THERMAL MANAGEMENT EFFICIENCY DEMAND PROPELS HVAC EQUIPMENT MARKET

HVAC EQUIPMENT SECTOR UPDATE | NOVEMBER 2025





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KEY SECTOR TAKEAWAYS

Capstone Partners' <u>Industrials Investment Banking Group</u> is pleased to share its Heating, Ventilation, and Air Conditioning (HVAC) Equipment report. Societal shifts towards automation and artificial intelligence (AI) have increased electricity usage, driving demand and acquisition appetite for energy efficient HVAC equipment and advanced thermal management solutions. Several additional key takeaways are outlined below.

- HVAC Equipment merger and acquisition (M&A) activity has continued to tick up through year-to-date (YTD) 2025, driven by buyer demand for temperature control devices and other synergistic solutions that expand product offerings and market share.
- 2. Private equity (PE) buyers have continued to capture an increasing portion of sector M&A, signaling rising investor confidence in sector growth trends and a broader appetite for value creation through platform building and consolidation.
- 3. Surging global energy demand and usage has bolstered the need for HVAC equipment that can help dissipate heat. This trend will likely persist as construction project planning for energy-intensive data centers has continued to rise.
- 4. The rising energy usage that has propelled demand for thermal management solutions is making businesses offering these solutions prime acquisition targets for participants looking to seize share in growth market niches.
- 5. In general, the HVAC Equipment sector have continued to receive strong interest from equity investors and strategic acquirers, with thermal technology, heating device, and cooling application providers drawing significant growth funding.
- 6. Ancillary demand for temperature control solutions from various growing infrastructure markets should also support demand growth for HVAC equipment.

Capstone Partners has developed a full suite of corporate finance solutions to help privately-owned businesses and private equity firms navigate through each stage of a company's lifecycle. These solutions include financial advisory services, merger and acquisition advisory, debt advisory, equity capital financing and employee stock ownership plan (ESOP) advisory.

To learn more about Capstone's wide range of advisory services and HVAC Equipment sector knowledge, please contact us.

SECTOR TAILWINDS BOLSTER NEED FOR THERMAL MANAGEMENT

The HVAC Equipment sector has endured a significant transformation as automation and Al continue to enhance system capabilities and efficiency. Equipment like heat exchangers have also become increasingly mission-critical amid the rise of electrification and smart technologies. This trend has driven demand for devices that ensure system reliability, energy efficiency, and scalability to meet evolving performance standards, as growing societal energy needs accelerate adoption across the HVAC Equipment sector. Total data center electricity usage climbed from 58 terawatthours (TWh) in 2014 to 176 TWh in 2023 with estimates for an increase between 325 to 580 TWh by 2028, according to the Berkley Lab 2024 Energy Usage Report.1



This growth in energy demand has underscored a rising strain on domestic infrastructure. As a result, HVAC equipment that is both energy efficient and capable of handling higher capacity without compromising performance has gained traction. Global energy demand rose 2.2% last year, considerably faster than the average annual demand increase of 1.3% between 2013 and 2023, according to the International Energy Agency.² Increased demand for HVAC equipment will likely persist, evidenced by an uptick in construction projects for power-intensive data centers that have entered the planning phase in 2025.

Heat exchangers have evolved into mission-critical components for key end markets—ensuring reliable thermal management and supporting the growing demand for high-performance infrastructure. In July, the Dodge Momentum Index (DMI)—a monthly measure of the value of nonresidential building products entering the planning stage—grew 20.8% month-over-month (MoM) and 27% year-over-year (YOY), according to the Dodge Construction Network.³ Data centers have emerged as a central driving force in nonresidential construction planning stage projects, largely due to the growth in demand for data processing and storage capabilities. As industries increasingly rely energy-intensive technologies like cloud computing, Al, real-time analytics, the need for robust infrastructure and reliable thermal management solutions has intensified. "Then you layer in really the strong project opportunities in the end markets that we pursue...and data centers, semiconductors, advanced manufacturing, all are really providing robust opportunities for us," stated Russell A. Becker, President and CEO at Api Group (NYSE:APG) in their Q2 2025 earnings call.⁴ Sector participants with synergistic solutions are expected to be well-positioned to meet electrification demand and will likely see significant buyer interest through year end 2025 and into 2026.

Heat Exchanger Critical Use Cases



Chemical: Temperature control is essential during chemical manufacturing. Heat exchangers stabilize reaction temperatures to ensure safety and minimize risk.



Aerospace: Heat exchangers are critical in managing thermal loads needed to maintain engines, avionics, and environmental control systems in extreme operating conditions.



Refrigeration: During refrigeration, heat is generated and must be removed. A heat exchanger absorbs the heat and transfers it to preserve the overall integrity of the product within.



Data Centers: Heat exchangers maintain optimal temperature levels in data centers, ensuring servers operate within safe thermal limits and remain operationally functional.

Source: Capstone Partners

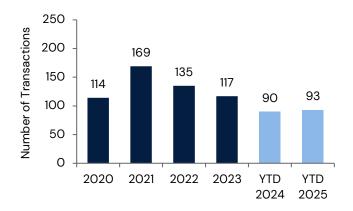
SYNERGISTIC SOLUTIONS ATTRACT BUYER INTEREST

M&A volume in the HVAC Equipment sector has experienced a modest YOY uptick, rising 3.3% to 93 deals announced or completed in YTD 2025. HVAC Equipment M&A activity has been largely influenced by the interplay among its segments. Cooling Systems, Heat Exchange, Air Quality & Purification have emerged as key areas that have contributed to this modest YOY M&A growth. These segments have been well-positioned to benefit from the shift towards electrification, the evolving energy supply landscape, and growing demand for HVAC solutions in both retrofit and new construction projects. This dynamic has continued to support consolidation in the HVAC Equipment sector, particularly for targets providing thermal management solutions.

Strategic buyers have continued to dominate deal activity in the HVAC Equipment sector, accounting for 72% of transactions in YTD 2025. Private strategics have led this activity, representing 43% of sector M&A. However, financial sponsors have steadily gained momentum in the space, comprising 28% of deal volume in YTD 2025 compared to 26.7% in YTD 2024. While platform formations fell YOY-from 12 deals to eight-addon transactions have accelerated, rising 50% YOY in YTD 2025. Average M&A multiples in the HVAC Equipment sector have remained on pace with historical levels. Sector EBITDA multiples have averaged 13.1x between 2023 and YTD 2025, down less than a turn from 2020-2022 (13.7x). Sector participants that provide synergistic solutions are expected to garner premium valuations.

M&A activity within the HVAC Equipment sector has been driven by consolidation in the space, as players pursue inorganic growth opportunities to enhance equipment portfolios. streamline operations, and broaden market share. Of note, AIR Control Concepts acquired Nebraska-based Force Equipment HVAC for an undisclosed amount in July 2025. As part of the deal, AIR Control Concepts has continued its investment in the Midwest. AIR will continue to operate under its current management team. Moreover, this will allow for the newly formed entity to provide quality results to its newly expanded customer base. Consolidation in the sector will likely persist as operators continue to pursue roll-up opportunities of targets that are well positioned to benefit from electrification and construction planning activity driving demand for HVAC equipment.

HVAC Equipment M&A Volume Rebounds



Strategic Buyers Continue to Lead Sector Deal Activity To Date



HVAC Equipment Valuations Pace Historical Levels



Year to date (YTD) ended August 18 Source: Capital IQ, FactSet, PitchBook, and Capstone Partners

NOTABLE M&A TRANSACTIONS BY BUYER TYPE

Strategic





In August 2025, Lennox (NYSE:LII) announced its acquisition of NSI Industries' HVAC business for an enterprise value of \$550 million. This division of NSI includes a slew of critical component and accessory brands including Duro Dyne, Supco, and TradeFox. The acquisition will enhance Lennox's ability to deliver a comprehensive portfolio of parts and supplies to support the company's current residential and commercial HVAC product distribution and manufacturing sites across the U.S. and Canada.





acquired Johnson Controls Bosch Group Internationals' (NYSE:JCI) residential and light commercial HVAC business for an enterprise value of \$8.1 billion in August 2025. The transaction also included select assets from a global joint venture with Hitachi in Japan. Through this acquisition, Johnson Controls International repositioned its technical capabilities to focus on pure-play innovative building solutions. while expanded its manufacturing footprint.





Leading designer and manufacturer of mission-critical thermal solutions, Modine Manufacturing (NYSE:MOD), announced its acquisition of L.B. White in May 2025 for an enterprise value of \$112 million. "The complementary product technologies, additional sales channels, and cross-selling opportunities position Modine to meet the evolving needs of our customers with the right product at the right time," mentioned Eric McGinnis, President of Climate Solutions at Modine, in a press release.6

Financial

APOLLO



In August 2025, Apollo Global (NYSE:APO) announced its latest platform acquisition of Kelvion from a Triton-advised fund for an undisclosed amount. Kelvion is a global provider of energy efficient heat exchange and cooling devices. Kelvion has concentrated its efforts on serving data centers, reinforcing its presence in critical Energy end markets and advancing the transition toward electrification and sustainable practices. This positions Kelvion well to meet the demands of several sector tailwinds.

IK Partners



In August 2025, PE firm IK Partners announced its acquisition of Francks Kylindustri from Amplio Private Equity for an undisclosed amount. Francks Kylindustri develops industrial heating and cooling systems. Supported by IK Partners, Francks Kylindustri will continue its growth momentum through consolidation. Since Amplio's investment (2019, undisclosed), Francks Kylindustri has completed 31 acquisitions and eight greenfield sites, according to a press release.⁵





Alpine Management-backed Astra Partners acquired Griffen P&H in July 2025 for an undisclosed amount. Indiana-based Griffen P&H specialized engages in the design construction of HVAC and plumbing systems, with a geographic focus on Indiana and Michigan. The acquisition is expected to strengthen both companies' capabilities and growth opportunities. Griffen P&H will operate in coordination with Air Comfort, a HVAC provider and existing partner of Astra Service Partners.

SELECT MANUFACTURING & DISTRIBUTION M&A TRANSACTIONS

Date	Target	Acquirer		Enterprise	EV/LTM	
			Target Business Description	Value (mm)	Revenue	EBITDA
08/18/25	HVAC division of NSI Industries	Lennox (NYSE:LII)	Provides HVAC parts and supplies.	\$55O.O	-	-
08/14/25	Linka Energy	Kincap Management	Develops low consumption HVAC systems.	-	-	-
08/13/25	Kelvion Holding	Apollo (NYSE:APO)	Manufactures and sells heat exchangers.	-	-	-
08/13/25	Puriumfil	Tera Energy Development	Offers air and water cleaning solutions.	-	-	-
08/12/25	Francks Kylindustri	IK Partners	Develops industrial heating and cooling systems.	-	-	-
08/12/25	Konvekta	Verdane	Offers refrigeration and heating equipment.	-	-	-
O8/11/25	Engineered Equipment	MPSW Holdings	Sells HVAC products.	-	-	-
08/11/25	Proto-Vest Dryers	Schwartz & Co. Enterprises	Manufactures drying systems.	-	-	-
08/05/25	HPS Specialties	Ferguson (NYSE:FERG)	Distributes HVAC equipment.	-	-	-
08/04/25	Ahrens & Condill	Sila Heating & Air Conditioning	Provides heating and air conditioning equipment.	-	-	-
08/01/25	Control Solutions	Automated Logic	Offers HVAC control system applications .	-	-	-
08/01/25	Fbm Hudson Italiana	Terragarda	Designs heat exchangers and other equipment.	\$22.5	-	-
08/01/25	Frigomeccanica	Middleby (Nasdaq:MIDD)	Manufactures turnkey refrigeration solutions.	-	-	-
08/01/25	Johnson Controls International	Bosch	Distributes HVAC products.	-	-	-
07/31/25	National Tank & Equipment	Atlas Copco Power Technique	Provides HVAC rental services.	-	-	-
07/31/25	Parameter Generation	BINDER	Offers power generation and HVAC equipment.	-	-	-
07/30/25	EMA India (BSE:522027)	Dynalog India	Manufactures and sells induction heating equipment.	\$1.6	-	-
07/29/25	Longhill Energy Products	Air Control Concepts Parent	Sells HVAC products.	-	-	-
07/17/25	Force Equipment HVAC	Air Control Concepts Parent	Retails mechanical HVAC equipment.	-	-	-
07/07/25	Griffen P&H	Astra Service Partners	Designs HVAC systems.	-	-	-
06/19/25	Elgen Manufacturing	Worthington (NYSE:WOR)	Manufactures HVAC components.	\$93.0	0.8x	7.0x
05/30/25	L.B. White	Modine (NYSE:MOD)	Sells multiple types of air heaters.	\$112.O	-	-
04/22/25	Blue Heart Energy	Copeland	Develops sustainable heat pump solutions.	-	-	-

Source: Capital IQ, PitchBook, FactSet, and Capstone Partners

BUYER UNIVERSE

Capstone has built relationships with and tracked buyers that have been highly acquisitive in the HVAC sector, particularly those that have completed notable transactions in the Equipment subsector. Capstone's sector experience and vast network provide unique insights into this buyer universe and growth drivers for companies operating in the space.

Leading Strategic Buyers









































Leading Financial Buyers







































HVAC EQUIPMENT EQUITY FINANCING OVERVIEW

The HVAC Equipment sector has received strong interest from equity investors, attracted to companies delivering technologically-advanced solutions. Thermal technology, heating devices, and cooling applications providers have garnered substantial interest from growth capital firms. Investors have increasingly targeted companies that show synergies with sector tailwinds and deliver high quality products applicable across multiple mission-critical end markets.

NOTABLE EQUITY FINANCING ROUNDS



\$100.5 Million

Growth Funding June 2025

runwise

\$55 Million

Series B/Debt June 2025

Eavor Technologies, a Canada-based geothermal according to a press release.8

technology company, secured \$100.5 million in equity capital from Canada Growth Fund (CGF) in June 2025. The financing will be used to continue the construction of Eavor's first commercial project in Germany. CGF's \$100.5 million investment provides \$65 million on close and \$35 million with the achievement of certain milestones,



\$28.3 Million

Series A January 2025



Late-Stage Funding April 2025

ZutaCore, a developer of waterless liquid cooling solutions for data center usage, secured \$40 million in a late-stage funding round led by Carrier Ventures (April 2025). Other investors in this round included Mitsubishi Heavy Industries, OurCrowd, LIP Ventures Boutique, Marius Nacht, Itay Rosenfeld, Avinoam Nowogrodski, and Yair Alster. The financing round will support the company in meeting the growing demand of next generation Al processing workloads.

In January 2025, Accelsius, a developer of nextgeneration cooling systems, raised \$28.3 million in Series A funding. Tri State Angel Investment Group, Technology Investment, Innventure, among others, participated in the round. The funds will be used to advance the company's international reach, expand revenue performance in the U.S., and further build out engineering, research and development, sales, marketing, and operations teams.

Runwise raised \$55 million in funding comprised of

a \$30 million Series B round and \$25 million in non-

convertible debt (June 2025). Menlo Ventures led

the round, with participation from MassMutual Ventures, Nuveen Real Estate, Multiplier Capital,

and Munich Re Ventures. Runwise provides heating

system management solutions. The capital infusion

will be used by Runwise to support product

innovation, team expansion, and new market entry.

EQUITY CAPITAL MARKETS GROUP

The Equity Capital Markets Group focuses on raising equity capital financing for growth-oriented companies and is active in the HVAC Equipment sector. Our team works closely with our Industrials Group to help our clients secure equity capital to fund growth initiatives, recapitalize the balance sheet (often including shareholder liquidity), and to finance M&A transactions.

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HVAC MANUFACTURING COMPANIES GARNER PREMIUM MULTIPLES

	Price	% 52 Wk	Market	Enterprise _	LTM			EV / LTM	
Company	10/16/25	High	Сар	Value	Revenue	EBITDA	Margin	Revenue	EBITDA
AAON, Inc.	\$100.05	69.4%	\$8,157.1	\$8,492.9	\$1,258.6	\$228.5	18.2%	6.7x	37.2x
A. O. Smith Corporation	\$69.36	86.4%	\$9,719.4	\$9,874.4	\$3,790.2	\$768.1	20.3%	2.6x	12.9x
Carrier Global Corporation	\$56.75	68.9%	\$48,295.5	\$58,693.5	\$22,463.0	\$3,655.0	16.3%	2.6x	16.1x
Ferguson plc	\$235.60	96.8%	\$46,213.3	\$51,505.3	\$30,762.0	\$2,970.0	9.7%	1.7x	17.3x
SPX Technologies, Inc.	\$182.92	87.4%	\$9,039.5	\$9,924.5	\$2,052.4	\$447.1	21.8%	4.8x	22.2x
Lennox International Inc.	\$523.94	76.0%	\$18,403.0	\$19,893.7	\$5,416.6	\$1,151.0	21.2%	3.7x	17.3x
Modine Manufacturing Company	\$160.43	97.3%	\$8,421.0	\$8,930.8	\$2,604.8	\$387.3	14.9%	3.4x	23.1x
Trane Technologies plc	\$415.92	87.3%	\$92,548.6	\$96,410.4	\$20,750.1	\$4,073.3	19.6%	4.6x	23.7x
Watsco, Inc.	\$369.33	64.6%	\$14,192.6	\$14,815.1	\$7,507.5	\$782.7	10.4%	2.0x	18.9x
			Γ	Mean			17.0%	3.6x	20.9x
EV = enterprise value; LTM = last twe	Median			18.2%	3.4x	18.9x			
\$ in millions, except per share data NM = Not Meaningful	Harmonic Mea	n		15.6%	3.0x	19.3x			

Capstone's HVAC Equipment Index Capstone HVAC Equipment Index 18.5x 10x 10x 5x 0x Capstone HVAC Equipment Index 18.5x 17.2x

DATA ANALYTICS HELP SHARPEN PERFORMANCE OF HVAC BUSINESSES

Many businesses in the HVAC Equipment sector that have traditionally benefitted from a relatively stable supply-chain structure may now find themselves facing challenges that have the capacity to drive unexpected disruption into operations including: dramatic fluctuations in the cost and availability of raw materials, variable regulatory requirements, supply chain complexity, labor and logistics bottlenecks, and a rising consumer demand for sophisticated technology-enabled products.

Data analytics have proven to be a powerful tool helping manufacturing companies improve operational efficiency, identify opportunities for cost savings, and optimize business value. This can be a critical competitive advantage for both OEMs, as well as component suppliers.

Capstone's Financial Advisory Services team can deploy advance data analytic tools that allow us to evaluate multiple factors affecting performance and determine the most effective corrective action to help mitigate any decline in production or profitability.

Key Data-Enabled Performance Improvement Value Adds For Sector Participants

Operational Efficiency & Process Optimization

- · Use real-time data from manufacturing systems to monitor uptime, downtime, and throughput
- · Track input-output ratios to identify inefficiencies and provide yield analysis data
- Use machine learning (ML) to predict production equipment failure and engage in proactive maintenance

Quality Control & Compliance Measures

- Analyze quality metrics to detect variations and prevent defects
- Use analytics to quickly trace and isolate product defects in specific batches
- Automate and monitor compliance with regulatory requirements and industry standards
- · Identify patterns in warranty claims to proactively address product issues

Demand Forecasting & Inventory Management

- Analyze customer order history, market trends, and seasonality to predict future demand and help adjust production accordingly
- · Optimize raw material purchasing and finished goods inventory to reduce holding costs

Supplier & Raw Material Analysis

- Evaluate delivery times, quality of materials, and cost fluctuations
- Analyze raw material usage and identify cheaper or higher-quality alternatives

Capstone Case Study: Data Analytics Results in \$1.7 Million of Recurring Revenue Savings

Capstone recently helped a manufacturing client address the paradoxical issue of falling output despite an increase in staff hours and a build-up in inventories. Using data analytics, along with other performance improvement tools, Capstone's team was able to identify and address multiple operational and process inefficiencies that resulted in \$1.7 million of confirmed annual recurring savings for the business. Through the data-driven approach, the client transformed its manufacturing operations, eliminated inefficiencies, reduced costs, and positioned the company for sustainable growth. The newly implemented tools and processes ensured that management had full visibility of performance, enabling data-driven decision-making for continued success.

To learn more about <u>Capstone's Financial Advisory Services (FAS) Group</u>, their capabilities, and whether they can help you reach your business goals, <u>contact us</u>.

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Ted is an active public speaker on the topic of business exits and recapitalizations of privately owned businesses and is a frequent recipient of industry awards for his advisory services. Ted was recognized by the Global M&A Network for his participation in both the Canadian Deal of the Year in 2022 and the Aerospace and Defense Deals of the Year in 2024 and 2021. He was similarly recognized in 2018 for his involvement in the USA Recapitalization Deal of the Year, in 2017 for his participation in the U.S. Corporate M&A Deal of the Year and in 2015 for USA Recapitalization Deal of The Year. Previously, he was also recognized by the M&A Advisor in 2016 for his role on the Professional Services Deal of the year and was also previously recognized by this organization for his role on transactions awarded the Middle-Market M&A Deal of the Year, the Middle-Market M&A Financing Deal of the Year, and the Cross-Border Middle-Market Deal of the Year.



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FIRM AWARDS & ACCOLADES

Capstone Partners is consistently recognized as an elite middle market firm by multiple leading industry organizations. This has afforded our clients with immediate market credibility in the acquirer and investor communities. From 2016 to 2024, Capstone has received 22 "investment banking firm of the year" awards from organizations such as The M&A Atlas Awards, The M&A Advisor, M&A Today, and ACQ5. A sampling of Capstone's recent awards is shown below.









FIRM TRACK RECORD

Capstone Partners has represented a diversified group of HVAC and infrastructure-related companies that serve both Residential and Commercial marketplaces. Our <u>Industrials Group</u> has an active market presence in the HVAC sector, allowing Capstone to provide HVAC companies with experienced, up-to-date market data and access to key decision makers among the sector's most active acquirers and investors.

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IN MARKET

MANUFACTURER OF AIR EMISSION CONTROL SYSTEMS































CAPSTONE'S PROPRIETARY RESEARCH REVEALS TOP SERVICES IN DEMAND

The stage and initiatives of a business often dictate which financial services are in demand. As the bulk of CEOs polled in Capstone's 2024 Middle Market Business Owners Survey indicated growth strategies are a priority for 2025, the lion's share (40.7%) of owners anticipate a need for growth strategy support services. Similarly, 38.1% of CEOs require equity capital advisory services to support operational initiatives and business expansion. Nearly one-third of owners require accounting and audit support to shore-up cash flows and establish financial stability. In addition, 30.2% of CEOs demonstrated an interest in accessing relevant industry research to keep up with emerging industry trends, complete competitor analyses, and track capital markets activity in their space.

Capstone has developed a full suite of <u>corporate finance solutions</u> to help privately owned businesses and private equity firms through each stage of the company's lifecycle, ranging from growth to an ultimate exit transaction. In addition, we developed specialty advisory practices to provide financial performance, buy-side, employee stock ownership plan (ESOP), and equity and debt services. All of these capabilities are supported by 12 industry banking groups, an active sponsor coverage group, and a dedicated Market Intelligence Team.

Top Financial Services Required by Business Owners in 2025



ENDNOTES

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Common Goals. Uncommon Results.

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Market Presence

With a long-established U.S. footprint, together with an international partner platform, we provide clients with broad expertise and access to key market relationships on a global basis. Our presence is backed by ~200 professionals in the U.S. with 450+ professionals across 51 countries.

108

\$8bn+

33%

5th

M&A Transactions in H1 2025

Transaction Value in 2025 YTD

Cross-Border Deals Globally Ranked for Deals < \$500M

450+

Team of IMAP
Professionals Worldwide

14

Industry Verticals with Global Expertise

2,200+

Historical Completed Transactions

United States

~200 professionals 8 offices

Boston · Denver · Chicago · Dallas Detroit · Irvine · New York · Tampa

International

450+ professionals 60+ offices in 51 countries

Asia: China · India · Japan · Thailand

 $\textbf{Africa} : {\sf Congo} \cdot {\sf Cameroon} \cdot {\sf Ghana} \cdot {\sf Mauritius} \cdot {\sf Morocco} \cdot {\sf Senegal} \cdot {\sf South} \; {\sf Africa} \cdot \\$

 $\mathsf{Uganda} \cdot \mathsf{Zimbabwe}$

 $\textbf{Americas} : \mathsf{USA} \cdot \mathsf{Canada} \cdot \mathsf{Argentina} \cdot \mathsf{Brazil} \cdot \mathsf{Chile} \cdot \mathsf{Colombia} \cdot \mathsf{Mexico} \cdot \mathsf{Panama} \ \& \ \mathsf{Central}$

America · Paraguay · Peru

Europe: Belgium · Bosnia & Herzegovina · Croatia · Czech Republic · Denmark · Finland · France · Germany · Hungary · Ireland · Italy · Netherlands · Poland · Portugal · Romania · Serbia · Slovakia ·

Slovenia · Spain · Sweden · United Kingdom

Middle East: Egypt · Oman · Qatar · Saudi Arabia · United Arab Emirates