

The Venture Climate

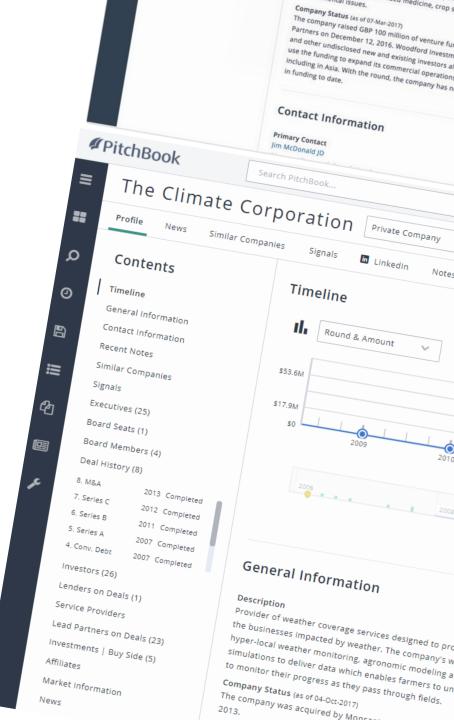
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PitchBook: The leading resource for private and public market

We late yet Siss se the public and private markets to provide more accurate, in-depth and proprietary data than any other source. Our award-winning software provides you with access to our data and the analytical tools you need to identify the right data points, discover opportunities and more.

Here's a look at what we track (as of November 2019)

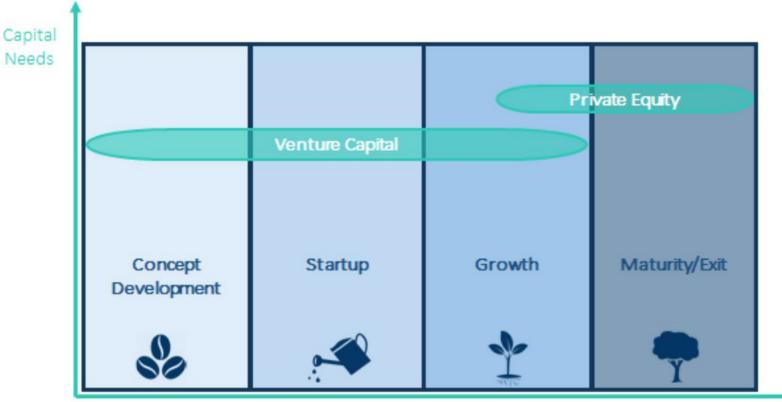
1.96 M 284 K 1.1 M 46 K 2 M investors deals companies professionals funds 54,000 300,000 29,000 Service Providers valuations LPs





United States

The Lifecycle of a Company



YEARS



Angel:

only individual investors or angel syndicates; no PE or VC firms involved

Seed:

self-described "seed" investments, often using convertible debt <u>or</u> equity deals <\$500k with a government filing.

Early Stage:

Series A or B, as indicated either by the series of stock

Late Stage:

Series C or later

The VC industry has fundamentally changed over the last decade

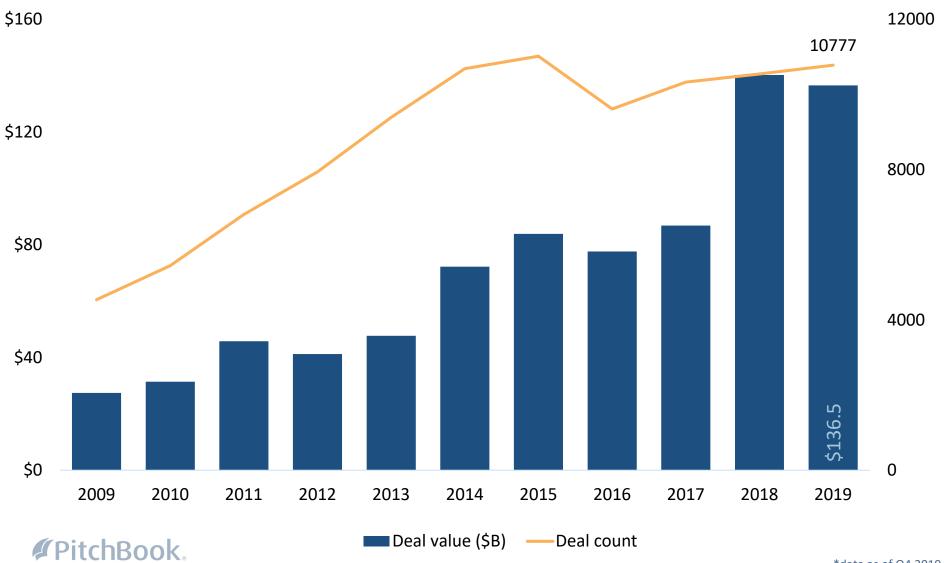
Category (medians)	Early Stage in 2009	Seed in 2019
Deal Size	\$3.0M	\$2.1M
Pre-Valuation	\$8.3M	\$8.0M
Company Age	2.6 years	3.1 years

Category (medians)	Late Stage in 2009	Early Stage in 2019
Deal Size	\$6.2M	\$6.5M
Pre-Valuation	\$30.0M	\$29.4M
Company Age	7.7 years	3.5 years

Stage	Typical Maturity Milestone in 2020
Seed	Minimum viable product (MVP) prepared and working on product/ market fit. Have launched or are preparing to go to market
Series A	Achieved working product/market fit and have paying customers
Series B+	Mitigated many business risks (e.g. product, market, financial, team etc.) and are focused on accelerating growth



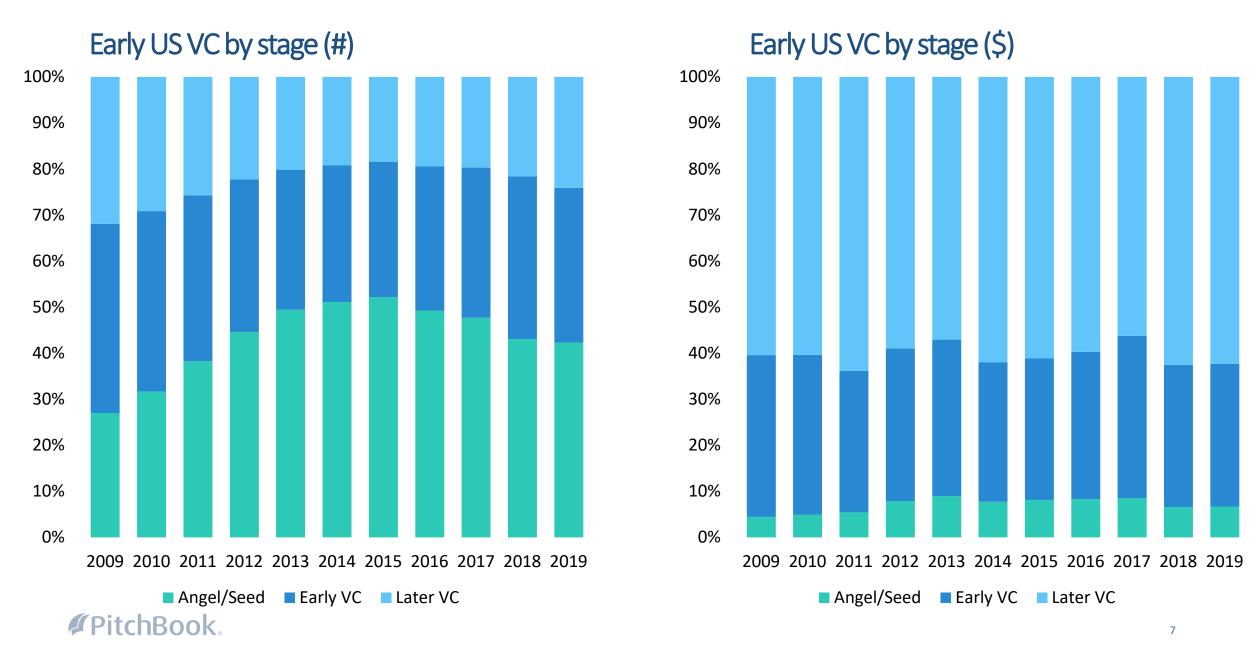
US VC deal activity by year



US VC deal count and value have continued their charge into record territory.

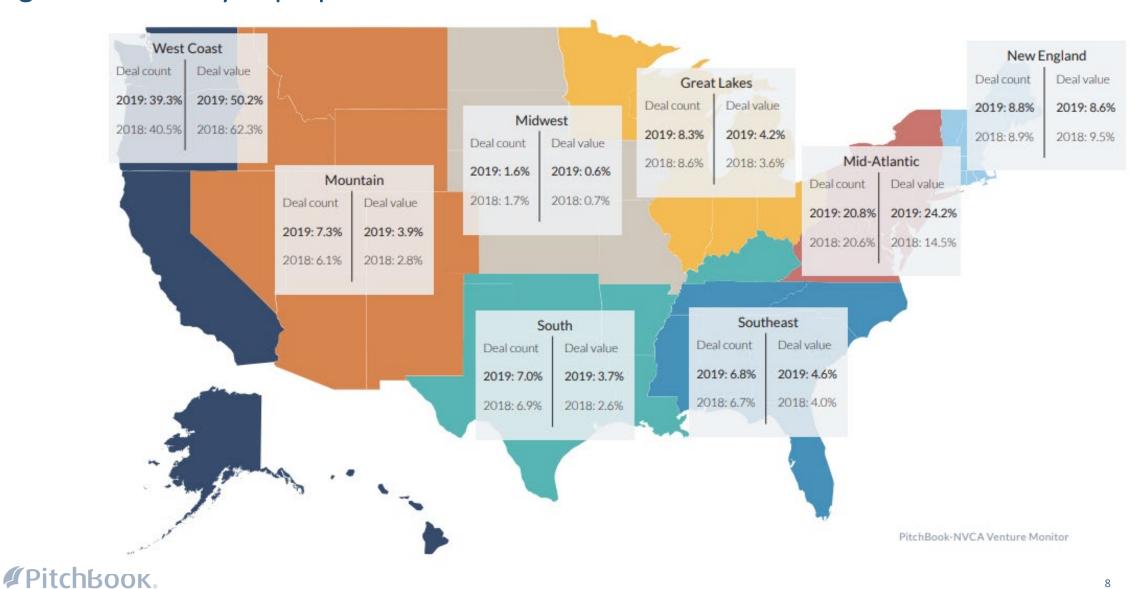
The vast amount of available capital resources continues to drive growth in deal sizes and valuations across nearly all stages of venture capital.

*data as of Q4 2019.

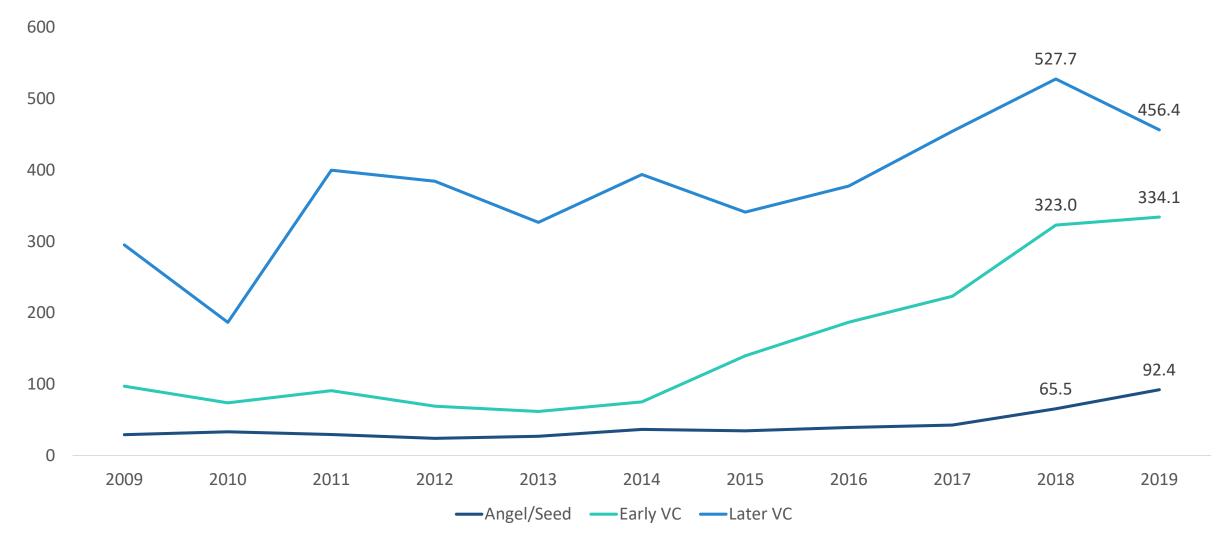


US VC Deals

Regional VC activity as proportion of national total



Median Distance (miles) between lead investor and target company by stage





US VC Deals

Most Active CSAs*

Combined Statistical Area (CSA)

is a US Office of
Management and
Budget (OMB) term for a
combination of adjacent
metropolitan (MSA) and
micropolitan statistical
areas (µSA)

Ecosystems in study	2019 deals in study	Funds closed (#) since 2015	Funds (\$M) raised since 2015	2018 dry powder (\$M)**
San Jose-San Francisco-Oakland, CA	1,169	524	\$114,362.0	\$56,936.2
New York-Newark, NY-NJ-CT-PA	550	201	\$25,241.9	\$13,039.7
Boston-Worcester-Providence, MA-RI-NH-CT	281	138	\$28,949.5	\$13,467.8
Los Angeles-Long Beach, CA	257	77	\$5,916.7	\$2,919.8
Seattle-Tacoma, WA	162	43	\$5,076.7	\$2,174.8
Denver-Aurora, CO	121	23	\$2,127.8	\$1,024.3
Washington-Baltimore-Arlington, DC-MD-VA-WV-PA	107	33	\$2,905.7	\$1,324.0
Philadelphia-Reading-Camden, PA-NJ-DE-MD	102	14	\$946.4	\$195.5
Chicago-Naperville, IL-IN-WI	87	42	\$3,233.9	\$1,425.1
Atlanta-Athens-Clarke County-Sandy Springs, GA-AL	56	8	\$647.0	\$274.2
Salt Lake City-Provo-Orem, UT	44	17	\$1,108.0	\$439.0
Dallas-Fort Worth, TX-OK	43	10	\$237.1	\$77.8
Houston-The Woodlands, TX	43	5	\$234.1	\$180.6
Pittsburgh-New Castle-Weirton, PA-OH-WV	39	4	\$5.2	\$21.4
Raleigh-Durham-Cary, NC	38	12	\$632.4	\$281.6
Miami-Port St. Lucie-Fort Lauderdale, FL	35	7	\$108.6	\$87.5
Minneapolis-St. Paul, MN-WI	32	8	\$572.8	\$31.2
Portland-Vancouver-Salem, OR-WA	32	9	\$94.8	\$50.5
Detroit-Warren-Ann Arbor, MI	31	9	\$861.2	\$291.2
Indianapolis-Carmel-Muncie, IN	27	4	\$110.7	\$81.3
Nashville-Davidson-Murfreesboro, TN	26	11	\$479.7	\$220.7
Columbus-Marion-Zanesville, OH	24	10	\$768.1	\$248.1
Phoenix-Mesa, AZ	24	10	\$84.1	\$80.8
Madison-Janesville-Beloit, WI	18	6	\$54.3	\$39.3



US VC Deals

VC ecosystems with most/least participation from local investors

	Dry powder (\$M)**	Active VC companies (#)	Dry powder per active VC company (\$M)
San Jose-San Francisco-Oakland, CA	\$56,936.2	4,711	\$12.1
Boston-Worcester-Providence, MA-RI-NH-CT	\$13,467.8	1,413	\$9.5
New York-Newark, NY-NJ-CT- PA	\$13,039.7	2,584	\$5.0
Seattle-Tacoma, WA	\$2,174.8	656	\$3.3
Chicago-Naperville, IL-IN-WI	\$1,425.1	539	\$2.6

Source: PitchBook | Geography: North America *As of September 30, 2019 **As of December 31, 2018

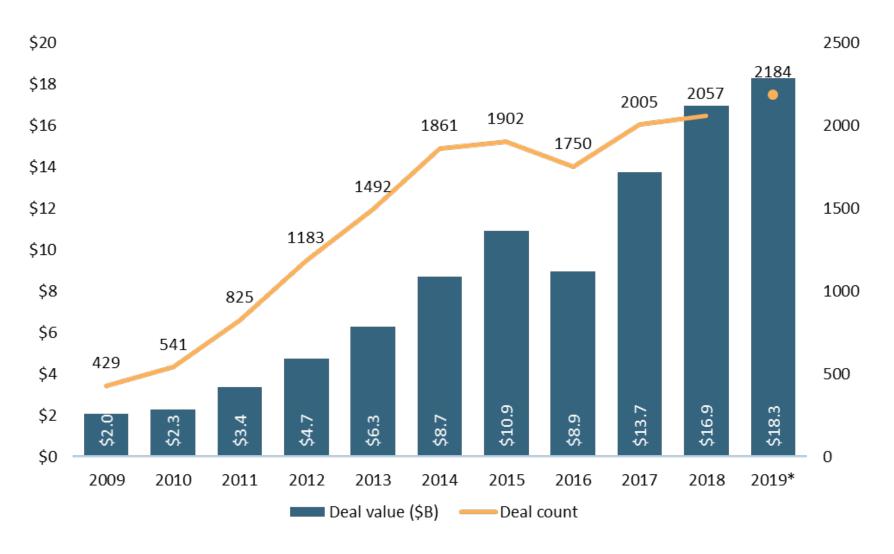
VC ecosystems with highest local capital (\$M) per startup* VC ecosystems with lowest local capital (\$M) per startup*

	Dry powder	Active VC	Dry powder per active VC company
	(\$M)**	companies	(\$M)
Minneapolis-St. Paul, MN-WI	\$31.2	240	\$0.1
Pittsburgh-New Castle- Weirton, PA-OH-WV	\$21.4	154	\$0.1
Portland-Vancouver-Salem, OR-WA	\$50.5	236	\$0.2
Dallas-Fort Worth, TX-OK	\$77.8	272	\$0.3
Miami-Port St. Lucie-Fort Lauderdale, FL	\$87.5	291	\$0.3

Source: PitchBook | Geography: North America *As of September 30, 2019 **December 31, 2018



US VC deal activity for female founded companies

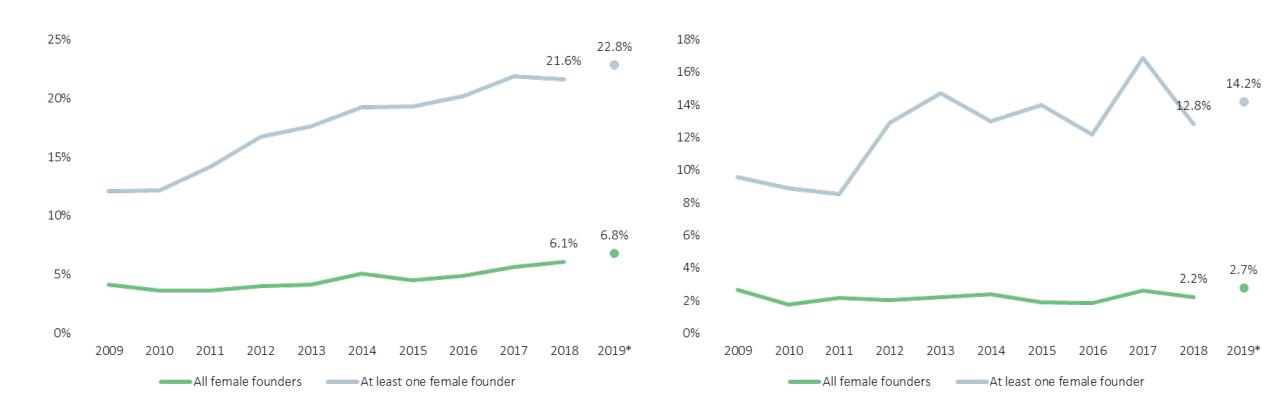


"The gradual rise in female-founded startups can be traced to several factors, including market awareness of the gender imbalance, stronger mentorship networks for women and more women entering the venture side of entrepreneurship."

All Raise: Women in the VC Ecosystem report



Female-founded companies as a proportion of total US VC deal activity (# & \$)





Venture Debt

United States

US VC Debt

	SBA loan	Convertible debt	Term Ioan	Revenue-based financing	
	Up to \$5M		70% FOW of annuious assuits	Based on monthly	V
Size		Flexible depending on company stage	30%-50% of previous equity	revenue requirements	t
			round for early-stage startups	or a fixed amount	
		18-24 months			fi
Maturity period	7-10 years	Convertible securities without a debt piece may not	3-5 years	3-5 years	
		have defined maturity period, simply conversion			V
		event triggers			iı
	Prime + 2.25% for loans				t
	greater than \$50,000				
	and maturity of less than		From banks: Prime rate + 0-4%		С
	7 years		Trom banks. Finne rate - 0 -4%	1.3x-2.5x repayment	iı
Interest rate		Low, can be around 1%-2%	From funds: Prime rate +	cap	٧
	Prime + 2.75% for loans		5%-9%		iı
	greater than \$50,000				
	and maturity of 7 years				p
	or more				g
Collateralization All company assets +		None	Assets and/or	Assets and/or	t
	liens on personal assets		intellectual property	intellectual property	n
	3.5% of the guaranteed		1%-2% origination 0-3% exit		
Fees	portion for loans above	None		None	С
	\$700,000				р
Covenants	None	None	Generally none	None	fi
Lender equity	None	Conversion discount on next round picture	Warrant coverage, 5%-20% of	None	С
coverage	110110	conversion discount on next round picture	loan size	None	
	Must fit within "small		Early stage to late stage		
	business" definitions				
Typical VC stage	determined by the	Angel & seed stage		Pre-VC	١
	US Small Business				<u>\bullet</u>
	Administration				
Typical lender	Small business			Specialized debt	
types	investment companies and local banks	Angels and VC funds	Banks and venture debt funds		
				- GIIGS	

Venture Debt

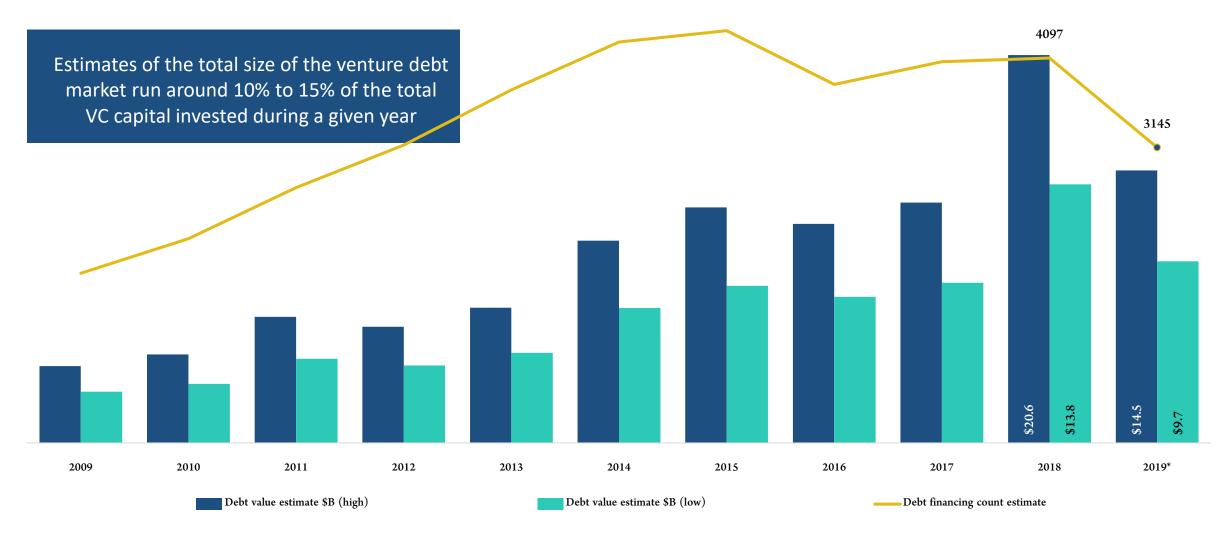
Venture debt is simply defined as lending to VC-backed companies, or debt financing used in lieu of VC financing.

Venture debt providers have become increasingly flexible in the structure and terms of loans, with diverse constructions used for different industries and investment stages, and warrants helping mitigate the risk involved while allowing lenders to participate in the upside of a borrower's growth. This includes but is not limited to: convertible debt notes, term loans, monthly recurring revenue (MRR) lines of credit, and/or revenue-based investment products acting unlike equity-based financings due to repayment terms or claims on future equity.

More information is available in our



US VC Debt

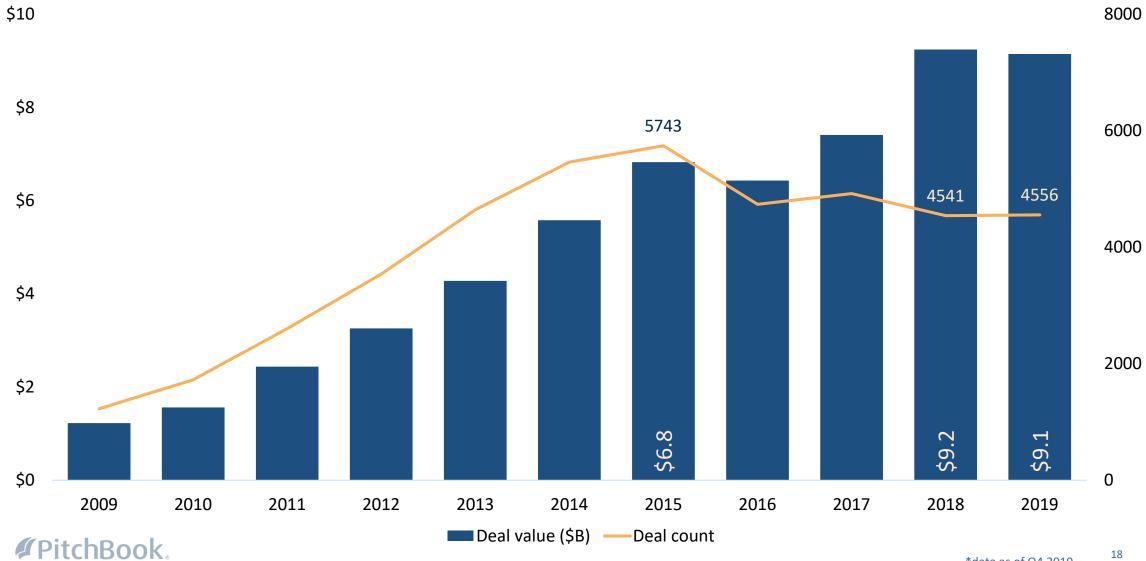




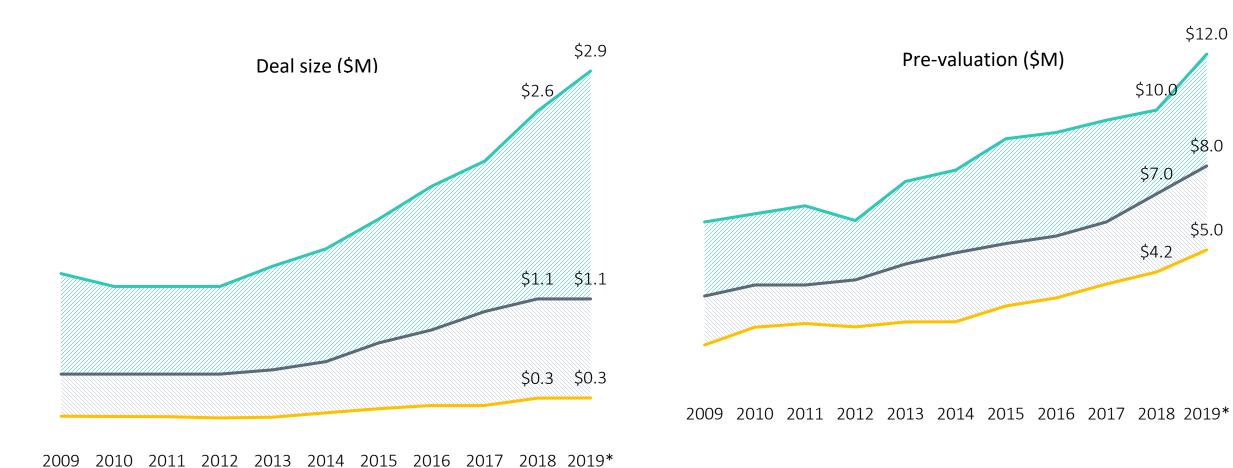
Angel & Seed Deal Activity

United States

Angel & Seed US VC deal activity by year



Angel & Seed US VC quartile breakdowns (deal size & pre-valuation)



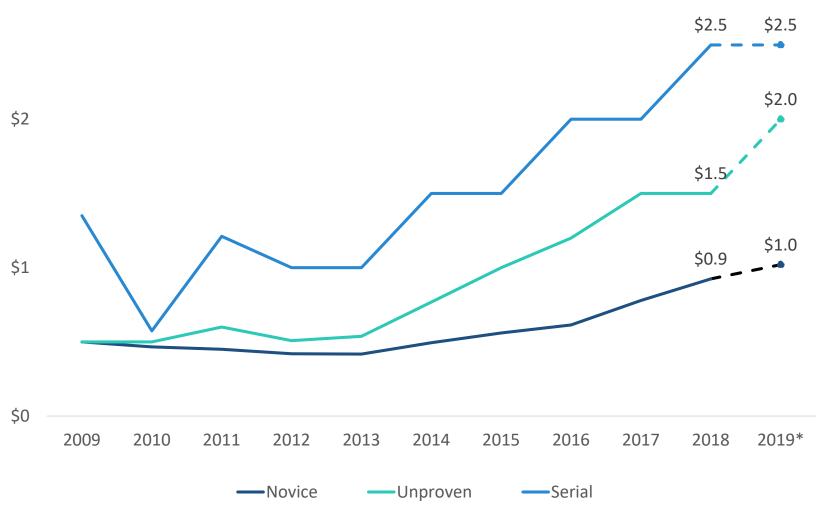
PitchBook

—75th Percentile —Median —25th Percentile

—75th Percentile —Median —25th Percentile

Median angel & seed US deal size (\$M) by entrepreneur class

\$3



Serial Entrepreneurs

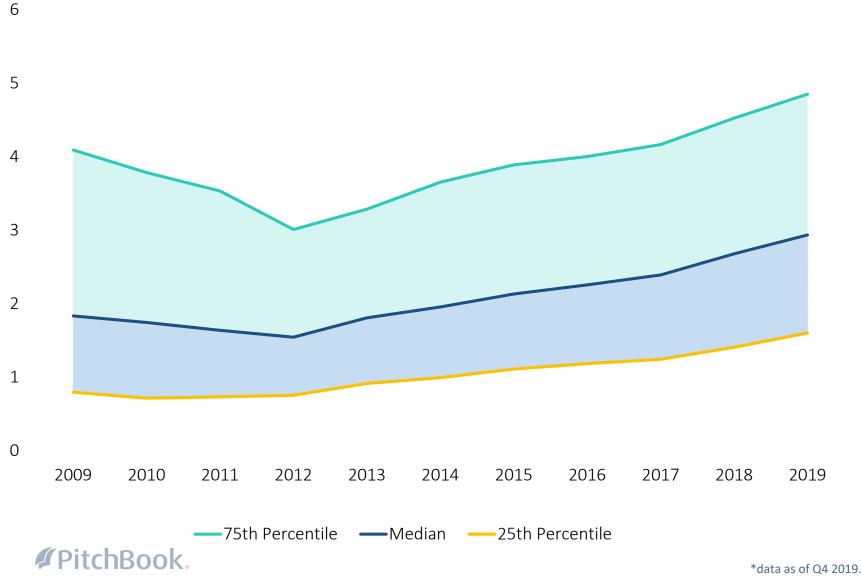
Our research has found that the prior experience of a founder has a material impact on VC fundraising. Specifically, serial entrepreneurs can raise more capital, more quickly and on better terms. We classify founding teams as follows:

- Serial Entrepreneurs: have successfully exited at least one business and have subsequently launched another business
- <u>Unproven Serials</u>: have founded at least two businesses but have not yet seen a successful exit
- Novice: first-time founders

More information and analysis can be found on our note, <u>Serial Entrepreneurs</u>:

Does Lightning Strike Twice?

Quartile distribution of angel & seed years since founding



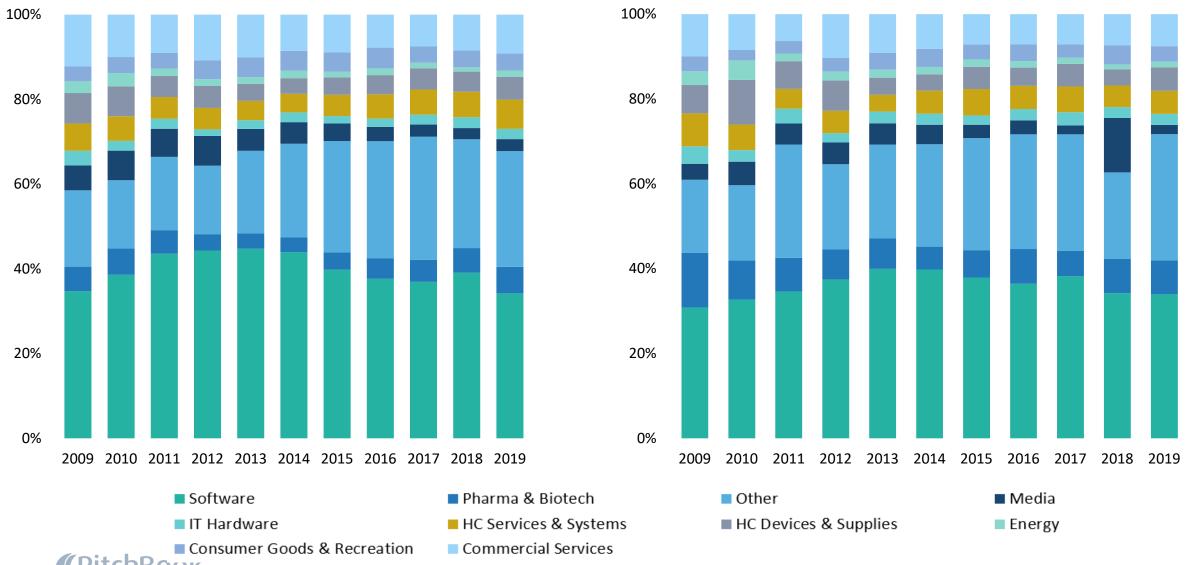
Pre-Seed

As the seed stage has matured, the "pre-seed" stage has emerged to provide capital at the pre-product stage or even before a company is incorporated.

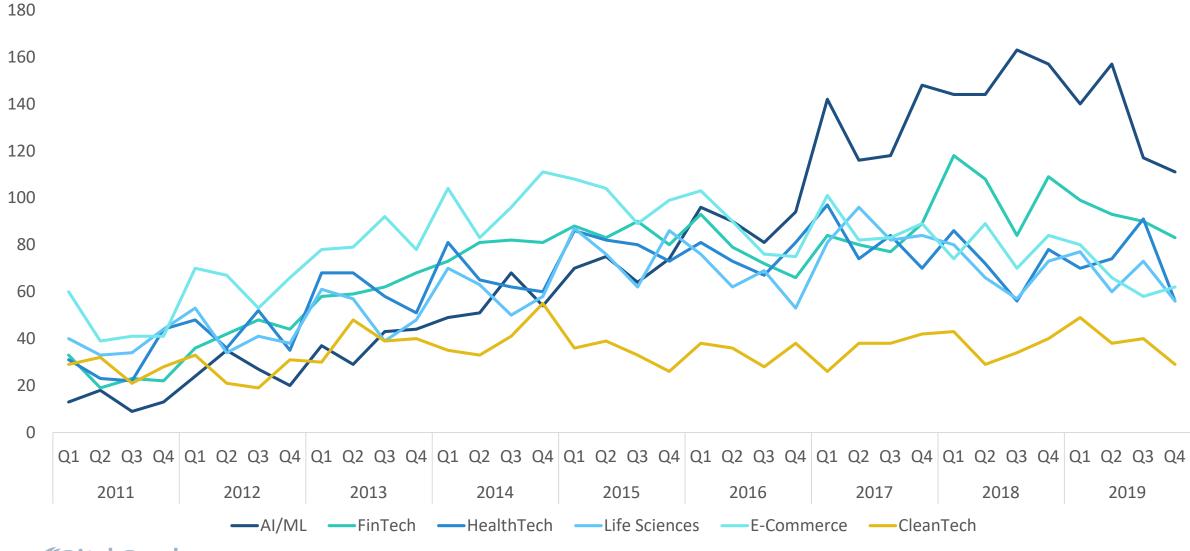
Self-described pre-seed investors have generally classified deals at this stage as sized under \$1 million, with pre-money valuations ranging from \$3 million to \$5 million.

More information on the pre-seed strategy can be found in our full research note, The Emergence of Pre-

Angel & Seed US VC by sector (# and \$)



Quarterly Angel & Seed US VC deal count (#) by verticals

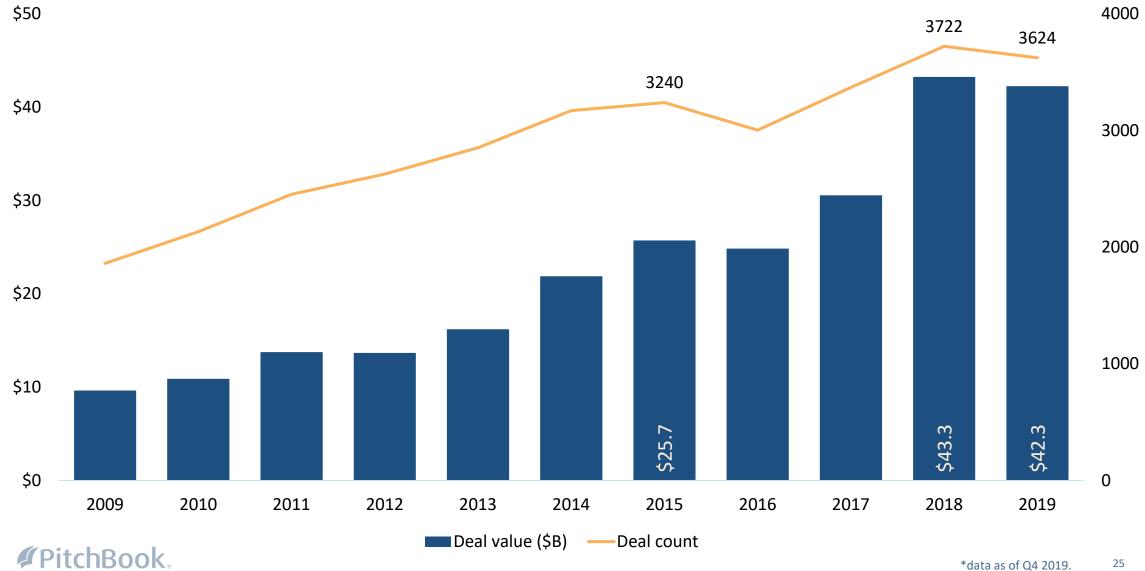




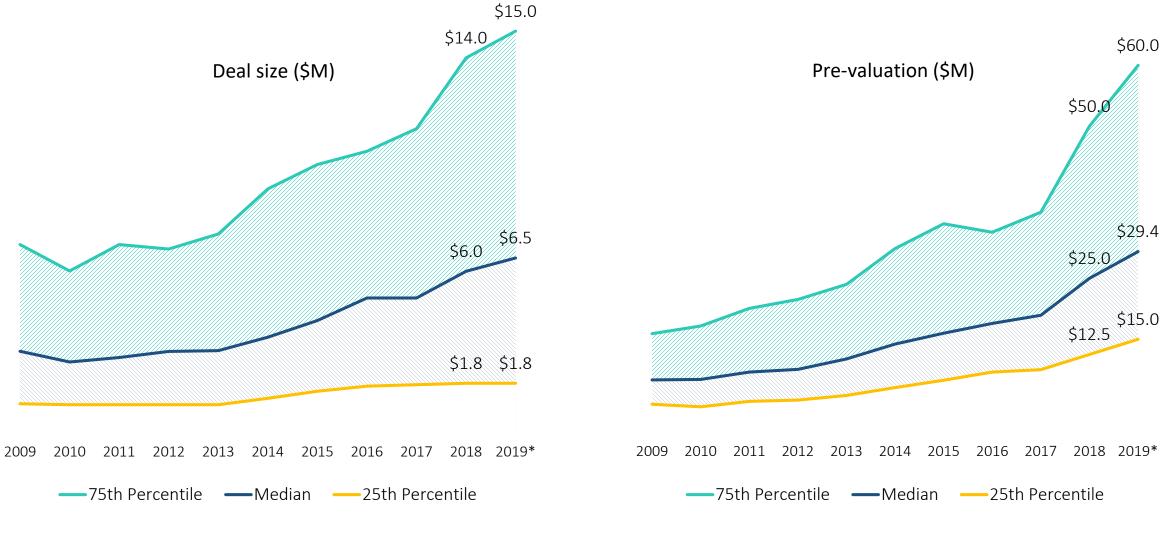
Early Deal Activity

United States

Early US VC deal activity by year

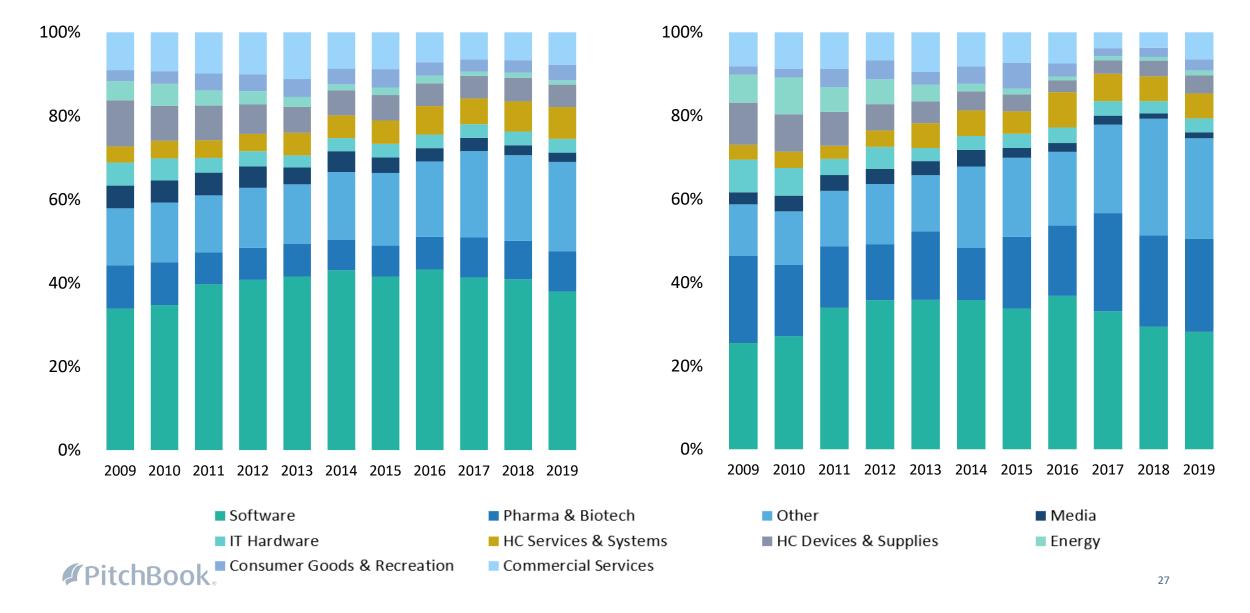


Early US VC quartile breakdowns (deal size & pre-valuation)

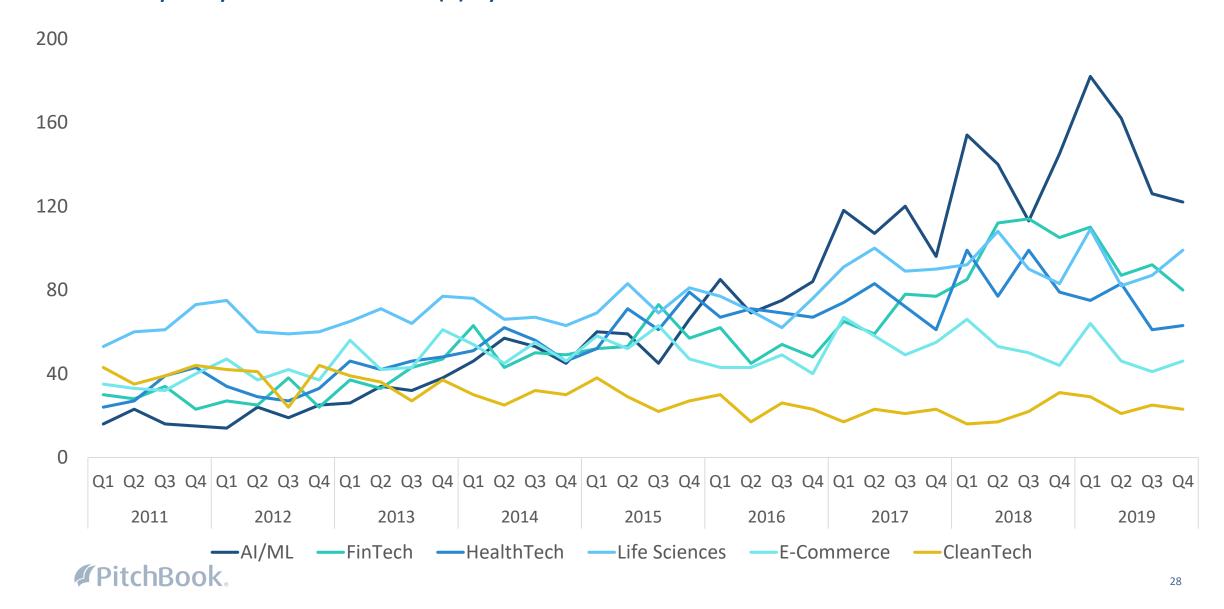




Early US VC by sector (# and \$)



Quarterly Early US VC deal count (#) by verticals

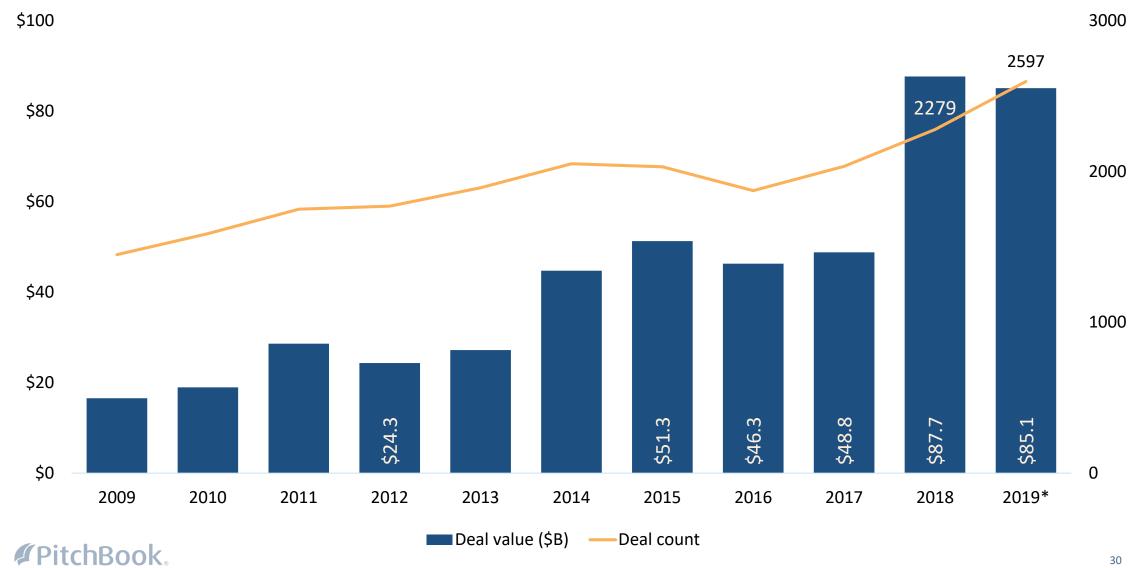


Late Deal Activity

United States

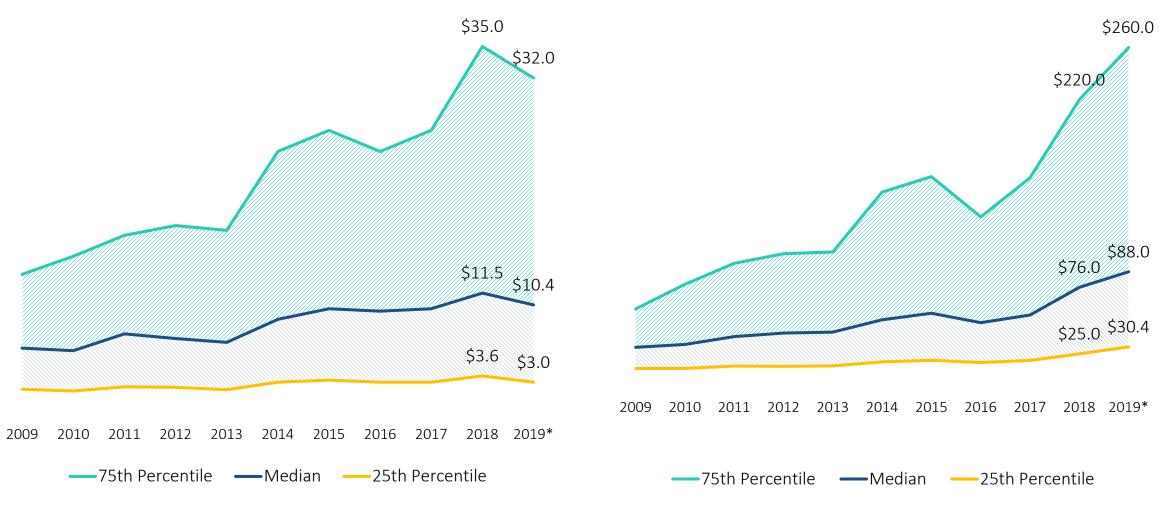


Late US VC deal activity by year



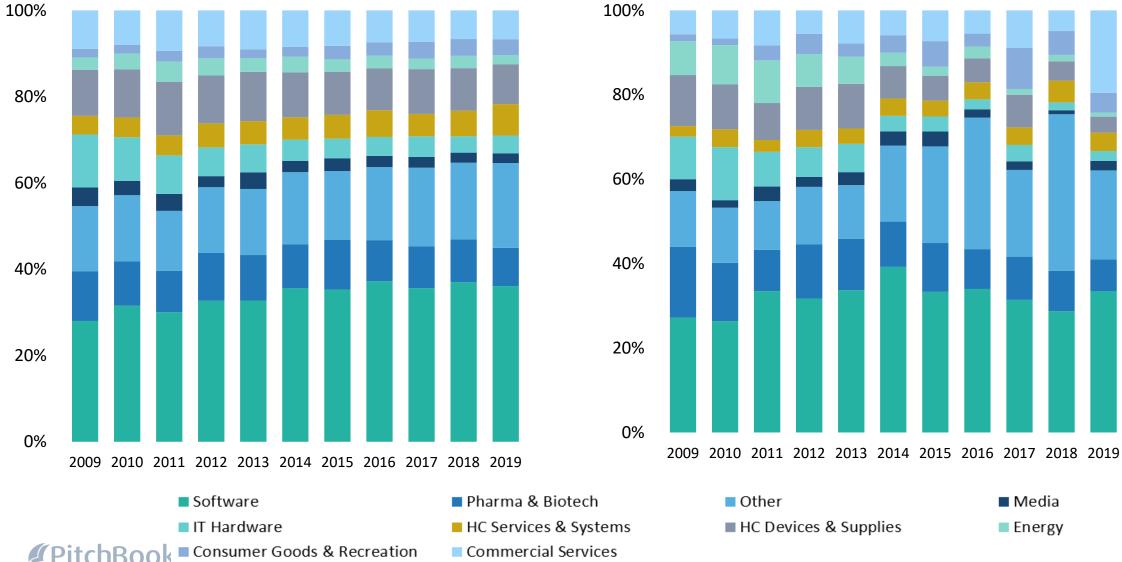


Late stage US VC quartile breakdowns (deal size & pre-valuation)

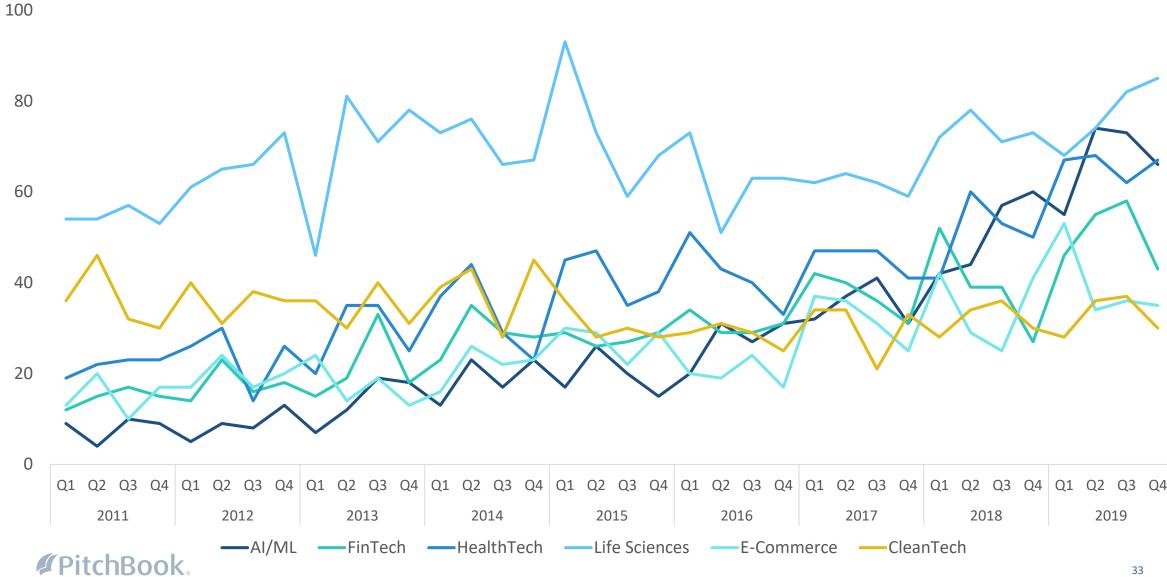




Late US VC by sector (# and \$)



Quarterly Late US VC deal count (#) by verticals



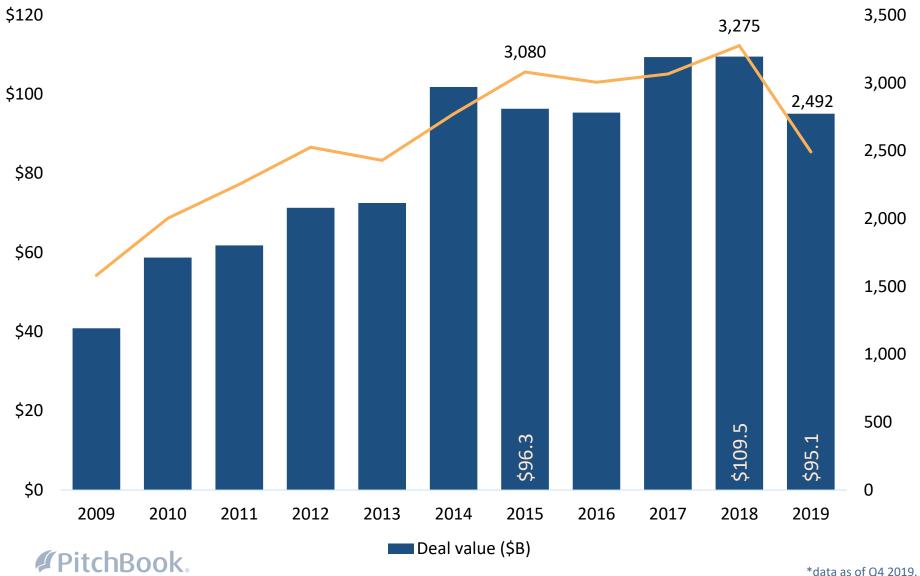


United States



Growth & PE Activity

Growth & PE US deal activity by year



Growth Equity

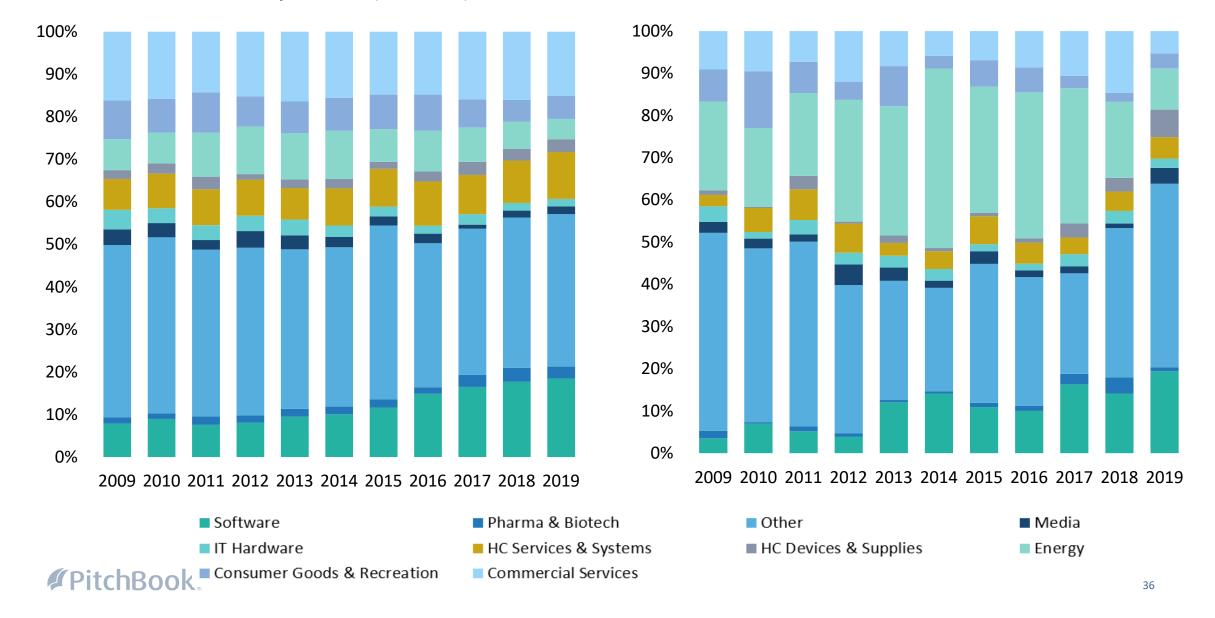
Growth equity is defined as non-VC-backed businesses receiving minority investments from financial sponsors. Companies receiving growth equity tend to be more mature, often with significant revenue (if not profits

PE

Private equity (PE) here is defined as buyout transactions with a valuation of \$100 million or less

Growth & PE Activity

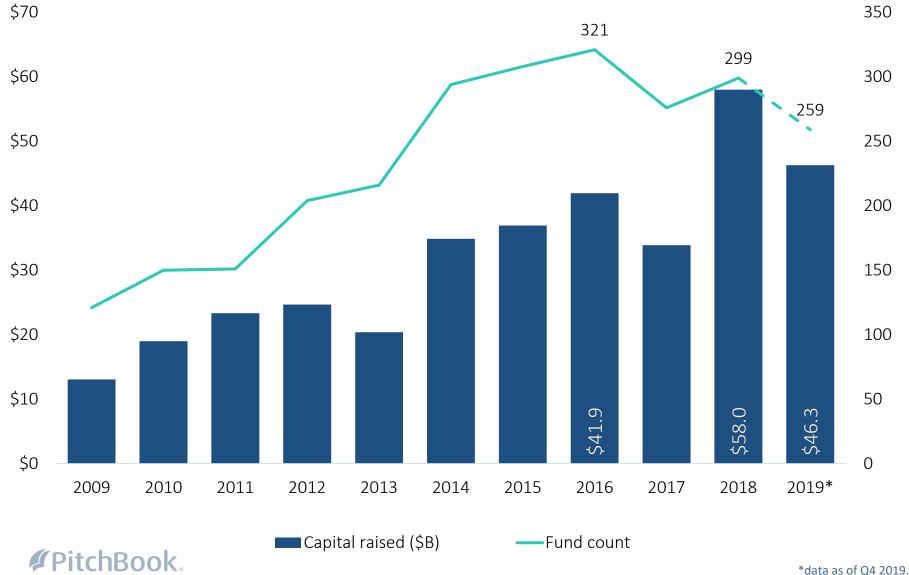
Growth & PE US VC by sector (# and \$)



VC Fundraising

VC Fundraising

US VC fundraising activity by year



Public Pension Exposure

Average "Private Equity" allocation (of which VC is a subset) is:

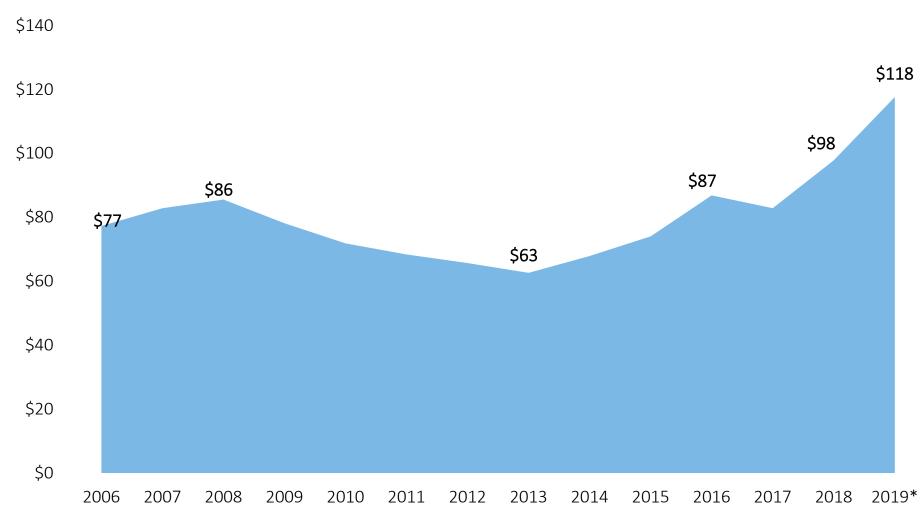
~6% for private pensions ~20% for public pensions

The average fund commitment is ~\$25M, and pensions have made fewer commitments to VC funds in recent years

Exposure varies greatly between different pensions systems, with California pensions having large relative & absolute allocations

VC Fundraising

US VC capital overhang (\$B)





Dry Powder

Dry powder is defined as capital committed to VC funds that has yet to be called down and invested by the GP.

Dry powder is not tantamount to total capital available to invest in startup companies, as much of the capital invested via VC comes from nontraditional investors that do not operate VC funds

VC Activity with Non-traditional investors

Entity Definitions

Corporate Venture Capital

corporate venture capital (CVC) includes rounds executed by established CVC arms as well as equity investments by corporations into VC-backed companies

Private Equity investor

"private equity" investors have a primary classification is PE/buyout, growth, mezzanine or "other private equity"

Asset Manager

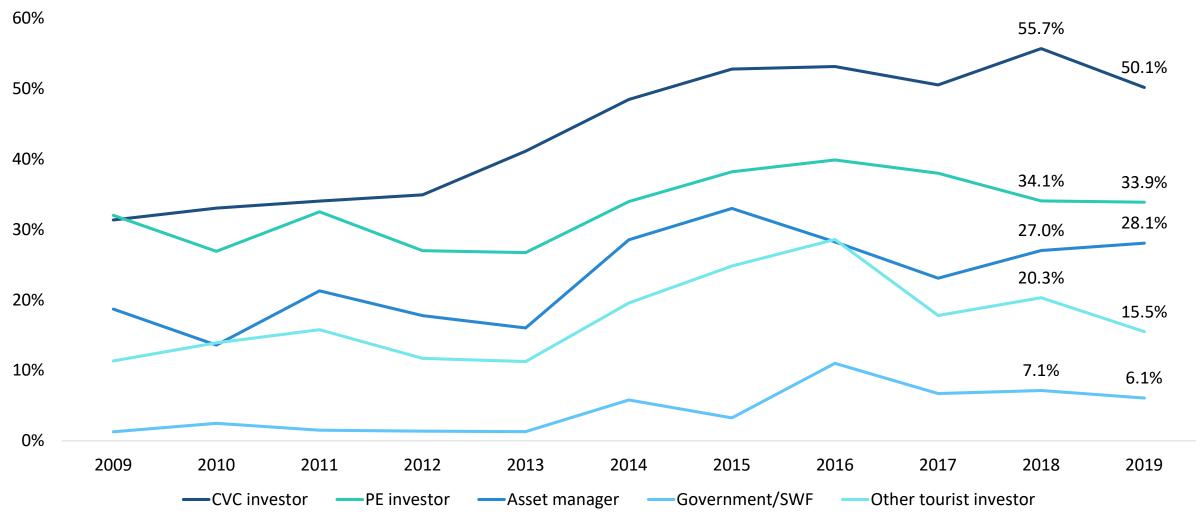
fund managers not operating closed-end investment vehicles. This category primarily comprises mutual funds and hedge funds

Government/ SWF

any entity financed exclusively through the public sector, including sovereign wealth funds and economic development agencies

VC Deal Activity

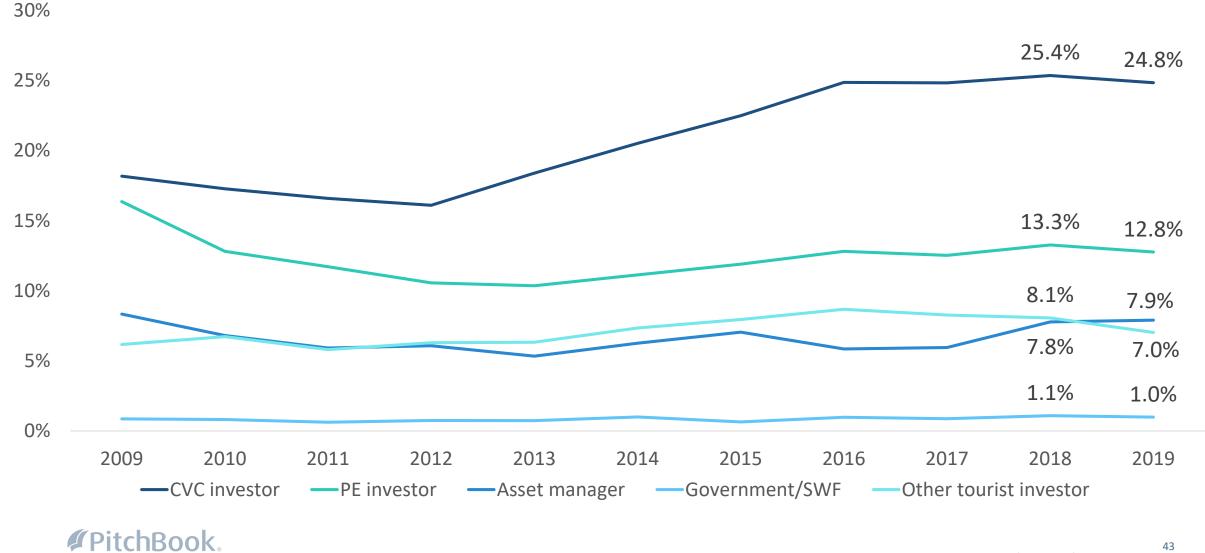
Non-traditional investors participate in VC deal value (\$)





VC Deal Activity

Non-traditional investors participate in VC deal count (#)

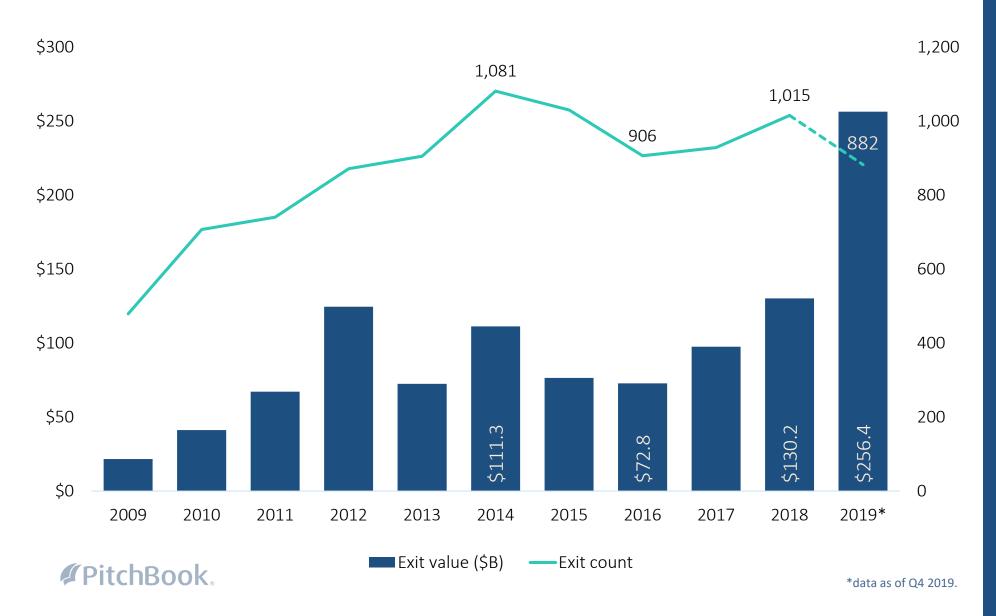


VC Exits



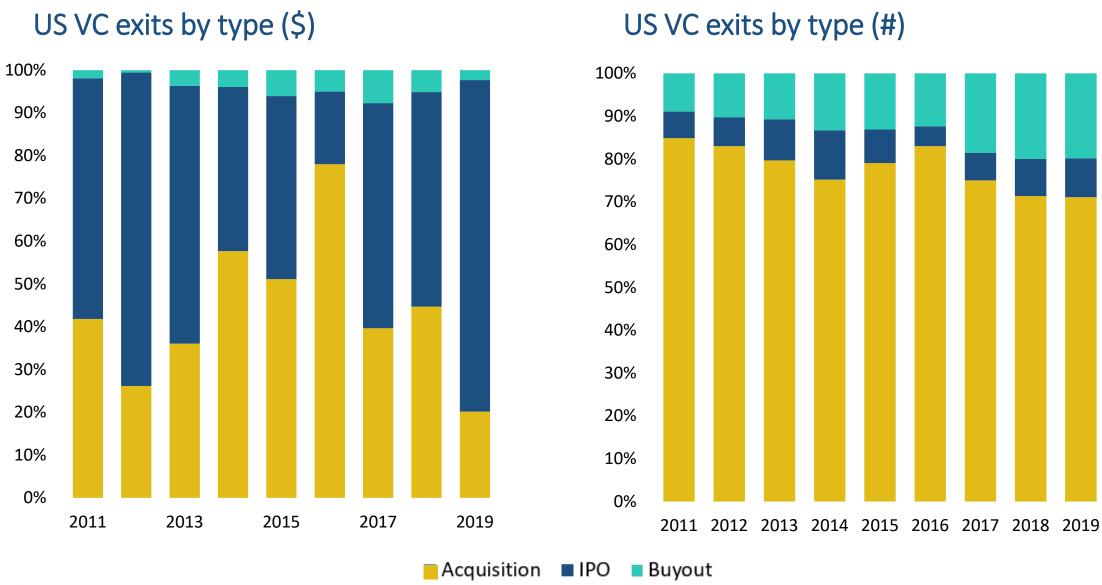
VC Exit Activity

US VC exit flow by year



2019 sets new record for exit value

In recent years, IPOs have accounted for most of the capital exited from VC-backed companies. However, IPOs represent less than 10% of VC exits annually, with most companies being sold to either a strategic acquirer or a financial sponsor.

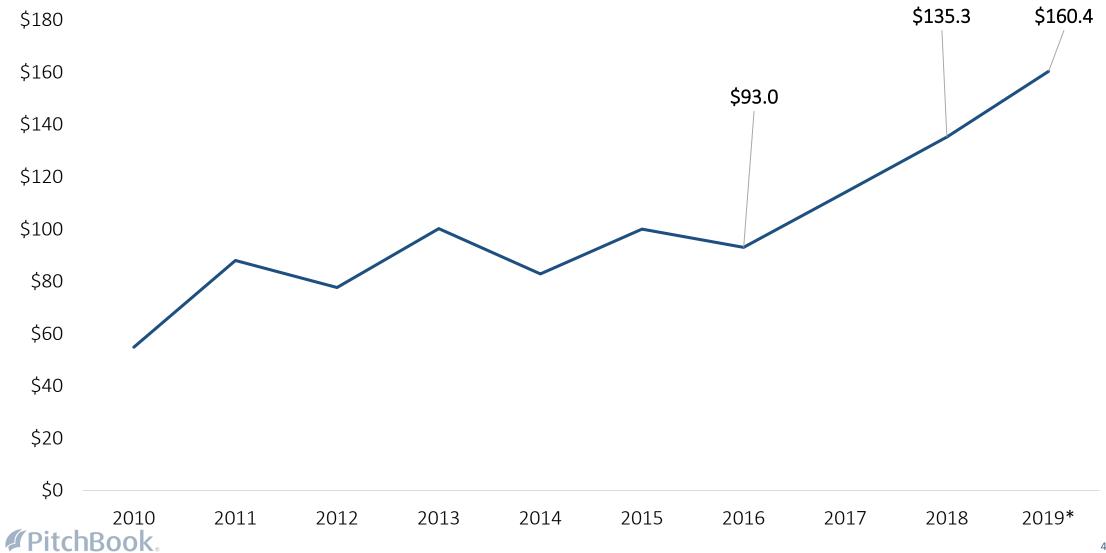




The Secondary Market & Direct Listings

Median VC raised (\$M) at time of U.S. VC-backed IPOs

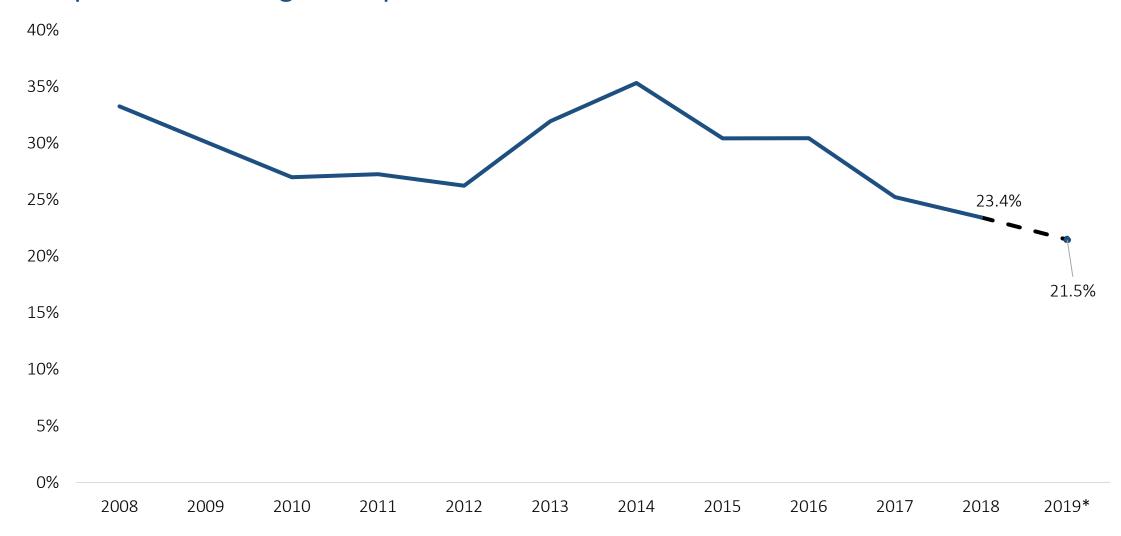
Most VC-backed companies raise \$100M+ before an IPO





Median U.S. IPO offer size / pre-money valuation

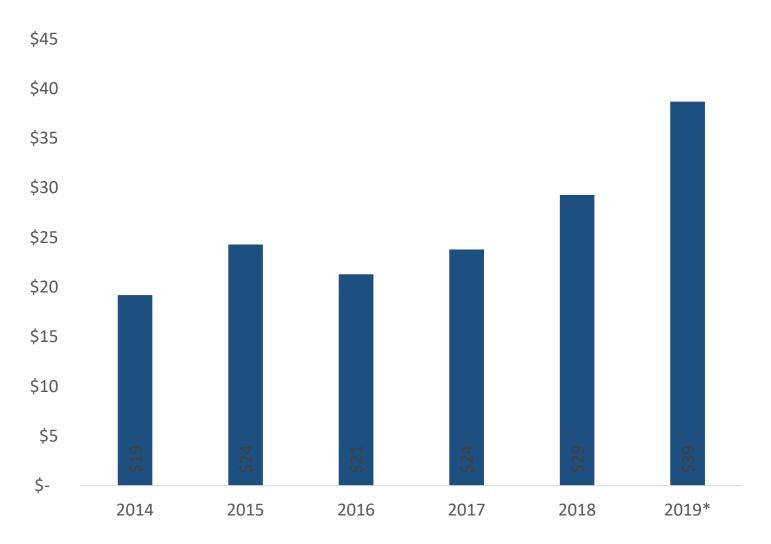
Companies are raising less capital in IPOs relative to their valuation





US VC exits (\$) by type

Estimated deal volume in the direct secondary market





Source: NYYPEX. 2019 value is estimated

Direct Secondaries

Direct secondary transactions are when existing investors in private companies sell their shares to another investor (as opposed to traditional VC, where the company issues new shares. Due to the illiquid nature of private company shares, the direct secondary market serves as a mechanism to provide liquidity for those who own individual private company shares.

One of the main populations to utilize the direct secondary market are the employees of privately held companies.

Several exchanges are looking to serve this growing market:

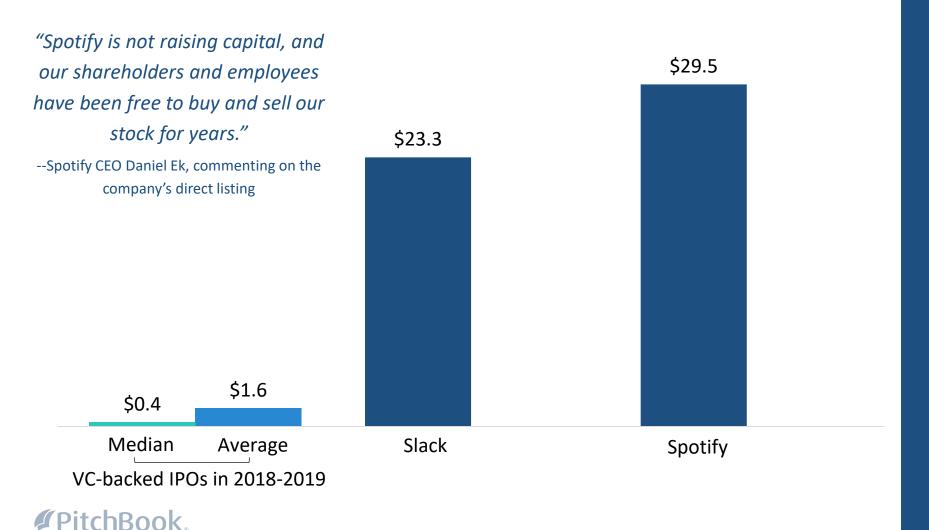








Spotify & Slack are the only two direct listings so far





As private markets have evolved to better meet more-mature companies' liquidity and capital needs, many industry professionals have called into question the traditional IPO process.

Direct listings are an alternative IPOs for companies going public without formal underwriting support. These listings are uniquin that that company does not raise new capital

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