NOTRE DAME INVESTMENT CLUB - 3/21/2023



Dentalcorp Holdings Ltd. (TSX:DNTL)

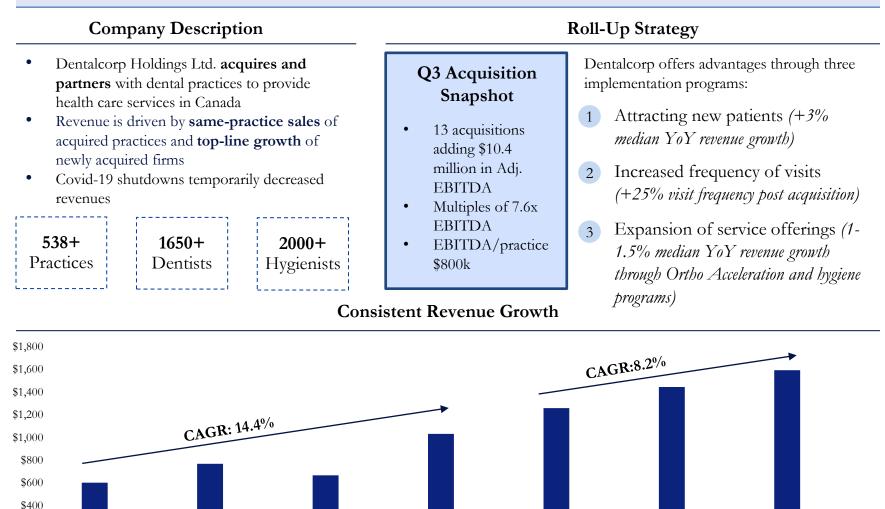
Aidan O'Connor, William Guarino, & Colter Niezgodzki

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Dentalcorp Holdings Company Overview



Canada's largest national network of dental practices operates through a repeatable M&A process



2021 ■ EBITDA (\$mm) 2022E

2023E

INVESTMENT CLUB Sources: <u>Company Filings</u>, <u>CapitalIQ</u>, <u>Pitchbook</u>, <u>Q3 2022 Investor Presentation</u>

2020 ■ Revenue (\$mm)

\$200 \$0

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2018

2019

2024E

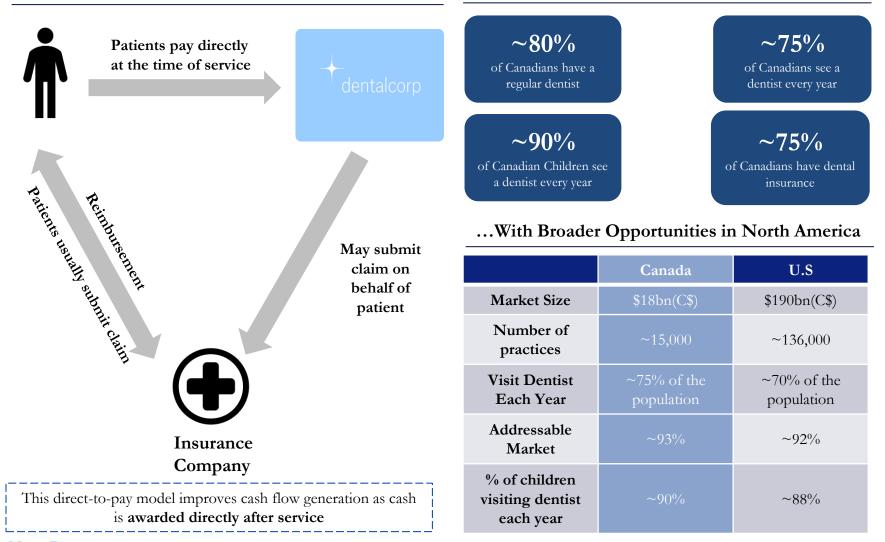
Understanding the Canadian Dental Market



The Canadian dental system is more attractive to operators within the space primarily due to a key difference in the payment process

Dental Service Payment

Highly Stable Demand...



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 Sources: Company Filings, CapitalIQ, Q3 2022 Investor Presentation

Investment Thesis





Dentalcorp's strong growth strategy consisting of a repeatable M&A process paired with their ability to drive top-line growth and expand margins will lead to continued growth YoY



Dentalcorp's share price is artificially depressed and is a safe bet with small downside and high upsides



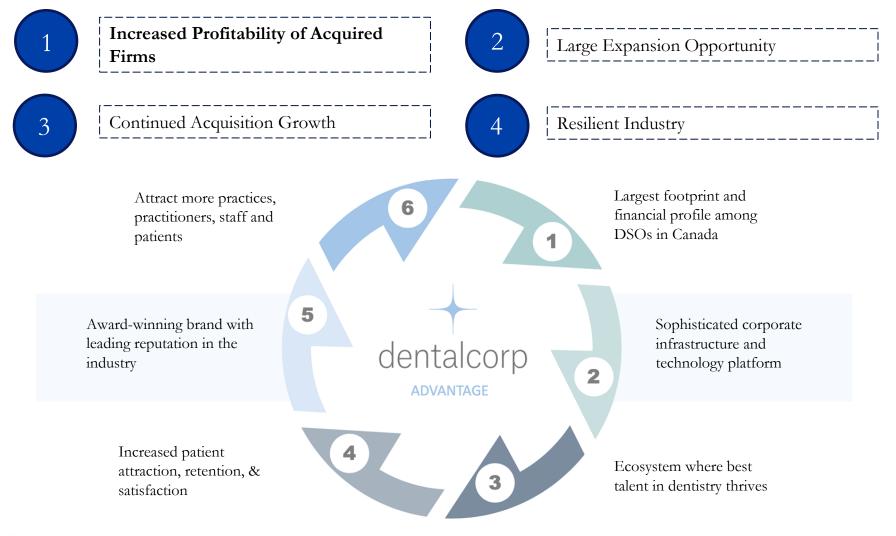
Dentalcorp's private equity involvement will lead to strong financial performance and puts them in a prime position to be taken private

Let it Grow



Dentalcorp is in a strong position to experience continued, rapid growth as they continue to scale their business

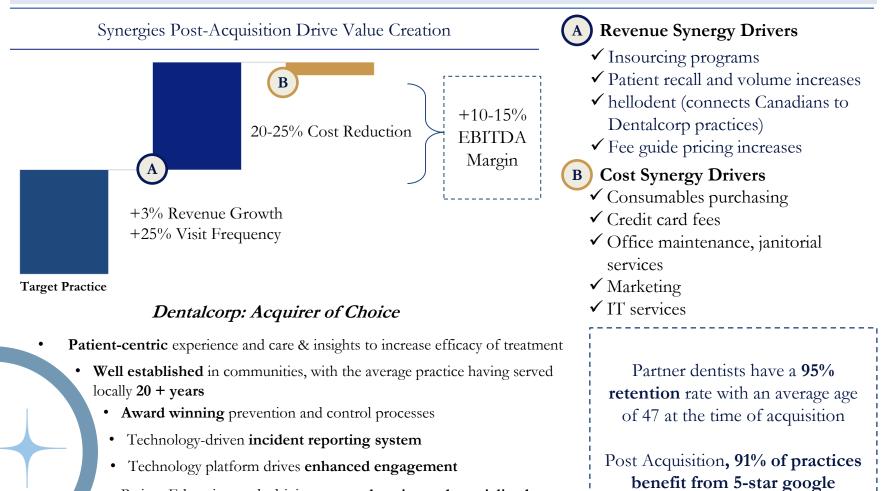
Dentalcorp will experience continued growth due to:



Dentalcorp's Formula



Dentalcorp drives same-practice growth by leveraging their resources and providing quality service to expand top-line growth and margins



- Patient Education tools driving comprehensive and specialized care
- Improved treatment offerings (e.g., clear aligners, implantology, etc.)
- Digital and highly automated patient communication platform with online directory and booking system

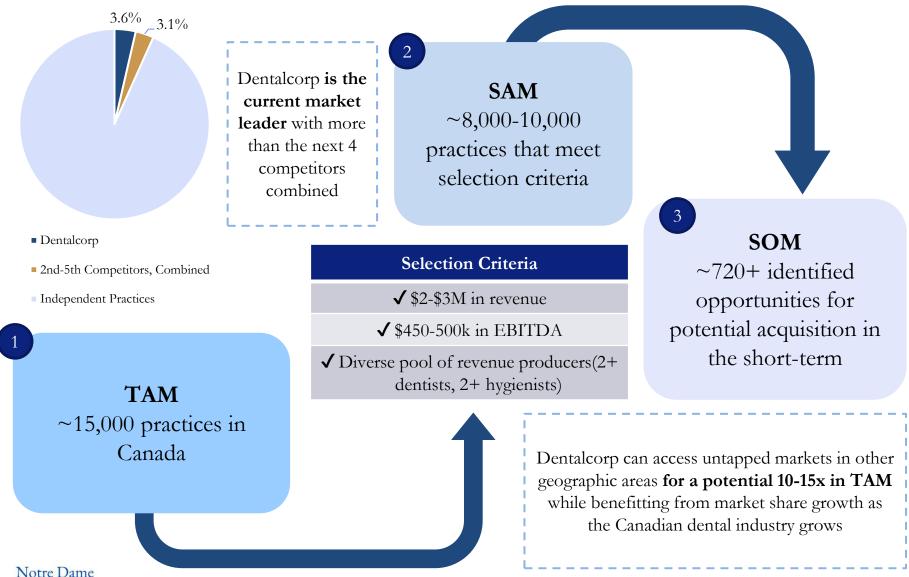
reviews and achieve 85% recurring

patient visits

Untapped Potential



Dentalcorp is the market leader in a resilient and growing industry poised for continued expansion



Acquisition Frenzy



Dentalcorp's growth is driven by their highly scalable and repeatable M&A process which has led to rapid expansion

- Acquired 97 new practices LTM, expected to generate \$64 million in Adjusted EBITDA
- \$35+ million annual acquired Practice-Level EBITDA since 2018
- Adjusted **free cash flow of \$135 million** allowing for continued acquisitions
- CAPEX as a percentage of PF Revenue in 2022 was only 1.2%

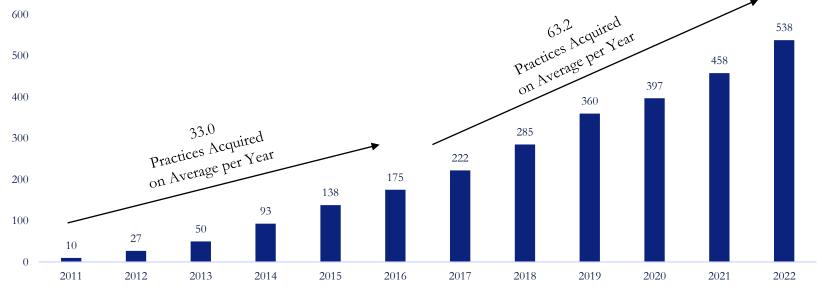
Acquisitions Also Fuel Organic, Same-Practice Growth

- Proprietary programs and technology to diversify services and promote career progression for dentists and hygienists
- Dentists stay with Dentalcorp for 5+ years, with 95% renewing relationship

Ortho Acceleration Program Hygiene Excellence Program

(Utilization of AI-driven tools to identify treatment needs and drive conversion)

Practices at Year End

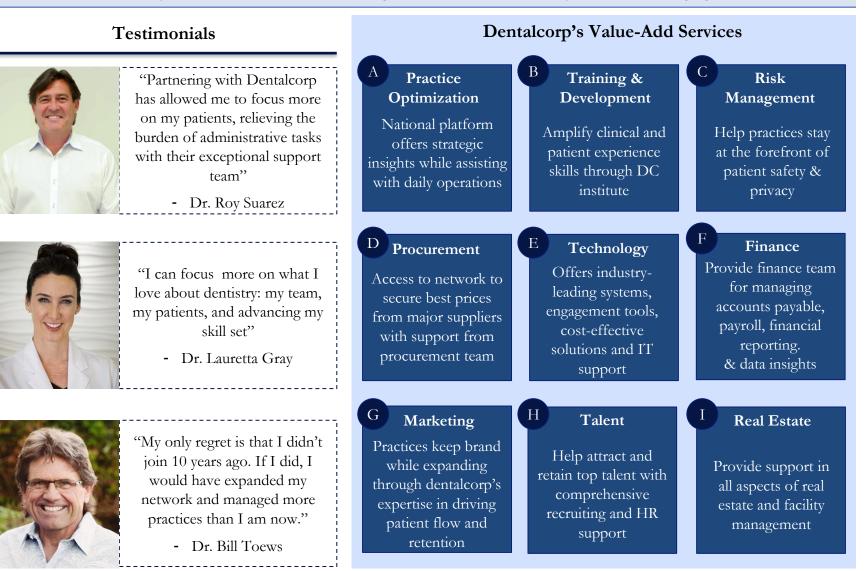


Notre Dame INVESTMENT CLUB Sources: <u>Company Filings</u>, <u>CIBC Equity Research Report</u>, <u>Pitchbook</u>, <u>Q3 2022 Investor Presentation</u>

Why Dentalcorp?



Dentalcorp is indisputably the best all-in-one service, allowing dentists to focus on dentistry rather than managing their business



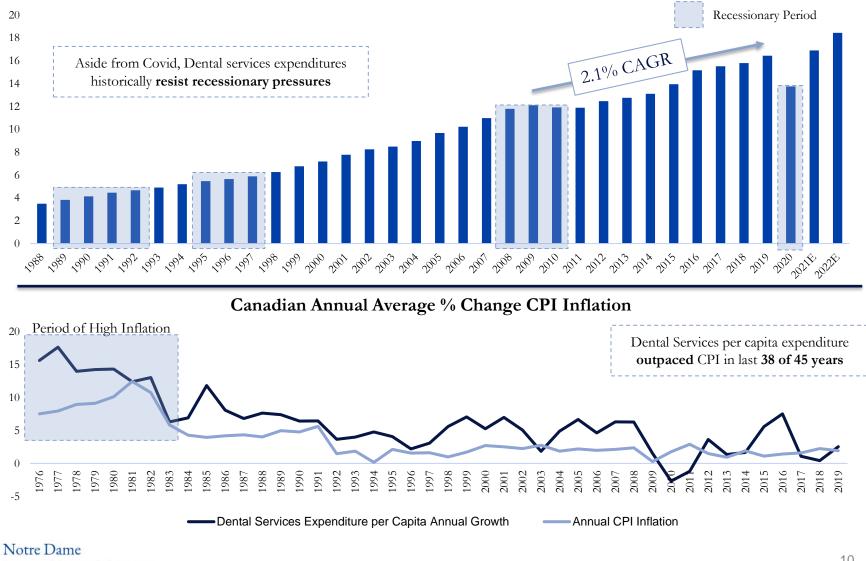
Notre Dame INVESTMENT CLUB Sources: <u>Company Filings</u>, <u>CapitalIQ</u>

Recession Resilience



Dental services is a recession-resilient industry with a highly predictable recurring revenue stream due to direct cash pay, limited exposure to insurance or government pay, and high patient loyalty

Canadian Dental Services Expenditure (\$Bn)



INVESTMENT CLUB Sources: <u>Company Filings</u>, <u>CapitalIO</u>, <u>Pitchbook</u>, <u>O3 2022 Investor Presentation</u> Why Buy?





Dentalcorp's strong growth strategy consisting of a repeatable M&A process paired with their ability to drive top-line growth and expand margins will lead to continued growth YoY



Dentalcorp's share price is artificially depressed and is a safe bet with small downside and high upsides



Dentalcorp's private equity involvement will lead to strong financial performance and puts them in a prime position to be taken private

Don't be Scared!



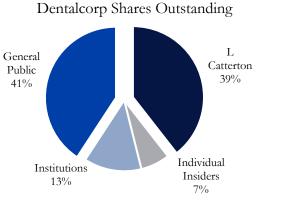
Dentalcorp stock is depressed due to its status as a majority controlled, dual share class, low float, and levered business. These factors combined with its mixed public earnings performance makes the company significantly undervalued.

Factors Depressing Stock Price

Low Float 53.9%

- Only slightly over half the total shares are available for public trade
- This makes stock volatile, large swings are common

Low Float



Dentalcorp's low float indicates high ownership by insiders and PE firms like L Catterton. With only 41% of shares controlled by public, Dentalcorp stock is more volatile as large swings are common.

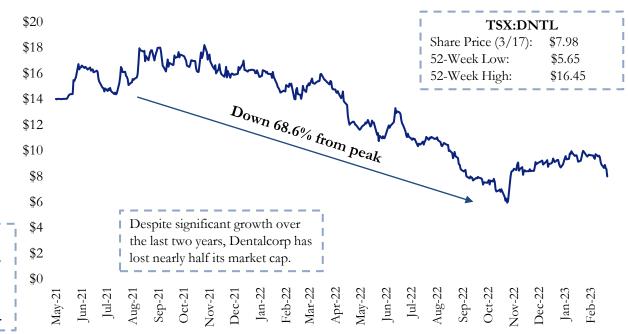
Dual Class Shares

- Public shareholders have limited voting power and inferior class with fewer votes
- Founder Graham Rosenberg controls 35% of votes despite owning 5% total equity

Mixed Earnings Reactions

- Combined with factors above, mixed earnings reports have unsettled investors
- Stock declined 65% from peak
- Near lows, opportune time to invest

Stock Price History



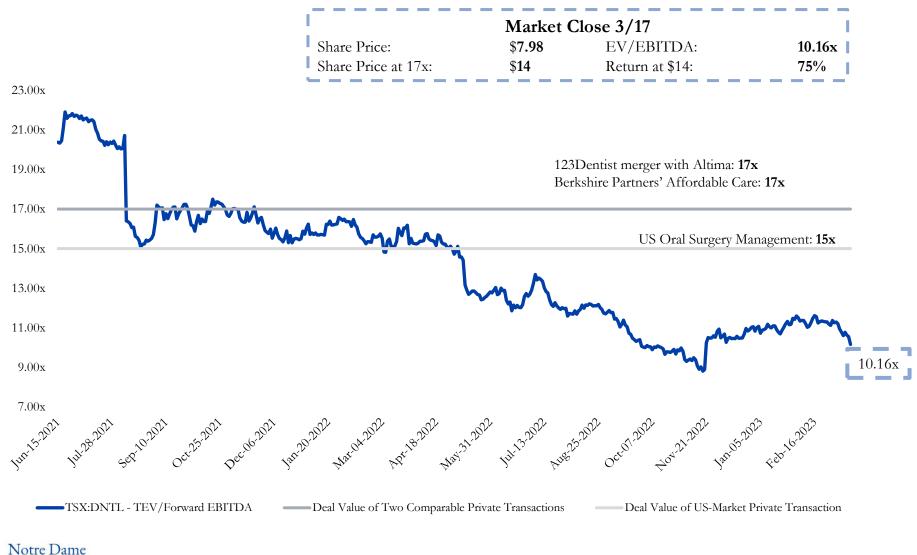
Sources: Company Filings, CapitalIO Pitchbook, Dentalcorp VIC post

The Time is Now



Dentalcorp is currently trading at an attractive multiple relative to both the company's history and industry comparisons.

Multiple Evolution



The Cherry on Top



1

Dentalcorp's strong growth strategy consisting of a repeatable M&A process paired with their ability to drive top-line growth and expand margins will lead to continued growth YoY

2

Dentalcorp's share price is artificially depressed and is a safe bet with small downside and high upsides



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PE Takeover



Dentalcorp is primed to be sold, offering a significant catalyst to shareholder value. The Company begun a strategic review attempting to unlock shareholder value, and we believe this review will result in a sale of the Company to a PE firm.

Dentalcorp's Future

- 1. Graham Rosenberg, CEO & Founder: The strategic review is in response "to unsolicited expressions of interest that have been received"
- 2. The Strategic Review Special Committee is Comprised of only independent directors
 - 40% of shares, 28% of voting power
 - **Two** Directors on the Board
 - Neither of them are on the Special Committee
 - We believe this indicates L Catterton is one of the "unsolicited expressions of interest"
- 3. Three investment banks acting as financial advisors to the Special Committee





Healthcare

- re Credit
- 4. Dentalcorp should not be public:
 - Must operate with certain market constraints
 - Leverage must be below 4.5x vs. ~8x when private
 - Restrained leverage slowed growth

... Probable Sale to

L CATTERTON

- ✓ Largest consumer-focused PE firm in the world with \$30 billion AUM
- ✓ Owns 40% of DNTL
- ✓ Cost base: ~\$11/share
- Chance to acquire DNTL, which has 2x under their ownership, for same valuation as cost base
 - Overall, we believe L Catterton is the catalyst behind this strategic review

Case Study: July 22 Merger between Canadian Dental Players #2 and #3





- Deal value: 17x EBITDA
- Leverage: ~**8x**, financing from KKR
- **\$1 bil** cash exchanged
- Occurred in similar market conditions
- ✓ Assumes \$14/share price
- ✓ 75% Return for NDIC at assumed
 - share price



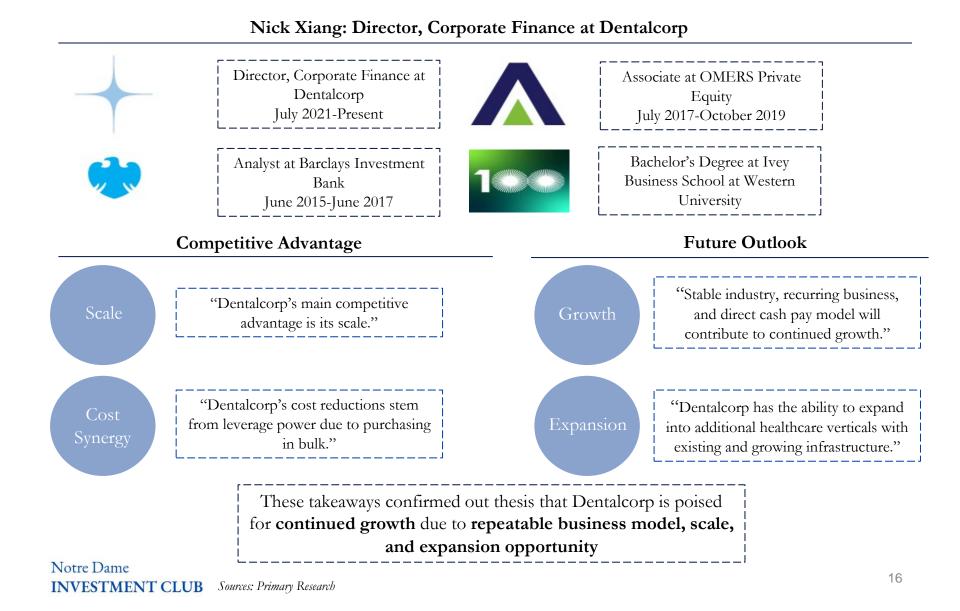
Notable Investors

KKR

Incase You Still Need Convincing



Conversation with Dentalcorp rep, Nick Xiang, confirmed many of our existing theses



Dentalcorp and NDIC



Dentalcorp presents the NDIC with an opportunity to diversify its portfolio into the healthcare industry

Diversification

The NDIC portfolio currently consists of **zero** healthcare companies

Industry

The North American healthcare industry is thriving with significant room for potential growth and a resistance to recessions

Upside

Dentalcorp presents the NDIC with an opportunity to purchase stock into a healthcare company with **great upside**

Buy, Buy, Buy!



Dentalcorp is fast growing large scale dental company trading at an attractive valuation



Dentalcorp's strong growth strategy consisting of a repeatable M&A process paired with their ability to drive top-line growth and expand margins will lead to continued growth YoY

Dentalcorp's share price is artificially depressed and is a safe bet with small downside and high upsides

Dentalcorp's private equity involvement will lead to strong financial performance and puts them in a prime position to be taken private

Recommendation: BUYPrice Target:\$10.04Upside:27.30%



Appendix

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Proprietary Offerings Differentiates Dentalcorp

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Dentalcorp's growth is contingent on their ability to expand the service offerings of the dental practices they acquire

Ortho Acceleration Program

- Equips practice team with skills to provide comprehensive clear aligner therapy, resulting in 40% growth in Invisalign providers
- Integration of digital scanning technology (iTero), patient education

Associate Development Program

• Sets dentalcorp associates on a guided path of career growth, empowering them to deliver highest quality care while achieving personal and professional goals

Dental Hygiene Excellence Program

• 6-week program designed for practice team and focuses on best practices to elevate dental hygiene standards of care in the treatment of gum disease and in-routine maintenance

DC Engage

• Patient communications platform that differentiates network of practices by improving patient experience with a digital solution for patient care, appointment booking, reputation management

 ✓ E-learning modules with live webinars offering Continuing Education credits
 ✓ Implementation of Clinical

Development Manager

- ✓ Curated offerings from top clinicians earn CE credits, supported by clinical mentors, within a community fostering dentists teach dentists
- ✓ Focus on complete patient assessments, effective implementation and evaluation of treatment plans, and accurate record keeping
- ✓ 4x more effective automation conversion
- ✓ 3x m-o-m increase in Google Reviews with reputation management system
- ✓ 20-40% "due late" improvement in practices

Dentalcorp Assumptions

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Dentalcorp Holdings LTD. (TSX: DNTL)

Assumptions

Active Case: Base

\$ in millions	Historical Years			Forecasted Years						
	2019A	2020A	2021A	2022E	2023E	2024E	2025E	2026E	2027E	
Products Revenue	\$767.5	\$666.2	\$1,030.8	\$1,257.6	\$1,483.9	\$1,636.0	\$1,791.5	\$1,938.4	\$2,083.7	
% Growth		(13.2%)	54.7%	22.0%	18.0%	10.3%	9.5%	8.2%	7.5%	
Base				22.0%	18.0%	10.3%	9.5%	8.2%	7.5%	
Bull				30.0%	23.0%	18.5%	15.5%	12.0%	10.0%	
Bear			[17.0%	13.0%	10.0%	7.0%	5.0%	3.0%	
Products COGS	(\$382.1)	(\$363.0)	(\$535.4)	(\$719.3)	(\$819.1)	(\$852.4)	(\$899.3)	(\$942.0)	(\$1,000.2)	
% of Products Revenue	49.8%	54.5%	51.9%	57.2%	55.2%	52.1%	50.2%	48.6%	48.0%	
Base			[57.2%	55.2%	52.1%	50.2%	48.6%	48.0%	
Bull				56.5%	53.2%	50.5%	48.7%	46.1%	45.0%	
Bear			[58.0%	60.0%	58.0%	57.0%	57.0%	55.0%	
Selling, General, and Administrative	(\$229.8)	(\$256.0)	(\$335.6)	(\$422.5)	(\$498.6)	(\$549.7)	(\$601.9)	(\$651.3)	(\$700.1)	
% of Total Revenue	29.9%	38.4%	32.6%	33.0%	33.6%	33.6%	33.6%	33.6%	33.6%	
Base			[33.6%	33.6%	33.6%	33.6%	33.6%	33.6%	
Bull				5.0%	5.0%	5.0%	5.0%	5.0%	5.0%	
Bear			[6.0%	6.0%	6.0%	6.0%	6.0%	6.0%	
Stock-Based Compensation	(\$4.7)	(\$5.8)	(\$2.6)	(\$7.5)	(\$8.9)	(\$9.8)	(\$10.7)	(\$11.6)	(\$12.5)	
% of Total Revenue	0.6%	0.9%	0.3%	0.6%	0.6%	0.6%	0.6%	0.6%	0.6%	
Base			[0.6%	0.6%	0.6%	0.6%	0.6%	0.6%	
Bull				0.6%	0.6%	0.6%	0.6%	0.6%	0.6%	
Bear			[0.6%	0.6%	0.6%	0.6%	0.6%	0.6%	
Amort. of Goodwill & Intangibles	(\$56.8)	(\$65.8)	(\$75.1)	(\$91.8)	(\$108.3)	(\$119.4)	(\$130.8)	(\$141.5)	(\$152.1)	
% of Total Revenue	7.4%	9.9%	7.3%	7.3%	7.3%	7.3%	7.3%	7.3%	7.3%	
Base			[7.3%	7.3%	7.3%	7.3%	7.3%	7.3%	
Bull				8.2%	8.2%	8.2%	8.2%	8.2%	8.2%	
Bear			[8.2%	8.2%	8.2%	8.2%	8.2%	8.2%	
Depreciation & Amortization	\$61.2	\$138.6	\$158.5	\$225.8	\$245.1	\$246.7	\$244.4	\$236.6	\$224.5	
% of Capital Expenditures	258.2%	810.5%	1,085.6%	718.1%	718.1%	718.1%	718.1%	718.1%	718.1%	
Base			[718.1%	718.1%	718.1%	718.1%	718.1%	718.1%	
Bull				115.0%	112.0%	109.0%	106.0%	103.0%	100.0%	
Bear			[115.0%	112.0%	109.0%	106.0%	103.0%	100.0%	

1

DCF Base Case



Exit Multiple Method:

2027 EBITDA

Terminal Value

PV of Terminal Value

PV of Period Cash Flows

Period Cash Flows

Enterprise Value

(-) Total Debt

Equity Value

Share Price

Shares Outstanding (mm)

Upside/Downside

WACC

(+) Cash

Terminal Cash Flows

PV of Terminal Cash Flows

Exit Multiple

Period

Total

Total

Terminal Value:

Value Distribution:

Implied Share Price:

\$229.0

\$3,206.3

\$2,348.7

\$534.7

\$2,348.7

\$2,883.3

18.5%

81.5%

100.0%

\$2,883.3

(1,353.8)

\$1,671.3

141.8

186.9

\$8.94

13.3%

14.0x

4.3

Gordon Growth Method:

Terminal Value:							
2027 FCF	\$200.7						
PGR	2.00%						
Terminal Value	\$3,673.4						
Period	4.3						
PV of Terminal Value	\$2,690.8						

Value Distributio	on:
PV of Period Cash Flows	\$534.7
PV of Terminal Cash Flows	\$2,690.8
Total	\$3,225.5
Period Cash Flows	16.6%
Terminal Cash Flows	83.4%
Total	100.0%

Implied Share Pr	rice:
Enterprise Value	\$3,225.5
(-) Total Debt	(1,353.8)
(+) Cash	141.8
Equity Value	\$2,013.5
Shares Outstanding (mm)	186.9
Share Price	\$10.77
Upside/Downside	36.5%

47.9%

7.6%

Weighted Average Cost of Capital:

Debt / Total Capitalization

Market Risk Premium	5.9%
Adjusted Beta	1.13
Risk Free Rate	4.5%
Cost of Equity	11.2%
Pre-Tax Cost of Debt	4.3%
Tax Rate	15.0%
Cost of Debt	3.6%
Total Equity	\$1,474.6
Total Debt	\$1,353.8
Equity / Total Capitalization	52.1%

\$ in millions	For Fiscal Year Ending September 24th,							
	2022E	2023E	2024E	2025E	2026E	2027E		
Revenue	\$1,247.3	\$1,471.8	\$1,663.1	\$1,846.0	\$2,019.6	\$2,181.1		
% Growth	21.0%	18.0%	13.0%	11.0%	9.4%	8.0%		
(-) Operating Expenses	(1,455.0)	(1,666.3)	(1,807.5)	(1,944.7)	(2,066.2)	(2,187.1)		
(+) Depreciation & Amortization	223.9	243.1	250.8	251.9	246.5	234.9		
EBITDA	16.2	48.6	106.4	153.2	199.9	229.0		
% Margin	1.3%	3.3%	6.4%	8.3%	9.9%	10.5%		
(-) Depreciation & Amortization	(223.9)	(243.1)	(250.8)	(251.9)	(246.5)	(234.9)		
EBIT	(207.7)	(194.5)	(144.4)	(98.7)	(46.6)	(5.9)		
% Margin	(16.7%)	(13.2%)	(8.7%)	(5.3%)	(2.3%)	(0.3%)		
(-) Taxes	31.2	29.2	21.7	14.8	7.0	0.9		
% Effective Tax Rate	15.0%	15.0%	15.0%	15.0%	15.0%	15.0%		
NOPAT	(176.5)	(165.3)	(122.7)	(83.9)	(39.6)	(5.0)		
(+) Depreciation & Amortization	223.9	243.1	250.8	251.9	246.5	234.9		
(-) Capital Expenditures	(31.2)	(33.9)	(34.9)	(35.1)	(34.3)	(32.7)		
(-) Change in Net Working Capital	23.4	5.8	1.7	2.5	2.1	3.5		
UFCF (excl. SBC)	39.6	49.6	94.8	135.4	174.7	200.7		
(-) Stub-Year								
FCF For Discounting	39.6	49.6	94.8	135.4	174.7	200.7		
Discount Period		0.26	1.26	2.26	3.26	4.26		
Discount Factor		0.98	0.91	0.85	0.79	0.73		
PV of UFCF		48.7	86.5	114.8	137.7	147.0		

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Comparable Companies

				EV/Revenue		EV/EBITDA		Price/Ea	urnings
Ticker	Company	Market Cap	EV	LTM	NTM	LTM	NTM	LTM	NTM
AKU	Akumin Inc.	106.0	2,284.6	2.2x	2.1x	11.4x	10.6x	7.7x	13.9x
GUD	Knight Therapeutics Inc.	551.4	434.0	1.6x	1.6x	11.8x	11.9x	17.6x	15.3x
WELL	WELL Health Technologies Corp.	984.0	1,386.6	2.6x	2.2x	17.5x	12.1x	12.7x	27.5x
QIPT	Quipt Home Medical Corp.	321.5	352.6	1.8x	1.1x	8.9x	4.8x	3.6x	3.0x
TTALO	Terveystalo Oyj	1,261.4	2,096.0	1.1x	1.1x	12.2x	7.4x	17.9x	6.7x
DNTL	Dentalcorp Holdings LTD.	\$1,493.0	\$2,713.8	2.3x	1.9x	19.3x	10.2x	11.3x	12.0x
_									
	75th Percentile	1,192.1	2,237.5	2.3x	2.1x	16.2x	11.5x	16.3x	14.9x
]	Mean	786.2	1,544.6	2.0x	1.7x	13.5x	9.5x	11.8x	13.1x
]	Median	767.7	1,741.3	2.0x	1.7x	12.0x	10.4x	12.0x	12.9x
1	25th Percentile	379.0	672.2	1.7x	1.2x	11.5x	8.1x	8.6x	8.0x

		Revenue		EBITDA		Revenue Growth		EBITDA Growth		EBITDA Margins	
Ticker	Company	LTM	2021 A	LTM	2021 A	LTM	2021 A	LTM	2021 A	LTM	2021 A
AKU	Akumin Inc.	1,029.3	578.2	200.1	85.2	78.0%	71.4%	134.9%	63.9%	19.4%	14.7%
GUD	Knight Therapeutics Inc.	270.2	243.5	36.7	32.9	12.4%	22.0%	11.6%	996.7%	13.6%	13.5%
WELL	WELL Health Technologies Corp.	528.3	302.3	79.1	35.3	159.2%	501.8%	835.4%	124.1%	15.0%	11.7%
QIPT	Quipt Home Medical Corp.	190.9	175.3	39.7	33.5	40.8%	35.2%	18.5%	76.3%	20.8%	19.1%
TTALO	Terveystalo Oyj	1,842.9	1,690.0	171.1	227.3	9.1%	17.1%	-24.5%	34.8%	9.3%	13.5%
DNTL	Dentalcorp Holdings LTD.	\$1,191.8	\$1,030.8	\$141	\$58	21.1%	54.7%	143.7%	188.5%	11.8%	5.6%
_											
	75th Percentile	1,151.2	917.7	163.5	78.3	68.7%	67.2%	141.5%	172.4%	18.3%	14.4%
	Mean	842.2	670.0	111.2	78.7	53.4%	117.0%	186.6%	247.4%	15.0%	13.0%
	Median	778.8	440.3	109.9	46.5	31.0%	45.0%	76.7%	100.2%	14.3%	13.5%
	25th Percentile	334.7	258.2	49.6	34.0	14.6%	25.3%	13.3%	67.0%	12.3%	12.2%

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