Aswath Damodaran

VALUATION: IT'S NOT THAT COMPLICATED!

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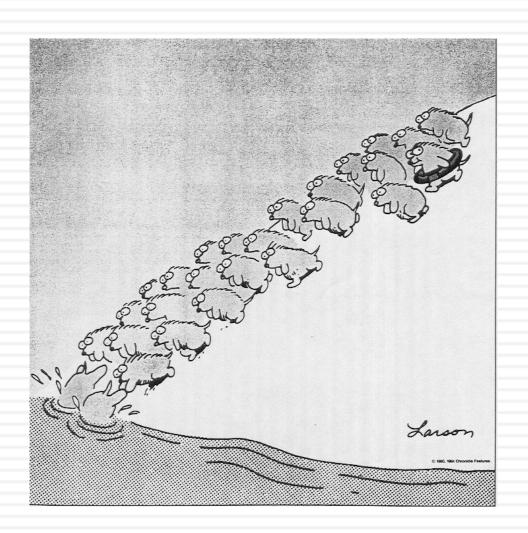
The Big Picture

Just because you have a D and a CF does not mean you have a DCF!

Some Initial Thoughts

"One hundred thousand lemmings cannot be wrong"

Graffiti



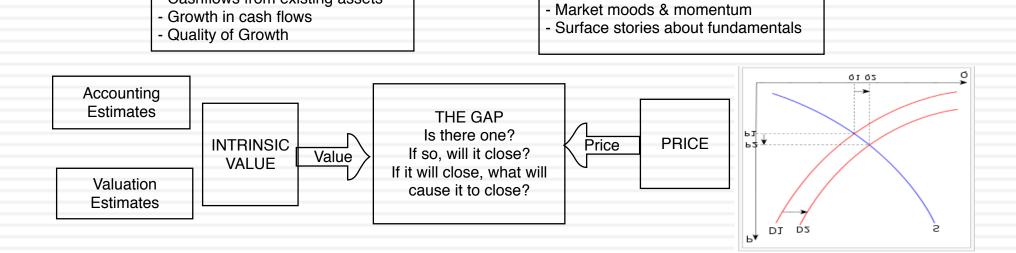
Theme 1: Characterizing Valuation as a discipline

- In a science, if you get the inputs right, you should get the output right. The laws of physics and mathematics are universal and there are no exceptions. Valuation is not a science.
- In an art, there are elements that can be taught but there is also a magic that you either have or you do not. The essence of an art is that you are either a great artist or you are not. Valuation is not an art.
- A craft is a skill that you learn <u>by doing</u>. The more you do it, the better you get at it. Valuation is a craft.

Theme 2: Valuing an asset is not the same as pricing that asset

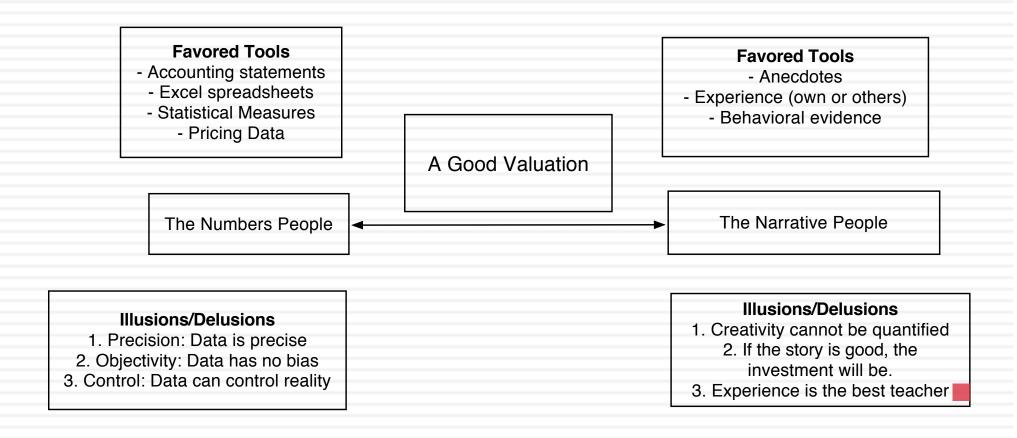
Drivers of intrinsic value

- Cashflows from existing assets



Drivers of price

Theme 3: Good valuation = Story + Numbers



Theme 4: If you value something, you should be willing to act on it..

- What theory? There is very little theory in valuation and I am not sure what an academic valuation would like like and am not sure that I want to find out.
- Pragmatism, not purity: The end game is to estimate a value for an asset. I plan to get there, even if it means taking short cuts and making assumptions that would make purists blanch.
- Do you have faith? To act on your valuations, you have to have faith in
 - In your own valuation judgments.
 - In markets: that prices will move towards your value estimates. That faith will have to be earned.

Misconceptions about Valuation

- Myth 1: A valuation is an objective search for "true" value
 - Truth 1.1: All valuations are biased. The only questions are how much and in which direction.
 - Truth 1.2: The direction and magnitude of the bias in your valuation is directly proportional to who pays you and how much you are paid.
- Myth 2.: A good valuation provides a precise estimate of value
 - Truth 2.1: There are no precise valuations
 - Truth 2.2: The payoff to valuation is greatest when valuation is least precise.
- Myth 3: . The more quantitative a model, the better the valuation
 - Truth 3.1: One's understanding of a valuation model is inversely proportional to the number of inputs required for the model.
 - Truth 3.2: Simpler valuation models do much better than complex ones.

Approaches to Valuation

- Intrinsic valuation, relates the value of an asset to the present value of expected future cashflows on that asset. In its most common form, this takes the form of a discounted cash flow valuation.
- Relative valuation or Pricing, estimates the value of an asset by looking at the pricing of 'comparable' assets relative to a common variable like earnings, cash flows, book value or sales.
- Contingent claim valuation, uses option pricing models to measure the value of assets that share option characteristics.

Discounted Cash Flow Valuation

- What is it: In discounted cash flow valuation, the value of an asset is the present value of the expected cash flows on the asset.
- Philosophical Basis: Every asset has an intrinsic value that can be estimated, based upon its characteristics in terms of cash flows, growth and risk.
- Information Needed: To use discounted cash flow valuation, you need
 - to estimate the life of the asset
 - to estimate the cash flows during the life of the asset
 - to estimate the discount rate to apply to these cash flows to get present value
- Market Inefficiency: Markets are assumed to make mistakes in pricing assets across time, and are assumed to correct themselves over time, as new information comes out about assets.

Risk Adjusted Value: Three Basic Propositions

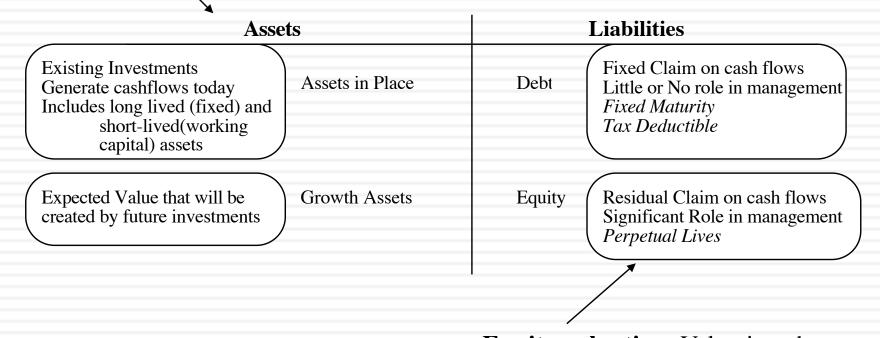
The value of a risky asset can be estimated by discounting the expected cash flows on the asset over its life at a risk-adjusted discount rate:

Value of asset =
$$\frac{E(CF_1)}{(1+r)} + \frac{E(CF_2)}{(1+r)^2} + \frac{E(CF_3)}{(1+r)^3} + \dots + \frac{E(CF_n)}{(1+r)^n}$$

- The IT Proposition: If "it" does not affect the cash flows or alterrisk (thus changing discount rates), "it" cannot affect value.
- The DUH Proposition: For an asset to have value, the expected cash flows have to be positive some time over the life of the asset.
- The DON'T FREAK OUT Proposition: Assets that generate cash flows early in their life will be worth more than assets that generate cash flows later; the latter may however have greater growth and higher cash flows to compensate.

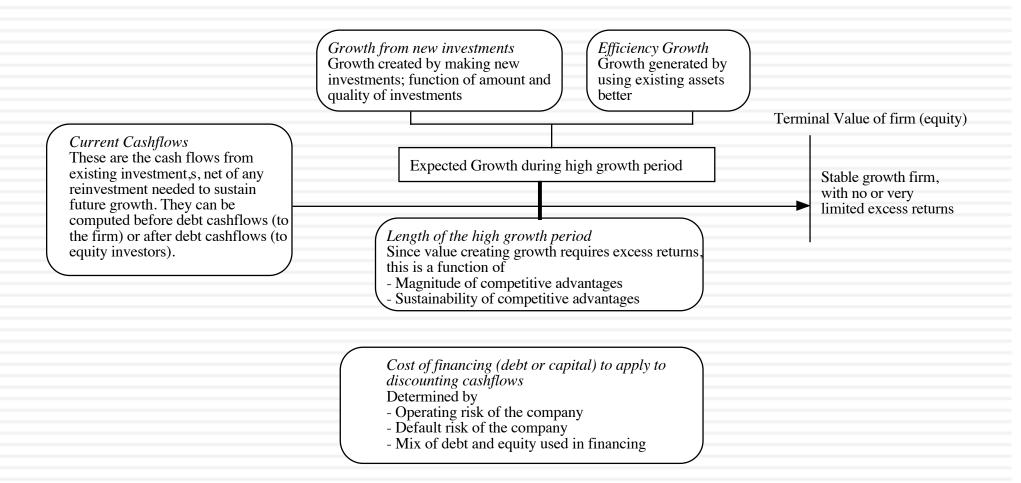
DCF Choices: Equity Valuation versus Firm Valuation

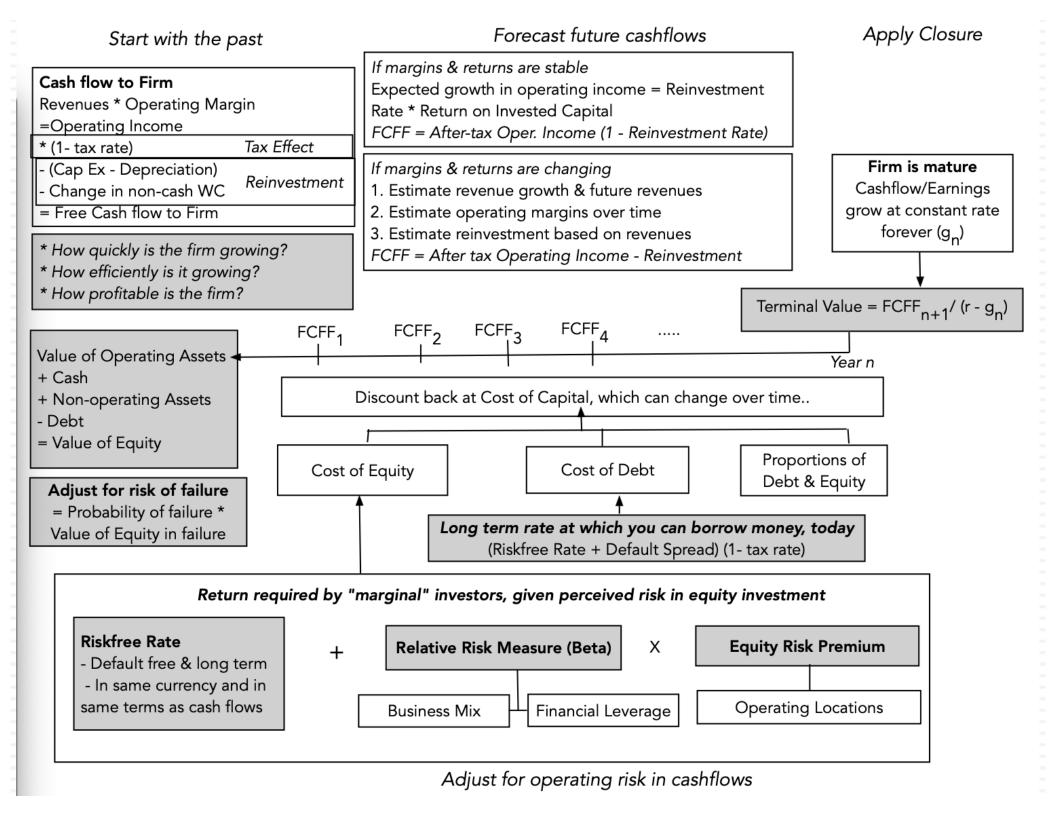
Firm Valuation: Value the entire business

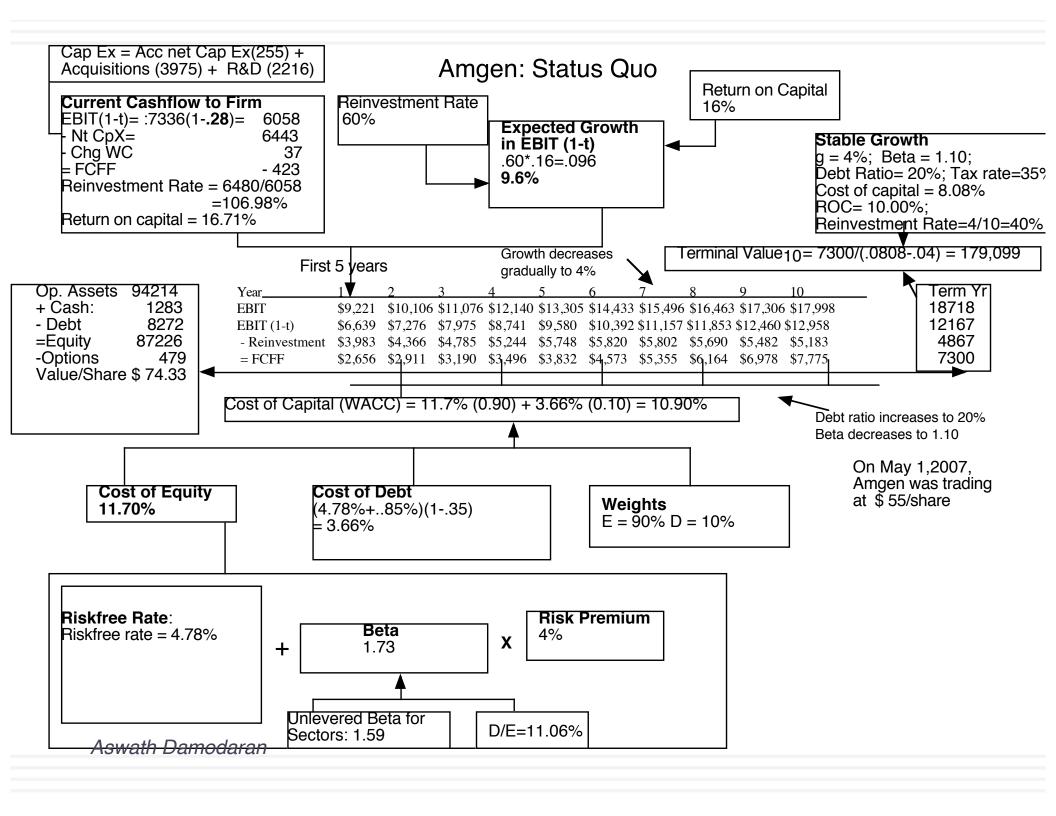


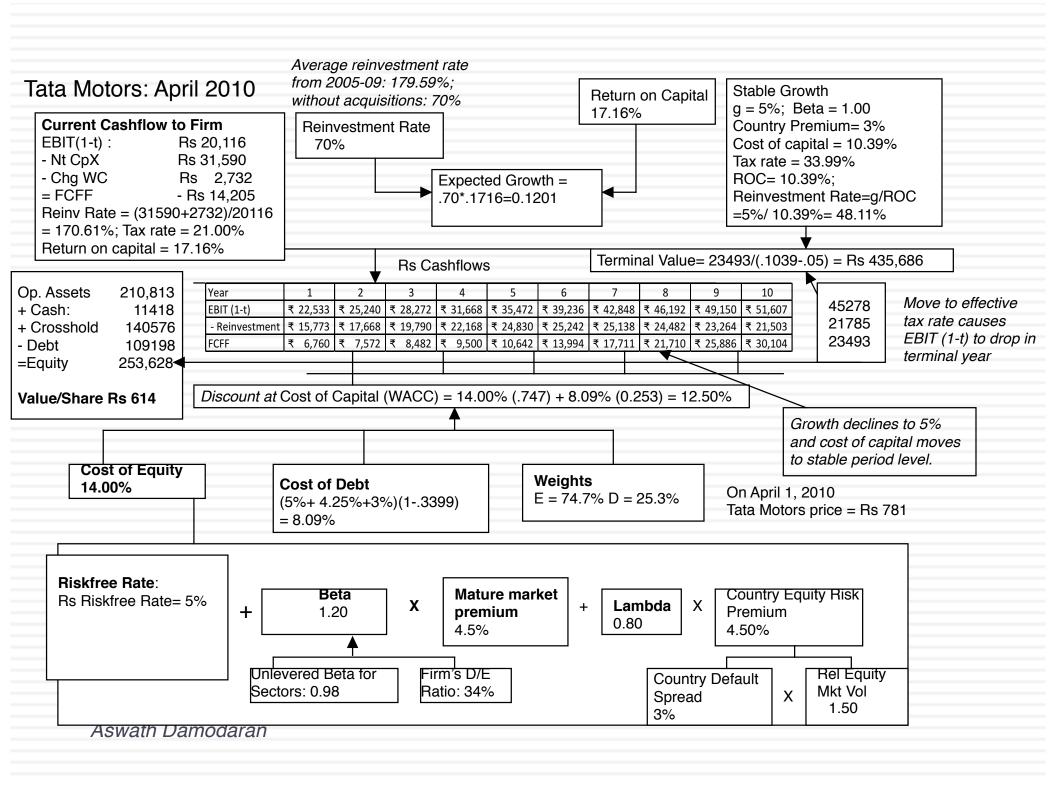
Equity valuation: Value just the equity claim in the business

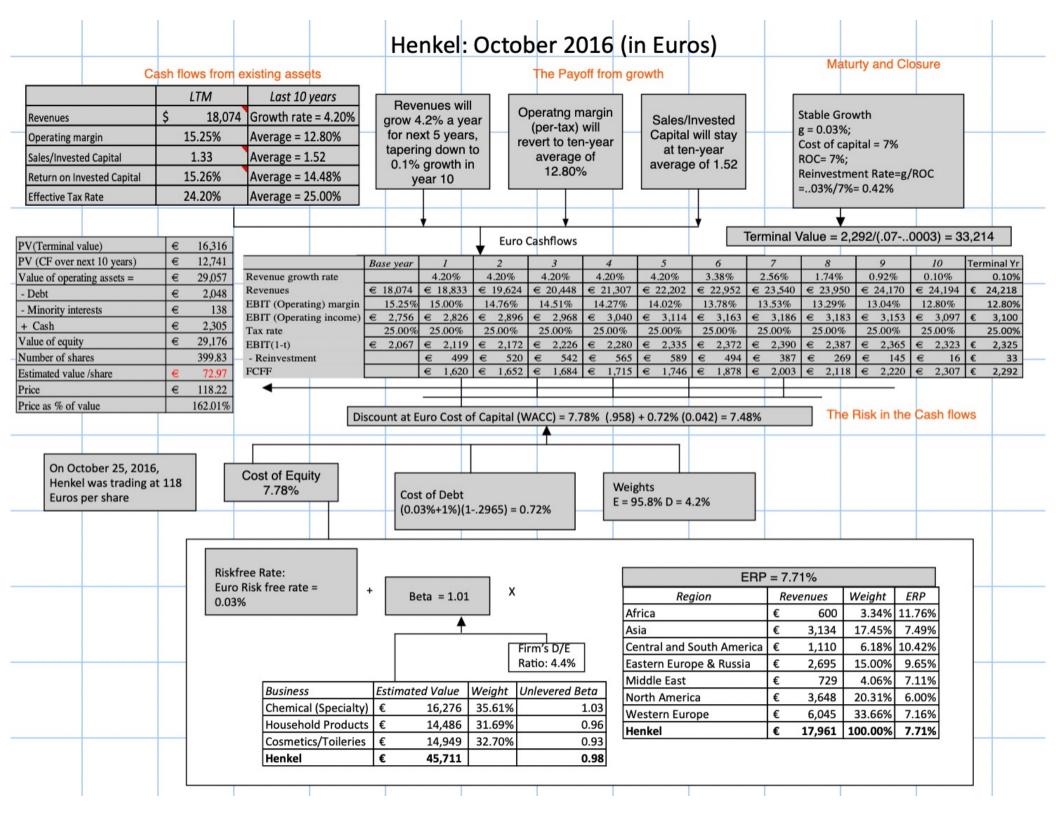
The Drivers of Value...











Arcelik's revenue growth has been solid and its margins have been high, but return on capital has been less that the cost of capital

		2014- 2019	Industry Average
Revenue Growth	37.03%	20.14%	7.83%
Pre-tax Operating Margin	7.82%	7.70%	7.93%
ROIC	11.70%	12.74%	18.68%
Sales/Capital	1.70	1.77	2.73

Aswath Damogaran

Arcelik: My valuation (October 2019)

Between 2014 and 2019, Arcelik reported a growth rate of 20.14% in revenues, an average operating margin of 7.70% and an average sales to capital ratio of 1.77.

Revenue growth of 20% a year for 5 years, tapering down to 10% in year 10

Pre-tax operating Sales to capital ratio margin increases to of 2.73, matching 8.00% over time. global average

Stable Growth

g = 10%Cost of capital = 15% ROC= 15%: Reinvestment Rate= 10%/15% = 66.67%

Terminal Value= 3,332/(.15-.10) = TL 66,633

PV(Terminal value)	\$11,766.68
PV (CF over next 10 years)	\$ 3,603.22
Value of operating assets =	\$15,369.90
- Debt	\$14,305.92
- Minority interests	\$ 114.60
+ Cash	\$ 6,026.00
+ Non-operating assets	\$ 481.10
Value of equity	\$ 7,456.48
Number of shares	675.70
Estimated value /share	\$ 11.04

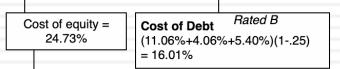
FCFF

On October 14, 2019, the shares were trading at 18 TL/share.

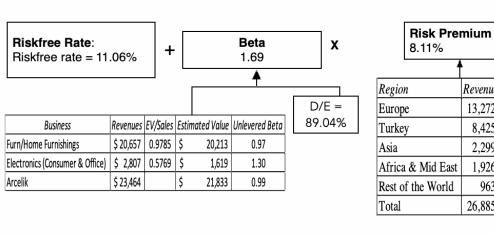
Bose year 5 10 Terminal year Revenue growth rate 20,00% 20,00% 20,00% 18,00% 14,00% 20,00% 20,00% 16,00% 12,00% 10.00% 10.00% 30,440 4 36,528 & 43,834 & 52,600 4 63,120 క 75,744 % 89,378 4 103,679 # 118,194 & 132,377 శ 145,615 & 160,177 & Revenues EBIT (Operating) margin 7.82% 7.84% 7.86% 7.88% 7.89% 7.91% 7.93% 7.95% 7.96% 7.98% 8.00% 8.00% EBIT (Operating income) 2,381 4 2,864 & 3,444 % 4,143 4 4,982 & 5,992 & 7.087 4 8,239 4 9,413 & 10,567 & 11,649 & 12,814 % 14.80% 14,80% 14,80% 14,80% 14,80% 14,80% 16.24% 17.68% 19,12% 20.56% 22,00% 22,00% Tax rate EBIT(1-0 2,029 4 2,440 % 2,935 & 3,529 4 4,245 & 5,105 & 5.936 4 6.78247,614 & 8,394 & 9,086 & 9,995 & - Reinvestment 2,226 & 2,672 % 3,206 4 3,847 & 4,616 & 4.986 4 5,230 4 5.308 & 5,187 % 4,841 & 6,663 & 214 % 263 8 324 4 489 S 950 4 1.553 4 2,306 & 3.208 & 4.246 5 3,332 & 398 &

Cost of capital = 24.73% (.522) + 16.01% (.478) = 20.64%

Cost of capital decreases to 15% from years 6-10



Weights E = 52.2% D = 47.8%

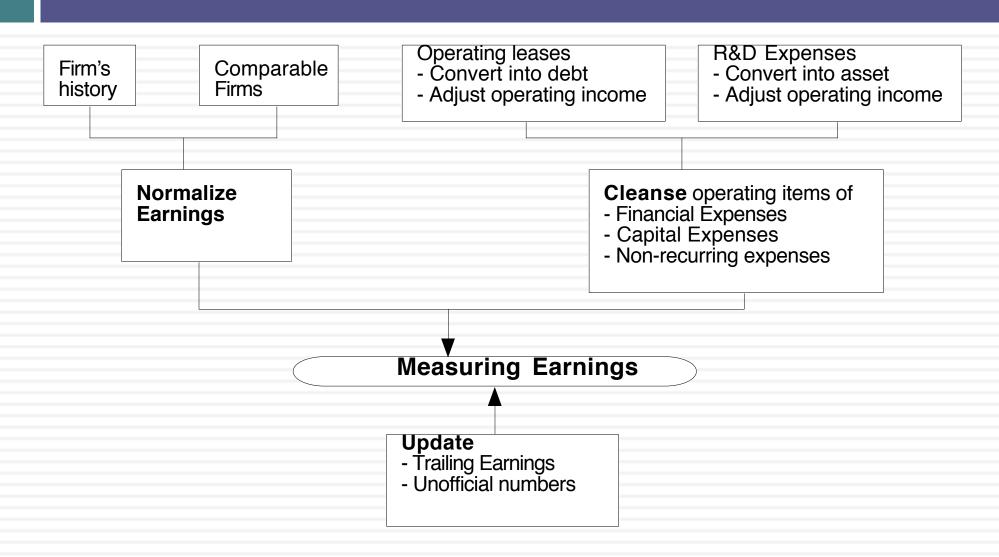


Revenues ERP Weight 13,272 ₺ 6.68% 49.37% 8,425 ₺ 10.53% 31.34% 2,299 ₺ 7.00% 8.55% 7.16% Africa & Mid East 9.08% 1,926₺ 3.58% Rest of the World 963₺ 7.39% 26,885 ₺ 8.11% 100.00%

I. The Nuts and Bolts of D & CF

The details matter, but never as much as you think they do...

I. Measure earnings right...



Operating Leases at Amgen in 2007

Amgen has lease commitments and its cost of debt (based on it's A rating) is 5.63%.

Year	Commitment	Present Value
1	\$96.00	\$90.88
2	\$95.00	\$85.14
3	\$102.00	\$86.54
4	\$98.00	\$78.72
5	\$87.00	\$66.16
6-12	\$107.43	\$462.10 (\$752 million prorated)
□ Deht	t Value of leases =	\$869.55

Dept value of leases =

- \$869.55
- Debt outstanding at Amgen = \$7,402 + \$870 = \$8,272 million
- Adjusted Operating Income = Stated OI + Lease expense this year Depreciation = 5,071 m + 69 m - 870/12 = \$5,068 million (12 year life for assets)
- Approximate Operating income= stated OI + PV of Lease commitment * Pre-tax cost of debt
- \$5,071 m + 870 m (.0563) = \$5,120 million

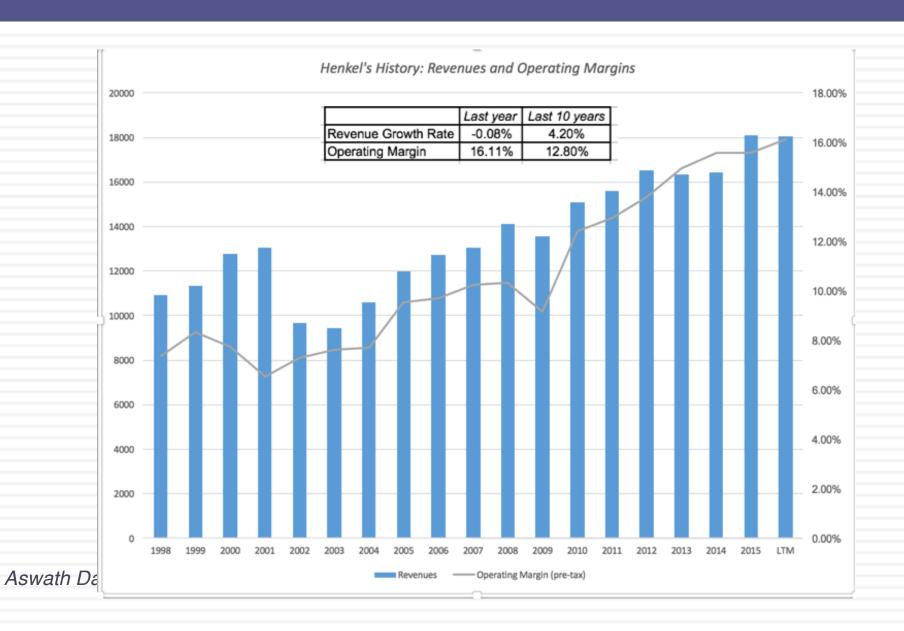
Capitalizing R&D Expenses: Amgen

R & D was assumed to have a 10-year life.

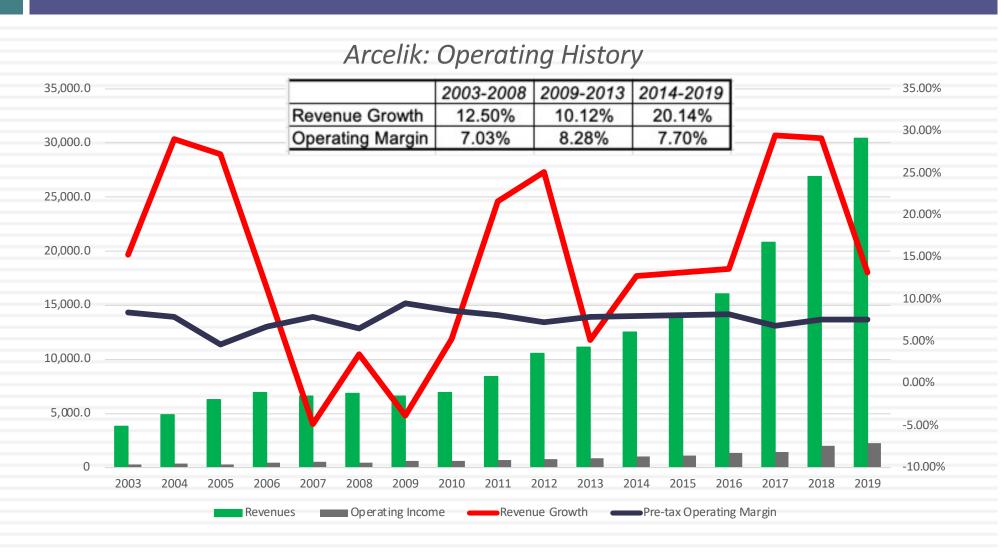
Year	R&D Expense	Unamortiz	ed portion	Amortization this year
Current	3366.00	1.00	3366.00	
-1	2314.00	0.90	2082.60	\$231.40
-2	2028.00	0.80	1622.40	\$202.80
-3	1655.00	0.70	1158.50	\$165.50
-4	1117.00	0.60	670.20	\$111.70
-5	865.00	0.50	432.50	\$86.50
-6	845.00	0.40	338.00	\$84.50
-7	823.00	0.30	246.90	\$82.30
-8	663.00	0.20	132.60	\$66.30
-9	631.00	0.10	63.10	\$63.10
-10	558.00		0.00	\$55.80
Value of Research Asse	et =		\$10,112.80	\$1,149.90

[□] Adjusted Operating Income = \$5,120 + 3,366 - 1,150 = \$7,336 million

Henkel's Operating History



Arcelik's Operating History



II. Get the big picture (not the accounting one) when it comes to cap ex and working capital

- Capital expenditures should include
 - Research and development expenses, once they have been recategorized as capital expenses.
 - Acquisitions of other firms, whether paid for with cash or stock.
- Working capital should be defined not as the difference between current assets and current liabilities but as the difference between non-cash current assets and nondebt current liabilities.
- On both items, start with what the company did in the most recent year but do look at the company's history and at industry averages.

Amgen's Net Capital Expenditures

□ The accounting net cap ex at Amgen is small:

Accounting Capital Expenditures = \$1,218 million

- Accounting Depreciation = \$ 963 million

■ Accounting Net Cap Ex = \$ 255 million

We define capital expenditures broadly to include R&D and acquisitions:

Accounting Net Cap Ex = \$ 255 million

■ Net R&D Cap Ex = (3366-1150) = \$2,216 million

□ Acquisitions in 2006 = \$3,975 million

■ Total Net Capital Expenditures = \$ 6,443 million

 Acquisitions have been a volatile item. Amgen was quiet on the acquisition front in 2004 and 2005 and had a significant acquisition in 2003.

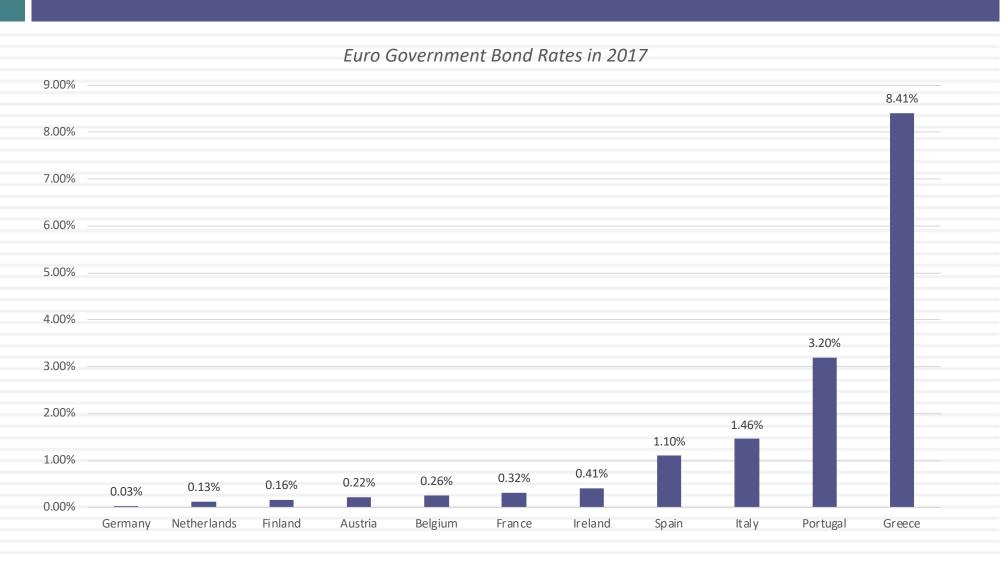
III. The government bond rate is not always the riskfree rate

- When valuing Amgen in US dollars, the US\$ ten-year bond rate of 4.78% was used as the risk free rate. We assumed that the US treasury was default free.
- When valuing Tata Motors in Indian rupees in 2010, the Indian government bond rate of 8% was not default free. Using the Indian government's local currency rating of Ba2 yielded a default spread of 3% for India and a riskfree rate of 5% in Indian rupees.

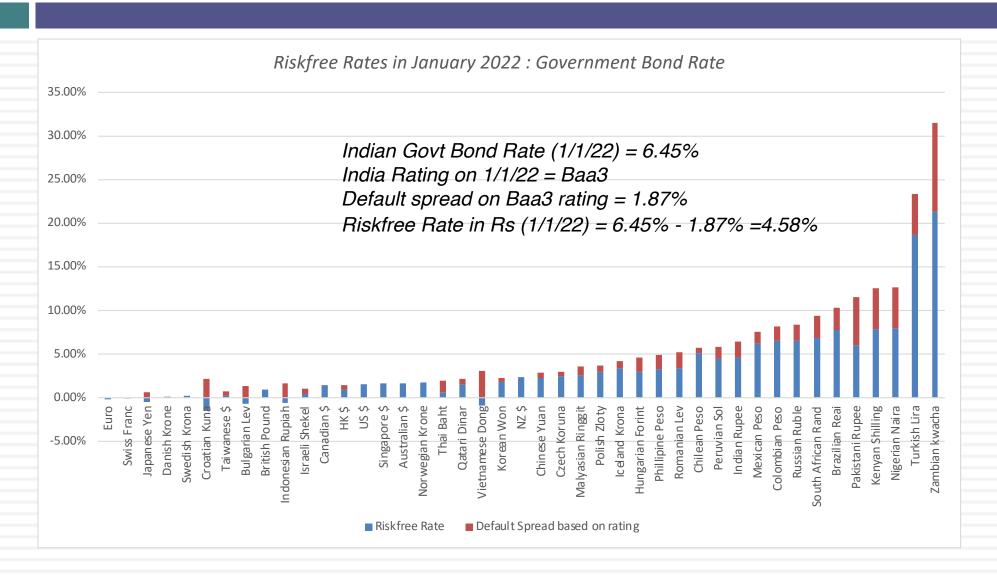
Risk free rate in Indian Rupees = 8% - 3% = 5%

- To value Arcelik in October 2019, you need a risk free rate in Turkish Lira. The Turkish Lira government bond rate on October 14, 2019 was 15.12%. The Turkish government was rated Ba3 on that day with a default spread of 4.06% associated with it. The risk free rate in Turkish Lira is:
 - Risk free Rate in Lira = 15.12% 4.06% = 11.06%

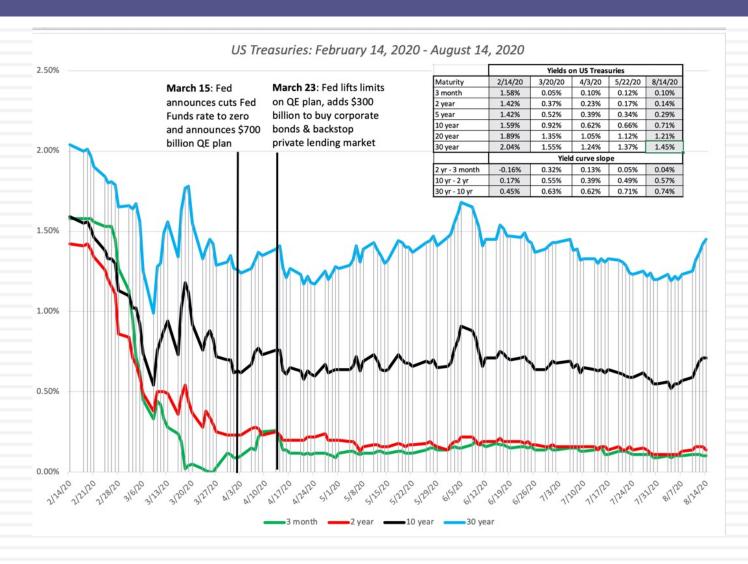
Euro Risk Free Rate?



Risk free rates will vary across currencies!



And across time...

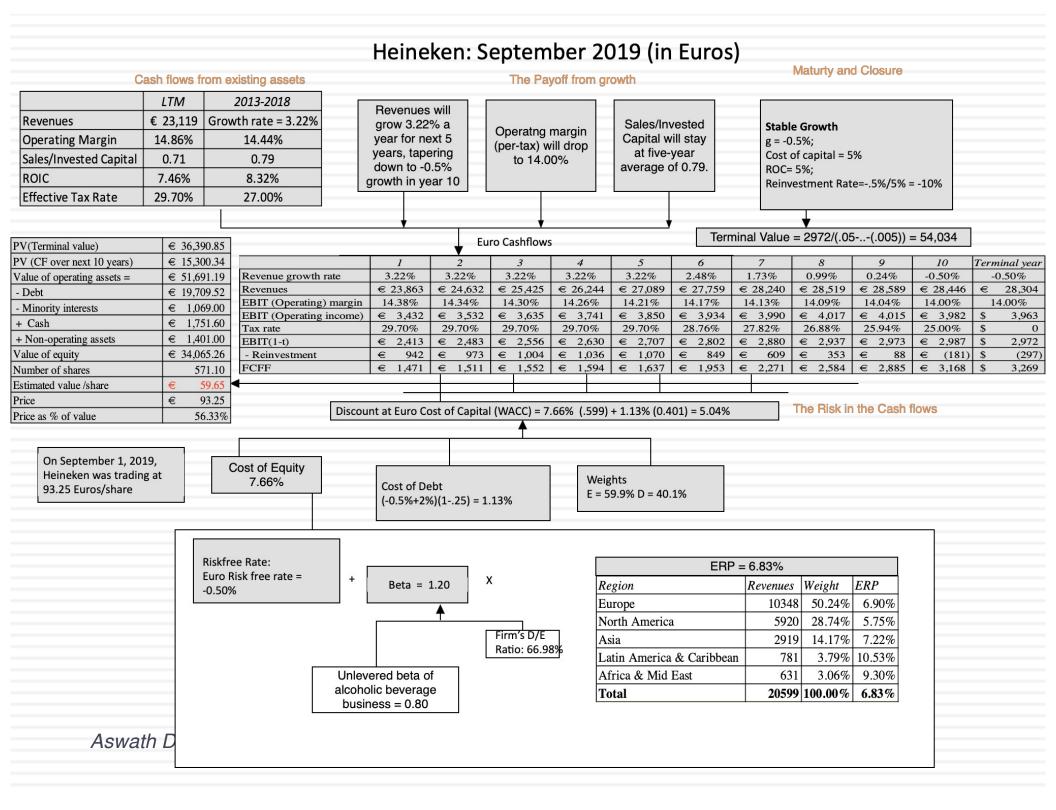


Risk free Rates in Currencies without a Government Bond Rate

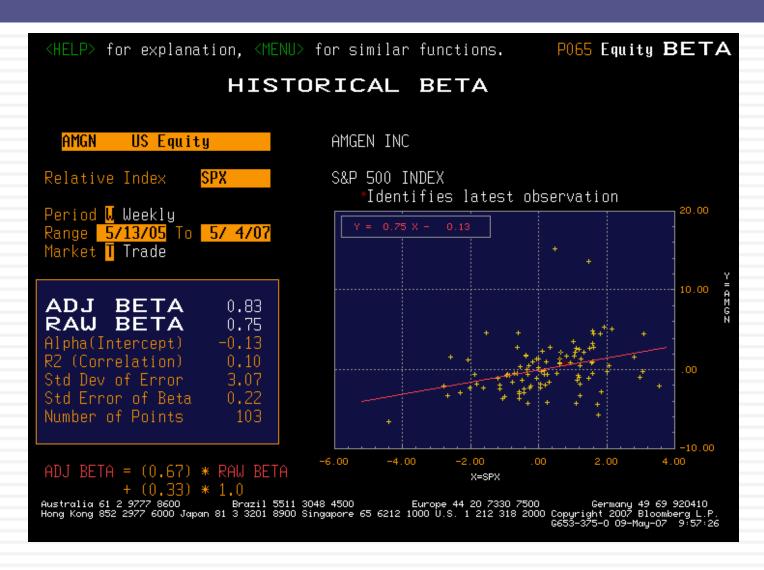
- There are no traded long term Government bonds in some currencies. Hence, you have to improvise.
- One simple technique is to use differential inflation and the US dollar risk free rate. Using this technique on the Egyptian pound, here is what you get:
 - Risk free rate in US dollars on 12/31/15 = 2.27%
 - Expected inflation rate in the US = 1.50%
 - Expected inflation rate in Egypt = 9.70% (last year's estimate)
 - Risk free rate in EGP = (1.0227) * (1.097/1.015) -1 = 10.53%
- This is also a good way to check government bond rates that you do not trust. For instance, the Venezuelan government bond rate of 19% on January 1, 2019, is pure fiction, since no rational person would have bought the bonds with the interest rate (given that inflation was in >5000%).

But valuations should not!

	In Indian Rupees	In US \$
Risk free Rate	5.00%	2.00%
Expected inflation rate	4.00%	1.00%
Cost of capital		
- High Growth	12.50%	9.25%
- Stable Growth	10.39%	7.21%
Expected growth rate		
- High Growth	12.01%	8.78%
- Stable Growth	5.00%	2.00%
Return on Capital		
- High Growth	17.16%	13.78%
- Stable Growth	10.39%	7.21%
Value per share	Rs 614	\$12.79/share (roughly Rs
		614 at current exchange
		rate)

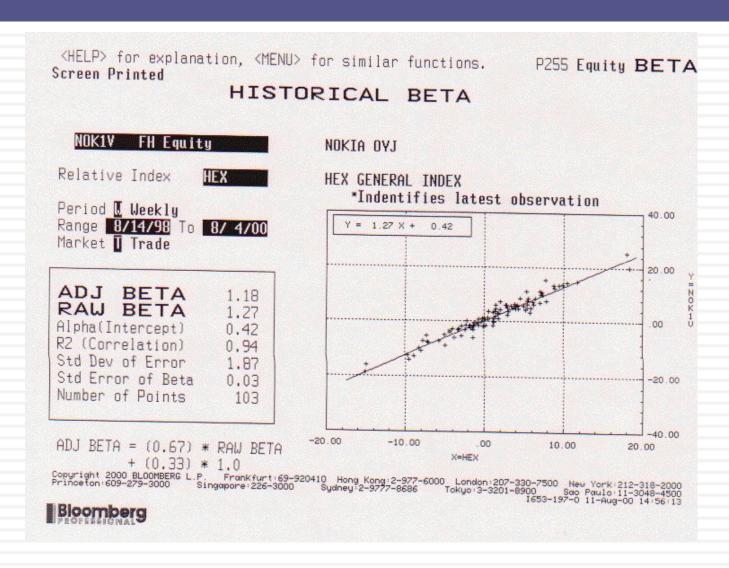


IV. Betas do not come from regressions... and are noisy...

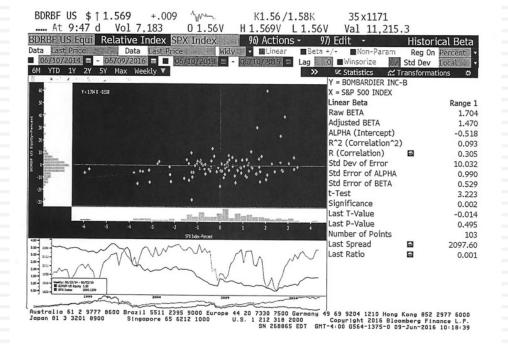


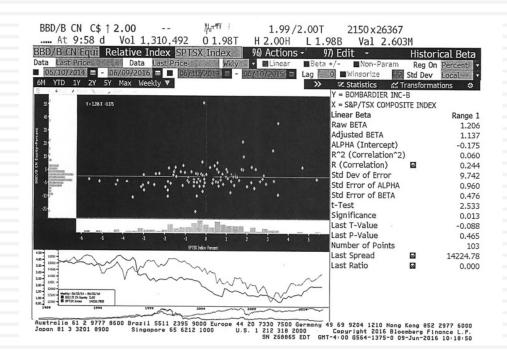
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But should not be trusted, even when they look great...

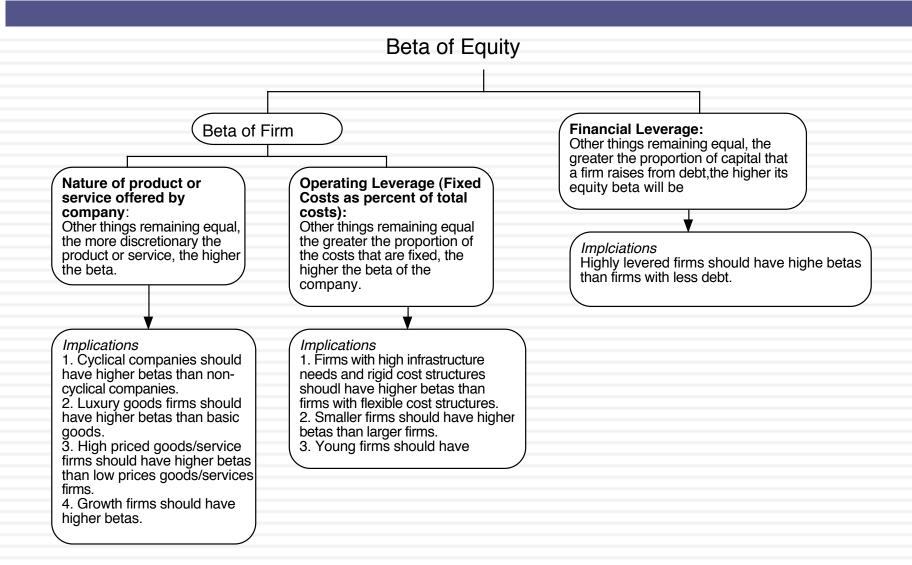


And subject to game playing





Determinants of Betas



Bottom-up Betas

Step 1: Find the business or businesses that your firm operates in.

Step 2: Find publicly traded firms in each of these businesses and obtain their regression betas. Compute the simple average across these regression betas to arrive at an average beta for these publicly traded firms. Unlever this average beta using the average debt to equity ratio across the publicly traded firms in the sample. Unlevered beta for business = Average beta across publicly traded firms/ (1 + (1-t) (Average D/E ratio across firms))

Step 3: Estimate how much value your firm derives from each of the different businesses it is in.

Step 4: Compute a weighted average of the unlevered betas of the different businesses (from step 2) using the weights from step 3. Bottom-up Unlevered beta for your firm = Weighted average of the unlevered betas of the individual business

Step 5: Compute a levered beta (equity beta) for your firm, using the market debt to equity ratio for your firm.

Levered bottom-up beta = Unlevered beta (1+ (1-t) (Debt/Equity))

Possible Refinements

If you can, adjust this beta for differences between your firm and the comparable firms on operating leverage and product characteristics.

While revenues or operating income are often used as weights, it is better to try to estimate the value of each business.

If you expect the business mix of your firm to change over time, you can change the weights on a year-to-year basis.

If you expect your debt to equity ratio to change over time, the levered beta will change over time.

Three examples...

Amgen

- The unlevered beta for pharmaceutical firms is 1.59. Using Amgen's debt to equity ratio of 11%, the bottom up beta for Amgen is
- Bottom-up Beta = 1.59(1+(1-.35)(.11)) = 1.73

Tata Motors

- The unlevered beta for automobile firms is 0.98. Using Tata Motor's debt to equity ratio of 33.87%, the bottom up beta for Tata Motors is
- Bottom-up Beta = 0.98 (1+ (1-.3399)(.3387)) = 1.20

Arcelik

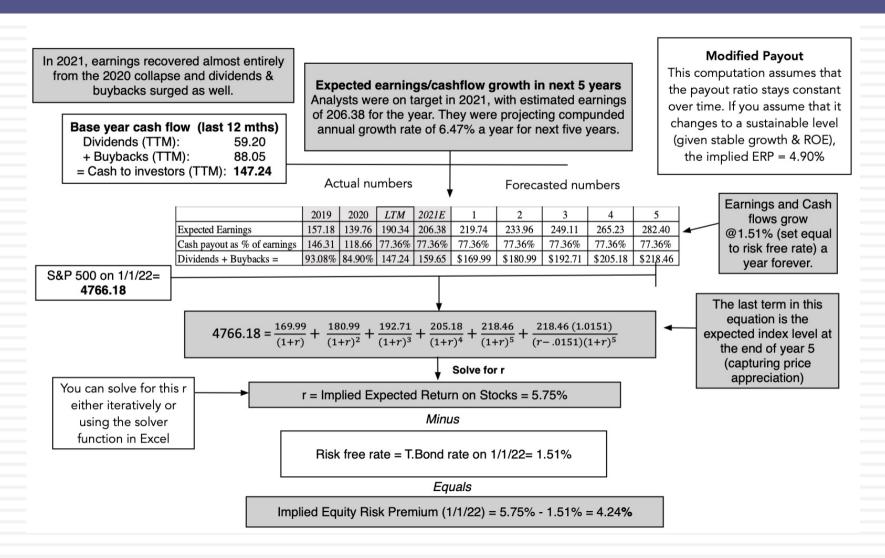
Business	Revenues	EV/Sales	Estima	ited Value	Unlevered Beta
Furn/Home Furnishings	\$ 20,657	0.9785	\$	20,213	0.97
Electronics (Consumer & Office)	\$ 2,807	0.5769	\$	1,619	1.30
Arcelik	\$ 23,464		\$	21,833	0.99

V. And the past is not always a good indicator of the future.

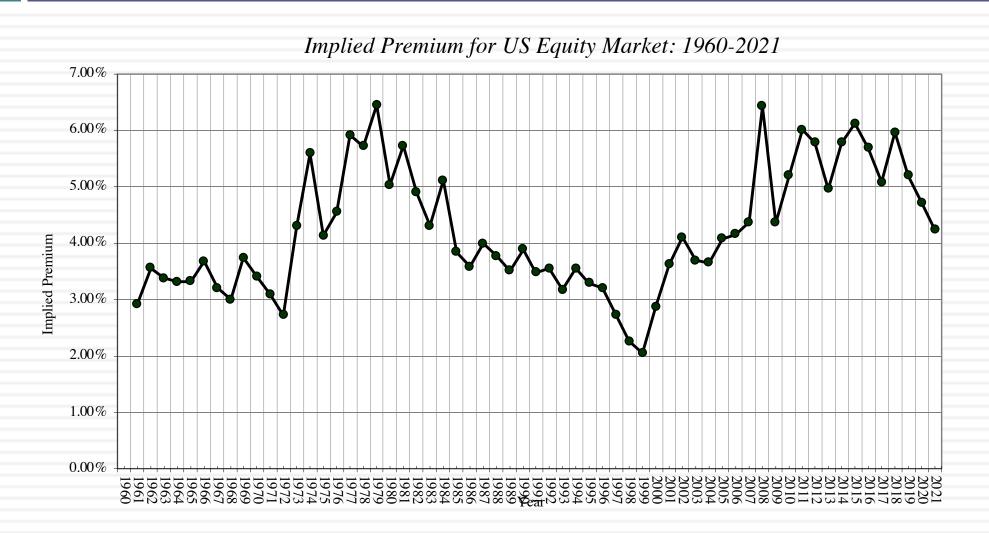
	Arithme	tic Average	Geometric Average		
	Stocks - T. Bills	Stocks - T. Bonds	Stocks - T. Bills	Stocks - T. Bonds	
1928-2021	8.49%	6.71%	6.69%	5.13%	
Std Error	2.05%	2.17%			
1972-2021	8.04%	5.47%	6.70%	4.47%	
Std Error	2.44%	2.76%			
2012-2021	16.47%	14.39%	15.89%	14.00%	
Std Error	3.88%	4.59%			

- If you are going to use a historical risk premium, make it
 - Long term (because of the standard error)
 - Consistent with your risk free rate
 - A "compounded" average
- No matter which estimate you use, recognize that it is backward looking, is noisy and may reflect selection bias

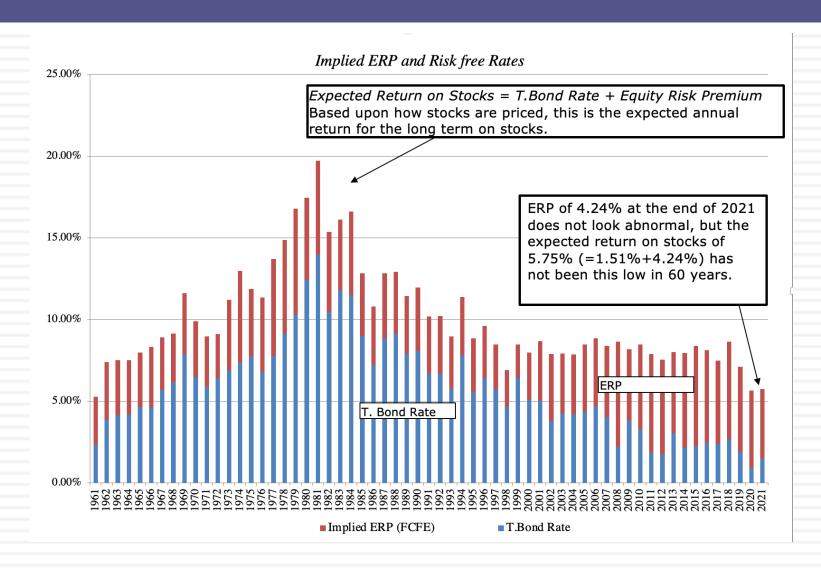
But in the future...



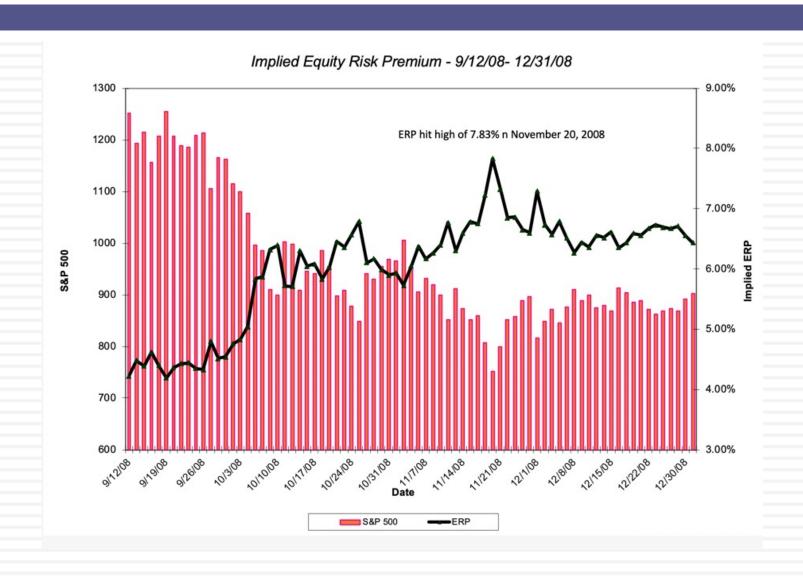
Implied ERP for the S&P 500: History



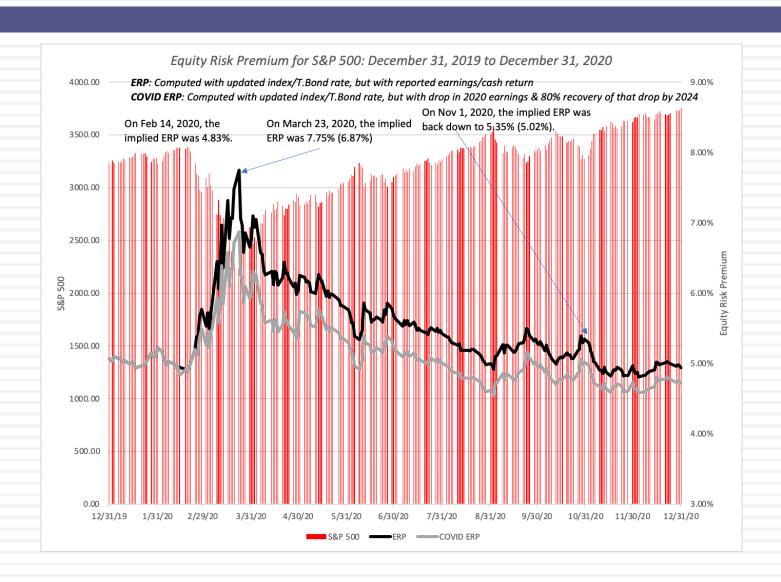
Another Perspective on US stocks



The Price of Risk: The 2008 Crisis



The Price of Risk: The COVID crisis



Implied Premium for India using the Sensex: April 2010

- □ Level of the Index = 17559
- FCFE on the Index = 3.5% (Estimated FCFE for companies in index as % of market value of equity)
- Other parameters
 - Riskfree Rate = 5% (Rupee)
 - Expected Growth (in Rupee)
 - Next 5 years = 20% (Used expected growth rate in Earnings)
 - After year 5 = 5%
- Solving for the expected return:
 - Expected return on Equity = 11.72%
 - Implied Equity premium for India =11.72% 5% = 6.72%

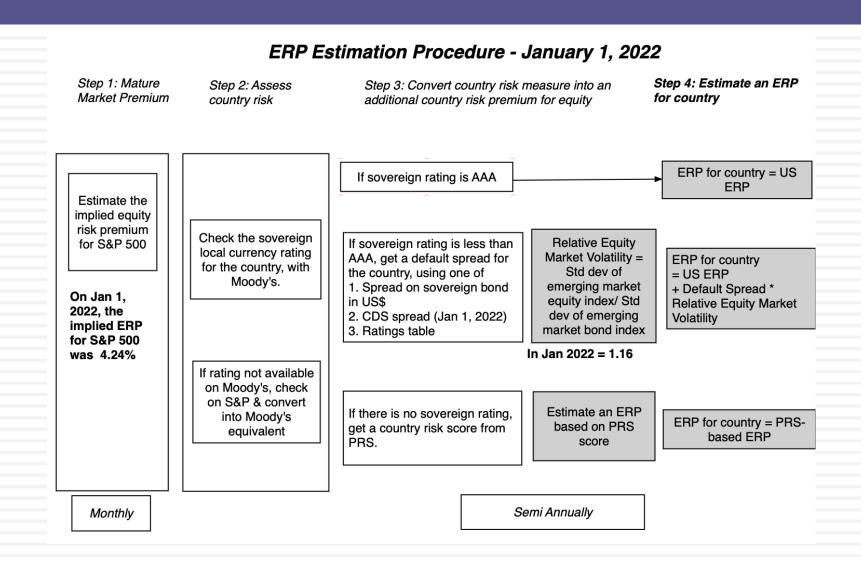
Global Equities?

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						Growth	Growth	Cost of		
Start of	PBV	PBV	ROE	ROE	US T.Bond	Rate	Rate	Equity	Cost of Equity	
year	(Developed)	(Emerging)	(Developed)	(Emerging)	Rate	(Developed)	(Emerging)	(Developed)	(Emerging)	Differential
2004	2.00	1.19	10.81%	11.65%	4.25%	3.75%	4.75%	7.28%	10.55%	3.27%
2005	2.09	1.27	11.12%	11.93%	4.22%	3.72%	4.72%	7.26%	10.40%	3.14%
2006	2.03	1.44	11.32%	12.18%	4.39%	3.89%	4.89%	7.55%	9.95%	2.40%
2007	1.67	1.67	10.87%	12.88%	4.70%	4.20%	5.20%	8.19%	9.80%	1.60%
2008	0.87	0.83	9.42%	11.12%	4.02%	3.52%	4.52%	10.30%	12.47%	2.17%
2009	1.20	1.34	8.48%	11.02%	2.21%	1.71%	2.71%	7.35%	8.91%	1.56%
2010	1.39	1.43	9.14%	11.22%	3.84%	3.34%	4.34%	7.51%	9.15%	1.64%
2011	1.12	1.08	9.21%	10.04%	3.29%	2.79%	3.79%	8.52%	9.58%	1.05%
2012	1.17	1.18	9.10%	9.33%	1.88%	1.38%	2.38%	7.98%	8.27%	0.29%
2013	1.56	1.63	8.67%	10.48%	1.76%	1.26%	2.26%	6.01%	7.30%	1.29%
2014	1.95	1.50	9.27%	9.64%	3.04%	2.54%	3.54%	5.99%	7.61%	1.62%
2015	1.88	1.56	9.69%	9.75%	2.17%	1.67%	2.67%	5.94%	7.21%	1.27%
2016	1.99	1.59	9.24%	10.16%	2.27%	1.77%	2.77%	5.52%	7.42%	1.89%
2017	1.76	1.48	8.71%	9.53%	2.68%	2.18%	3.18%	5.89%	7.47%	1.58%
2018	1.98	1.66	11.23%	11.36%	2.68%	2.18%	3.18%	6.75%	8.11%	1.36%
2019	1.64	1.31	12.09%	11.35%	2.68%	2.18%	3.18%	8.22%	9.42%	1.19%

VI. There is a downside to globalization...

- Emerging markets offer growth opportunities but they are also riskier. If we want to count the growth, we have to also consider the risk.
- □ Two ways of estimating the country risk premium:
 - Sovereign Default Spread: In this approach, the country equity risk premium is set equal to the default spread of the bond issued by the country.
 - Equity Risk Premium for mature market = 6.00%
 - Default Spread for India = 200% (based on rating)
 - Equity Risk Premium for India = 6.00% + 2.00% = 8.00%
 - Adjusted for equity risk: The country equity risk premium is based upon the volatility of the equity market relative to the government bond rate.
 - Country risk premium= Default Spread* Std Deviation_{Country Equity} / Std Deviation_{Country Bond}
 - Standard Deviation in Sensex = 21%
 - Standard Deviation in Indian government bond= 14%
 - Default spread on Indian Bond= 2%
 - Additional country risk premium for India = 2% (21/14) = 3.00%
 - Total equity risk premium = US equity risk premium + CRP for India = 6.00% + 3.00% = 9.00%

A Template for Estimating the ERP



ERP : Jan 2022

sle of Man	Aa3	0.60%	4.84%	UK W. Europe	Aa3	0.60%	4.84% 5.07%
		0.000/	4.040/	LIK	4 - 2	0.000/	4.040/
	AZ.	U.0476	5.08%	Turkey	DZ	5.44%	9.08%
							9.68%
celand	Δ2	0.84%	5.08%	Switzerland	Aaa	0.00%	4.24%
Guernsey	Aa3	0.60%	4.84%	Sweden	Aaa	0.00%	4.24%
Greece	Ba3	3.56%	7.80%	Spain	Baa1	1.58%	5.82%
Germany	Aaa	0.00%	4.24%	Portugal	Baa2	1.88%	6.12%
France	Aa2	0.49%	4.73%	Norway	Aaa	0.00%	4.24%
Finland	Aa1	0.39%	4.63%	Netherlands	Aaa	0.00%	4.24%
Denmark	Aaa	0.00%	4.24%	Malta	A2	0.84%	5.08%
Cyprus	Ba1	2.47%	6.71%	Luxembourg	Aaa	0.00%	4.24%
Belgium	Aa3	0.60%	4.84%	Liechtenstein	Aaa	0.00%	4.24%
Austria	Aa1	0.39%	4.63%	Jersey	Aaa	0.00%	4.24%
Andorra	Baa2	1.88%	6.12%	Italy	Baa3	2.18%	6.42%
	Austria Belgium Cyprus Denmark Finland France Germany Greece Guernsey celand	Austria Aa1 Belgium Aa3 Cyprus Ba1 Denmark Aaa Finland Aa1 France Aa2 Germany Aaa Greece Ba3 Guernsey Aa3	Austria Aa1 0.39% Belgium Aa3 0.60% Cyprus Ba1 2.47% Denmark Aaa 0.00% Finland Aa1 0.39% France Aa2 0.49% Germany Aaa 0.00% Greece Ba3 3.56% Guernsey Aa3 0.60% Celand A2 0.84%	Austria Aa1 0.39% 4.63% Belgium Aa3 0.60% 4.84% Cyprus Ba1 2.47% 6.71% Denmark Aaa 0.00% 4.24% Finland Aa1 0.39% 4.63% France Aa2 0.49% 4.73% Germany Aaa 0.00% 4.24% Greece Ba3 3.56% 7.80% Guernsey Aa3 0.60% 4.84% Celand A2 0.84% 5.08%	Austria Aa1 0.39% 4.63% Jersey Belgium Aa3 0.60% 4.84% Liechtenstein Cyprus Ba1 2.47% 6.71% Luxembourg Denmark Aaa 0.00% 4.24% Malta Sinland Aa1 0.39% 4.63% Netherlands France Aa2 0.49% 4.73% Norway Germany Aaa 0.00% 4.24% Portugal Greece Ba3 3.56% 7.80% Spain Guernsey Aa3 0.60% 4.84% Sweden Celand A2 0.84% 5.08% Switzerland	Austria Aa1 0.39% 4.63% Jersey Aaa Belgium Aa3 0.60% 4.84% Liechtenstein Aaa Cyprus Ba1 2.47% 6.71% Luxembourg Aaa Denmark Aaa 0.00% 4.24% Malta A2 Binland Aa1 0.39% 4.63% Netherlands Aaa Birance Aa2 0.49% 4.73% Norway Aaa Bermany Aaa 0.00% 4.24% Portugal Baa2 Berece Ba3 3.56% 7.80% Spain Baa1 Buernsey Aa3 0.60% 4.84% Sweden Aaa Celand A2 0.84% 5.08% Switzerland Aaa	Austria Aa1 0.39% 4.63% Jersey Aaa 0.00% Belgium Aa3 0.60% 4.84% Liechtenstein Aaa 0.00% Cyprus Ba1 2.47% 6.71% Luxembourg Aaa 0.00% Denmark Aaa 0.00% 4.24% Malta A2 0.84% Sinland Aa1 0.39% 4.63% Netherlands Aaa 0.00% France Aa2 0.49% 4.73% Norway Aaa 0.00% Germany Aaa 0.00% 4.24% Portugal Baa2 1.88% Greece Ba3 3.56% 7.80% Spain Baa1 1.58% Guernsey Aa3 0.60% 4.84% Sweden Aaa 0.00% celand A2 0.84% 5.08% Switzerland Aaa 0.00%

Canada	Aaa	0.00%	4.24%
United States	Aaa	0.00%	4.24%
North America		0.00%	4.24%

Caribbean NA 6.83% 11.07%

Argentina	Ca	11.87%	16.11%
Belize	Caa3	9.89%	14.13%
Bolivia	B2	5.44%	9.68%
Brazil	Ba2	2.97%	7.21%
Chile	A1	0.70%	4.94%
Colombia	Baa2	1.88%	6.12%
Costa Rica	B2	5.44%	9.68%
Ecuador	Caa3	9.89%	14.13%
El Salvador	Caa1	7.41%	11.65%
Guatemala	Bal	2.47%	6.71%
Honduras	B1	4.45%	8.69%
Mexico	Baal	1.58%	5.82%
Nicaragua	В3	6.43%	10.67%
Panama	Baa2	1.88%	6.12%
Paraguay	Bal	2.47%	6.71%
Peru	Baa1	1.58%	5.82%
Suriname	Caa3	9.89%	14.13%
Uruguay	Baa2	1.88%	6.12%
Venezuela	С	20.34%	24.58%
Latin America		3.79%	8.03%

Aswath Damodaran

<i>y</i>		7	1
Country	Rating	CRP	ERP
Angola	В3	5.53%	10.67%
Benin	B1	3.83%	8.69%
Botswana	A3	1.02%	5.43%
Burkina Faso	B2	4.68%	9.68%
Cameroon	B2	4.68%	9.68%
Cape Verde	В3	5.53%	10.67%
Congo (Democratic Republic of)	Caa1	6.38%	11.65%
Congo (Republic of)	Caa2	7.66%	13.14%
Côte d'Ivoire	Ba3	3.06%	7.80%
Egypt	B2	4.68%	9.68%
Ethiopia	Caa2	7.66%	13.14%
Gabon	Caa1	6.38%	11.65%
Ghana	В3	5.53%	10.67%
Kenya	B2	4.68%	9.68%
Mali	Caa1	6.38%	11.65%
Mauritius	Baa2	1.62%	6.12%
Morocco	Bal	2.13%	6.71%
Mozambique	Caa2	7.66%	13.14%
Namibia	Ba3	3.06%	7.80%
Niger	В3	5.53%	10.67%
Nigeria	B2	4.68%	9.68%
Rwanda	B2	4.68%	9.68%
Senegal	Ba3	3.06%	7.80%
South Africa	Ba2	2.56%	7.21%
Swaziland	В3	5.53%	10.67%
Tanzania	B2	4.68%	9.68%
Togo	В3	5.53%	10.67%
Tunisia	Caa1	6.38%	11.65%
Uganda	B2	4.68%	9.68%
Zambia	Ca	10.21%	16.11%
Africa		5.25%	9.49%

			1	4
E. Europe & Russia		2.11%	6.35%	L
Uzbekistan	B1	4.45%	8.69%	-
Ukraine	В3	6.43%	10.67%	
Tajikistan	В3	6.43%	10.67%	
Slovenia	A3	1.19%	5.43%	1
Slovakia	A2	0.84%	5.08%	1
Serbia	Ba2	2.97%	7.21%	1
Russia	Baa3	2.18%	6.42%	1
Romania	Baa3	2.18%	6.42%	1
Poland	A2	0.84%	5.08%	1
Montenegro	B1	4.45%	8.69%	1
Moldova	В3	6.43%	10.67%	1
Macedonia	Ba3	3.56%	7.80%	١
Lithuania	A2	0.84%	5.08%	l
Latvia	A3	1.19%	5.43%	l
Kyrgyzstan	B2	5.44%	9.68%	l
Kazakhstan	Baa2	1.88%	6.12%	l
Hungary	Baa2	1.88%	6.12%	Г
Georgia	Ba2	2.97%	7.21%	L
Estonia	A1	0.70%	4.94%	
Czech Republic	Aa3	0.60%	4.84%	l
Croatia	Bal	2.47%	6.71%	l
Bosnia and Herzegovina Bulgaria	Baal	1.58%	5.82%	ł
27 4 2 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4	B3	6.43%	10.67%	ł
Azerbaijan Belarus	B3	6.43%	10.67%	ł
	Ba2	2.97%	7.21%	l
Albania Armenia	B1 Ba3	4.45% 3.56%	8.69% 7.80%	ŀ

V	Abu Dhabi	Aa2	0.49%	4.73%
)	Bahrain	B2	5.44%	9.68%
9	Iraq	Caa1	7.41%	11.65%
	Israel	A1	0.70%	4.94%
	Jordan	B1	4.45%	8.69%
	Kuwait	A1	0.70%	4.94%
	Lebanon	C	20.34%	24.58%
	Oman	Ba3	3.56%	7.80%
	Qatar	Aa3	0.60%	4.84%
	Ras Al Khaimah	A3	1.19%	5.43%
	Saudi Arabia	A1	0.70%	4.94%
	Sharjah	Baa3	2.18%	6.42%
	United Arab Emirates	Aa2	0.49%	4.73%
	Middle East		1.60%	5.84%

Country	PRS	CRP	ERP
Algeria	62.25	6.43%	10.67%
Brunei	79	0.84%	5.08%
Gambia	65.75	5.44%	9.68%
Guinea	57.5	8.90%	13.14%
Guinea-Bissau	62.75	6.43%	10.67%
Guyana	66.25	4.45%	8.69%
Haiti	56.25	9.89%	14.13%
Iran	63.75	6.43%	10.67%
Korea, D.P.R.	51.5	11.87%	16.11%
Liberia	59	8.90%	13.14%
Libya	66.25	4.45%	8.69%
Madagascar	63.5	6.43%	10.67%
Malawi	59.75	8.90%	13.14%
Myanmar	53	11.87%	16.11%
Sierra Leone	57	9.89%	14.13%
Somalia	51.5	11.87%	16.11%
Sudan	36.25	20.34%	24.58%
Syria	45.5	20.34%	24.58%
Yemen	52.75	11.87%	16.11%
Zimbabwe	61	7.41%	11.65%

Ba3 B2	3.56%	7.80%
B2		
222	5.44%	9.68%
A1	0.70%	4.94%
B1	4.45%	8.69%
Aa3	0.60%	4.84%
Baa3	2.18%	6.42%
Baa2	1.88%	6.12%
A1	0.70%	4.94%
Aa2	0.49%	4.73%
Caa2	8.90%	13.14%
Aa3	0.60%	4.84%
A3	1.19%	5.43%
Caa1	7.41%	11.65%
B3	6.43%	10.67%
В3	6.43%	10.67%
B2	5.44%	9.68%
Baa2	1.88%	6.12%
Aaa	0.00%	4.24%
Caa1	7.41%	11.65%
Caa2	8.90%	13.14%
Aa3	0.60%	4.84%
Baa1	1.58%	5.82%
Ba3	3.56%	7.80%
	1.04%	5.28%
	B1 Aa3 Baa3 Baa2 A1 Aa2 Caa2 Aa3 A3 Caa1 B3 B2 Baa2 Aaa Caa1 Caa1 Caa2 Aa3 Baa1	B1 4.45% Aa3 0.60% Baa3 2.18% Baa2 1.88% A1 0.70% Aa2 0.49% Caa2 8.90% Aa3 1.19% Caa1 7.41% B3 6.43% B2 5.44% Baa2 1.88% Aaa 0.00% Caa1 7.41% Caa2 8.90% Aa3 0.60% Baa1 1.58% Ba3 3.56%

Australia	Aaa	0.00%	4.24%
Cook Islands	B1	4.45%	8.69%
New Zealand	Aaa	0.00%	4.24%
Australia & NZ		0.00%	4.24%

Blue: Moody's Rating Red: Added Country Risk Green #: Total ERP

VII. And it is not just emerging market companies that are exposed to this risk...

- The "default" approach in valuation has been to assign country risk based upon your country of incorporation. Thus, if you are incorporated in a developed market, the assumption has been that you are not exposed to emerging market risks. If you are incorporated in an emerging market, you are saddled with the entire country risk.
- As companies globalize and look for revenues in foreign markets, this practice will under estimate the costs of equity of developed market companies with significant emerging market risk exposure and over estimate the costs of equity of emerging market companies with significant developed market risk exposure.

Arcelik and Henkel: Equity Risk Premium in 2016

Region	Revenues	ERP	Weight
Rest of Europe	13,272 ₺	6.68%	49.37%
Turkey	8,425 ₺	10.53%	31.34%
Asia	2,299 ₺	7.00%	8.55%
Africa & Mid East	1,926 ₺	9.08%	7.16%
Rest of the World	963₺	7.39%	3.58%
Arcelik	26,885 ₺	8.11%	100.00%

Region	Revenues in LTM	Weight	ERP
Africa	€ 600	3.34%	11.76%
Asia	€ 3,134	17.45%	7.49%
Central and South America	€ 1,110	6.18%	10.42%
Eastern Europe & Russia	€ 2,695	15.00%	9.65%
Middle East	€ 729	4.06%	7.11%
North America	€ 3,648	20.31%	6.00%
Western Europe	€ 6,045	33.66%	7.16%
Henkel	€ 17,961	100.00%	7.71%

Natural Resource Twists? Royal Dutch

Country	Oil & Gas Production	% of Total	ERP
Denmark	17396	3.83%	6.20%
Italy	11179	2.46%	9.14%
Norway	14337	3.16%	6.20%
UK	20762	4.57%	6.81%
Rest of Europe	874	0.19%	7.40%
Brunei	823	0.18%	9.04%
Iraq	20009	4.40%	11.37%
Malaysia	22980	5.06%	8.05%
Oman	78404	17.26%	7.29%
Russia	22016	4.85%	10.06%
Rest of Asia & ME	24480	5.39%	7.74%
Oceania	<i>7858</i>	1.73%	6.20%
Gabon	12472	2.75%	11.76%
Nigeria	67832	14.93%	11.76%
Rest of Africa	6159	1.36%	12.17%
USA	104263	22.95%	6.20%
Canada	8599	1.89%	6.20%
Brazil	13307	2.93%	9.60%
Rest of Latin America	576	0.13%	10.78%
Royal Dutch Shell	454326	100.00%	8.26%

An alternate way: Estimating a company's exposure to country risk (Lambda)

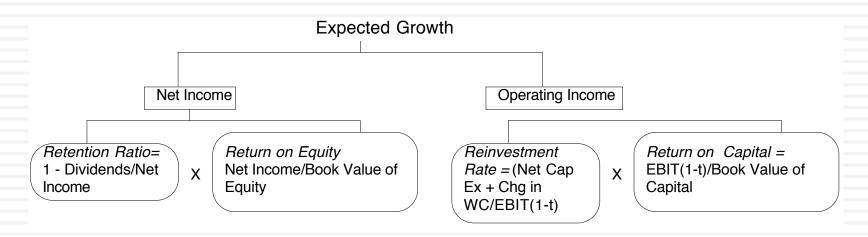
- Just as beta measures exposure to macro economic risk, lambda measures exposure just to country risk. Like beta, it is scaled around one.
- The easiest and most accessible data is on revenues. Most companies break their revenues down by region. One simplistic solution would be to do the following:

Lambda = % of revenues domestically firm/ % of revenues domestically average firm

- In 2008-09, Tata Motors got about 91.37% of its revenues in India and TCS got 7.62%. The average Indian firm gets about 80% of its revenues in India:
 - Lambda _{Tata Motors} = 91%/80% = 1.14
 - The danger of focusing just on revenues is that it misses other exposures to risk (production and operations).

	Tata Motors	TCS
% of production/operations in India	High	High
% of revenues in India	91.37% (in 2009) Estimated 70% (in 2010)	7.62%
Lambda	0.80	0.20
Flexibility in moving operations	Low. Significant physical assets.	High. Human capital is mobile,

VIII. Growth has to be earned (not endowed or estimated): Sustainable Growth



- No free growth: In the long term, to grow, you have to reinvest.
- Growth Quality: For a given reinvestment, the higher the return you generate on your reinvestment, the faster you can grow.
- Scaling up is hard to do: As companies get larger, it gets more difficult to sustain value-adding growth.

Measuring Returns: The Quandary

Abnormal earnings

Last 12 months might have been unusally good or bad

Accounting Issues

Operating income can be skewed by accounting misclassification (leases and R&D) and by unusual expenses/income.

Computed as operating income in most recent 12 months, net of the effective tax rate paid during those 12 months

Life Cycle Effect

Current earnings are not indicative of long term earnings potential for young & infrastructure firms

Return on Invested Capital =

Accounting Write offs

Writing off mistakes can reduce invested capital & make it look better than it should.

After-tax Operating Income

Capital Invested in existing assets

Invested Capital = Book value of equity + Book value of debt - Cash & Cross holdings

This is your proxy for returns made on existing assets and for continuing returns from those assets

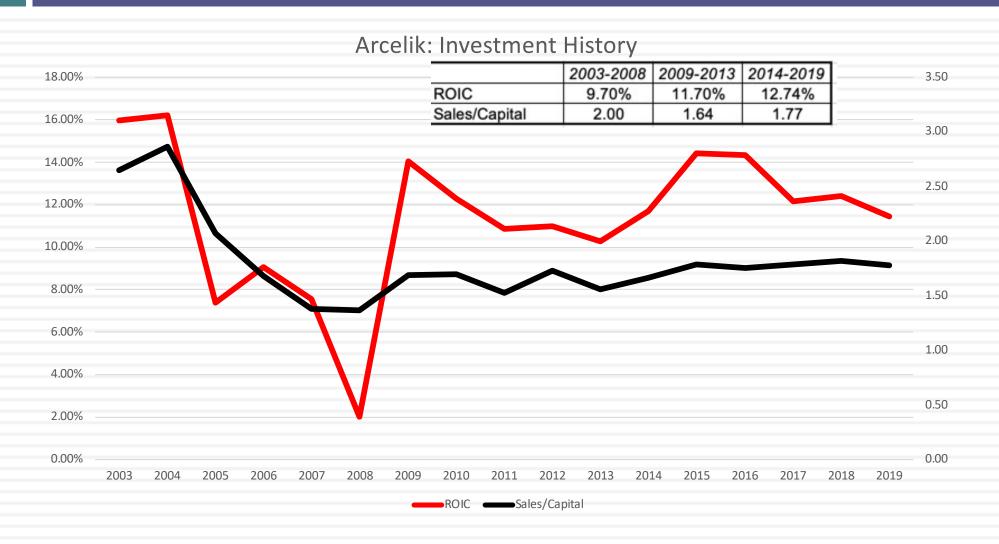
Inflation

If asset book value is not adjusted for inflation, capital invested in older assets will be understated.

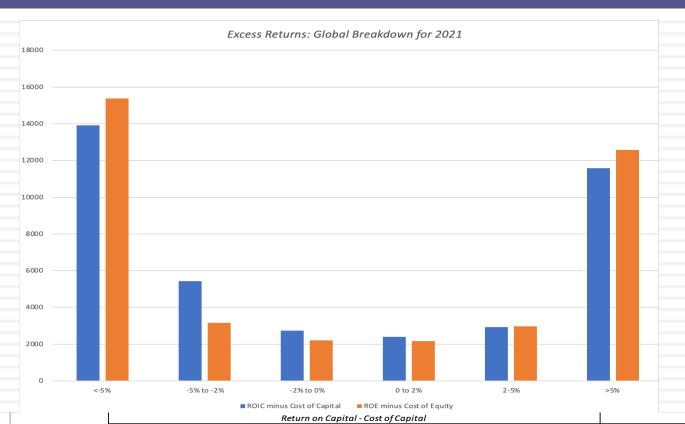
Accounting misclassification

When capital expenses (R&D) and financial expenses (leases) are miscategorized as operating expenses, invested capital will be understated.

Operating income, Reinvestment & Return on Capital – Arcelik's History



Earn at least your cost of capital! But companies seem to have trouble in practice

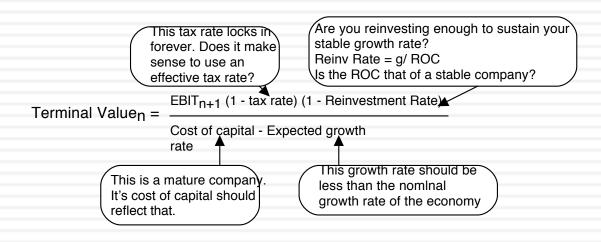


		Return on Capital - Cost of Capital						
Sub Group	Number of firms	<-5%	-5% to -2%	-2% to +2%	2% to 5%	>5%	Positive	Negative
Africa and Middle East	1,913	37.95%	14.69%	14.22%	7.16%	25.98%	39.52%	60.48%
Australia & NZ	1,510	60.66%	5.23%	7.48%	4.37%	22.25%	30.66%	69.34%
Canada	2,071	72.33%	4.01%	6.13%	2.95%	14.58%	21.05%	78.95%
China	6,377	27.16%	14.08%	13.88%	8.95%	35.93%	51.73%	48.27%
Eastern Europe & Russia	415	30.60%	12.77%	16.14%	9.88%	30.60%	47.95%	52.05%
EU & Environs	4,698	34.36%	11.56%	12.71%	6.85%	34.53%	47.40%	52.60%
India	3,526	33.35%	17.81%	12.62%	7.71%	28.50%	41.97%	58.03%
Japan	3,665	17.49%	16.13%	22.05%	10.89%	33.45%	53.70%	46.30%
Latin America & Caribbean	847	31.17%	11.57%	13.70%	8.50%	35.06%	49.23%	50.77%
Small Asia	8,346	35.85%	15.96%	15.37%	8.24%	24.57%	39.91%	60.09%
UK	1,037	37.51%	9.35%	10.22%	5.01%	37.90%	48.60%	51.40%
United States	4,593	39.95%	16.20%	6.88%	5.60%	31.37%	40.15%	59.85%
Global	38,998	35.67%	13.92%	13.17%	7.53%	29.71%	43.40%	56.60%

A More General Way to Estimate Growth: Top Down Growth

- All of the fundamental growth equations assume that the firm has a return on equity or return on capital it can sustain in the long term.
- When operating income is negative or margins are expected to change over time, we use a three step process to estimate growth:
 - Estimate growth rates in revenues over time
 - Determine the total market (given your business model) and estimate the market share that you think your company will earn.
 - Decrease the growth rate as the firm becomes larger
 - Keep track of absolute revenues to make sure that the growth is feasible
 - Estimate expected operating margins each year
 - Set a target margin that the firm will move towards
 - Adjust the current margin towards the target margin
 - Estimate the capital that needs to be invested to generate revenue growth and expected margins
 - Estimate a sales to capital ratio that you will use to generate reinvestment needs each year.

IX. All good things come to an end..And the terminal value is not an ATM...



Myth 5.1: The only way to estimate terminal value is to use the perpetual growth model.

Myth 5.2: The perpetual growth model can give you an infinite value. Myth 5.3: The growth rate is your biggest driver of terminal value. Myth 5.4: Your growth rate cannot be negtive in a perpetual growth model.

Myth 5.5: If your terminal value is a high proportion of your DCF value, it is flawed.

$$Value \ of \ an \ asset \ with \ life > n \ years = \frac{E(CF_1)}{(1+r)^1} + \frac{E(CF_2)}{(1+r)^2} + \ldots + \frac{E(CF_n)}{(1+r)^n} + \frac{Terminal \ Value_n}{(1+r)^n}$$

Truth 5.1: The terminal value can be based on annuities or a liquidation value. Truth 5.2: Not if growth forever is capped at the growth rate of the economy.

Truth 5.3: Growth is not free & increasing growth can add or destory value. Truth 5.4: Growth can be negative forever & is often more reflective of reality.

Truth 5.5: The terminal value should be a high percent of value today.

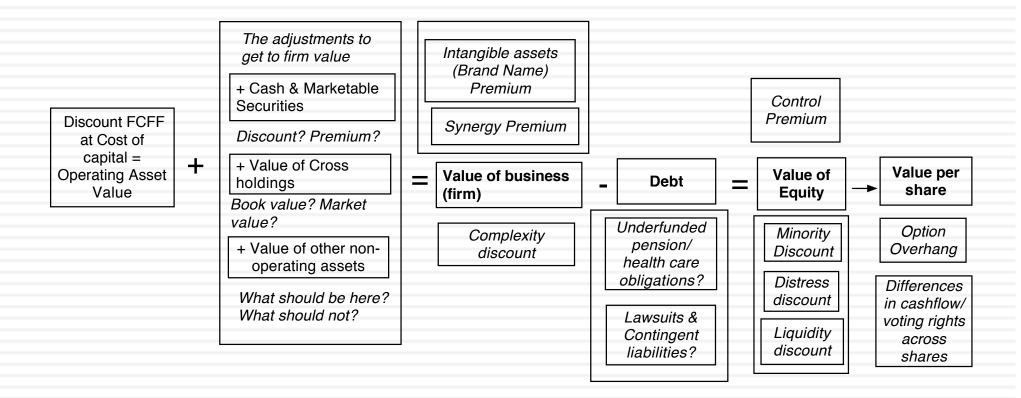
Terminal Value and Growth

Stable Growth					
Rate	Amgen	Tata Motors	Henkel	Arcelik	Heineken
0%	\$150,652	₹ 435,686	€ 33,214	TL 66,633	€59,438
1%	\$154,479	₹ 435,686	€ 33,214	TL 66,633	€59,438
2%	\$160,194	₹ 435,686		TL 66,633	€59,438
3%	\$167,784	₹ 435,686		TL 66,633	
4%	\$179,099	₹ 435,686		TL 66,633	
5%		₹ 435,686		TL 66,633	
10%				TL 66,633	
Risk free Rate	4.78%	5.00%	0.03%	10.00%	-0.50%
ROIC	10.00%	10.39%	7.00%	15.00%	5.00%
Cost of capital	8.08%	10.39%	7.00%	15.00%	5.00%

II. The loose ends in valuation...

A premium here, a discount there, and soon you are where you wanted to be in the first place..

Getting from DCF to value per share: The Loose Ends



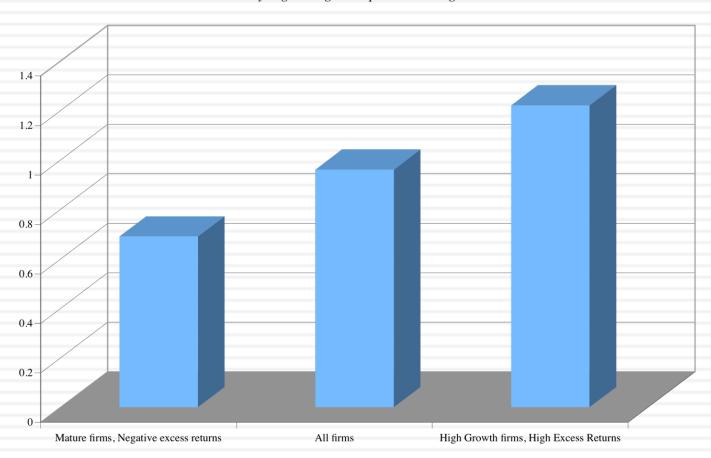
1. The Value of Cash An Exercise in Cash Valuation

	Company A	Company B	Company C
Enterprise Value	\$ 1 billion	\$ 1 billion	\$ 1 billion
Cash	\$ 100 mil	\$ 100 mil	\$ 100 mil
Return on Capital	10%	5%	22%
Cost of Capital	10%	10%	12%
Trades in	US	US	Argentina

In which of these companies is cash most likely to trade at face value, at a discount and at a premium?

Cash: Discount or Premium?

Market Value of \$ 1 in cash: Estimates obtained by regressing Enterprise Value against Cash Balances



2. Dealing with Holdings in Other firms

- Holdings in other firms can be categorized into
 - Minority passive holdings, in which case only the dividend from the holdings is shown in the balance sheet
 - Minority active holdings, in which case the share of equity income is shown in the income statements
 - Majority active holdings, in which case the financial statements are consolidated.
- We tend to be sloppy in practice in dealing with cross holdings. After valuing the operating assets of a firm, using consolidated statements, it is common to add on the balance sheet value of minority holdings (which are in book value terms) and subtract out the minority interests (again in book value terms), representing the portion of the consolidated company that does not belong to the parent company.

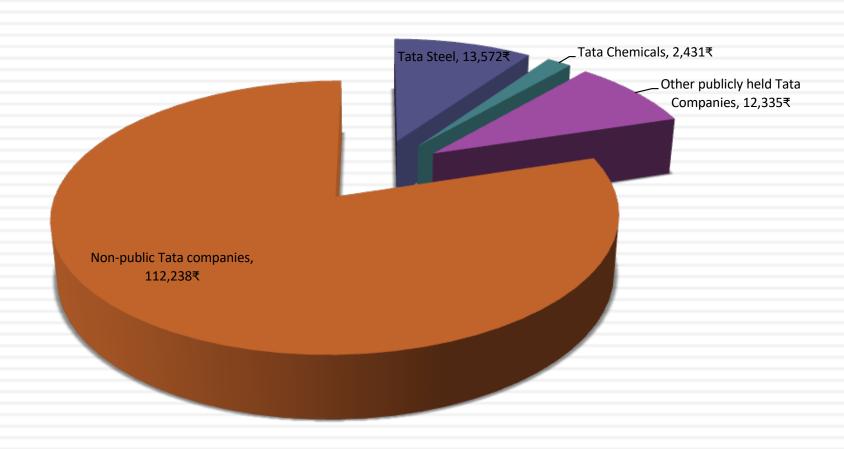
How to value holdings in other firms.. In a perfect world..

- In a perfect world, we would strip the parent company from its subsidiaries and value each one separately. The value of the combined firm will be
 - Value of parent company + Proportion of value of each subsidiary
- To do this right, you will need to be provided detailed information on each subsidiary to estimate cash flows and discount rates.

Two compromise solutions...

- The market value solution: When the subsidiaries are publicly traded, you could use their traded market capitalizations to estimate the values of the cross holdings. You do risk carrying into your valuation any mistakes that the market may be making in valuation.
- The relative value solution: When there are too many cross holdings to value separately or when there is insufficient information provided on cross holdings, you can convert the book values of holdings that you have on the balance sheet (for both minority holdings and minority interests in majority holdings) by using the average price to book value ratio of the sector in which the subsidiaries operate.

Tata Motor's Cross Holdings



3. Other Assets that have not been counted yet..

- Unutilized assets: If you have assets or property that are not being utilized (vacant land, for example), you have not valued it yet. You can assess a market value for these assets and add them on to the value of the firm.
- Overfunded pension plans: If you have a defined benefit plan and your assets exceed your expected liabilities, you could consider the over funding with two caveats:
 - Collective bargaining agreements may prevent you from laying claim to these excess assets.
 - There are tax consequences. Often, withdrawals from pension plans get taxed at much higher rates.
- Do not double count an asset. If you count the income from an asset in your cash flows, you cannot count the market value of the asset in your value.

An Uncounted Asset?



The longtime home of Playboy magazine founder Hugh Hefner is to be sold to Daren Metropoulos, a principal at private-equity firm Metropoulos & Co. PHOTO: GETTY IMAGES

The "real estate" play

- Assume that Accor Hotels, a hotel company, has real estate investments underlying its operations. Assume that you estimate a real estate value of \$1.5 billion for the real estate. Can you add this value on to your DCF value that you get for the hotel business?
- a. Yes.
- b. No.
- c. Depends
- What would you do if the value of the land exceeds the present value that you have estimated for them as operating assets?
 - a. Nothing
 - b. Use the higher of the two values
 - c. Use the lower of the two values
 - d. Use a weighted average of the two values

4. A Discount for Complexity: An Experiment

	Company A	Company B
Operating Income	\$ 1 billion	\$ 1 billion
Tax rate	40%	40%
ROIC	10%	10%
Expected Growth	5%	5%
Cost of capital	8%	8%
Business Mix	Single	Multiple Businesses
Holdings	Simple	Complex
Accounting	Transparent	Opaque
Which firm would	d you value m	ore highly?

Measuring Complexity: Volume of Data in Financial Statements

Company	Number of pages in last 10Q	Number of pages in last 10K
General Electric	65	410
Microsoft	63	218
Wal-mart	38	244
Exxon Mobil	86	332
Pfizer	171	460
Citigroup	252	1026
Intel	69	215
AIG	164	720
Johnson & Johnson	63	218
IBM	85	353

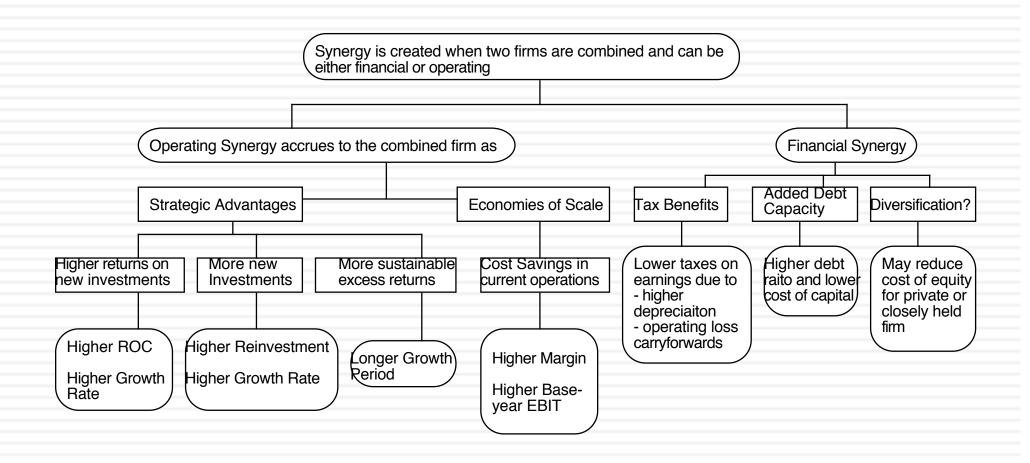
Measuring Complexity: A Complexity Score

tem		Follow-up Question	Answer	Weighting factor	Gerdau Score	GE Score
Operating Income	1. Multiple Businesses	Number of businesses (with more than 10% of				
	h O .:	revenues) =	1	2.00	2	30
		Percent of operating income =	10%	10.00	1	0.8
	3. Income from unspecified sources	Percent of operating income =	0%	10.00	0	1.2
	4. Items in income statement that are volatile	Percent of operating income =	15%	5.00	0.75	1
ax Rate	1. Income from multiple locales	Percent of revenues from non-domestic locales =	70%	3.00	2.1	1.8
		Yes or No	No	Yes=3	0	3
		Yes or No	No	Yes=3	0	0
	4. Volatile effective tax rate	Yes or No	Yes	Yes=2	2	0
Capital Expenditures	1. Volatile capital expenditures	Yes or No	Yes	Yes=2	2	2
	2. Frequent and large acquisitions	Yes or No	Yes	Yes=4	4	4
	3. Stock payment for acquisitions and	100 01 110	103	105-1	Т	7
	investments	Yes or No	No	Yes=4	0	4
Vorking capital	Unspecified current assets and current					
	liabilities	Yes or No	No	Yes=3	0	0
		Yes or No	Yes	Yes=2	2	2
Expected Growth rate						
		Yes or No	No	Yes=3	0	3
	2. Substantial stock buybacks	Yes or No	No	Yes=3	0	3
	2 (1	Is your return on capital volatile?	Yes	Yes=5	5	5
	4. Unsustainably high return	Is your firm's ROC much higher than industry average?	No	Yes=5	0	0
Cost of capital	1. Multiple businesses	Number of businesses (more than 10% of revenues) =	1	1.00	1	20
	Operations in amounting montrate	Percent of revenues=	50%	5.00	2.5	2.5
	3. Is the debt market traded?	Yes or No	No	No=2	2.5	0
	4. Does the company have a rating?	Yes or No	Yes	No=2	0	0
	5. Does the company have off-balance sheet	Les of two	168	110-2	U	0
	1	Yes or No	No	Yes=5	0	5
No-operating assets	N C 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Minority holdings as percent of book assets	0%	20.00	0	0.8
irm to Equity value	0 1.1 '. C 1 .1. '	Minority interest as percent of book value of equity	63%	20.00	12.6	1.2
er share value Aswath Dan	Shares with different voting rights	Does the firm have shares with different voting rights?	Yes	Yes = 10	10	0
ASWAIN DAN	Shares with different voting rights Equity options outstanding	Options outstanding as percent of shares	0%	10.00	0	0.27
		Complexity Score =	U%	10.00	48.95	90.55

Dealing with Complexity

- □ In Discounted Cashflow Valuation
 - The Aggressive Analyst: Trust the firm to tell the truth and value the firm based upon the firm's statements about their value.
 - The Conservative Analyst: Don't value what you cannot see.
 - The Compromise: Adjust the value for complexity
 - Adjust cash flows for complexity
 - Adjust the discount rate for complexity
 - Adjust the expected growth rate/length of growth period
 - Value the firm and then discount value for complexity
- In relative valuation
 - In a relative valuation, you may be able to assess the price that the market is charging for complexity:
 - With the hundred largest market cap firms, for instance:

5. The Value of Synergy



Valuing Synergy

- (1) the firms involved in the merger are valued independently, by discounting expected cash flows to each firm at the weighted average cost of capital for that firm.
- (2) the value of the combined firm, with no synergy, is obtained by adding the values obtained for each firm in the first step.
- (3) The effects of synergy are built into expected growth rates and cashflows, and the combined firm is re-valued with synergy.

Value of Synergy = Value of the combined firm, with synergy - Value of the combined firm, without synergy

Inbev + SAB Miller: Where's the synergy?

			Combined	
			firm (status	Combined firm
	Inbev	SABMiller	quo)	(synergy)
Levered Beta	0.85	0.8289	0.84641	0.84641
Pre-tax cost of debt	3.0000%	3.2000%	3.00%	3.00%
Effective tax rate	18.00%	26.36%	19.92%	19.92%
Debt to Equity Ratio	30.51%	23.18%	29.71%	29.71%
Revenues	\$45,762.00	\$22,130.00	\$67,892.00	\$67,892.00
Operating Margin	32.28%	19.97%	28.27%	30.00%
Operating Income (EBIT)	\$14,771.97	\$4,419.36	\$19,191.33	\$20.368
After-tax return on capital	12.10%	12.64%	11.68%	12.00%
Reinvestment Rate =	50.99%	33.29%	43.58%	50.00%
Expected Growth Rate	6.17%	4.21%	5.09%	6.00%

The value of synergy

	Inbev	SABMiller	Combined firm (status quo)	Combined firm (synergy)
Cost of Equity =	8.93%	9.37%	9.12%	9.12%
After-tax cost of debt =	2.10%	2.24%	2.10%	2.10%
Cost of capital =	7.33%	8.03%	7.51%	7.51%
After-tax return on capital =	12.10%	12.64%	11.68%	12.00%
Reinvestment Rate =	50.99%	33.29%	43.58%	50.00%
Expected growth rate=	6.17%	4.21%	5.09%	6.00%
	Value of	firm		
PV of FCFF in high growth =	\$28,733	\$9,806	\$38,539	\$39,151
Terminal value =	\$260,982	\$58,736	\$319,717	\$340,175
Value of operating assets =	\$211,953	\$50,065	\$262,018	\$276,610

Value of synergy = 276,610 - 262,018 = 14,592 million ₈₀

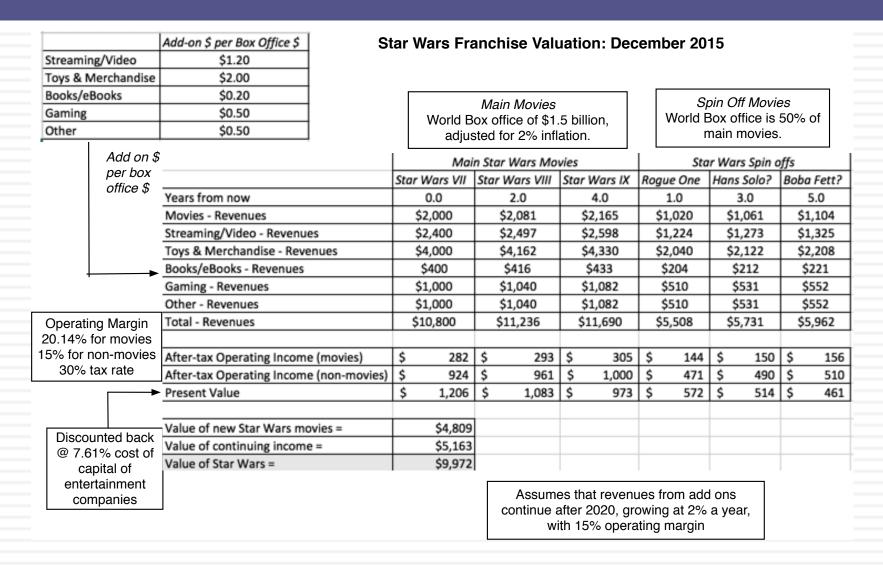
6. Brand name, great management, superb product ... Are we short changing intangibles?

- There is often a temptation to add on premiums for intangibles. Here are a few examples.
 - Brand name
 - Great management
 - Loyal workforce
 - Technological prowess
- There are two potential dangers:
 - For some assets, the value may already be in your value and adding a premium will be double counting.
 - For other assets, the value may be ignored but incorporating it will not be easy.

Valuing Brand Name

	Coca Cola	With Cott Margins
Current Revenues =	\$21,962.00	\$21,962.00
Length of high-growth period	10	10
Reinvestment Rate =	50%	50%
Operating Margin (after-tax)	15.57%	5.28%
Sales/Capital (Turnover ratio)	1.34	1.34
Return on capital (after-tax)	20.84%	7.06%
Growth rate during period (g) =	10.42%	3.53%
Cost of Capital during period =	7.65%	7.65%
Stable Growth Period		
Growth rate in steady state =	4.00%	4.00%
Return on capital =	7.65%	7.65%
Reinvestment Rate =	52.28%	52.28%
Cost of Capital =	7.65%	7.65%
Value of Firm =	\$79,611.25	\$15,371.24

Valuing a Franchise: Star Wars



7. Be circumspect about defining debt for cost of capital purposes...

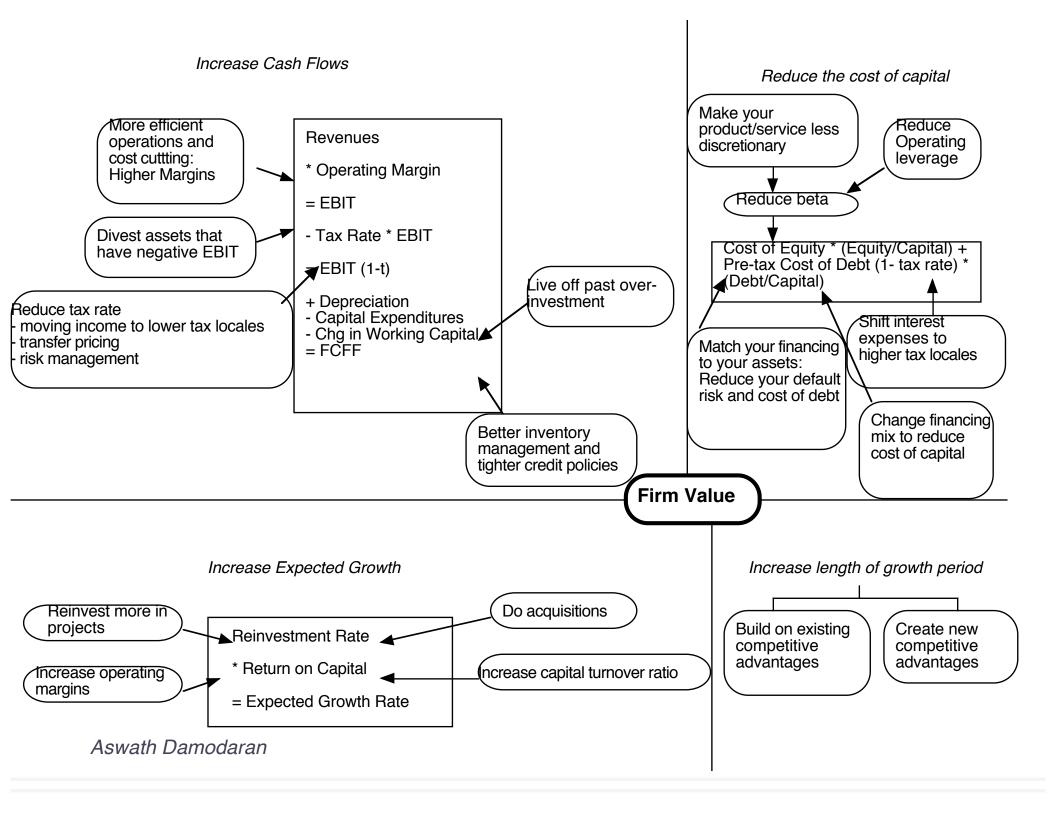
- General Rule: Debt generally has the following characteristics:
 - Commitment to make fixed payments in the future
 - The fixed payments are tax deductible
 - Failure to make the payments can lead to either default or loss of control of the firm to the party to whom payments are due.
- Defined as such, debt should include
 - All interest bearing liabilities, short term as well as long term
 - All leases, operating as well as capital
- Debt should not include
 - Accounts payable or supplier credit

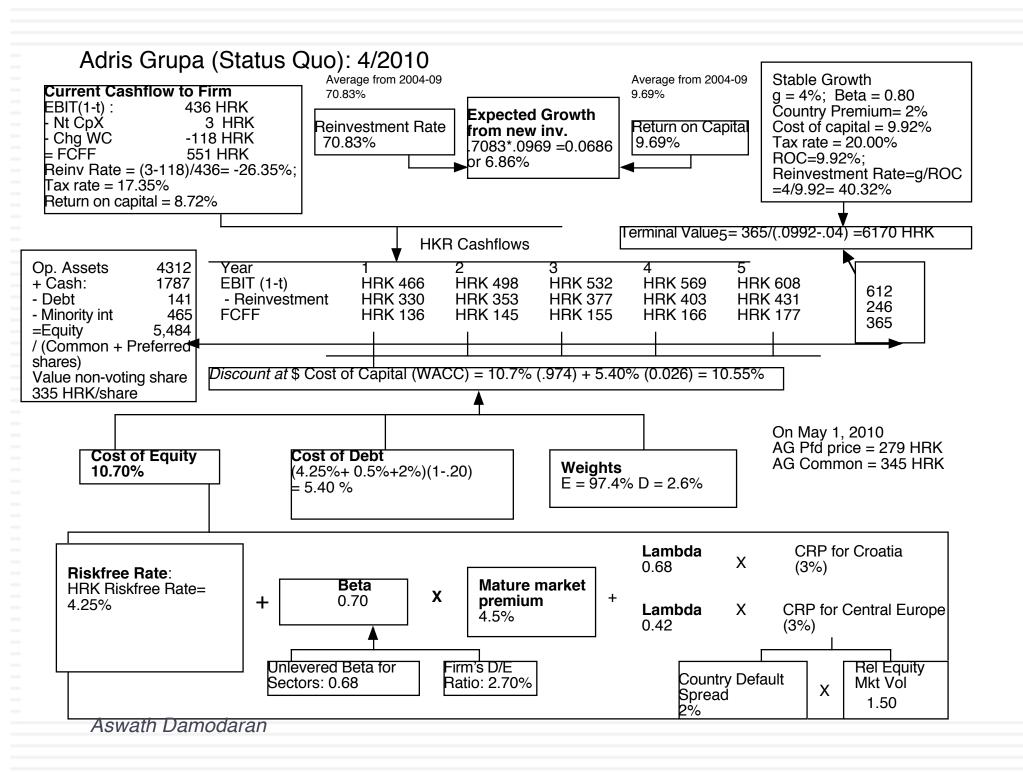
But should consider other potential liabilities when getting to equity value...

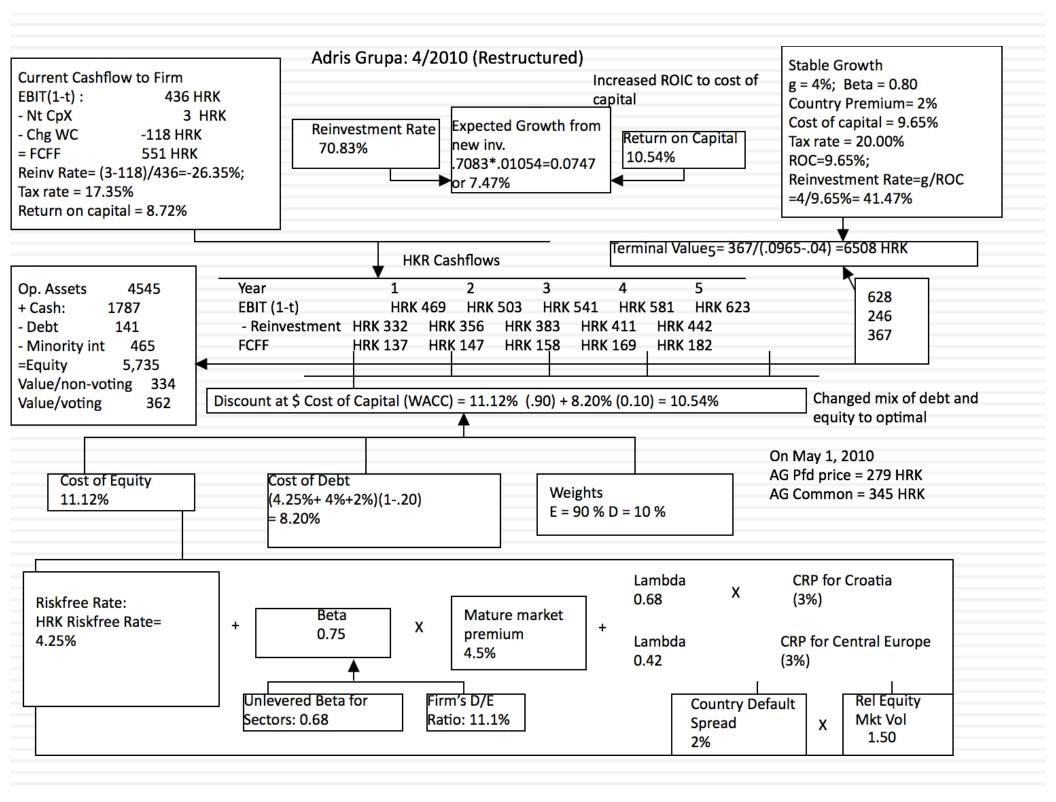
- If you have under funded pension fund or health care plans, you should consider the under funding at this stage in getting to the value of equity.
 - If you do so, you should not double count by also including a cash flow line item reflecting cash you would need to set aside to meet the unfunded obligation.
 - You should not be counting these items as debt in your cost of capital calculations....
- If you have contingent liabilities for example, a potential liability from a lawsuit that has not been decided - you should consider the expected value of these contingent liabilities
 - Value of contingent liability = Probability that the liability will occur * Expected value of liability

8. The Value of Control

- The value of the control premium that will be paid to acquire a block of equity will depend upon two factors -
 - Probability that control of firm will change: This refers to the probability that incumbent management will be replaced. this can be either through acquisition or through existing stockholders exercising their muscle.
 - Value of Gaining Control of the Company: The value of gaining control of a company arises from two sources the increase in value that can be wrought by changes in the way the company is managed and run, and the side benefits and perquisites of being in control
 - <u>Value of Gaining Control = Present Value (Value of Company with change in control Value of company without change in control) + Side Benefits of Control</u>







Value of Control and the Value of Voting Rights

- Adris Grupa has two classes of shares outstanding: 9.616
 million voting shares and 6.748 million non-voting shares.
- To value a non-voting share, we assume that all non-voting shares essentially have to settle for status quo value. All shareholders, common and preferred, get an equal share of the status quo value.

Status Quo Value of Equity = 5,484 million HKR Value for a non-voting share = 5484/(9.616+6.748) = 334 HKR/share

□ To value a voting share, we first value control in Adris Grup as the difference between the optimal and the status quo value:
 Value of control at Adris Grupa = 5,735 – 5484 = 249 million HKR
 Value per voting share =334 HKR + 249/9.616 = 362 HKR

Untapped Potential or Flawed Platform

Twitter will continue its path of monetizing its users, but in fits and starts, as the qualities that make it an appealing platform (brevity, timeliness, impulsivness) impede attempt to deliver operating success consistently. While user numbers will continue to grow slowly, the active user component will rise faster, and augmented by add ons (limited subscription memberships for prolific and commercial users), the margiins will continue to improve.

			The	Assumptions		
	Base year	Next year	Years 2-5	Years 6-10	After year 10	Link to story
						Revenue growth will run ahead of user
Revenues (a)	\$5,078.00	12.0%	12.00%	3.50%	3.50%	growth, as more of these users become active
						Limited subscription revenues will augment
Operating margin (b)	19.02%	20.0%	20.00%	25.00%	25.00%	more creative ad strategy to deliver profits
Tax rate	25.00%		25.00%	25.00%	25.00%	Global/US marginal tax rate over time
Reinvestment (c)		2.80	2.80	2.80	38.89%	Investment in platform augmentations
Return on capital	8.14%	Marginal ROIC =	81.	36%	9.00%	Unique platform and sticky users
Cost of capital (d)			8.34%	6.11%	6.11%	Cost of capital close to median company
			The	Cash Flows		
	Revenues	Operating Margin	EBIT	EBIT (1-t)	Reinvestment	FCFF
1	\$5,687.36	20.00%	\$1,137.47	\$1,137.47	\$217.99	\$919.48
2	\$6,369.84	21.00%	\$1,337.67	\$1,316.38	\$244.15	\$1,072.23
3	\$7,134.22	21.50%	\$1,533.86	\$1,150.39	\$273.45	\$876.94
4	\$7,990.33	22.00%	\$1,757.87	\$1,318.40	\$306.27	\$1,012.14
5	\$8,949.17	22.50%	\$2,013.56	\$1,510.17	\$343.02	\$1,167.15
6	\$9,870.94	22.61%	\$2,231.54	\$1,673.66	\$329.75	\$1,343.90
7	\$10,719.84	23.21%	\$2,487.58	\$1,865.69	\$303.69	\$1,562.00
8	\$11,459.50	23.80%	\$2,727.77	\$2,045.83	\$264.61	\$1,781.22
9	\$12,055.40	24.40%	\$2,941.73	\$2,206.30	\$213.18	\$1,993.12
10	\$12,477.34	25.00%	\$3,119.33	\$2,339.50	\$150.95	\$2,188.56
Terminal year	\$12,914.04	25.00%	\$3,228.51	\$2,421.38	\$941.65	\$1,479.73
			7	The Value		
Terminal value			\$56,694.80			
PV(Terminal value)			\$27,083.90			
PV (CF over next 10 years	s)		\$8,723.78			
Value of operating assets	;=		\$35,807.68			
Adjustment for distress			\$0.00		Probability of failure =	0.00%
- Debt & Minority Interests			\$5,546.60			
+ Cash & Other Non-operating assets			\$6,393.70			
Value of equity			\$36,654.78			
- Value of equity options	3		\$17.91			
Number of shares			797.60			
Value per share			\$45.93		Stock was trading at =	\$42.00

Value Enhancement at Twitter

- When Musk announced his acquisition bid for Twitter at \$54.20/share, he contended that the company could be worth more, and that the changes that needed to be made could be done more easily if Twitter was a private business.
- One of the ideas floating around is that Twitter could adopt a subscription model.
 - How would adopting that model play out in Twitter's valuation?
 - What argument (if any) is there for going private?

III. The Dark Side of Valuation

Valuing difficult-to-value companies!

The fundamental determinants of value...

What are the cashflows from existing assets?

- Equity: Cashflows after debt payments

- Firm: Cashflows before debt payments

What is the **value added** by growth assets? Equity: Growth in equity earnings/ cashflows Firm: Growth in operating earnings/ cashflows

How **risky are the cash flows** from both existing assets and growth assets? Equity: Risk in equity in the company Firm: Risk in the firm's operations

When will the firm become a **mature firm**, and what are the potential roadblocks?

The Dark Side of Valuation...

- Valuing stable, money making companies with consistent and clear accounting statements, a long and stable history and lots of comparable firms is easy to do.
- The true test of your valuation skills is when you have to value "difficult" companies. In particular, the challenges are greatest when valuing:
 - Young companies, early in the life cycle, in young businesses
 - Companies that don't fit the accounting mold
 - Companies that face substantial truncation risk (default or nationalization risk)

Difficult to value companies...

Across the life cycle:

- Young, growth firms: Limited history, small revenues in conjunction with big operating losses and a propensity for failure make these companies tough to value.
- Mature companies in transition: When mature companies change or are forced to change, history may have to be abandoned and parameters have to be reestimated.
- Declining and Distressed firms: A long but irrelevant history, declining markets, high debt loads and the likelihood of distress make them troublesome.

Across sectors

- Financial service firms: Opacity of financial statements and difficulties in estimating basic inputs leave us trusting managers to tell us what's going on.
- Commodity and cyclical firms: Dependence of the underlying commodity prices or overall economic growth make these valuations susceptible to macro factors.
- Firms with intangible assets: Accounting principles are left to the wayside on these firms.

Across the ownership cycle

- Privately owned businesses: Exposure to firm specific risk and illiquidity bedevil valuations.
- Venture Capital (VC) and private equity: Different equity investors, with different perceptions of risk.
- Closely held public firms: Part private and part public, sharing the troubles of both.

I. The challenge with young companies...

Figure 5.2: Estimation Issues - Young and Start-up Companies

Making judgments on revenues/ profits difficult becaue you cannot draw on history. If you have no product/ service, it is difficult to gauge market potential or profitability. The company's entire value lies in future growth but you have little to base your estimate on.

Cash flows from existing assets non-existent or negative.

What is the value added by growth assets?

What are the cashflows from existing assets?

Different claims or cash flows can affect value of equity at each stage.

What is the value of equity in the firm?

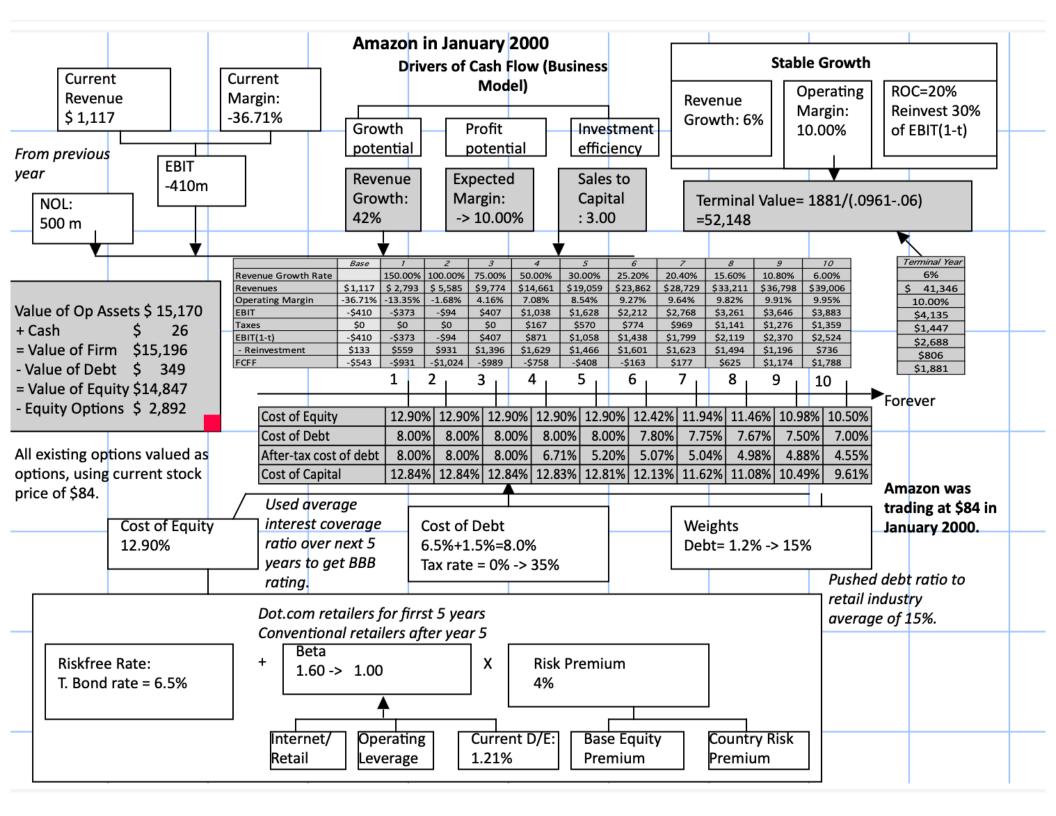
How risky are the cash flows from both existing assets and growth assets?

Limited historical data on earnings, and no market prices for securities makes it difficult to assess risk. When will the firm become a mature fiirm, and what are the potential roadblocks?

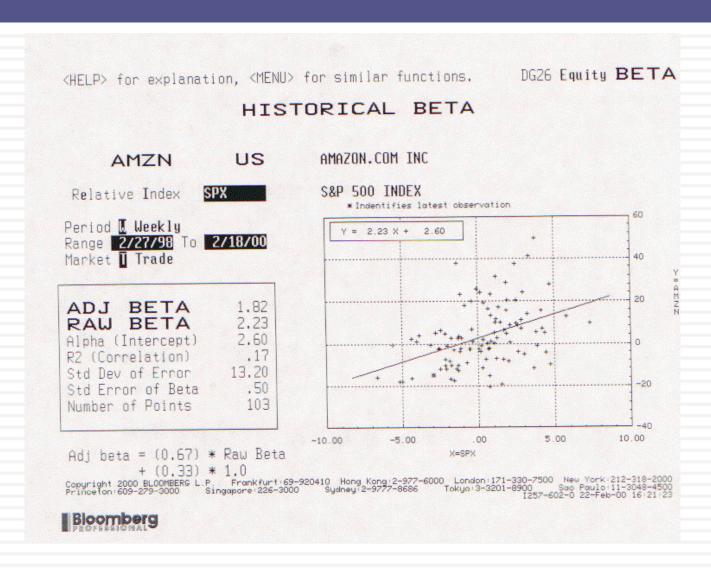
Will the firm make it through the gauntlet of market demand and competition? Even if it does, assessing when it will become mature is difficult because there is so little to go on.

Upping the ante.. Young companies in young businesses...

- □ When valuing a business, we generally draw on three sources of information
 - The firm's current financial statement
 - How much did the firm sell?
 - How much did it earn?
 - The firm's financial history, usually summarized in its financial statements.
 - How fast have the firm's revenues and earnings grown over time?
 - What can we learn about cost structure and profitability from these trends?
 - Susceptibility to macro-economic factors (recessions and cyclical firms)
 - The industry and comparable firm data
 - What happens to firms as they mature? (Margins.. Revenue growth... Reinvestment needs... Risk)
- It is when valuing these companies that you find yourself tempted by the dark side, where
 - "Paradigm shifts" happen...
 - New metrics are invented ...
 - The story dominates and the numbers lag...



Lesson 1: Don't trust regression betas....

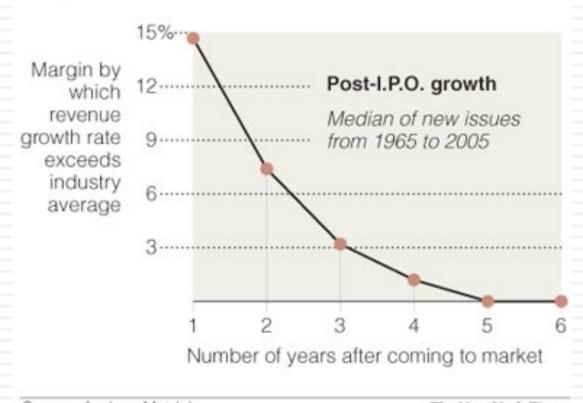


Lesson 2: Work backwards and keep it simple...

Year	Revenue Growth	Sales	Operating Margin	EBIT	EBIT (1-t)
Tr 12 mths		\$1,117	-36.71%	-\$410	-\$410
1	150.00%	\$2,793	-13.35%	-\$373	-\$373
2	100.00%	\$5,585	-1.68%	-\$94	-\$94
3	75.00%	\$9,774	4.16%	\$407	\$407
4	50.00%	\$14,661	7.08%	\$1,038	\$871
5	30.00%	\$19,059	8.54%	\$1,628	\$1,058
6	25.20%	\$23,862	9.27%	\$2,212	\$1,438
7	20.40%	\$28,729	9.64%	\$2,768	\$1,799
8	15.60%	\$33,211	9.82%	\$3,261	\$2,119
9	10.80%	\$36,798	9.91%	\$3,646	\$2,370
10	6.00%	\$39,006	9.95%	\$3,883	\$2,524
TY	6.00%	\$41,346	10.00%	\$4,135	\$2,688

Lesson 3: Scaling up is hard to do...

Typically, the revenue growth rate of a newly public company outpaces its industry average for only about five years.



Source: Andrew Metrick

The New York Times

Lesson 4: Don't forget to pay for growth...

Invested Capital in year t = Invested Capital in year t-1 + Reinvestment in year t-1

Year	Revenues	Δ Revenue	Sales/Cap	∆ Investment	Inves	ted Capital	EBIT (1-t)	Imputed ROC
Tr 12 mths	\$1,117				\$	487	-\$410	
1	\$2,793	\$1,676	3.00	\$559	\$	1,045	-\$373	-76.62%
2	\$5,585	\$2,793	3.00	\$931	\$	1,976	-\$94	-8.96%
3	\$9,774	\$4,189	3.00	\$1,396	\$	3,372	\$407	20.59%
4	\$14,661	\$4,887	3.00	\$1,629	\$	5,001	\$871	25.82%
5	\$19,059	\$4,398	3.00	\$1,466	\$	6,467	\$1,058	21.16%
6	\$23,862	\$4,803	3.00	\$1,601	\$	8,068	\$1,438	22.23%
7	\$28,729	\$4,868	3.00	\$1,623	\$	9,691	\$1,799	22.30%
8	\$33,211	\$4,482	3.00	\$1,494	\$	11,185	\$2,119	21.87%
9	\$36,798	\$3,587	3.00	\$1,196	\$	12,380	\$2,370	21.19%
10	\$39,006	\$2,208	3.00	\$736	\$	13,116	\$2,524	20.39%
TY	\$41,346	\$2,340	NA			Assumed to	be =	20.00%

Return on Capital in year t= EBIT (1-t) in year t/ Invested Capital in year t-1

Lesson 5: There are always scenarios where the market price can be justified...

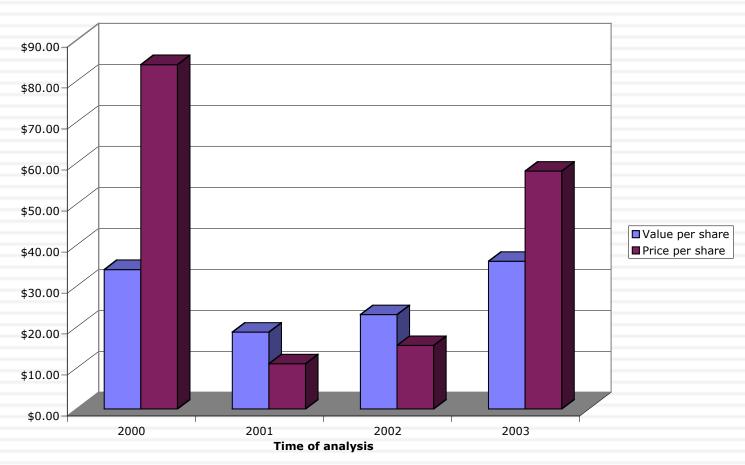
		Target pre-tax Operating Margin										
Φ			6%		8%		10%		12%	14%		
annual ⁄th rate	30%	\$	(1.94)	\$	2.95	\$	7.84	\$	12.71	\$	17.57	
(35%	\$	1.41	\$	8.37	\$	15.33	\$	22.27	\$	29.21	
_ <	40%	\$	6.10	\$	15.93	\$	25.74	\$	35.54	\$	45.34	
	45%	\$	12.59	\$	26.34	\$	40.05	\$	53.77	\$	67.48	
noc	50%	\$	21.47	\$	40.50	\$	59.52	\$	78.53	\$	97.54	
Compounded Revenue Grov	55%	\$	33.47	\$	59.60	\$	85.72	\$	111.84	\$	137.95	
Co Re	60%	\$	49.53	\$	85.10	\$	120.66	\$	156.22	\$	191.77	

Lesson 6: You will be wrong 100% of the time... and it really is not (always) your fault...

- No matter how careful you are in getting your inputs and how well structured your model is, your estimate of value will change both as new information comes out about the company, the business and the economy.
- As information comes out, you will have to adjust and adapt your model to reflect the information. Rather than be defensive about the resulting changes in value, recognize that this is the essence of risk.
- A test: If your valuations are unbiased, you should find yourself increasing estimated values as often as you are decreasing values. In other words, there should be equal doses of good and bad news affecting valuations (at least over time).

And the market is often "more wrong"....

Amazon: Value and Price



Valuing an IPO

Valuation issues:

- Use of the proceeds from the offering: The proceeds from the offering can be held as cash by the firm to cover future investment needs, paid to existing equity investors who want to cash out or used to pay down debt.
- Warrants/ Special deals with prior equity investors: If venture capitalists and other equity investors from earlier iterations of fund raising have rights to buy or sell their equity at pre-specified prices, it can affect the value per share offered to the public.

Pricing issues:

- Institutional set-up: Most IPOs are backed by investment banking guarantees on the price, which can affect how they are priced.
- Follow-up offerings: The proportion of equity being offered at initial offering and subsequent offering plans can affect pricing.

<u> </u>			_		Paytr	m						Sep-21
Paytm will continue its	dom	ninance of the India	ın m	nobile payment m	narke		he Sto ket c		Alo	ong the way, its manageme	ent v	will focus more on converting
transactions on its plat	form	into revenues, and	rev	/enues into opera	ting	income.						
						The /	201100					
		Passyage	_	Moutuage		Years 2-5	ssum	n ptions Years 6-10		After year 10		Link to story
GMV	₹	<i>Base year</i> 4,033,000	_	Next year 40.00%		40.00%		4.19%	\vdash	After year 10 4.19%	Gra	owing mobile payment market
Revenue as % of GMV	 `	0.79%	_	0.83%			<u> </u>	2.00%	\vdash	2.00%	_	ke rate improves, as company matures
	\vdash	-49.00%	_	-20.0%				30.00%	\vdash	30.00%	-	gh-margin intermediary business
Operating margin (b)	—		_	-20.0%	\leftarrow	5.00%	-		\vdash			·
Tax rate	—	25.00%	_		\leftarrow	25.00%	—	25.00%	 	25.00%	1	nverge on statutory tax rate
·			ı	1								lustry average reinvestment, for capital
Reinvestment (c)	↓		<u> </u>	3.00	<u> </u>	2.45	-	2.45	<u> </u>	27.93%		ensive business.
Return on capital	—	-21.78%	N	Marginal ROIC =	<u> </u>		.13%		<u> </u>	15.00%	_	mpetitive advantages fade over time.
Cost of capital (d)	<u></u>					10.44% ——	\rightarrow	8.91%		8.91%	Cos	st of capital relatively stable.
			_				Cash	Flows				
		GMV		Revenues	Opi	erating Margin		EBIT (1-t)		Reinvestment		FCFF
1	₹	5,646,200	₹	46,984.56		-20.00%	₹	,	₹	5,038.85	₹	-14,435.77
2	₹	7,904,680	₹	69,095.49		-10.00%	₹	-6,909.55	₹	9,024.87	₹	-15,934.42
3	₹	11,066,552		101,377.63		-5.00%	₹	-5,068.88	₹	13,176.38	₹	-18,245.27
4	₹	15,493,173	₹	148,430.20		0.00%	₹	-0.00	₹	19,205.13	₹	-19,205.13
5	₹	21,690,442	₹	216,904.42		5.00%	₹	10,845.22	₹	27,948.66	₹	-17,103.44
6	₹	28,813,149	₹	345,757.79		10.00%	₹	28,564.36	₹	52,593.21	₹	-24,028.85
7	₹	36,211,213	₹	506,956.99		15.00%	₹	57,032.66	₹	65,795.59	₹	-8,762.93
8	₹	42,915,357	₹	686,645.72		20.00%	₹	102,996.86	₹	73,342.34	₹	29,654.52
9	₹	47,787,109	₹	860,167.96		25.00%	₹	161,281.49	₹	70,825.40	₹	90,456.09
10	₹	49,789,389	₹	995,787.77		30.00%	₹	224,052.25	₹	55,355.03	₹	168,697.22
Terminal year	₹	51,875,564	₹	1,037,511.28		30.00%	₹	233,440.04	₹	65,207.58	₹	168,232.45
						TI	he Va	lue				
Terminal value					₹	3,564,246.92						
PV(Terminal value)		,		- 1	₹	1,377,090.74						
PV (CF over next 10 year	rs)	-			₹	36,169.53						
Value of operating asset					₹	1,413,260.27						
Adjustment for distress					₹	35,331.51				Probability of failure =	5.0	0%
- Debt & Minority Inter					₹	12,006.00				•		
+ Cash & Other Non-op					₹	7,785.00						
+IPO Proceeds		-			₹	83,000.00	Tot	al proceeds expec	ted	to be 166,000, but half w	vill b	be cashing out existing stockholders.
Value of equity					₹	1,456,707.76						<u> </u>
- Value of equity option	ns				₹	45,696.90						
Number of shares						644.23						
Value per share					₹	2,190.24				Stock was trading at =	₹	2,950.00
Value per ona. e			_		<u> </u>	2,200.2			_	otook Huo ti uuiii g a .	÷	

II. Dealing with decline and distress...

Historial data often reflects flat or declining revenues and falling margins. Investments often earn less than the cost of capital. Growth can be negative, as firm sheds assets and shrinks. As less profitable assets are shed, the firm's remaining assets may improve in quality.

What is the value added by growth assets?

What are the cashflows from existing assets?

Underfunded pension obligations and litigation claims can lower value of equity. Liquidation preferences can affect value of equity

What is the value of equity in the firm?

How risky are the cash flows from both existing assets and growth assets?

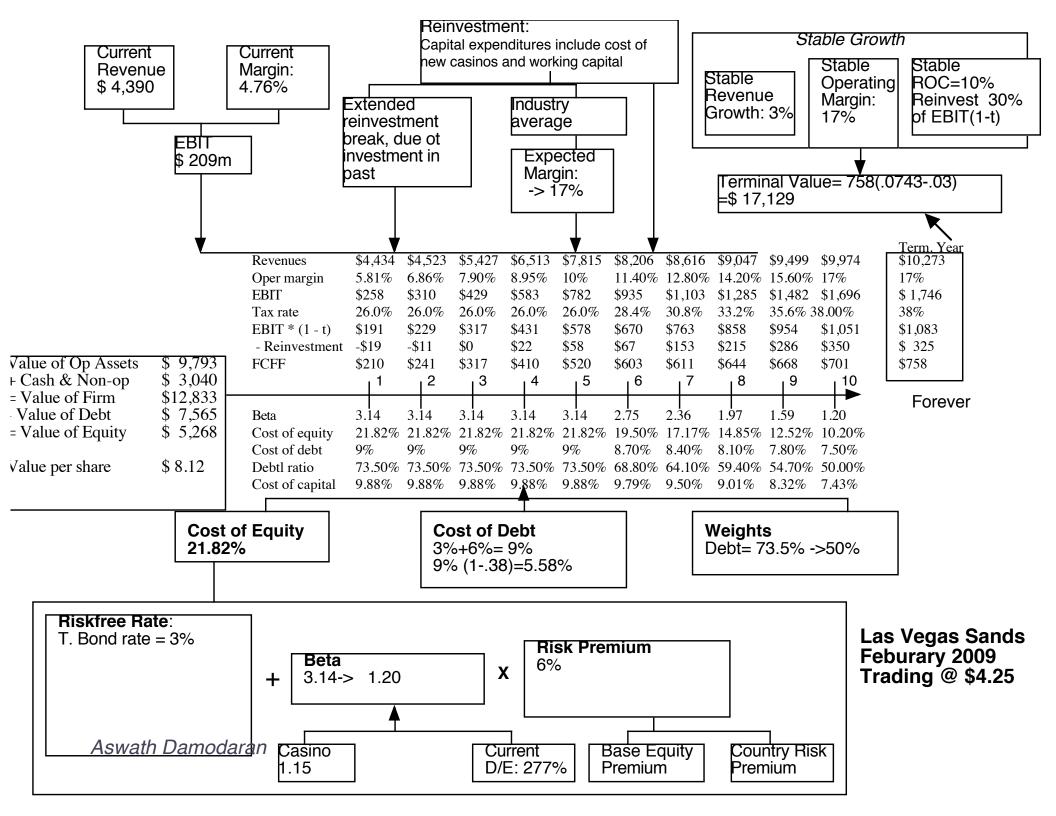
Depending upon the risk of the assets being divested and the use of the proceeds from the divestuture (to pay dividends or retire debt), the risk in both the firm and its equity can change.

When will the firm become a mature fiirm, and what are the potential roadblocks?

There is a real chance, especially with high financial leverage, that the firm will not make it. If it is expected to survive as a going concern, it will be as a much smaller entity.

Dealing with the "downside" of Distress

- A DCF valuation values a firm as a going concern. If there is a significant likelihood of the firm failing before it reaches stable growth and if the assets will then be sold for a value less than the present value of the expected cash flows (a distress sale value), DCF valuations will understate the value of the firm.
- Value of Equity= DCF value of equity (1 Probability of distress) + Distress sale value of equity (Probability of distress)
- ☐ There are three ways in which we can estimate the probability of distress:
 - Use the bond rating to estimate the cumulative probability of distress over 10 years
 - Estimate the probability of distress with a probit
 - Estimate the probability of distress by looking at market value of bonds...
- The distress sale value of equity is usually best estimated as a percent of book value (and this value will be lower if the economy is doing badly and there are other firms in the same business also in distress).



Adjusting the value of LVS for distress..

- Ratings based approach: In February 2009, Las Vegas Sands was rated B+, and based upon history (previous ten years), the likelihood of default is 28.25%.
- Bond Price based: In February 2009, LVS was rated B+ by S&P. Historically, 28.25% of B+ rated bonds default within 10 years. LVS has a 6.375% bond, maturing in February 2015 (7 years), trading at \$529. If we discount the expected cash flows on the bond at the riskfree rate, we can back out the probability of distress from the bond price:

$$529 = \sum_{t=1}^{t=7} \frac{63.75(1 - \Pi_{\text{Distress}})^t}{(1.03)^t} + \frac{1000(1 - \Pi_{\text{Distress}})^7}{(1.03)^7}$$

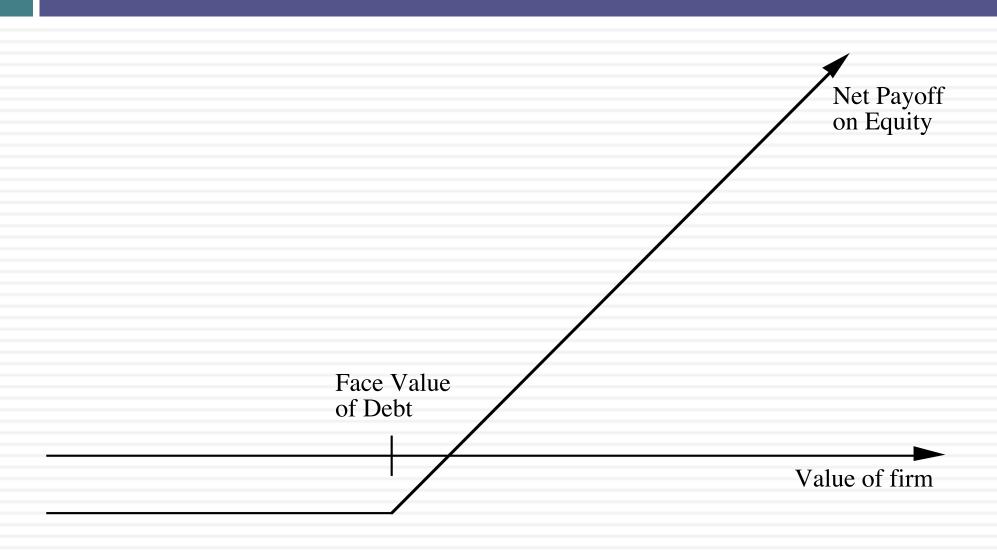
 π_{Distress} = Annual probability of default = 13.54%

Cumulative probability of surviving 10 years = $(1 - .1354)^{10} = 23.34\%$

Cumulative probability of distress over 10 years = 1 - .2334 = .7666 or 76.66%

- ☐ If LVS is becomes distressed:
 - Expected distress sale proceeds = \$2,769 million < Face value of debt
 - Expected equity value/share = \$0.00
- Expected value per share
 - \square With ratings-based approach: \$8.12 (.7175) + \$0 (.2825) = \$5.83
 - \square With bond-based approach: \$8.12 (1 .7666) + \$0.00 (.7666) = \$1.92

The "sunny" side of distress: Equity as a call option to liquidate the firm



Application to valuation: A simple example

- Assume that you have a firm whose assets are currently valued at \$100 million and that the standard deviation in this asset value is 40%.
- Further, assume that the face value of debt is \$80 million (It is zero coupon debt with 10 years left to maturity).
- □ If the ten-year treasury bond rate is 10%,
 - how much is the equity worth?
 - What should the interest rate on debt be?

Model Parameters & Valuation

The inputs

- Value of the underlying asset = S = Value of the firm = \$ 100 million
- Exercise price = K = Face Value of outstanding debt = \$80 million
- Life of the option = t = Life of zero-coupon debt = 10 years
- Variance in the value of the underlying asset = σ^2 = Variance in firm value = 0.16
- Riskless rate = r = Treasury bond rate corresponding to option life = 10%

The output

■ The Black-Scholes model provides the following value for the call:

$$N(d1) = 0.9451$$

$$d2 = 0.3345$$

$$N(d2) = 0.6310$$

- Value of the call = $100 (0.9451) 80 \exp^{(-0.10)(10)} (0.6310) = $75.94 million$
- Value of the outstanding debt = \$100 \$75.94 = \$24.06 million
- □ Interest rate on debt = $($80 / $24.06)^{1/10} 1 = 12.77\%$

Firm value drops...

- Assume now that a catastrophe wipes out half the value of this firm (the value drops to \$ 50 million), while the face value of the debt remains at \$ 80 million.
- The inputs
 - Value of the underlying asset = S = Value of the firm = \$ 50 million
 - All the other inputs remain unchanged
- The output
 - Based upon these inputs, the Black-Scholes model provides the following value for the call:

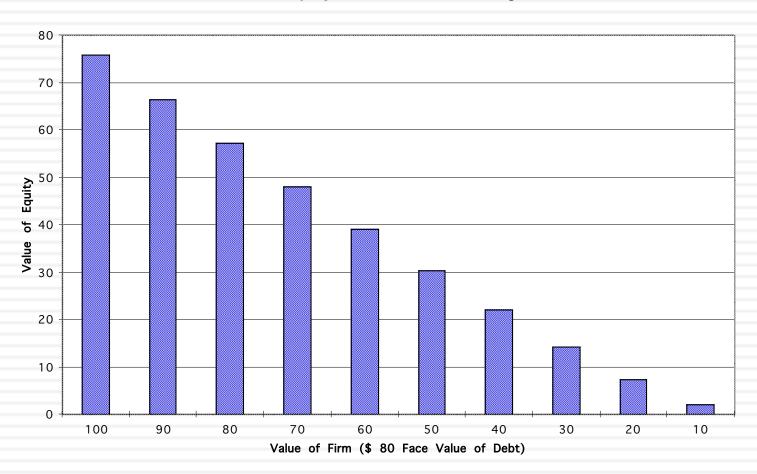
$$N(d1) = 0.8534$$

$$N(d2) = 0.4155$$

- □ Value of the call = 50 (0.8534) 80 $\exp^{(-0.10)(10)}$ (0.4155) = \$30.44 million
- Value of the bond= \$50 \$30.44 = \$19.56 million

Equity value persists .. As firm value declines..

Value of Equity as Firm Value Changes



Air India: Give Away or Option Value?

- In October 2021, the equity in Air India was sold to the Tatas for \$2.4 billion.
- At the time of the sale, Air India owed \$3.1 billion, negative shareholder's equity and had racked up losses of close to \$10 billion in the years leading up to the sale.
- While some viewed the sale as a "give away", there are two questions:
 - What was Air India's value as a going concern?
 - How much of the price was for its optionality?
 - How much did sentiment play a role in the pricing?

III. Valuing Financial Service Companies

Existing assets are usually financial assets or loans, often marked to market. Earnings do not provide much information on underlying risk.

Defining capital expenditures and working capital is a challenge. Growth can be strongly influenced by regulatory limits and constraints. Both the amount of new investments and the returns on these investments can change with regulatory changes.

What is the value added by growth assets?

What are the cashflows from existing assets?

Preferred stock is a significant source of capital.

What is the value of equity in the firm?

How risky are the cash flows from both existing assets and growth assets?

For financial service firms, debt is raw material rather than a source of capital. It is not only tough to define but if defined broadly can result in high financial leverage, magnifying the impact of small operating risk changes on equity risk. When will the firm become a mature fiirm, and what are the potential roadblocks?

In addition to all the normal constraints, financial service firms also have to worry about maintaining capital ratios that are acceptable of regulators. If they do not, they can be taken over and shut down.

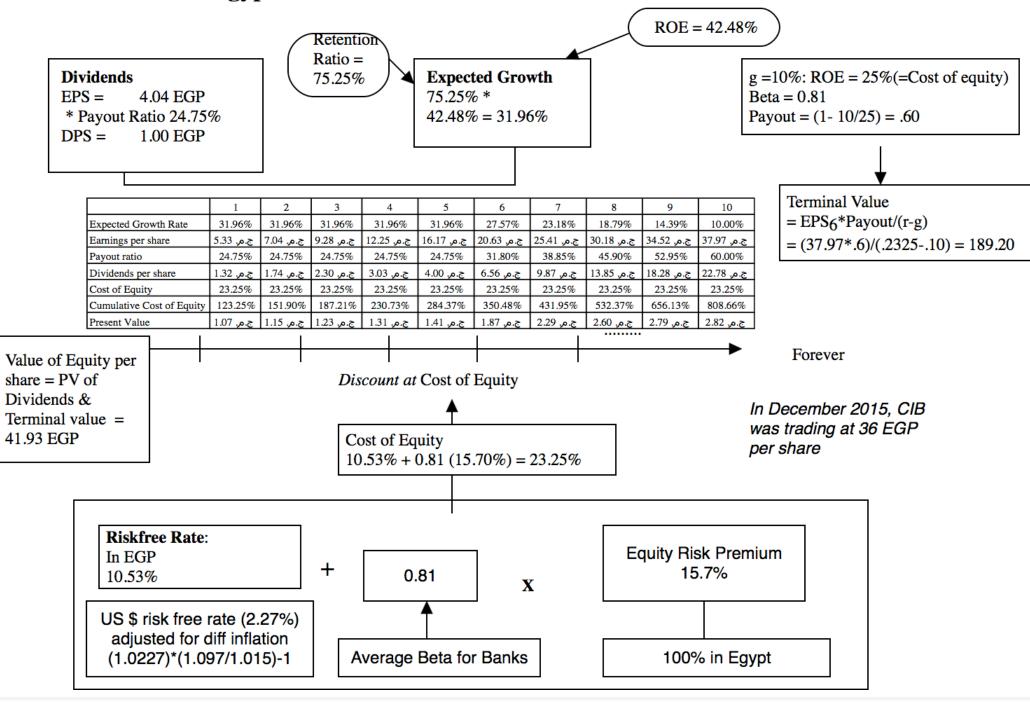
Lesson 1: Debt to a bank is raw material, not a source of capital

- With conventional firms, you often face a choice of either valuing the entire business (using cash flows to the firm and a cost of capital) or valuing equity.
 Often, valuing the firm is both easier and more robust, and you subtract out debt to get to value of equity.
- With financial service firms, valuing the firm is often a non-starter, since debt to a bank is not a source of capital but raw material.
- Status Quo 1: When you value a bank, it is almost always on an equity basis.

Lesson 2: Estimating cash flows for a bank is difficult to do..

- Assuming that you want to go down the road of valuing equity using a DCF, the standard definition of cash flows is
 - FCFE = Net Income + Depreciation Cap Ex Change in Noncash Working Capital
- Defining cap ex and working capital for a bank is close to impossible. Consequently, most analysts give up and make one of the two following choices:
 - The indefensible: Discount earnings at the cost of equity, which gives you basically nothing.
 - The defensible: Discount dividends at the cost of equity
- Status Quo 2: The dividend discount model's last stand was with financial service companies.

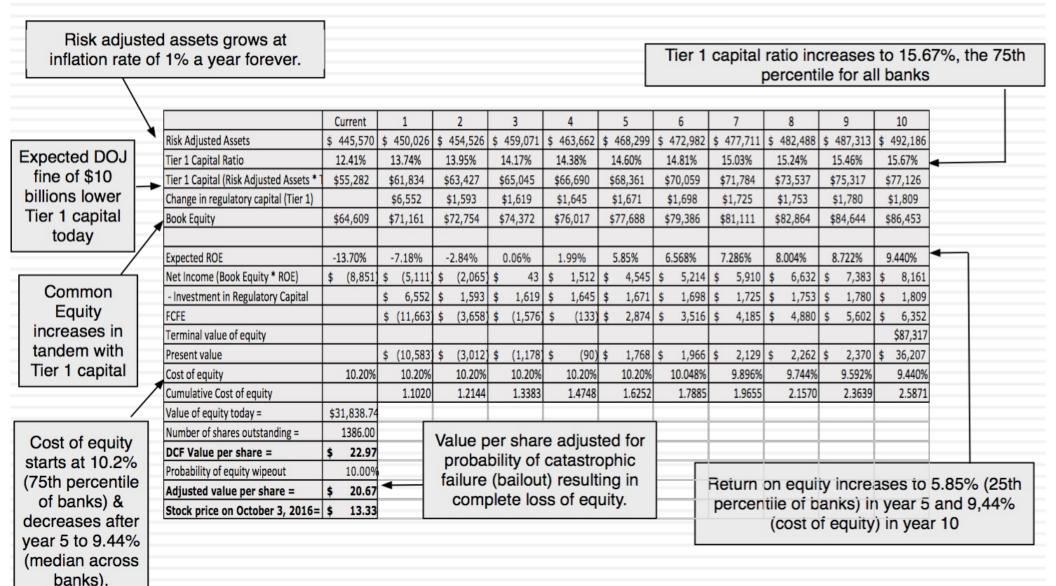
CIB Egypt in December 2015 Valuation in Egyptian Pounds



Lesson 3: For financial service companies, book value matters...

- The book value of assets and equity is mostly irrelevant when valuing non-financial service companies. After all, the book value of equity is a historical figure and can be nonsensical. (The book value of equity can be negative and is so for more than a 1000 publicly traded US companies)
- With financial service firms, book value of equity is relevant for two reasons:
 - Since financial service firms mark to market, the book value is more likely to reflect what the firms own right now (rather than a historical value)
 - The regulatory capital ratios are based on book equity. Thus, a bank with negative or even low book equity will be shut down by the regulators.
- From a valuation perspective, it therefore makes sense to pay heed to book value. In fact, you can argue that reinvestment for a bank is the amount that it needs to add to book equity to sustain its growth ambitions and safety requirements:
 - FCFE = Net Income Reinvestment in regulatory capital (book equity)

Deutsche Bank: A Crisis Valuation (October 2016)



Aswath Damodaran

IV. Valuing cyclical and commodity companies

Company growth often comes from movements in the economic cycle, for cyclical firms, or commodity prices, for commodity companies.

What is the value added by growth assets?

What are the cashflows from existing assets?

Historial revenue and earnings data are volatile, as the economic cycle and commodity prices change.

How risky are the cash flows from both existing assets and growth assets?

Primary risk is from the economy for cyclical firms and from commodity price movements for commodity companies. These risks can stay dormant for long periods of apparent prosperity.

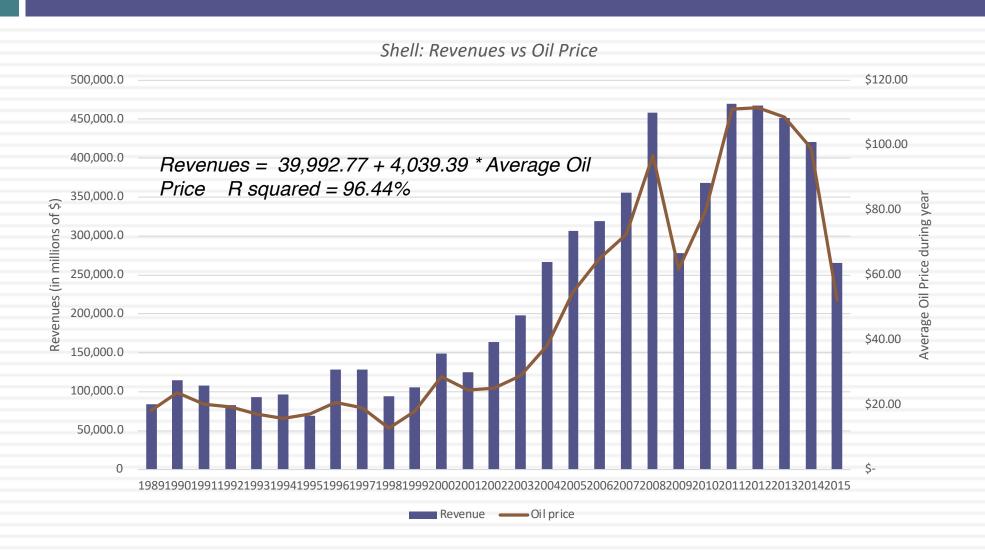
When will the firm become a mature fiirm, and what are the potential roadblocks?

For commodity companies, the fact that there are only finite amounts of the commodity may put a limit on growth forever. For cyclical firms, there is the peril that the next recession may put an end to the firm.

Lesson 1: With "macro" companies, it is easy to get lost in "macro" assumptions...

- With cyclical and commodity companies, it is undeniable that the value you arrive at will be affected by your views on the economy or the price of the commodity.
- Consequently, you will feel the urge to take a stand on these macro variables and build them into your valuation. Doing so, though, will create valuations that are jointly impacted by your views on macro variables and your views on the company, and it is difficult to separate the two.
- The best (though not easiest) thing to do is to separate your macro views from your micro views. Use current market based numbers for your valuation, but then provide a separate assessment of what you think about those market numbers.

Shell's Revenues & Oil Prices



Shell: A "Oil Price" Neutral Valuation: March 2016

Revenue calculated from prevailing oil price of \$40/barrel in March 2016
Revenue = 39992.77+4039.40*\$40
= \$201,569

Compounded revenue growth of 3.91% a year, based on Shell's historical revenue growth rate from 2000 to 2015

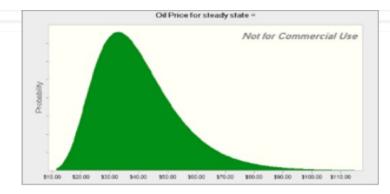
	Base Year		1		2		3		4	5	Te	rminal Year
Revenues	\$ 201,569	\$	209,450	\$	217,639	\$	226,149	\$	234,991	\$ 244,180	\$	249,063
Operating Margin	3.01%		6.18%		7.76%		8.56%		8.95%	9.35%		9.35%
Operating Income	\$ 6,065.00	\$	12,942.85	\$	16,899.10	\$	19,352.39	\$	21,040.39	\$ 22,830.80	\$	23,287.41
Effective tax rate	30.00%		30.00%		30.00%		30.00%		30.00%	30.00%		30.00%
AT Operating Income	\$ 4,245.50	\$	9,060.00	\$	11,829.37	\$	13,546.68	\$	14,728.27	\$ 15,981.56	\$	16,301.19
+ Depreciation	\$ 26,714.00	\$	27,759	\$	28,844	\$	29,972	\$	31,144	\$ 32,361		
- Cap Ex	\$ 31,854.00	\$	33,099	\$	34,394	\$	35,738	\$	37,136	\$ 38,588		
- Chg in WC		\$	472.88	\$	491.37	\$	510.58	\$	530.55	\$ 551.29		
FCFF		\$	3,246.14	\$	5,788.19	\$	7,269.29	\$	8,205.44	\$ 9,203.68	\$	13,011.34
Terminal Value										\$ 216,855.71		
Return on capital												12.37%
Cost of Capital			9.91%		9.91%		9.91%		9.91%	9.91%		8.00%
Cumulated Discount Factor			1.0991		1.2080		1.3277		1.4593	1.6039		
Present Value		\$	2,953.45	\$	4,791.47	\$	5,474.95	\$	5,622.81	\$ 140,940.73		
Value of Operating Assets	\$ 159,783.41											
+ Cash	\$ 31,752.00				721				12 7/25			
+ Cross Holdings	\$ 33,566.00		Added long term investments in joint ventures and subtracted out minority interest in consolidated									
- Debt	\$ 58,379.00											
- Minority Interets	\$ 1,245.00					h	oldings.					
Value of Equity	\$ 165,477.41											
Number of shares	4209.7											
Value per share	\$ 39.31											

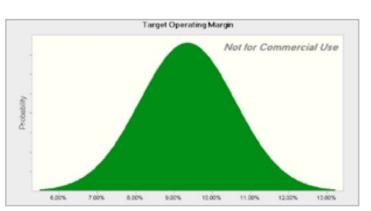
Operating margin converges on Shell's historical average margin of 9.35% from 200-2015

Return on capital reverts and stays at Shell's historic average of 12.37% from 200-2015

Lesson 2: Use probabilistic tools to assess value as a function of macro variables...

- If there is a key macro variable affecting the value of your company that you are uncertain about (and who is not), why not quantify the uncertainty in a distribution (rather than a single price) and use that distribution in your valuation.
- That is exactly what you do in a Monte Carlo simulation, where you allow one or more variables to be distributions and compute a distribution of values for the company.
- With a simulation, you get not only everything you would get in a standard valuation (an estimated value for your company) but you will get additional output (on the variation in that value and the likelihood that your firm is under or over valued)





Revenue calculated from the oil price drawn from distribution Revenue = 39992.77+4039.40*Oil Price/Barrel

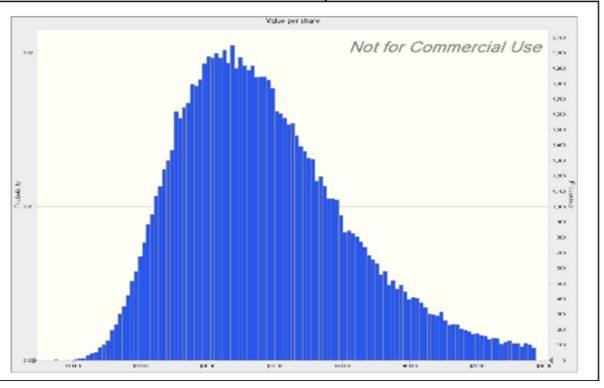
Pre-tax Operating Income based on revenue & selected margin
Pre-tax Operating Income = Revenues * Operating Margin

Value Shell based on operating income, assuming other assumptions (tax rate, revenue growth, cost of capital

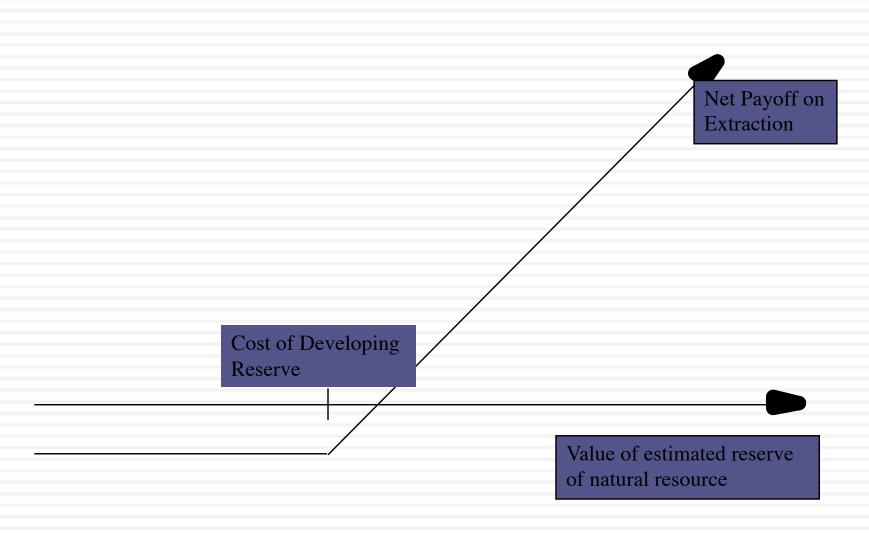
Percentiles:	Forecast values
0%	\$6.55
10%	\$23.90
20%	\$27.73
30%	\$30.89
40%	\$33.88
50%	\$36.99
60%	\$40.28
70%	\$44.22
80%	\$49.24
90%	\$57.49
100%	\$197.11

Aswath Damodaran

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The optionality in commodities: Undeveloped reserves as an option



Implications

- Optionality Premium: Undeveloped reserves have option value that will give them a premium over their DCF value. Put simply, even non-viable reserves have value, because commodity prices can bounce back.
 - The option premium will be greater when commodity prices are low, rather than when oil prices are high.
 - The option premium will increase if commodity prices are expected to become more volatile.
- Level + Variance: The value of a commodity company is affected by both the level of oil prices, as well as the volatility in that level. The former affects your DCF and the latter the optionality.

V. Valuing Companies across the ownership cycle

Reported income and balance sheet are heavily affected by tax considerations rather than information disclosure requirements. The line between the personal and business expenses is a fine one.

What is the **value added** by growth assets? Equity: Growth in equity earnings/ cashflows Firm: Growth in operating earnings/ cashflows

What are the cashflows from existing assets?

- Equity: Cashflows after debt payments
- Firm: Cashflows before debt payments

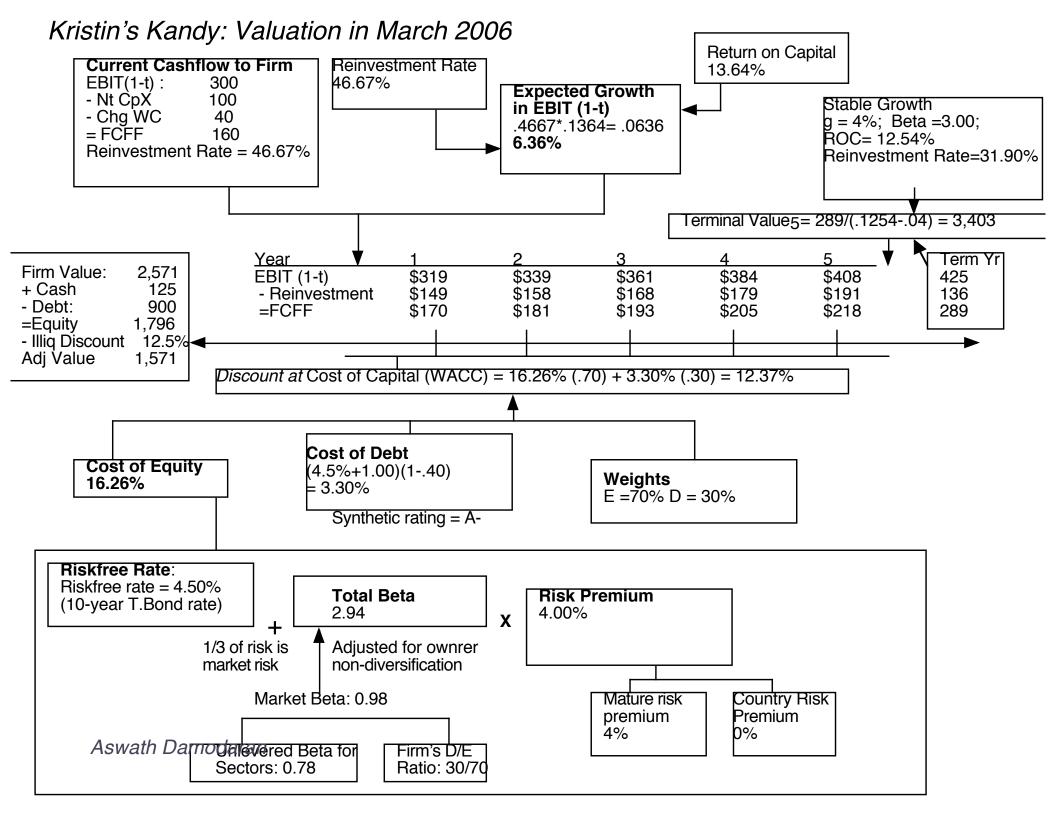
Reversing investment mistakes is difficult to do. The need for and the cost of illiquidity has to be incorporated into current

How **risky are the cash flows** from both existing assets and growth assets? Equity: Risk in equity in the company Firm: Risk in the firm's operations

Different buyers can perceive risk differently in the same private business, largely because what they see as risk will be a function of how diversified they are. The fall back positions of using market prices to extract risk measures does not

When will the firm become a **mature fiirm**, and what are the potential roadblocks?

Many private businesses are finite life enterprises, not expected to last into perpetuity



Private Owner versus Publicly Traded Company Perceptions of Risk in an Investment

Total Beta measures all risk = Market Beta/ (Portion of the total risk that is market risk)

Private owner of business with 100% of your weatlth invested in the business

Is exposed to all the risk in the firm

Demands a cost of equity that reflects this risk

80 units of firm specific risk

Market Beta measures just market risk

Eliminates firmspecific risk in portfolio

20 units of market risk

Publicly traded company with investors who are diversified

Demands a cost of equity that reflects only market risk

Total Risk versus Market Risk

- Adjust the beta to reflect total risk rather than market risk. This adjustment is a relatively simple one, since the R squared of the regression measures the proportion of the risk that is market risk.
 - Total Beta = Market Beta / Correlation of the sector with the market
- To estimate the beta for Kristin Kandy, we begin with the bottom-up unlevered beta of food processing companies:
 - Unlevered beta for publicly traded food processing companies = 0.78
 - Average correlation of food processing companies with market = 0.333
 - Unlevered total beta for Kristin Kandy = 0.78/0.333 = 2.34
 - Debt to equity ratio for Kristin Kandy = 0.3/0.7 (assumed industry average)
 - □ Total Beta = 2.34 (1-(1-.40)(30/70)) = 2.94
 - Total Cost of Equity = 4.50% + 2.94 (4%) = 16.26%

Lesson 2: With financials, trust but verify...

- Different Accounting Standards: The accounting statements for private firms are often based upon different accounting standards than public firms, which operate under much tighter constraints on what to report and when to report.
- Intermingling of personal and business expenses: In the case of private firms, some personal expenses may be reported as business expenses.
- Separating "Salaries" from "Dividends": It is difficult to tell where salaries end and dividends begin in a private firm, since they both end up with the owner.
- The Key person issue: In some private businesses, with a personal component, the cashflows may be intertwined with the owner being part of the business.

Lesson 3: Illiquidity is a clear and present danger..

- In private company valuation, illiquidity is a constant theme. All the talk, though, seems to lead to a rule of thumb. The illiquidity discount for a private firm is between 20-30% and does not vary across private firms.
- But illiquidity should vary across:
 - Companies: Healthier and larger companies, with more liquid assets, should have smaller discounts than money-losing smaller businesses with more illiquid assets.
 - Time: Liquidity is worth more when the economy is doing badly and credit is tough to come by than when markets are booming.
 - Buyers: Liquidity is worth more to buyers who have shorter time horizons and greater cash needs than for longer term investors who don't need the cash and are willing to hold the investment.

Estimating an Illiquidity Discount

- The Bludgeon Approach: Many practitioners use a fixed illiquidity discount, often around 25%, to reduce the values of all private business, no matter who the buyer, what the firm looks like or market conditions.
- The Refined Bludgeon Approach: Start with a fixed discount, but alter it (subjectively or numerically) to reflect business, buyer and market conditions.
- Illiquidity as an option: In a sense, liquidity provides the option to an asset's holder to sell at the prevailing market price, and not having it therefore can be viewed as the loss of this put option.
- The Bid Ask Spread Variant: All investments, including the most liquid publicly traded stock, are illiquid, with the bid ask spread (as percent of the price) representing the magnitude of the illiquidity.

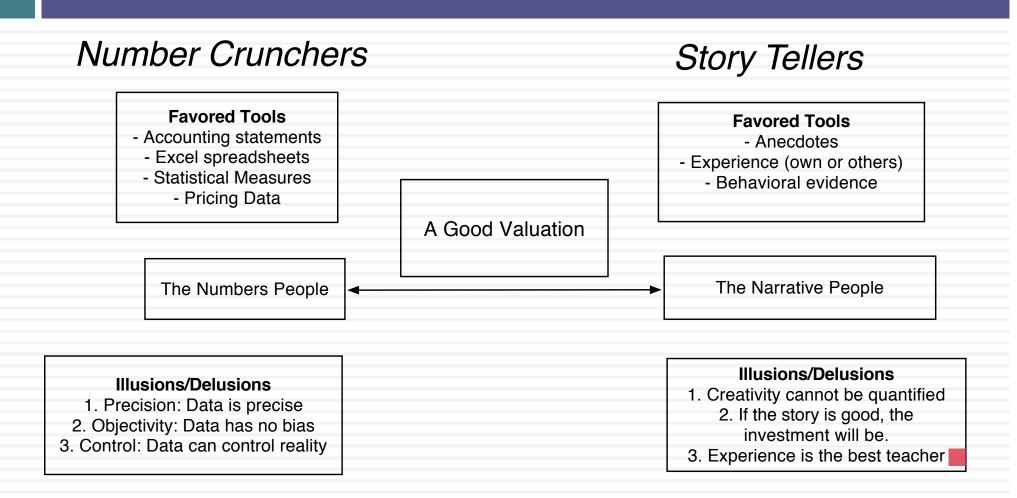
And it is not just in private businesses...

- Assume that you are valuing a closely held company in a lightly traded market. Will the possibility of illiquidity affect your valuation of the company?
- a. Yes
- b. No
- If it will affect your valuation, how will it show up?
- If it will not affect your valuation, how would it show up in your investment process?

NARRATIVE AND NUMBERS: VALUATION AS A BRIDGE

Work on your weak side...

Valuation as a bridge



From story to numbers and beyond...

Step 1: Develop a narrative for the business that you are valuing

In the narrative, you tell your story about how you see the business evolving over time. Keep it <u>simple</u> & <u>focused</u>.

Step 2: Test the narrative to see if it is possible, plausible and probable

There are lots of possible narratives, not all of them are plausible and only a few of them are probable. No <u>fairy tales</u> or <u>runaway stories</u>.

Step 3: Convert the narrative into drivers of value

Take the narrative apart and look at how you will bring it into valuaton inputs starting with potential market size down to cash flows and risk. By the time you are done, each part of the narrative should have a place in your numbers and each number should be backed up a portion of your story.

Step 4: Connect the drivers of value to a valuation

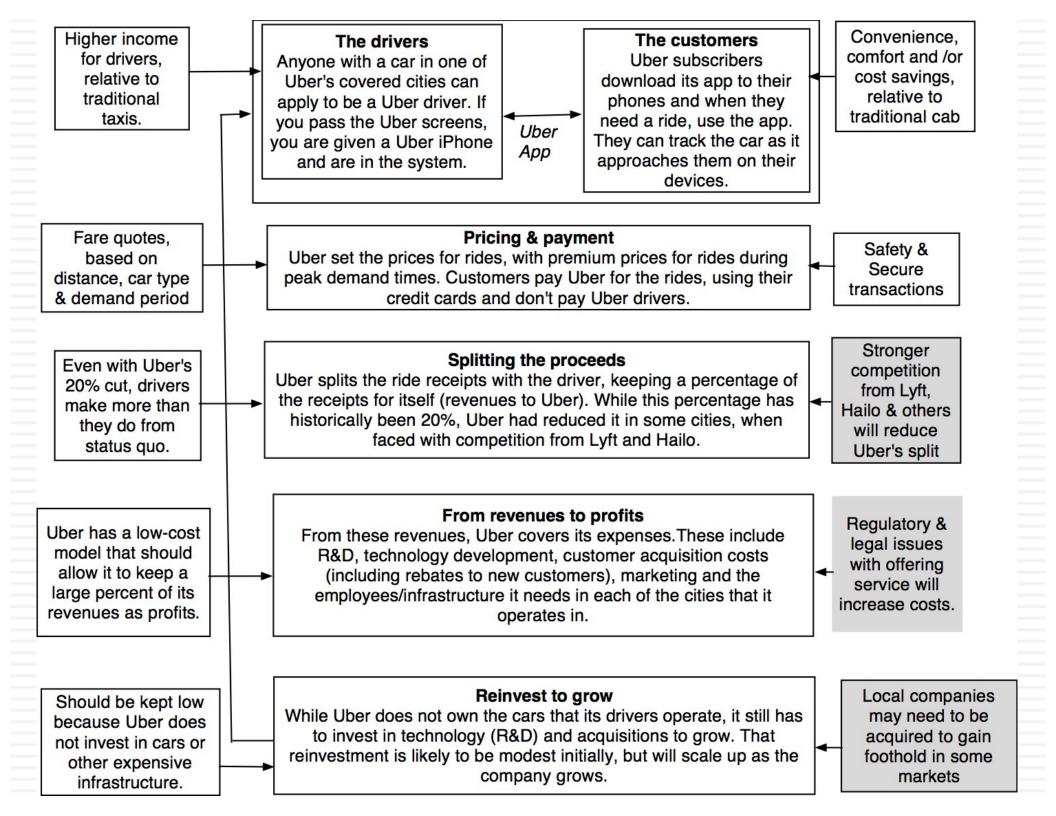
Create an intrinsic valuation model that connects the inputs to an end-value the business.

Step 5: Keep the feedback loop open

Listen to people who know the business better than you do and use their suggestions to fine tune your narrative and perhaps even alter it. Work out the effects on value of alternative narratives for the company.

Step 1a: Survey the landscape

- Every valuation starts with a narrative, a story that you see unfolding for your company in the future.
- In developing this narrative, you will be making assessments of
 - Your company (its products, its management and its history.
 - The market or markets that you see it growing in.
 - The competition it faces and will face.
 - The macro environment in which it operates.

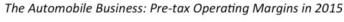


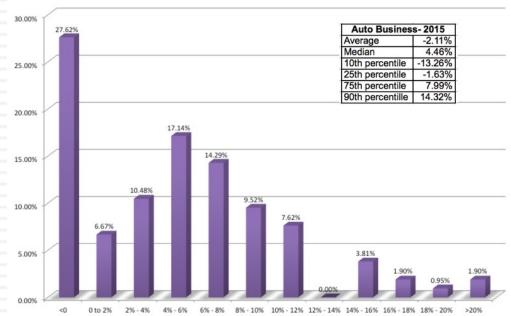
Low Growth

The Auto Business

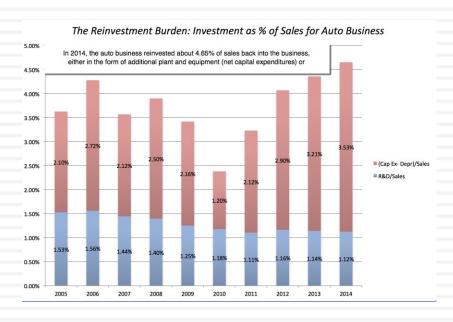
Low Margins

Year 🔻	Revenues (\$)	% Growth Rate
2005	1,274,716.60	
2006	1,421,804.20	11.54%
2007	1,854,576.40	30.44%
2008	1,818,533.00	-1.94%
2009	1,572,890.10	-13.51%
2010	1,816,269.40	15.47%
2011	1,962,630.40	8.06%
2012	2,110,572.20	7.54%
2013	2,158,603.00	2.28%
2014	2,086,124.80	-3.36%
ounded Avera	age =	5.63%





High & Increasing Reinvestment



Bad Business

	ROIC	Cost of capital	ROiC - Cost of capital
2004	6.82%	7.93%	-1.11%
2005	10.47%	7.02%	3.45%
2006	4.60%	7.97%	-3.37%
2007	7.62%	8.50%	-0.88%
2008	3.48%	8.03%	-4.55%
2009	-4.97%	8.58%	-13.55%
2010	5.16%	8.03%	-2.87%
2011	7.55%	8.15%	-0.60%
2012	7.80%	8.55%	-0.75%
2013	7.83%	8.47%	-0.64%
2014	6.47%	7.53%	-1.06%

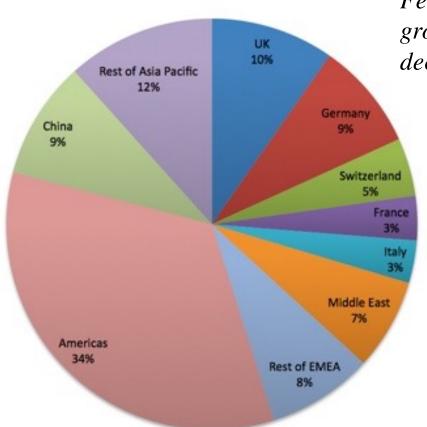
Only once in the last 10 years have auto companies collectively earned more than their cost of capital

What makes Ferrari different?

Ferrari sold only 7,255 cars in all of 2014

Ferrari had a profit margin of 18.2%, in the 95th percentile, partly because of its high prices and partly because it spends little on advertising.

Ferrari: Geographical Sales (2014)



Ferrari sales (in units) have grown very little in the last decade & have been stable

Ferrari has not invested in new plants.

Step 1b: Create a narrative for the future

- Every valuation starts with a narrative, a story that you see unfolding for your company in the future.
- In developing this narrative, you will be making assessments of your company (its products, its management), the market or markets that you see it growing in, the competition it faces and will face and the macro environment in which it operates.
 - Rule 1: Keep it simple.
 - Rule 2: Keep it focused.

The Uber Narrative

In June 2014, my initial narrative for Uber was that it would be

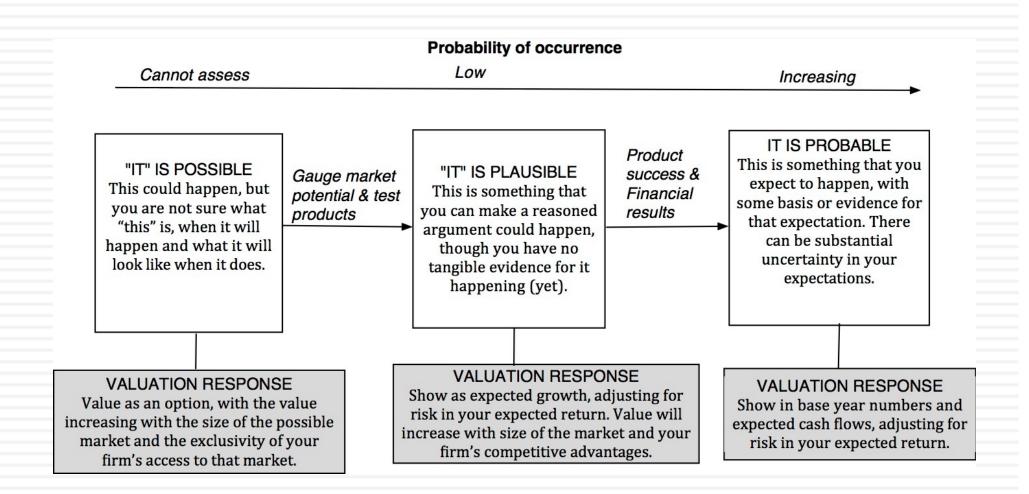
- An urban car service business: I saw Uber primarily as a force in urban areas and only in the car service business.
- 2. Which would expand the business moderately (about 40% over ten years) by bringing in new users.
- With local networking benefits: If Uber becomes large enough in any city, it will quickly become larger, but that will be of little help when it enters a new city.
- 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.

The Ferrari Narrative

- Ferrari will stay an exclusive auto club, deriving its allure from its scarcity and the fact that only a few own Ferraris.
- By staying exclusive, the company gets three benefits:
 - It can continue to charge nose bleed prices for its cars and sell them with little or no advertising.
 - It does not need to invest in new assembly plants, since it does not plan to ramp up production.
 - It sells only to the super rich, who are unaffected by overall economic conditions or market crises.

Step 2: Check the narrative against history, economic first principles & common sense

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The Impossible, The Implausible and the Improbable

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The Impossible

Bigger than the economy

Assuming Growth rate for company in perpetuity> Growth rate for economy

Bigger than the total market

Allowing a company's revenues to grow so much that it has more than a 100% market share of whatever business it is in.

Profit margin > 100%

Assuming earnings growth will exceeds revenue growth for a long enough period, and pushing margins above 100%

Depreciation without cap ex

Assuming that depreciation will exceed cap ex in perpetuity.

The Implausible

Growth without reinvestment

Assuming growth forever without reinvestment.

Profits without competition

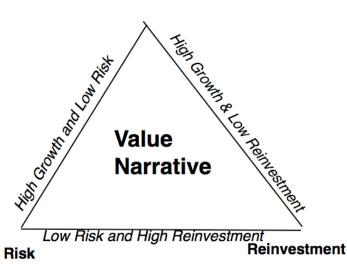
Assuming that your company will grow and earn higher profits, with no competition.

Returns without risk

Assuming that you can generate high returns in a business with no risk.

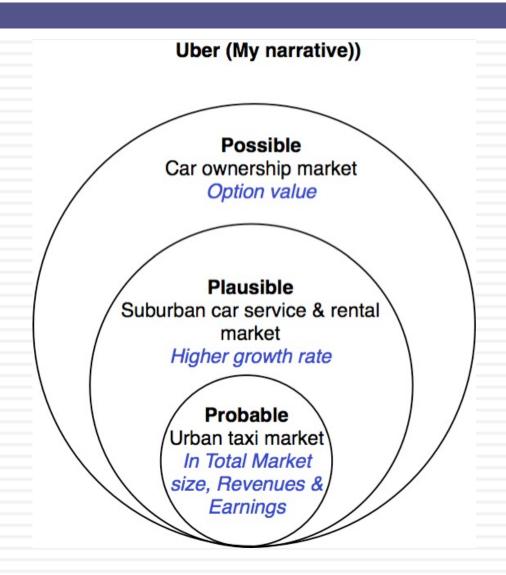
The Improbable

Growth



Aswath Damodaran

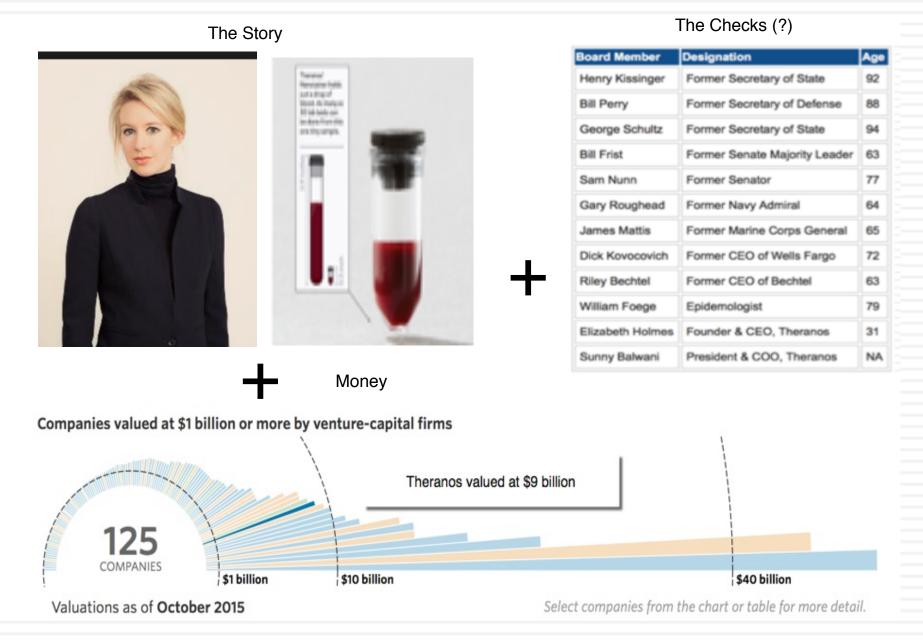
Uber: Possible, Plausible and Probable



The Runaway Story: When you want a story to be true...

- With a runaway business story, you usually have three ingredients:
 - Charismatic, likeable Narrator: The narrator of the business story is someone that you want to see succeed, either because you like the narrator or because he/she will be a good role model.
 - Telling a story about disrupting a much business, where you dislike the status quo: The status quo in the business that the story is disrupting is dissatisfying (to everyone involved)>
 - 3. With a societal benefit as bonus: And if the story holds, society and humanity will benefit.
- Since you want this story to work out, you stop asking questions, because the answers may put the story at risk.

The Impossible: The Runaway Story



The Improbable: Willy Wonkitis

Tesla: Summary 15-year DCF Analysis (DCF valuation as of mid-year 2013)

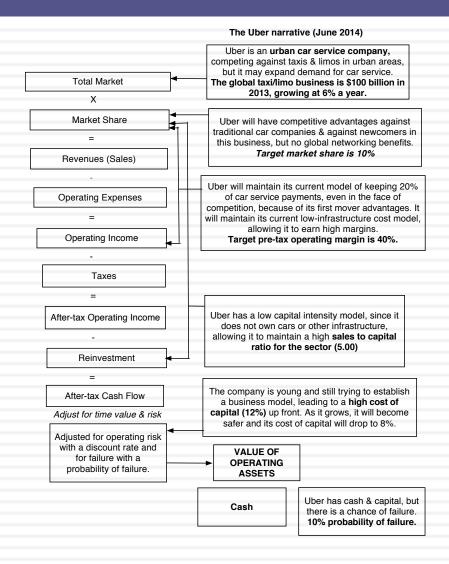
	FY 2013	FY 2014	FY 2015	FY 2016	FY 2017	FY 2018	FY 2019	FY 2020	FY 2021	FY 2022	FY 2023	FY 2024	FY 2025	FY 2026	FY 2027	FY 2028
Unit Volume	24,298	36,883	64,684	86,713	149,869	214,841	291,861	384,747	466,559	550,398	643,850	726,655	820,645	922,481	1,034,215	1,137,780
% Growth		52%	75%	34%	73%	43%	36%	32%	21%	18%	17%	13%	1356	12%	12%	10%
Automotive Revenue Per Unit (\$)	93,403	85,342	83,432	78,932	65,465	58,258	56,407	55,553	55,991	56,586	56,969	57,540	58,138	58,603	59,002	59,554
% Growth		-9%	-2%	-5%	-17%	-11%	-3%	-2%	196	1%	1%	1%	1%	1%	116	1%
Automotive Sales	2,462	3,321	5,613	7,051	10,025	12,720	16,685	21,595	26,347	31,357	36,897	42,022	47,949	54,283	61,221	67,980
Development Service Sales	16	40	42	44	46	49	51	54	56	59	62	65	68	72	75	79
Total Sales	2,478	3,361	5,655	7,095	10,072	12,768	16,736	21,648	26,403	31,416	36,959	42,087	48,017	54,355	61,296	68,059
% Growth		36%	68%	25%	42%	27%	31%	29%	22%	19%	18%	14%	14%	13%	13%	11%
EBITDA	148	417	920	1,042	1,586	2,150	3,138	4,066	4,857	5,723	6,328	7,182	8,144	9,688	10,874	12,099
% Margin	6.0%	12.4%	16.3%	14.7%	15.7%	16.8%	18.7%	18.8%	18.4%	18.2%	17.1%	17.1%	17.0%	17.8%	17.7%	17.8%
D&A	103	158	172	203	301	353	389	537	606	696	811	938	1,088	1,260	1,451	1,661
% of Capex	41%	79%	55%	65%	62%	69%	78%	86%	79%	77%	75%	76%	76%	76%	76%	77%
EBIT	45	259	748	839	1,285	1,796	2,749	3,529	4,252	5,027	5,517	6,244	7,056	8,429	9,423	10,439
% Margin	1.8%	7.7%	13.2%	11.8%	12.8%	14.1%	16.4%	16.3%	16.1%	16.0%	14.9%	14.8%	14.7%	15.5%	15.4%	15.3%
Net Interest Income (Expense)	(27)	(1)	9	33	47	90	108	155	199	278	358	445	542	651	784	934
Other Income	28	0	0	0	0	0	0	0	0	0	0	. 0	0	0	0	0
Pretax Income	46	258	758	872	1,332	1,886	2,857	3,684	4,451	5,305	5,875	6,688	7,598	9,080	10,207	11,373
Income Taxes	3	2	14	34	86	262	462	641	807	1,003	1,134	1,317	1,470	1,761	2,028	2,323
% Effective Rate	6%	1%	2%	4%	6%	14%	16%	17%	1856	19%	19%	20%	19%	19%	20%	20%
Net Income	44	256	744	839	1,246	1,624	2,395	3,043	3,644	4,303	4,741	5,372	6,128	7,319	8,179	9,050
Plus																
After-tax Interest Expense (Income)	27	1	(9)	(33)	(47)	(90)	(108)	(154)	(199)	(278)	(357)	(444)	(541)	(650)	(782)	(932)
Depreciation of PP&E	103	158	172	203	301	353	389	537	606	696	811	938	1,088	1,260	1,451	1,661
Other	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Less																
Change in Working Capital	(155)	(14)	(157)	(167)	(172)	(325)	(163)	(81)	(28)	(299)	(356)	(328)	(219)	(329)	(365)	(376)
% of Change in Sales		-2%	-7%	-12%	-6%	-12%	-4%	-2%	-1%	-6%	-6%	-6%	-4%	-5%	-5%	-6%
Capital Expenditures	250	200	312	312	486	510	497	623	765	906	1,078	1,236	1,437	1,660	1,898	2,149
% of Sales	10%	6%	696	4%	5%	4%	3%	3%	3%	3%	3%	3%	3%	396	396	3%
Other	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Unlevered Free Cash Flow	78	229	750	863	1,186	1,702	2.343	2,884	3,314	4,113	4,472	4.959	5.456	6.597	7,315	8,005

EBITDA	12,099
Sales	68,059
Net Debt (Cash)	(260)
Tesla Diluted Shares	142

E - 1 PDC 11 - 1			
Exit EBITDA High 12.0 x Exit PPG High	5.0%	Exit P/Sales High	180%
Exit EBITDA Low 8.0 x Exit PPG Low	3.0%	Exit P/Sales Low	130%

Discount Rate High 13.0% FY Month of Valuation Discount Rage Low 9.0% Month of FY End 1.0 (Beginning of this Month) 12.0 (End of this Month)

Step 3: Connect your narrative to key drivers of value

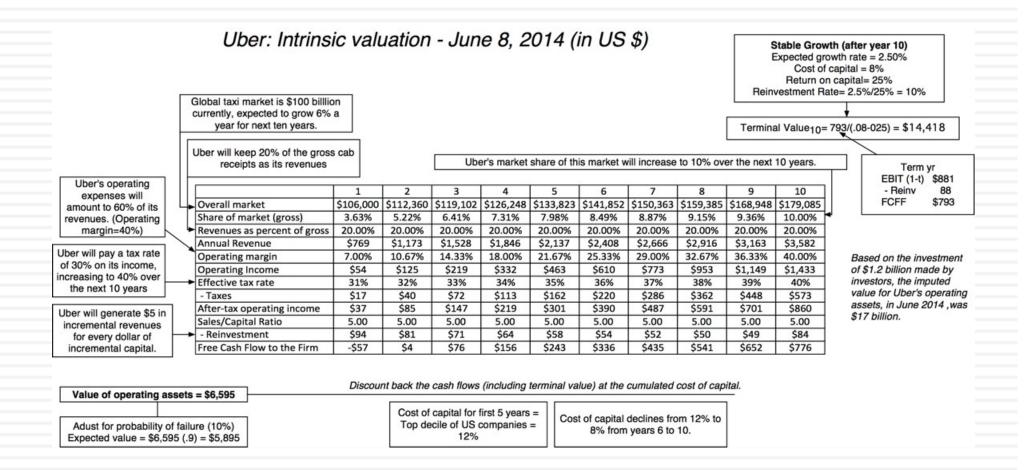


Ferrari: From story to numbers

The Story	Valuation Inputs
Keep it scarce	Revenue growth of 4% (in Euro terms) a
	year for next 5 years, scaling down to 0.7% in year 10. Translates into an increase in production of about 25% in next 10 years
And pricey	Ferrari's pre-tax operating margin stays at 18.2%, in the 95th percentile of auto business.
Little need for capacity expansion	Sales/Invested Capital stays at 1.42, i.e. every euro invested generates 1.42 euros in sales
Super-rich clients are recession-proof	Cost of capital of 6.96% in Euros and no chance of default.
	Keep it scarce And pricey Little need for capacity expansion Super-rich clients are

Step 4: Value the company (Uber)

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Ferrari: The "Exclusive Club" Value

Stay Super Exclusive: Revenue growth is low

	Ba	se year		1		2		3		4		5		6		7		8	9	9		10	Ter	minal year
Revenue growth rate			4.	00%	4.	00%	4.	00%	4.	00%	4.0	00%	3.	34%	2.	68%	2.	02%	1.	36%	0.	70%		0.70%
Revenues	€	2,763	€	2,874	€	2,988	€ :	3,108	€	3,232	€ :	3,362	€ :	3,474	€	3,567	€	3,639	€ :	3,689	€ :	3,714	€	3,740
EBIT (Operating) margin		18.20%	18	.20%	18	.20%	18	.20%	18	.20%	18.	.20%	18	.20%	18	.20%	18	.20%	18	.20%	18.	.20%		18.20%
EBIT (Operating income)	€	503	€	523	€	544	€	566	€	588	€	612	€	632	€	649	€	662	€	671	€	676	€	681
Tax rate		33.54%	33	.54%	33	.54%	33	.54%	33	.54%	33.	54%	33	.54%	33	.54%	33	.54%	33	.54%	33.	.54%		33.54%
EBIT(1-t)	€	334	€	348	€	361	€	376	€	391	€	407	€	420	€	431	€	440	€	446	€	449	€	452
- Reinvestment			€	78	€	81	€	84	€	87	€	91	€	79	€	66	€	51	€	35	€	18	€	22
FCFF			€	270	€	281	€	292	€	303	€	316	€	341	€	366	€	389	€	411	€	431	€	431
Cost of capital			6.	96%	6.	96%	6.	96%	6.	96%	6.9	96%	6.	96%	6.	97%	6.	98%	6.	99%	7.0	00%		7.00%
PV(FCFF)			€	252	€	245	€	238	€	232	€	225	€	228	€	228	€	227	€	224	€	220		
Terminal value	€	6,835																						
PV(Terminal value)	€	3,485																						
PV (CF over next 10 years)	€	2,321																						
Value of operating assets =	€	5,806																						
- Debt	€	623																						
- Minority interests	€	13																						
+ Cash	€	1,141																						
Value of equity	€	6,311																						

High Prices
+ No selling
cost =
Preserve
current
operating
margin

Minimal Reinvestment due to low growth

The super rich are not sensitive to economic downturns

Step 5: Keep the feedback loop

- Not just car service company.: Uber is a car company, not just a car service company, and there may be a day when consumers will subscribe to a Uber service, rather than own their own cars. It could also expand into logistics, i.e., moving and transportation businesses.
- Not just urban: Uber can create new demands for car service in parts of the country where taxis are not used (suburbia, small towns).
- Global networking benefits: By linking with technology and credit card companies, Uber can have global networking benefits.

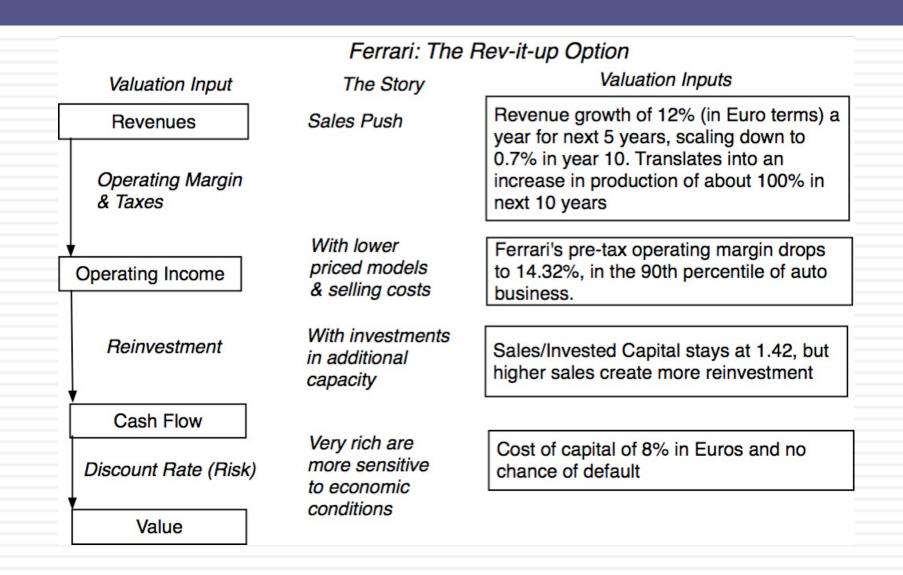
Valuing Bill Gurley's Uber narrative

	Uber (Gurley)	Uber (Gurley Mod)	Uber (Damodaran)
Narrative	Uber will expand the car service	Uber will expand the car service	Uber will expand the car service
	market substantially, bringing in	market substantially, bringing in	market moderately, primarily in
	mass transit users & non-users	mass transit users & non-users from	urban environments, and use its
	from the suburbs into the market,	the suburbs into the market, and use	competitive advantages to get a
	and use its <u>networking</u> advantage	its <u>networking advantage</u> to gain a	significant but not dominant
	to gain a dominant market share,	dominant market share, while	market share and maintain its
	while maintaining its revenue slice	cutting prices and margins (to 10%).	revenue slice at 20%.
	at 20%.		
Total	\$300 billion, growing at 3% a year	\$300 billion, growing at 3% a year	\$100 billion, growing at 6% a year
Market			
Market	40%	40%	10%
Share			
Uber's	20%	10%	20%
revenue			
slice			
Value for	\$53.4 billion + Option value of	\$28.7 billion + Option value of	\$5.9 billion + Option value of
Uber	entering car ownership market	entering car ownership market (\$6	entering car ownership market (\$2-
	(\$10 billion+)	billion+)	3 billion)

Different narratives, Different Numbers

Total Market	Growth Effect	Network Effect	Competitive Advantages	Value of Uber
A4. Mobility Services	B4. Double market size	C5. Strong global network effects	D4. Strong & Sustainable	\$90,457
A3. Logistics	B4. Double market size	C5. Strong global network effects	D4. Strong & Sustainable	\$65,158
A4. Mobility Services	B3. Increase market by 50%	C3. Strong local network effects	D3. Semi-strong	\$52,346
A2. All car service	B4. Double market size	C5. Strong global network effects	D4. Strong & Sustainable	\$47,764
A1. Urban car service	B4. Double market size	C5. Strong global network effects	D4. Strong & Sustainable	\$31,952
A3. Logistics	B3. Increase market by 50%	C3. Strong local network effects	D3. Semi-strong	\$14,321
A1. Urban car service	B3. Increase market by 50%	C3. Strong local network effects	D3. Semi-strong	\$7,127
A2. All car service	B3. Increase market by 50%	C3. Strong local network effects	D3. Semi-strong	\$4,764
A4. Mobility Services	B1. None	C1. No network effects	D1. None	\$1,888
A3. Logistics	B1. None	C1. No network effects	D1. None	\$1,417
A2. All car service	B1. None	C1. No network effects	D1. None	\$1,094
A1. Urban car service	B1. None	C1. No network effects	D1. None	\$799

The Ferrari Counter Narrative



Ferrari: The "Rev-it-up" Alternative

Get less exclusive: Double number of cars sold over next decade

	Ba	se year		1		2		3		4		5		6		7		8		9		10	Ter	minal year
Revenue growth rate			12	.00%	12	.00%	12	.00%	12	.00%	12	.00%	9.	74%	7.4	48%	5.	22%	2.	96%	0.	70%		0.70%
Revenues	€	2,763	€ :	3,095	€	3,466	€	3,882	€	4,348	€ 4	4,869	€	5,344	€:	5,743	€	6,043	₩	6,222	€	6,266	€	6,309
EBIT (Operating) margin		18.20%	17	.81%	17	.42%	17	.04%	16	.65%	16	.26%	15	.87%	15.	48%	15	.10%	14	.71%	14	.32%		14.32%
EBIT (Operating income)	€	503	€	551	€	604	€	661	€	724	€	792	€	848	€	889	€	912	€	915	€	897	€	904
Tax rate		33.54%	33	.54%	33	.54%	33	.54%	33	.54%	33	.54%	33	.54%	33.	.54%	33.	.54%	33	.54%	33	.54%		33.54%
EBIT(1-t)	€	334	€	366	€	401	€	439	€	481	€	526	€	564	€	591	€	606	€	608	€	596	€	600
- Reinvestment			€	233	€	261	€	293	€	328	€	367	€	334	€	281	€	211	€	126	€	31	€	35
FCFF		Ì	€	133	€	140	€	147	€	153	€	159	€	230	€	310	€	395	€	482	€	566	€	565
Cost of capital			8.	00%	8.	00%	8.	00%	8	.00%	8.	00%	7.	90%	7.8	80%	7.	70%	7.	60%	7.	50%	0	7.50%
PV(FCFF)			€	123	€	120	€	117	€	113	€	108	€	145	€	181	€	215	€	244	€	266		
Terminal value	€	8,315																						
PV(Terminal value)	€	3,906																						
PV (CF over next 10 years)	€	1,631																						
Value of operating assets =	€	5,537																						
- Debt	€	623																						
- Minority interests	€	13																						
+ Cash	€	1,141																						
Value of equity	€	6,042																						

Lower
Prices +
Some selling
cost = Lower
operating
margin

Reinvestment reflects higher sales

The very rich are more sensitive to economic conditions

And the world is full of feedback.. My Ferrari afterthought!



Step 6: Be ready to modify narrative as events unfold

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Narrative Break/End	Narrative Shift	Narrative Change (Expansion or Contraction)
Events, external (legal, political or economic) or internal (management, competitive, default), that can cause the narrative to break or end.	Improvement or deterioration in initial business model, changing market size, market share and/or profitability.	Unexpected entry/success in a new market or unexpected exit/failure in an existing market.
Your valuation estimates (cash flows, risk, growth & value) are no longer operative	Your valuation estimates will have to be modified to reflect the new data about the company.	Valuation estimates have to be redone with new overall market potential and characteristics.
Estimate a probability that it will occur & consequences	Monte Carlo simulations or scenario analysis	Real Options

Arcelik's revenue growth has been solid and its margins have been high, but return on capital has been less that the cost of capital

	LTM		Industry Average
Revenue Growth	37.03%	20.14%	7.83%
Pre-tax Operating Margin	7.82%	7.70%	7.93%
ROIC	11.70%	12.74%	18.68%
Sales/Capital	1.70	1.77	2.73

Arcelik: My valuation (October 2019)

Between 2014 and 2019, Arcelik reported a growth rate of 20.14% in revenues, an average operating margin of 7.70% and an average sales to capital ratio of 1.77.

Revenue growth of 20% a year for 5 years, tapering down to 10% in year 10

Pre-tax operating margin increases to 8.00% over time.

Sales to capital ratio of 2.73, matching global average

Stable Growth
g = 10%
Cost of capital = 15%
ROC= 15%;

Reinvestment Rate= 10%/15% = 66.67%

Terminal Value= 3,332/(.15-.10) = TL 66,633

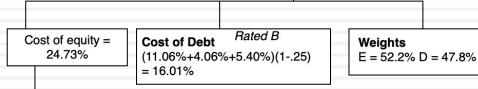
PV(Terminal value)	\$11,766.68
PV (CF over next 10 years)	\$ 3,603.22
Value of operating assets =	\$15,369.90
- Debt	\$14,305.92
- Minority interests	\$ 114.60
+ Cash	\$ 6,026.00
+ Non-operating assets	\$ 481.10
Value of equity	\$ 7,456.48
Number of shares	675.70
Estimated value /share	\$ 11.04

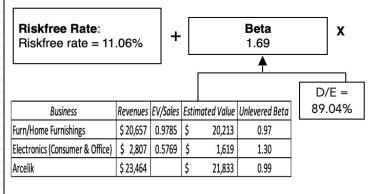
On October 14, 2019, the shares were trading at 18 TL/share.

Base year 10 Terminal year 20.00% 20.00% 20.00% 20.00% 20.00% 18.00% 16.00% 14.00% 12.00% 10.00% Revenue growth rate 10.00% 30,440 ₺ 36,528 ₺ 43,834 ₺ 52,600 ₺ 63,120 ₺ 75,744₺ 89,378 ₺ 103,679 ₺ 118.194 ₺ 132,377 ₺ 145,615 ₺ 160,177 ₺ Revenues EBIT (Operating) margin 7.82% 7.84% 7.86% 7.88% 7.89% 7.91% 7.93% 7.95% 7.96% 7.98% 8.00% 8.00% EBIT (Operating income) 2,381 ₺ 2,864 ₺ 3,444₺ 4,143 ₺ 4,982 ₺ 5,992₺ 7,087 ₺ 8,239 ₺ 9,413₺ 10,567 ₺ 11,649 ₺ 12,814 ₺ 17.68% 19.12% 20.56% 22.00% 22.00% Tax rate 14.80% 14.80% 14.80% 14.80% 14.80% 14.80% 16.24% 2,935 ₺ 5,105₺ 9,995₺ EBIT(1-t) 2,029 ₺ 2,440 ₺ 3,529 ₺ 4,245 ₺ 5,936 ₺ 6,782 ₺ 7,614 ₺ 8,394 ₺ 9,086 ₺ - Reinvestment 2,226 ₺ 2,672 ₺ 3,206 ₺ 3,847 ₺ 4,616₺ 4,986 ₺ 5,230 ₺ 5,308 ₺ 5,187 老 4,841 ₺ 6,663 ₺ 214₺ 1.553 ₺ 2,306₺ 3.208 ₺ 4.246 ₺ 3,332 ₺ FCFF 263 ₺ 324₺ 398 ₺ 489₺ 950₺

Cost of capital = 24.73% (.522) + 16.01% (.478) = 20.64%

Cost of capital decreases to 15% from years 6-10





Region Revenues ERP Weight 13,272 ₺ 6.68% 49.37% Europe 8,425 ₺ 10.53% 31.34% Turkey Asia 2,299 ₺ 7.00% 8.55% 7.16% Africa & Mid East 9.08% 1,926₺ 3.58% Rest of the World 963₺ 7.39% 26,885 ₺ 8.11% 100.00% Total

Risk Premium

8.11%

Aswath Damouaran

Valuation as a Craft

You can never master a craft... just keep working on it..

Uber

Uber: Personal Mobility Player?

Uber is primarily a ride sharing company, with ambtions of being a global logistics player. Its revenue growth has been astonishing, though it is starting to slow, but it remains a big money loser, as it searches for a business model that delivers more stickiness. In this story, Uber uses a combination of economies of scale and a more capital intensive business model to create a pathway to profitability. Along the way, it will become a less risky company, though its losses leave it exposed to a 5% chance of failure.

a less risky company, th	ougn its losses	leave it expos	ed to a 5%	chance of failure								
				The Assumption	5							
	Base year	Years 1-5	Ye	ars 6-10	After year 10			Story link				
Total Market	\$400,000	Gro	w 10.39% a year			Grows 2.75% a year	Global logistics					
Gross Market Share	12.45%		6.71%>30%			30%	Global Network benefits					
								Market dominance keeps billing				
Revenue Share	20.13%		Unchange	ed .	20.13%			share high.				
Operating Margin	-24.39%		-24.39% ->2	20%	15.00%			Full employee & more regulations				
Reinvestment	NA	Sales to	capital rat	tio of 4.00	R	einvestment rate = 7.5%	Low capital investment model					
Cost of capital	NA	9.97%	9,97	7%->8.24%	8.24%			5th percen	tile o	of US firms		
Risk of failure	5% ch	nance of failure	, if pricing	meltdown leads	to ca	pital being cut off	Cash on hand + Capital access					
The Cash Flows												
	Total Market	Market Share	Re	evenues		EBIT (1-t)	Reir	vestment	FCFF			
1	\$ 441,560	14.20%	\$	12,627	\$	(2,369)	\$	650	\$	(3,019)		
2	\$ 487,438	15.96%	\$	15,661	\$	(2,057)	\$	759	\$	(2,816)		
3	\$ 538,083	17.71%	\$	19,189	\$	(1,441)	\$	882	\$	(2,323)		
4	\$ 593,990	19.47%	\$	23,281	\$	(438)	\$	1,023	\$	(1,461)		
5	\$ 655,705	21.22%	\$	28,017	\$	1,050	\$	1,184	\$	(134)		
6	\$ 723,833	22.98%	\$	33,485	\$	3,139	\$	1,367	\$	1,771		
7	\$ 799,039	24.73%	\$	39,787	\$	5,292	\$	1,576	\$	3,716		
8	\$ 882,059	26.49%	\$	47,037	\$	5,292	\$	1,813	\$	3,479		
9	\$ 973,705	28.24%	\$ 55,365		\$	6,229	\$	2,082	\$	4,147		
10	\$1,074,873	30.00%	\$	64,915	\$	7,303	\$	2,387	\$	4,915		
Terminal year	\$1,101,745	30.00%	\$	66,537	\$	7,485	\$	936	\$	6,550		
			_	The Value								
Terminal value			s	114,108								
PV(Terminal value)			s	46,258								
PV (CF over next 10 ye	ars)		s	501								
Value of operating asset	s	46,759										
Probability of failure		5%										
Value in case of failure	s	-										
Adjusted Value for oper	s	44,421										
+ Cash on hand	\$	6,406										
+ Cross holdings	\$	8,700										
+ IPO Proceeds	\$	9,000										
- Debt			\$	6,869								
Value of equity	\$	61,658										
Value per share			\$	27.67								

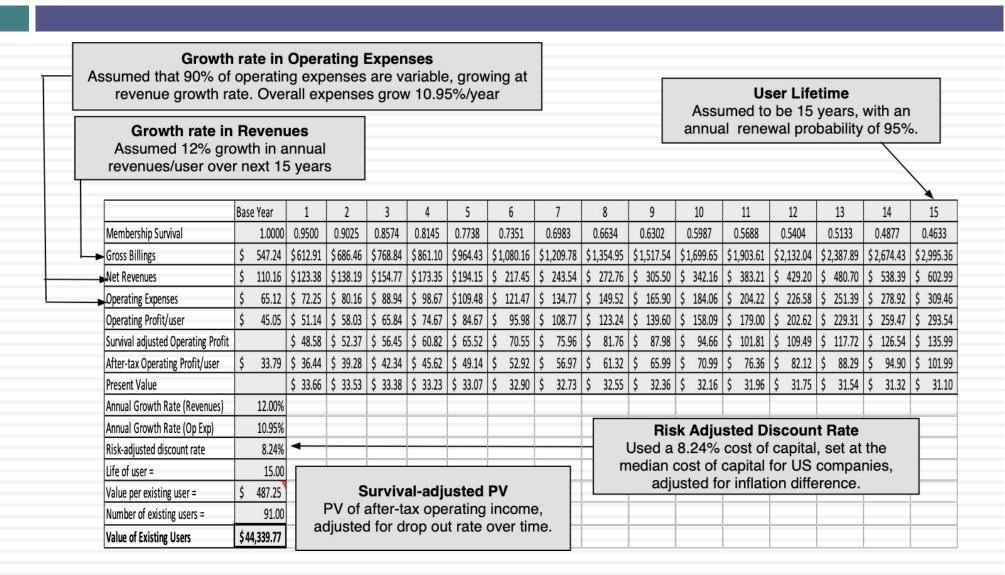
Push back on Uber Valuation

- Input disagreement: Lots of inputs and assumptions and I could be wrong on any or all of them..
- Model debate: DCF was designed for old economy companies and not suited to new economy firms that are more focused on accumulating users & subscribers, making them stick with the firm and sell them products & services over long periods.
- DCF is flexible: DCF models are much more flexible than most people give them credit for, and that they can be modified to reflect other frameworks. If you have a problem with a DCF value, it should not be with the model but with the person using that model.

User/ Subscriber/Member Based Valuation

- A user, subscriber or member has value only because he/she generates revenues for the company. The key to valuing a unit then becomes identifying the link to cash flows and value.
- To value users, you have to value an individual user first and then estimate the cost of acquiring new users.
 - The value of an existing user is the present value of the expected cash flows that you will generate from that user, over the lifetime that he or she remains a user.
 - The value of a new user will be the value of a user, net of the cost of acquiring a user.
 - The aggregate value of users will be the sum of the values of existing and new users.
- To get to the value of a company, you have to net out the other centralized/non-user specific costs that it will face.

Uber's Existing User Value



Uber's New User Value

Value Added by New Users at Uber

Base year Value/ New User

Value of User = \$487.25

Cost of adding New User = \$113.71

Value added by new user = \$373.54

User Growth rates

Years 1-5: 12% Years 6-10: 6%

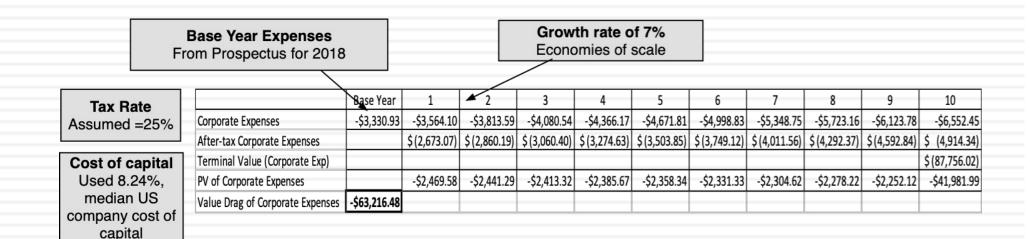
Cost of capital

Used 9.97%, the 75th percentile of US companies

		Base Year	1	2	3	4	5	6	7	8	9	10
	Total Users	91.00	101.92	114.15	127.85	143.19	160.37	170.00	180.20	191.01	202.47	214.62
•	New Users	820	15.47	17.33	19.41	21.73	24.34	17.64	18.70	19.82	21.01	22.27
	Value per new user	\$373.54	\$379.14	\$384.83	\$390.60	\$396.46	\$402.40	\$408.44	\$414.57	\$420.78	\$427.10	\$433.50
	Value added by new users		\$5,865.27	\$6,667.64	\$7,579.77	\$8,616.68	\$9,795.45	\$7,205.30	\$7,752.18	\$8,340.57	\$8,973.62	\$9,654.72
	Terminal Value (new users)											\$31,603.73
>	Present Value		\$ 5,333.52	\$ 5,513.45	\$ 5,699.46	\$ 5,891.74	\$ 6,090.50	\$ 4,073.87	\$ 3,985.70	\$ 3,899.44	\$ 3,815.05	\$ 15,950.37
	Value Added by New Users	\$ 60.253.08									5/	

Beyond year 10 User growth continues at 2.5% a year

Uber Corporate Expense Value (Drag)



Uber Valuation

Existing Users			New Users				Corporate Expens	ses			
Inputs			Inputs				Inputs				
Net Revenue/User =	\$ 110.16		Cost of acquiring user =	\$ 11	3.71		Corporate Expenses	\$ 2,812.72			
Operating Expense/User=	\$ 65.12		Value of new user =	\$ 37	3.54		CAGR - Next 10 years	7.00%			
Operating Profit/User =	\$ 45.05		Growth rate in net users (1-5)	1	2.00%		Discount Rate =	8.24%			
CAGR in Revenue/User	12.00%		Growth rate in net users (6-10)		5.00%						
Annual Renewal Rate =	95.00%		Discount Rate	9	9.97%						
User Life =	15										
Discount Rate =	8.24%										
Output			Output				Output				
Value/User =	\$ 487.25		# Users in year 10 =	214.	62						
# Existing Users =	91.00		# Net New Users (10 years)	123.	62						
Value of Existing Users =	\$44,339.77	+	Value of New Users =	\$60,25	3.08	-	PV of Corporate Expenses	\$(63,216.48)	=	Value of Operating A	\$ 41,376.37
										+ Cash	\$ 15,407.00
Existing users will stick wit	h Uber and		Uber will continue to add new users, but at a			Uber's corporate expenses will		+ Cross Holdings	\$ 8,700.00		
increase how much they spend on its			decreasing pace, with a cost of acquiring a				grow, notwithstanding economies of scale, as			- Debt	\$ 6,869.00
services, the longer they stay.			new user staying stable (with the current cost				the company increases spending moderately			Value of equity	\$ 58,614.37
Operating expenses are mostly			incrteasing at the inflation rate). The new user				on autonomous cars.			# Shares	2235.26
variable, but there will be mild			spending profile will mirror existing users.								
econmies of scale.										Value/Share	\$ 26.22

Buzz Words and Magic Bullets!

- In my four decades in corporate finance and valuation, I have seen many "new and revolutionary" ideas emerge, marketed as the solution to all of the problems in business decision making.
- Most of the time, these ideas represent either a repackaging of existing concepts, with a healthy dose of marketing and selling, usually by consultants and bankers, and their magic fades quickly once their limitations come to the surface, as they inevitably do.
- The latest entrant in this game is ESG (Environmental, Social and Governance), and the sales pitch is wider and deeper. Companies that improve their social goodness standing will not only become more profitable and valuable over time, we are told, but they will also advance society's best interests, thus resolving one of the fundamental conflicts of private enterprise, while also enriching investors.

ESG and Value

ESG and Value: Just the facts!

ESG effect: Neutral to Negative
Evidence: There is little evidence
that "good' companies are able
to grow faster that "bad"
companies, but there is some
evidence, albeit anecdotal, that it
is more difficult for good
companies, in some sectors, to
scale up.

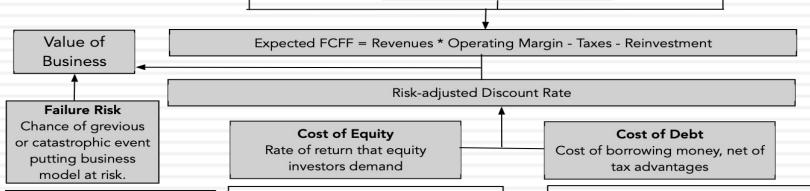
ESG effect: Negative to Positive
Evidence: Studies find that "good"
companies are more profitable than
"bad" companies, but have trouble
showing causality, i.e., are good
companies more profitable or do
more profitable companies find it
easier to look good?

ESG effect: Neutral
Evidence: There are few studes that look at the link between ESG and investment efficiency. There are some that find that "good" companies have higher returns on equity (capital) than bad companies, but also struggle with the direction of causality.

Revenue GrowthFunction of the size of the total accessible market & market share

Operating Margins
Determined by pricing power and
cost efficiencies

Growth/Investment EfficiencyMeasure of how much investment is needed to deliver growth



<u>ESG effect</u>: Neutral to Positive <u>Evidence</u>: Evidence indicates that bad companies are more likely to be exposed to crises and catastrophic risk. ESG effect: Positive (for subset of firms)
Evidence: Studies indicate that investor aversion to buying shares in "bad" companies can lead to higher costs of equity for these firms, but the evidence comes primarily from fossil fuel firms.

ESG effect: Positive (for subset of firms)
Evidence: Studies indicate that "good"
companies are able to borrow money at
lower rates, but much of that is isolated
to the "green energy" space.

Aswath Damodaran

RELATIVE VALUATION (PRICING)

Aswath Damodaran

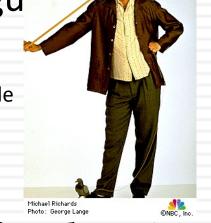
Relative valuation is pervasive...

- Most asset valuations are relative.
- Most equity valuations on Wall Street are relative valuations.
 - Almost 85% of equity research reports are based upon a multiple and comparables.
 - More than 50% of all acquisition valuations are based upon multiples
 - Rules of thumb based on multiples are not only common but are often the basis for final valuation judgments.
- While there are more discounted cashflow valuations in consulting and corporate finance, they are often relative valuations masquerading as discounted cash flow valuations.
 - The objective in many discounted cashflow valuations is to back into a number that has been obtained by using a multiple.
 - The terminal value in a significant number of discounted cashflow valuations is estimated using a multiple.

Why relative valuation?

"If you think I'm crazy, you should see the gu lives across the hall"

Jerry Seinfeld talking about Kramer in a Seinfeld episode



"A little inaccuracy sometimes saves tons of explanation"

H.H. Munro

"If you are going to screw up, make sure that you have lots of company"

Ex-portfolio manager

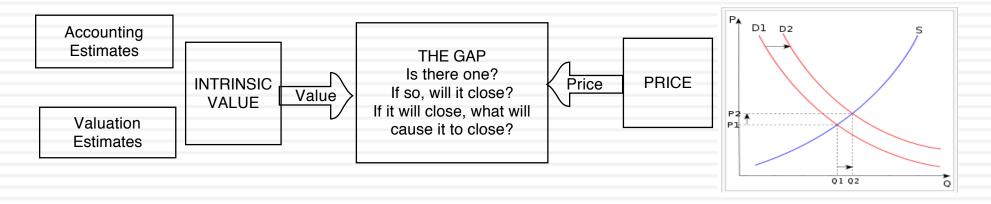
Pricing versus Valuation

Drivers of intrinsic value

- Cashflows from existing assets
- Growth in cash flows
- Quality of Growth

Drivers of price

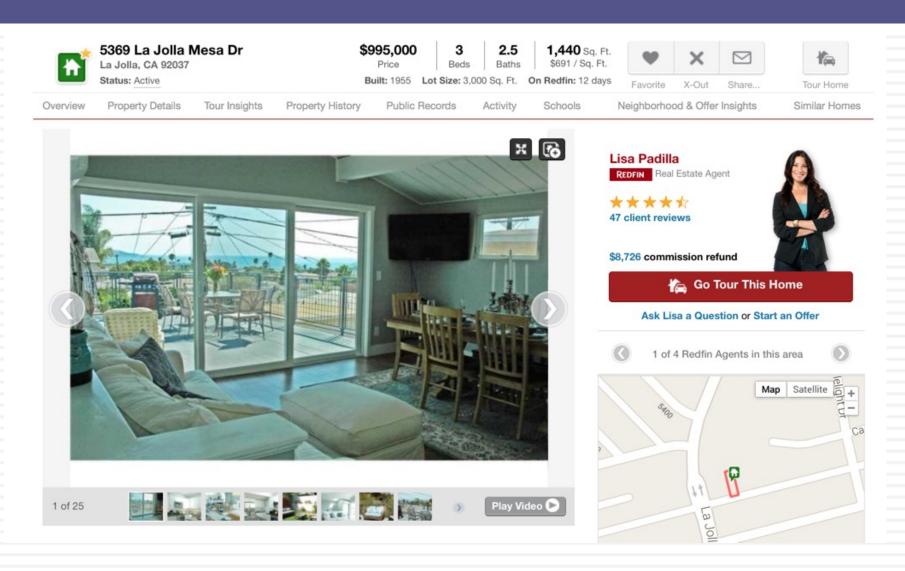
- Market moods & momentum
- Surface stories about fundamentals



Aswath Damodaran

Test 1: Are you pricing or valuing?

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Test 2: Are you pricing or valuing?

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Europe

Switzerland

Biotechnology

Biotechnology

Reuters BION.S Bloomberg BION SW Exchange Ticker SWX BION

 Price at 12 Aug 2013 (CHF)
 124.00

 Price Target (CHF)
 164.50

 52-week range (CHF)
 128.40 - 84.90

Strong sector and stock-picking continue

Impressive performance

Over the past two years, BB Biotech shares have roughly tripled, which could tempt investors to take profits. However, this performance has been well backed by a deserved revival of the biotech industry, encouraging fundamental news, M&A, and increased money flow into health care stocks. In addition, BBB returned to index outperformance by modifying its stock-picking approach. Hence, despite excellent performance, the shares still trade at a 23% discount to the net asset value of the portfolio. Hence, the shares are an attractive value vehicle to capture growth opportunities in an attractive sector.

Biotech industry remains attractive

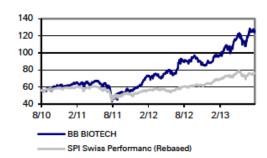
With the re-rating of the pharma sector, investors have also showed increased interest in biotech stocks. Established biotech stocks have delivered encouraging financial results and approvals, while there has also been substantial industry consolidation, which is not surprising in times of "cheap" money and high liquidity. BB Biotech remains an attractive vehicle to capture the future potential of the biotech sector. In addition, investors benefit from a 23% discount to NAV and attractive cash distribution policy of 5% yield p.a. Hence, we reiterate our Ruy on RB Riotech shares.

Key changes

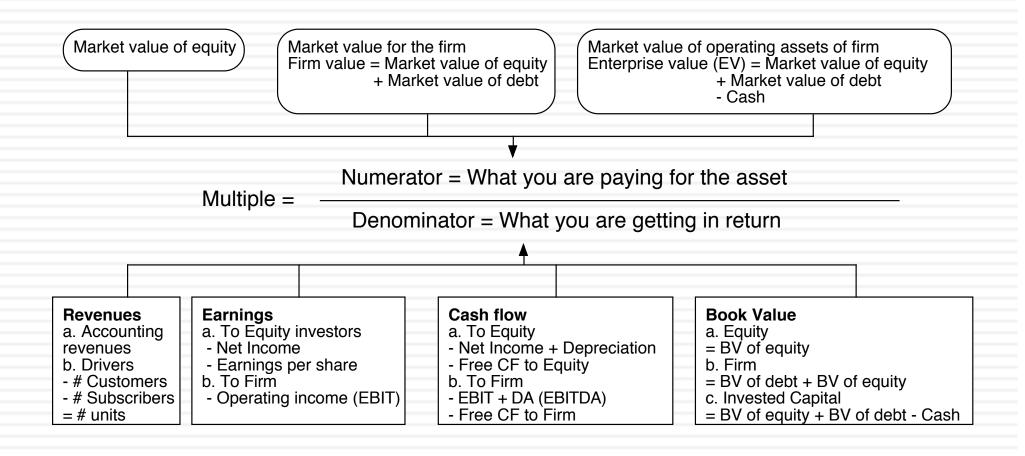
Target Price 106.50 to 164.50 ↑ 54.5%

Source: Deutsche Bank

Price/price relative



Performance (%)	1m	3m	12m
Absolute	-1.4	5.4	37.4



The Four Steps to Deconstructing Multiples

Define the multiple

In use, the same multiple can be defined in different ways by different users. When comparing and using multiples, estimated by someone else, it is critical that we understand how the multiples have been estimated

Describe the multiple

Too many people who use a multiple have no idea what its cross sectional distribution is. If you do not know what the cross sectional distribution of a multiple is, it is difficult to look at a number and pass judgment on whether it is too high or low.

Analyze the multiple

■ It is critical that we understand the fundamentals that drive each multiple, and the nature of the relationship between the multiple and each variable.

Apply the multiple

Defining the comparable universe and controlling for differences is far more difficult in practice than it is in theory.

Definitional Tests

- Is the multiple consistently defined?
 - Proposition 1: Both the value (the numerator) and the standardizing variable (the denominator) should be to the same claimholders in the firm. In other words, the value of equity should be divided by equity earnings or equity book value, and firm value should be divided by firm earnings or book value.
- Is the multiple uniformly estimated?
 - The variables used in defining the multiple should be estimated uniformly across assets in the "comparable firm" list.
 - If earnings-based multiples are used, the accounting rules to measure earnings should be applied consistently across assets. The same rule applies with book-value based multiples.

Example 1: Price Earnings Ratio: Definition

PE = Market Price per Share / Earnings per Share

 There are a number of variants on the basic PE ratio in use. They are based upon how the price and the earnings are defined.

Price: is usually the current price is sometimes the average price for the year

EPS: EPS in most recent financial year

EPS in trailing 12 months (Trailing PE)

Forecasted EPS for next year (Forward PE)

Forecasted EPS in future year

Example 2: Enterprise Value / EBITDA Multiple

The enterprise value to EBITDA multiple is obtained by netting cash out against debt to arrive at enterprise value and dividing by EBITDA.

Enterprise Value | EBITDA = Market Value of Equity + Market Value of Debt - Cash Earnings before Interest, Taxes and Depreciation

- Why do we net out cash from firm value?
- What happens if a firm has cross holdings which are categorized as:
 - Minority interests?
 - Majority active interests?

Descriptive Tests

- What is the average and standard deviation for this multiple, across the universe (market)?
- What is the median for this multiple?
 - The median for this multiple is often a more reliable comparison point.
- How large are the outliers to the distribution, and how do we deal with the outliers?
 - Throwing out the outliers may seem like an obvious solution, but if the outliers all lie on one side of the distribution (they usually are large positive numbers), this can lead to a biased estimate.
- Are there cases where the multiple cannot be estimated? Will ignoring these cases lead to a biased estimate of the multiple?
- How has this multiple changed over time?

1. Multiples have skewed distributions...



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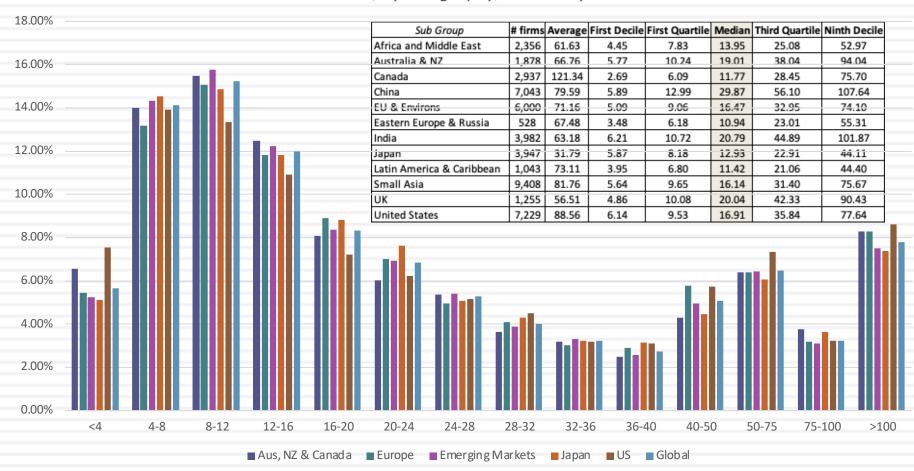
2. Making statistics "dicey"

	Current PE	Trailing PE	Forward PE
Total Number of firms	7082	7082	7082
Firms with PE	2948	2838	2387
Average	60.52	70.85	35.79
Median	18.49	18.28	17.56
10the Percentile	7.09	8.23	9.27
First Quartile	11.98	11.95	12.22
Third Quartile	33.08	32.35	27.74
90th Percentile	67.99	68.4	50
Maximum	9180.91	41200	8643.33

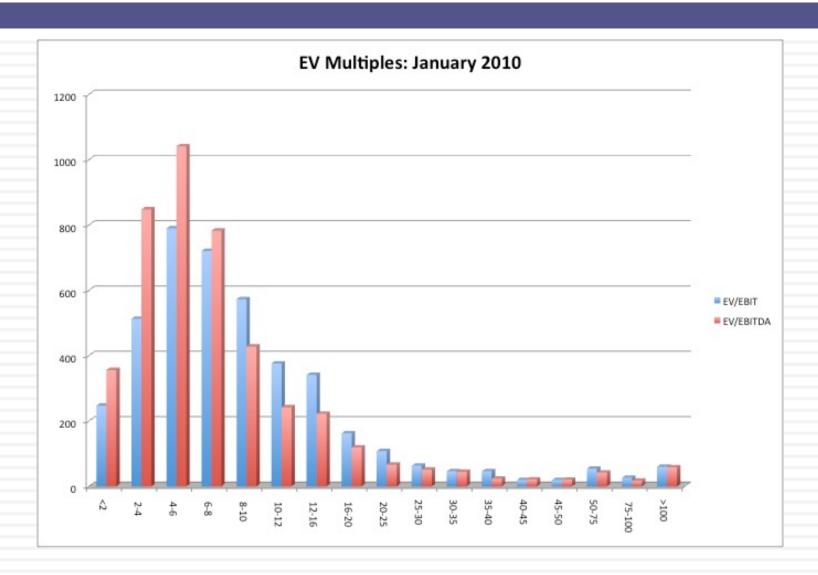
3. Markets have a lot in common: Comparing Global PEs

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PE Ratios, by Geography, in January 2022

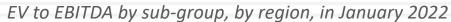


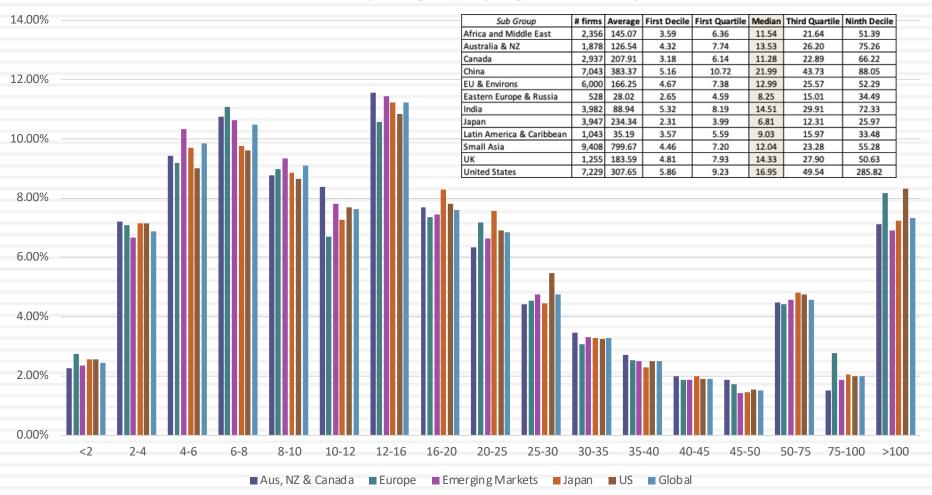
4. Simplistic rules almost always break down...6 times EBITDA was not cheap in the US in 2010



But it may be in 2022, unless you in Japan or Russia...

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Henkel: A Relative Valuation

	Exchange:Ticke					EV/ Invested
Company Name	<u>r</u>	<u>PE</u>	<u>PBV</u>	EV/Sales	EV/EBITDA	<u>Capital</u>
The Procter & Gamble Company	NYSE:PG	21.14	3.81	3.73	13.96	3.20
Colgate-Palmolive Co.	NYSE:CL	45.20	NA	4.45	15.89	NA
Reckitt Benckiser Group plc	LSE:RB.	29.87	6.47	5.31	18.21	5.38
Henkel AG & Co. KGaA	DB:HEN3	22.88	3.38	2.54	13.66	3.46
Kimberly-Clark Corporation	NYSE:KMB	20.46	136.45	2.63	11.53	6.72
Svenska Cellulosa Aktiebolaget SCA	OM:SCA B	31.56	2.52	1.79	10.88	2.04
The Clorox Company	NYSE:CLX	23.73	51.77	3.00	14.42	7.80
Church & Dwight Co. Inc.	NYSE:CHD	26.85	6.06	3.77	15.96	4.53
Spectrum Brands Holdings, Inc.	NYSE:SPB	27.37	4.58	2.33	13.54	2.15
HRG Group, Inc.	NYSE:HRG	NA	5.48	1.87	9.01	1.60
Energizer Holdings, Inc.	NYSE:ENR	23.42	NA	2.16	11.83	NA
PZ Cussons Plc	LSE:PZC	18.03	2.42	1.68	10.88	2.13
WD-40 Company	NasdaqGS:WDF	28.86	10.81	4.02	19.68	9.95
Central Garden & Pet Company	NasdaqGS:CEN	26.86	2.21	0.88	9.63	1.74
McBride plc	LSE:MCB	18.93	4.70	0.60	7.70	2.55
Orchids Paper Products Company	AMEX:TIS	16.66	2.01	2.10	10.52	1.59
Oil-Dri Corp. of America	NYSE:ODC	17.80	2.09	0.87	8.29	2.24
Suominen Oyj	HLSE:SUY1V	11.69	1.43	0.52	4.78	1.32
Accrol Group Holdings Plc	AIM:ACRL	17.74	NA	1.28	9.29	NA
Median		23.15	4.20	2.16	11.53	2.39
Henkel versus Median (Under or Over))	-1.16%	-19.54%	17.57%	18.45%	44.70%

Henkel: Controlling for differences

	Operating				<u>Net</u> Debt/Market	Expected Crowth in	Revenue
Company Name	Operating Margin	Net Margin	ROIC	ROE	Cap	Growth in EPS	CAGR (Last 5 years)
The Procter & Gamble Company	22.00%	16.27%	14.23%	18.02%	7.60%	6.30%	-4.57%
Colgate-Palmolive Co.	25.17%	9.04%	53.52%	NA	8.40%	6.93%	-0.75%
Reckitt Benckiser Group plc	27.45%	17.17%	21.34%	21.67%	3.79%	11.00%	0.17%
Henkel AG & Co. KGaA	16.11%	11.15%	16.66%	14.75%	-0.91%	8.96%	3.17%
Kimberly-Clark Corporation	18.92%	10.96%	33.53%	666.89%	16.74%	7.20%	-2.59%
Svenska Cellulosa Aktiebolaget SCA	11.20%	4.62%	7.49%	8.00%	20.54%	8.04%	10.80%
The Clorox Company	18.23%	11.25%	31.23%	218.18%	12.48%	7.05%	1.95%
Church & Dwight Co. Inc.	20.64%	13.12%	16.21%	22.57%	7.15%	9.41%	5.64%
Spectrum Brands Holdings, Inc.	13.58%	5.78%	9.72%	16.74%	46.63%	12.20%	10.10%
HRG Group, Inc.	16.19%	-6.49%	9.37%	-60.24%	179.41%	0.00%	13.00%
Energizer Holdings, Inc.	15.97%	8.07%	45.82%	NA	14.16%	5.77%	NA
PZ Cussons Plc	12.82%	8.24%	13.49%	13.44%	12.05%	0.00%	0.01%
WD-40 Company	18.73%	13.82%	33.50%	37.46%	0.89%	10.00%	2.50%
Central Garden & Pet Company	6.80%	2.54%	8.73%	8.24%	28.87%	11.00%	2.42%
McBride plc	5.03%	2.50%	14.15%	24.81%	28.23%	0.00%	-3.47%
Orchids Paper Products Company	12.85%	9.32%	6.48%	12.09%	35.53%	14.30%	13.60%
Oil-Dri Corp. of America	5.87%	5.18%	14.29%	11.76%	-5.53%	0.00%	2.96%
Suominen Oyj	6.71%	3.69%	14.29% 11.07%	12.19%	21.64%	-0.20%	19.80%
Accrol Group Holdings Plc			NA	12.19% NA	NA NA		19.60% NA
Median	10.52% 15.97%	4.83% 8.24%	14.26%	15.75%	13.32%	0.00% 7.05%	2.50%
	0.84%	35.37%	16.81%	-6.32%	-106.83%	27.09%	26.80%
Henkel versus Median (Under or Over)	0.0-7/0	30.07 /0	10.0170	0.02 /0	100.0070	27.0070	20.0070

Arcelik: A Relative Valuation

Company Name	PE	PBV	EV/Sales	EV/EBITDA	EV/Invested Capital
SEB SA	15.67	3.18	1.28	10.93	2.02
AB Electrolux (publ)	17.30	3.24	0.60	8.13	2.67
Husqvarna AB	26.28	2.32	1.18	8.78	1.87
De'Longhi S.p.A.	14.58	2.36	1.18	8.44	2.51
Arçelik Anonim Sirketi	12.25	1.32	0.66	6.91	1.17
Metall Zug AG	25.27	1.35	0.62	8.30	1.44
Vestel Beyaz Esya Sanayi ve Ticaret	3.67	1.70	0.56	3.78	1.43
Einhell Germany AG	8.06	0.94	0.40	5.73	0.95
Amica S.A.	7.71	0.95	0.37	5.42	0.97
Elica S.p.A.	NA	1.33	0.45	7.01	1.19
Emak S.p.A. (BIT:EM)	9.73	0.65	0.72	7.56	0.81
Sabaf S.p.A	11.26	1.18	1.23	6.80	1.12
Indel B S.p.A.	7.99	1.33	0.84	6.35	1.28
Ihlas Gayrimenkul Proje	69.56	1.71	9.85	NA	1.81
TOYA S.A.	7.28	1.49	0.92	6.55	1.37
Ihlas Ev Aletleri Imalat Sanayi ve Ticaret	29.46	2.41	2.31	15.91	2.36
Alfa-Plam a.d.	33.07	0.57	0.80	9.00	0.55
S.C. Electroarges S.A.	9.64	NA	0.31	10.87	NA
MG International	6.96	0.99	0.42	5.97	0.99
Silverline Endustri ve Ticaret A.S.	NA	1.31	0.29	4.08	1.19
AB Snaige	33.65	0.92	0.43	8.06	0.97
LightAir AB (publ)	NA	1.76	4.57	NA	1.85
EatGood Sweden AB (Publ)	NA	3.24	2.23	NA	4.44
Sjöstrand Coffee Int AB	NA	4.00	1.85	NA	4.25
Average	18.39	1.65	1.40	7.73	1.59
Median	12.25	1.35	0.76	7.29	1.37
Arcelik vs Median	0.00%	-1.90%	-13.44%	-5.16%	-14.40%

Aswath Damodaran

Arcelik: Controlling for Diffrences

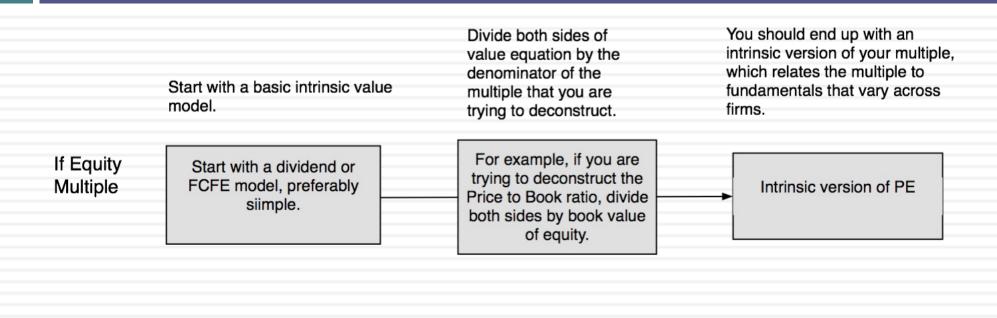
	Revenue Growth: Last 2			<u>Operating</u>	
Company Name	vears	ROE	Pre-tax ROIC	<u>Operating</u> Margin	D/E
SEB SA	13.90%	20.31%	7.46%	9.53%	45.68%
AB Electrolux (publ)	1.38%	18.71%	7.78%	4.66%	22.11%
Husqvarna AB	5.39%	8.84%	8.38%	9.87%	27.46%
De'Longhi S.p.A.	3.43%	16.20%	9.59%	11.28%	16.82%
Arçelik Anonim Sirketi	25.40%	10.78%	11.48%	7.54%	117.81%
Metall Zug AG	9.04%	5.33%	6.80%	4.24%	0.59%
Vestel Beyaz Esya Sanayi ve Ticaret	31.40%	46.24%	21.38%	12.07%	40.65%
Einhell Germany AG	8.43%	11.62%	14.90%	5.91%	31.66%
Amica S.A.	8.87%	12.36%	13.87%	5.14%	48.29%
Elica S.p.A.	2.38%	-0.58%	4.85%	2.20%	70.17%
Emak S.p.A. (BIT:EM)	3.82%	6.71%	8.24%	5.89%	155.98%
Sabaf S.p.A	4.57%	10.47%	7.88%	9.70%	45.86%
Indel B S.p.A.	NA	16.63%	13.20%	11.14%	25.35%
Ihlas Gayrimenkul Proje	180.20%	2.46%	-0.71%	-7.02%	0.13%
TOYA S.A.	12.00%	20.50%	13.80%	12.69%	28.31%
Ihlas Ev Aletleri Imalat Sanayi ve Ticaret	22.20%	8.17%	5.92%	13.69%	1.54%
Alfa-Plam a.d.	-2.73%	1.73%	2.84%	2.28%	0.00%
S.C. Electroarges S.A.	7.71%	7.33%	2.46%	0.78%	0.00%
MG International	19.90%	14.19%	12.30%	5.17%	56.12%
Silverline Endustri ve Ticaret A.S.	23.20%	-11.51%	15.82%	4.66%	54.22%
AB Snaige	-5.90%	2.72%	0.28%	0.12%	184.21%
LightAir AB (publ)	NA	-50.00%	-28.20%	-128.88%	2.54%
EatGood Sweden AB (Publ)	NA	-15.45%	-4.56%	-10.15%	2.14%
Sjöstrand Coffee Int AB	NA	-65.67%	-16.91%	-31.34%	0.00%
Average	18.73%	4.09%	5.79%	-1.62%	40.73%
Median	8.65%	8.51%	7.83%	5.16%	27.89%

Analytical Tests

- What are the fundamentals that determine and drive these multiples?
 - Proposition 2: Embedded in every multiple are all of the variables that drive every discounted cash flow valuation - growth, risk and cash flow patterns.
 - In fact, using a simple discounted cash flow model and basic algebra should yield the fundamentals that drive a multiple
- How do changes in these fundamentals change the multiple?
 - The relationship between a fundamental (like growth) and a multiple (such as PE) is seldom linear. For example, if firm A has twice the growth rate of firm B, it will generally not trade at twice its PE ratio
 - Proposition 3: It is impossible to properly compare firms on a multiple, if we do not know the nature of the relationship between fundamentals and the multiple.

A Simple Analytical device

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If enterprise value multiple

Start with a firm or operating asset model:.

For example, if you are trying to deconstruct the EV to Sales ratio, dividen both sides oby total sales.

Intrinsic version of EV/ Sale ratio.

PE Ratio: Understanding the Fundamentals

- To understand the fundamentals, start with a basic equity discounted cash flow model.
- With the dividend discount model,

$$P_0 = \frac{DPS_1}{r - g_n}$$

Dividing both sides by the current earnings per share,

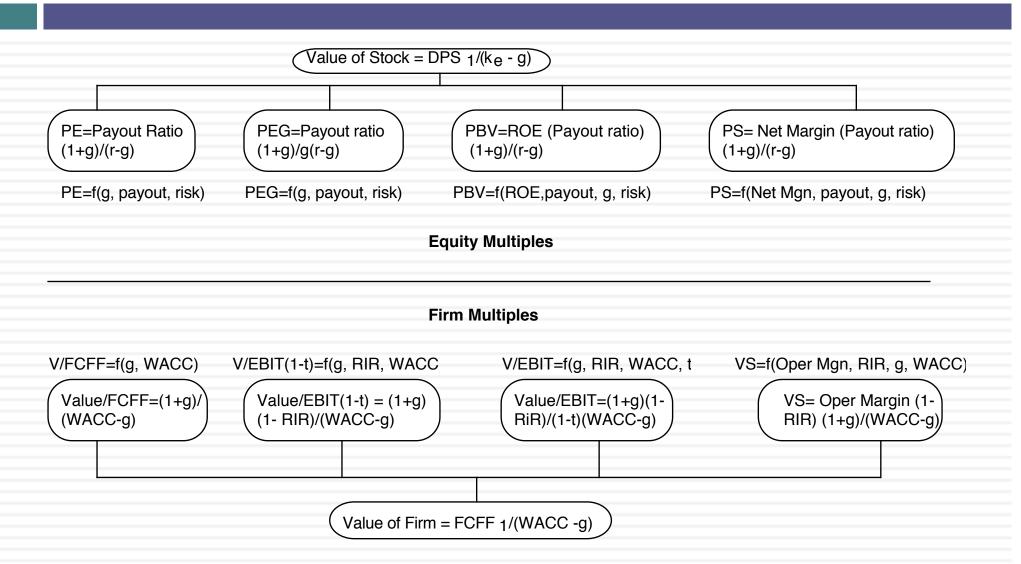
$$\frac{P_0}{EPS_0} = PE = \frac{Payout Ratio * (1 + g_n)}{r - g_n}$$

If this had been a FCFE Model,

$$P_0 = \frac{FCFE_1}{r - g_n}$$

$$\frac{P_0}{EPS_0} = PE = \frac{(FCFE/Earnings)*(1+g_n)}{r-g_n}$$

The Determinants of Multiples...



Application Tests

- Given the firm that we are valuing, what is a "comparable" firm?
 - While traditional analysis is built on the premise that firms in the same sector are comparable firms, valuation theory would suggest that a comparable firm is one which is similar to the one being analyzed in terms of fundamentals.
 - Proposition 4: There is no reason why a firm cannot be compared with another firm in a very different business, if the two firms have the same risk, growth and cash flow characteristics.
- Given the comparable firms, how do we adjust for differences across firms on the fundamentals?
 - Proposition 5: It is impossible to find an exactly identical firm to the one you are valuing.

An Example: Comparing PE Ratios across a

Sector: PE

Company Name	PE	Growth
PT Indosat ADR	7.8	0.06
Telebras ADR	8.9	0.075
Telecom Corporation of New Zealand ADR	11.2	0.11
Telecom Argentina Stet - France Telecom SA ADR B	12.5	0.08
Hellenic Telecommunication Organization SA ADR	12.8	0.12
Telecomunicaciones de Chile ADR	16.6	0.08
Swisscom AG ADR	18.3	0.11
Asia Satellite Telecom Holdings ADR	19.6	0.16
Portugal Telecom SA ADR	20.8	0.13
Telefonos de Mexico ADR L	21.1	0.14
Matav RT ADR	21.5	0.22
Telstra ADR	21.7	0.12
Gilat Communications	22.7	0.31
Deutsche Telekom AG ADR	24.6	0.11
British Telecommunications PLC ADR	25.7	0.07
Tele Danmark AS ADR	27	0.09
Telekomunikasi Indonesia ADR	28.4	0.32
Cable & Wireless PLC ADR	29.8	0.14
APT Satellite Holdings ADR	31	0.33
Telefonica SA ADR	32.5	0.18
Royal KPN NV ADR	35.7	0.13
Telecom Italia SPA ADR	42.2	0.14
Nippon Telegraph & Telephone ADR	44.3	0.2
France Telecom SA ADR	45.2	0.19
Korea Telecom ADR	71.3	0.44

PE, Growth and Risk

- Dependent variable is: PE
- \square R squared = 66.2% R squared (adjusted) = 63.1%

Variable		Coefficie	nt	SE	t-ratio	Probability
Constant	13.1151		3.471	3.78	0.0010	
Growth rate		121.223		19.27	6.29	≤ 0.0001
Emerging Market	-13.853	1	3.606	-3.84	0.0009	
Emerging Market	is a dumn	ny:	1 if eme	rging mar	ket	
				0 if not		

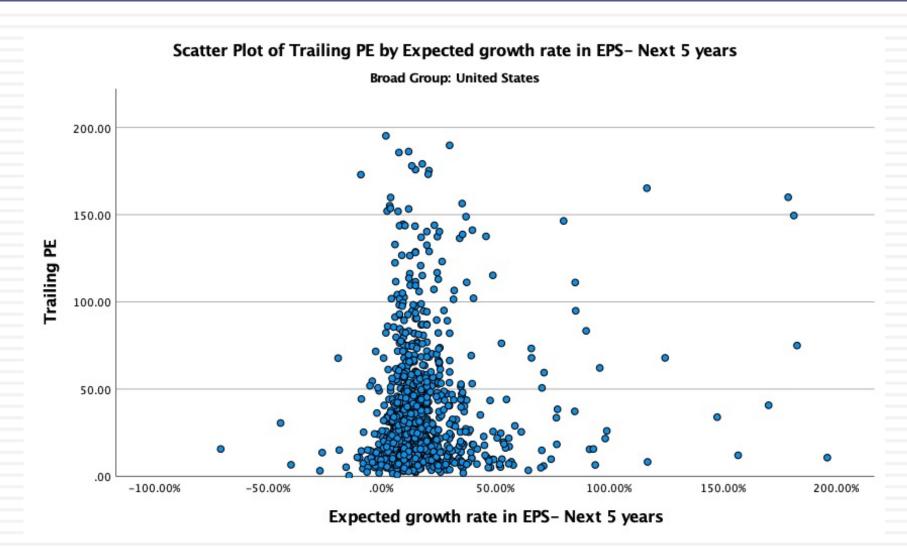
Is Indosat cheap?

At 7.8 times earnings, Indosat is over valued.

Comparisons to the entire market: Why not?

- In contrast to the 'comparable firm' approach, the information in the entire cross-section of firms can be used to predict PE ratios.
- The simplest way of summarizing this information is with a multiple regression, with the PE ratio as the dependent variable, and proxies for risk, growth and payout forming the independent variables.

I. PE Ratio versus the market PE versus Expected EPS Growth: January 2022



PE Ratio: Standard Regression for US stocks - January 2022

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Model Summary ^a					
Model	R	R Square	Adjusted R Square	Std. Error of the Estimate	
1	.231 ^b	.053	.051	4834.03933	

The regression is run with growth and payout entered as absolute, i.e., 25% is entered as 25)

- a. Broad Group = United States
- b. Predictors: (Constant), Expected growth rate in EPS-Next 5 years, Payout ratio, Beta

	Cocincicints						
		Unstandardize	d Coefficients	Standardized Coefficients			
Model		В	Std. Error	Beta	t	Sig.	
1	(Constant)	33.327	2.694		12.369	<.001	
	Beta	-7.107	2.474	086	-2.873	.004	
	Payout ratio	.075	.021	.105	3.537	<.001	
	Expected growth rate in EPS- Next 5 years	.494	.063	.243	7.897	<.001	

- a. Broad Group = United States
- b. Dependent Variable: Trailing PE

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c. Weighted Least Squares Regression - Weighted by Market Cap (in US \$)

PE ratio regressions across markets

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Region	Regression – January 2022	\mathbb{R}^2
US	$PE = 33.33 - 7.11 \text{ Beta} + 7.50 \text{ Payout} + 49.4 \text{ g}_{EPS}$	5.1%
Europe	$PE = 30.23 - 9.06Beta + 12.60 Payout + 27.40 g_{EPS}$	9.4%
Japan	$PE = 18.17 - 3.40 \text{ Beta} + 7.40 \text{ Payout} + 59.70 \text{ g}_{EPS}$	12.5%
Emerging Markets	$PE = 15.08 + 0.40 \text{ Beta} + 2.60 \text{ Payout} + 66.90 \text{ g}_{EPS}$	16.7%
Australia, NZ, Canada	$PE = 16.65 - 5.88 \text{ Beta} + 10.20 \text{ Payout} + 100.20 \text{ g}_{EPS}$	29.4%
Global	$PE = 28.52 - 5.89 \text{ Beta} + 6.20 \text{ Payout} + 51.30 \text{ g}_{EPS}$	7.6%

 $\underline{g_{EPS}}$ =Expected Growth: Expected growth in EPS or Net Income: Next 5 years (decimals)

Beta: Regression or Bottom up Beta

<u>Payout ratio:</u> Dividends/ Net income from most recent year. Set to zero, if net income < 0

Choosing Between the Multiples

- As presented in this section, there are dozens of multiples that can be potentially used to value an individual firm.
- In addition, relative valuation can be relative to a sector (or comparable firms) or to the entire market (using the regressions, for instance)
- Since there can be only one final estimate of value, there are three choices at this stage:
 - Use a simple average of the valuations obtained using a number of different multiples
 - Use a weighted average of the valuations obtained using a nmber of different multiples
 - Choose one of the multiples and base your valuation on that multiple

Picking one Multiple

- This is usually the best way to approach this issue. While a range of values can be obtained from a number of multiples, the "best estimate" value is obtained using one multiple.
- □ The multiple that is used can be chosen in one of two ways:
 - Use the multiple that best fits your objective. Thus, if you want the company to be undervalued, you pick the multiple that yields the highest value.
 - Use the multiple that has the highest R-squared in the sector when regressed against fundamentals. Thus, if you have tried PE, PBV, PS, etc. and run regressions of these multiples against fundamentals, use the multiple that works best at explaining differences across firms in that sector.
 - Use the multiple that seems to make the most sense for that sector, given how value is measured and created.

Conventional usage...

Sector	Multiple Used	Rationale
Cyclical Manufacturing	PE, Relative PE	Often with normalized earnings
Growth firms	PEG ratio	Big differences in growth rates
Young growth firms w/ losses	Revenue Multiples	What choice do you have?
Infrastructure	EV/EBITDA	Early losses, big DA
REIT	P/CFE (where CFE = Net income + Depreciation)	Big depreciation charges on real estate
Financial Services	Price/ Book equity	Marked to market?
Retailing	Revenue multiples	Margins equalize sooner or later

A closing thought...

