



DSV – Global Transport and Logistics

AmCham

Carsten Jørgensen, Executive Vice President, M&A and Special Projects



DSV – Global Transport and Logistics

We support our customers' entire supply chain

- Operations in more than 80 countries
- More than 1,000 branch offices, terminals and warehouse facilities
- Top 5 global freight forwarder

One company – three divisions

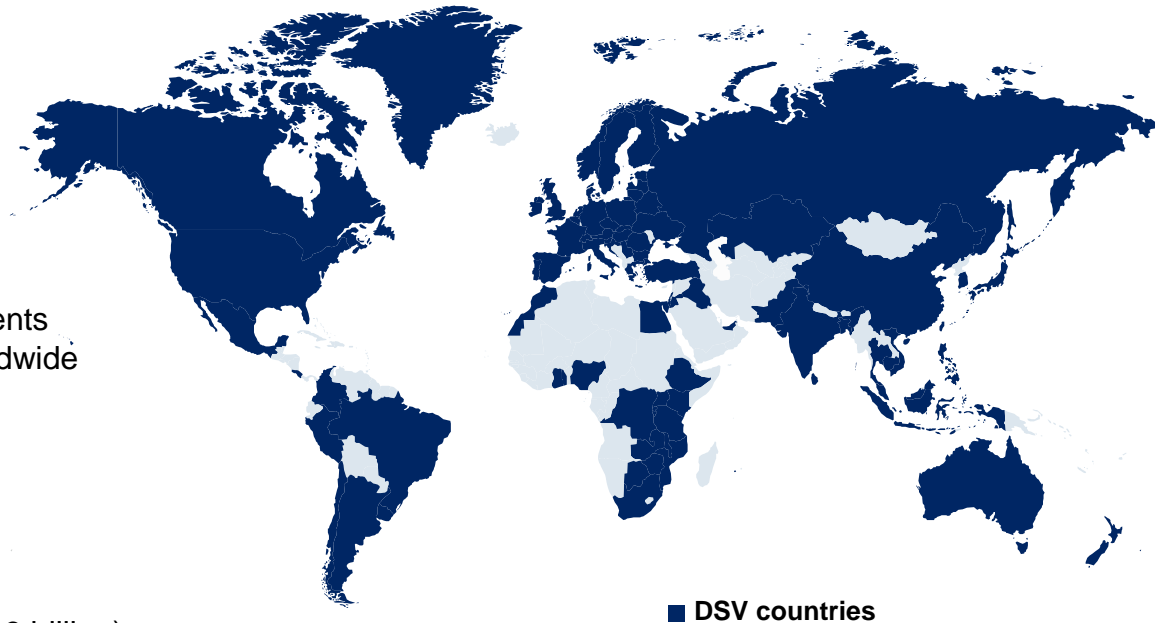
- Air & Sea – global network
- Road – overland transport on three continents
- Solutions – contract logistics services worldwide

A dedicated CSR profile

- Based on UN Global Compact

Listed on Nasdaq Copenhagen

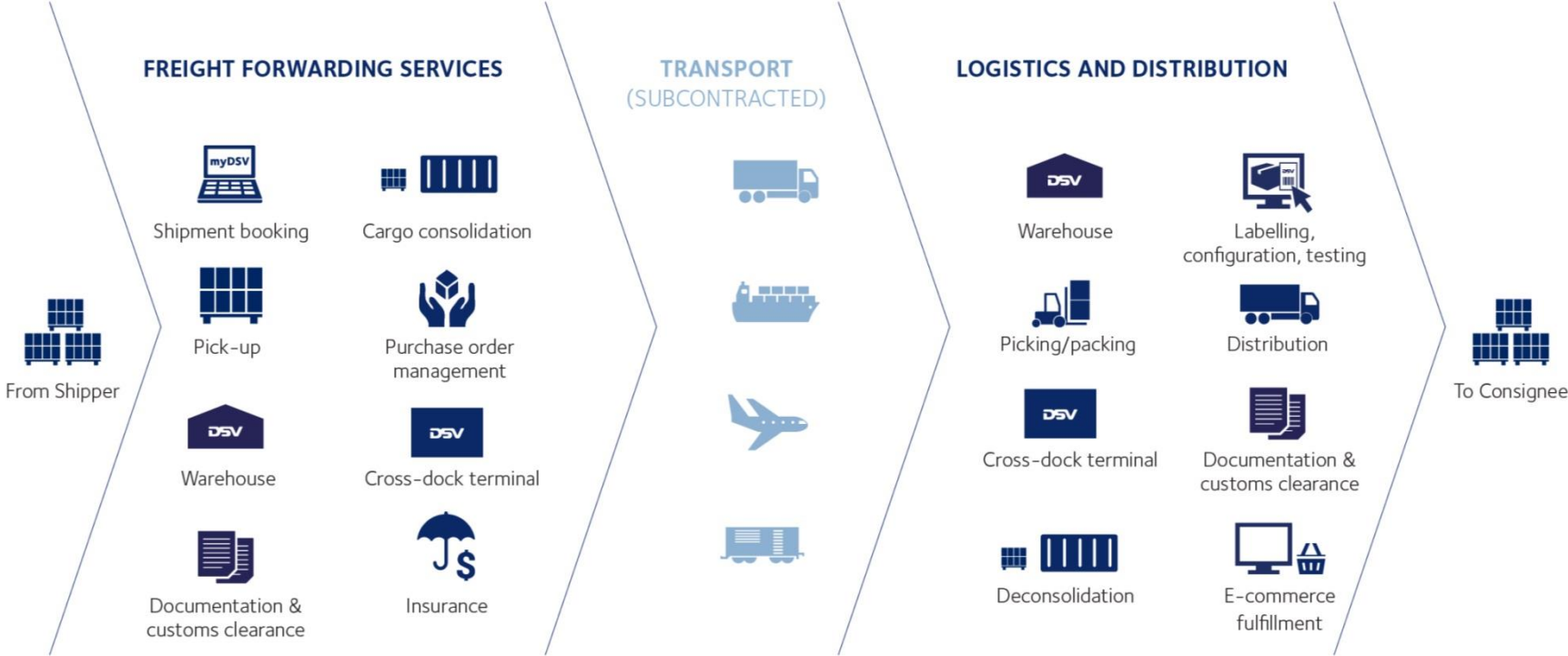
- Annual revenue of DKK 75 billion (USD 11.3 billion)
- No majority shareholder



We support our customers' entire supply chain

People IT systems Industry knowhow Standardised global workflows Carrier relations Global network with local presence

KEY RESOURCES AND PERFORMANCE DRIVERS



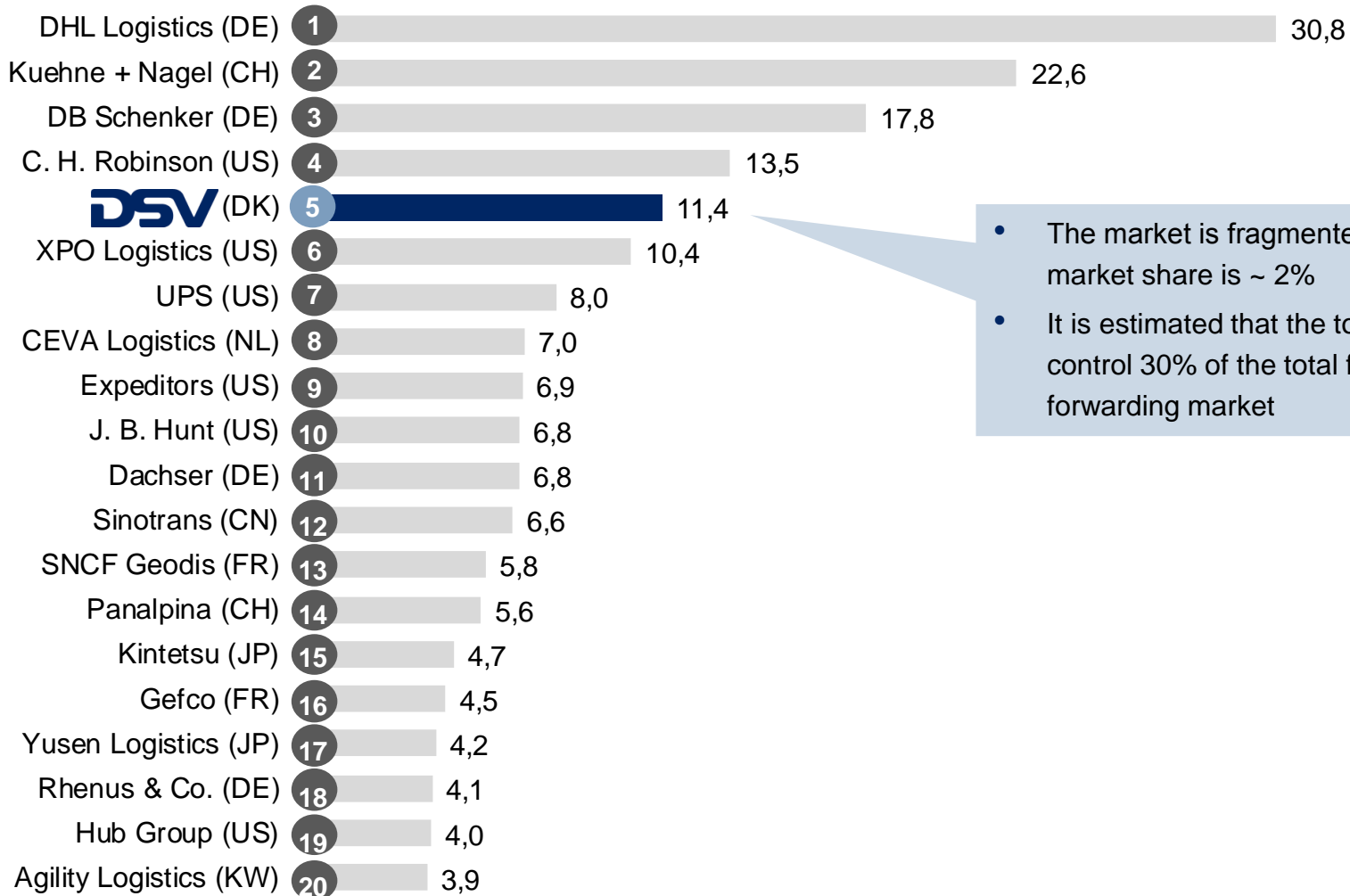
SUPPLY CHAIN VISIBILITY

Alerts Exception management Track and Trace Proof of delivery KPI reporting



Competitive landscape

Global top 20 freight forwarders based on 2017 revenue (billion USD)

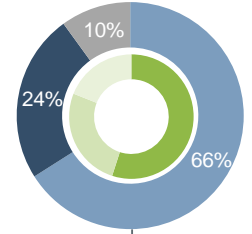


- The market is fragmented and DSV's market share is ~ 2%
- It is estimated that the top 20 companies control 30% of the total freight forwarding market

Source: Journal of Commerce, April 2018, DSV estimates

A global network created through M&A

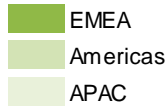
More than 50 companies united over time



Breakdown of EBIT by division



Breakdown of EBIT by geography



1976
10 independent hauliers establish DSV

797 DKKm
Revenue
33 DKKm
EBIT

1989
DSV acquires several Danish competitors

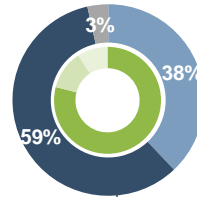
2,694 DKKm
Revenue
98 DKKm
EBIT

1997
DSV acquires Samson Transport and becomes DSV Samson Transport

19,478 DKKm
Revenue

854 DKKm
EBIT

2000
DSV acquires DFDS Dan Transport Group and quadruples the size of the company

31,972 DKKm
Revenue

1,504 DKKm
EBIT

2006
DSV acquires Frans Maas



37,435 DKKm
Revenue
1,936 DKKm
EBIT

2008
The DSV activities change names from DFDS Transport to DSV (2007) and DSV acquires ABX LOGISTICS



67,747 DKKm
Revenue
3,475 DKKm
EBIT

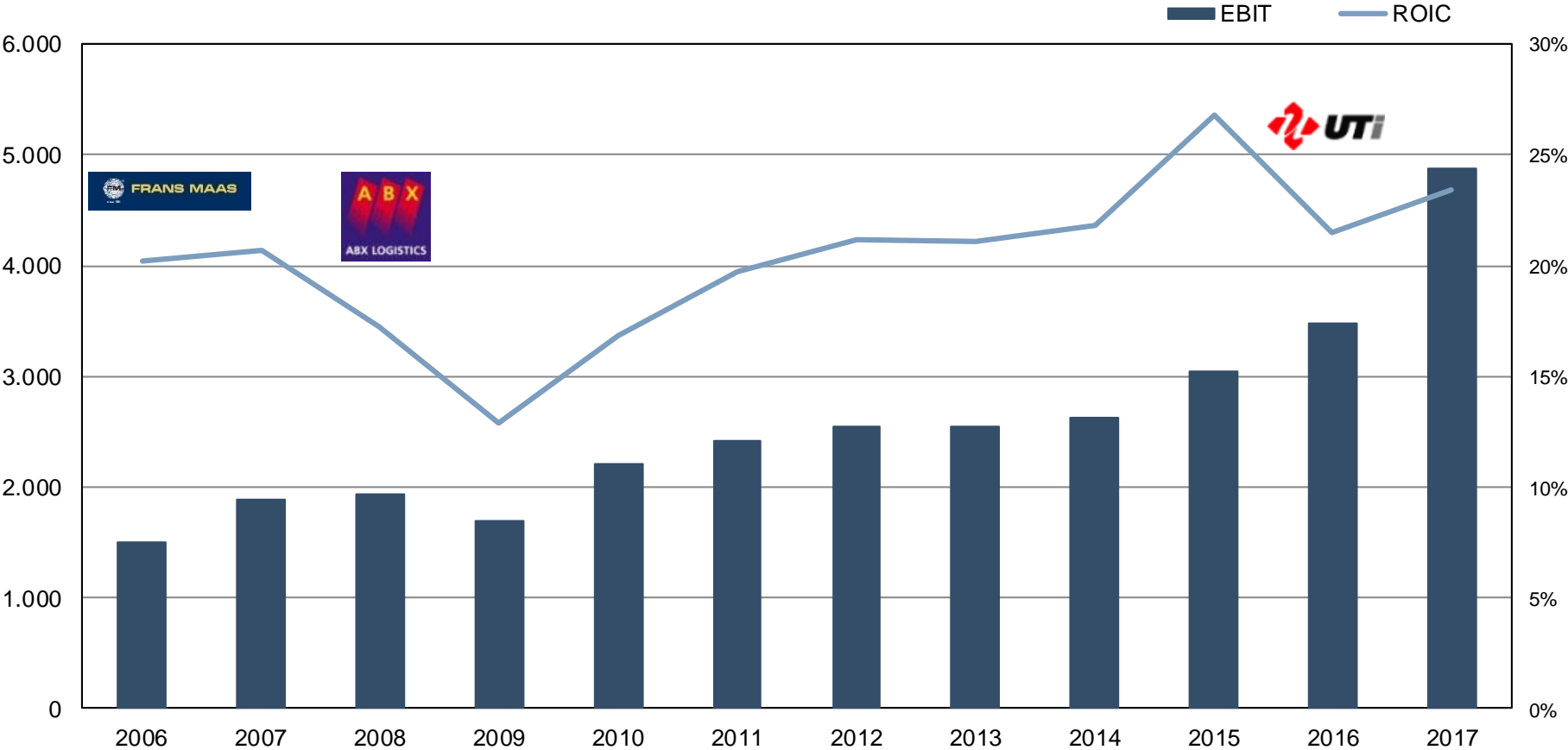
2016
DSV acquires UTI Worldwide



74,901 DKKm
Revenue
4,878 DKKm
EBIT
2017

EBIT and ROIC development

Acquired activities successfully integrated over time



Managing the M&A process



M&A

The DSV formula



Take control

Stay in control of the M&A process – from the preliminary analysis and until the integration is completed



Prepare the business plan

Prepare the business plan and make sure that all involved commit to the plan



Implement the strategy

Carry out the integration in line with the plan

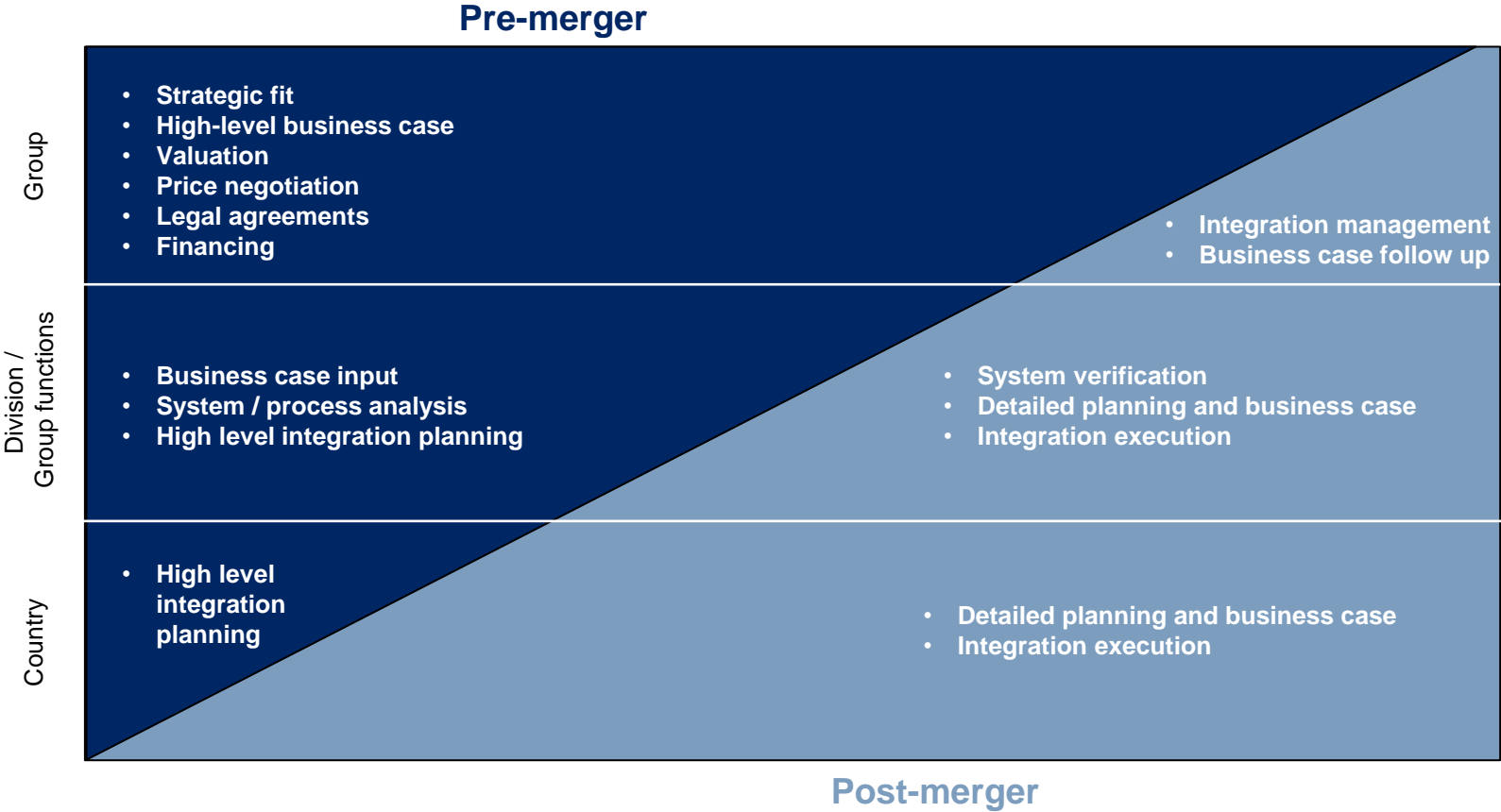
- Deviations must be approved on top level
- Follow up closely – make sure that you get the synergies you aimed for



Acquisition process – UTi Worldwide

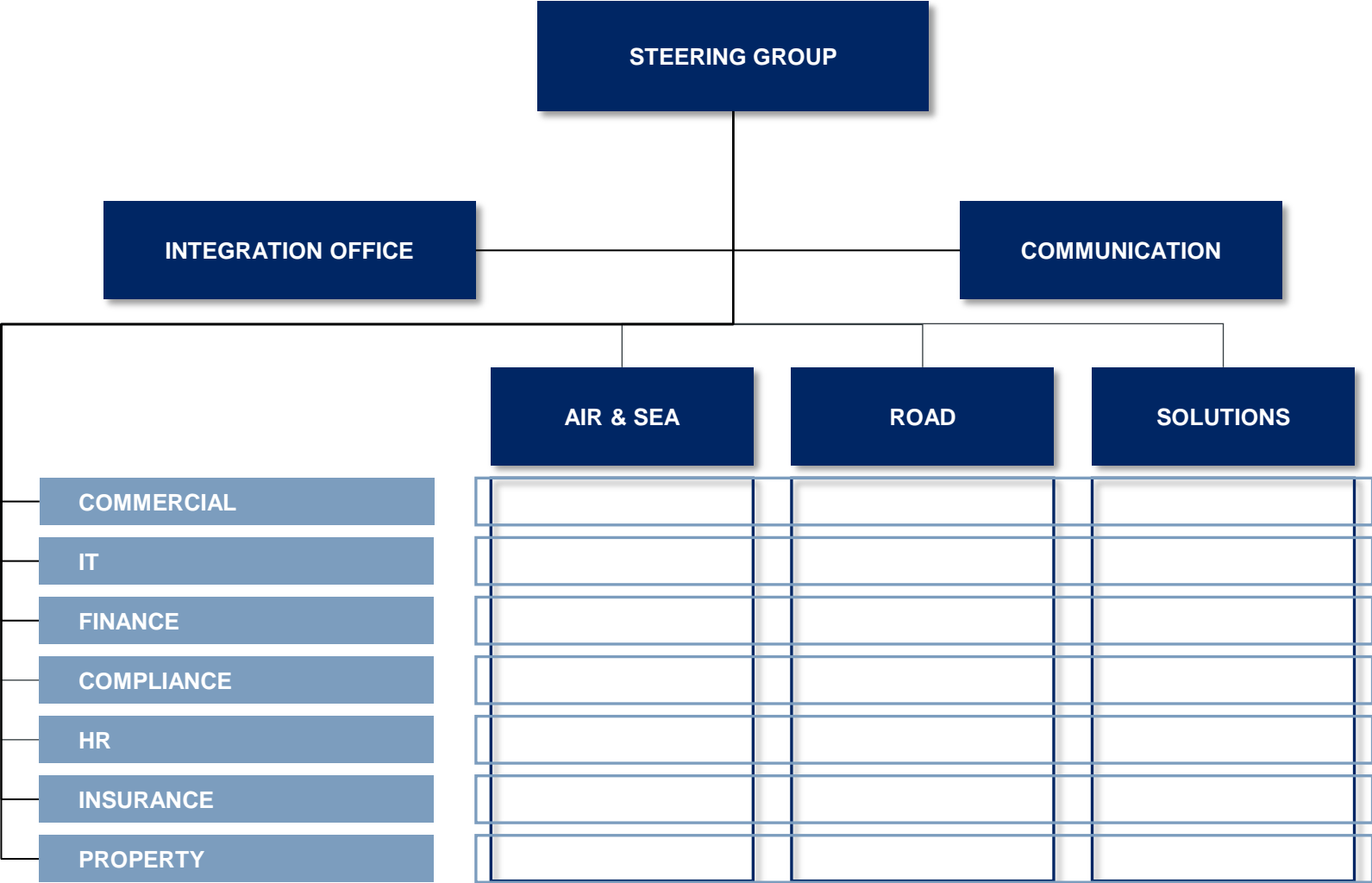
September		October		November		December		January	
T 1		T 1	Due diligence sessions in NYC	S 1		T 1		F 1	
W 2		F 2	DSV terminates - UTi proposes	M 2		W 2		S 2	
T 3		S 3	\$7.70 / \$197m - DSV \$7.10 / \$197m	T 3		T 3		S 3	
F 4	Preparatory work	S 4		W 4		F 4		M 4	
S 5		M 5	DSV confirms offer	T 5		S 5		T 5	
S 6		T 6		F 6		S 6		W 6	
M 7		W 7	Merger agreement finalized	S 7		M 7		T 7	
T 8		T 8		S 8		T 8		F 8	
W 9		F 9	Transaction announced	M 9		W 9		S 9	
T 10	MS engages buyers (not DSV)	S 10		T 10		T 10		S 10	
F 11	DSV Chairman calls UTi	S 11		W 11		F 11		M 11	
S 12		M 12		T 12		S 12		T 12	
S 13	\$8.10 offer sent	T 13		F 13		S 13		W 13	
M 14		W 14		S 14		M 14		T 14	UTi shareholder approval
T 15		T 15		S 15		T 15		F 15	
W 16		F 16		M 16		W 16		S 16	
T 17		S 17		T 17		T 17		S 17	
F 18		S 18		W 18	DKK5bn ABB	F 18		M 18	
S 19		M 19		T 19		S 19		T 19	
S 20		T 20		F 20		S 20		W 20	
M 21	MS updated Board	W 21		S 21		M 21		T 21	
T 22	DSV / UTi meeting in LA	T 22		S 22		T 22		F 22	Transaction closes
W 23	DSV confirms \$8.10 offer	F 23		M 23		W 23		S 23	
T 24		S 24		T 24		T 24		S 24	
F 25	Discussions on preference	S 25		W 25		F 25		M 25	
S 26	shares	M 26		T 26		S 26		T 26	
S 27		T 27		F 27		S 27		W 27	
M 28	DSV submits \$8.10 and \$166m	W 28		S 28		M 28		T 28	
T 29	1st turn on merger agreement	T 29		S 29		T 29		F 29	
W 30		F 30		M 30		W 30		S 30	
		S 31				T 31		S 31	

Shifting the weight from Group to Operations



Organisation and workstreams

Integration process



Key elements of DSV integrations

”One company strategy”

- Fast and complete integration of acquirees
 - Appointing the new management is a top priority
 - No parallel organisations/brands in the market
- To ensure synergies are realised early and the business is secured, the integration resources will be prioritised within:
 - Divisions and countries
 - Priority countries represent the majority of turnover which needs to be secured and the majority of synergies, which need to be harvested
- Agreed business plan / integration plan carried out
 - Ongoing follow-up to achieve expected synergies
- Acquirees transferred to the DSV IT platform
- 'Double housekeeping' is not accepted
 - Only *one* legal entity per division per country
 - Only *one* management team
 - Only *one* administration
 - Only *one* location
- Follow up and ownership is key!

Stronger together

Integration of UTi Worldwide



On-boarding of 20,000 employees
Consolidation of approx. 200 offices
worldwide



Significant strengthening of our
Air & Sea network worldwide



Rebranding of former UTi activities
to DSV complete



Migration of approx. 7,000 users
to Air & Sea TMS



Strengthened global workforce and
special competencies in e.g.
automotive, healthcare and retail



Road freight services in North
America and Africa
Solutions activities worldwide



Q&A

