THE CORPORATE LIFE CYCLE: GROWING UP IS HARD TO DO, GROWING OLD IS EVEN HARDER!

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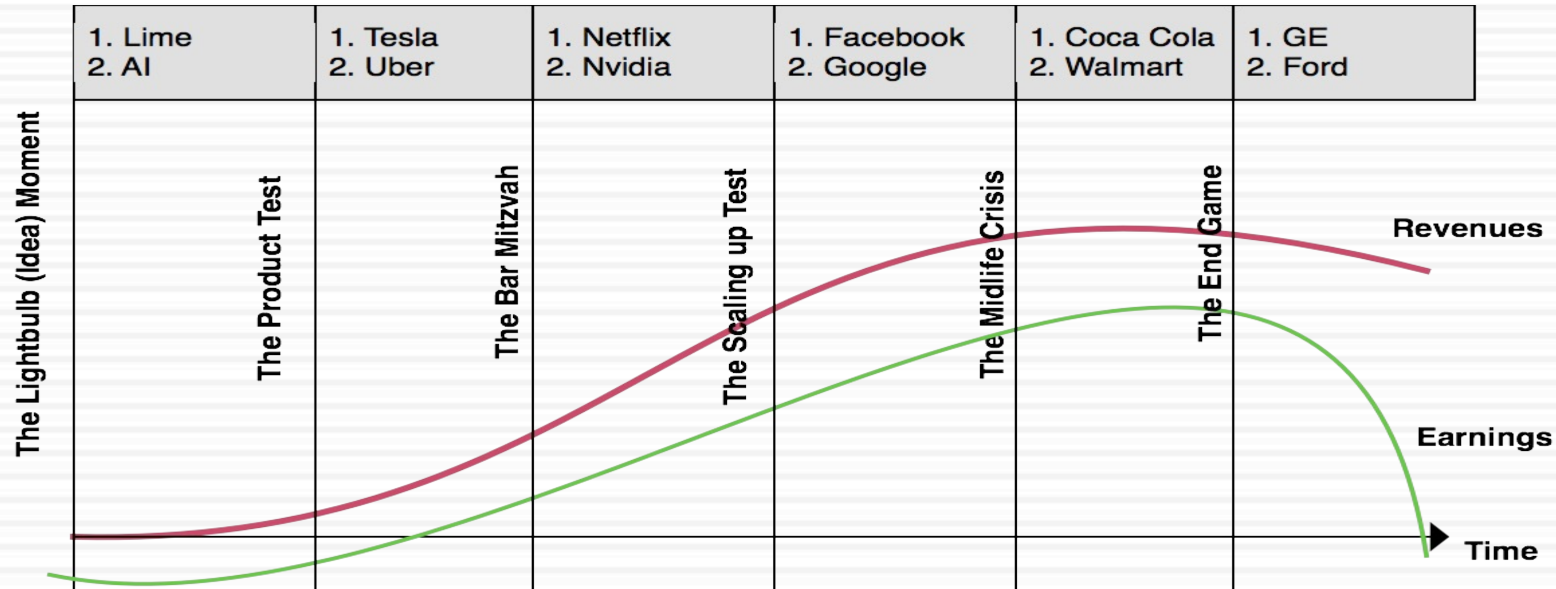
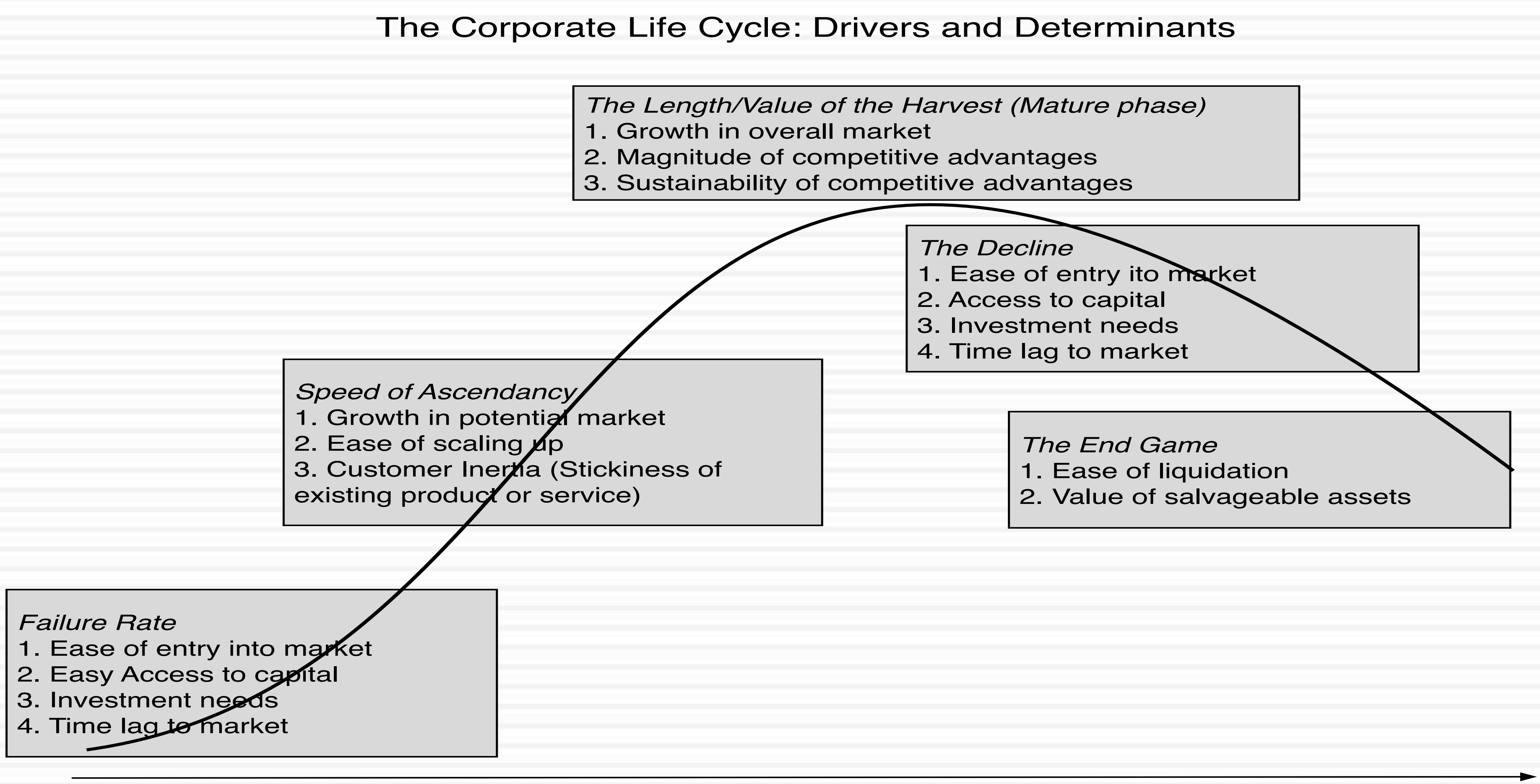
The Corporate Life Cycle



Lifecycle stage	Start-up	Young Growth	High Growth	Mature Growth	Mature Stable	Decline
Description	Have an idea for a business that meets an unmet need in the market.	Create a business model that converts ideas into revenues	Build the business, looking for scaling benefits (moving to profitability)	Grow your business, with revenue growth & higher margins	Defend your business from competitors & find new markets	Scale down your business as market shrinks.

The determinants of the life cycle



Accounting and Financial Balance Sheets

Accounting Balance Sheet

Assets		Liabilities	
Long Lived Real Assets	Fixed Assets	Current Liabilties	Short-term liabilities of the firm
Short-lived Assets	Current Assets	Debt	Debt obligations of firm
Investments in securities & assets of other firms	Financial Investments	Other Liabilities	Other long-term obligations
Assets which are not physical, like patents & trademarks	Intangible Assets	Equity	Equity investment in firm

A Financial Balance Sheet

Assets		Liabilities	
Existing Investments Generate cashflows today	Investments already made	Debt	Borrowed money
Expected Value that will be created by future investments	Investments yet to be made	Equity	Owner's funds

Variant 1: You estimate the values of assets
Variant 2: You let the market estimate it for your

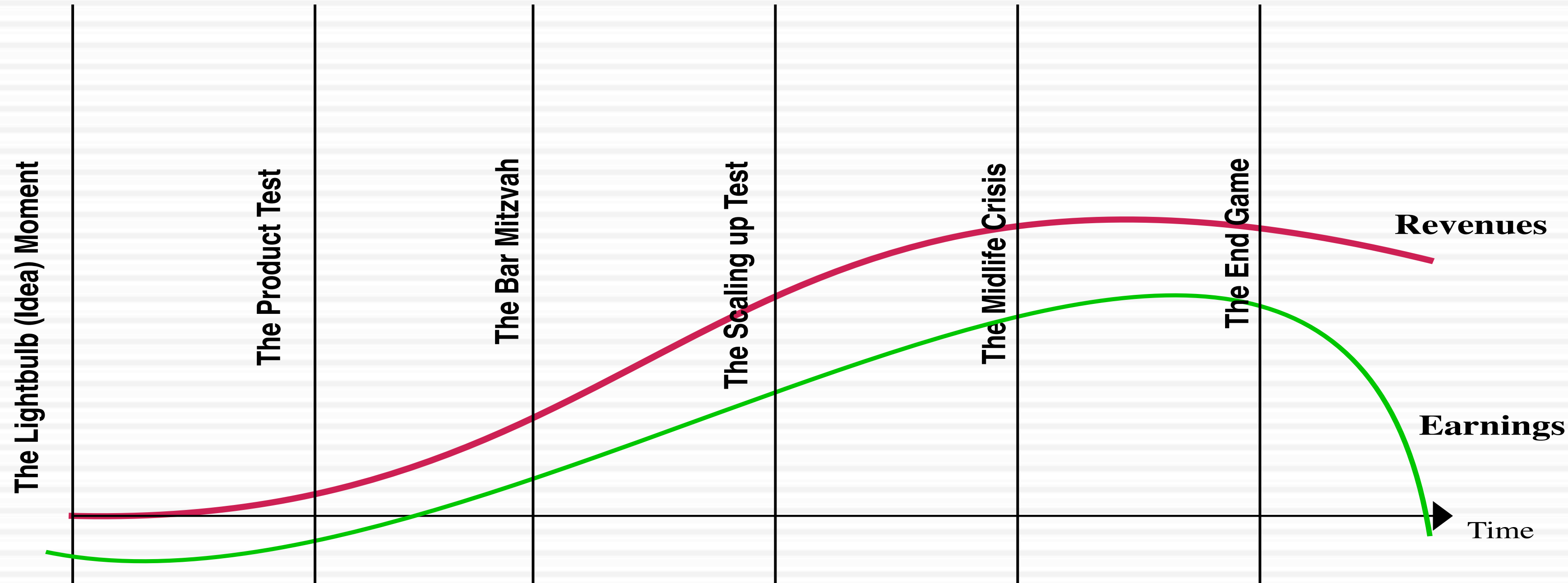
The Bottom Line

- Accounting statements get less and less useful if you are looking earlier in the life cycle, since accountants have neither a history to record nor an operating business to describe.
- As companies age, balance sheets mean more but they also become more cluttered, since they carry the legacy of "accounting" fixes and choices. Meaningless assets start to populate the balance sheet and meaningless liabilities are often created to offset them.
- Balance sheet based valuation, which is what most accounting valuation is (and is at the core of much of value investing) is useless with young companies. It is most useful in mature companies without accounting clutter.
- Fair value accounting is destined for failure everywhere, because accountants cannot be imaginative and/or creative, but it will fail most spectacularly with young companies.

CORPORATE FINANCE ACROSS THE LIFE CYCLE

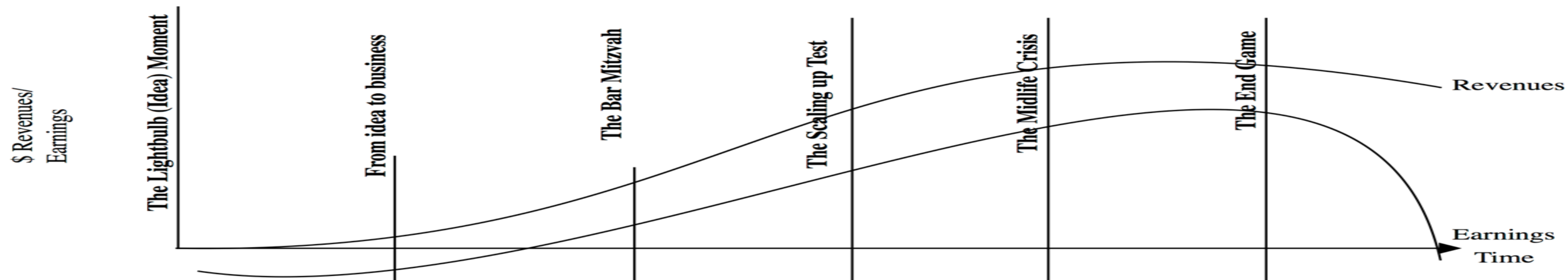
Act your (corporate) age..

The emphasis in corporate finance shifts..



Lifecycle stage	Start-up	Young Growth	High Growth	Mature Growth	Mature Stable	Decline
Investing Policy	New product development	Market testing and build up	Scale up production	Augment capacity + New Products	Maintain capacity + Acquisitions	Reduce capacity
Financing Policy	Equity funding, debt only if desperate	Equity, public market option	Equity mainly, with some debt capacity	Debt capacity increases	Debt capacity maximized	Debt scales down with firm
Dividend Policy	Cash burn, with equity infusions	Cash burn maximized	Beginnings of positive cash flows	Cash buildup, if not returned	Peak cash returns	Cash return from asset divestitures

And so do the cash flows…



Growth stage	Stage 1 Start-up	Stage 2 Young Growth	Stage 3: High Growth	Stage 4 Mature Growth	Stage 5 Mature Stable	Stage 6 Decline
Operating Profits	Large operating losses	Operating losses narrow	Operating profits turn positive	Operating profits grow quickly	Operating profits level off	Operating profits decline
Reinvestment	Very high	High	Remain large, but scale down as percent of firm	Decrease	Scale down further	Divestment
Free Cash Flow to Firm	Negative	Negative	Cross over to positive territory	Positive & growing	Positive & stable	Positive & dropping

With reality checks..

1. For young companies, cash burn is a feature, not a bug: With young companies, cash flows will be negative in the early years, requiring new equity to be raised and dilution.
2. As growth starts to ease and companies mature, cash balances will build up during the transition: When growth starts to ease, cash flows will rise faster than revenues/profits, and as companies take time to adjust, cash balances will balloon out.
3. Once companies adjust to being mature, there will be more cash returned to stockholders: Returning cash to stockholders is not a failure, but a consequence of success.

Companies, act your age!

- For many reasons, companies try to speed up or slow down aging
  - Young companies that borrow money to grow faster, invest without a purpose or with too much focus on short term profits or pay dividends.
  - Mature growth companies that act young and refuse to return cash.
  - Stable companies that try to be growth companies through acquisitions.
  - Declining companies that think they can reverse decline, with new management and a new business plan.

Companies that don’t “act their age” will destroy value.

NARRATIVE TO NUMBERS, ACROSS THE LIFE CYCLE

All story to mostly numbers..

Value = Story + Numbers

Favored Tools
- Accounting statements
- Excel spreadsheets
- Statistical Measures
- Pricing Data

Favored Tools
- Anecdotes
- Experience (own or others)
- Behavioral evidence

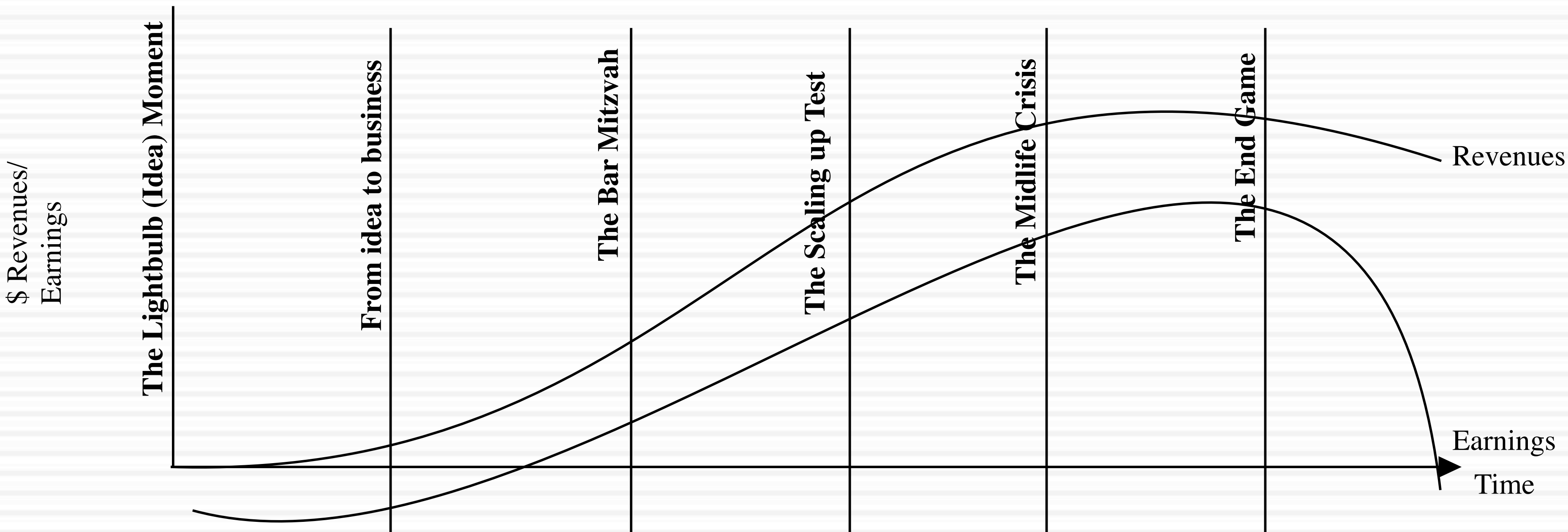
A Good Valuation

The Numbers People ⟷ The Narrative People

Illusions/Delusions
1. Precision: Data is precise
2. Objectivity: Data has no bias
3. Control: Data can control reality

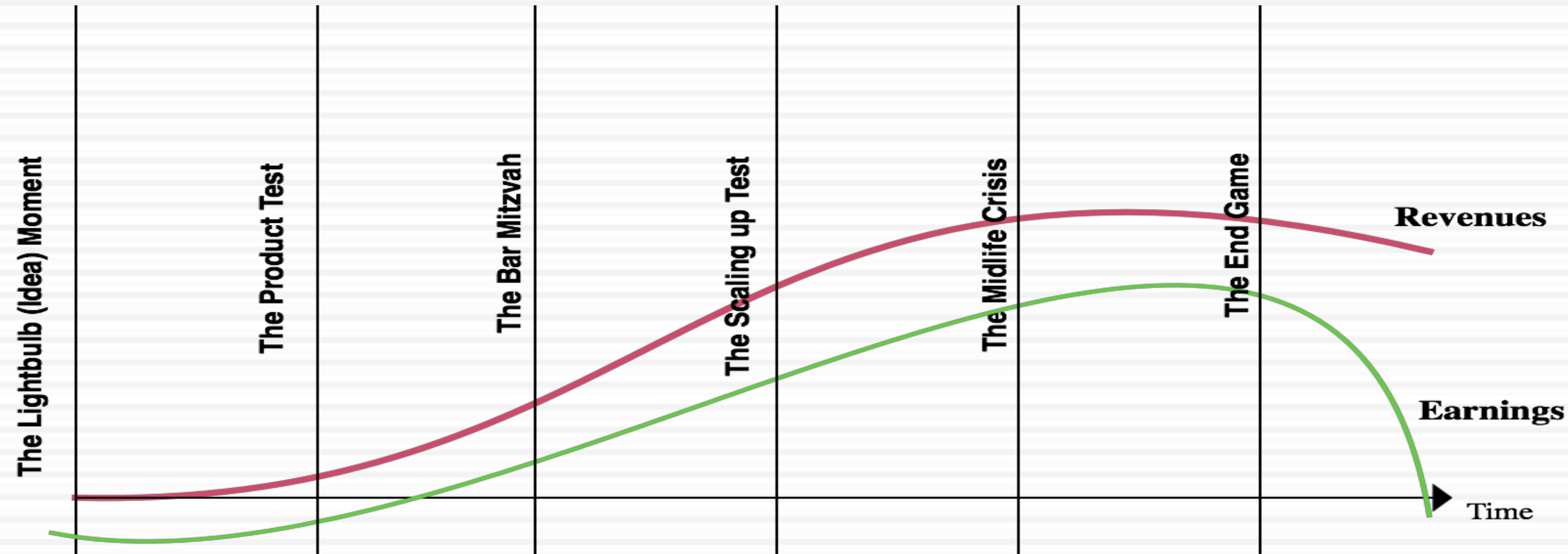
Illusions/Delusions
1. Creativity cannot be quantified
2. If the story is good, the investment will be.
3. Experience is the best teacher

The Evolution of Uncertainty



Growth stage	Stage 1 Start-up	Stage 2 Young Growth	Stage 3: High Growth	Stage 4 Mature Growth	Stage 5 Mature Stable	Stage 6 Decline
Uncertainty about	Does the idea have potential?	Is there a business model for the idea to be commercialized?	Will the business model generate profits?	Can the business be scaled up?	Can the business be defended?	Will management face reality?
Type & Magnitude	*High & company specific*					*Low & sector or macro driven*

In value, the emphasis shifts as well, from narrative to numbers…



Lifecycle stage	Start-up	Young Growth	High Growth	Mature Growth	Mature Stable	Decline
Narrative versus Numbers	All Narrative	Mostly narrative	Narrative + Numbers	Numbers + Narrative	Mostly Numbers	All Numbers
Narrative Drivers	How big is the narrative?	How plausible is narrative?	How profitable is narrative?	How scalable is narrative?	How sustainable is narrative?	How happy is the ending?
Narrative Differences	Unconstrained & Large differences	*Constraints mount as numbers build up* *Differences across investors narrow, as history deepens*				Constrained & Narrow differences

Narrative to Numbers for companies

- With a young company, narrative is central, divergent and volatile.
  - It is central because it is the only thing that you are offering investors, since you have no history.
  - It is divergent because you can still offer widely different narratives, since it is early in the game.
  - It is volatile, because the real world will deliver surprises that will require you to adjust your narrative.
- As companies age, their narratives get narrower as their histories, size and culture start to become binding. The numbers often drive the narrative, rather than the other way around.

A Young Company: My Uber Narrative in June 2014

1. An urban car service business: I saw Uber primarily as a force in urban areas and only in the car service business.
2. Which would expand the business moderately (about 40% over ten years) by bringing in new users.
3. With local networking benefits: If Uber becomes large enough in any city, it will quickly become larger, but that will be of little help when it enters a new city.
4. Maintain its revenue sharing (20%) system due to strong competitive advantages (from being a first mover).
5. And its existing low-capital business model, with drivers as contractors and very little investment in infrastructure.

Uber in 2014: From Story to Inputs

The Uber narrative (June 2014)

Total Market

X

Market Share

=

Revenues (Sales)

-

Operating Expenses

=

Operating Income

-

Taxes

=

After-tax Operating Income

-

Reinvestment

=

After-tax Cash Flow

Adjust for time value & risk

Adjusted for operating risk with a discount rate and for failure with a probability of failure.

VALUE OF OPERATING ASSETS

Cash

Uber is an **urban car service company,** competing against taxis & limos in urban areas, but it may expand demand for car service. **The global taxi/limo business is $100 billion in 2013, growing at 6% a year.**

Uber will have competitive advantages against traditional car companies & against newcomers in this business, but no global networking benefits. ***Target market share is 10%***

Uber will maintain its current model of keeping 20% of car service payments, even in the face of competition, because of its first mover advantages. It will maintain its current low-infrastructure cost model, allowing it to earn high margins. **Target pre-tax operating margin is 40%.**

Uber has a low capital intensity model, since it does not own cars or other infrastructure, allowing it to maintain a high **sales to capital ratio for the sector (5.00)**

The company is young and still trying to establish a business model, leading to a **high cost of capital (12%)** up front. As it grows, it will become safer and its cost of capital will drop to 8%.

Uber has cash & capital, but there is a chance of failure. **10% probability of failure.**

Uber in 2014: From Inputs to Value

Uber: Intrinsic valuation - June 8, 2014 (in US $)

Stable Growth (after year 10)
Expected growth rate = 2.50%
Cost of capital = 8%
Return on capital= 25%
Reinvestment Rate= 2.5%/25% = 10%

Terminal Value$_{10}$= 793/(.08-025) = $14,418

Term yr
EBIT (1-t) $881
- Reinv 88
FCFF $793

Global taxi market is $100 billlion currently, expected to grow 6% a year for next ten years.

Uber will keep 20% of the gross cab receipts as its revenues

Uber's market share of this market will increase to 10% over the next 10 years.

Uber's operating expenses will amount to 60% of its revenues. (Operating margin=40%)

Uber will pay a tax rate of 30% on its income, increasing to 40% over the next 10 years

Uber will generate $5 in incremental revenues for every dollar of incremental capital.

	1	2	3	4	5	6	7	8	9	10
Overall market	$106,000	$112,360	$119,102	$126,248	$133,823	$141,852	$150,363	$159,385	$168,948	$179,085
Share of market (gross)	3.63%	5.22%	6.41%	7.31%	7.98%	8.49%	8.87%	9.15%	9.36%	10.00%
Revenues as percent of gross	20.00%	20.00%	20.00%	20.00%	20.00%	20.00%	20.00%	20.00%	20.00%	20.00%
Annual Revenue	$769	$1,173	$1,528	$1,846	$2,137	$2,408	$2,666	$2,916	$3,163	$3,582
Operating margin	7.00%	10.67%	14.33%	18.00%	21.67%	25.33%	29.00%	32.67%	36.33%	40.00%
Operating Income	$54	$125	$219	$332	$463	$610	$773	$953	$1,149	$1,433
Effective tax rate	31%	32%	33%	34%	35%	36%	37%	38%	39%	40%
- Taxes	$17	$40	$72	$113	$162	$220	$286	$362	$448	$573
After-tax operating income	$37	$85	$147	$219	$301	$390	$487	$591	$701	$860
Sales/Capital Ratio	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00
- Reinvestment	$94	$81	$71	$64	$58	$54	$52	$50	$49	$84
Free Cash Flow to the Firm	-$57	$4	$76	$156	$243	$336	$435	$541	$652	$776

Based on the investment of $1.2 billion made by investors, the imputed value for Uber's operating assets, in June 2014 ,was $17 billion.

Discount back the cash flows (including terminal value) at the cumulated cost of capital.

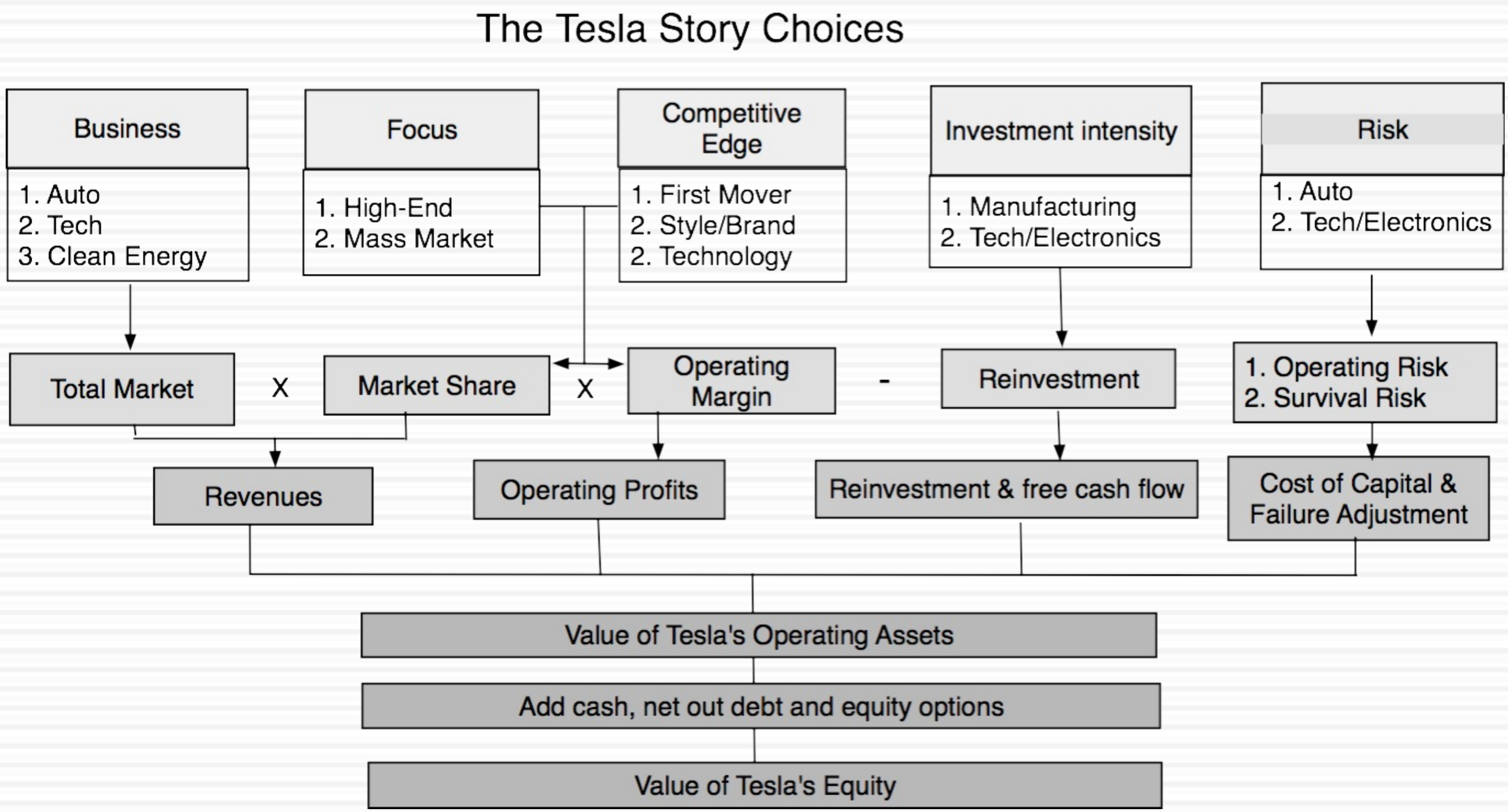
Value of operating assets = $6,595

Adust for probability of failure (10%)
Expected value = $6,595 (.9) = $5,895

Cost of capital for first 5 years = Top decile of US companies = 12%

Cost of capital declines from 12% to 8% from years 6 to 10.

Divergent Stories? Tesla Story Choices



And how they translate to numbers

Story	Revenues	Operating Margins	Reinvestment Efficiency	Risk	Value/Share	Equity Value
The Big Auto	BMW-like ($100 billion)	Auto 75th percentile	Auto 75th percentile	Auto median	$ 105.79	$ 27,547
	Daimler-like ($200 billion)	Auto 75th percentile	Auto 75th percentile	Auto median	$ 227.42	$ 49,076
	VW/Toyota-like ($300 billion)	Auto 75th percentile	Auto 75th percentile	Auto median	$ 332.82	$ 67,731
Auto+ Tech	BMW-like ($100 billion)	Tech median	Tech median	Tech median	$ 110.96	$ 28,461
	Daimler-like ($200 billion)	Tech median	Tech median	Tech median	$ 211.84	$ 46,317
	VW/Toyota-like ($300 billion)	Tech median	Tech median	Tech median	$ 297.86	$ 61,544
An Auto FAANG	BMW-like ($100 billion)	FAANG aggregate	FAANG aggregate	Tech median	$ 458.37	$ 89,953
	Daimler-like ($200 billion)	FAANG aggregate	FAANG aggregate	Tech median	$ 854.64	$ 160,094
	VW/Toyota-like ($300 billion)	FAANG aggregate	FAANG aggregate	Tech median	$ 1,204.62	$ 222,040
FAANG	VW/Toyota-like ($300 billion)	Software median	Revolutionary Manufacturing	Auto median	$ 2,105.55	$ 381,504

As companies mature, their stories become bounded..

Apple

The Story

Apple is a cash machine, deriving much of its cash and value from its iPhone franchise. It's large size will make it disruptive growth difficult and I expect the company to continue to churn out cash from its existing businesses, albeit with almost flat revenues and declining margins, as competition increases. In spite of its size, the company will continue to be riskier than average, because it has to reinvent itself every two years to survive. Finally, the tax rate paid by the company will gradually rise over time to a global average and trapped cash will be returned with a tax penalty.

The Assumptions

	Base year	*Years 1-5*	*Years 6-10*		*After year 10*	*Link to story*
Revenues (a)	$ 218,118	1.50%	1.00%		1.00%	Mature company; size impedes growth
Operating margin (b)	29.18%	29.18%	25.00%		25.00%	Margins decrease with competition
Tax rate	26.01%	26.01%	30.00%		30.00%	Tax rate increases to global average
Reinvestment (c)		Sales to capital ratio	1.60	RIR =	14.35%	Reinvest like electronics company
Return on capital	-7189.38%	Marginal ROIC =	-6.60%		6.97%	ROIC converges on cost of capital
Cost of capital (d)		9.09%	6.97%		6.97%	In the 75th risk percentile of US firms

The Cash Flows

	Revenues	*Operating Margin*	*EBIT*	*EBIT (1-t)*	*Reinvestment*	*FCFF*
1	$ 221,390	28.76%	$ 63,674	$ 47,113	$ 2,045	$ 45,068
2	$ 224,711	28.34%	$ 63,690	$ 47,125	$ 2,076	$ 45,049
3	$ 228,081	27.93%	$ 63,692	$ 47,127	$ 2,107	$ 45,020
4	$ 231,502	27.51%	$ 63,680	$ 47,118	$ 2,138	$ 44,979
5	$ 234,975	27.09%	$ 63,654	$ 47,098	$ 2,170	$ 44,927
6	$ 238,265	26.67%	$ 63,549	$ 46,513	$ 2,056	$ 44,457
7	$ 241,362	26.25%	$ 63,366	$ 45,874	$ 1,936	$ 43,938
8	$ 244,258	25.84%	$ 63,106	$ 45,182	$ 1,810	$ 43,371
9	$ 246,945	25.42%	$ 62,768	$ 44,439	$ 1,679	$ 42,760
10	$ 249,415	25.00%	$ 62,354	$ 43,648	$ 1,543	$ 42,104
Terminal year	$ 251,909	25.00%	$ 62,977	$ 44,084	$ 6,325	$ 37,759

The Value

Terminal value	$ 632,483		
PV(Terminal value)	$ 281,080		
PV (CF over next 10 years)	$ 286,557		
Value of operating assets =	$ 567,637		
Adjustment for distress	$ -	Probability of failure =	0.00%
- Debt & Mnority Interests	$ 94,141		
+ Cash & Other Non-operating assets	$ 215,090		
Value of equity	$ 688,586		
- Value of equity options	$ 128		
Number of shares	5,336.17		
Value per share	$ 129.02	Stock was trading at =	$130.27

And in decline, they can be depressing..

JC Penney in 2016: Road to Nowhere?

Declining business: Revenues expected to drop by 3% a year fo next 5 years

	Base year	1	2	3	4	5	6	7	8	9	10
Revenue growth rate		-3.00%	-3.00%	-3.00%	-3.00%	-3.00%	-2.00%	-1.00%	0.00%	1.00%	2.00%
Revenues	$ 12,522	$12,146	$11,782	$11,428	$11,086	$10,753	$10,538	$10,433	$10,433	$10,537	$10,748
EBIT (Operating) margin	1.32%	1.82%	2.31%	2.80%	3.29%	3.79%	4.28%	4.77%	5.26%	5.76%	6.25%
EBIT (Operating income)	$ 166	$ 221	$ 272	$ 320	$ 365	$ 407	$ 451	$ 498	$ 549	$ 607	$ 672
Tax rate	35.00%	35.00%	35.00%	35.00%	35.00%	35.00%	36.00%	37.00%	38.00%	39.00%	40.00%
EBIT(1-t)	$ 108	$ 143	$ 177	$ 208	$ 237	$ 265	$ 289	$ 314	$ 341	$ 370	$ 403
- Reinvestment		$ (188)	$ (182)	$ (177)	$ (171)	$ (166)	$ (108)	$ (53)	$ -	$ 52	$ 105
FCFF		$ 331	$ 359	$ 385	$ 409	$ 431	$ 396	$ 366	$ 341	$ 318	$ 298
Cost of capital		9.00%	9.00%	9.00%	9.00%	9.00%	8.80%	8.60%	8.40%	8.20%	8.00%
PV(FCFF)		$ 304	$ 302	$ 297	$ 290	$ 280	$ 237	$ 201	$ 173	$ 149	$ 129
Terminal value	$ 5,710										
PV(Terminal value)	$ 2,479										
PV (CF over next 10 years)	$ 2,362										
Sum of PV	$ 4,841										
Probability of failure =	20.00%										
Proceeds if firm fails =	$2,421										
Value of operating assets =	$4,357										

High debt load and poor earnings put survival at risk. Based on bond rating, 20% chance of failure and liquidation will bring in 50% of book value

Margins improve gradually to median for US retail sector (6.25%)

As stores shut down, cash released from real estate.

The cost of capital is at 9%, higher because of high cost of debt.

The Bottom Line for Investors

- To be a successful investor in early-stage businesses, you need to be a good judge of narrative.
  - Not only do you need to be able to find good stories to invest in, but you also have to be able to separate impossible stories (fairy tales) from plausible stories, and then providing support (financial or management) to make the plausible into the probable.
  - You will also get much bigger disagreements about value and story, across investors.
- To be a successful in mature businesses, you need to be able to use the numbers that the business has already produced to decide on a narrative that is right for it, and then invest in companies where (you believe) the market has a mistaken narrative.

PRICE VERSUS VALUE, ACROSS THE LIFE CYCLE

Price versus Value: The Set up

Drivers of intrinsic value
- Cashflows from existing assets
- Growth in cash flows
- Quality of Growth

Drivers of price
- Market moods & momentum
- Surface stories about fundamentals

Accounting Estimates

Valuation Estimates

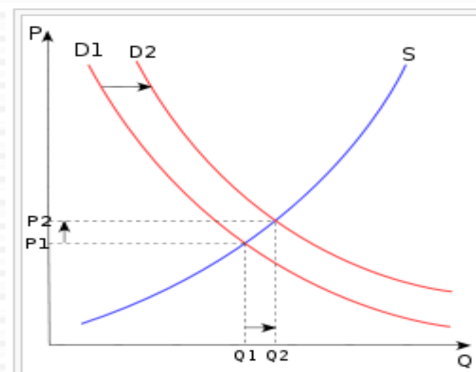
INTRINSIC VALUE

Value

THE GAP
Is there one?
If so, will it close?
If it will close, what will cause it to close?

Price

PRICE



Multiples and Comparable Transactions

Market value of equity

Market value for the firm
Firm value = Market value of equity + Market value of debt

Market value of operating assets of firm
Enterprise value (EV) = Market value of equity + Market value of debt - Cash

Step 1: Pick a multiple

$$\text{Multiple} = \frac{\text{Numerator = What you are paying for the asset}}{\text{Denominator = What you are getting in return}}$$

CHOOSE A MULTIPLE

Revenues
a. Accounting revenues
b. Drivers
- # Customers
- # Subscribers
= # units

Earnings
a. To Equity investors
- Net Income
- Earnings per share
b. To Firm
- Operating income (EBIT)

Cash flow
a. To Equity
- Net Income + Depreciation
- Free CF to Equity
b. To Firm
- EBIT + DA (EBITDA)
- Free CF to Firm

Book Value
a. Equity
= BV of equity
b. Firm
= BV of debt + BV of equity
c. Invested Capital
= BV of equity + BV of debt - Cash

Step 2: Choose comparables

Narrow versus Broad sector/business

Similar market cap or all companies

Country, Region or Global

Other criteria, subjective & objective

PICK COMPARABLE FIRMS

Step 3: Tell a story

Risk
- Lower risk for higher value
- Higher risk for lower value

Growth
- Higher growth for higher value
- Lower growth for lower value

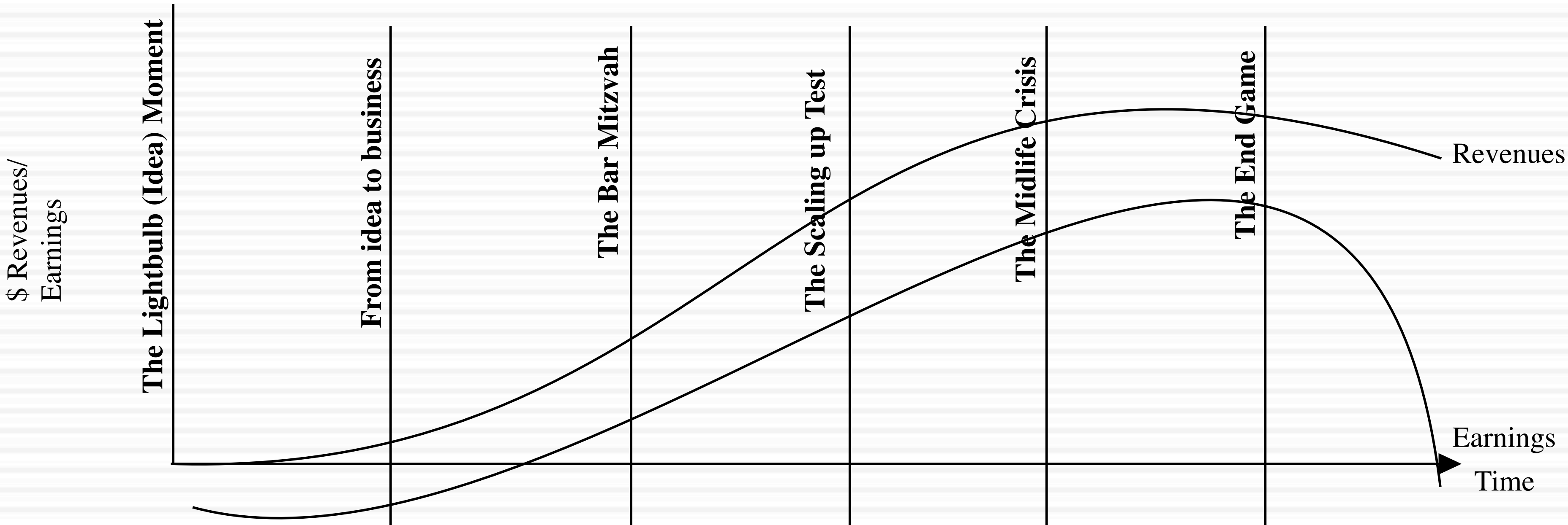
Quality of growth
- Higher barriers to entry/moats for higher value
- Lower barriers to entry for lower value

SPIN/TELL YOUR STORY

Uncertainty and the Pricing Imperative

- As investors/analysts face more uncertainty about the future, they become less willing to grapple with it and make estimates for the future, a requirement for valuation.
- Instead, they choose to price companies/assets, thus anchoring what they are willing to pay to what others are paying for similar assets.
- Note that while this reaction is understandable, the uncertainty still remains.
  - You are in denial. Hiding from uncertainty does not make it go away.
  - You are letting the crowd, just as uncertain as you are, determine what you should pay.

The Evolution of Uncertainty



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Type & Magnitude	*High & company specific*	→	→	→	→	*Low & sector or macro driven*

Pricing and Value: Across the Life Cycle

Growth stage	*Stage 1* *Start-up*	*Stage 2* *Young Growth*	*Stage 3:* *High Growth*	*Stage 4 & 5* *Mature Stable*	*Stage 6* *Decline*
Key Questions	Is there a market for the product or service? How big is that market? Will you survive?	Do people use your product or service? How much do they like it?	Will people pay for the product or service? Can you scale up, i.e., grow as you get bigger?	Can you make money of the product and service and sustain profitability in the face of competition?	What will you get if you sell your assets? How do you plan to return cash flows to your investors?
Pricing Metrics & Measures	Market size, Cash on hand, Access to capital	Number of users, User intensity (EV/User)	User engagement with model, Revenues (EV/Sales)	Earnings levels and growth (PE, EV/EBIT)	Cash flows, Payout & Debt servicing (PBV, EV/EBITDA)
Narrative vs Numbers	Mostly or all narrative	More narrative than numbers	Mix of narrative & numbers	More numbers than narrative	Mostly or all numbers
Value Drivers	Total market size, Market Share & Target Margin	Revenue Growth (and its drivers)	Revenue Growth & Reinvestment	Operating margins and Return on capital	Dividends/Cash Returns & Debt ratios
Dangers	*Macro delusions*, where companies are collectively overpriced, given market size.	*Value distractions*, with focus on wrong revenue drivers.	*Growth illusions*, with failure to factor in the cost of growth.	*Disruption Denial*, with failure to see threats to sustainable profits.	*Liquidation leakage*, with unrealistic assumptions about what others will pay for liquidated assets.
Transitions	*Potential to Product*	*Product to Revenues*	*Revenues to Profits*	*Profits to Cash flows*	

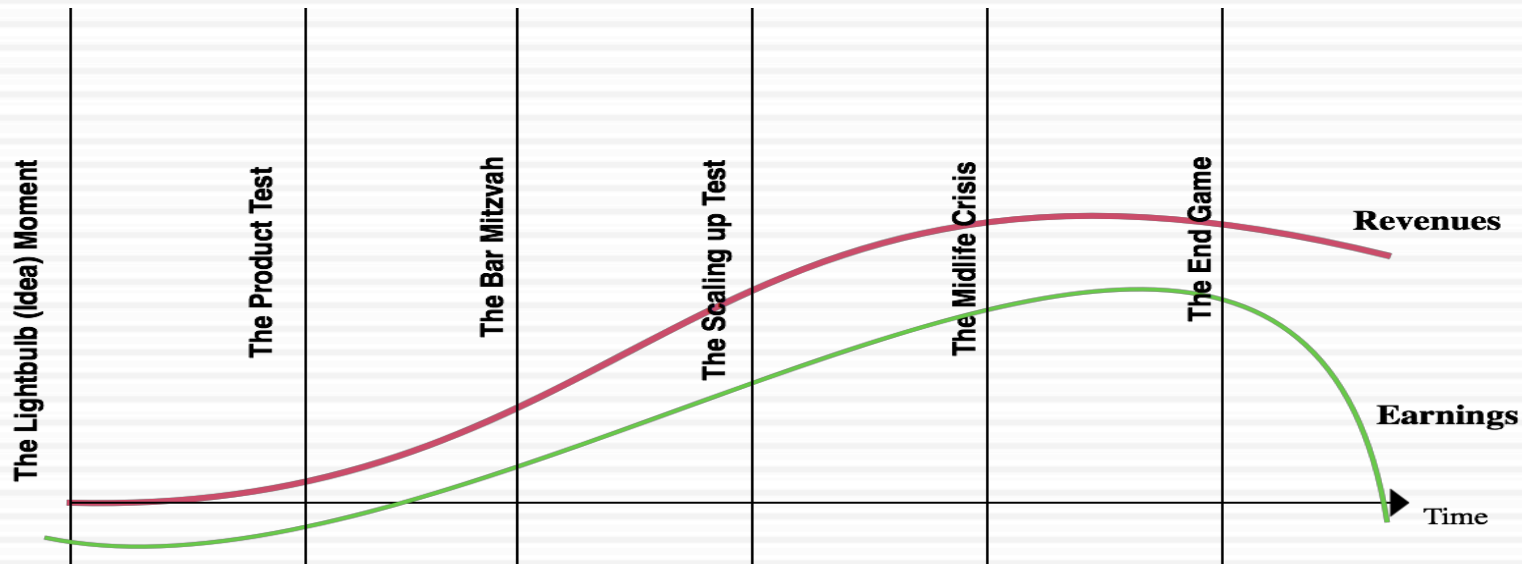
THE MANAGERS' JOB, ACROSS THE LIFE CYCLE

Story Tellers, Business Builders and Managers

As companies age, the managerial imperative shifts..

- With young companies, you need dreamers & visionaries: Early in a company's life, when all you have are ideas and no clear business plan, it is all about the narrative. Not surprisingly, the most successful managers/investors at this stage are people who are stronger on narrative.
- As companies age, you need pragmatists and builders: As companies age, the emphasis shifts to numbers, partly because more of the value is determined by the narrative that has actually unfolded and partly because there are more numbers to focus on. The most successful managers/investors become people who can work with and around those numbers.

And the focus changes.... And so does the right CEO for the company

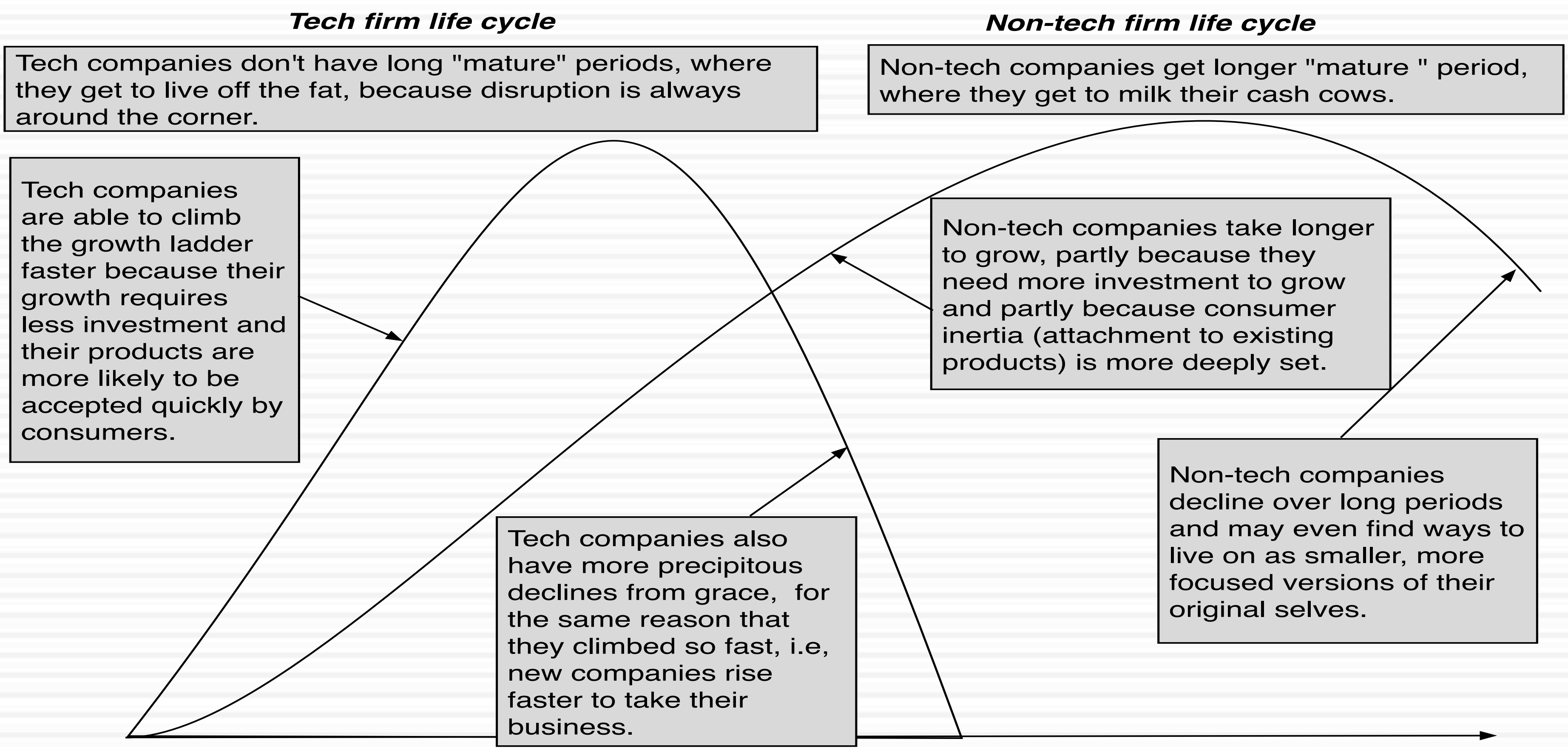


Lifecycle stage	**Start-up**	**Young Growth**	**High Growth**	**Mature Growth**	**Mature Stable**	**Decline**
The Game	Tell a compelling & plausible story	Stay consistent with story	Deliver numbers to back story	Keep story in sync with numbers	Adjust story to reflect maturity	Shrink the company
The Right CEO	Steve, the Visionary	Paula, the Pragmatist	Bob, the Builder	Oscar, the Opportunist	Donna, the Defender	Larry, the Liquidator

As emphasis shifts, managers can resist, adapt or move on

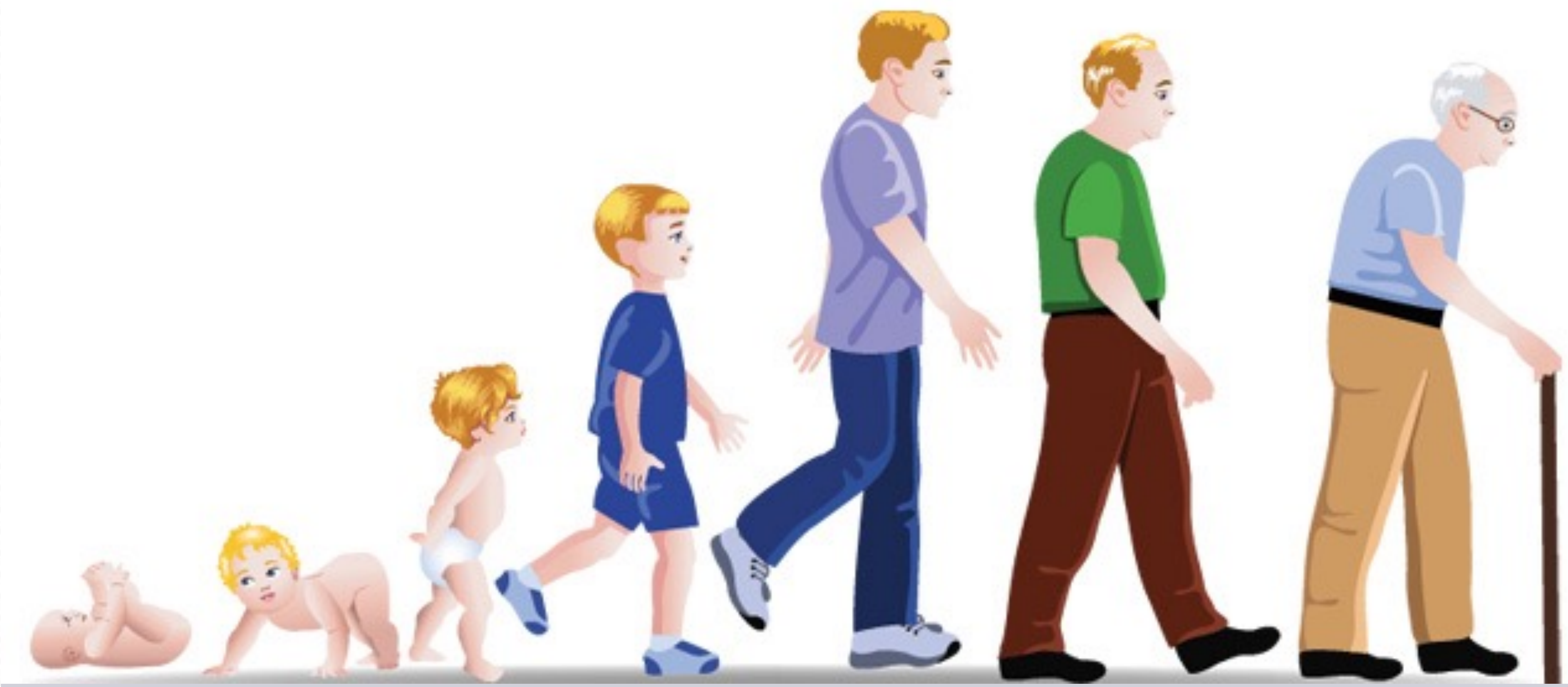
- As young start-ups succeed and start moving into the growth, the managers who were instrumental in their success have three choices:
  - Adapt and adjust their focus to include numbers, without giving up their narrative.
  - Stay completely focused on narrative and ignore numbers.
  - Hand over control of the operating details of the company to a numbers person while handling the narrative part.
- With investors, the transition is made easier by the existence of public markets. As companies go public, these investors can cash out and go back to their preferred habitat.

Tech versus Non-tech life cycles



The challenge of shorter life cycles..

- When life cycles were long, stretching over decades, time and aging allowed for smoother transitions, since CEOs aged with their companies, and moved on.
- As life cycles shorten, managers are far more likely to find their companies changing under them so quickly that they can no longer adapt.
  - To be a long tenured CEO, you will either need to be versatile and/or be able to delegate the work that you cannot do to people you empower and trust.
  - If these transitions are not well managed, there will be far more turnover in top management and activist investing will flourish.



"Growing old is mandatory, Growing up is optional"