

WINDSOR DRAKE

Software Company Valuation Multiples: 2026

AUGUST 2026

Windsor Drake · Market Intelligence

The All-Software Number

Across **58** listed software businesses, not only the subscription ones, the median is **4.7x** EV/Revenue with a quartile band of **3.0x to 7.6x**.

- The full observed range runs **0.33x to 22.1x**, a 67-fold spread.
- **33 of 58** carry material licence, maintenance or on-premise revenue. That is the majority of the field, not the exception.
- The median constituent earns **11.8%** of revenue from something other than software.
- Every figure here is computed from filings and closing prices, not taken from a vendor multiple table.

The Mix Illusion

Licence-and-subscription hybrids clear **5.2x** against **4.7x** for cloud-native businesses, on lower growth and **12 points** less gross margin.

- Gross margin correlates with the multiple at only **+0.20** on ranks.
- Manhattan Associates earns **49%** of revenue from services and clears **10.7x**. monday.com is **89%** gross margin and clears **2.2x**.
- The relationship is not reversed, it is absent.
- Mix is a cost-structure fact. The market prices something else.

Revenue Mix Does Not Price

The share of revenue coming from services, hardware, licence or transaction fees has **no measurable relationship** with the multiple across this set.

- Correlation with EV/Revenue is **-0.09** on ranks, which is nothing.
- Band medians: **4.9x** under 5% non-software revenue, **4.7x** at 5 to 20%, **4.5x** at 20 to 40%, **4.7x** above 40%.
- A spread of **0.4x** across a variable that moves from 0% to 85%.
- The purity premium founders are told to chase is not in the prices.

What Does Price

Three variables sort this distribution, and none of them is the revenue model.

- Growth: median **2.0x** below 5% growth, **8.6x** above 20%.
- Category: horizontal application software **3.6x**, engineering and design software **7.8x**.
- Scale: **3.3x** below \$1B of revenue, **6.2x** above \$5B.
- Growth alone correlates at **+0.59**, three times gross margin.

1. Stop Discounting Yourself for Your Revenue Model

Owners of licensed, on-premise, implementation-heavy or hardware-attached software businesses routinely arrive at a process already conceding a discount. Across 58 listed comparables that discount does not exist.

- Non-software revenue share correlates with EV/Revenue at -0.09 on ranks across 50 disclosing constituents.
- The four mix bands sit within 0.4x of each other.

3. Gross Margin Is Not the Argument You Think It Is

Gross margin correlates with the multiple at +0.20. The lowest margin quartile of this set clears 3.0x and the highest clears 5.9x, a difference of under three turns across a forty point margin range.

- Adobe runs 89.4% gross margin and clears 4.4x.
- Manhattan Associates runs 55.8% and clears 10.7x.

5. Growth Is Still the Variable That Pays

Median EV/Revenue runs 2.0x below 5% growth, 3.8x at 5 to 10%, 5.6x at 10 to 20% and 8.6x above 20%. That is a wider spread than mix, margin, category and scale combined.

- A licence-heavy business growing 20% outprices a pure subscription business growing 3%.
- The evidence for the growth line is what a process is built on.

2. The Comparable Set You Are Shown Is Usually the Wrong One

Public SaaS comp sheets screen out exactly the businesses this page covers. A vertical software company with a 30% services line is not an outlier in the software market, it is the median.

- 33 of 58 constituents carry licence, maintenance or on-premise revenue.
- Insist the comparable set is built from the whole market, then argue inside it.

4. Category Is Doing the Work Mix Is Blamed For

Engineering and design software clears a 7.8x median and horizontal application software 3.6x. What the software is for moves the price far more than how it is billed.

- Vertical and industry software clears 5.1x on a 0.65x to 12.7x range.
- Position the business by what it controls, not by its delivery method.

1 What multiple does a software company trade at in 2026?

Across 58 listed software businesses the median is 4.7x EV/Revenue, with a middle half between 3.0x and 7.6x. That set deliberately includes licence, on-premise, vertical and services-heavy businesses rather than pure subscription software only.

3 How much does a large professional services line cost me?

Measurably nothing, across this set. Constituents earning more than 40% of revenue from services, hardware or transaction fees clear a 4.7x median, identical to those earning under 5% from those sources. Services depress gross margin, and gross margin correlates with the multiple at only 0.20.

5 What actually moves my multiple?

Revenue growth, what the software is for, and scale. Growth separates a 2.0x median from an 8.6x median. Engineering and design software clears 7.8x against 3.6x for horizontal application software. Businesses above \$5B of revenue clear 6.2x against 3.3x below \$1B.

7 Is there a buyer for a licence and services software business right now?

Yes, and the 2026 record favours it. Nine of the seventeen largest software acquisitions of 2026 to date had targets that were not pure subscription businesses, including NCR Atleos, CSG Systems, Dayforce and Hexagon's design and engineering unit.

2 Does perpetual licence or on-premise revenue lower the multiple?

Not in this data. Companies carrying material licence and maintenance revenue clear a 5.2x median against 4.7x for cloud-native businesses. The licence-heavy names that trade poorly are almost all growing below 5%, which is the variable actually doing the work.

4 Then why is my adviser applying a services discount?

Usually because the comparable set was built from public SaaS screens, which exclude the businesses this page covers. A discount applied against a comparable set that excludes your business model is an artefact of the screen, not a market price.

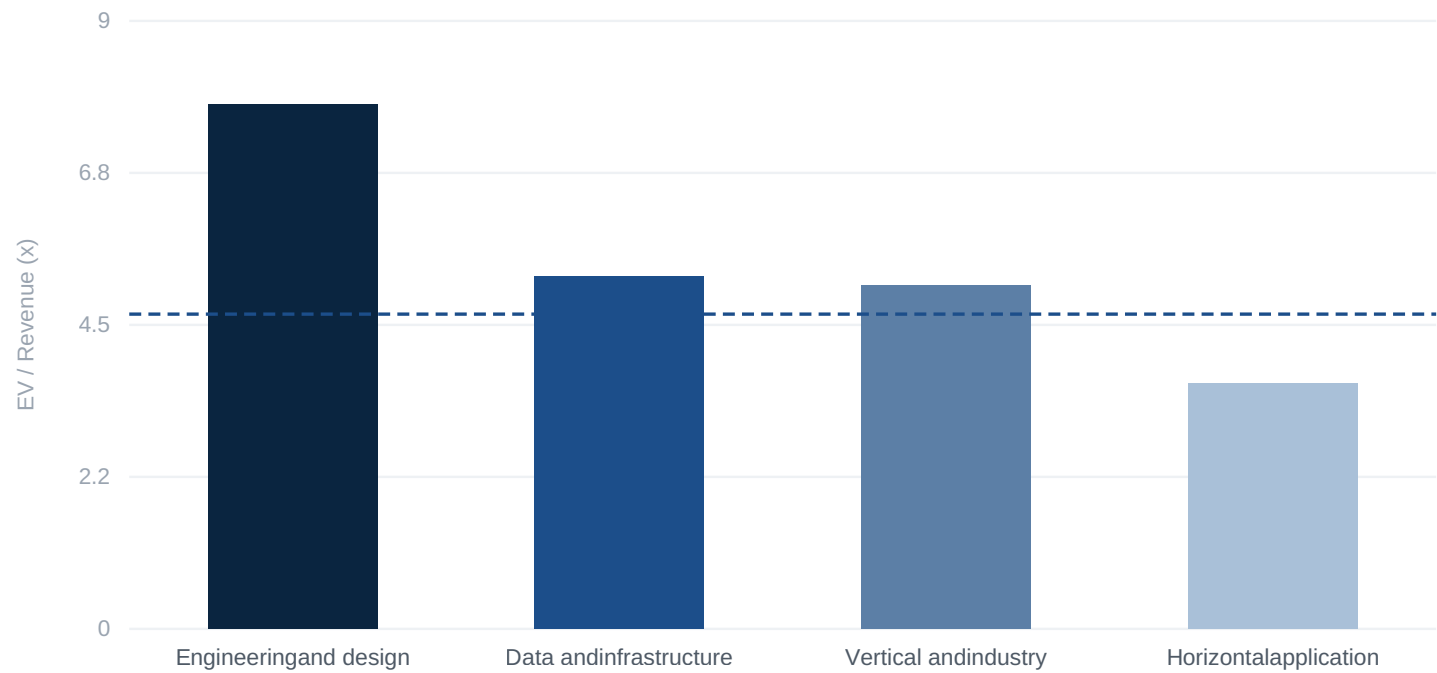
6 Do private companies trade at these multiples?

No. Listed multiples are the ceiling and the reference, not the outcome. Private software transactions clear at a discount that widens with customer concentration, owner dependence and the absence of audited accounts. Use the public set to establish the shape of the argument.

Where the All-Software Field Sits

Median EV/Revenue by software category across 58 listed constituents. Windsor Drake computation, 21 August 2026.

Median EV / Revenue by category



ALL-SOFTWARE MEDIAN

4.7x

58 constituents. Quartile band 3.0x to 7.6x.

FULL RANGE

0.33x to 22.1x

Unisys at the floor, Snowflake at the ceiling.

CATEGORY SPREAD

4.1x

Between the design median and the horizontal median.

CARRYING LICENCE REVENUE

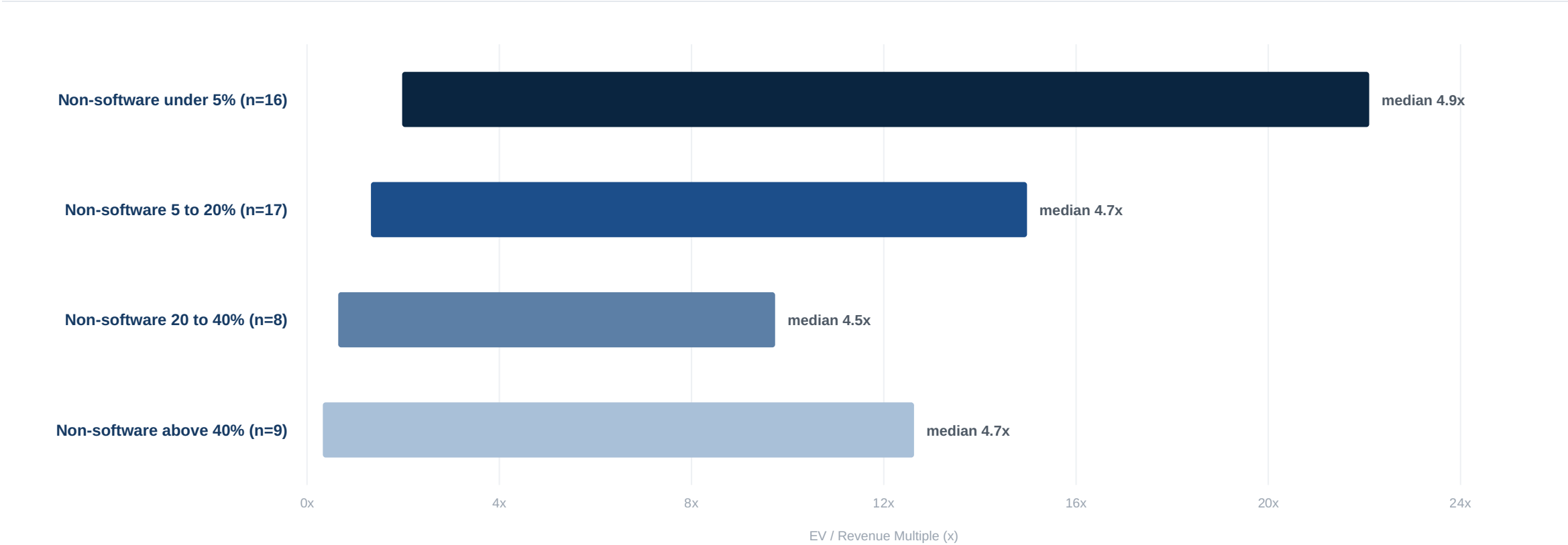
33 of 58

The majority of the listed software market.

The dashed line is the all-constituent median of 4.66x. Category assignment is Windsor Drake's, published in the appendix so it can be checked or disputed.

The Mix Illusion

Median and full range of EV/Revenue by the share of revenue that is not software. The bands do not separate.



A VARIABLE THAT MOVES FROM ZERO TO 85% AND BUYS NOTHING

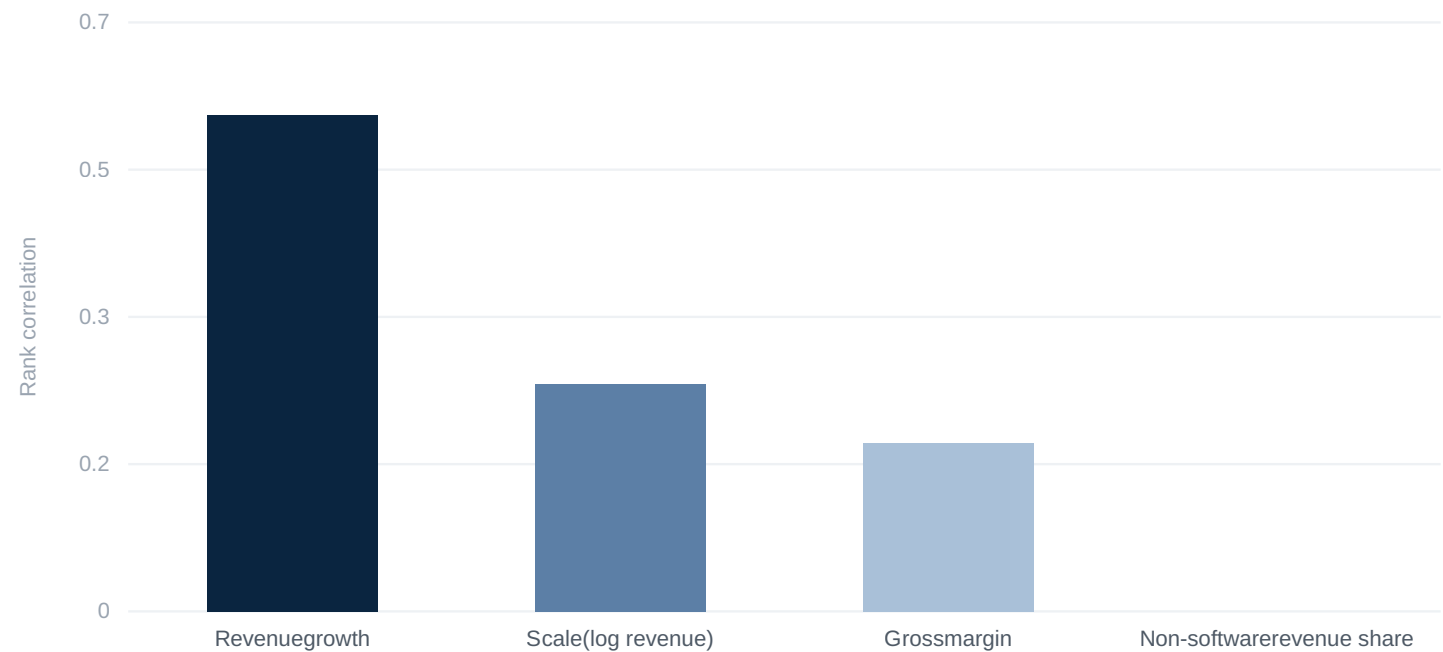
Non-software revenue is professional services, managed services, hardware and transaction or data fees, taken from each company's own disaggregation-of-revenue note. Across the **50** constituents that disclose a split it correlates with EV/Revenue at **-0.09** on ranks and **-0.14** on levels, and the four band medians sit within **0.4x** of one another. This is the Mix Illusion: the revenue model is the first thing a software owner is judged on and close to the last thing that prices.

Source: Windsor Drake computation from company disaggregation-of-revenue disclosures and market data, 21 August 2026. 50 of 58 constituents disclose a revenue split.

What the Market Is Actually Paying For

Rank correlation with EV/Revenue across the same 58 constituents on the same day. One variable dominates.

Rank correlation with EV / Revenue



GROWTH

+0.59

The only variable with real explanatory power here.

SCALE

+0.27

Bigger prices better, but modestly.

GROSS MARGIN

+0.20

Weak. Three turns across a forty point margin range.

REVENUE MIX

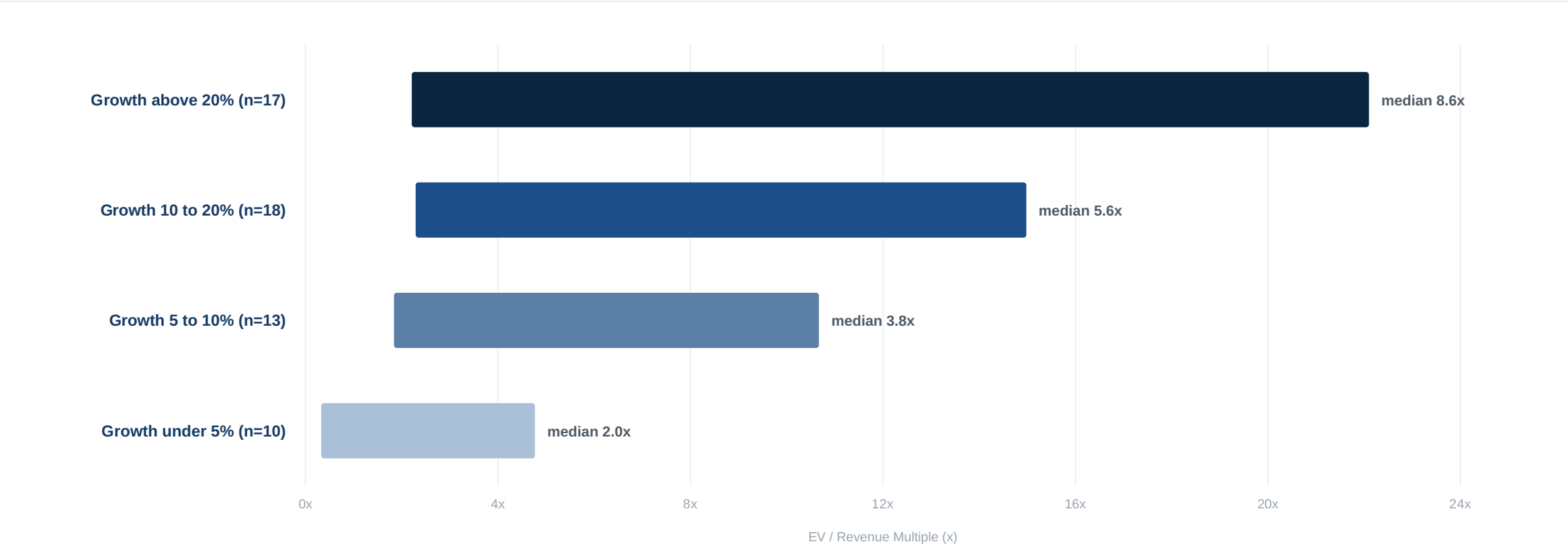
-0.09

Indistinguishable from no relationship at all.

Correlation is not causation and this is one cross-section on one day. The finding is the ordering and the size of the gaps, not the precise coefficients, which will move.

Growth Sorts What Mix Does Not

Median and full range of EV/Revenue by trailing twelve month revenue growth. Same 58 constituents, same day.



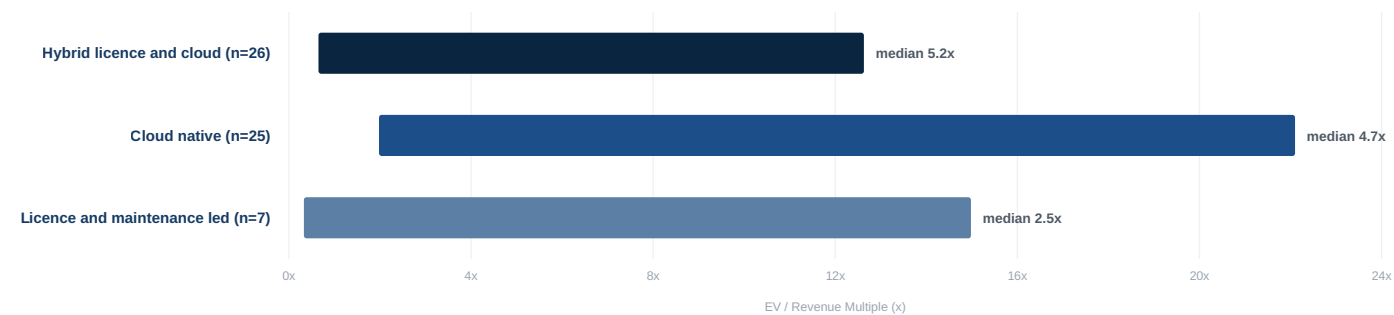
THE SPREAD MIX DOES NOT PRODUCE

Moving from under 5% growth to above 20% is worth **6.6x** of revenue multiple at the median. Moving from zero non-software revenue to more than 40% is worth **-0.2x**. A licence-heavy business growing at 20% outprices a pure subscription business growing at 3%, and by a wide margin. The mix conversation is expensive because it consumes the preparation time that belongs to the growth line.

Deep Dive: Licence and On-Premise Software

Constituents grouped by how they were built rather than by what they sell. Hybrids carry the higher median.

EV / Revenue by delivery heritage



What the Grouping Shows

Hybrids clear the cloud-native median

5.2x against **4.7x**, on median growth of 11.9% against 15.4% and gross margin of 65.5% against 77.6%. Lower on every input the SaaS orthodoxy prizes, higher on price.

The licence-led discount is a growth discount

The seven licence and maintenance led names clear **2.5x**, but their median growth is **5.8%**. Cadence sits in that group at **15.0x** on 14.7% growth. Delivery model is not the divider.

Inside vertical software the picture reverses

Cloud-native vertical software clears **6.8x** against **4.4x** for vertical hybrids. Stated because it cuts against the headline: the mix effect is absent overall, not everywhere.

WHY THIS MATTERS IN A PROCESS

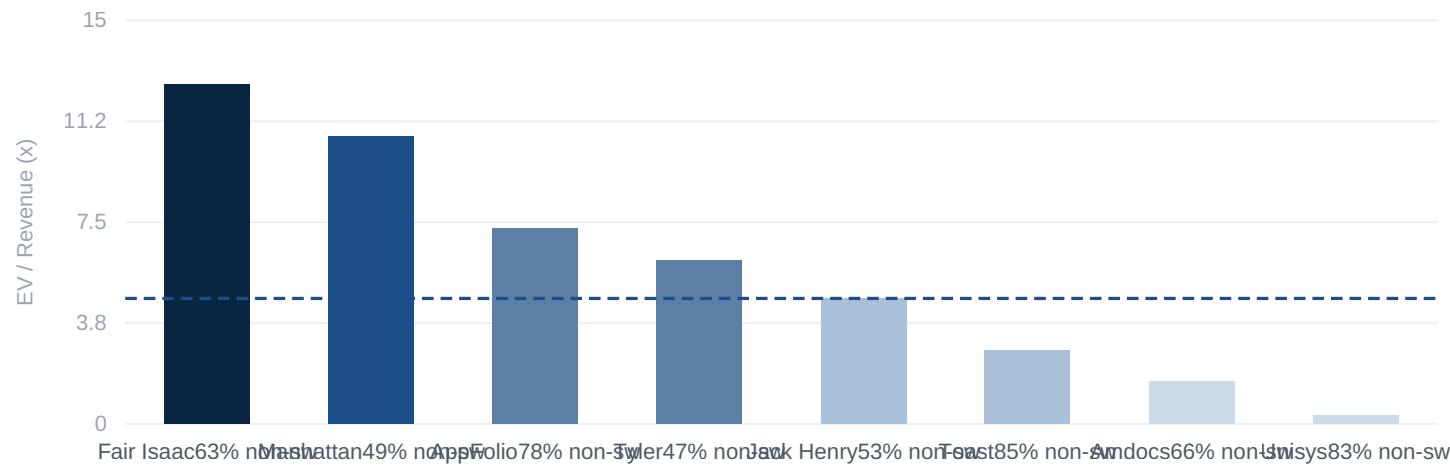
A buyer who prices delivery model rather than growth and category is pricing the wrong variable, and the listed record is the evidence for saying so.

Source: Windsor Drake computation from market capitalisation, reported balance sheets and company revenue disclosures, 21 August 2026. 58 constituents, all named in the appendix.

Deep Dive: Services-Heavy Software

Nine constituents earn more than 40% of revenue from services, hardware or transaction fees. Their median is the market's.

Selected services-heavy and hardware-attached constituents



Reading the Spread

The group median is the market median

4.7x for the nine constituents above 40% non-software revenue, against **4.7x** for the whole 58. The services line is not what separates the top of this chart from the bottom.

Growth separates them, again

Fair Isaac grows **24.1%** and clears 12.6x. Amdocs grows **0.1%** and clears 1.6x. Unisys shrinks **0.6%** and clears 0.33x. Same structural criticism, opposite prices.

Low gross margin is survivable

Tyler runs **47.2%** gross margin and clears 6.1x, above the all-software median. Manhattan runs **55.8%** and clears 10.7x. Neither is priced as a services business.

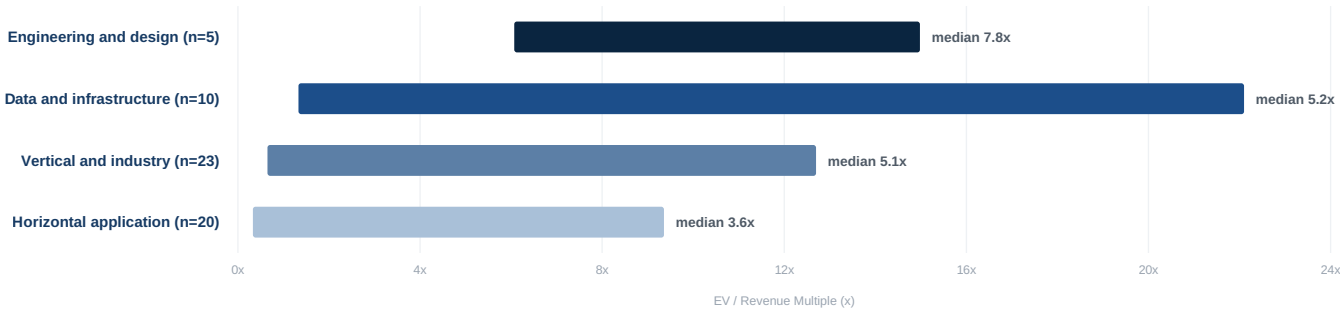
THE EXCEPTION THAT PROVES THE RULE

Toast at **2.75x** carries 85% payment-processing revenue at a **26.8%** blended gross margin, the lowest in the set. Revenue that passes through at near-zero margin does dilute a revenue multiple, mechanically. That is arithmetic, not a valuation judgement about services.

Deep Dive: What the Software Is For

Category explains more of this distribution than mix, margin or delivery model. Full observed ranges shown.

EV / Revenue range by category



Category Drivers

Engineering and design sits highest

Cadence, Synopsys, Autodesk, PTC and Bentley clear a **7.8x** median on a tight **6.1x to 15.0x** range. Four of the five carry perpetual or upfront licence revenue, and it costs them nothing.

Horizontal application sits lowest

3.6x median, and it holds the floor of the whole set. This is the category most exposed to agentic AI substitution, and the one where switching costs are thinnest.

Vertical software has the widest dispersion

0.65x to 12.7x across 23 constituents, the widest band in the deck. Owning the system of record for an industry prices very differently from selling into one.

THE PRACTICAL READING

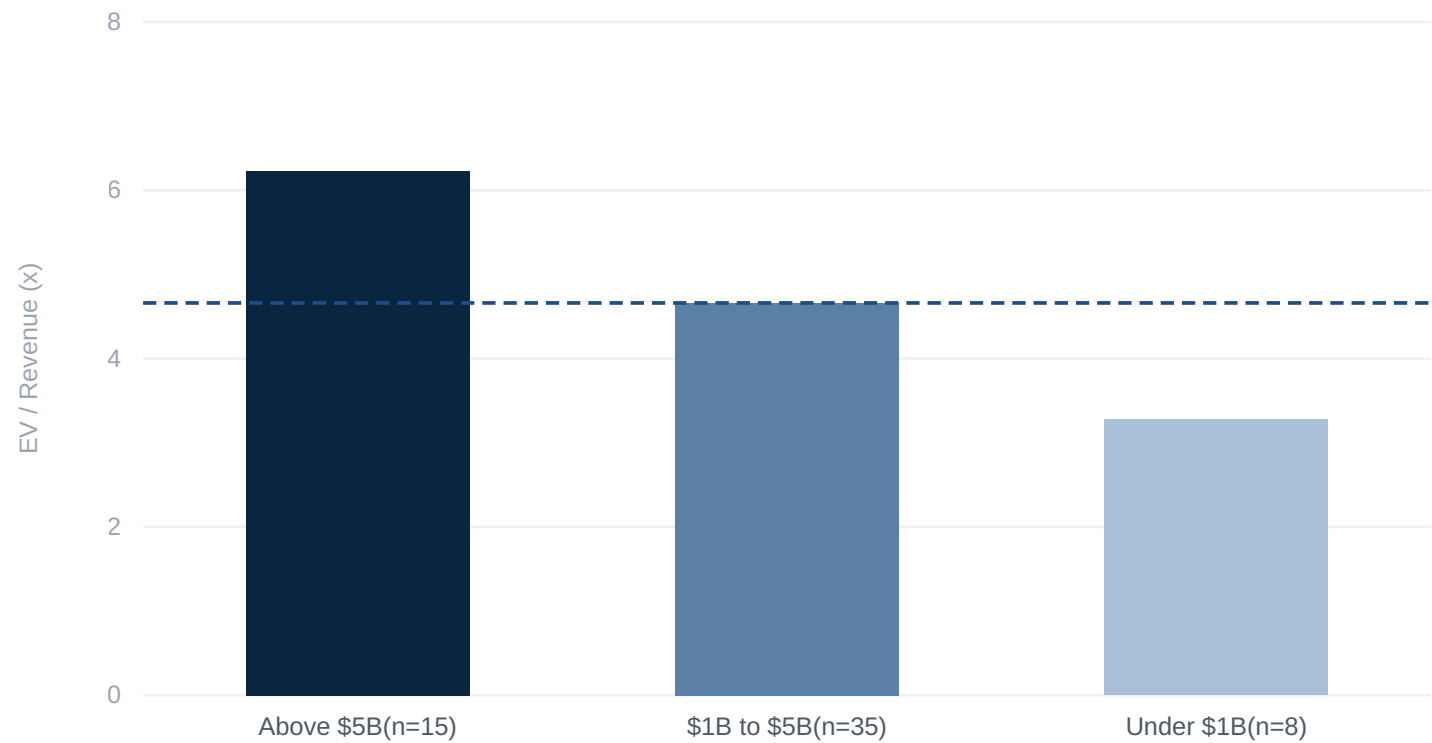
Two software businesses with identical financial profiles and identical revenue models can sit four turns apart because of what the software does. That is the argument worth preparing, and it is not a mix argument.

Source: Windsor Drake computation from market capitalisation, reported balance sheets and company revenue disclosures, 21 August 2026. 58 constituents, all named in the appendix.

Scale Is Priced Separately

Median EV/Revenue by trailing twelve month revenue. The premium is real but far smaller than the growth premium.

Median EV / Revenue by revenue scale



ABOVE \$5B

6.2x

15 constituents. Quartile band 4.5x to 8.7x.

\$1B TO \$5B

4.7x

35 constituents, the bulk of the listed field.

UNDER \$1B

3.3x

8 constituents. Quartile band 2.4x to 4.2x.

SCALE PREMIUM

1.9x

Against 4.3x for the growth premium over the same set.

Every constituent here is listed. A private software business at \$20M of revenue sits below the bottom of this chart, and the gap is a liquidity and diligence discount rather than a difference in the underlying business.

Comparable Transaction Analysis

How the firm builds a comparable set for a software business that a public SaaS screen would exclude.

The transaction record

The Windsor Drake Exit Index holds **511** sourced transactions at the date of this deck, each carrying a source URL and a confidence grade. It is the firm's record of who bought what and on what terms, built continuously rather than purchased.

What it does and does not carry

Only **19** of the 511 records disclose a revenue multiple, under **4%**. Private software multiples are mostly not published, and the index does not estimate them. It is the comparable set and the buyer record, not the source of a headline benchmark.

Why the headline comes from listed data

Benchmarks in this deck are computed from listed companies because listed companies file. A published multiple that cannot be traced to a filing or a closing price is not evidence a buyer will accept in diligence.

ICE / Ellie Mae, 12.2x

Mortgage loan origination software, \$11.0B. Vertical system of record, licence and hosted mix.

Roper / Vertafore, 9.1x

Insurance agency management software, \$5.35B. Serial vertical software acquirer buying an entrenched incumbent.

Mastercard / Recorded Future, 8.8x

Threat intelligence, \$2.65B. Data and subscription blend.

ICE / Black Knight, 7.6x

Mortgage servicing software and data, \$11.8B.

NEC / Avaloq, 3.4x

Core banking platform, \$2.2B. Licence and implementation heavy, and priced accordingly on low growth.

511

INDEXED
TRANSACTIONS

19

WITH A
DISCLOSED
MULTIPLE

58

LISTED
COMPARABLES
COMPUTED

Who Buys Software Businesses in 2026

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Demonstrated appetite by buyer class and target profile, from transactions announced or closed between January and August 2026.

Buyer class	Pure subscription	Licence and hybrid	Services and transaction heavy
Large-cap strategics	Very active Google/Wiz \$32B; ServiceNow/Armis \$7.75B	Very active IBM/Confluent \$11B; Palo Alto/CyberArk \$25B	Selective NEC bought CSG Systems, telecom BSS with licence and managed services, \$2.9B
Serial software acquirers	Tuck-ins only SAP took Reltio, Dremio and Prior Labs	Core hunting ground Volaris, Banyan, Aptean, Rubicon, repeatedly	Core hunting ground The classic holdco target profile
Private equity platforms	Sharply reduced \$16.2B to May 2026 against \$156B for 2025	Where the platforms went Thoma Bravo/Dayforce \$12.3B; Hg/OneStream \$6.4B	Add-on driven Add-ons c.45% of software deal value
Adjacent-industry operators	Rarely the buyer Subscription assets go to software buyers	Emerging in 2026 Caterpillar bought RPMGlobal, licensed mining simulation software, c.\$728M	The distinctive 2026 bid Brink's bought NCR Atleos, 76% service revenue, \$6.6B

Shading shows demonstrated appetite: darkest is repeat activity, lightest is materially reduced. Sources: PitchBook; PwC; company announcements. See appendix.

Private Equity: Platforms Stalled, Capital Did Not

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Sponsor behaviour in software changed sharply in 2026, and it changed in a way that favours a specific kind of seller.

Platform buyouts fell to a decade low

US software private equity deal value reached **\$16.24B** in the five months to May 2026, against **\$156B** for the whole of 2025, per PitchBook. Platform deals fell to **41%** of software PE value, down thirty points year on year, with only **seven** US software platform deals above \$100M.

Add-ons took the volume

Add-on acquisitions rose to roughly **45%** of software deal value, more than doubling year on year. Sponsors are buying into platforms they already own rather than underwriting new ones, which is the pattern that most favours a founder-owned business with an obvious strategic fit.

The capital is still committed

Bain put global buyout dry powder at **\$1.3 trillion**, near a record. S&P Global reported that more than **27%** of private-equity-owned software companies were acquired five or more years ago.

Financing has not tightened

The ICE BofA US High Yield spread stood at **2.73%** on 19 August 2026, near the year's tights, after widening to 3.46% in the March software debt sell-off.

Sources: PitchBook; Bain & Company; S&P Global Market Intelligence; FRED; Federal Reserve. See appendix.

Ageing portfolios need exits

Roughly 33,000 unsold sponsor-owned companies sit in the system, 34% held more than five years (Bain, PwC).

Add-ons price differently

An add-on is underwritten against an existing platform's synergies, not against a standalone SaaS comp screen.

Services capability is an asset here

A platform buying capability values an implementation team it does not have to build.

The seller-side implication

A business that fits an owned platform is being underwritten by a buyer with committed capital and a clock running.

Being the system of record

The constituents at the top of this set hold the data their customer's operations run on. Replacing them is a project, not a purchase decision.

- Cadence and Synopsys sit inside the semiconductor design flow and clear **15.0x** and **9.7x**.
- Manhattan Associates runs supply chain execution and clears **10.7x** on 6.5% growth.
- Guidewire runs insurance core systems and clears **10.6x** with an 18% services line.
- None of these is a high gross margin business by SaaS standards.

Revenue that compounds without a salesperson

Usage, consumption and transaction revenue attached to a customer's own volume grows without a renewal conversation.

- Snowflake and Datadog clear **22.1x** and **20.1x** on consumption pricing.
- AppFolio earns **76%** of revenue from value-added services and clears **7.3x**.
- Tyler earns **35%** from transaction fees and clears **6.1x**.
- The market pays for volume linkage, not for the billing label.

A regulatory or standards position

Software a customer must use to meet an external obligation carries pricing power no product roadmap can replicate.

- Fair Isaac clears **12.6x** with **59%** of revenue from credit scores rather than software.
- Its gross margin is 85.1% and its non-software share is **63%**. Both, at once.
- Guidewire, Tyler and Jack Henry all sell into regulated workflows.
- This is the clearest single defence against AI substitution in the set.

Growth that survives inspection

Growth is the variable that prices, so the evidence behind it is what a process is actually built on.

- Cohort retention and expansion by vintage, not a blended average.
- Bookings to revenue conversion, with the lag stated.
- Pipeline that does not depend on one channel or one customer.
- A growth line a buyer can underwrite after close, not one already consumed.
- Growth correlates with the multiple at **+0.59**, three times gross margin and six times mix.

The IPO window is open, but not for software

EY recorded a record second quarter for global IPO proceeds, and enterprise software was not part of it.

- Q2 2026: **195** global IPOs raising **\$136.0bn**, a record quarter.
- Technology took **36** of those listings and **\$15.1bn**.
- EY: enterprise software 'remained largely muted as the market continues to assess the impact of AI on software business models'.
- US listings above \$50m ran **62** in H1 2026 against 34 a year earlier, concentrated in semiconductors and infrastructure.

The 2026 repricing was real

Median enterprise SaaS EV/Revenue fell from **4.9x** at the end of 2025 to **3.3x** in the first quarter of 2026, per PitchBook.

- Roughly **\$1 trillion** of aggregate SaaS market capitalisation was erased in that quarter.
- The North American tech software index fell c.**30%** from its September 2025 peak (PwC, February 2026).
- Median software loan bids fell to **86 cents** by mid-March from 92.2 in February (S&P Global).
- Spreads and loan prices have since retraced. The multiple has not fully.

Technology M&A is where the value went

PwC measured technology deal value at **\$420bn** in the first five months of 2026, up **67%** year on year, on volume down **9%**.

- That is 89% of all TMT deal value and 85% of TMT volume.
- Global deal value is tracking c.**\$4 trillion** for 2026, up 13%, on volumes down 13%.
- Megadeals above \$5bn reached **48%** of global value, from 26% in 2024.
- Fewer, larger transactions, and technology is the sector concentrating.

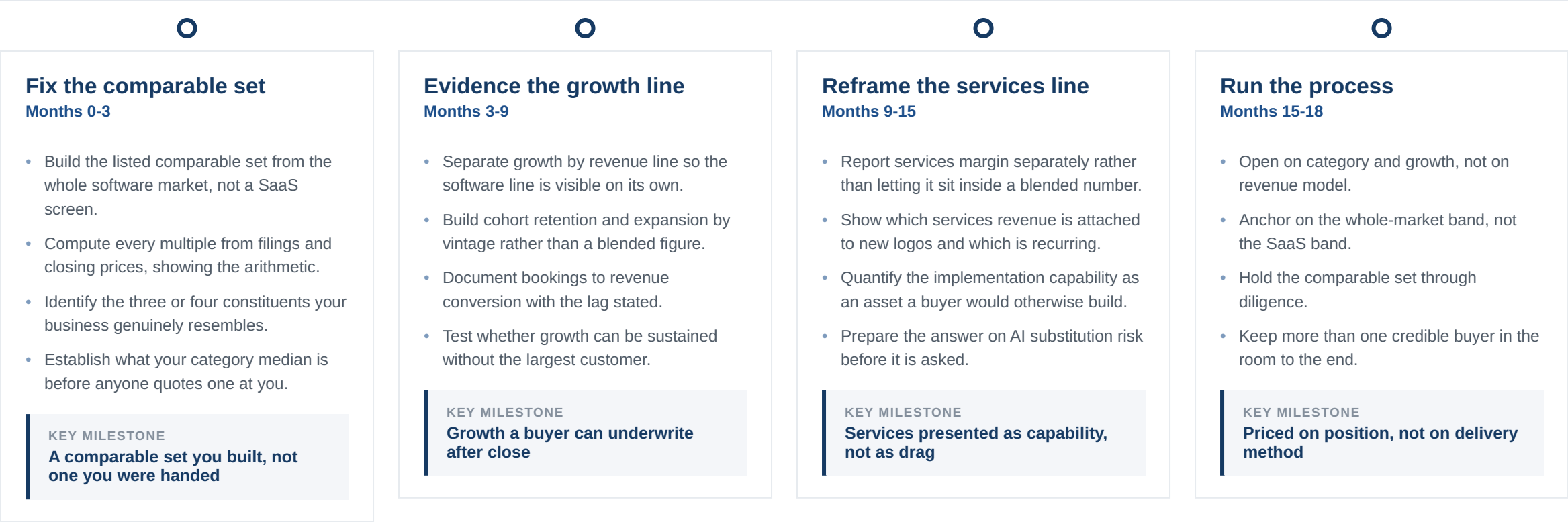
Spending is not the problem

Gartner raised its 2026 software spending forecast three times through the year, to **\$1.468 trillion** and **15.5%** growth.

- Total IT spending forecast to **\$6.37 trillion**, up 14.2%.
- The October 2025 forecast was 9.8% total IT growth; July 2026 is 14.2%.
- Demand for software is rising while software multiples are falling.
- That gap is the argument a well-prepared seller makes.

Preparing a Non-SaaS Software Business: 12 to 18 Months

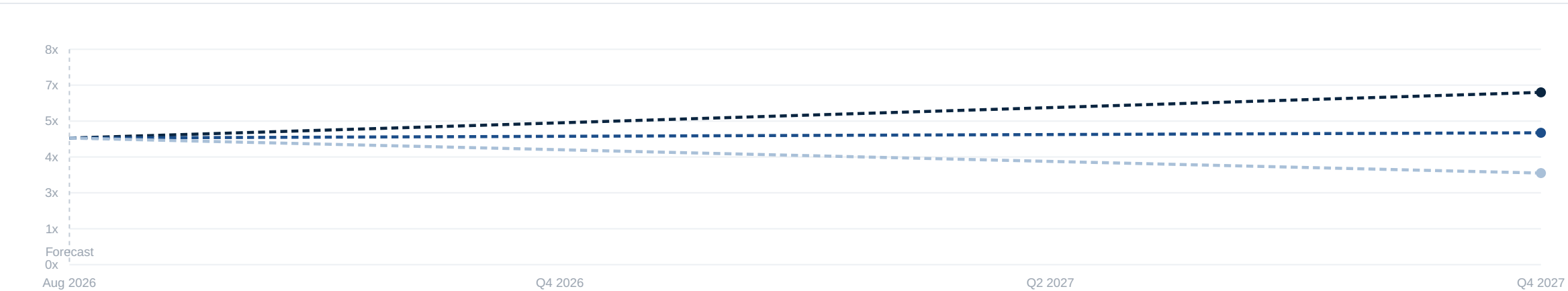
The work that changes the outcome runs well ahead of any process, and most of it is evidence rather than restructuring.



Where the All-Software Median Goes Next

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Median EV/Revenue across this 58-company set. The anchor is computed from market data; the paths are Windsor Drake's view.



Bull**6.4x**

Key Drivers

- AI substitution fears prove overstated at the system of record layer.
- Sponsor platform buyouts restart against \$1.3tn of dry powder.
- Gartner's 15.5% software spending growth converts into reported revenue.

THE PREMIUM FOR A DEFENSIBLE CATEGORY IS WIDEST IN A RECOVERING MARKET. BUSINESSES WITH A GROWTH LINE ALREADY EVIDENCED MOVE FIRST AND SET THE COMPARABLES.

Base**4.9x**

Key Drivers

- The barbell holds: large strategic deals plus small capability tuck-ins.
- Add-ons continue to carry sponsor volume in software.
- Category dispersion widens further while the median moves little.

DISPERSION IS THE OPPORTUNITY. A MEDIAN THAT BARELY MOVES CONCEALS FOUR TURNS OF SPREAD BETWEEN CATEGORIES, AND THAT SPREAD IS WHERE PREPARATION PAYS.

Bear**3.4x**

Key Drivers

- Agentic AI visibly displaces horizontal application software revenue.
- Software credit reprices again and the platform market stays shut.
- Rates hold or rise: three FOMC members dissented for a hike in July.

HORIZONTAL APPLICATION SOFTWARE CARRIES THE EXPOSURE. VERTICAL, EMBEDDED AND REGULATED POSITIONS ARE WHERE PROCESS READINESS CONVERTS INTO A COMPLETED TRANSACTION.

Source: Windsor Drake computation from market capitalisation, reported balance sheets and company revenue disclosures, 21 August 2026. 58 constituents, all named in the appendix.

What 2026 Buyers Actually Bought

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The year's league table is markedly less pure-SaaS than the commentary around it, which is the clearest evidence for the Mix Illusion.

Nine of the seventeen largest were not pure subscription

Of the seventeen largest software acquisitions announced or closed in 2026 to 21 August, nine had targets carrying material licence, on-premise, services, hardware or transaction revenue. Buyers with full diligence access paid for those businesses at scale.

The clearest example

Brink's agreed to acquire **NCR Atleos** for **\$6.6B** in February 2026. Atleos reported FY2025 revenue of **\$4.354B**, of which product was \$1.030B and service \$3.324B. Brink's own release describes the two as complementary service-led businesses.

Licence heritage did not stop a sale

Cadence closed the acquisition of Hexagon's design and engineering business, the MSC Software portfolio, in February 2026 for c.**EUR 2.7B**. Hexagon described it as still transitioning to subscription nine years after acquiring it.

Even the SaaS deals were not all SaaS

Of Confluent's **\$1,119.7M** FY2025 subscription revenue, Confluent Cloud was \$624M. The residual is self-managed term licence and support, deployed on-premise. IBM paid **\$11B**.

Sources: company announcements and SEC filings; PwC TMT Mid-Year Outlook, June 2026; S&P Global Market Intelligence deal tracker, February 2026. Revenue figures are as filed. Multiples are not stated where deal values sit on inconsistent bases.

Thoma Bravo / Dayforce, \$12.3B

HCM, closed February 2026. 15.5% professional services, 10.1% float revenue.

NEC / CSG Systems, \$2.9B

Telecom BSS, closed May 2026. Licence, hosted and managed services.

Palo Alto / CyberArk, \$25B

Closed February 2026. 19% of FY2025 revenue was maintenance and services.

Hg / OneStream, \$6.4B

Closed April 2026. On-premise CPM heritage, \$34.2M of professional services.

Caterpillar / RPMGlobal, c.\$728M

Completed February 2026. Perpetually licensed mining simulation software.

Case Study: Thoma Bravo and Dayforce

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The largest private equity software take-private to complete in 2026, and a target that fails almost every purity test.

The Transaction

Thoma Bravo completed the acquisition of **Dayforce** on **4 February 2026** at **\$70.00** per share in cash, a **\$12.3 billion** enterprise value and a **32%** premium to the unaffected close. Goldman Sachs provided committed financing with no financing condition, and the Abu Dhabi Investment Authority took a significant minority equity stake.

The Revenue Mix a SaaS Screen Would Have Failed

- **Only 68% recurring software:** Dayforce recurring revenue was \$971.6M of \$1,428.1M for the nine months to September 2025.
- **Professional services \$221.4M**, 15.5% of revenue, growing 22.5% in the third quarter, faster than the software itself.
- **Float revenue \$144.9M**, 10.1%, being interest earned on client payroll trust balances and down 7.5% year on year as rates moved.
- No multiple was disclosed by either party, and none is stated here.

What the Deal Demonstrates

Mix Did Not Block the Process

A quarter of revenue was services and float, and the business still cleared a **\$12.3B** take-private at a 32% premium. The buyer underwrote position and growth, not delivery purity.

Specialist Buyers Were Available

Thoma Bravo was the most active software sponsor of 2026, also closing Kneat and agreeing Accelerant, in the same year platform buyouts fell to a **decade low**.

Timing Was the Seller's

Signed in August 2025, ahead of the first-quarter 2026 repricing that took median enterprise SaaS from 4.9x to 3.3x. Processes launched before the repricing closed on pre-repricing terms.

Sources

Every third-party institution whose data appears in this deck. House computation is separated from third-party figures throughout.

Institution	Report / Source	Date
PwC	Global M&A Trends in TMT: 2026 Mid-Year Outlook	2026-06-23
PitchBook	Q1 2026 Enterprise SaaS Public Comp Sheet and Valuation Guide	2026-04-28
PitchBook	PE pivots as platform buyouts in software fall to decade low	2026-06-25
Bain & Company	Global Private Equity Report 2026	2026-03
S&P Global Market Intelligence	Software debt sell-off signals cyclical turn	2026-03-24
EY	Global IPO Trends Q2 2026 and US IPO Market Trends	2026-08-05
Gartner	Worldwide IT Spending Forecast, July 2026 update	2026-07-27
Federal Reserve and FRED	FOMC statement; series BAMLH0A0HYM2 and DFEDTARU	2026-08-19

HOW THIRD-PARTY FIGURES ARE USED IN THIS DECK

Cited versus computed

Every multiple, band median and correlation here is Windsor Drake's own computation. The institutions above are cited only for market context: deal volumes, dry powder, IPO activity, spending and rates.

Not cited, deliberately

No licensed vendor multiple table appears in this deck. Windsor Drake does not publish a benchmark it cannot source.

Methodology and Constituents

WINDSOR DRAKE

How every figure was produced, which companies are in the set and which were excluded. Published so the work can be reproduced or disputed.

Institution	Report / Source	Date
SEC and company filings	Revenue disaggregation notes, balance sheets and TTM revenue, all 58 constituents	2026-08
Company announcements	2026 transaction values, revenue and consideration structure	2026-08
McKinsey & Company	2026 M&A Trends: Navigating a Rapidly Rebounding Market	2026-02
Boston Consulting Group	Global M&A Rebound Fueled by AI in 2026	2026-07

METHOD, CONSTITUENTS AND LIMITS

How the multiples were computed

Enterprise value is market capitalisation plus total debt less cash, struck between 19 and 21 August 2026, divided by trailing twelve month revenue from each company's most recently reported quarter. No licensed vendor multiples, no estimated or interpolated values. 62 companies screened, 58 included.

The four exclusions, each named

Microsoft, because it publishes no software revenue disaggregation and the majority of revenue is cloud infrastructure, devices, gaming, advertising and search. Clearwater Analytics, Verint and Sapiens, because each was acquired between November 2025 and June 2026 and its price is frozen at the last trading day.

The 58 constituents, named in full

ACI Worldwide, Adobe, Agilysys, Alarm.com, Amdocs, AppFolio, Atlassian, Autodesk, Bentley, Blackbaud, Box, Braze, CCC, Cadence, Commvault, Datadog, DocuSign, DoubleVerify, Dropbox, Elastic, Fair Isaac, GTM, GitLab, Guidewire, Health Catalyst, HubSpot, Jack Henry, Klaviyo, Manhattan, MongoDB, monday.com, NICE, NetScout, Open Text, Oracle, PAR, PTC, Pegasystems, Procore, Progress, Q2, Roper, SAP, SS&C, Salesforce, Samsara, ServiceNow, ServiceTitan, Snowflake, Synopsys, Teradata, Toast, Tyler, Unisys, Veeva, Workday, Zoom, nCino.

The Mix Illusion, and its limits

A Windsor Drake framework. Non-software revenue share is professional and managed services plus hardware plus transaction, data and other non-software lines, over total revenue, taken from each company's own disaggregation note. Eight constituents report a single undifferentiated revenue line and are excluded from the mix analysis but retained in the medians. Category and delivery heritage are the firm's classification. This is one cross-section on one day, correlation is not causation, and within vertical software the cloud-native cohort does clear the higher median.

Sell-side M&A advisory

We advise technology founders on one side of the table only.

- Sell-side exclusively. No buy-side conflicts.
- Enterprise value **\$5 million to \$300 million**.
- Software, fintech, payments, cybersecurity and AI.
- Process control, not listings.

How we work

A defined buyer universe, a controlled timeline, and a seller who knows what the evidence supports before the first conversation.

- Benchmarks established before the process, not during it.
- Buyer lists ranked by demonstrated appetite.
- Competitive tension held to close.
- No fabricated numbers, in any document we produce.

Proprietary data

The Windsor Drake Exit Index: 511 sourced transactions, each carrying a source URL and a confidence grade.

- Built continuously, not purchased.
- 26 sub-sectors classified.
- Public comparable sets computed, never licensed.
- Updated every quarter.

Contact

For a confidential valuation discussion on a specific business.

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