

Strategic growth targeting £200m revenues by FY27

3 April 2024

In this note we review the potential for the group to push top line revenues towards c £200m pa over the next three to five financial years vs our £135m FY24e estimate. BEG recently issued a Q3 update which confirmed that it is trading in line with market forecasts.

Building a broad financial services and advisory business

The group built its reputation as a provider of insolvency services, an inherently counter cyclical activity. Over the last decade however, it has built an increasingly broad financial services and advisory business that can perform across the economic cycle. We expect recognition of that profile to grow and evolve to reflect recognition of the value inherent in a broad portfolio of services and solutions for UK corporates.

BEG plans to continue to scale up both organically and via acquisitions, in line with a strategy to enhance its existing business and take opportunities to bolt on new skills and add capacity and geographical coverage. A well-tested investment template has enabled the group to identify and secure multiple acquisitions on earnings accretive terms over the past decade, complete their integration and deliver predicted contributions to earnings. A high-quality revenue base has consistently delivered forecast growth.

Current trading on track & additional facilities secured

The group's recent Q3 trading update confirmed that both divisions' have performed in line with the full year outlook. It remains committed to maintaining the pace of growth and use headroom within existing committed bank facilities to finance investment. It recently agreed new debt arrangements with HSBC. These extended the maturity of an existing £25m facility on identical terms to February 2029 (from 2025) and another existing £5m accordion facility, currently undrawn, was increased to £10m. Overall facilities of £35m provide flexibility to finance further investment and acquisitions will definitely remain a core component of the growth strategy. Recent additions to the group complement are reported to be trading in line with expectations.

Equity rating behind newsflow

BEG plans to continue to seek ways to leverage an investment template which has consistently delivered material increases in revenue and profitability. The shares have recently lagged the pace of growth in reported earnings, despite positive shareholder returns since it initiated the acquisition strategy around a decade ago. We believe that this reflects a general derating of UK small caps and financials on lower equity volumes.

We remain comfortable with our approach to assessing the group's current fair value/share, which gives 175p as a conclusion.

Company Data

EPIC	BEG
Price (last close)	107p
52 weeks Hi/Lo	137p/105p
Market cap	£168m
ED Fair Value / share	175p

Share Price, p



Source: ADVFN

Description

A leading UK professional services consultancy, delivered through a specialist multi-brand strategy.

Begbies Traynor (60% of revenue) provides corporate and personal insolvency services to SMEs and mid-market corporates. The business has a market-leading position, operating from a UK wide network and selected offshore locations.

Non-insolvency services (40% of revenue) include lifecycle commercial property services through its multi-disciplinary chartered surveyors' division (Eddisons) and financial advisory and funding services through dedicated professionals.

Summary forecasts

Year end 30 April, £m	2021A	2022A	2023A	2024E
Revenue	83.7	110.0	122.0	135.0
Adjusted PBT	11.5	17.8	20.7	22.0
Adjusted EPS (p)	6.9	9.1	10.5	10.8
Dividend per share (p)	3.0	3.5	3.8	4.1
Yield on distribution	2.8%	3.3%	3.6%	3.8%

Source: Group report & accounts and ED estimates

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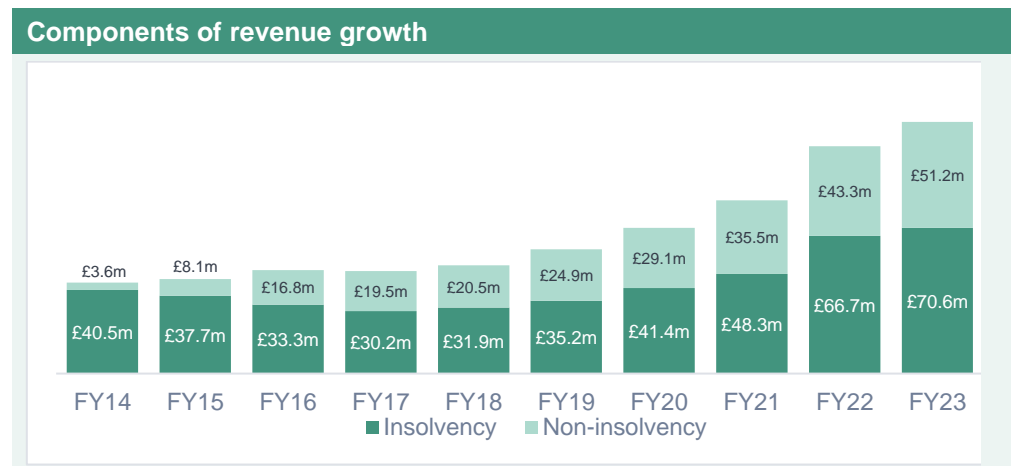
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Active diversification to balance performance across the cycle

Although the group's investment profile may still principally relate to its position as the UK's leading provider of insolvency services by case volume, this is actually a decreasing proportion of its income. That reflects a strategy designed to diversify the business and build a revenue base able to continue to grow consistently across economic cycles.

Insolvency is an inherently defensive, counter-cyclical revenue stream which remains a core source of revenue. Over the last ten years, however, BEG has invested significantly in other areas of its business and has generated increased revenues from a broad complement of services.

It has secured strategic investments that have built capacity, expertise and geographical reach, and enabled it to access complementary revenue streams. This has generated consistent performance and a strong correlation between forecast and actual results, reflected in shareholder returns since the diversification strategy was established. The diagram below illustrates both the overall revenue growth since its inception and the benefits of diversification, which generated growth even as the insolvency market was contracting between 2014 and 2018.



Source: BEG documents

Strategy combines both acquisitions and organic growth

BEG has set out clear objectives to build its business and acquisitions are a vital component of this. Its core strategy is to increase the scale and quality of its businesses and deliver sustainable profitable growth. In addition, it will seek acquisitions which generate synergies that help underpin organic growth and identify suitable areas for subsequent initiatives. The broad strategy is set out below.

Strategic targets		
Organic growth	Acquisitions	Purpose
Retention and development of existing partners and employees	Target value accretive acquisitions in the following market segments	Increase market share
Recruitment of new talent	<ul style="list-style-type: none"> Insolvency Advisory and transactional services Complementary professional services businesses 	Enhance expertise and/or geographical coverage
Enhanced cross-selling of BEG service lines and expertise to its wider client base		Continued development of group and service offering
Invest in technology and processes to enhance working practices and improve client services		

Source: ED, Company

Q3 trading update builds on strong first half performance

The Q3 trading update confirmed that both divisions continue to trade in line with the full year forecasts. A positive FY24 outlook anticipates ongoing growth towards a £200m pa medium-term revenue target. It built on a strong first half performance of double-digit revenue and profit growth in line with expectations.

Group revenues are broadly based. Both divisions contributed to 13% overall revenue growth in H1 (8% organic, 5% from acquired businesses). Adjusted PBT was 10% up despite higher finance charges at £0.85m. Statutory PBT of £3.0m (2022: £5.0m) incorporated higher acquisition-related transaction costs at £3.9m (H122: £0.8m) and £3.0m of non-cash amortisation costs (2022: £3.2m).

Adjusted diluted EPS at 4.6p (2022: 4.4p) reflects higher UK corporation tax rates. Net cash at the period end was £1.1m vs £3.0m six months earlier, broadly matching £4.0m of acquisition related payments in the period (net of cash acquired).

Summary Interim results

Y/e 30 April, £m	H1 2023	H1 2022	FY 2023
Revenue	65.9	58.5	121.8
Adjusted EBITDA	12.8	11.9	26.6
Share-based payments	(0.2)	(0.7)	(1.3)
Depreciation	(1.9)	(1.7)	(3.5)
Operating profit (before transaction costs and amortisation)	10.7	9.5	21.8
Finance costs	(0.8)	(0.5)	(1.1)
Adjusted profit before tax	9.9	9.0	20.7
Transaction costs	(3.9)	(0.8)	(8.4)
Amortisation of intangible assets arising on acquisitions	(3.0)	(3.2)	(6.3)
Profit before tax	3.0	5.0	6.0
Tax	(1.8)	(1.3)	(3.1)
Profit for the period	1.2	3.7	2.9
Adjusted diluted EPS (p)	4.6	4.4	
Interim dividend per share (p)	1.3	1.2	

Source: BEG interim report

Growth across all service lines in recent years

The growing contribution from all service lines is illustrated below, noting the growth rates of non-insolvency activities. This is the combined base from which management intends to grow group revenues from £122m (FY23) towards c £200m pa over the medium term.

Group revenues

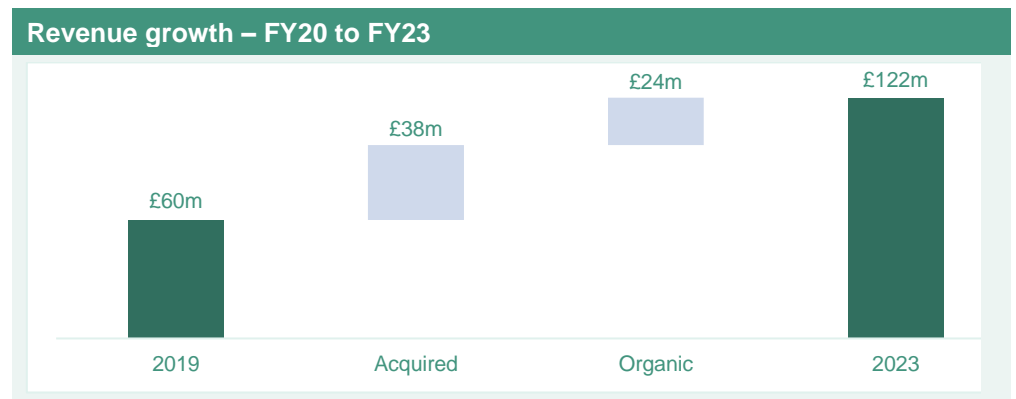
Year end 30 April, £k	2021		2022		2023	
Insolvency and advisory services	54,613	+19%	73,861	+35%	77,212	+5%
Corporate finance services and finance broking	5,084	+39%	7,522	+48%	12,484	+66%
Commercial property management	2,569	+5%	2,777	+8%	2,989	+8%
Property consultancy services	12,683	+18%	15,975	+26%	18,003	+13%
Asset disposals	8,882	+15%	9,867	+11%	11,137	+13%
Group revenue	83,831		110,002		121,825	

Source: BEG accounts

Acquisitions: core strategy

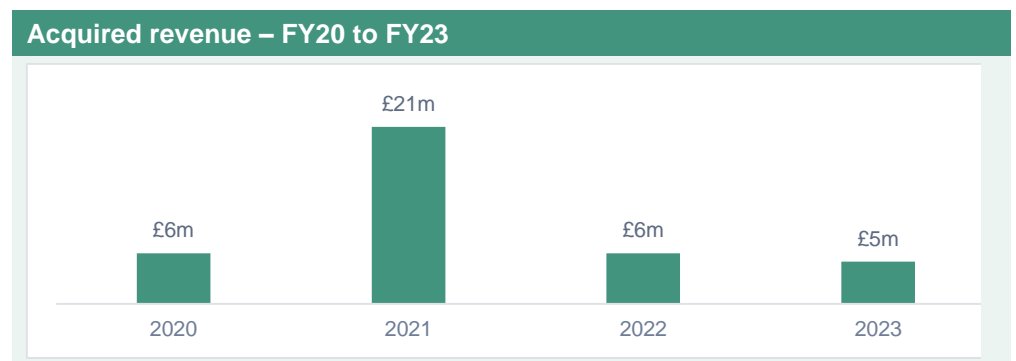
Management continues to review a pipeline of acquisition opportunities for both divisions. Well defined criteria and processes cover identification of a prospective acquisition through to successful integration. A crucial component of the latter is an ongoing meaningful commitment from vendors. BEG typically requires a five-year commitment and believes that this aligns its interests with the vendors (and its shareholders) and enables the successful transfer of goodwill to the group. **If the vendors are not willing to agree to this arrangement an acquisition is unlikely to proceed.**

The charts below illustrate the momentum achieved over the last four years and the importance of the acquisition strategy. Annual revenues have more than doubled over the period. Acquisitions directly contributed c 63% of that and also provided new impetus for organic growth post their integration.



Source: ED, Company

Breaking that down further, BEG has secured acquisitions in each of the last four financial years and has continued with a further three acquisitions in the current financial year.



Source: ED, Company

Recent results reiterate the inherent visibility and repeatability of the growth strategy. BEG seeks to secure opportunities to extract organic and acquisition led growth, build on existing services and serve an increasingly broad and diverse client base. Recent acquisitions are reported to be trading in line with expectations and organic initiatives delivering.

Additional financial flexibility

Finance is available for further acquisitions. BEG recently reported that it had agreed a new debt facility with HSBC (with significant headroom), essentially pushing out the maturity of an existing £25m arrangement on identical terms from August 2025 to potentially, February 2029.

Another existing £5m accordion facility, currently undrawn, was also renewed and its limit doubled to £10m. Access to such facilities provides flexibility to finance further investment, with acquisitions definitely seen as a core component of the growth strategy.

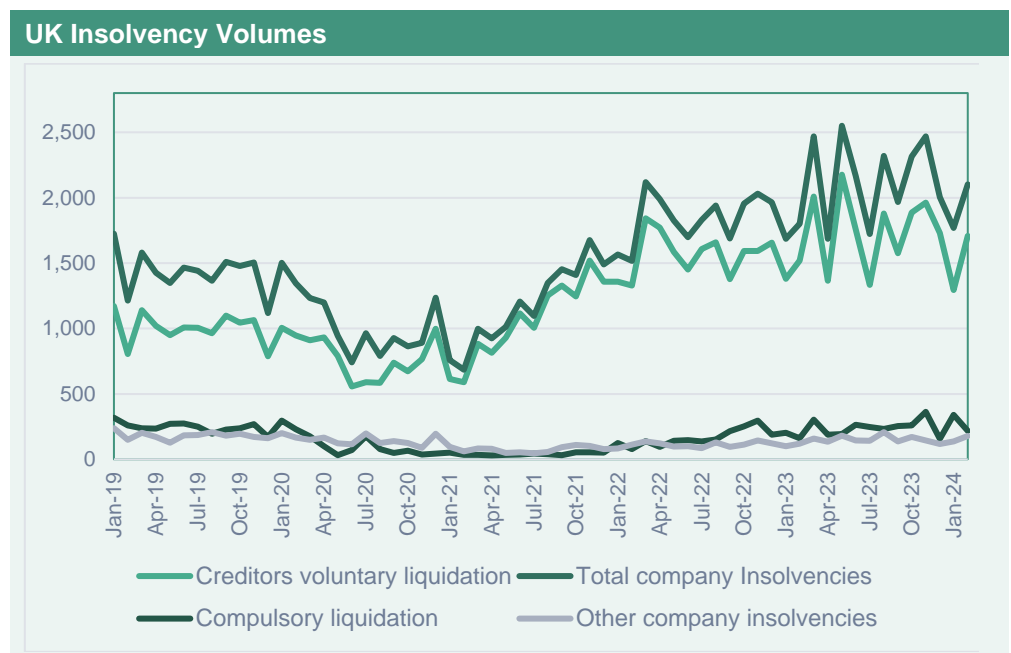
Current trading, reducing weighting to UK insolvency

BEG is the UK market-leader (by volume of appointments), number one nationally in 2023 for overall corporate appointments (13% share) and second in administrations (11%). These are valuable market positions built via investment over the last few years, notably expansion of its London office and offshore practice.

We anticipate higher year-on-year contributions from insolvency work, continuing into the first few years of any economic recovery. Our forecasts assume further growth in UK insolvency market volumes over the next few years, reflecting a gradual workout of corporate stress post pandemic. BEG will continue to add scale and coverage and expects to see demand for its services across the cycle.

It retains spare capacity (10-20%) to handle increased activity levels and as insolvency cases are typically processed over a three-year period, does have the ability to flex resources as appropriate in the event of any material spike in new appointments.

Investors should however be pragmatic regarding the scale of any potential upside, and it is difficult to extract a meaningful trend from recent data (see chart below). Corporate insolvencies were however, up 39% nationally in 2023 to 22,983. That included both liquidations above pre-pandemic levels and higher administrations (typically larger cases). The latter, probably the most significant for BEG; remains below historic levels but above 2021 post-pandemic lows.



Source: UK Insolvency Services data

BEG has built a substantial corporate rescue and recovery practice which provides restructuring and turnaround work, corporate finance, forensic accounting and investigations.

This operates a network of over 40 offices nationwide (together with other sales locations) and acts for clients including small businesses, professional advisers, large corporations and institutions. This operation's track record and reputation underpins its trusted relationships as an adviser to major UK banks, independent accountancy practices and law firms, and the directors and shareholders of independent and quoted businesses.

It can also, if necessary, access an international association of approved partner firms and the expertise required to understand specific cross-jurisdictional issues.

Non-insolvency growth initiated by Eddisons acquisition in 2014

The group secured its first significant non-insolvency acquisition in 2014, when it bought long established chartered surveyors Eddisons. BEG has materially grown this business over the last decade via both acquisitions and organic investment. Revenue was £13m in 2014 vs a current run rate above £40m. Eddisons currently has fourteen UK offices and provides advisory and transactional services for professional services clients, property owners/occupiers, businesses and financial institutions. The current services provided for clients are as follows:

Asset sales (35% of income): for clients both through auction and on an agency basis

- Property and equipment auctions – this has been an area of significant investment through acquisition in recent years including Pugh & Co (North West properties in 2016), CJM (Plant & Machinery in 2016), Mark Jenkinson (Sheffield properties in 2023) and more recently SDL (Midlands properties in December 2023).
- Commercial property and business sales agency – sale on an agency basis of both commercial properties and small trading businesses

Valuations (25% of income): of commercial property, businesses and assets on behalf of secured lenders, for commercial transactions or corporate reporting in both good book and distressed scenarios.

Projects and development (25% of income): comprehensive consultancy services, including project management, building surveying and specialist advice. Acts for landlords, tenants, investors and developers. Specialists in the education sector on behalf of public sector clients, with increasing focus on sustainability.

Asset management and insurance (15% of income): management of commercial properties for investors, corporate occupiers and property companies across the UK. Has an asset base of shopping centres, industrial portfolios and commercial offices. Specialist insurance (including broking for insolvency practitioners) and vacant property risk management.

The acquisition strategy has been to enhance and broaden service offerings and geographical coverage. Recent acquisitions have increased the auction practice (SDL), developed the valuations offering in a new geography (Forbes) and enhanced coverage (Budworth Hardcastle and Banks Long & Co).

Diversification into other advisory services

In addition to the development of its chartered surveyors practice (detailed above) the group has also increased its non-insolvency financial advisory services which generated c £19m of revenue in FY23.

In 2017 it acquired Springboard Corporate Finance who support clients on transactions in the mid-market (£5m to £100m value) across business purchase and sale, raising finance, debt and management advisory. This is complemented by expertise across accelerated M&A (distressed company sales pre formal insolvency), business restructuring, debt advisory and forensic accounting and investigations (often supporting insolvency colleagues). It is instructed by companies, investors, lenders and other stakeholders.

A recent strategic development has been the investment in finance broking via the acquisition of **MAF Finance Group** in 2021 and **Mantra Capital** in 2022. This new service line complements other advisory and transactional services and deepens group relationships with banks and other lenders.

The team arrange secured finance for property and other assets, which includes the refinancing and restructuring of existing facilities. In addition, it has an insurance brokerage enabling increased cross sales to its growing client base.

Acquisition History						
Date	Target	Insolvency	Property	Business Advisory, Finance Broking	Price (max) £m	Earn Out Period Years
2014	Ian Franes	•			2.00	3
2014	Eddisons		•		8.50	5
2015	P&A and Broadbents	•			0.86	
2015	Taylor's		•		1.85	5
2016	Pugh		•		4.63	5
2018	CJM		•		0.55	3
2018	Springboard			•	1.88	5
2019	Croft			•	1.50	5
2019	KRE and Dunion	•			0.60	1
2019	BSM		•		3.00	3
2019	Regeneratus			•	1.60	4
2019	Ernest Wilson			•	5.63	3
2019	ALJ	•			6.35	5
2020	Grant Thornton insolvency cases	•			0.25	1
2021	CVR Global	•			20.80	3
2021	Hargreaves Newberry Gyngell		•		1.00	2
2021	David Rubin & Partners	•			25.00	5
2021	MAF Property Limited			•	11.75	4
2021	Fernie Greaves		•		0.25	
2022	Daniells Harrison		•		3.25	4-5
2022	Budworth Hardcastle		•		2.40	3-5
2022	Axiom Consulting & Invs. Ltd			•	18.00	1-4
2023	Mark Jenkinson & Son		•		0.40	
2023	Banks Long & Co.		•		3.00	5
2023	Andrew Forbes Ltd		•		1.00	5
2023	SDL Property Auctions		•		3.25	1

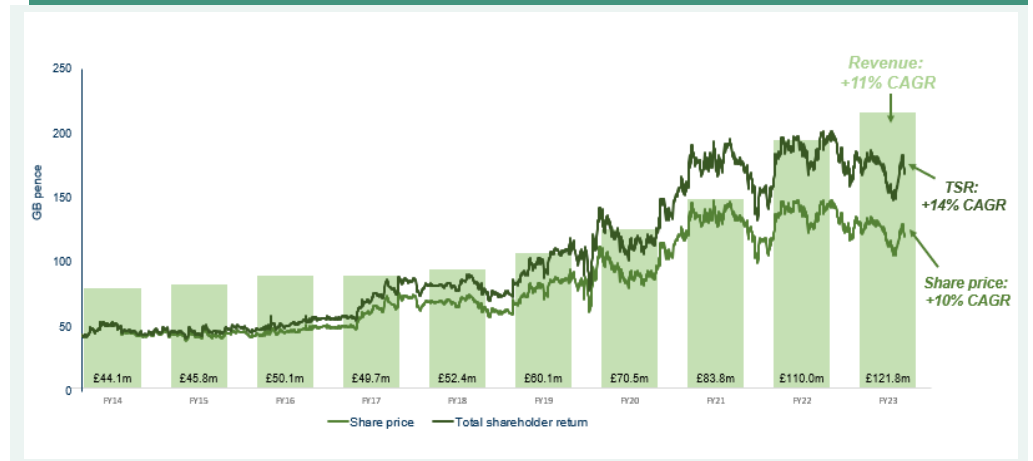
Source: BEG documents

Valuation: 175p/share fair value

The group has a proven financial track-record based on a growth strategy of continued organic investment complemented by value-accretive acquisitions across all service lines.

Despite attractive returns longer term, the shares have recently underperformed relative to consistently positive newsflow and revenue/profit growth. They currently sit broadly where they were three years ago, despite a 46% increase in revenues, and 80% in adjusted profit over the last two years to end FY23.

Share price and revenues



Source: BEG documents

We increased our revenue forecast on the back of December's interim results. We held adjusted PBT at the prior level and post the Q3 trading update, which confirmed that the group is seeing anticipated growth in insolvency activity and a broadly consistent H2 for financial advisory.

Property advisory and transactional services are on track to report strong growth. It plans to continue to invest in organic and acquisition led growth to build capacity, extend geographical profile, and capture additional pro and counter cyclical income streams.

Fair value estimate underpinned by recent growth and prospects

We have retained our fair value/share estimate at 175p, reinforced by the fact that the group has met each growth forecast and built a strong platform to grow revenues to its £200m pa three-to-five-year target. It has a strong track record of cash generative, profitable growth with a well-established progressive dividend policy. It is also well positioned for future growth with a market leading insolvency practice benefitting from the impact of higher inflation and interest rates.

BEG's increasingly high-quality revenues are derived from diverse income streams and multiple sources of growth across the economic cycle in fragmented markets. This should help ensure that delivery of the medium-term target will not be subject to cyclical market activity levels. Forecast revenues are also underpinned by a long-established group wide referral network, which generates high levels of repeat business. It is steadily growing non-insolvency activities as we set out above.

Various issues may be affecting the equity rating

We see a number of possible explanations for what we regard as a material discount to fair value. The first is the perception that the size of a predicted post pandemic surge in UK insolvencies is less material than expected. Data shows increasing stress being experienced by UK corporates, but lacks a clear trend, and the momentum doesn't support an argument for the shares' optionality ahead of an inevitable spike. We however do anticipate steady ongoing growth in demand for insolvency work based on the group's market leading position and see potential for it to enhance this via further acquisitions.

A second contributor may be the inherent uncertainty in predicting the group's ability to secure acquisitions, which are pivotal to our growth projections. We predict that around half of underlying growth derived from this source, which relies on BEG's track record for reassurance.

Another factor is the general derating of UK small caps. This has weighed on perceptions and multiples for that segment over the last few years and will help explain a material discount to intrinsic value which does not match BEG's underlying performance and has the potential to narrow over time.

Finally, we have seen discussions related to the methodology used to calculate adjusted PBT, which we continue to use as the basis for our EPS forecasts and valuation multiples. These debates have queried the treatment of acquisition consideration, which adds back 'transaction costs', including amortisation of intangibles and combined contingent remuneration on multi-year earnouts for prior acquisitions.

The table below illustrates that treating such costs individually as 'non-underlying' can have a significant impact. It is, however, **exactly in line with the methodology set out within IFRS 3**. We believe that this is identical to that applied to the accounts of other acquisitive professional services groups such as FRP, Gateley, and Knights Group. All of these set out similar non-underlying items from acquisition accounting.

Adjustments related to acquisitions		
Year end 30 April, £k	2023	2022
Acquisition consideration (deemed remuneration under IFRS 3)	12,304	9,983
Acquisition costs	434	215
Gain on acquisition	(4,298)	(1,974)
Total transaction costs	8,440	8224

Source: BEG financial report

Transaction costs can be material and include amortisation of intangibles and other expenses. In FY23 adjusted PBT was £20.7m vs reported PBT of £6m (FY22: £17.8m adjusted PBT, £4m reported PBT). Deemed remuneration is a material component of the adjustment; £12m in 2023, £10m in 2022 and relates to consideration payments to vendors, which are treated as an expense under IFRS 3 rather than goodwill.

Vendors are typically tied in for a period of five years post acquisition resulting in acquisition consideration being treated as 'deemed remuneration' under IFRS 3, which represents an ongoing negative effect on reported profits for the duration of the earnout period, rather than included in goodwill which would be the typical treatment outside of people-based businesses.

In our view, the 'lock in' periods are pivotal to the successful integration and management of risks associated with acquisitions. We expect the latter to remain a significant component of growth over the next few years and have a material impact on reported numbers. As such, we shall continue to use the group's adjusted PBT figures to show the underlying trading performance of the group.

Financials

Consolidated statement of comprehensive income					
Y/e 30 April, £m	2020	2021	2022	2023	2024E
Revenue	70.5	83.8	110.0	121.8	135.0
Direct costs	(40.3)	(48.3)	(62.2)	(67.7)	(75.7)
Gross profit	30.2	35.6	47.8	54.1	59.8
Other operating income	0.4	0.2	0.2	0.2	0.4
Administrative expenses	(26.7)	(32.9)	(43.1)	(47.2)	(52.0)
Operating profit	3.9	2.8	4.9	7.2	8.2
Adj. Operating profit (before amortisation and transaction costs)	10.1	12.4	18.6	21.8	23.7
Transaction costs	(3.2)	(6.5)	(8.2)	(8.4)	(10.0)
Amortisation of intangible assets arising on acquisitions	(3.1)	(3.1)	(5.5)	(6.2)	(5.5)
Operating profit	3.9	2.8	4.9	7.2	8.2
Finance costs	(1.0)	(0.9)	(0.8)	(1.2)	(1.7)
Profit before tax	2.9	1.9	4.0	6.0	6.5
Adjusted PBT	9.2	11.5	17.8	20.7	22.0
Tax	(2.0)	(1.8)	(4.5)	(3.1)	(4.3)
Profit after tax	0.9	0.2	(0.5)	2.9	2.2
Earnings per share					
Adjusted EPS - basic	5.7p	6.9p	9.1p	10.5p	10.8p
Adjusted EPS - diluted	5.7p	6.7p	8.8p	10.1p	10.4p

Source: Group financial statements

Balance sheet					
Y/e 30 April, £m	2020	2021	2022	2023	2024E
Non-current assets					
Intangible assets	59.4	77.6	75.3	73.4	70.0
Property, plant and equipment	1.8	2.1	2.0	2.0	2.0
Right of use assets	7.0	7.5	5.5	7.8	9.7
Trade and other receivables	4.6	4.0	4.2	5.2	4.8
	72.8	91.2	86.9	88.3	86.4
Current assets					
Trade and other receivables	36.5	45.4	49.7	55.6	60.2
Cash and cash equivalents	7.2	8.0	9.7	8.0	11.8
	43.7	53.4	59.4	63.6	72.0
Total assets	116.6	144.6	146.3	151.9	158.4
Current liabilities					
Trade and other payables	(22.2)	(33.3)	(37.2)	(42.6)	(46.1)
Current tax liabilities	(1.9)	(2.6)	(1.8)	(1.1)	(2.0)
Lease liabilities	(2.2)	(3.0)	(1.7)	(1.6)	(2.2)
Provisions	(0.9)	(0.6)	(1.5)	(1.0)	(1.1)
	(27.2)	(39.4)	(42.2)	(46.3)	(51.4)
Net current assets	16.5	14.0	17.2	17.2	20.6
Non-current liabilities					
Borrowings	(6.1)	(5.8)	(5.0)	(5.0)	(8.2)
Lease liabilities	(10.0)	(5.0)	(4.6)	(6.7)	(7.0)
Provisions	(1.9)	(2.6)	(2.0)	(2.1)	(2.3)
Deferred tax	(5.7)	(5.5)	(8.0)	(7.4)	(6.8)
Total liabilities	(23.8)	(18.9)	(19.6)	(21.2)	(24.3)
Total liabilities	(51.0)	(58.3)	(61.8)	(67.5)	(75.7)
Net assets	65.6	86.3	84.5	84.3	82.7

Source: Group financial statements

Consolidated cash flow statement					
Y/e 30 April, £m	2020	2021	2022	2023	2024E
Cash flows from operating activities					
Cash generated by operations	4.7	16.2	14.2	13.2	19.3
Income taxes paid	(2.2)	(2.3)	(3.6)	(5.3)	(6.4)
Interest paid on borrowings	(0.4)	(0.3)	(0.3)	(0.7)	(0.7)
Interest paid on lease liabilities	(0.5)	(0.5)	(0.5)	(0.4)	(0.7)
Net cash from operating activities	1.7	13.0	9.8	6.8	11.5
Investing activities					
Purchase of intangible fixed assets	(0.7)	(1.0)	(0.2)	(0.1)	0.0
Purchase of property, plant and equipment	(0.1)	(0.3)	(0.9)	(0.9)	(1.0)
Deferred consideration payments	(0.7)	(0.2)	(0.0)	(0.3)	0.0
Acquisition of businesses (net of cash acquired)	(3.0)	(22.0)	(0.3)	(0.8)	(0.3)
Cash from acquired businesses	3.4	1.5	0.4	1.2	0.6
Net cash used in investing activities	(1.1)	(22.0)	(0.9)	(0.9)	(0.7)
Financing activities					
Dividends paid	(3.2)	(3.6)	(4.6)	(5.4)	(6.7)
Net proceeds on issue of shares	7.8	20.9	0.5	0.2	0.0
Repayment of obligations under leases	(1.9)	(2.7)	(3.2)	(2.4)	(2.4)
Proceeds on issue of SIP scheme shares	0.0	0.0	0.0	0.0	0.0
Repayment of loans	0.0	(5.0)	0.0	0.0	2.0
Net cash used in financing activities	2.7	9.7	(7.2)	(7.6)	(7.0)
Net increase (decrease) in cash and cash equivalents	3.2	0.7	1.7	(1.7)	3.8
Cash at beginning of year	4.0	7.2	8.0	9.7	8.0
Cash at year end	7.2	8.0	9.7	8.0	11.8

Source: Group financial statements



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