

# **The Platform Group AG**

Germany / E-Commerce Frankfurt Stock Exchange/XETRA Bloomberg: TPG GR ISIN: DE000A2QEFA1

M&A Update

RATING PRICE TARGET

BUY € 17.00

Return Potential 104.8% Risk Rating High

# **ANOTHER MONTH, ANOTHER M&A DEAL**

With the unforeseen acquisition of Herbertz GmbH, The Platform Group has completed its second acquisition of 2025 and strengthened its foothold in the outdoor platforms vertical. Herbertz GmbH, which was founded in 1868, is a platform for outdoor products such as knives, drinking bottles, navigation devices and other accessories. Considering the fact that Herbertz was not part of TPG's Q1 M&A pipeline, which was unveiled less than one month ago, we believe it is likely that TPG was able to acquire the company at an attractive price. Closing is expected in early March. While the purchase price was not disclosed, based on past information, we assume revenue in the low double-digit €m range, with an EBITDA margin of 3% - 5% and a purchase price of 3x - 5x EBITDA. Based on these assumptions we estimate a purchase price of roughly €2m - €3m. Management explained that this purchase does not change their plans of making three further acquisitions in Q1/25, which means positive newsflow should continue. An updated DCF model yields an unchanged price target of €17. We maintain our Buy recommendation.

Herbertz deal extends TPG's outdoor selection In an asset deal announced on 24 February, TPG purchased 100% of the Solingen based knives and outdoor utensils platform Herbertz GmbH from Swiss Commerce Group. Founded in 1868, Herbertz is known for the production and distribution of knives, ranging from kitchen knives and multi-tools to pocket knives, hunting knives and collectibles. Along with their extensive knife selection, Herbertz also offers a variety of outdoor appliances such as compasses, axes, compound bows and backpacks. While there is little overlap between the items listed on Herbertz and items listed on TPG's other outdoors subsidiary, Simon-Profi-Technik, their product selection complements each other nicely.

A Q1 filled with acquisitions After presenting preliminary results for a blowout fourth quarter, TPG gave an insight into the planned acquisitions for Q1/25.

(p.t.o.)

### **FINANCIAL HISTORY & PROJECTIONS**

	2022	2023	2024E	2025E	2026E	2027E
Revenue (€m)	387.4	440.8	524.6	619.1	702.7	758.9
Y-o-y growth	n.a.	13.8%	19.0%	18.0%	13.5%	8.0%
Adj. EBITDA (€m)	16.8	22.6	33.2	45.8	53.4	60.0
AEBITDA margin	4.3%	5.1%	6.3%	7.4%	7.6%	7.9%
Net income (€m)	22.7	32.2	35.5	19.6	25.3	27.3
Adj. EPS (dil.) (€)	0.00	0.41	0.65	0.97	1.25	1.35
DPS (€)	0.00	0.00	0.00	0.00	0.00	0.00
FCF (€m)	24.8	52.8	26.4	-3.2	37.3	20.5
Net gearing	114.7%	85.1%	86.1%	74.5%	35.3%	17.7%
Liquid assets (€m)	12.1	7.6	33.0	26.7	59.0	79.5

#### **RISKS**

Main risks include: Software & IT risk, M&A risk, financing risk.

#### **COMPANY PROFILE**

The Platform Group is an owner and operator of e-commerce platforms across a broad range of sectors, operating 26 platforms in 24 different sectors. The company is headquartered in Düsseldorf, Germany, and had 1,042 employees as of 31 December 2024.

MARKET DATA	As of 27 Feb 2025
Closing Price	€ 8.30
Shares outstanding	20.24m
Market Capitalisation	€ 167.98m
52-week Range	€ 5.94 / 10.05
Avg. Volume (12 Months)	10 906

Multiples	2023	2024E	2025E
P/E	5.2	4.7	8.6
EV/Sales	0.5	0.5	0.4
EV/AEBITDA	10.5	7.1	5.2
Div. Yield	0.0%	0.0%	0.0%

### **STOCK OVERVIEW**



COMPANY DATA	As of 30 Jun 2024
Liquid Assets	€ 15.07m
Current Assets	€ 130.47m
Intangible Assets	€ 69.02m
Total Assets	€ 259.01m
Current Liabilities	€ 116.03m
Shareholders' Equity	€ 88.33m

### SHAREHOLDERS

Benner Holding GmbH	70.0%
Paladin Asset Management	9.9%
Free Float	20.1%



In addition to the Lyra Pet acquisition, which was made on 20 January, the company explained its intentions to make three further purchases (see figure 1). These are: (1) a B2B finance software platform located in Germany, with a share purchase agreement (SPA) expected end of February; (2) a B2C luxury clothing platform located in France, with an SPA expected in March, and (3) a B2C optician platform located in Germany with an SPA expected end of February. Considering that February is almost over, we believe that at least one of the SPAs will be delayed into March. If completed by end of March, this would bring the tally of acquisitions made in Q1/25 to five, already meeting the lower end of their full year target of 5 - 8.

Figure 1: The Platform Group's M&A targets for Q1/25

B2B Finance Software Platform	B2C Luxury Platform	B2C Optician Platform
• >€10m revenue	• €20m - €30m GMV	Local stores and an online platform
40 employees	Focus on vintage goods	Located in Germany
Located in Germany	Located in France	200atoa III Oomany

Source: First Berlin Equity Research, The Platform Group AG

Unexpected yet welcome addition 
The acquisition of Herbertz GmbH was not part of the recently announced deal pipeline for Q1/25. Considering that TPG purchased Herbertz from the same seller as Lyra Pet, Swiss Commerce Group, it is likely that the M&A team found another good fit for TPG in their portfolio during discussions. We welcome the addition of Herbertz to TPG's platform collection, as it extends the selection of outdoor products available on their platforms, and compliments the merchandise available on Simon-Profi-Technik. While financial figures and the price of the transaction were not disclosed, based on past information we estimate that the Herbertz acquisition will generate low double-digit €m revenue contributions at an EBITDA margin of 3% - 5%. Considering that a criterion for acquiring companies is an EV/EBITDA multiple of 3x - 5x, we assume a purchase price of roughly €2m to €3m.

Continue buying while the price is right After having completed 9 (11 if acquisitions made by subsidiaries of TPG are counted) acquisitions in 2024 (see figure 2), The Platform Group had €20.3m of cash at year end. This is about equal to the cash raised by tapping their 2024/2028 bond for an additional €20m on 11 December 2024. We estimate that TPG finances acquisitions with a mix of operating cash flow (FBe: ~40%), cash from the bond (FBe: ~40%) and equity (FBe: ~20%). This means that the remaining cash should suffice to finance the three to six further acquisitions planned for 2025, if acquisition prices remain in the low-to-mid single-digit €m range.

Figure 2: Acquisitions made by TPG and its subsidiaries in 2024

#	Name	Platform focus	Synergies (if applicable)	Date acquired
1	Avocadostore	Sustainable retail	n.a.	15 January 2024
2	Hood.de	Online marketplace	n.a.	16 February 2024
3	OEGE Group	B2B e-commerce	n.a.	28 May 2024
4	Wehrmann*	Machinery	Gindumac	11 June 2024
5	Aplanta	Artificial plants	n.a.	25 June 2024
6	Jungherz	Bicycle parts	Bike-Angebot	11 July 2024
7	Winkelstraat	Luxuryfashion	Fashionette	29 July 2024
8	Angermeier*	Forest equipment	Simon Profi-Technik	11 September 2024
9	0815 Group	Home hardware	Simon Profi-Technik	24 September 2024
10	Chronext Group	Luxury watches	Winkelstraat, Fashionette	29 November 2024
11	FirstWire	B2B financing	n.a.	09 December 2024

\*Wehrmann and Angermeier were acquired by TPG's subsidiaries Gindumac and Simon-Profi-Technik respectively

Source: First Berlin Equity Research, The Platform Group AG



## **VALUATION MODEL**

Buy recommendation confirmed with an unchanged price target As we do not have any concrete information regarding the financial contributions of the two recent acquisitions, we have left our estimates unchanged. We will adjust them once clear information is communicated with the market. Overall, we believe that TPG is attractively valued for the following four reasons: (1) the company's M&A pipeline is full, with low e-commerce valuations allowing for unplanned bargain purchases; (2) TPG has a track record of completing over 25 mergers and acquisitions since 2020, which it has successfully integrated with the help of its own developed e-commerce software; (3) TPG shares are trading at a 2025E P/E of 9x and an EV/AEBITDA multiple of 5x; and (4) newsflow in the coming months, which we believe will include a guidance increase for 2025, should be positive. An updated DCF model yields an unchanged price target of €17. We maintain our Buy recommendation.

Figure 3: DCF model

All figures in EUR '000	2024E	2025E	2026E	2027E	2028E	2029E	2030E	2031E
Net sales	524,645	619,081	702,657	758,870	809,597	857,852	903,863	947,583
NOPLAT	45,991	31,101	35,604	36,364	38,083	39,733	41,974	44,131
+ depreciation & amortisation	9,622	11,122	11,557	11,902	12,674	13,413	14,114	14,775
Net operating cash flow	55,612	42,223	47,161	48,266	50,757	53,146	56,088	58,906
- total investments (CAPEX and WC)	-22,368	-34,656	-63	- 18,697	-25,007	- 25,613	-26,171	-26,651
Capital expenditures	-20,461	- 17,953	- 18,972	- 19,731	-20,829	-21,836	-22,761	-23,603
Working capital	22,566	- 16,702	18,909	1,033	-4,179	-3,777	-3,410	-3,047
Free cash flows (FCF)	33,244	7,568	47,099	29,568	25,750	27,533	29,917	32,255
PV of FCF's	33,244	6,976	39,414	22,464	17,755	17,236	17,002	16,642

All figures in thousands	
PV of FCFs in explicit period (2024E-2037E)	270,947
PV of FCFs in terminal period	149,124
Enterprise value (EV)	420,070
+ Net cash / - net debt	-68,509
+ Investments / minority interests	1,097
Shareholder value	352,658
Diluted number of shares	20,238
Fair value per share in EUR	17.43

Terminal growth:	2.0
Terminal EBIT margin:	6.79

Terminal growth rate

WACC	10.2%
Cost of equity	15.4%
Pre-tax cost of debt	7.0%
Tax rate	30.0%
After-tax cost of debt	4.9%
Share of equity capital	50.0%
Share of debt capital	50.0%
Price target	17.00

	0.5%	1.0%	1.5%	2.0%	2.5%	3.0%	3.5%
7.2%	27.6	28.1	28.8	29.6	30.6	31.8	33.3
8.2%	23.1	23.4	23.8	24.2	24.7	25.3	26.0
9.2%	19.8	19.9	20.1	20.3	20.6	20.9	21.2
10.2%	17.1	17.2	17.3	17.4	17.5	17.7	17.8
11.2%	15.0	15.1	15.1	15.2	15.2	15.3	15.4
12.2%	13.3	13.3	13.4	13.4	13.4	13.4	13.4
13.2%	11.9	11.9	11.9	11.9	11.9	11.9	11.9



# **INCOME STATEMENT**

All figures in EUR '000	2022A	2023A	2024E	2025E	2026E
Revenues	387,441	440,767	524,645	619,081	702,657
Cost of goods sold	271,987	325,565	341,019	433,357	505,913
Gross profit	115,454	115,202	183,626	185,724	196,744
Sales & Marketing	30,609	28,142	33,577	39,002	43,565
Distribution costs	26,293	35,396	40,922	47,669	51,997
Personnel costs	27,117	22,360	28,331	33,430	36,538
Other operating income	28,970	32,842	29,065	12,382	14,053
Other operating expenses	23,418	14,714	54,248	32,192	25,296
EBITDA	36,986	47,431	55,612	45,812	53,402
PPA effects	20,180	24,859	22,402	0	0
Adjusted EBITDA	16,806	22,572	33,210	45,812	53,402
Depreciation and amortisation	11,352	7,998	9,622	11,122	11,557
Operating income (EBIT)	25,634	39,433	45,991	34,690	41,845
Net financial result	-1,121	-6,449	-9,074	-10,765	-9,842
Pre-tax income (EBT)	24,514	32,984	36,917	23,925	32,003
Income taxes	-274	-329	-185	3,589	6,241
Minority interests	-2,099	-1,097	-1,600	-700	-500
Net income / loss	22,689	32,216	35,501	19,636	25,262
Diluted EPS (in €)	n.m.	1.80	2.86	0.97	1.25
Adjusted net income / loss	2,509	7,358	13,099	19,636	25,262
Adjusted EPS (in €)	n.m.	0.41	0.65	0.97	1.25
Ratios					
Gross margin	29.8%	26.1%	35.0%	30.0%	28.0%
EBITDA margin on revenues	9.5%	10.8%	10.6%	7.4%	7.6%
Adjusted EBITDA margin on revenues	4.3%	5.1%	6.3%	7.4%	7.6%
EBIT margin on revenues	6.6%	8.9%	8.8%	5.6%	6.0%
Net margin on revenues	5.9%	7.3%	6.8%	3.2%	3.6%
Adjusted net margin on revenues	0.6%	1.7%	2.5%	3.2%	3.6%
Tax rate	-1.1%	-1.0%	-0.5%	15.0%	19.5%
Expenses as % of revenues					
Personnel costs	7.0%	5.1%	5.4%	5.4%	5.2%
Depreciation and amortisation	2.9%	1.8%	1.8%	1.8%	1.6%
Other operating expenses	6.0%	3.3%	10.3%	5.2%	3.6%
Y-Y Growth					
Revenues	n.a.	13.8%	19.0%	18.0%	13.5%
Adjusted EBITDA	n.a.	34.3%	47.1%	37.9%	16 60/
	n.a.	34.370	47.170	37.370	16.6%



# **BALANCE SHEET**

All figures in EUR '000	2022A	2023A	2024E	2025E	2026E
Assets					
Current assets, total	188,748	164,153	155,718	176,242	200,313
Cash and cash equivalents	12,060	7,616	33,044	26,746	59,003
Receivables	38,069	54,676	64,682	76,325	77,004
Inventories	127,227	92,313	56,058	71,237	62,373
Other current assets	11,392	9,548	1,934	1,934	1,934
Non-current assets, total	100,791	120,187	183,263	190,095	197,509
Property, plant & equipment	7,805	9,715	12,164	12,881	14,240
Goodw ill	32,023	43,768	43,768	43,768	43,768
Other intangible assets	59,054	64,024	72,415	78,529	84,584
Other assets	1,909	2,680	54,917	54,917	54,917
Total assets	289,539	284,340	338,981	366,337	397,823
Shareholders' equity & debt					
Current liabilities, total	115,520	151,386	136,380	143,399	149,123
Short-term debt	34,029	35,313	26,100	23,000	18,000
Accounts payable	31,026	41,055	37,372	47,491	58,215
Current provisions	4,602	3,019	3,019	3,019	3,019
Other current liabilities	45,863	71,999	71,999	71,999	71,999
Long-term liabilities, total	83,514	51,351	101,586	101,586	101,586
Long-term debt	69,434	32,325	83,100	83,100	83,100
Leasing liabilities	5,402	6,571	6,571	6,571	6,571
Other liabilities	8,678	12,455	11,915	11,915	11,915
Minority interests	1,407	1,097	2,697	3,397	3,897
Shareholders' equity	89,098	80,506	98,319	117,955	143,217
Share capital	17,855	17,855	20,238	20,238	20,238
Capital reserve	51,027	41,190	46,947	46,947	46,947
Other reserves	12,203	10,768	10,768	10,768	10,768
Other components of equity	20,074	25,829	0	0	0
Loss carryforw ard / retained earnings	-12,061	-15,136	20,365	40,001	65,264
Total consolidated equity and debt	289,539	284,340	338,981	366,337	397,823
Ratios			***************************************		
Current ratio (x)	1.63	1.08	1.14	1.23	1.34
Quick ratio (x)	0.53	0.47	0.73	0.73	0.93
Net debt	102,207	68,509	84,643	87,841	50,584
Net gearing	115%	85%	86%	74%	35%
Equity ratio	31.3%	28.7%	29.8%	33.1%	37.0%
Book value per share (in €)	n.m.	4.51	4.86	5.83	7.08
Return on equity (ROE)	25.5%	40.0%	36.1%	16.6%	17.6%
Days of sales outstanding (DSO)	36	45	45	45	40
Days inventory outstanding	171	103	60	60	45
Days payables outstanding (DPO)	42	46	40	40	42



# **CASH FLOW STATEMENT**

All figures in EUR '000	2023A	2024E	2025E	2026E
EBIT	39,592	45,991	34,690	41,845
Depreciation and amortisation	7,839	9,622	11,122	11,557
EBITDA	47,431	55,612	45,812	53,402
Changes in working capital	55,486	22,566	-16,702	18,909
Other adjustments	-31,691	-31,292	-14,354	-16,083
Operating cash flow	71,225	46,886	14,756	56,228
Investments in PP&E	-18,447	-6,820	-6,191	-7,027
Investments in intangibles	0	-13,641	-11,763	-11,945
Free cash flow	52,779	26,425	-3,197	37,257
Acquisitions & disposals, net	-58,949	-49,600	0	0
Investment cash flow	-77,395	-70,061	-17,953	-18,972
Debt financing, net	951	40,462	-3,100	-5,000
Equity financing, net	0	8,141	0	0
Other financing	775	0	0	0
Financing cash flow	1,726	48,603	-3,100	-5,000
Net cash flows	-4,444	25,428	-6,297	32,257
Cash, start of the year	12,060	7,616	33,044	26,746
Cash, end of the year	7,616	33,044	26,746	59,003
EBITDA/share (in €)	2.66	2.75	2.26	2.64
Y-Y Growth				
Operating cash flow	n.m.	-34.2%	-68.5%	281.1%
Free cash flow	n.m.	-49.9%	n.m.	n.m.
EBITDA/share	n.m.	3.4%	-17.6%	16.6%



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#### **ASSET VALUATION SYSTEM**

First Berlin's system for asset valuation is divided into an asset recommendation and a risk assessment.

#### **ASSET RECOMMENDATION**

The recommendations determined in accordance with the share price trend anticipated by First Berlin in the respectively indicated investment period are as follows:

Category 1 Current market capitalisation (in €) 0 - 2 billion			2
		> 2 billion	
Strong Buy <sup>1</sup>	An expected favourable price trend of:	> 50%	> 30%
Buy	An expected favourable price trend of:	> 25%	> 15%
Add	An expected favourable price trend of:	0% to 25%	0% to 15%
Reduce	An expected negative price trend of:	0% to -15%	0% to -10%
Sell	An expected negative price trend of:	< -15%	< -10%

<sup>&</sup>lt;sup>1</sup> The expected price trend is in combination with sizable confidence in the quality and forecast security of management.

Our recommendation system places each company into one of two market capitalisation categories. Category 1 companies have a market capitalisation of  $\in 0 - \in 2$  billion, and Category 2 companies have a market capitalisation of  $> \in 2$  billion. The expected return thresholds underlying our recommendation system are lower for Category 2 companies than for Category 1 companies. This reflects the generally lower level of risk associated with higher market capitalisation companies.

### RISK ASSESSMENT

The First Berlin categories for risk assessment are low, average, high and speculative. They are determined by ten factors: Corporate governance, quality of earnings, management strength, balance sheet and financial risk, competitive position, standard of financial disclosure, regulatory and political uncertainty, strength of brandname, market capitalisation and free float. These risk factors are incorporated into the First Berlin valuation models and are thus included in the target prices. First Berlin customers may request the models.

#### **RECOMMENDATION & PRICE TARGET HISTORY**

Report No.:	Date of publication	Previous day closing price	Recommendation	Price target
Initial Report	5 November 2024	€7.58	Buy	€16.00
21	<b>↓</b>	$\downarrow$	<b>↓</b>	<b>↓</b>
2	29 November 2024	€7.34	Buy	€16.00
3	13 December 2024	€7.68	Buy	€16.00
4	10 February 2025	€8.68	Buy	€17.00
5	Today	€8.30	Buy	€17.00

#### **INVESTMENT HORIZON**

Unless otherwise stated in the financial analysis, the ratings refer to an investment period of twelve months.

#### **UPDATES**

At the time of publication of this financial analysis it is not certain whether, when and on what occasion an update will be provided. In general First Berlin strives to review the financial analysis for its topicality and, if required, to update it in a very timely manner in connection with the reporting obligations of the analysed company or on the occasion of ad hoc notifications.



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#### Legally required information regarding

- key sources of information in the preparation of this research report
- valuation methods and principles
- sensitivity of valuation parameters

can be accessed through the following internet link: https://firstberlin.com/disclaimer-english-link/

SUPERVISORY AUTHORITY: Bundesanstalt für Finanzdienstleistungsaufsicht (German Federal Financial Supervisory Authority) [BaFin], Graurheindorferstraße 108, 53117 Bonn and Marie-Curie-Straße 24-28, 60439 Frankfurt am Main

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