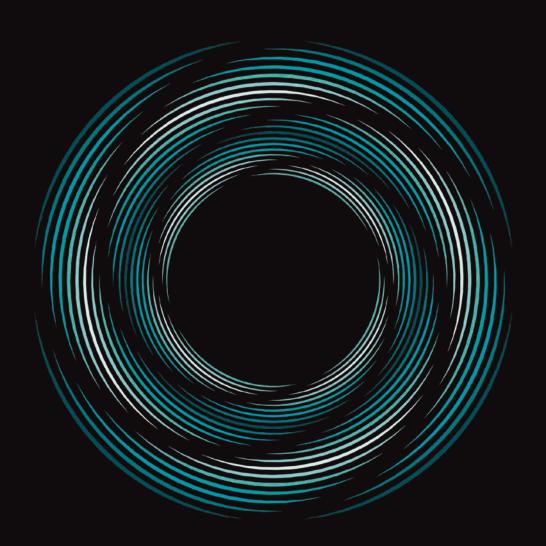
#### Deloitte.



#### **Remaining positive**

Equity capital markets update
Winter 2018





This equity capital markets update contains commentary on: recent UK stockmarket performance; levels of equity market issuance and macroeconomic considerations; and a summary of the recently-introduced IPO timetable requirements which impact companies seeking admission to trading on regulated markets.

#### Contents

| Welcome  | 02 |
|--|----|
| Market performance   | 04 |
| Market performance: The Deloitte IPO Barometer                   | 08 |
| Equity issuance and macroeconomic considerations                 | 10 |
| ECM hot topic: Market approach to new IPO timetable requirements | 16 |
| Case study: DBAY's public takeover of Harvey Nash Group plc      | 20 |
| Deloitte equity capital markets                                  | 23 |

**About this report:** This report contains data sourced from Deloitte's Q3 2018 CFO Survey, FactSet, company admission documents, press releases and London Stock Exchange statistics. Unless stated otherwise, IPO and secondary fundraisings relate to completed transactions by companies admitted to either the Main Market or AIM and all market data is as at 14 November 2018. The issuance of GDRs and convertibles and the take-up of any over-allotment options have also been excluded. All commentary is provided by Deloitte ECM Partners.

#### Welcome

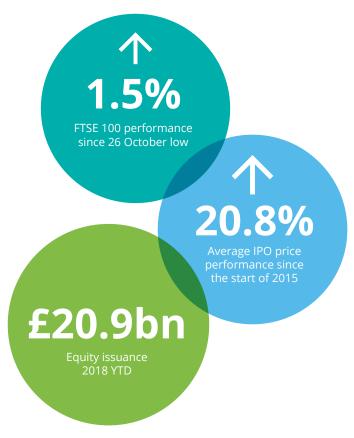
Equity markets and sentiment have been impacted by trade tensions, political troubles and a more clouded global economic outlook which together have increased perceptions of uncertainty. While the FTSE 100 is trading below the level at which it started 2018, UK equity markets appear to have found a more stable footing in November. More encouraging UK economic data and a timely conclusion of Brexit negotiations could provide scope for a rally in sentiment into the New Year.

This ECM update includes commentary on equity market performance in 2018, a summary of equity issuance so far in 2018, as well as practical insight on the recently introduced IPO timetable changes in relation to publishing of issuer information earlier in the IPO process.

Following a period of turbulence in the first quarter, global equity markets made good progress over Q2 and into Q3 but have recently come under renewed pressure as market sentiment has incrementally turned half-empty. Since the low point on 26 October 2018, equity markets have stabilised, with US and European indices gaining around 1.5% or more as US midterm election results lifted an element of market uncertainty.

As at 14 November 2018 the FTSE 100 was 5.1% lower than at the same point 12 months ago and 8.5% lower since the start of the year. Volatility was back up again over October with the VIX Index hitting 25.2 on 24 October 2018, although this was a lower level than the year high of 37.3 seen on 5 February on account of a prior bout of global political and economic concerns.

Overall equity fundraising of £20.9 billion for the year to date is broadly in line with the same period last year. Issuance was driven principally by secondary issues and issuance in the Financial and Consumer Services sectors. Against the backdrop of more challenging markets post summer, the number of companies coming to market in Q4 has been more limited with several high profile IPO candidates delaying to 2019.



Source: FactSet and London Stock Exchange as at 14 November 2018, admission documents

However, a number of IPOs took advantage of more favourable market conditions in Q2 with approximately 40% of IPOs year to date pricing in this period. In more volatile markets companies and shareholders need to be more agile; rigorous planning and preparation for an IPO well in advance of launch will give companies the flexibility to take advantage of the IPO market at the optimum moment.

We provide a summary of our most recent CFO Survey, which shows CFOs continue to see Brexit as the biggest threat to business and remain cautious on taking risk onto their balance sheets.

We are also pleased to include perspectives from international law firm Freshfields on the recently introduced IPO timetable changes.

Finally, we are pleased to include a case study of DBAY's public takeover of Harvey Nash Group plc.

We hope you find this document of interest and useful. We and the wider ECM team would be delighted to discuss any matters arising with you.

With kind regards

Chris Nichells



Matt Howell
Partner – Head of Equity
Capital Markets

Tel: +44 (0) 20 7007 1969 Email: mahowell@deloitte.co.uk



Chris Nicholls
Partner - Head of Equity
and PLC Advisory

Tel: +44 (0) 20 7303 3092 Email: chnicholls@deloitte.co.uk As at 14 November the FTSE 100 had stabilised and was trading back above the 7,000 level.

## Market 11111 performance



## Equity markets came under pressure in Q4 on concerns over a more difficult global macroeconomic environment

Following a market recovery in Q2 2018, global equity markets have struggled to make headway with many indices currently in negative territory for the year to date.

Expectations for rising US interest rates, global trade worries and a more clouded global economic outlook are currently weighing on equity markets and have contributed to a reversal of performance, particularly since the start of Q4 2018 with the FTSE 100 and S&P 500 losing 7.1% and 9.1% respectively over October.

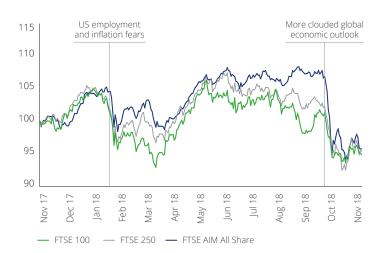
The UK market remains attuned to Brexit negotiation developments. As at 14 November 2018, the FTSE 100 was 5.1% lower than 12 months ago and 8.5% lower than at the start of the year. Similarly, the FTSE 250 was 4.7% lower than 12 months ago and 8.8% lower than at the start of the year.

Markets have recovered into November on account of a rally in US stocks following the results of midterm elections. This has helped US markets hold on to gains for the year with the S&P500 up 4.5% since its low on 8 February this year.

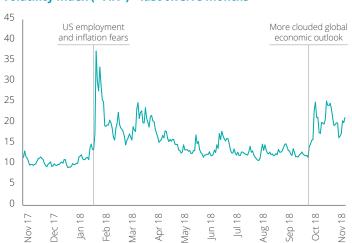
While recent UK economic data releases have been encouraging, especially the positive trend in wage growth, investors will be looking towards good news on corporate earnings to help build a new base for equity markets. If a near-term agreement on Brexit is reached, there could be scope for a relief rally in sentiment.

Volatility levels have been elevated over October with investors largely in risk-off mode. The CBOE Volatility Index ("VIX") closed at a twelve month high of 37.3 on 5 February 2018 and a low of 9.2 on 3 January 2018. The average VIX value over the twelve month period to 14 November 2018 was 15.1, compared to 14.3 over the last three years.

#### UK equity market performance (rebased) - last twelve months



#### Volatility index ("VIX") - last twelve months



### Higher yielding sectors have underperformed on expectations for rising bond yields

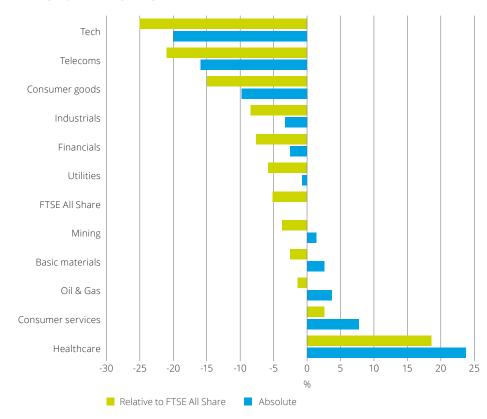
Stocks within the Telecoms, Utilities and Consumer Goods sectors, often seen as 'bond proxies', were the largest detractors of overall index performance. UK gilt yields had increased by over 50 basis points from the start of 2018 up to the beginning of October which, added to relatively fulsome valuations at this point in the cycle, has impacted the appeal of high dividend paying stocks which make up a significant portion of these sectors.

The Technology sector, largely comprising software companies, has also underperformed due to weaker than expected sales growth at several constituents, as well as high valuation multiples compounding declines where companies have not delivered upon their strategy.

The Healthcare sector is the stand-out performer over the past twelve months with constituent stocks increasing by a combined 19% as investors rotate into more defensive sectors.

The Consumer Services sector, while broadly flat over the last 12 months, has performed well versus the broader FTSE All Share index as a result of an emerging recovery in the share prices of the major supermarkets, as well as the stock specific impact of the announced Sainsbury's-Asda merger.

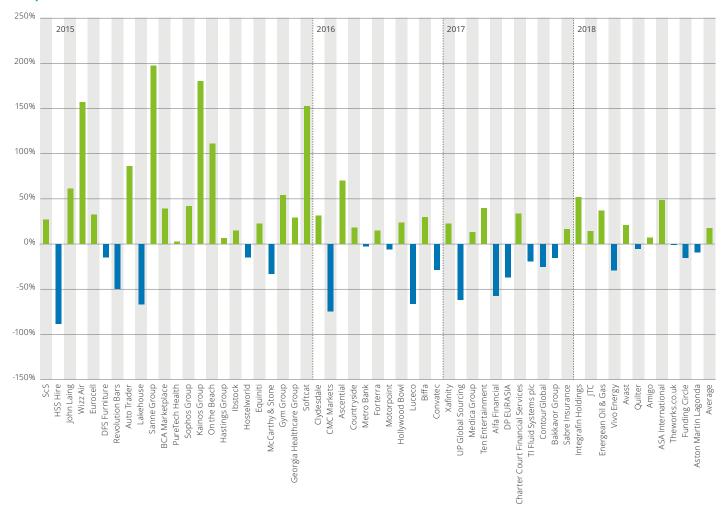
#### UK equity market price performance - last twelve months



Source: FactSet as at 14 November 2018

#### The Deloitte IPO Barometer

#### IPO performance relative to FTSE 350 - 2015 to 14 November 2018



Includes Premium Main Market IPOs excluding investment companies (i.e. AIM and Standard Main Market IPOs, investment companies, venture capital trusts, transfers from other markets, cash shells etc. have been excluded). The performance figures reflect share price movements only, take no account of dividends, and are not a measure of total shareholder return. Source: FactSet as at 14 November 2018, company admission documents

The Deloitte IPO Barometer measures the share price performance of IPOs of premium segment Main Market trading companies versus the FTSE 350 between the date of their IPO and 14 November 2018.

Since the start of 2015, IPOs have outperformed the FTSE 350 by an average of 17.6%, which represents an average rise of 20.8% compared to 3.2% for the FTSE 350. The few instances of significant underperformance largely result from company-specific factors such as profit warnings. We would note that the October dip in markets has impacted the aftermarket performance of 2018 IPOs, with a number now showing negative returns as a result.

As at 14 November there had been eleven premium segment Main Market IPOs in 2018, raising in excess of £4 billion¹ and returning an average of 4.4%.

Source: FactSet as at 14 November 2018



Since the start of 2015, an investment of £1,000 in each of the IPOs which are still on the market at their listing date was worth £67,658 at 14 November 2018 compared to £57,782 if you had invested an equivalent amount in the FTSE 350 at the date of each IPO.

Primary and secondary issuance for Premium Main Market IPOs excluding investment companies

# Equity 24(2) issuance and macroeconomic considerations

## Year-to-date equity issuance has been robust and was driven by secondary issuance

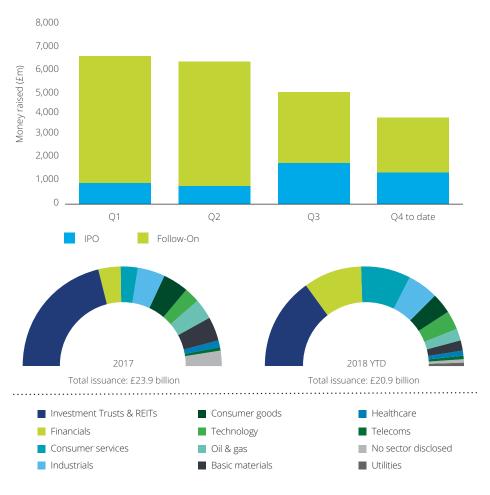
As at 14 November 2018, £20.9 billion has been raised in 2018 compared to £23.9 billion in the same period in 2017.

The final month of Q1 and Q2 were the most active periods as equity markets recovered from a turbulent start to the year.

While a number of IPOs successfully priced pre summer, Q3 and Q4 to date have proved challenging for new issuers on account of market volatility and uncertainty over the outcome of Brexit negotiations. The largest completed IPO in 2018 to date was that of Aston Martin Lagonda which raised £1.1 billion for selling shareholders in October 2018. The most significant secondary raises in 2018 to date included rights issues by Cineworld and DS Smith to fund acquisitions and which raised £1.7 billion and £1.0 billion respectively. While investors will naturally introduce more selectivity into the new issues market, good companies, attractively priced, should still command investor attention.

Over 2018 to date financials and investment companies have been the most active sectors, accounting for approximately half of all money raised as the positive impact of rising interest rates on financials stocks and high-yielding diversified investment vehicles remain attractive to investors.

#### Year to date primary equity issuance volume



Includes money raised from new shares from IPOs and secondary fundraisings by companies admitted to the Main Market or AIM. Excludes the issuance of convertibles and the take-up of any over-allotment options.

Source: London Stock Exchange as at 14 November 2018, admission documents.

#### The Deloitte CFO Survey – Q3 2018

The 2018 third quarter survey took place between 14th and 27th September. 95 CFOs participated, including the CFOs of 18 FTSE 100 and 36 FTSE 250 companies. The rest were CFOs of other UK-listed companies, large private companies and UK subsidiaries of major companies listed overseas. The combined market value of the 66 UK-listed companies surveyed is £383 billion, or approximately 15% of the UK quoted equity market.

#### Deal or no deal

The disappointing pace of Brexit negotiations and growing speculation about a no-deal Brexit weighed heavily on business sentiment in the third quarter.

CFOs have become more pessimistic about the long-term effect of the UK's departure from the EU. Brexit is rated as being by far the biggest threat to business over the next 12 months, ahead of weak UK demand, trade wars and geopolitics, in the league table of CFO concerns. Indeed, CFOs are more negative about the effects of Brexit today than at any time since the EU referendum.

Meanwhile CFO confidence has fallen to the lowest level in two years, but remains above the record low seen in the aftermath of the Brexit referendum. Perceptions of uncertainty have also risen sharply.

#### **Chart 1. Business optimism**

Net % of CFOs who are more optimistic about the financial prospects of their company than three months ago



#### Brexit is drowning out better news on growth

The survey took place in the wake of a modest rebound in UK economic activity. Having grown by a weak 0.1% in the first quarter the economy expanded by 0.4% in the second quarter. Monthly data show the pickup extending into July. Following a run of weak activity numbers earlier in the year, UK data have been coming in above market expectations in recent months.

If the UK and the EU strike a deal, and agree a smooth transition, there could be scope for a relief rally in sentiment. The reverse, of course, also holds.

Despite US rate rises and protectionism buffeting emerging markets and further signs of slowing euro area growth over the summer, CFOs rank emerging market and euro area weakness at the bottom of their risk list.

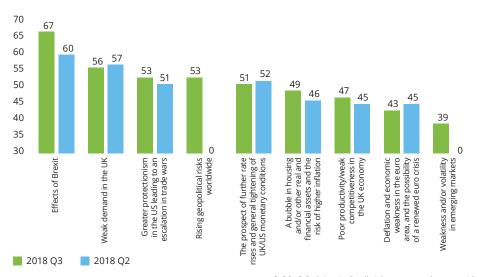
#### Chart 2. Effect of Brexit on own spending and hiring decisions

% of CFOs who expect M&A activity, capital expenditure and hiring by their business to decrease over the next three years as a consequence of Brexit



#### Chart 3. Risk to business posed by the following factors

Weighted average ratings on a scale of 0-100 where 0 stands for no risk and 100 stands for the highest possible risk

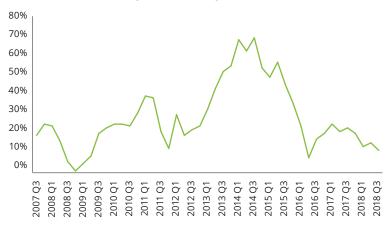


### Corporate risk appetite remains low as perceptions of uncertainty rise

CFO risk appetite remains subdued.

#### **Chart 4. Corporate risk appetite**

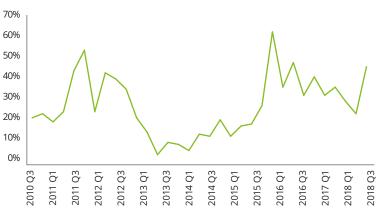
% of CFOs who think this is a good time to take greater risk onto their balance sheets



CFO perceptions of uncertainty rose sharply in the third quarter. 48% of CFOs rate current levels of external financial and economic uncertainty as high or very high, the highest reading since December 2016.

#### **Chart 5. Uncertainty**

% CFOs who rate the level of external financial and economic uncertainty facing their business as high or very high



#### Focus on defensive strategies

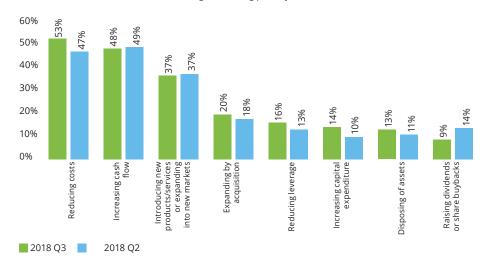
CFOs have become much more defensive in the way they run their balance sheets, continuing a trend underway since early 2017.

Defensive strategies – cost reduction and increasing cash flow – make up the top priorities for CFOs. Despite their defensive stance, CFOs rate introducing new products/services or expanding into new markets as their third highest priority.

Funding conditions remain favourable for the large corporates on our survey panel. CFOs continue to view credit as being cheap and easily available.

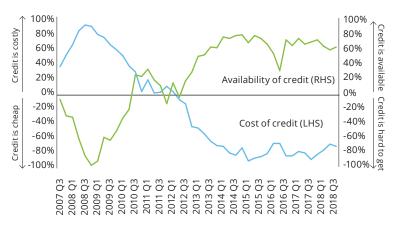
#### Chart 6. Corporate priorities in the next 12 months

% of CFOs who rated each of the following as a strong priority for their business in the next 12 months



#### Chart 7. Cost and availability of credit

Net % of CFOs reporting credit is costly and credit is easily available



ECM hot topic: Market approach to new IPO timetable requirements

#### What has changed?

In this hot topic we focus on how market practices are changing in response to the early publication of issuer information and the involvement of unconnected analysts in the IPO process.

In July this year, the FCA reformed the IPO process for all London regulated market IPOs (shares or GDRs). The changes fall into two categories:

#### Early publication of issuer information – focus of this hot topic

If syndicate banks plan to disseminate pre-IPO research and want their connected analysts to be in communication with the issuer and its representatives, then:



- 1. A range of unconnected analysts must also be given access to the issuer and its representatives; and
- Connected research cannot be disseminated until after
  publication of an approved registration document or prospectus.
  Where access to issuer management is given to connected and
  unconnected analysts separately, this 'quiet period' is seven days

#### **Connected analyst objectivity**

It is a pre-existing requirement that financial analysts should not engage in 'participating in 'pitches' for new business'. The new guidance says that:



'Participating in 'pitches' for new business' generally includes interacting with an issuer to whom the firm is proposing to provide underwriting or placing services (covering the issuer's representatives and shareholders), until

- 1. The firm has agreed to underwrite/place; and
- 2. Its role is confirmed in writing

#### **Contact details**



Mark Austin
Partner, Capital Markets
Tel: 020 7936 4000
Email: austin@freshfields.com



Jennifer McCarthy Lawyer Tel: 020 7936 4000 Email: jennifer.mccarthy@ freshfields.com



#### Two public documents

A key element of the new reforms is the move to publication of an FCA approved registration document in advance of the full prospectus.

#### **Registration document**



The registration document contains information on the issuer and its business, including risk factors, a description of its business and financial information. It does not contain any details of the proposed IPO, although the FCA does require wording stating the potential of the registration document to form part of a future prospectus.

#### **Pathfinders**



Early deals have gone on to publish an approved consolidated price range prospectus at the start of the management roadshow, updating issuer information from the registration document and consolidating that update with information on the IPO.

#### Alternative formats?

The rules allow the use of a tripartite prospectus – broadly, an updated registration document plus a new securities note and summary – but initial transactions have favoured the consolidated approach to meet perceived investor preference for a familiar format.

#### **Pathfinder**

While the new rules do not expressly prohibit use of an unapproved pathfinder for the management roadshow for institution-only offers, the FCA has indicated a strong expectation that an approved document will be used for marketing.

#### Schedule of changes

There is now a need to flag to investors how issuer information has changed between the registration document and prospectus. The FCA expects this to be included on all deals, but has not mandated a particular format. Early deals have taken different approaches: Funding Circle used a separate section at the end of the prospectus, while Aston Martin included the information as a sub-section within Presentation of Information earlier in the prospectus.

#### **Practical challenges**

The use of two public documents has thrown up some practical challenges for deal teams.

#### **Drafting**

- Drafting sessions must ensure that both the registration document that is published first and the subsequent prospectus – which is the document to which offer liability will attach – are subject to a robust process.
- Optimising use of issuer management time is therefore important.

#### **FCA review process**

- The two documents are now subject to parallel review.
- Where initial drafts of both documents are submitted together the FCA will aim for a single 10-day turnaround period, with subsequent review periods of five days.
- A further complication is the need to submit common information in one document only, to streamline the review and comment process.
- The FCA has been clear that it is open minded about how issuers and their advisers approach this.
- On early deals, a full registration document has been submitted alongside a skeleton price range prospectus, but the FCA is open to whatever process issuers and their advisers think is most efficient.

#### Impact of timetable changes

The move to two public documents, and the new 'quiet period' before publication of connected research after registration document publication, has had a knock-on effect on other aspects of the IPO timetable.



#### **Two ITFs**

Issuers have focused on the fact that the seven day quiet period requirement where the split access model is being used means that, for a week, the market has access to a long-form registration document but no analysts, either connected or unconnected, are able to speak to potential investors about valuation.



#### **Expectation of Intention to Float announcement** ("EITF")

Early deals have seen issuers putting out a detailed so-called 'EITF' on the date of publication of their registration document. The EITF is used as a vehicle to set out the highlights of an issuer's equity story and the likely structure of any offer should a decision be made to proceed. The EITF, in conjunction with a detailed communications plan for the duration of the guiet period, provides issuers with a coordinated approach prior to release of connected research.



#### **Confirmation of Intention to Float announcement** ("CITF")

A subsequent CITF will then be published alongside the release of connected research. The CITF confirms the decision to proceed with the IPO and gives details of the finalised offer structure as well as any other relevant changes, for example to the issuer's board or group structure.

Another key feature of the reforms is the FCA's desire to include unconnected analysts in the IPO process, to provide investors with additional points of view on companies coming to market.

#### **Open invitation**

- Early deals have included an open invitation to unconnected analysts in the EITF, with specific invitations also sent to unconnected analysts on an industry-maintained list.
- Access to issuer management is then conditional on unconnected analysts who have registered an interest both agreeing to comply with industry standard unconnected analyst guidelines and verification of their status by the syndicate banks.
- · Early deals have received interest from a number of unconnected analysts, with some ineligible applicants rejected after the bank verification process.

#### In person meetings

- One area that is likely to continue to evolve over time is how issuers choose to interact with unconnected analysts.
- While the rules permit an entirely written process, with unconnected analysts given electronic access to the materials provided to connected analysts and offered a means to raise queries with issuer management (where this was afforded to connected analysts), issuers on early deals have chosen to arrange in-person presentations so as to engage properly with unconnected analysts ahead of starting life as a public

## Case study: DBAY's public takeover of Harvey Nash Group plc

#### **DBAY Advisors**



Deloitte acts as lead financial adviser to DBAY on its £116m public takeover of Harvey Nash Group plc.

| Transaction overview    |   |  |  |  |
|-------------------------|---|--|--|--|
| Announcement date:      | 7 August 2018   |  |  |  |
| Completion date:        | 26 October 2018 (offer unconditional)   |  |  |  |
| Offer type:             | Public offer under Rule 9 of the Takeover Code  |  |  |  |
| Offer price:            | 130p  |  |  |  |
| Enterprise value:       | £116m   |  |  |  |
| Acquisition key terms:  | Recommended cash offer  |  |  |  |
| EV/EBITDA (historical): | 9.1x  |  |  |  |
| Other key features:     | DBAY had built up a 26% stake in the target<br>when the offer was launched                      |  |  |  |
|                         | Initially a scheme of arrangement, later flipped<br>to a contractual offer for tactical reasons |  |  |  |
|                         | A binding "no increase" statement was made<br>by the bidder                                     |  |  |  |
| Deloitte roles:         | Lead financial adviser and debt adviser on new debt facilities to DBAY                          |  |  |  |

Source: Factset, offer document

#### **Background**

- Deloitte worked closely with DBAY on a complex and tactical public takeover, delivering financial advice, Takeover Code advice and debt advisory.
- DBAY is a pan-European asset manager and investor in public and private securities.
- DBAY identified Harvey Nash as an opportunity to invest in one of the leading providers of specialist recruitment and outsourcing services in the IT and technology sector.
- DBAY had built up a 26% stake in Harvey Nash and considered that the best option to drive long-term value was to take the business private.
- After a period of private negotiations DBAY secured the support of the target board and launched a takeover offer, to be implemented by way of a scheme of arrangement.

#### **Harvey Nash share price performance**



Source: Factset, offer document

#### Offer process and outcome

- For tactical reasons, DBAY made a binding "no price increase" statement and switched to a contractual offer, meaning a lower acceptance threshold.
- DBAY also began a program of share purchases in the market and ran a telephone campaign to shareholders.
- DBAY ultimately received over 90% acceptances of its takeover offer, enabling a compulsory squeeze out of the remaining minority and securing 100% control.
- The Deloitte team's integrated approach and extensive experience of public markets and the Takeover Code helped DBAY to navigate a complex transaction. The transaction demonstrates our added value as a trusted M&A adviser with the capability to deliver a full suite of sector, public markets and debt advice.

## Chris Nicholls Partner Tel: 020 7303 3092 Email: chnicholls@deloitte.co.uk Craig Lukins Director Tel: 020 7007 7766 Email: clukins@deloitte.co.uk Stéphanie Ray Manager Tel: 020 7007 0289 Email: stray@deloitte.co.uk

## Deloitte equity capital markets

#### Our service offerings

#### **Independent IPO Adviser**



- Truly independent advice throughout the IPO process
- Offer and transaction structuring advice
- Assistance with adviser selection
- Input into equity story
- Project and syndicate management

#### IPO Reporting Accountant



- Reporting on financial, tax and commercial due diligence
- Assessing the control and governance environment
- Sign off on HFI, working capital and FPP

#### Sponsor & Nomad



- Advise and lead the transaction process from a regulatory perspective
- Independent from investors, providing impartial advice
- Advice on corporate governance procedures
- Ongoing regulatory role, including transaction advice

#### **IPO Assist**



- Typically where we are not acting as reporting accountant
- Support and advice where and when needed
- Services include project management, seconding staff, building models and working as an integrated part of the company's team

#### **Public Company M&A**



- P2Ps, public offers, hostile takeovers
- Act as lead adviser on either the buy-side (Offeror Adviser) or sell-side (Rule 3 Adviser) of the transaction
- Advice on corporate restructurings and demergers
- Support and advice on preparing bid defence procedures

#### Class 1 Reporting Accountant



- Act on any Class 1 transaction and rights issue even when we are not auditor
- Introduction of the new EU audit reform rules will require greater auditor independence

#### **IPO Readiness**



- Help companies prepare for an IPO
- Readiness assessment with a key findings report. Identifies deficiencies that may delay or prohibit an IPO
- Scope covers financial and commercial areas
- Design remediation plan to address shortcomings prior to IPO kick-off

#### Post-IPO Support



- Help management handle the transition to a PLC
- Assist with preparation of first set of public financials, audit of financial statements, ongoing analyst liaison and results announcements
- Ongoing corporate governance advice and support

#### Tax and Remuneration Advice



- Tax structuring, including domicile of Topco
- VAT treatment advice
- Advice on arranging executive and employee remuneration plans
- Benchmarking remuneration structures against PLC norms
- Implementation and documentation of remuneration plans

#### Deloitte UK – Corporate Finance M&A Lead Advisory

A look back on FY18

#### An active year across all sectors

Lead advisor on **70** completed deals...

...with a combined deal value of

£4bn



Extensive buyer reach, spanning both Strategic and Private Equity (PE) acquirers



#### **Impressive Private Equity market share**



~15%

of PE deals in UK

Enterprise Values ranging from

c. £20m - c. £800m

#### Pre-eminent sell-side advisor to the UK mid-market

**50** sell-side roles...

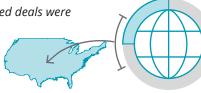
...with a combined deal value in excess of £2.7bn



#### International deal corridor remains strong

~1/4 of our completed deals were cross border...

... of which, ~33% were sold to a US acquirer



#### Top three sectors trending by volume and value:



- 1 Business Services
- 2 Healthcare and Life Sciences
- **3** Technology, Media and Telecommunications

#### Leading UK M&A advisory practice of scale

**135+** strong team of lead M&A advisers



...including 40+
Partners and Directors

#### Part of a global M&A service offering

200 Partners, 1,600 professionals across 120 locations

...430 completed deals with a combined deal value of \$37.6bn (38% of which were cross border)



#### Equity and PLC Advisory

#### Core team



Chris Nicholls
Partner
Tel: 020 7303 3092
Email: chnicholls@deloitte.co.uk



Eddie Hamilton Director Tel: 020 7303 2733 Email: edhamilton@deloitte.co.uk



Craig Lukins
Director
Tel: 020 7007 7766
Email: clukins@deloitte.co.uk



James Hunt Assistant Director Tel: 020 7007 8262 Email: jchunt@deloitte.co.uk



Alison Macleod
Assistant Director
Tel: 020 7007 4536
Email: alismacleod@deloitte.co.uk



lain McKenzie Assistant Director Tel: 020 7007 7909 Email: imckenzie@deloitte.co.uk



Jasmine Kanish Manager Tel: 020 7007 6897 Email: ¡kanish@deloitte.co.uk



Stéphanie Ray Manager Tel: 020 7007 0289 Email: stray@deloitte.co.uk



Alex Manning Assistant Manager Tel: 020 7303 3888 Email: alemanning@deloitte.co.uk

#### **Selected Equity and PLC Advisory credentials**

Financial adviser to **DBAY Capital** on its public takeover of Harvey Nash Group plc



£116m October 2018 Lead adviser to MITIE Group Plc on the sale of VSG Group Limited to Compass Group Plc



£14m October 2018 Lead adviser to **Kier Plc** on the sale of its pensions administration business to XPS Plc



£4m September 201 Lead adviser to **British Land** on sale of its property management business to Savills



Undisclosed May 2018 Sponsor and financial adviser to **Xafinity** on its fundraising and Class 1 acquisition



Up to £153m January 2018 Sponsor and financial adviser to **Tri Pillar** on its proposed Main Market IPO



Announced November 2017

Sponsor and financial adviser to **Xafinity** on its Main Market IPO



£190m February 2017 Independent financial advice to British Business Bank



Undisclosed 2016 Lead financial adviser to PayPoint on the disposal of its Mobile business



Undisclosed December 2016 Independent financial adviser to Morses Club

eeeemorsesclub
putting you first

£140m May 2016 Strategic advice to the Board of **Sweett Group** 



Undisclosed May 2016 IPO planning, advisory and assist services to Metro Bank



£1,600m May 2016

Lead financial adviser to **PayPoint** on the disposal of its Mobile and Online division



Undisclosed January 2016 Financial adviser to **Den Hartogh** on its recommended cash offer for InterBulk



\$142m December 2015 Financial adviser to shareholders of **Argus Media** on sale to General Atlantic



c.£1,000m May 2016 Financial adviser to US\$ lenders on the \$407m rights issue and \$370m debt restructuring of **Lonmin** 



\$777m November 2015 Lead financial adviser to **Colt** or he sale of its European manage cloud business to Getronics



Undisclosed November 2015 Financial adviser and IPO Assist services to **NMC Healthcare** on its IPO



£390m April 2012

#### Global Deloitte Debt and Capital Advisory

One of the most successful Debt and Capital Advisory teams

#### Global senior team

Australia



Sallie Muir +61 02 9322 5621 samuir@deloitte.com.au

China



Patrick Fung +852 2238 7400 pfung@deloitte.com.hk

Ireland



John Doddy +353 141 72 594 jdoddy@deloitte.ie

**Poland** 



Michal Lubieniecki +48 22 5110 010 mlubieniecki@deloittece.com

UAE



Robin Butteriss +971 4506 4857 robutteriss@deloitte.co

#### Australia



Aaron Black +61 2 8260 4690 aablack@deloitte.com.au

**Czech Republic** 



Radek Vignat +420 246 042 420 rvignat@deloittece.com

Israel



Joseph Bismuth +972 3 608 5554 jbismuth@deloitte.co.il

#### Portugal



Antonio Julio Jorge +351 210 422 524 ajorge@deloitte.pt



Chris Nicholls +44 20 7303 3092 chnicholls@deloitte.co.uk

#### Austria



Ben Trask +43 15 3700 2950 bentrask@deloitte at

Denmark



Thomas Bertelsen +45 30 93 53 69 tbertelsen@deloitte.dk

Ital



Daniele Candiani +39 348 451 8099 dcandiani@deloitte.it

#### Singapore



Richmond Ang +65 6216 3303 rang@deloitte.cor

UK

#### Belgium



Sebastiaan Preckler +32 2 800 28 35 spreckler@deloitte.be

France



Olivier Magnin +33 1 4088 2885 omagnin@deloitte.fr

Japan



Haruhiko Yoshie +81 80 443 51 383 haruhiko.yoshie @tohmatsu.co.jp

South Africa



Fredre Meiring +27 1 1209 6728 fmeiring@deloitte.co.za



John Deering +1 70 4333 0574 jdeering@deloitte.com

#### Brazil



Carlos Rebelatto +55 813 464 8125 crebelatto@deloitte.com

France



François Champarnaud +33 1 40 88 28 00 fchamparnaud@deloitte.fr

Luxembourg



Pierre Masset +352 45145 2756 pmasset@deloitte.lu

Snair



Javier Fernandez-Galiano +34 918229521 jfernandezgaliano@deloitte.es

Canada



Jennifer Maeba +14166071483 jmaeba@deloitte.ca

Germany



Axel Rink +49 (69) 75695 6443 arink@deloitte.de

Mexico



Jorge Schaar +52 55 5080 6392 jschaar@deloittemx.com

\_



Alejandro Gonzalez de Aguilar s +34 91 443 2552 agonzalezdeaguilar@deloitte.es

Canada



Robert Olsen +1 41 6601 5900 robolsen@deloitte.ca

Greece



loannis Apostolakos +30 210 678 1348





Alexander Olgers +31 8 8288 6315 aolgers@deloitte.nl

d To



Samuel Kramer +41 582 797636 skraemer@deloitte.ch



Jaime Retamal +56 22 729 8784 jaretamal@deloitte.com

India



Vishal Singh +91 22 6185 5203 vvsingh@deloitte.com

Norway



Andreas Enger +47 23 279 534 aenger@deloitte.no

Turkey



Basak Vardar +90 212 366 60 94 bvardar@deloitte.com

Chris Skinner

+44 (0) 20 7303 7937

chskinner@deloitte.co.uk

#### ECM team - London

#### **ECM London Partners**



Tel: 020 7303 7827 Email: azxaiamhassani@deloitte.co.uk



Simon Olsen Partner Tel: 020 7007 8440 Email: solsen@deloitte.co.uk



Tel: 020 7007 2038 Email: rbeeney@deloitte.co.uk



Partner Tel: 020 7303 8588 Email: ijsmith@deloitte.co.uk



Tel: 020 7303 0603 Email: jimbrown@deloitte.co.uk



**Anthony Stobart** Partner Tel: 020 7007 8988 Email: astobart@deloitte.co.uk



John Hammond Tel: 020 7007 2936 Email: iohammond@deloitte.co.uk



**Richard Thornhill** Partner Tel: 020 7007 3247 Email: rthornhill@deloitte.co.uk



Tel: 020 7 007 1969 Email: mahowell@deloitte.co.uk



**Caroline Ward** Partner Tel: 020 7007 8378 Email: carward@deloitte.co.uk

#### **ECM London team**



Jeremy Bohm Director Tel: 020 7303 7141 Email: jbohm@deloitte.co.uk



Ian Whitefoot Director Tel: 02380 354 364 Email: iwhitefoot@deloitte.co.uk



Jackie Hau Senior Manager Tel: 020 7303 0706 Email: jhau@deloitte.co.uk



Oyin Bishi Assistant Manager Tel: 020 7303 4068 Email: obishi@deloitte.co.uk



Director Tel: 020 7007 6035 Email:marbrown@deloitte.co.uk



Kate Borissova **Assistant Director** Tel: 020 7303 4427 Email: kborissova@deloitte.co.uk



Senior Manager Tel: 020 7007 3223 Email: rkazi@deloitte.co.uk



Zak Linden **Assistant Manager** Tel: 020 7007 3693 Email: zlinden@deloitte.co.uk



Director Tel: 020 7007 6593 Email: ncook@deloitte.co.uk



**Alex Loder Assistant Director** Tel: 020 7007 0220 Email: alloder@deloitte.co.uk



Sarah Edmond Manager Tel: 020 7303 4858 Email: sedmond@deloitte.co.uk



Director Tel: 020 7303 2273 Email: vman@deloitte.co.uk



**Nick Brown** Senior Manager Tel: 020 7007 0735 Email: nickmbrown@deloitte.co.uk



**Ramil Gilmutdinov** Manager Tel: 020 7007 0459 Email: rgilmutdinov@deloitte.co.uk



**David Rothwell** Director Tel: 020 7007 9627 Email: drothwell@deloitte.co.uk



Victoria Edge Senior Manager Tel: 020 7007 8246 Email: vicedge@deloitte.co.uk



**Daniel Wagner Veary** Manager Tel: 0118 322 2477 Email: dwagnerveary@deloitte.co.uk

#### ECM team - Regions

#### North & Scotland



Rick Ballard
Partner - Edinburgh
Tel: 0131 535 7734
Email: rballard@deloitte.co.uk



**Natie Harrison Director – Manchester**Tel: 07920 829173
Email: katieharrison@deloitte.co.uk



Peter Braddock Director - Manchester Tel: 0161 455 6687 Email: pbraddock@deloitte.co.uk



Richard Sweetland Assistant Director - Leeds Tel: 0113 292 1965 Email: rsweetland@deloitte.co.uk



**Tim Grogan Partner - Manchester**Tel: 0161 455 8646
Email: tgrogan@deloitte.co.uk



Adam Batson Senior Manager – Leeds Tel: 0113 292 1565 Email: adabatson@deloitte.co.uk



Matt Hughes Partner – Leeds Tel: 0113 292 1634 Email: mahughes@deloitte.co.uk



Raza Mian Senior Manager – Manchester Tel: 0161 455 6279 Email: rmian@deloitte.co.uk



Andy Halls
Partner - Birmingham
Tel: 0121 695 5974
Email: ahalls@deloitte.co.uk

Midlands & East



Lee Welham
Partner - Cambridge
Tel: 01223 259 815
Email: lwelham@deloitte.co.uk



Jon Throup Director - Birmingham Tel: 0121 695 5736 Email: jthroup@deloitte.co.uk



Joe Darby Senior Manager – Birmingham Tel: +44 7976 605 932 Email: jodarby@deloitte.co.uk



South

Bill Farren
Partner - Gatwick
Tel: 01293 761 263



Russell Earnshaw Assistant Director - Southampton Tel: +44 2380 35 4286 Email: rearnshaw@deloitte.co.uk



Mike Thorne
Partner - Reading
Tel: 0118 322 2388
Email: mthorne@deloitte.co.uk



Eddie Bell Senior Manager – Bristol Tel: 0117 984 1159 Email: eddbell@deloitte.co.uk



Chris Booker Director – Reading Tel: +44 7827 881049 Email: cbooker@deloitte.co.uk



lan Chamberlain Director - Bristol Tel: 0117 984 2732 Email: ichamberlain@deloitte.co.uk

#### Selected IPO credentials







GLOBAL PORTS

May 2017





**Provident Financial Group** 

**Financial Services** 

Provident

February 2018

£331m

Financial Group







November 2014

£1,250m









**Revolution Bars** 







Healthcare

ConvaTec

October 2016

£4,391m

£1,117m

Lakehouse

**Business services** 

March 2015

£140m

Lakehouse















#### Notes

31

#### Notes

#### Deloitte.

This publication has been written in general terms and we recommend that you obtain professional advice before acting or refraining from action on any of the contents of this publication. Deloitte LLP accepts no liability for any loss occasioned to any person acting or refraining from action as a result of any material in this publication.

Deloitte LLP is a limited liability partnership registered in England and Wales with registered number OC303675 and its registered office at 1 New Street Square, London EC4A 3HQ, United Kingdom.

Deloitte LLP is the United Kingdom affiliate of Deloitte NWE LLP, a member firm of Deloitte Touche Tohmatsu Limited, a UK private company limited by guarantee ("DTTL"). DTTL and each of its member firms are legally separate and independent entities. DTTL and Deloitte NWE LLP do not provide services to clients. Please see www.deloitte.com/about to learn more about our global network of member firms.

© 2018 Deloitte LLP. All rights reserved.

Designed and produced by 368 at Deloitte. J16818