security technologies. Founded in 1915 by Willis Carrier, it became independent in 2020 after spinning off from United Technologies. In 2022, Carrier completed the acquisition of Toshiba's global residential and light commercial HVAC business, strengthening its position in the variable refrigerant flow (VRF) and heat pump markets	Fire & Security 16.1%  Refrigeration 16.9%  Heating, Ventilation, Air Conditioning 67.0%	Other 3.7% Asia Pacific 19.7%  United States 55.2%
Johnson Controls		50,474	- Revenues 23: € 24,924m - EBITDA% 23: 15.4% - PFN/EBITDA 23: 2.1x	Johnson Controls International, headquartered in Cork, Ireland, is a global leader in building technology, software, and services. With a history dating back to 1885, the company specializes in heating, ventilation, and air conditioning (HVAC) systems, building management solutions, fire and security systems, and energy-efficient products. Operating in over 150 countries, Johnson Controls employs more than 100,000 people worldwide. In 2016, it merged with Tyco International, enhancing its capabilities in fire and security solutions	Other 9.7% Building Solutions EMEA/LA 18.7% Global Products 22.1%	Other Non-United States 10.6% Asia Pacific 12.4% Europe 19.5% United States 57.4%
<b>PDAIKIN</b>	•	33,609	- Revenues 23: € 26,326m - EBITDA% 23: 13.5% - PFN/EBITDA 23: 0.3x	Daikin Industries, founded in 1924 by Akira Yamada in Osaka, Japan, has evolved into the world's largest air conditioning manufacturer.  The company specializes in heating, ventilation, air conditioning (HVAC), refrigeration systems, and chemical products. Its diverse portfolio includes residential and commercial air conditioners, air purifiers, large-scale chillers, and fluorochemical products	Chemical 6.0%  Air Conditioning & Refrigeration 91.7%	Other 33.3% United States 33.5%

# Overview of the selected listed HVACR players (2/4)

# clairfield

Company	Country	Mkt Cap (€m)	Key Financials	Business Description	Revenues Breakdown	Geography Breakdown
LENNOX		20,961	- Revenues 23: € 4,811m - EBITDA% 23: 18.7% - PFN/EBITDA 23: 1.4x	Lennox International, founded in 1895 by Dave Lennox, is a leading provider of climate control solutions, specializing in heating, ventilation, air conditioning (HVAC), and refrigeration systems. Headquartered in Richardson, Texas, the company operates globally, serving residential, commercial, and industrial markets. Lennox's product portfolio includes furnaces, air conditioners, heat pumps, and indoor air quality equipment, marketed under brands such as Lennox, Armstrong Air, and Heatcraft	Building Climate Solutions 31.9%  Home Comfort Solutions 68.1%	Canada International 5.0%  United States 88.7%
~L-~		16,712	- Revenues 23: € 5,559m - EBITDA% 23: 18.5% - PFN/EBITDA 23: 0.9x	Alfa Laval, founded in 1883 by Gustaf de Laval and Oscar Lamm, is a Swedish company specializing in heat transfer, separation, and fluid handling technologies. Headquartered in Lund, Sweden, it operates globally, serving industries such as energy, environment, food, and marine	Marine 30.0% Food & Water 39.7%	Other European Union 24.5%  Other 55.1%
ACSmith.		9,607	- Revenues 23: € 3,721m - EBITDA% 23: 21.7% - PFN/EBITDA 23: cash	A. O. Smith, founded in 1874 and headquartered in Milwaukee, Wisconsin, is a leading manufacturer of residential and commercial water heaters and boilers. The company also offers water treatment and purification products, serving markets in North America, China, Europe, and India. With approximately 12,000 employees worldwide, A. O. Smith operates multiple manufacturing facilities, including five in North America	Water Treatment Products 5.9% Boilers & Related Parts 6.2%  Water Heater & Water Treatment Products 24.8%	Rest of World 2.5% North America 75.9%
NIBE		7,619	- Revenues 23: € 4,077m - EBITDA% 23: 18.6% - PFN/EBITDA 23: 2.1x	NIBE Industrier, founded in 1952 in Markaryd, Sweden, is a global leader in energy- efficient climate solutions. The company operates through three main business areas: NIBE Climate Solutions, offering heating, cooling, ventilation, and hot water systems; NIBE Element, providing components and solutions for industrial heating and control; and NIBE Stoves, specializing in wood-burning and gas stoves	Sloves 9.9%  Element 24.8%  Climate Solutions 65.3%	Other 19.1%  United States 23.8%  Rest of Europe 47.0%

# Overview of the selected listed HVACR players (3/4)

# clairfield

Company	Country	Mkt Cap (€m)	Key Financials	Business Description	Revenues Breakdown	Geography Breakdown
SPX°		6,515	- Revenues 23: € 1,682m - EBITDA% 23: 17.8% - PFN/EBITDA 23: 1.5x	SPX Technologies, headquartered in Charlotte, North Carolina, is a global supplier of highly engineered products and technologies, holding leadership positions in the HVAC and detection and measurement markets. The company employs approximately 3,300 people across 15 countries. In June 2023, SPX completed the acquisition of ASPEQ Heating Group, a provider of electrical heating solutions for industrial and commercial markets, and it also acquired Ingénia Technologies in February 2024	Detection & Measurement 35.5%  Heating, Ventilation & Cooling 64.5%	China 3.1% United Kingdom 5.5% United States 83.5%
<b>Spirax</b> Group		6,117	- Revenues 23: € 2,035m - EBITDA% 23: 24.5% - PFN/EBITDA 23: 1.7x	Spirax, headquartered in Cheltenham, UK, is a global leader in thermal energy management and fluid technology. Established in 1888, through its expertise in steam systems, electric thermal solutions, and fluid technologies, the company helps clients achieve sustainable and efficient processes. In February 2024, the company announced a rebranding initiative, changing its name from Spirax-Sarco Engineering to Spirax Group	Electric Thermal Solutions 22.5%  Steam Thermal Solutions 54.1%  Watson-Marlow 23.4%	United Kingdom 6.5%  Cither 39.4%  Europe, Middle East & Africa 27.1%  United States 27.0%
cesideo		3,272	- Revenues 23: € 6,028m - EBITDA% 23: 8.8% - PFN/EBITDA 23: 1.4x	Resideo Technologies, headquartered in Scottsdale, Arizona, is a global provider of residential HVAC, security, and energy management solutions. Established in 2018 following a spin-off from Honeywell, Resideo offers products under brands like Honeywell Home and First Alert, including thermostats, security systems, and water leak detectors	Products & Solutions 42.8%  ADI Global Distribution 57.2%	Other International 7.3%  Europe 17.1%  United Slates 75.6%
<b>⊘</b> Munters		2,999	- Revenues 23: € 1,217m - EBITDA% 23: 15.1% - PFN/EBITDA 23: 2.2x	Munters, founded in 1955 and headquartered in Kista, Sweden, is a global leader in energy-efficient air treatment and climate solutions. The company specializes in innovative technologies that control humidity, temperature, and air quality, serving industries such as pharmaceuticals, food production, data centers, and agriculture. In July 2024, the company signed an agreement to acquire Geoclima, an Italian manufacturer of air- and water-cooled chillers, enhancing its data center cooling solutions	FoodTech 16.6%  Data Center Technologies 24.5%  AirTech 58.9%	Other 33.9%  China 13.2%  Sweden 2.0%  United States 51.0%

# Overview of the selected listed HVACR players (4/4)

# clairfield

Company	Country	Mkt Cap (€m)	Key Financials	Business Description	Revenues Breakdown	Geography Breakdown
Rinnai	•	2,937	- Revenues 23: € 2,630m - EBITDA% 23: 13.0% - PFN/EBITDA 23: cash	Rinnai, founded in 1920 in Nagoya, Japan, is a multinational company specializing in gas appliances, including high-efficiency tankless water heaters, boilers, and gas dryers. With a global presence spanning over 20 subsidiaries and manufacturing facilities in countries such as Australia, the United States, Italy, and China, Rinnai is renowned for its innovation in heating and hot water solutions	Thermal Equipment 100.0%	Other 25.1%  Japan 44.7%  America 13.5%  China 16.7%
CAREL	0	2,086	- Revenues 23: € 650m - EBITDA% 23: 21.3% - PFN/EBITDA 23: 0.3x	Carel Industries, founded in 1973 and headquartered in Brugine, Padua, Italy, is a multinational company specializing in hardware and software solutions for air conditioning, refrigeration, humidification, and evaporative cooling systems. The company operates 15 production sites and employs over 2,500 people worldwide	Non-core 0.5%  Refrigeration 26.9%  Heating Ventilation Air Conditioning 72.6%	APAC 13.7%  North America 14.9%  Europe, Middle East & Africa 69.2%
ARISTON GROUP	0	1,210	- Revenues 23: € 3,092m - EBITDA% 23: 13.5% - PFN/EBITDA 23: 1.4x	Ariston, headquartered in Fabriano, Italy, is a global leader in sustainable thermal comfort solutions, specializing in heating and water heating systems. Founded in 1930 by Aristide Merloni, the company has expanded its presence to over 40 countries, distributing products in nearly 170 markets worldwide. Ariston's portfolio includes high-efficiency boilers, heat pumps, and water heaters, marketed under brands such as Ariston, Elco, and Wolf	Burners Components 3.0% 2.9% Thermal Comfort 94.1%	Other 43.7%  Germany 26.3%  Europe 25.8%
GROUP contenting with parsion	0	617	- Revenues 23: € 617m - EBITDA% 23: 12.9% - PFN/EBITDA 23: 1.7x	LU-VE, founded in 1985 by Iginio Liberali through the acquisition of Contardo S.p.A., has become a leading player in the HVACR industry. The company specializes in the production of air heat exchangers, serving sectors such as commercial and industrial refrigeration, air conditioning, and energy and power generation. Over the years, LU-VE has expanded its global footprint, operating 20 manufacturing facilities across Europe, Asia, and the United States, and maintaining a network of 34 sales offices worldwide	Components 46.3%  Cooling Systems 52.2%	Other 61.4%  Other 7.5%

# HVACR trading multiples

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Selected trading peers in the HVACR industry show a median 2024E EV/EBITDA multiple of 14.9x

Company Name	Country	Country Mkt Cap		EV / Sales		EV / EBITDA			EV / EBIT			P/E			
Сотрапу нате	Country	€m	2024	2025	2026	2024	2025	2026	2024	2025	2026	2024	2025	2026	
HVACR															
Trane Technologies	United States	80,263	4.4x	4.1x	3.8x	22.8x	20.5x	18.8x	25.2x	22.6x	20.5x	32.7x	28.9x	26.1x	
Carrier Global	United States	59,145	3.2x	3.1x	2.9x	16.7x	15.4x	14.0x	19.5x	18.2x	16.3x	25.7x	22.8x	20.6x	
Johnson Controls International	United States	50,474	2.8x	2.7x	2.6x	17.7x	16.5x	14.9x	23.7x	21.0x	18.5x	21.3x	22.2x	19.7x	
Daikin Industries	Japan	33,609	1.2x	1.1x	1.1x	8.7x	8.1x	7.5x	13.1x	12.1x	11.0x	20.0x	17.7x	15.7x	
Lennox International	United States	20,961	4.4x	4.1x	3.9x	21.2x	19.4x	17.9x	23.1x	21.0x	19.2x	28.7x	26.1x	23.6x	
Alfa Laval	Sweden	16,712	2.9x	2.7x	2.6x	15.1x	13.5x	12.7x	18.2x	16.0x	14.9x	24.1x	21.0x	19.4x	
A. O. Smith	United States	9,607	2.6x	2.5x	2.4x	12.1x	11.5x	10.8x	13.4x	12.7x	11.9x	17.9x	17.0x	15.9x	
NIBE Industrier	Sweden	7,619	2.7x	2.5x	2.3x	24.5x	15.4x	13.6x	38.0x	21.8x	18.7x	n.m.	25.1x	20.6x	
SPX Technologies	United States	6,515	3.7x	3.5x	3.3x	17.6x	15.9x	14.4x	19.6x	17.8x	16.6x	25.7x	22.9x	20.8x	
Spirax	United Kingdom	6,117	3.5x	3.4x	3.2x	14.7x	13.9x	12.7x	17.9x	16.9x	15.3x	23.7x	21.8x	19.4x	
Resideo Technologies	United States	3,272	0.8x	0.8x	0.8x	8.3x	7.6x	7.1x	9.8x	8.2x	8.2x	10.2x	9.3x	8.4x	
Munters	Sweden	2,999	2.6x	2.3x	2.1x	14.6x	13.3x	12.0x	18.6x	17.1x	15.3x	26.6x	22.9x	19.6x	
Rinnai	Japan	2,937	0.9x	0.9x	0.8x	6.7x	6.3x	5.9x	9.1x	8.3x	7.8x	16.2x	14.9x	14.1x	
Carel Industries	Italy	2,086	3.8x	3.4x	3.1x	21.3x	17.5x	15.4x	32.3x	24.3x	20.6x	39.6x	30.5x	25.8x	
Ariston	Netherlands	1,210	0.8x	0.7x	0.7x	7.7x	6.4x	5.6x	14.5x	10.1x	8.4x	13.6x	9.3x	7.3x	
LU-VE	Italy	617	1.2x	1.2x	1.1x	8.9x	8.2x	7.6x	13.9x	12.7x	11.4x	17.2x	15.4x	13.5x	
Average Median			2.6x 2.7x	2.4x 2.6x	2.3x 2.5x	14.9x 14.9x	13.1x 13.7x	11.9x 12.7x	19.4x 18.4x	16.3x 17.0x	14.7x 15.3x	22.9x 23.7x	20.5x 22.0x	18.2x 19.5x	

Sources: Factset

Note: Selected listed businesses with market capitalization above €500m

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# HVACR benchmarking analysis

Selected trading peers in the HVACR industry show a median 2024E EBITDA margin of 17.8%

Company Name	Country	Sales CAGR		EBITDA %			EBIT %			Net Income %			ND / EBITDA		
Сопірапу мапіе	Country	23-26	2024	2025	2026	2024	2025	2026	2024	2025	2026	2024	2025	2026	
HVACR															
Trane Technologies	United States	8.7%	19.4%	20.0%	20.4%	17.5%	18.2%	18.7%	12.9%	13.5%	14.0%	0.9x	0.6x	0.3x	
Carrier Global	United States	3.6%	18.9%	19.9%	20.6%	16.2%	16.8%	17.8%	10.6%	11.6%	12.1%	2.0x	2.2x	1.7x	
Johnson Controls International	United States	(1.1%)	15.5%	16.1%	17.2%	11.6%	12.7%	13.8%	10.6%	9.8%	10.6%	2.3x	1.7x	1.8x	
Daikin Industries	Japan	6.3%	13.4%	13.8%	14.3%	8.9%	9.2%	9.7%	5.8%	6.3%	6.8%	0.1x	0.0x	cash	
Lennox International	United States	5.9%	20.7%	21.1%	21.7%	19.0%	19.5%	20.1%	14.5%	14.9%	15.5%	0.7x	0.3x	cash	
Alfa Laval	Sweden	6.6%	19.5%	20.1%	20.4%	16.2%	17.0%	17.4%	11.7%	12.4%	12.8%	0.4x	0.1x	cash	
A. O. Smith	United States	2.7%	21.1%	21.6%	21.9%	19.1%	19.5%	19.8%	14.4%	14.7%	15.0%	cash	cash	cash	
NIBE Industrier	Sweden	0.8%	11.0%	16.0%	16.7%	7.1%	11.4%	12.1%	4.0%	7.9%	8.8%	4.1x	2.2x	1.6x	
SPX Technologies	United States	8.7%	21.2%	21.9%	23.1%	19.1%	19.5%	20.0%	13.2%	13.8%	14.5%	1.1x	0.6x	cash	
Spirax	United Kingdom	2.9%	24.1%	24.6%	25.4%	19.8%	20.2%	21.0%	12.8%	13.4%	14.2%	1.8x	1.6x	1.3x	
Resideo Technologies	United States	6.7%	10.1%	10.2%	10.5%	8.6%	9.5%	9.1%	4.9%	5.0%	5.3%	2.0x	1.4x	1.1x	
Munters	Sweden	9.5%	17.9%	17.4%	17.9%	14.1%	13.5%	14.0%	8.6%	8.8%	9.6%	1.9x	1.5x	1.0x	
Rinnai	Japan	3.9%	13.2%	13.7%	14.0%	9.7%	10.3%	10.7%	6.5%	6.9%	7.1%	cash	cash	cash	
Carel Industries	Italy	2.8%	17.8%	19.5%	20.1%	11.7%	14.0%	15.1%	9.1%	10.6%	11.5%	0.3x	cash	cash	
Ariston	Netherlands	(2.7%)	9.9%	11.4%	12.5%	5.2%	7.2%	8.3%	3.4%	4.8%	5.8%	2.3x	1.4x	0.8x	
LU-VE	Italy	2.5%	13.9%	14.3%	14.4%	8.9%	9.3%	9.6%	6.1%	6.5%	6.9%	1.3x	1.0x	0.6x	
Average Median		4.2% 3.8%	16.7% 17.8%	17.6% 18.5%	18.2% 19.0%	13.3% 12.9%	14.2% 13.8%	14.8% 14.5%	9.3% 9.8%	10.1% 10.2%	10.6% 11.0%	1.5x 1.5x	1.1x 1.4x	1.1x 1.1x	

Sources: Factset

Note: Selected listed businesses with market capitalization above €500m

# Clairfield expertise in the Industrials sector

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#### Clairfield credentials in the HVACR sector

NORDIC CLIMATE GROUP

acquired

Compair

Buy-side financial

advisor

2024

Epta acquired

**HEIFO** 

**HVACR** 

HVACR



HVACR



**HVACR** 

STUART (I)

acquired

MIKROFILL'

Buy-side financial

advisor

2021

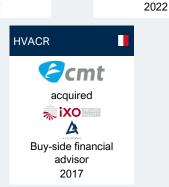
**HVACR** 



NORDIC CLIMATE GROUP







<u>c</u>

**EUROFRED** 

sold its subsidiary

HORECA global solutions

TEFCOLD'

Sell-side financial

advisor

2024

(MV

was sold to

NORDIC CLIMATE GROUP

**HVACR** 

**HVACR** 

SOLUTIONS

was sold to

PremiStar.

Sell-side financial

advisor

2024

ARISTON GROUP

acquired

CENTROTEC

Buy-side financial

advisor

**HVACR** 

**HVACR** 

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