

Accessing the Global Capital Markets Through London

Listing Considerations for Life Sciences Companies

September 2019



London
Stock Exchange

Executive Summary

Why London?



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London Is The Most International Market

- London is the most international stock market globally in terms of international listed companies
- International shareholders represent almost half the ownership in UK stocks
- North American shareholders alone own c.30% and UK IPOs routinely offered to most US institutions
- US IPO market remains essentially domestic with limited relative international investor representation
- US investors' holding of "non-domestic" companies tends to be more volatile

Natural Home for Healthcare Companies

- London Healthcare companies outperformed US Healthcare market over the past year
- AIM healthcare sector shows particular strong performance vs London AIM and Main Market
- With 114 companies, 97 of which are Lifesciences, London Healthcare sector exhibits much lower price volatility than Nasdaq US establishing an optimal environment for listing

Enhanced Deal Structure and Process in the UK

- With AIM and Main Market, UK is more receptive to deals of all sizes – from micro to mega cap
- Less share price volatility observed in the UK due to long-term orientation of investors
- UK investors have a superior appetite to absorb secondary sell-down at IPO than US counterparts

Vastly Reduced Regulatory Burden and Cost

- London much more cost effective for IPO underwriting and transaction costs
- Quarterly reporting not mandatory in UK further reducing cost and time burden
- Insurance far more expensive in US due to legal environment / track record of shareholder activism
- Annual Sarbanes Oxley compliance estimated at US\$1.5m / SEC review process longer than UKLA

London Provides Better Support for Small Caps

- AIM is the number one growth market in Europe
- With 86 Healthcare companies, AIM has performed particularly well cementing its status as not only the premier junior market, but the ideal market for a small cap IPO
- Companies such as Abcam have chosen to list in London via AIM for greater growth potential than US exchanges

1. London's Equity Markets



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Key Highlights from 2018

Strong position for international IPOs



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79
IPOs

79 IPOs on LSE in 2018,
the highest in Europe,
raised \$12.8 billion.



53 int'l listings

21 IPOs and a further 32
introductions and new listings from
international companies. 3 of the 5
largest IPOs were international.

\$48bn

A total \$48bn equity capital was raised in
London in 2018 through IPOs and follow on
issuance.

The two years following the Brexit referendum
have been two of the most active for London
Stock Exchange in a decade, recording the
highest and third highest annual activity for
equity listings in London since 2008 (650+
transactions in 2018).

2 AI company
IPOs

London accommodates the
emergence and growth of new
Lifesciences sector – companies
operating on digital health, use of
technology and artificial intelligence
in Healthcare.



AIM is the most
successful growth
market in Europe
with 35 AIM IPOs.

1st in Europe for IPO & FO Proceeds



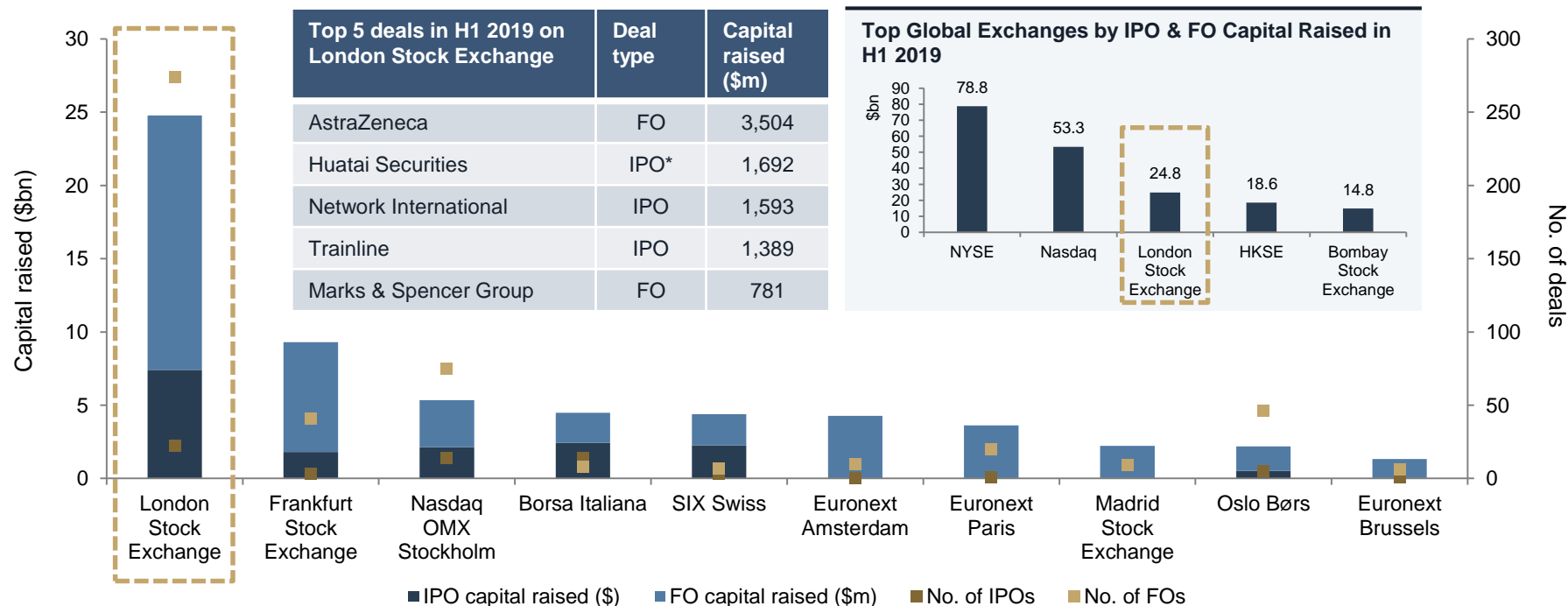
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\$24.8bn was raised in London through IPOs & FOs in H1 2019

London was the most active equity market in Europe in H1 2019, with:

- more than 3x total deals (296 IPOs & FOs) than the next exchange, Nasdaq OMX Stockholm (89 IPOs & FOs)
- c. 3x more in IPO and FO proceeds (\$24.8bn) than the next exchange, Frankfurt Stock Exchange (\$9.3bn)

Top 10 European Exchanges by IPO & FO Capital Raised in H1 2019



Source: Dealogic, July 2019

All calculations are based on a deal pricing date

*A new listing as a part of Shanghai-London Stock Connect

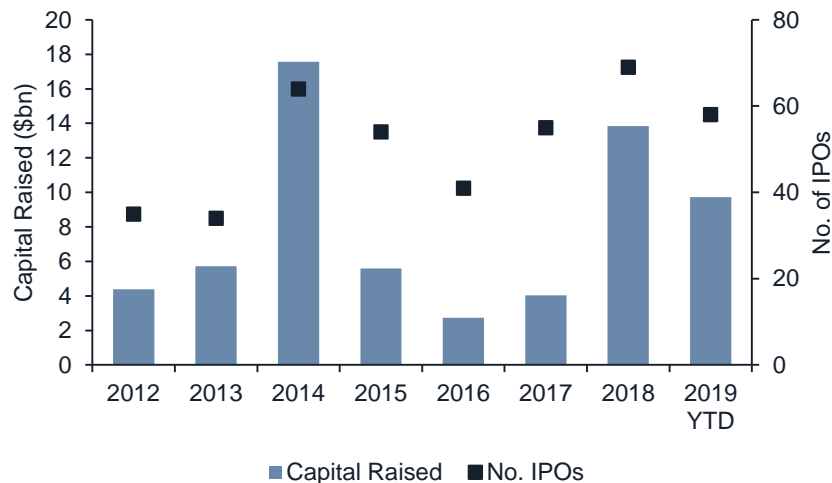
The Global Offshore Financing Centre

47% of cross-border IPOs globally occurred in London



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Global Cross-Border IPO deal value 35% above 5y average*



- London has established itself as the number one venue for cross-border IPOs and new listings, accounting for 47% (\$4.6bn) of global value
- This is c.\$2.5bn more than the next largest exchange for cross-border IPOs, Nasdaq
- London has welcomed companies from North America, Africa, United Arab Emirates and China in H1 2019

3 of the top 5 IPOs and new listings on LSE in 2019 H1 were international

Company	Huatai
Company Nationality	China 
Capital Raised (\$m)	1,692
Market Cap at Listing (\$m)	25,305
Primary / Secondary	100 / 0

Company	Network International
Company Nationality	UAE 
Capital Raised (\$m)	1,593
Market Cap at Listing (\$m)	1,398
Primary / Secondary	0 / 100

Company	Airtel Africa
Company Nationality	Pan-African 
Capital Raised (\$m)	687
Market Cap at Listing (\$m)	3,814
Primary / Secondary	100 / 0

Source: Dealogic, FactSet, July 2019

Cross-Border IPO defined as an IPO listing where the exchange nationality differs to the company nationality

*only H1 cross-border IPOs are considered

Note: companies from Greater China listing on HKSE have not been classified as cross-border

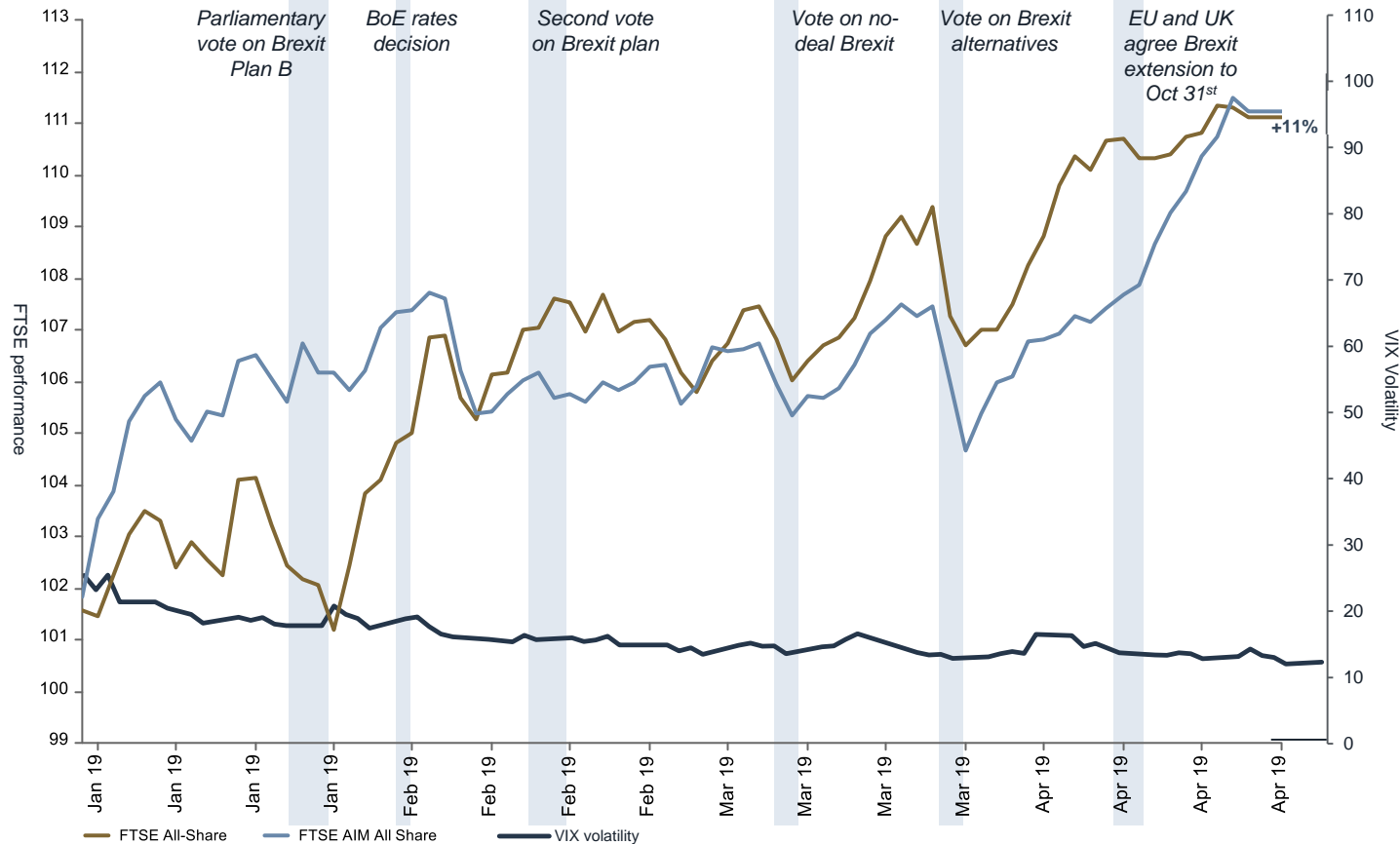
UK Markets Remain Resilient

Volatility remains stable despite geopolitical uncertainty



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Volatility vs UK Market Performance (2019 YTD)



London markets have remained resilient in Q1 despite strong macro headwinds

The FTSE All-Share and FTSE AIM indices have seen steady growth of c.11% over the year

The volatility index; a common panic indicator for the market, has remained stable and low over Q1 between 10-20%

The Home of International Issuers

More international companies choose London for listing



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More international companies choose London for listing than any other exchange

100+

London issuers operate in over 100 countries around the world

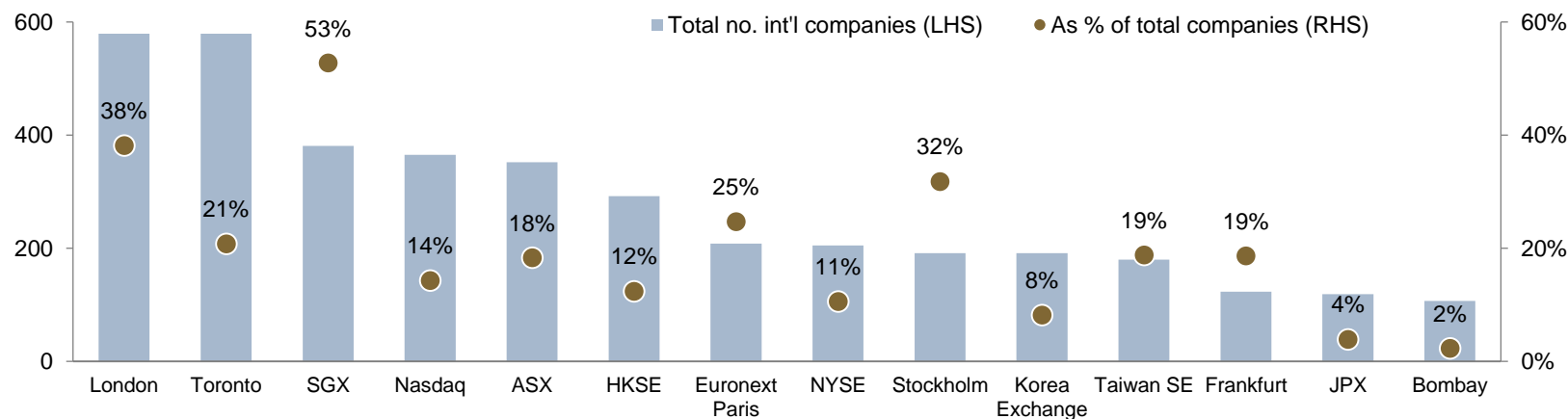
38%

of London-listed companies are international

3

3 of 5 of the top London IPOs in 2018 were international

London has more international companies than any other major exchange



International	579	579	381	365	352	292	208	205	191	191	180	123	119	107
Domestic	937	2204	341	2179	1565	2056*	633	1722	409	2128	774	535	2896	4404

Source: London Stock Exchange, FactSet, April 2019

*1402 (60%) of HKSE companies are Chinese

— Exchanges with fewer than 250 companies listed are excluded

— International companies are those where the country of primary business of a company is not equal to the country of its primary listing. Our country of primary business methodology uses FactSet data and takes into account the country of largest revenue exposure, headquarters and incorporation

West to East and East to West

A two-way depositary receipt programme



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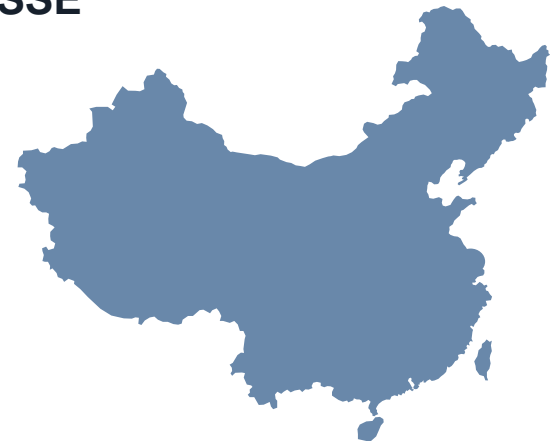
SSE
SHANGHAI
STOCK EXCHANGE

LSE Premium listed corporates
issuing CDRs to be listed on SSE

LCH The Markets'
Partner



SSE listed corporates issuing
GDRs to be listed on LSE



Inaugural issuer to use the London-Shanghai connect route

Company name	Huatai Securities Co. Ltd.
LSE market	Main Market
FTSE ICB sector	Financial Services
Main countries of operation	China
Admission date	17 June 2019
Money raised at admission	\$1,692 million (including greenshoe)
Market cap at admission	\$25,305.5 million
Current market cap	\$25,517.1 million
Bookrunner	JP Morgan, Morgan Stanley, Credit Suisse, HSBC, Huatai Financial

“Shanghai-London Stock Connect is the first of its kind to directly link the Chinese and European markets and a strategic component of China's capital markets opening up. The programme offers us access to one of the deepest and most influential capital markets in the world and provides fungibility between the GDRs and the A Shares. The offering will improve our core competitiveness by supporting the growth of our international business, further expanding our overseas footprint, and strengthening our capital position. We are pleased to be the first issuer to tap this new market of enormous potential and unprecedented opportunity.”

Zhou Yi, Chairman & President

Listing Story

Huatai Securities is a leading integrated securities group in China, with the largest securities brokerage business and leading e-platform in the industry. The company has maintained listings on the Shanghai and Hong Kong Stock exchange in 2010 and 2015 respectively.

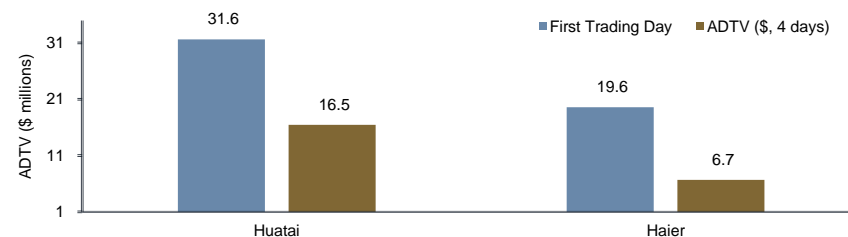
Huatai successfully listed GDRs on LSE's Main Market in June 2019, raising \$1.54 billion at IPO. Huatai is the inaugural issuer to list GDRs in London through the Shanghai-London Stock Connect programme.

This marks the first time that international investors have been granted access to China A-Shares on an exchange outside Greater China using international trading and settlement practices.

Comparisons to a Chinese peer, Haier Group, which listed D-shares in Frankfurt shows Huatai has seen stronger trading since IPO, at over 3x in average daily value traded thus far*



Trading Data*



Source: LSE, company website, Dealogic, FactSet, July 2019

*Trading data comparisons are on currently available trading data (20/06/2019) for Huatai Securities vs. Haier D shares 1st four days of trading

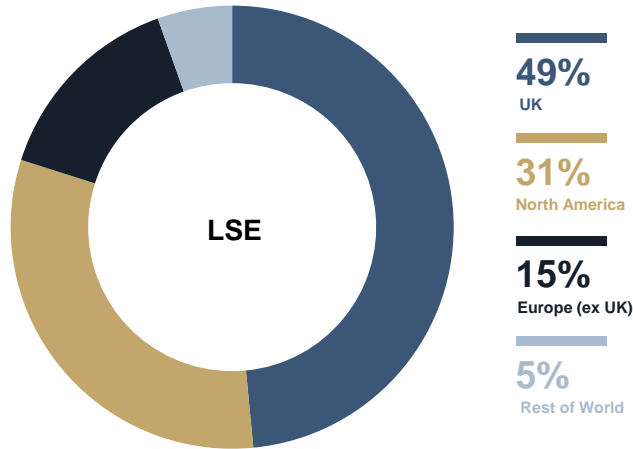
Diverse Investment Base vs US



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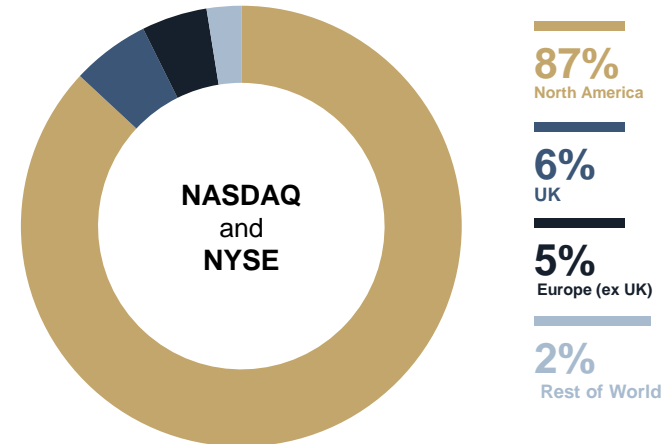
Gain access to the more internationally diverse pool of investment

Domicile of Top investors in listed securities in London*



- London has the most diverse investor base of any major global exchange, while still allowing issuers to tap US institutional investors.
- This allows issuers access to a pool of capital that is comfortable with companies who build internationally facing business models.

Domicile of Top investors in listed securities in the US*



Largest Institutions Investing in LSE Listed Stock

Investor Country

BlackRock Investment Management (UK) Ltd.	United Kingdom	
The Vanguard Group, Inc.	United States	
Legal & General Investment Management Ltd.	United Kingdom	
Norges Bank Investment Management	Norway	
BlackRock Fund Advisors	United States	
Capital Research & Management Co.	United States	

Source: FactSet, July 2019

*Based on the Value of Securities Held

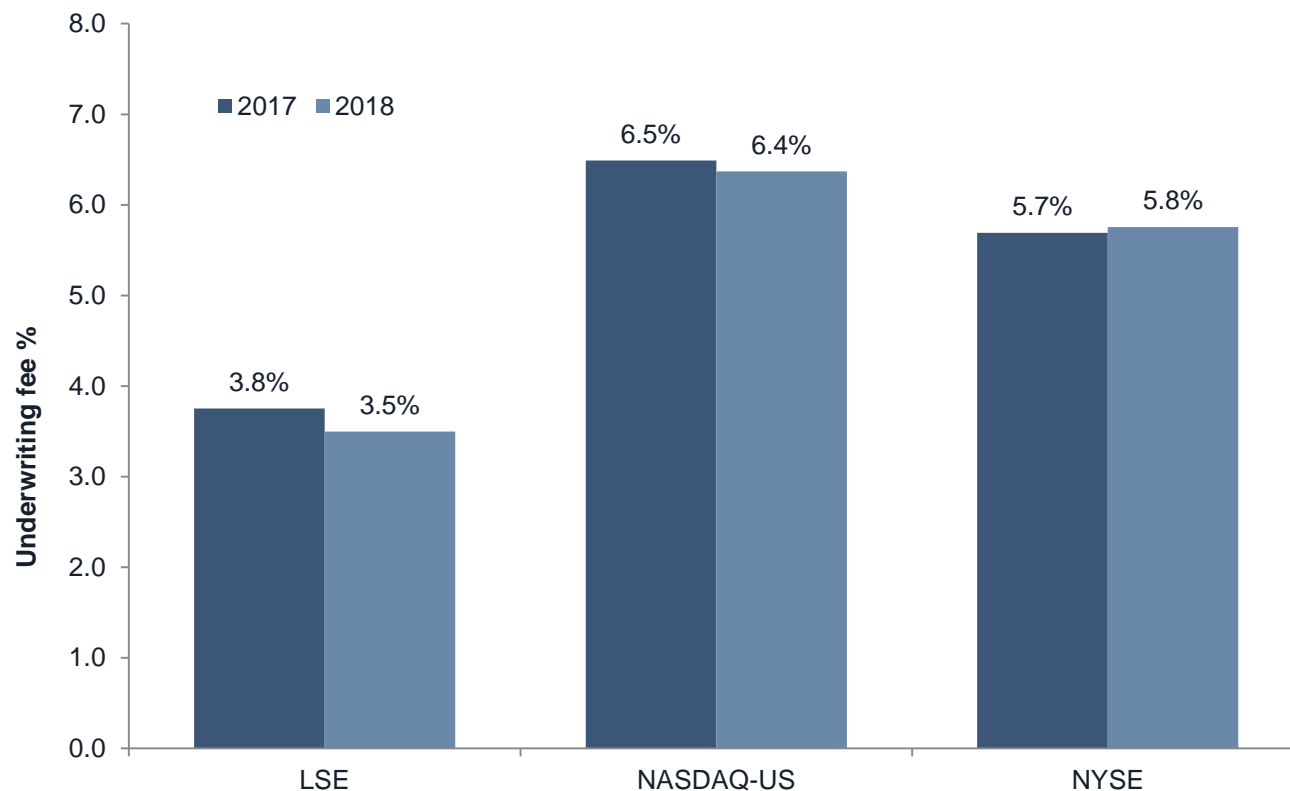
UK vs US IPO Cost Comparison

UK typically lower cost with less litigation risk



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Comparison of Underwriting Costs for IPOs (%)



8.4%

of all US exchange listed
companies were sued in
2018 alone

202

Foreign issuers were sued
from 2014-18, paying out
settlements totalling \$4.5bn

**No SarbOx
Lower Insurance
Less Litigation**

Source: Dealogic, January 2019

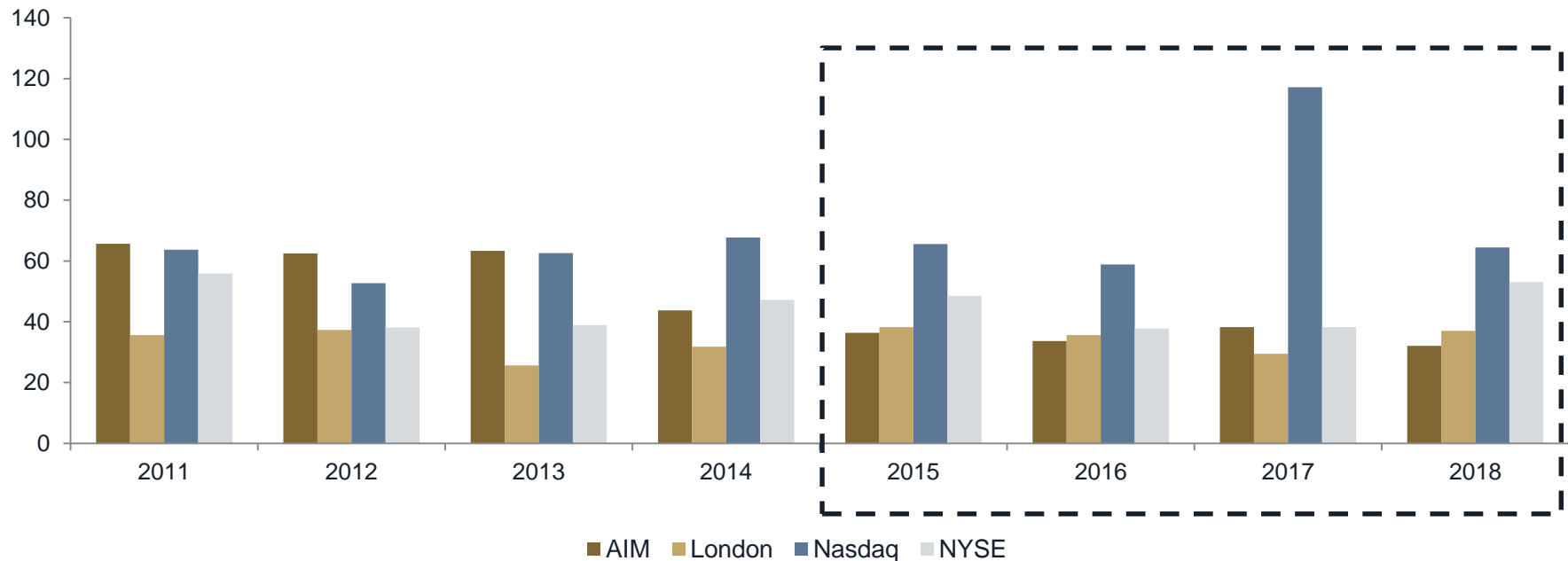
Source: <http://securities.stanford.edu/research-reports/1996-2017/Cornerstone-Research-Securities-Class-Action-Filings-2017-YIR.pdf>



Lower Price Volatility

- The London Stock Exchange Main Market is consistently less volatile when compared to US markets. Much of this is driven by its diversified international investor base and focus on institutional investment.
- AIM displays relatively higher volatility due to its focus on high growth companies.
- Despite this, in recent years IPOs on AIM have been more stable compared to the US exchanges.

Price volatility across markets, year by year



Source: Dealogic, FactSet, LSE Calculation, January 2019

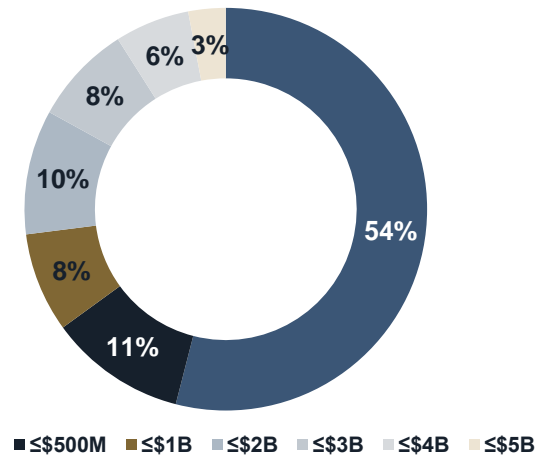
Note: All IPOs since 2014. Daily price volatility since listing annualized



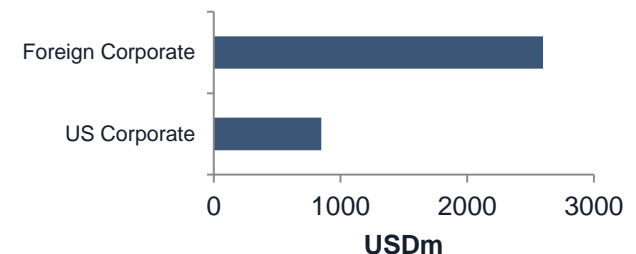
Comparison of US and UK Regulatory Regimes

Key Issue	United States	United Kingdom
Quarterly Reporting	✓	✗
Liability regime arising from disclosure	Sarbanes Oxley introduces a risk of personal criminal liability for CEO and CFO who must sign-off on disclosure, financial and accounting controls and disclosure in SEC filed annual report.	Directors responsible for content of annual report, would not incur personal criminal liability except in cases of fraud.
Directors and Officers Insurance	D&O Insurance costs are typically 3x more expensive for a company listed in the US due to the significantly more litigious environment compared to the UK.	Owing to the less litigious environment, D&O Insurance is generally far cheaper in the UK than the US
Litigation	<ul style="list-style-type: none"> — Plaintiffs filed a record 412 new federal class action securities cases in 2017 — This is 52% higher than 2016 and more than 2x than 1997-2016 average — Snap Inc (NYSE.SNAP) was subject to class action filing 2 months after listing. — In January 2018, Brazilian oil company Petrobras agreed to pay \$3bn as settlement to a class action lawsuit 	We were not able to identify a class action in the UK against any LSE listed foreign company. This compares to 336 class actions against foreign US listed companies since 2008.

Market Cap loss that preceded class action
(Direct Dollar Loss* by size Average (1997-2015))



FCPA 2016 Settlements against US vs Int'l firms**



Source: Stanford Law School in collaboration with Cornerstone Research, <http://securities.stanford.edu/research-reports/1996-2017/Cornerstone-Research-Securities-Class-Action-Filings-2017-Y1R.pdf>

*DDL- The total decline—that is, the dollar value change—in the market capitalisation of a defendant company from the trading day immediately preceding the end of the class period to the trading day immediately following the end of the class period. Mega DDL filings have a dollar loss of at least \$5 billion.

**Source: SEC Website

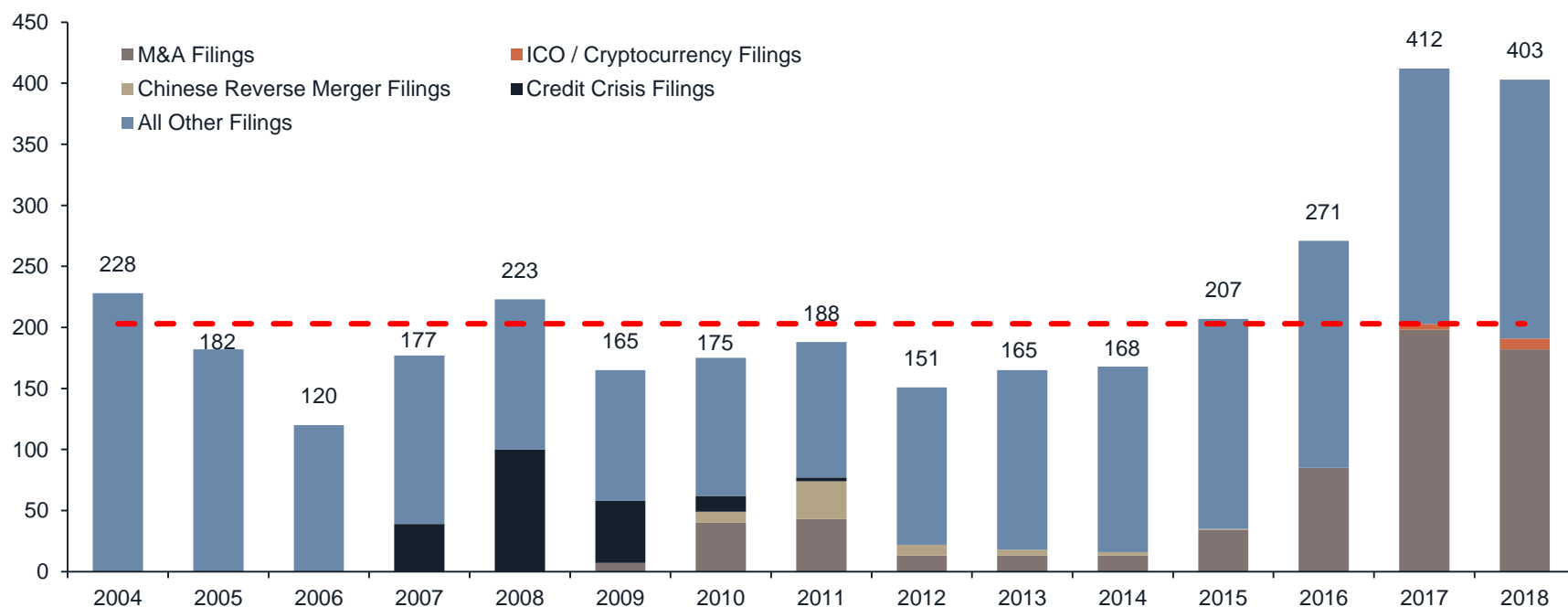
US Litigation Environment

Class Action lawsuits are increasing in frequency



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- Plaintiffs filed 403 new federal securities class actions last year, **making 2018 the second-largest year on record, trailing only 2017**
 - The number of filings in 2018 was 99% higher than the average
 - Core filings – those excluding M&A filings – were the highest since 2008m when filings surged due to the volatility in global financial markets
- **Since 2009, 19.5% of IPOs have been subject to a federal core filing within four years of IPO**, compared to 14.5% pre-crisis



Source: <http://securities.stanford.edu/research-reports/1996-2018/Cornerstone-Research-Securities-Class-Action-Filings-2018-YIR.pdf>

Class Action Case Study

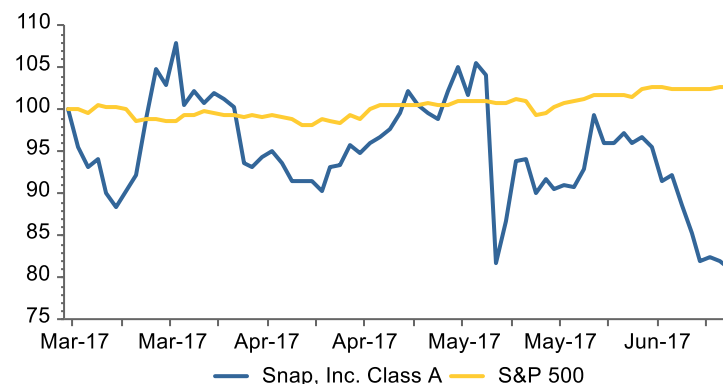
Snap Inc – Class Action 2 months after IPO – still ongoing in 2019



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- On May 10, 2017, post-market, Snap issued its first quarterly report as a public company, disclosing disappointing user growth at the Company's Snapchat messaging platform. For the quarter, Snap reported 166 million daily users, only 8 million more than in the previous period and only 44 million more than the same period in the prior year—Snapchat's slowest year-to-year growth rate in at least two years.
- On this news, Snap's share price fell \$4.93, or 21.45%, to close at \$18.05 on 11 May 2017 falling \$5.69bn in value and now trading at IPO price.
- Complaint alleges that throughout the Class Period, Defendants made materially false and misleading statements regarding the Company's business, operational and compliance policies. Specifically, Defendants made false and/or misleading statements and/or failed to disclose that: (i) Snap's reported user growth was materially false and misleading; and (ii) as a result, Snap's public statements were materially false and misleading at all relevant times.
- Case is still being litigated at the start of 2019.

Snap, Inc. Class A vs S&P 500



Snap Share Price \$

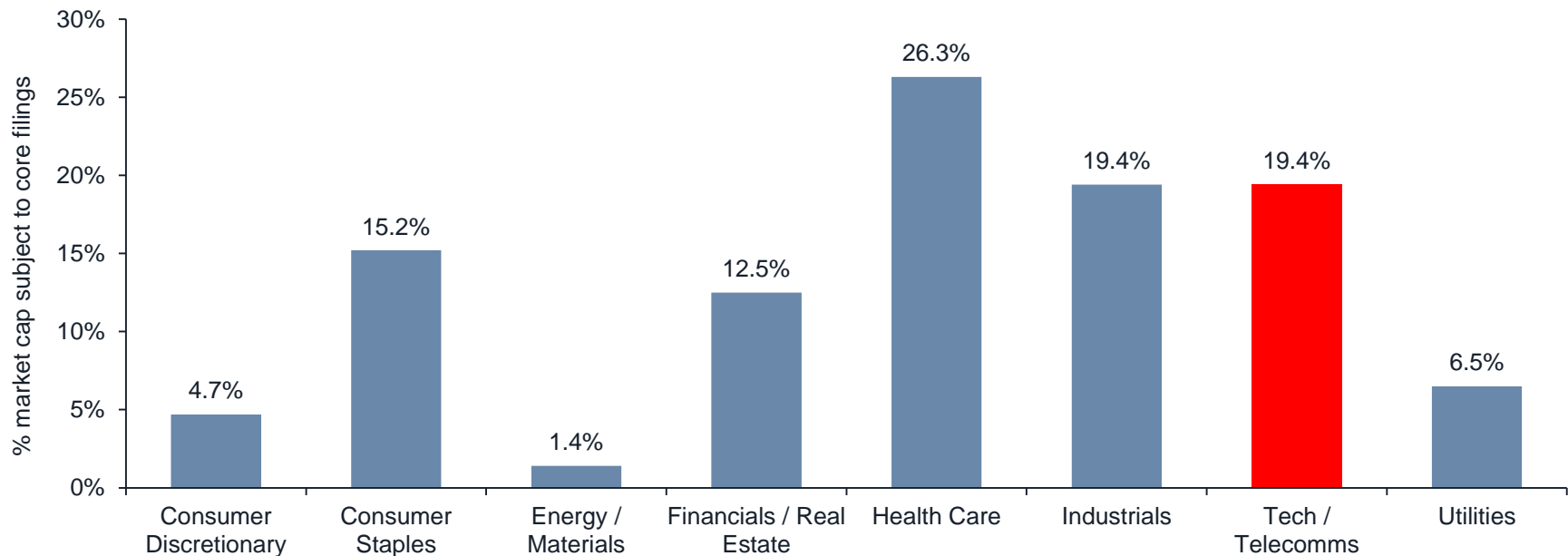




US Litigation Environment

Core filings in Tech / Telecomms sector increase again

- **The likelihood of an S&P 500 company being sued in 2018 was the highest since 2002**
 - This constitutes 14.9% of the S&P 500's total market cap
 - Of the companies in the index at the beginning of 2018, approximately 1 in 11 (9.4%) was a defendant in a core filing during the year
 - Core filings activity in the Tech / Telecomms sector increased for the fourth consecutive year
- **Nearly 20% of the market cap of the Tech / Telecomms sector was subject to core filings in 2018**



Source: <http://securities.stanford.edu/research-reports/1996-2018/Cornerstone-Research-Securities-Class-Action-Filings-2018-YIR.pdf>

Note: sectors are based on the Global Industry Classification Standard (GICS)

A nighttime photograph of the London skyline. On the left, the dome and clock tower of St Paul's Cathedral are visible. In the center and right, several modern skyscrapers are illuminated, including the Gherkin (30 St Mary Axe) and the Shard. Construction cranes are visible on the right side of the image. The sky is dark, and the city lights create a vibrant scene.

2. London is a Natural Home for Life Science Companies



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London's Health Care Sector

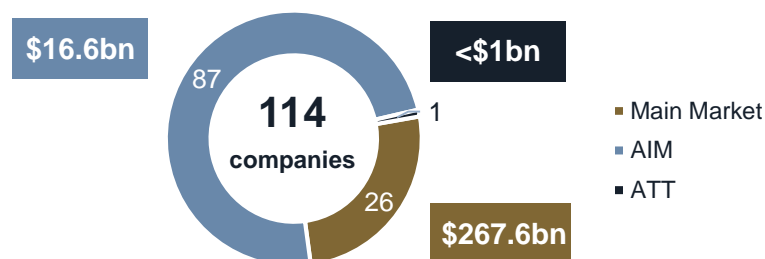


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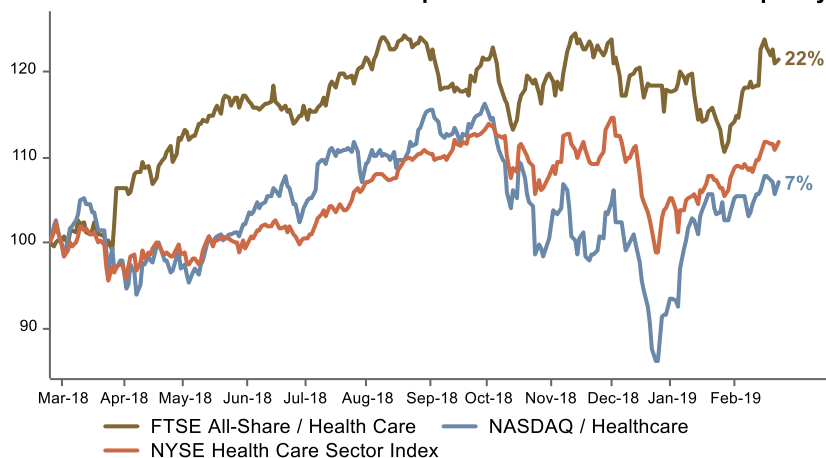
London healthcare stocks outperform competitors in 2018-2019

Healthcare Subsectors	No. of Companies	Total Market Cap (\$bn)
Pharmaceuticals	26	227.6
Medical Equipment	20	20.6
Biotechnology	46	15.6
Health Care Providers	17	12.8
Medical Supplies	5	7.5
Total	114	\$284.1bn

Healthcare companies per London market



The UK Health Care Sector has outperformed New York over the past year



Healthcare Subsectors	No. of Analyst Recommendations	Average No. of Analysts
Pharmaceuticals	130	5
Biotechnology	74	2
Health Care Providers	64	4
Medical Supplies	44	7
Medical Equipment	32	1

Source: FactSet, Dealogic and LSE calculation, July 2019

Healthcare Investors in London



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Top institutional investors in London listed healthcare stocks

Top 10 UK Investors in London listed Healthcare

Standard Life
Aberdeen

Legal & General

Schroders

PRUDENTIAL

ROYAL LONDON

RATHBONES
Established 1742

HARGREAVES LANSDOWN

HSBC

AVIVA

Investec

Top 10 International Investors in London listed Healthcare

BLACKROCK

CAPITAL GROUP®

STATE STREET

Vanguard®



Government of
Norway

WELLINGTON MANAGEMENT®

Ameriprise Financial

Fidelity INVESTMENTS

DODGE & COX®

UBS



Spotlight on Lifesciences in London

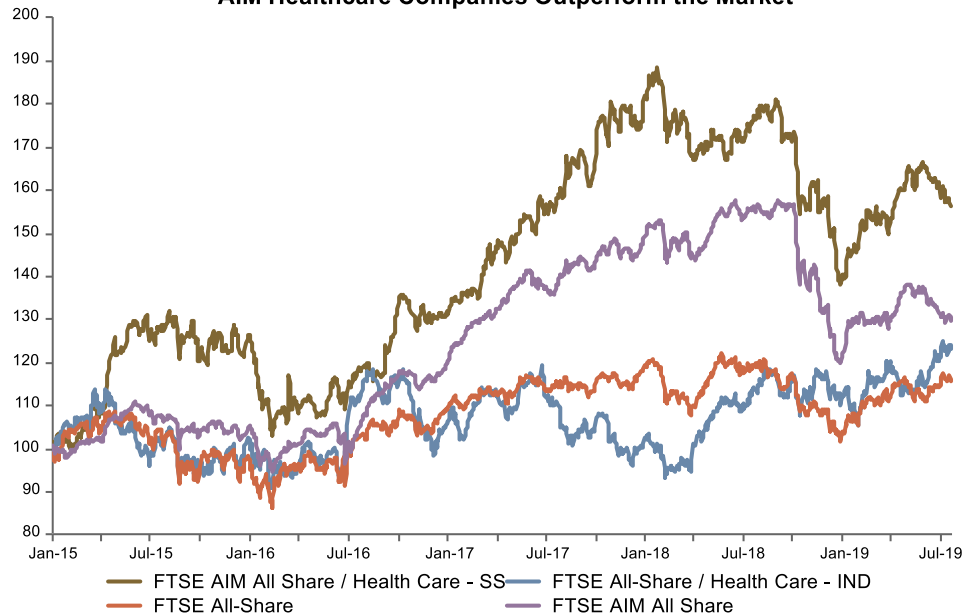
97

Number of lifesciences
companies

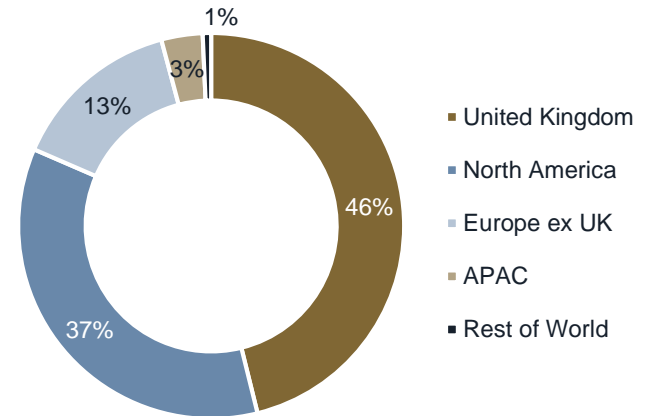
\$271bn

Total Market Capitalisation

AIM Healthcare Companies Outperform the Market



Geographical Breakdown of Institutional Investors



**Top Institutional Investors
(parent level)**

**Value Held
(\$bn)**

BlackRock, Inc.	16.8
The Capital Group Cos., Inc.	8.4
The Vanguard Group, Inc.	7.5
Standard Life Aberdeen Plc	6.2
Legal & General Group Plc	5.2

Source: FactSet, July 2019

Note: Pharmaceuticals, Biotech, Medical Equipment, and Medical Supplies ICB sub-sector classification used
Index rebased to 100 as of 1 years ago



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Medical Equipment Companies on LSE

 **smith&nephew**

POLAREAN
BOTAREAN

 **AorTech**

 **SDi GROUP**

Surgical
Innovations

Deltex
medical group plc

 **CREO**
MEDICAL

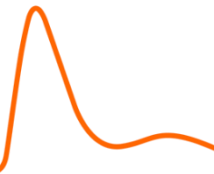

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RENALYTIX **AI**

 **netscientific**

 **ids**[®]

 **ADVANCED**
ONCOTHERAPY

LiDCO 

 **Inspiration**
HEALTHCARE

 **kromek**[®]

EKF
DIAGNOSTICS

NOVACYT
GROUP

PHYSIOMICS
rational therapeutics

 **Concepta**

 **MedaPhor**

UK Investors Have Cash to Deploy

Shire and BTG leaving market opens up a significant opportunity



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Acquisition Story: Takeda acquired Shire for \$56.6bn in cash and stock, completed in January 2019

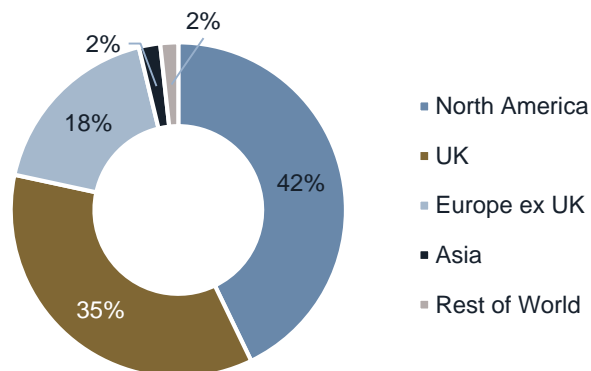
The acquisition brought together their complementary positions in GI and neuroscience, with increased exposure to the US.

For each Shire share held, shareholders received \$30.33 in cash and either 0.839 new Takeda shares or 1.678 Takeda ADSs.

Deal Multiples	Target
Transaction value / TTM revenue	5.3x
Transaction value / TTM EBITDA	16.0x

The acquisition significantly increased underlying earnings per Takeda share and expected generated substantial cost synergies of at least \$1.4bn.

Due to Shire acquisition by Takeda, \$21.9bn accrued to UK shareholders who are reinvesting in the healthcare sector



Acquisition Story: Boston Scientific agree \$4.2bn cash deal for BTG, expected to complete in H2 2019

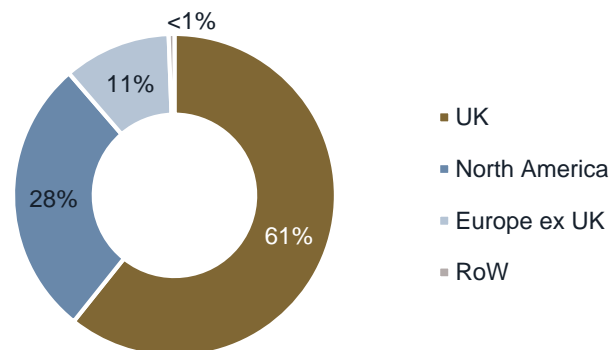
The acquisition will help Boston Scientific to extend their production range of medical devices by adding lines on cancer treatment.

For each BTG share held, shareholders will receive \$10.8 in cash, which represents a premium of approximately 36.6%.

Deal Multiples	Target
Transaction value / TTM revenue	4.6x
Transaction value / TTM EBITDA	27.3x

Based on acquisition of other acquired similar businesses, Boston Scientific expects to realise annual cost and revenue synergies of approximately \$175m by the end of 2021.

Due to BTG acquisition by Boston Scientific, \$2.6bn is expected to accrue to UK shareholders who will look to reinvest in the healthcare sector



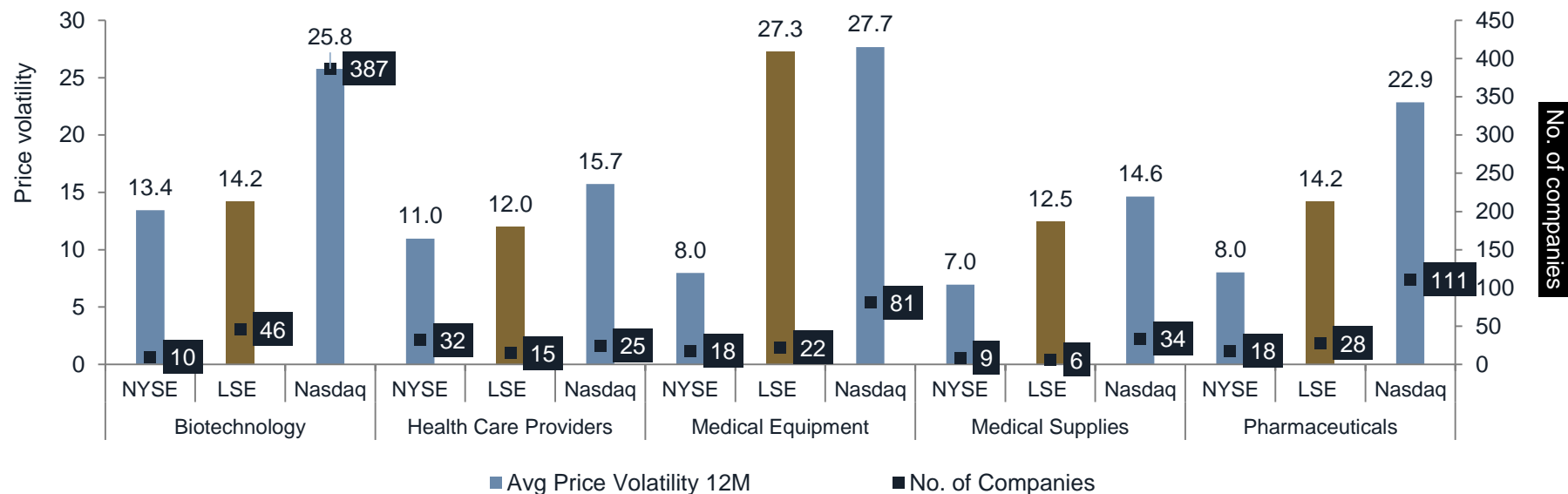
Healthcare Companies Price Volatility



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London is an optimal environment for healthcare companies

Healthcare price volatility and no. of peers across LSE, NASDAQ and NYSE per sub-sector



- **Nasdaq: large market, high volatility.** Over last 12 months, healthcare companies on LSE consistently experienced lower price volatility in comparison with Nasdaq US (LSE avg 16.2 vs Nasdaq US avg 24.4)
- **NYSE: lower volatility, small market.** Despite having lower price volatility than LSE (LSE avg 16.2 vs NYSE avg 9.6), NYSE healthcare sector is much smaller (117 peers on LSE vs 87 peers on NYSE)
- **LSE: lower volatility, larger market.** This makes London markets an optimal environment for healthcare companies both in terms of number of peers and price volatility



Overview of Biotech Companies

46

Number of biotech companies listed on LSE

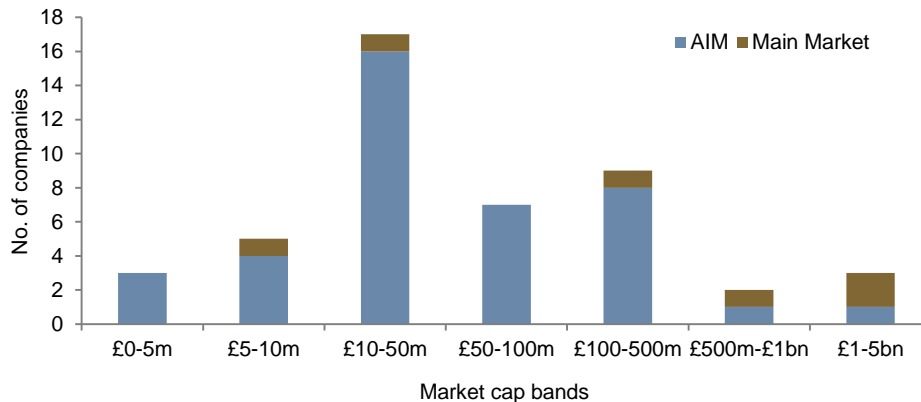
\$3.5bn

Total money raised by biotech companies since 2008

\$15.6bn

Total market capitalisation of biotech companies

Market Cap Profile of biotech Companies on LSE



Top 5 Institutional investors in London listed Biotech

Value held (\$m)

Invesco

1,427

Woodford Investment Management

664

Standard Life Aberdeen

527

T. Rowe Price Group

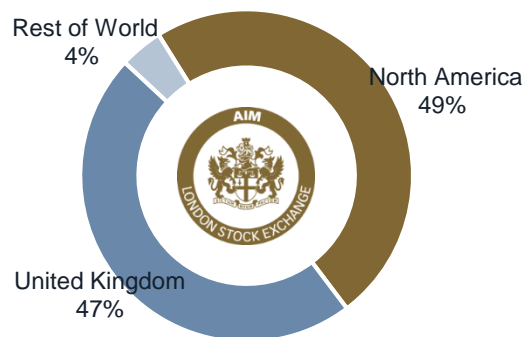
394

Baillie Gifford & Co

391

High US Demand for London Biotech

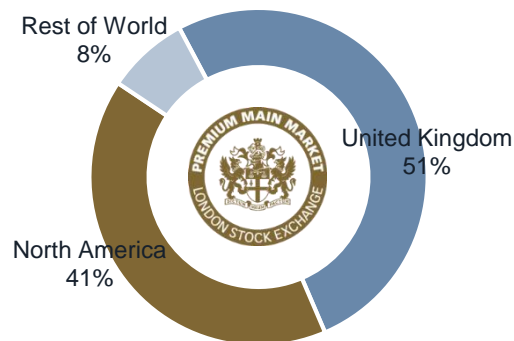
abcam[®]



Free float	88%
Institutional Ownership	89%
Market Cap (\$m)	3461

Top 5 Holders	Value \$m
T. Rowe Price Associates, Inc.	307
Baillie Gifford & Co.	186
Select Equity Group LP	169
Wasatch Advisors, Inc.	167
OppenheimerFunds, Inc.	129

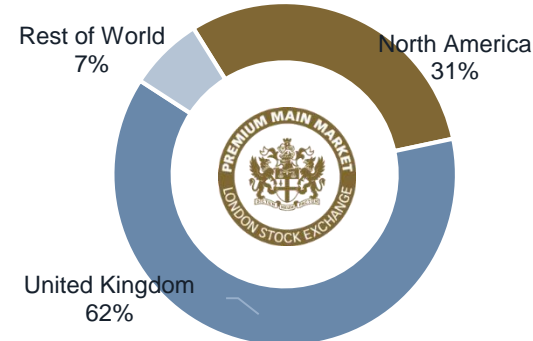
 **INDIVIOR**



Free float	99%
Institutional Ownership	85%
Market Cap (\$m)	1,013

Top 5 Holders	Value \$m
Scopia Capital Management LP	184
Standard Life Investments Ltd.	150
Artemis Investment Management LLP	58
M&G Investment Management Ltd.	57
Merian Global Investors (UK) Ltd.	54

 **BTG**









Free float	88%
Institutional Ownership	91
Market Cap (\$m)	4,210

Top 5 Holders	Value \$m
Pentwater Capital Management LP	337
Invesco Asset Management Ltd.	337
UBS Asset Management (UK) Ltd.	298
Sand Grove Capital Management LLP	177
The Vanguard Group, Inc.	115

IP Commercialisation

London attracts companies from the UK and US

Selected IP Commercialisation Companies

Country	Name	Date of IPO	Deal size (\$m)	Current Market Cap (\$m)	Performance 2019 YTD	Performance since IPO*	Business Description
	PureTech Health	19 Jun 2015	195	609	+0.9	+6.6	Boston-based research and development company engaged in providing healthcare solutions through academic research. It has driven the launch & FDA approval of over 100 drugs and devices.
	Woodford Patient Capital	21 Apr 2015	1,197	927	+6.1	-18.1	Specializes in startups, early stage and growth stage companies at a pre-revenue and pre-profit stage which have strong intellectual property and technology. It seeks to invest in quoted/unquoted companies in the biotechnology sector.
	Mercia Technologies	18 Dec 2014	110	136	+18.8	-30.6	Engages in creating and developing companies which have significant intellectual property. Focused in digital, electronics & hardware, advanced materials, engineering & specialized manufacturing and life sciences.
	Allied Minds	25 Jun 2014	211	191	-9.5	-67.7	Focused on the development and commercialization of science and technology innovations from U.S. universities and U.S. federal government research institutions.
	Syncona (BACIT)	26 Oct 2012	331	2,314	+3.5	+170	Invests in healthcare sector including gene therapy, targeted cell therapy, advanced diagnostics.
	IP Group	01 Oct 2003	32**	1,483	+0.3	-61.1	Engages in developing technology innovations primarily from its research intensive partner universities. Its portfolio comprises the healthcare, biotech, cleantech and technology sectors.

Source: LSE database, Dealogic, FactSet, February 2019

*IPO Open Price

**Originally admitted to AIM, listed on MM in 2006 at a market cap of £321m

***Previously Imperial Innovations





Great Support across Growth Spectrum



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Supporting innovation & capital raising at all stages of growth

Selected listed biotech finance vehicles

Country	Name	Date of IPO	Deal size (\$m)	Current Market Cap (\$m)	Performance since IPO (%)	Business Description
	Woodford Patient Capital	21 Apr 2015	1,197	609	-18.1	Specializes in startups, early stage and growth stage companies at a pre-revenue and pre-profit stage which have strong intellectual property and technology. It seeks to invest in quoted/unquoted companies in the biotechnology sector.
	Arix Bioscience	17 Feb 2017	141	284	-21.5	Arix Bioscience is a holding company for a group developing healthcare and life science technologies. Arix Bioscience drives value in private and public companies through operational and strategic direction as well as patient capital.
	Mereo Biopharma Group	6 June 2016	17	148	-27.6	Identifies novel pipeline products in the therapeutic areas of speciality pharma or orphan and rare diseases that have the potential to address significant unmet medical needs. Through an acquisition or licensing structure we then provide the financial and clinical support needed to accelerate progression of these products to the marketplace, creating value for all the respective stakeholders.
	BioPharma Credit	23 Mar 2017	762	1,470	+6.0	BioPharma Credit plc provides investors with an opportunity to gain exposure to the fast growing life sciences industry, through a diversified portfolio of loans and other instruments backed by royalties or other cash flows derived from sales of approved life sciences products.

Company name	Uniphar Plc
LSE market	AIM
FTSE ICB sector	Personal Care, Drug and Grocery Stores
Main country of operation	Ireland
Admission date	17 July 2019
Geo split of IPO allocation	Ireland (53%), UK (27%), US (9%), Rest of Europe (11%)
Money raised at admission	\$153.5 million
Market cap at admission	\$348.7 million
Current market cap	\$368.3 million
Nomad	J&E Davy, RBC Capital Markets

“Today marks a major milestone in the 50-year history of Uniphar and cements our transformation from a pharmaceutical wholesaler focused on the Irish market to an international healthcare services business focused on growth markets. The level of interest generated from institutional investors in support of our IPO gives us great confidence as we embark on the next phase of Uniphar's growth as a public company.”

Maurice Pratt, Chairman

Revenue* Gross profit*

\$1.74 billion \$179.1 million

EBITDA* Value Traded (Day 1)

\$51.9 million \$44,332



Top Healthtech Investors on LSE

Name	Holdings (\$bn)
BlackRock Inc.	17.3
The Capital Group Cos	9.2
The Vanguard Group	8.1
Standard Life Aberdeen	6.3
State Street Corp	5.8

Listing Story

Uniphar Plc is an Irish diversified healthcare services business founded in 1994 through the merger of United Pharmacists Co-op and Allied Pharmaceutical Distributors.

The company's strategic milestone for 2019 was to acquire Durbin; a specialist supplier of pharmaceuticals with offices in the UK and the US supplying over 160 countries. To fund this acquisition, the company's Directors decided to go ahead with Uniphar's long awaited initial offering of shares to the public.

On 17th July, 2019 Uniphar was admitted to AIM and Euronext Dublin with a market valuation of \$348 million (€310 million) enabling it to raise a total of \$153 million (€136 million). It was the first Irish company to go public in London in 2019.

The Directors believe that the listing further supports Uniphar's growth plans by putting in place an appropriate capital structure to enable the Group to execute on continued organic growth and acquisition opportunities.

Company name	Diaceutics Plc
LSE market	AIM
FTSE ICB sector	Health Care Equipment & Services
Main country of operation	Northern Ireland
Admission date	21 March 2019
Money raised at admission	£17 million
Market cap at admission	£52.9 million
Current market cap	£63.0 million
Nomad	Cenkos Securities

“Diaceutics was founded out of a desire to get more patients access to improved healthcare. We are giving patients a higher likelihood of getting better by supporting access to the right test to determine the right treatment at the right time. Our AIM IPO will help us in our mission to continue this great work.”

Peter Keeling, CEO



Top 4 Institutional Investors (value held £m)

Canaccord Genuity Group, Inc.	6.2
Joh. Berenberg, Gossler & Co. KG	3.6
Octopus Capital Ltd.	2.2
HIML Holdings Ltd.	1.5
Allchurches Trust Ltd.	0.6

Listing Story

Dundalk-based Diaceutics is a diagnostics and data company that currently provides services to 20 of the 30 largest global pharmaceutical companies.

Diaceutics was founded out of a desire to get more patients access to improved healthcare. To support and help continue its mission the Directors decided to go for a public listing.

On 21st March, 2019 Diaceutics was admitted to AIM. The company raised £17 million through a 22.4 million share placing at a price of 76 pence per share, with the new shares representing 32% of its enlarged share capital on admission.

Diaceutics opened up 11.18%, and closed up 25.66 % at the end of its first day's trading

Company	Polarean Imaging Plc
Market	AIM
Sector	Health Care Equipment & Services
Main Country of Operation	UK
Admission Date	29 Mar 2018
Money Raised at Admission	\$4.2 million
Market Cap at IPO	\$15.6 million
Current Market Cap	\$25.2 million
NOMAD	Northland Capital Partners Ltd

“We would like to thank our existing shareholders and our new institutional investors for providing us with the support to take the business to the next stage of its development through our admission to AIM...The additional funding from the Fundraise will enable us to continue the implementation of our growth strategy and development pipeline. We look forward to providing our shareholders with further updates as we progress.”

Richard Hullihen, CEO of Polarean



Key Financials at IPO

	Revenue	Operating Profit
2015	\$902m	-\$911m
2016	\$881m	-\$1,056m

Listing Story

Polarean Imaging Plc is a revenue generating medical technology company with a late-stage proprietary drug-device combination for the magnetic resonance imaging (MRI) market.

Polarean operates in an area of significant unmet medical need and the Group's technology provides a novel diagnostic approach, offering a non-invasive and radiation-free functional imaging platform which is more accurate and less harmful to the patient than current methods.

The Company joined LSE's AIM on 29 Mar 2018 raising £3 million (\$4.2m) by way of a conditional placing, giving it a market cap at IPO of £11 million (\$15.6m).

Polarean's Phase III trial for its imaging technology is expected to begin in early Q2 2018 and is expected to last for about 18 months as it prepares its NDA to the regulatory agency.

Company name	Creo Medical Group Plc
LSE market	AIM
FTSE ICB sector	Health Care Equipment & Services
Main country of operation	UK
Admission date	09 December 2016
Money raised at admission	\$25.4 million
Market cap at admission	\$103.2 million
Current market cap	\$260.8 million
Bookrunner(s) / Nomad	Cenkos Securities plc (Bookrunner and Nomad)

“We are very excited to have received such strong support from UK and European investors in raising £20 million. The AIM market in London has allowed us to attract the type of long-term institutional investors whose outlook fits nicely with our vision for the growth of the Company and execution of our business model. London is a great market and we believe the AIM market is an excellent platform from which we will continue to build a leading British medical device company.”

Craig Gulliford, Chief Executive Officer

Listing Story

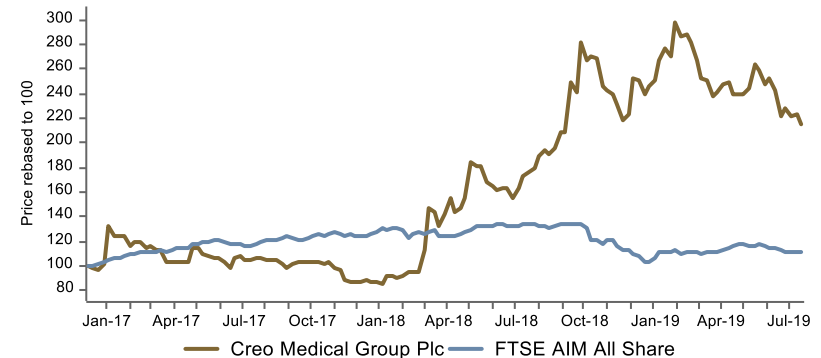
Creo Medical is a medical device company focused on the exciting and emerging field of surgical endoscopy, marking a recent development in minimally-invasive surgery and aims to improve medical intervention outcomes by applying microwave and radiowave energy to surgical endoscopy.

The Company has a portfolio of intellectual property including 76 granted patents and 184 patents pending and a broad pipeline of products at various stages of development and expects to obtain regulatory approval for its first device in Europe during 2017 and in the US in 2018.

The Company intends to use the net proceeds of the IPO to complete development of the lead product range and advancement of their pipeline, as well as fund research and development into further applications of the products.

the net proceeds will be used to The Company also plans to build business development resources for Europe and the US ahead of the launch of the CROMA electrosurgery platform and the GI suite.

Creo Medical Group Plc



Top 5 Institutional Investors (value held \$m)

Canaccord Genuity Group, Inc.	47.2
Baillie Gifford & Co.	16.5
BennBridge Ltd.	7.8
FIL Ltd.	5.7
AXA SA	5.7



Company name	Oxford BioDynamics Plc
LSE market	Pharmaceuticals & Biotechnology
FTSE ICB sector	AIM
Main country of operation	UK
Admission date	06 December 2016
Money raised at admission	\$25.0 million
Market cap at admission	\$170.0 million
Current market cap	\$697.0 million
Bookrunner(s) / Nomad	Stifel Nicolaus Europe Limited (bookrunner and Nomad)

“We are delighted to be joining AIM at such a pivotal time in the Company's development. The successful IPO is another significant milestone for Oxford BioDynamics, and we wouldn't have been able to achieve this without the dedicated hard work of all our employees.”

Christian Hoyer Millar, Chief Executive Officer

Listing Story

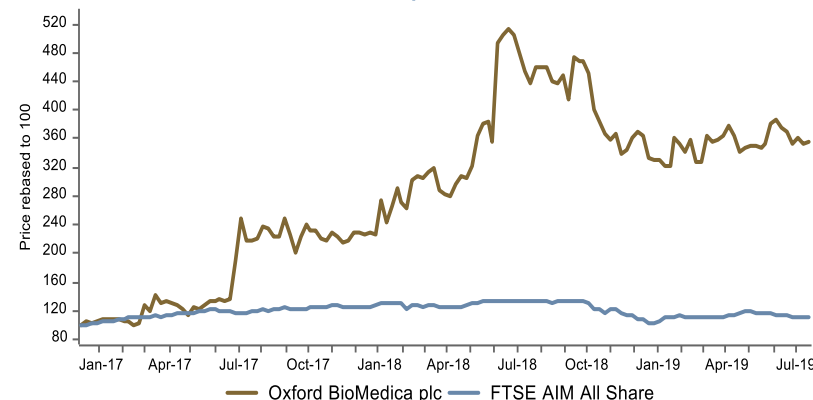
Oxford BioDynamics is a revenue-generating, biotechnology company focused on the discovery and development of novel epigenetic biomarkers for use within the pharmaceutical and biotechnology industry. The Company's proprietary technology platform,

The money was raised to expand in the US and increase the company's patent portfolio. The funds are expected to provide sufficient working capital for at least three years.

The company was floated on AIM by Placing 12.5 million Ordinary at \$2.10 (158 pence) per Share. Stifel Nicolaus Europe Limited acted as the Nomad for the company.

In October 2017, the US Patent and Trademark Office granted Oxford BioDynamics a patent covering its EpiSwitch platform, which should support the firm as it looks to build its business in the US.

Oxford BioMedica plc vs FTSE AIM All Share



Top 5 Institutional Investors (value held \$m)

Vulpes Investment Management Pte Ltd.	101.8
Prudential Plc	101.5
Hargreaves Lansdown Plc	30.4
Canaccord Genuity Group, Inc.	29.4
Aviva Plc	22.6

Company name	Mereo BioPharma Group Plc
LSE market	AIM
FTSE ICB sector	Pharmaceuticals & Biotechnology
Main country of operation	UK
Admission date	9 June 2016
Money raised at admission	\$16.7 million
Market cap at admission	\$208.9 million
Current market cap	\$50.0 million
Bookrunner(s) / Nomad	Cantor Fitzgerald Europe (Nomad), RBC Europe (bookrunner)

“We are very excited to be joining AIM, allowing the Company to take the next logical step towards realising our vision of becoming a leading speciality biopharma company. We have raised over £90 million from institutional investors since July 2015 which has allowed us to acquire three carefully selected clinical stage pipeline assets from Novartis and quickly advance these product candidates into new clinical studies.”

Denise Scots-Knight, Chief Executive Officer

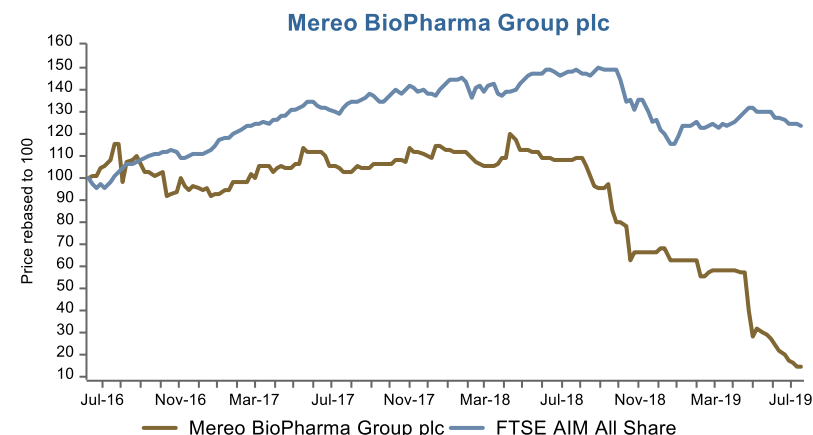
Listing Story

Mereo's focus is the development of innovative medicines that have the potential to significantly transform the lives of patients suffering from rare and other specialised conditions around the world.

Mereo's initial portfolio of three Phase 2 product candidates was acquired from Novartis and the Company has already commenced two new Phase 2 clinical studies in 2016 and it also intends to commence registration studies for its lead product during H2 2016.

On admission, the company raised a total of \$16.7 (£14.8m) comprises a private placement of Ordinary Shares raising \$ 12.8m (£11.35m) at a price of 225p per share, and a \$3.9m (£3.46m) convertible note from one of its existing investors, Novartis.

In October 2017, the company reached an agreement with AstraZeneca for an exclusive license, including an option to acquire, AZD9668, an oral inhibitor of neutrophil elastase.



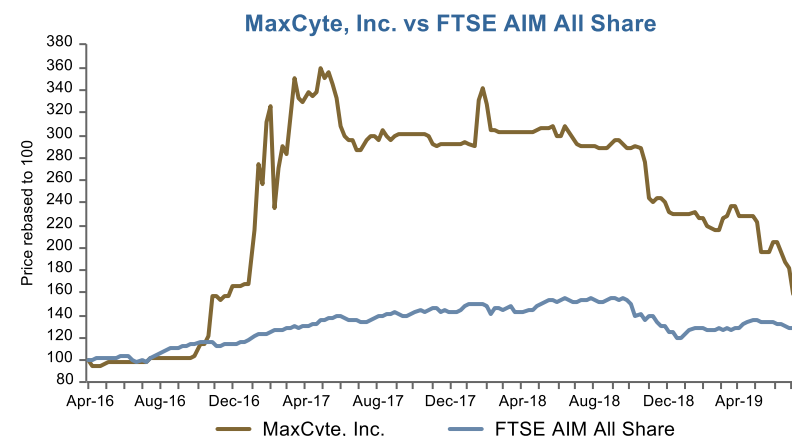
Top 5 Institutional Investors (value held \$m)

Woodford Investment Management Ltd.	13.5
Invesco Ltd.	9.6
Canaccord Genuity Group, Inc.	1.4
City Financial Investment Co. Ltd.	0.2
County of West Yorkshire	0.1

Company name	MaxCyte Inc
LSE market	AIM
FTSE ICB sector	Health Care Equipment & Services
Main country of operation	USA
Admission date	29 March 2016
Money raised at admission	\$14.2 million
Market cap at admission	\$43.2 million
Current market cap	\$82.7 million
Bookrunner(s) / Nomad	Panmure Gordon (bookrunner and Nomad)

“We are excited to bring MaxCyte to the AIM market today. The successful completion of our IPO will permit MaxCyte to continue to build enhancements to our proprietary cell engineering technology and support our Partners’ ongoing and future needs.”

Doug Doerfler, Chief Executive Officer



Top 5 Institutional Investors (value held \$m)

River & Mercantile Group Plc	10.0
Legal & General Group Plc	5.1
Unicorn Asset Management Ltd.	4.3
Canaccord Genuity Group, Inc.	4.0
BlackRock, Inc.	2.8

Listing Story

MaxCyte is a US-based developer and supplier of electroporation technology and instrumentation to biotechnology and pharmaceutical firms engaged in cell therapy, drug discovery and development, bio manufacturing, gene editing and immuno-oncology.

The money raised was to be used to accelerate its growth by investing in further developing its CARMA platform, expand the reach of the Company's cell therapy business and expand the Company's direct sales teams in the US and Europe, and expand its network of distributors in Asia and globally.

MaxCyte floated on AIM on March 2016 by issuing 14.3 million shares to raise \$14.2 million. Panmure Gordon acted as Financial Adviser, Nominated Adviser and sole Broker to MaxCyte.

The company raised \$24.9m in a FO to finance Investments; Expansion; Sales & Marketing; and Research & Development.

3. AIM: The Leading International Growth Market



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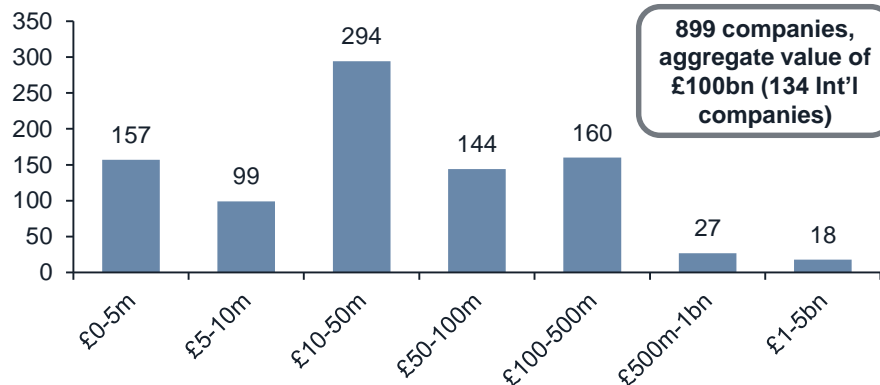
A Snapshot of AIM

£114 billion raised since launch

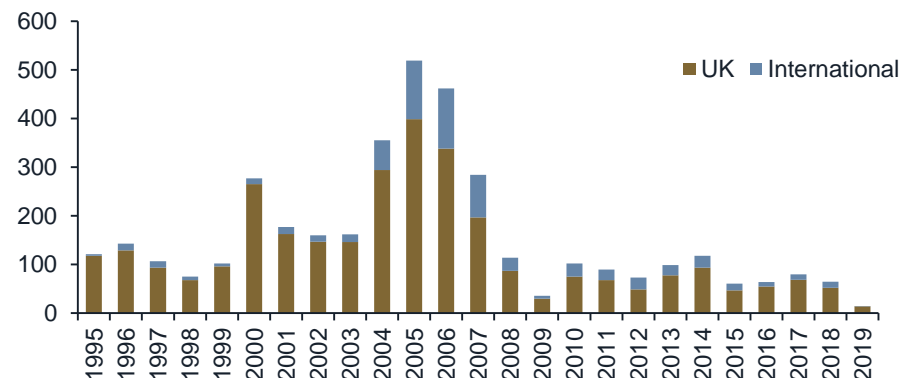


London
Stock Exchange

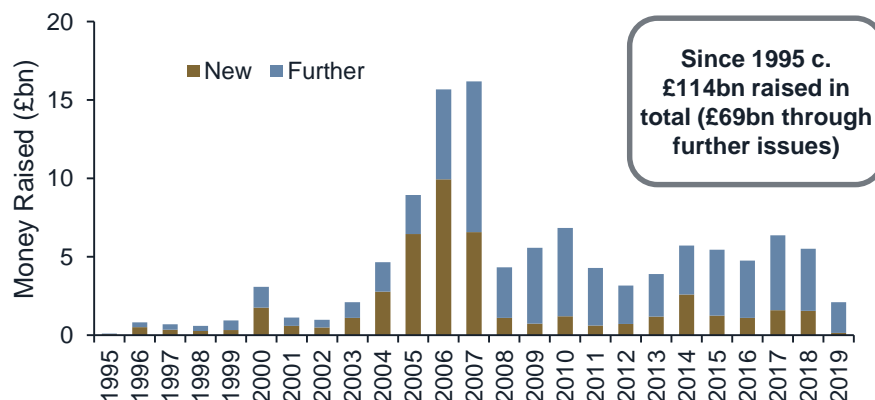
Profile of AIM Companies



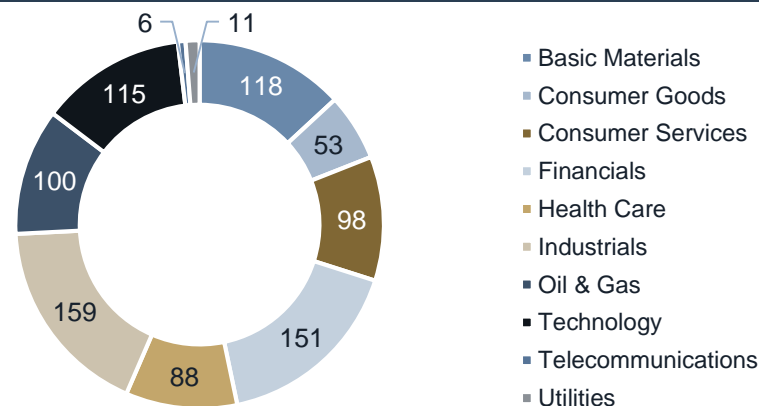
Admissions to AIM - 1995 to 2019 YTD



Fundraisings on AIM – 1995 to 2018 YTD



Industries represented (by no. companies)



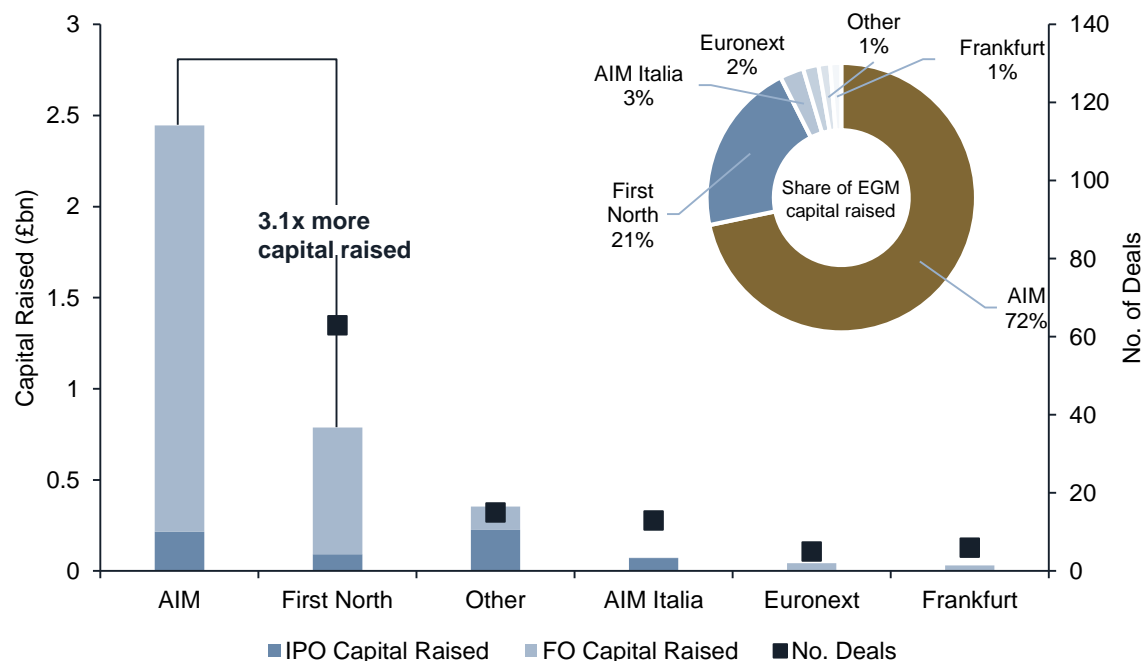


Europe's Growth Market Engine

65% of H1 European growth market capital was raised in London

- In 2019 H1, AIM continued to drive growth market capital in Europe, accounting for 65% of all IPO and FO capital raised and 3.1x more than the next European Growth Market (First North)
- In total, there were 196 deals, raising £215m through IPOs and £2.2bn in FO
- 8 of the top 10 European growth market deals during H1 took place on AIM, yet again dominating follow-ons

2019 H1 capital raised across European Growth Markets



Top 5 2019 H1 European Growth Market IPOs

Company	EGM	Proceeds (£m)
Millenium Hotels	Madrid	224
Loungers	AIM	83
Argentex	AIM	46
Mentice	Stockholm	35
essensys	AIM	28

Top 5 2019 Q1 European Growth Market FOs

Company	EGM	Proceeds (£m)
Globalworth	AIM	300
THQ Nordic	Stockholm	173
GB Group	AIM	160
Hipgnosis Song Fund	AIM	142
Greencoat Renewables	AIM	126

Source: Dealogic, July 2019

First North classification includes: FN Stockholm, FN Denmark, FN Finland, FN Latvia, FN Lithuania

Euronext classification includes: Euronext Paris, Euronext Amsterdam, Euronext Brussels

Other includes: Oslo Axess, MAB, Nordic Growth Market, NEX and Warsaw New Connect

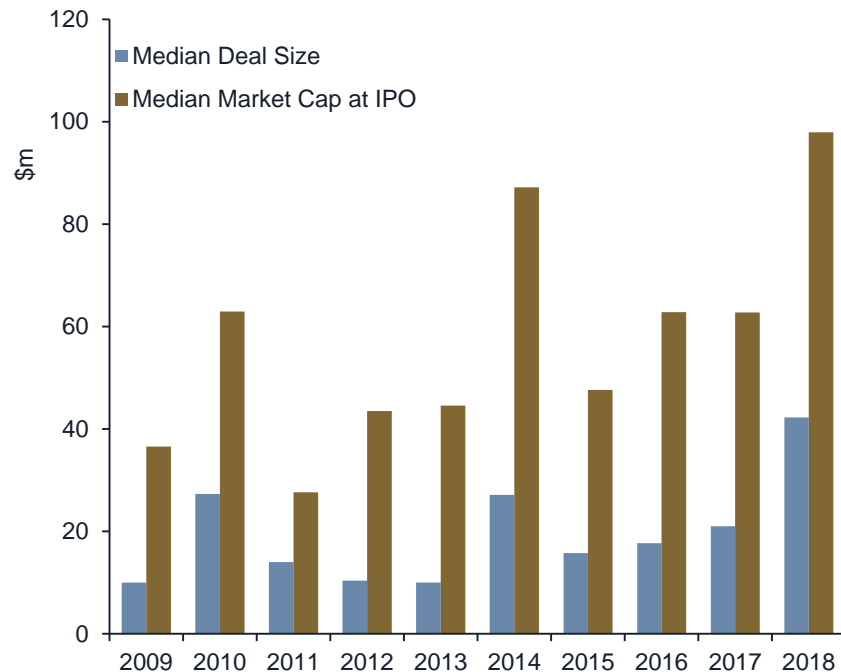


AIM Offer Sizes Continue to Grow

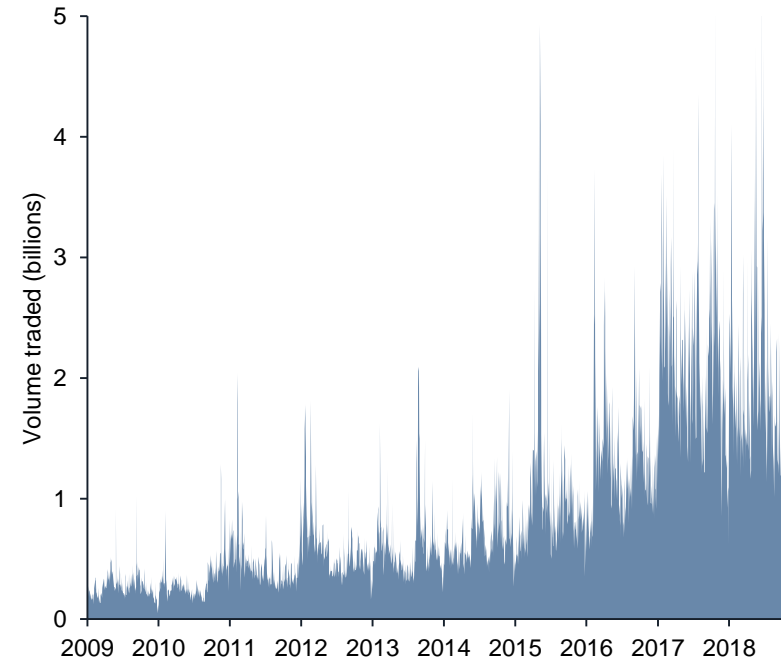
Liquidity rises as institutional investor pool expands

- AIM stocks' representation in funds have continued to grow in recent years as fund remits have broadened to allow a greater proportion of their assets to be invested in AIM-listed stocks
- This has seen the average offer size and market cap at IPO grow, and market liquidity follow its upward trend

Median offer size and market cap at IPO of AIM companies, 2009-2018



Volume of FTSE AIM All-Share shares traded



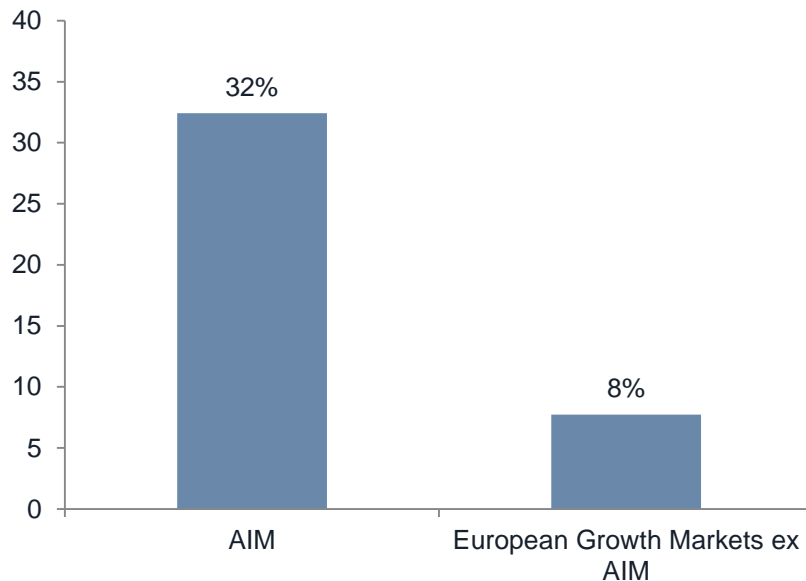


AIM Companies After IPO

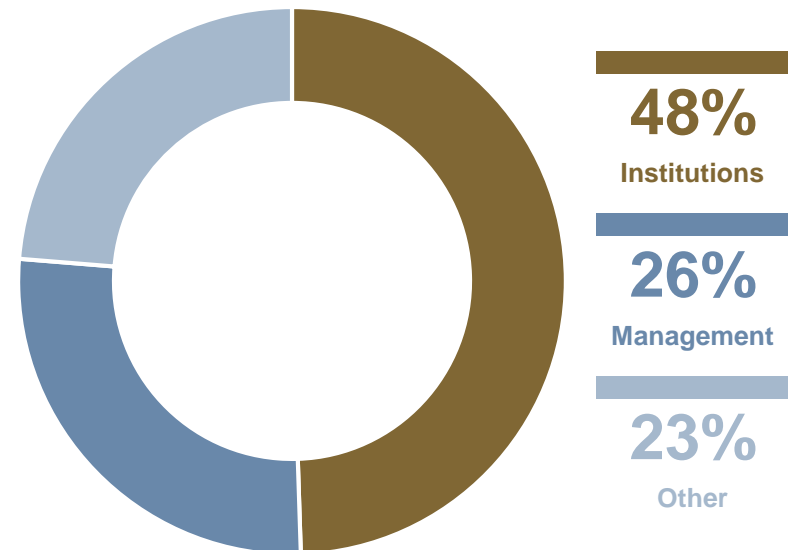
Consistently leading performance in the aftermarket

- Institutional investors are the investors who are likely to be there for a company's next round of capital raising and add respectability to the shareholder register encouraging others to invest
- The bulk of institutional assets are long term as are their investment horizons, thus forming a more fundamental view of a company's long term prospects, looking beyond short-run volatility in performance
- This is extremely important in allowing management teams the time and space to execute their strategic plans which has seen AIM IPOs in the last 5 years enjoy price performances of +32% on average

Post-IPO Price Performance Comparison, 2014-18



Average Holder Type, AIM Companies



Sources: Dealogic, FactSet, January 2019

Post-IPO price performance is weighted by market cap at IPO

European growth include ENXT Brussels Alternext, ENXT Paris Alternext, FN Finland, FN Iceland, FN Latvia, FN Lithuania, FN Stockholm, Frankfurt Scale, MAB, Oslo Axess and Warsaw New Connect

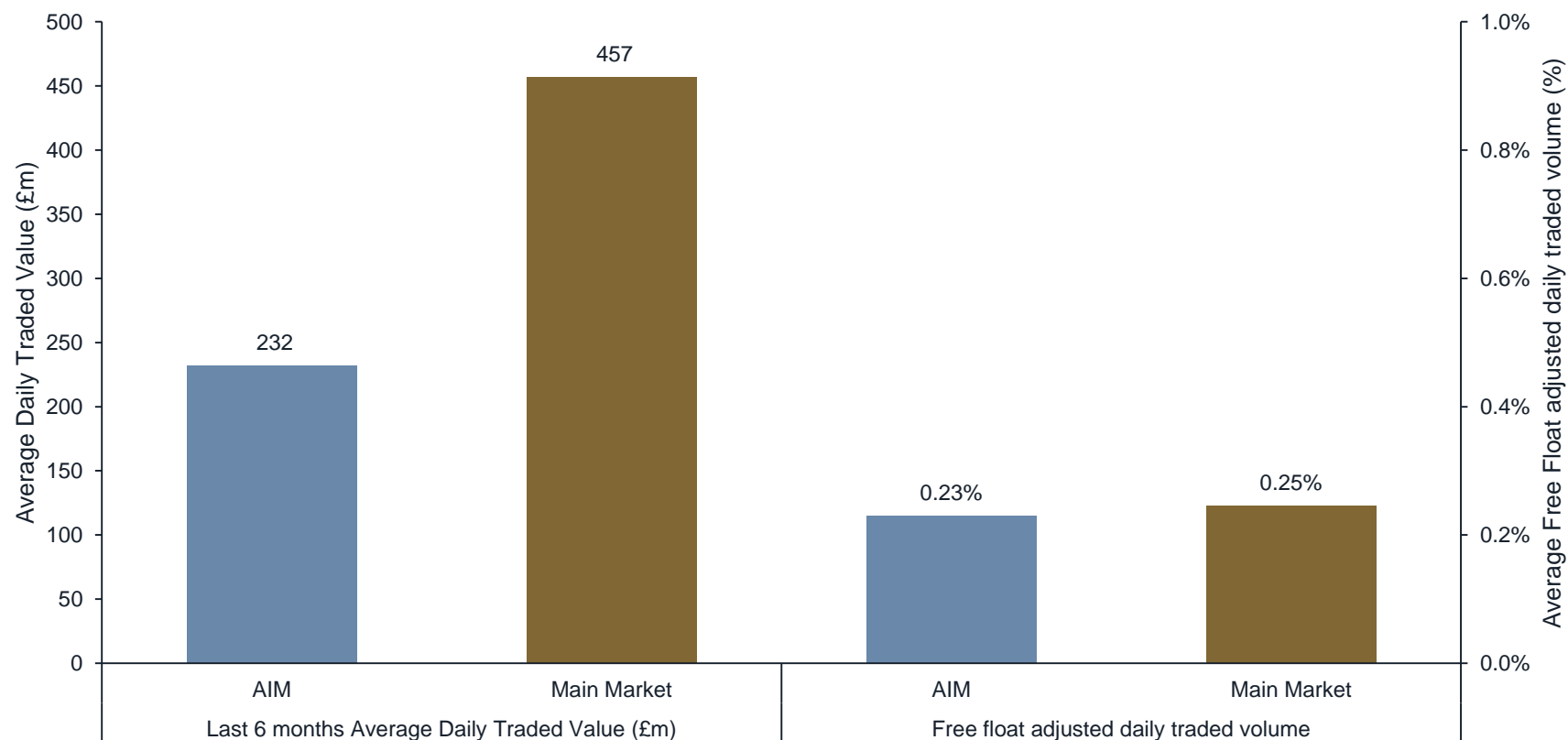
Comparing Liquidity

Similar liquidity as Main Market as a percentage of free float



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Liquidity across AIM and the Main Market



Sources: Bloomberg, February 2019

*share price performance is weighted by market cap



Unparalleled Follow On Environment

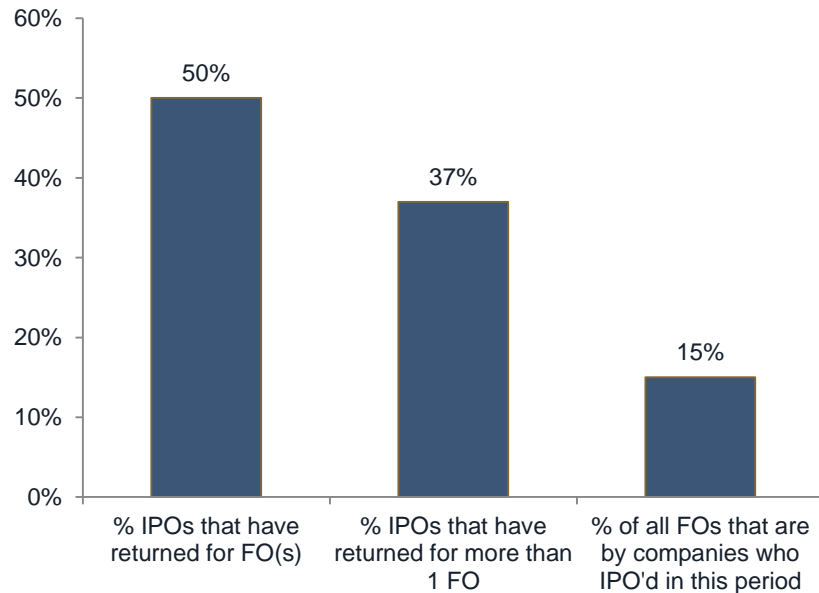
Newly listed companies are able to raise additional capital

- Over the last 5 years, nearly 50% of newly public companies have accessed additional equity capital in follow on transactions
- Approximately 15% of all FOs since 2013 have been conducted by companies that have gone public in the same period

Median Discount ²

Median Multiple (x, multiple of previous 30 days trading) ¹

IPOs and FOs, 2013 – 2018



-6.7%

126x

Source: Dealogic, January 2019

1) Companies considered are those that had a primary raise at IPO since 2015. Median multiple of 30 days trading: The block size compared to the average daily trading in the 30 days preceding the issue. (Average of Total Shares / Average ADTV Previous 30 Trading Days).

2) premium/discount defined as percentage change from last trade before follow-on offer to offer price. Negative value indicates a discount.

Access to Blue Chip Investors

For London-listed American small cap growth companies



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Top Institutional Holders of AIM Equities	Value Held (\$bn)
Canaccord Genuity Group, Inc.	3.8
Invesco Ltd.	3.5
Standard Life Aberdeen Plc	2.7
Old Mutual Global Investors (UK) Ltd.	2.3
Woodford Investment Management Ltd.	2.3
BlackRock, Inc.	2.3
Liontrust Asset Management Plc	2.1
Octopus Capital Ltd.	1.9
Hargreaves Lansdown Plc	1.9
Schroders Plc	1.8
Investec Plc	1.3
The Capital Group Cos., Inc.	1.3
Baillie Gifford & Co.	1.2
AXA SA	1.2
Janus Henderson Group Plc	1.1
Mitton Group Plc	1.1
Fidelity	1.0
Affiliated Managers Group, Inc.	1.0
T. Rowe Price Group, Inc.	1.0
JPMorgan Chase & Co.	0.9

Top investors in selected Americas IPOs

Maxcyte

Legal & General Investment
Management

Unicorn Asset Management

Hargreave Hale

PureTech Health

Herald Investment
Management

Woodford Investment
Management

Taaleri Varainhoito Oy

Boku

Old Mutual Global Investors

River & Mercantile Asset
Management

Legal & General Investment
Management

Verseon

Lazard Asset Management

City Financial

Artemis Investment
Management

A nighttime photograph of the London skyline. On the left, the illuminated dome and clock tower of St Paul's Cathedral are visible. In the center and right, several modern skyscrapers are lit up, including the Gherkin (30 St Mary Axe) which has a distinctive conical shape. Construction cranes are visible on the right side of the image. The foreground shows some blurred lights and structures, suggesting a street-level view.

4. A Choice of Routes to Market



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Choice of Routes to Market

Choice of Routes to Market – Regulatory Overview



London
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	MAIN MARKET					AIM
Description	Premium	Sovereign Segment	Standard (shares)	High Growth Segment	Standard (DRs)	AIM
Domicile	Any		Any	UK / Europe	Any	Any
Regulation	EU Regulated Market & Listed		EU Regulated Market & Listed	EU Regulated Market	EU Regulated Market & Listed	MTF (EU SME Growth Market)
Minimum free float	25% (shares)	25% (shares or DRs)	25% (shares)	10%	25% of the DRs	Assessment of appropriateness
Revenue criteria	75% of business supported by historic financial information (3 years)		n/a	Historic revenue growth of 20% CAGR (3 years)	n/a	n/a
Admission	Prospectus & Eligibility letter to UKLA under Listing Rules		Prospectus & Eligibility letter to UKLA under Listing Rules	Prospectus & Eligibility letter to LSE	Prospectus & Eligibility letter to UKLA under Listing Rules	AIM Admission Document & Nomad declaration
Adviser	Listing Sponsor at admission & for transactions		n/a	Key Adviser	n/a	Nominated Adviser at all times
Corporate governance	UK Corporate Governance Code		DTR statement	DTR statement	DTR statement	Code of issuer's choosing
Significant transactions	Percentage ratios as per Listing Rules (LR10)		n/a	Percentage ratios as per HGS Rules	n/a	Class tests as per AIM rules
Controlling shareholder agreement	Required (LR6.5)	Sovereign controlling shareholder exempt	n/a	n/a	n/a	Considered with Nomad
Related Party Transactions	Notified via RIS* Independent shareholder vote** Sponsor opinion Annual accounts	Notified via RIS* Interim mgmt. statement (EEA shares) Annual accounts	DTR interim mgmt. statement Disclosed via annual accounts	Notified via RIS – percentage ratios* Annual accounts	Annual accounts	Notified via RIS Nomad fair and reasonable Annual accounts
Cancellation	75% shareholder approval		No shareholder approval required	75% shareholder approval	No shareholder approval required	75% shareholder approval
Indices	FTSE UK Series, where eligible	Ineligible for FTSE UK series	Ineligible for FTSE UK series	Ineligible for FTSE UK series	Relevant IOB index	FTSE AIM Series, where eligible

*Does not apply to ordinary course transactions. See LR11 for more details / B4 of schedule 5 of A&Ds (HGS).

**Size thresholds and other exemptions apply. See LR11 for more details.

Choice of Routes to Market

AIM



London
Stock Exchange

Key eligibility requirements

Eligibility criteria	<ul style="list-style-type: none"> • Appointment of Nominated Adviser • No minimum track record requirement or free float criteria, but company must demonstrate appropriateness to join a public market
Admission documents	<ul style="list-style-type: none"> • Pre-admission announcement at least 10 business days prior to admission • AIM admission document • Nomad declaration of appropriateness
Rulebooks	<ul style="list-style-type: none"> • AIM Rules for Companies and Nominated Advisers
Corporate governance	<ul style="list-style-type: none"> • Adoption of corporate governance measures as appropriate for the business • UK Corporate Governance Code / QCA Corporate Governance Code as best practice

Continuing obligations

Adviser	<ul style="list-style-type: none"> • Retain a nominated adviser at all times, failure to do so may result in suspension in the company's shares
Periodic reporting	<ul style="list-style-type: none"> • Audited Annual Report • Half yearly financial report
Disclosure requirements	<ul style="list-style-type: none"> • Price sensitive information to be made public without delay • Significant shareholder notification • Directors' dealings notification • Company website with up-to-date regulatory information
Corporate transactions	<ul style="list-style-type: none"> • Class tests to assess transactions • Notification of substantial transactions, related party transactions • Shareholder approval for reverse takeovers, fundamental disposals & cancellation

IPO Process

AIM



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Pre-IPO Preparation

Preparation of the offering

IPO Execution Phase

4-6 months +

2-3 months

1 month

PUBLIC PROCESS

Company
preparation

IPO Process

Preparation
of the listing

Analyst
Presentation

Investor
Education

Management
Roadshow,
Bookbuilding

Aftermarket

IPO Readiness

Define business plan
and strategy

Financials/
accounting/
disclosure

Capital structure/
dividend policy

Corporate structure/
governance

Management
incentivisation

Internal controls/
systems

Appoint advisers
(independent adviser /
bookrunning banks,
lawyers, accountants) /
kick-off meeting

Develop equity story

Offer structure:

- Type & size
- Timing
- Listing location/
target investors
- Syndicate
structure
- Options/ESOP

Early look meetings with
investors and
initial assessment of
demand

Due diligence

Prepare offering
prospectus and other
legal documents

Financial statements
prepared for inclusion in
prospectus

Finalise business plan /
strategy / equity story

Finalise offer structure

Develop marketing
strategy

Preliminary valuation

Analysts' meeting/
presentation

First interaction with
"junior" syndicate
members

Analysts draft research
reports

Factual accuracy review

Publication of research

Signals public "launch"
of IPO

investor feedback– any
concerns + initial
valuation thoughts

Monitor market

Analyse feedback

Refine offer size,
valuation

Publish admission
document

Set valuation range

Management
roadshow

Analyse demand/
feedback

Sign placing agreement

Pricing and allocation

Admission to trading

Stabilisation

Greenshoe

Market-making

Ongoing research

Investor relations

Ongoing obligations

Preparation for
International
Market

Plan the
execution
phase of
potential IPO

Ensure basic
readiness of
Company for
the listing

Proceed with
analysts
presentation

Proceed with
investor
education

Launch
(size, price
range decision)

Price, sign
subscription
agreement and
allocate shares

Life as a Plc...

Choice of Routes to Market

Standard Listing of Shares on the Main Market



London
Stock Exchange

Key eligibility requirements

Listing Rules	<ul style="list-style-type: none">• Minimum 25% shares in public hands in one or more EEA States• Minimum market capitalisation GBP 700,000• Free transferability of securities• Eligible for electronic settlement• 12 month working capital statement
Accounts	<ul style="list-style-type: none">• 3 years of audited financial information (or such shorter period that the issuer has been in operation)• Latest accounts no more than 18 months old (if audited interims included) or 15 months old (if unaudited interims included). If accounts are older than 9 months, interims must be included.• EU IFRS or equivalent
Corporate Governance	<ul style="list-style-type: none">• Domestic corporate governance code applies
Prospectus	<ul style="list-style-type: none">• Prospectus approved by the UKLA
Admission & Disclosure Standards	<ul style="list-style-type: none">• Compliance with London Stock Exchange's Admission and Disclosure Standards

Key continuing obligations

Periodic Reporting	<ul style="list-style-type: none">• Annual Report (four months after the end financial period)• Half yearly financial report
Disclosure and Transparency Rules	<ul style="list-style-type: none">• List of insiders• Inside information made public without delay• Reverse Takeover Rules
Corporate governance	<ul style="list-style-type: none">• Domestic Corporate governance applied• Corporate governance statement in the annual report

Choice of Routes to Market

Premium Listing on the Main Market



London
Stock Exchange

Key eligibility requirements

Listing Rules	<ul style="list-style-type: none"> • Compliance with the Listing Principles (LR 7) • Appointment of a sponsor • 75% of the business to be supported by a historical financial information • Control over the majority of the entity's assets • Independent business as main activity • Unqualified working capital statement • Minimum 25% shares in public hands • Minimum market capitalisation GBP 700,000 • Free transferability of securities • Eligible for electronic settlement
Accounts	<ul style="list-style-type: none"> • 3 years of audited financial information* • Latest accounts no more than 6 months old (Interims included if accounts more than 6 months old)* • EU IFRS or equivalent
Corporate Governance	<ul style="list-style-type: none"> • UK Corporate Governance
Prospectus	<ul style="list-style-type: none"> • Prospectus approved by the UKLA
Admission & Disclosure Standards	<ul style="list-style-type: none"> • Compliance with London Stock Exchange's Admission and Disclosure Standards

Key continuing obligations

Periodic Reporting	<ul style="list-style-type: none"> • Annual Financial Report (four months after the end financial period) • Half yearly financial report • Significant transactions (class tests)
Listing Rules	<ul style="list-style-type: none"> • Pre-emption rights extended to existing shareholders • Reverse Takeover Rules
Disclosure and Transparency Rules	<ul style="list-style-type: none"> • Inside information made public without delay • List of insiders • Major shareholder notification • Directors Dealings • Related party transactions
Corporate governance	<ul style="list-style-type: none"> • UK Corporate governance – comply or explain • Statement in the annual report
Sponsor	<ul style="list-style-type: none"> • To be retained at all times

*Does not apply to mineral or scientific research companies

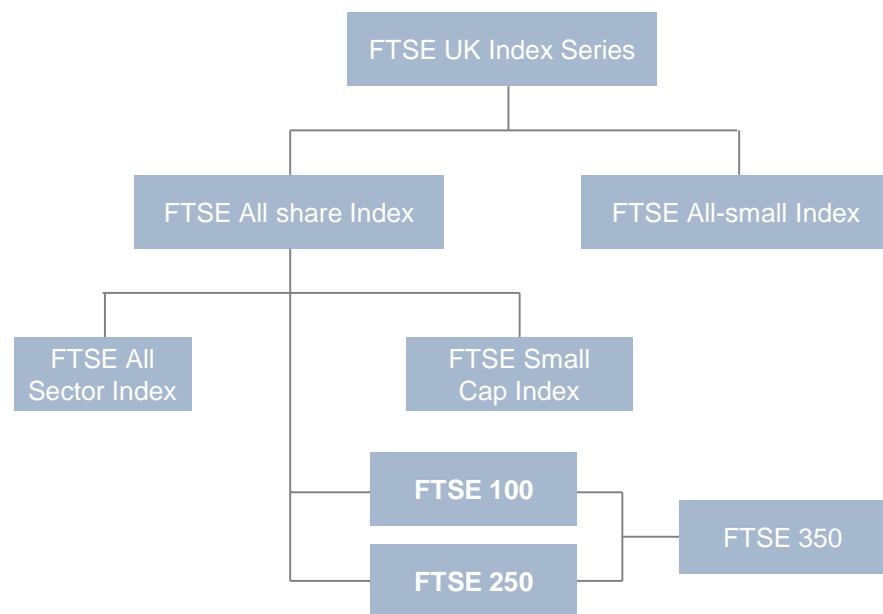
Choice of Routes to Market

Premium Listing – FTSE Index Inclusion

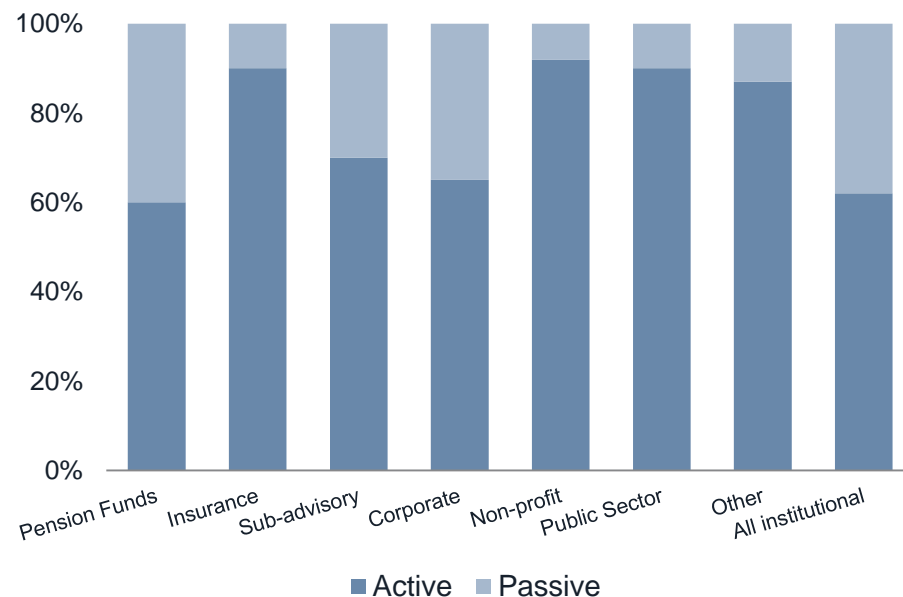


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- FTSE UK series is one of the world's most widely tracked family of indices
- FTSE UK Series is the only flagship index series of any major exchange to admit international companies
- Premium Listing on London Stock Exchange enables issuers to get access to tracker funds



Passive and active funds in London

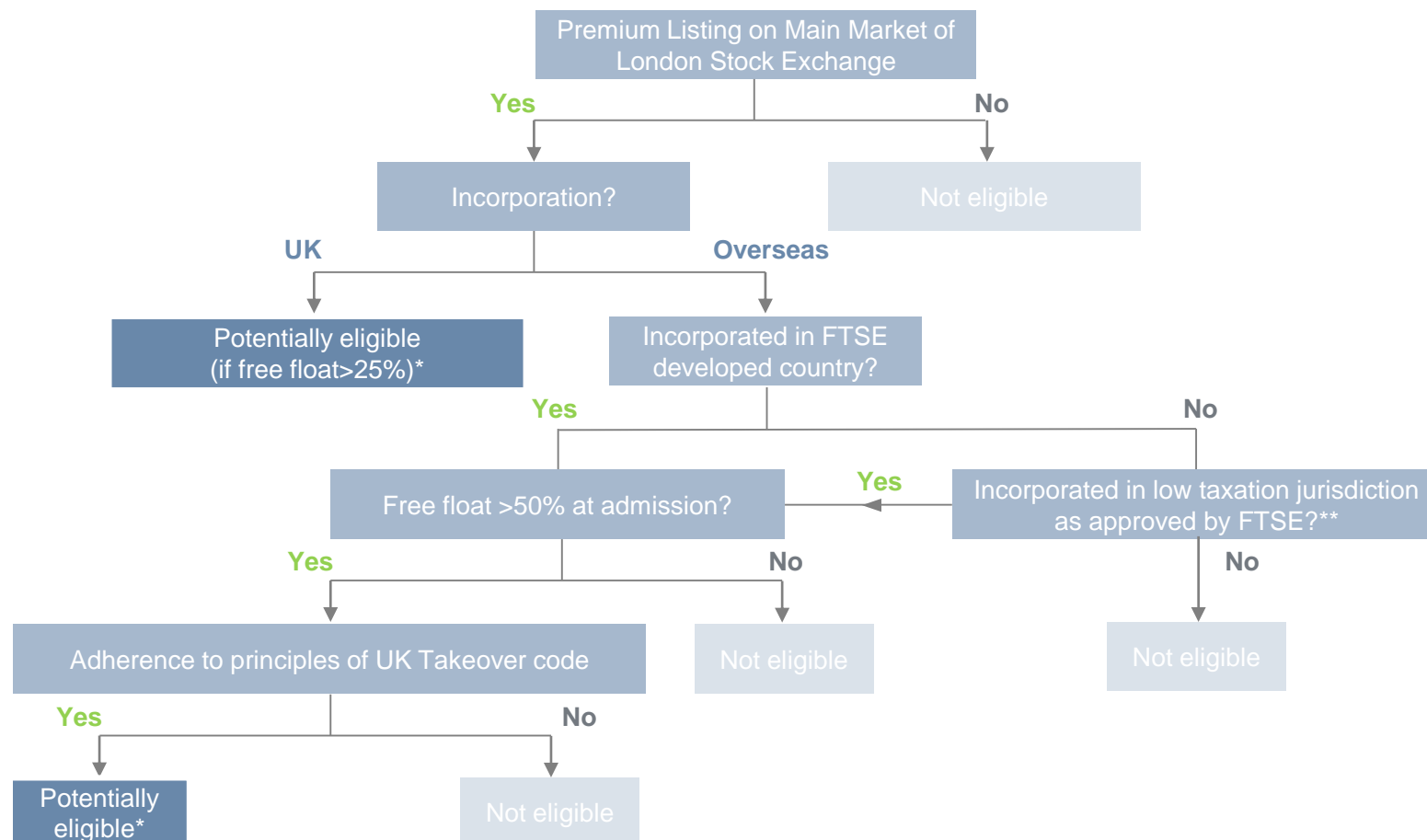


Choice of Routes to Market

FTSE UK Index Series Decision Tree



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*Each company inclusion into FTSE UK Series is individually assessed by the FTSE practitioners committees. Eligibility is dependent on the company passing liquidity screening. The calculation of the minimum free float will be based on the ordinary share capital issued by the company and may include shares that would otherwise be excluded solely because they are subject to a lock-in clause of twelve months or less from their first day of trading, but that would in all other respects be considered part of a company's free float.

**Examples of low taxation countries include: BVI, Bermuda, Cayman Islands, Guernsey, Isle of Man, Jersey, Marshall Islands.

Choice of Routes to Market

Premium Listing – UK Corporate Governance Code



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Premium listed companies are required to apply the principles of the UK Corporate Governance Code and comply with its provisions or explain how they achieved good governance by other means. **Companies with a Standard listing can choose to comply with their domestic corporate governance code.**

Summary of the key areas of the UK Corporate Governance Code

UK Corporate Governance Code principle	
Board of directors	The company should be headed by an effective board, whose responsibilities are separate from the day to day running of the business At least half the board (excluding the chairman) should comprise independent non-executive directors (INEDs) For smaller companies (below FTSE 350) only two INEDs are required to be on the board
Senior independent director	One independent non-executive director should be appointed as senior independent director to provide a sounding board for the chairman and intermediary for the other directors
Chairman	The role of the chairman and chief executive should not be exercised by the same individual The chairman should on appointment be independent
Audit committee	An audit committee of at least three, or in the case of smaller companies two, independent non- executive directors should be set up
Nomination and Remuneration committee	Nomination and remuneration committees should be set up –with a majority of members being independent non-executive directors
Risk management and internal control	A significant portion of executive directors' remuneration should be structured so as to link rewards to corporate performance
Internal controls effectiveness assessment	The board should ensure the company maintains a sound system of internal control
Relationship with shareholders	The board is responsible for ensuring that a satisfactory dialogue with shareholders takes place In FTSE 350 companies, an externally facilitated board evaluation should be carried out every three years
AGM	The board should use the annual general meeting to communicate with investors



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