

A woman with long red hair, wearing a black dress, is floating in a dark space. She is surrounded by a swirling, ethereal trail of binary code (0s and 1s) that forms a circular shape around her. The background is a solid dark grey.

# ebiquity

## Company Presentation

Incorporating interim results for the  
6 months ended 31 October 2013

January 2014

# Key events

## **New organisational structure marks beginning of exciting stage of growth**

- Completed Strategic Review
- Restructured business into three clear business segments
  - Media Value Measurement (MVM)
  - Market Intelligence (MI)
  - Marketing Performance Optimization (MPO)
- Business in strong position to benefit from changing media landscape
- Clear strategy to become the leading provider of data-driven insights globally

# Financial highlights

- Total revenue up 7% to £32.7m (2012: £30.5m) with organic revenue up 4%
- Total underlying operating profit up 26% to £4.1m (2012: £3.2m)
- Underlying profit before tax of £3.6m (2012: £2.7m) and reported profit before tax of £1.7m (2012: £1.2m)
- Underlying diluted EPS increased 18% to 3.1p (2012: 2.6p)
- Strong cash generation with net cash inflow from ops up from £0.4m to £1.9m
- Acquisition of key US MPO business – Stratigent
- Further geographic expansion into China - CMCG

# Recent performance

	2009/10 Actual	2010/11 Actual	2011/12 Actual	2012/13 Actual	2013/14 Forecast <sup>1</sup>
Revenue	21,218	44,165	52,919	64,046	67,300
<i>growth</i>	15%	108%	20%	21%	5%
Op profit	2,643	5,298	8,205	10,441	11,300
<i>margin</i>	12.5%	12.0%	15.5%	16.3%	16.8%
EPS	5.6p	6.0p	7.4p	9.0p	9.5p

<sup>1</sup> Numis forecast, 24 July 2013

*all numbers in £'000s unless otherwise stated*

# Ebiquity's market

- ➡ The advertising and marketing industry is becoming increasingly consolidated and globalised
- ➡ Advertisers are under increased pressure to demonstrate marketing spend ROI
- ➡ Marketing and media channels have proliferated even further
- ➡ Consumer data available to brands has dramatically increased
- ➡ Rapid technological change, which has, in turn, caused consumer and corporate behaviour to change, has increased the complexity of advertising and marketing



**This complexity is driving an increasing worldwide demand for independent marketing and media performance measurement and optimization**

# Key features and benefits of Ebiquity's offering

## 1. Must-have data

- Proprietary media buying data pool
- Market leading advertising monitoring database – paid and earned media aggregated and tagged

## 2. Advanced analytics

- Media buying measurement, benchmarking and ROI
- Advertising validation and competitive positioning
- Real-time and predictive performance measurement

## 3. Independent insight

- Unique independent positioning outside agency workflow
- Independent advice on media planning and evaluation of agency performance

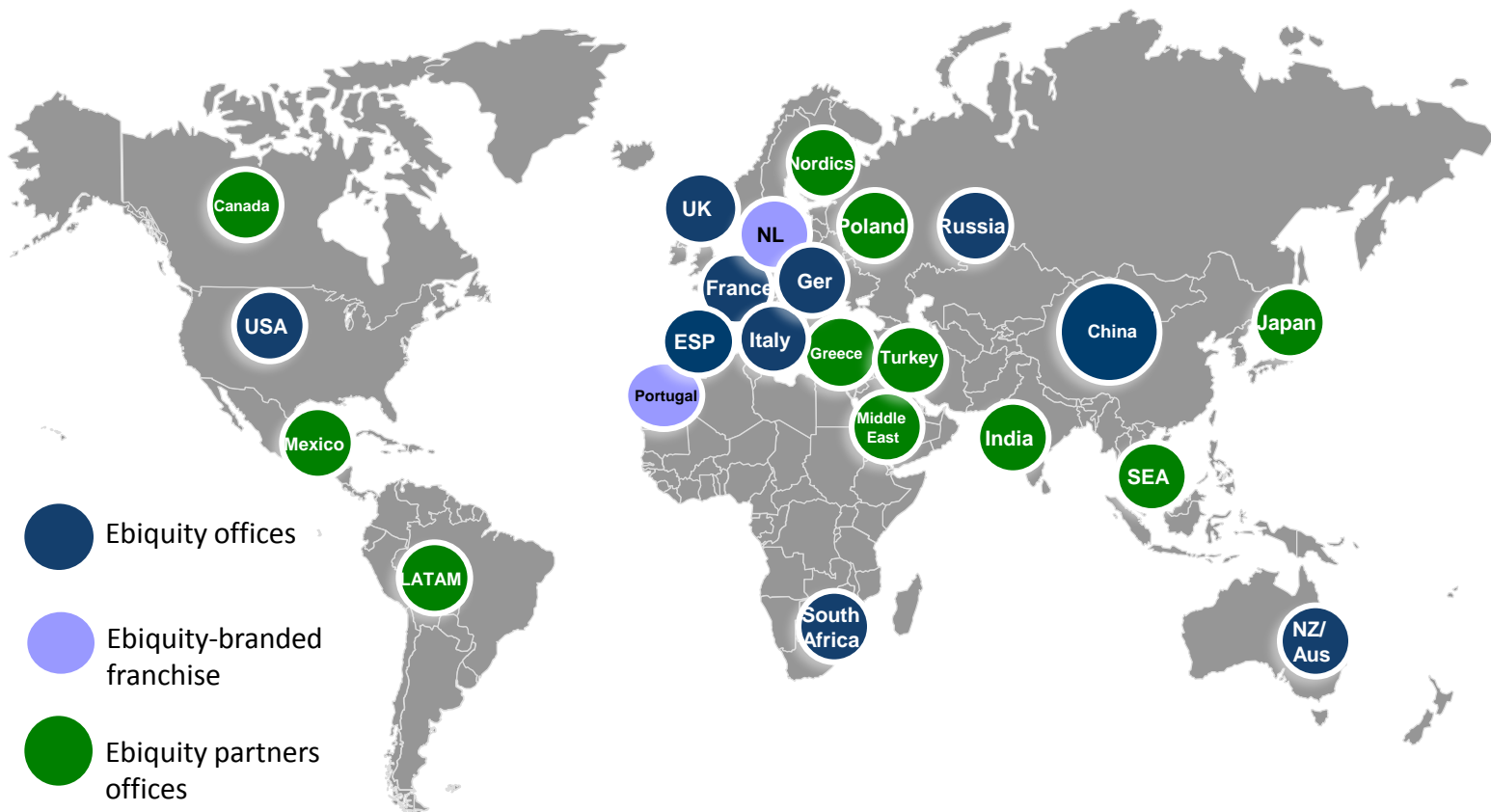
## Key features

- ➔ Market leading workflow tools – constantly evolving suite of software products
- ➔ Rapidly increasing cross-sales – 14% of clients now take more than one Ebiquity service
- ➔ Strength in paid and earned media – tools generate insights from social and paid media

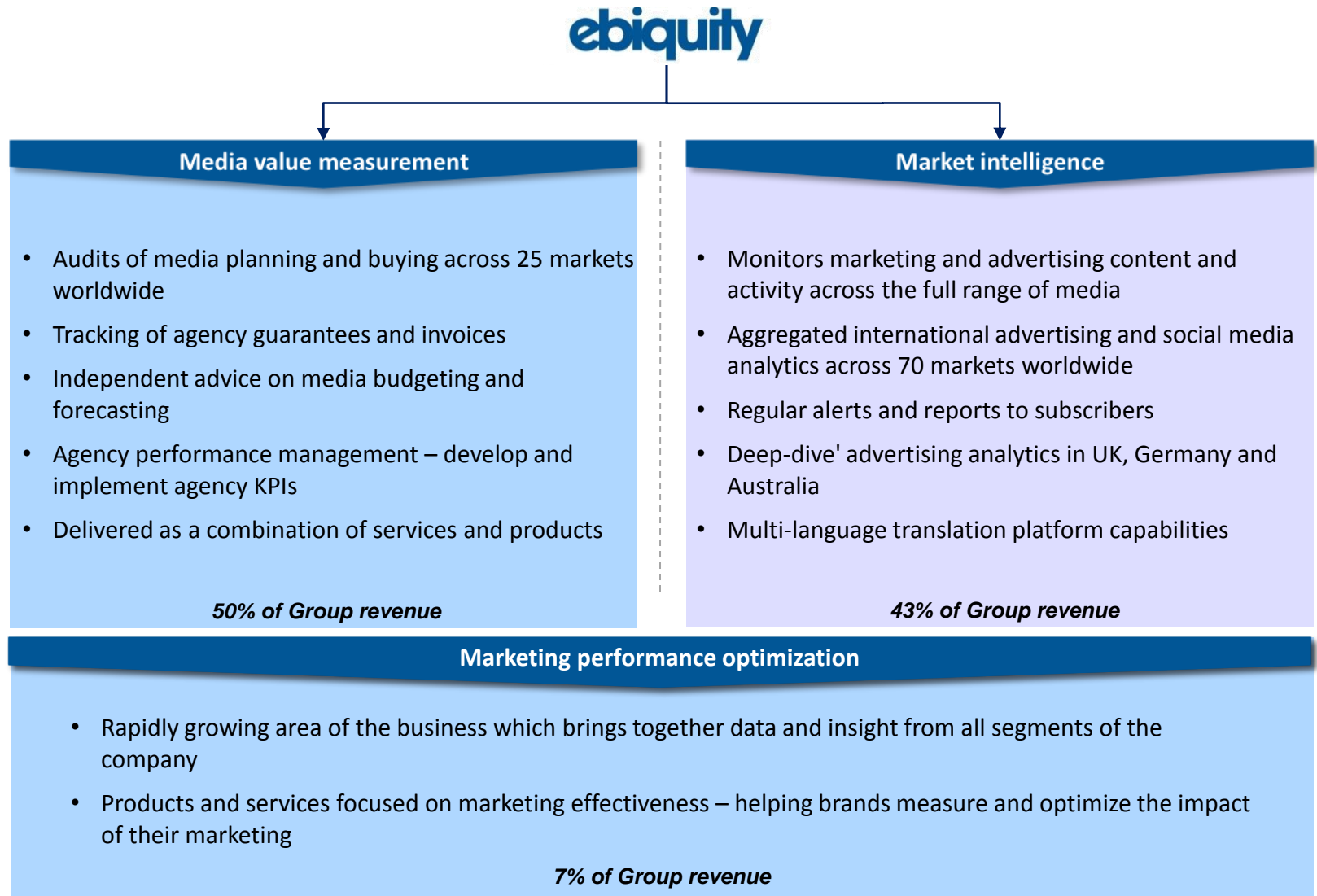
- ➔ Recurring revenue – 96% annual contract renewals; products embedded in client workflow
- ➔ Consistent financial growth
- ➔ Global coverage – advertising analytics across 70 markets, media buying data across 40

# Global presence and expertise

- 800 people worldwide
- Operate from 17 global offices plus an extensive partner and ‘franchise’ network
- Working with over 1,200 clients across multiple sectors including over 90 of the Top 100 advertisers globally
- 4 data centres: Newcastle (UK), Chicago (US), Hamburg (Germany) and Sydney (Australia)



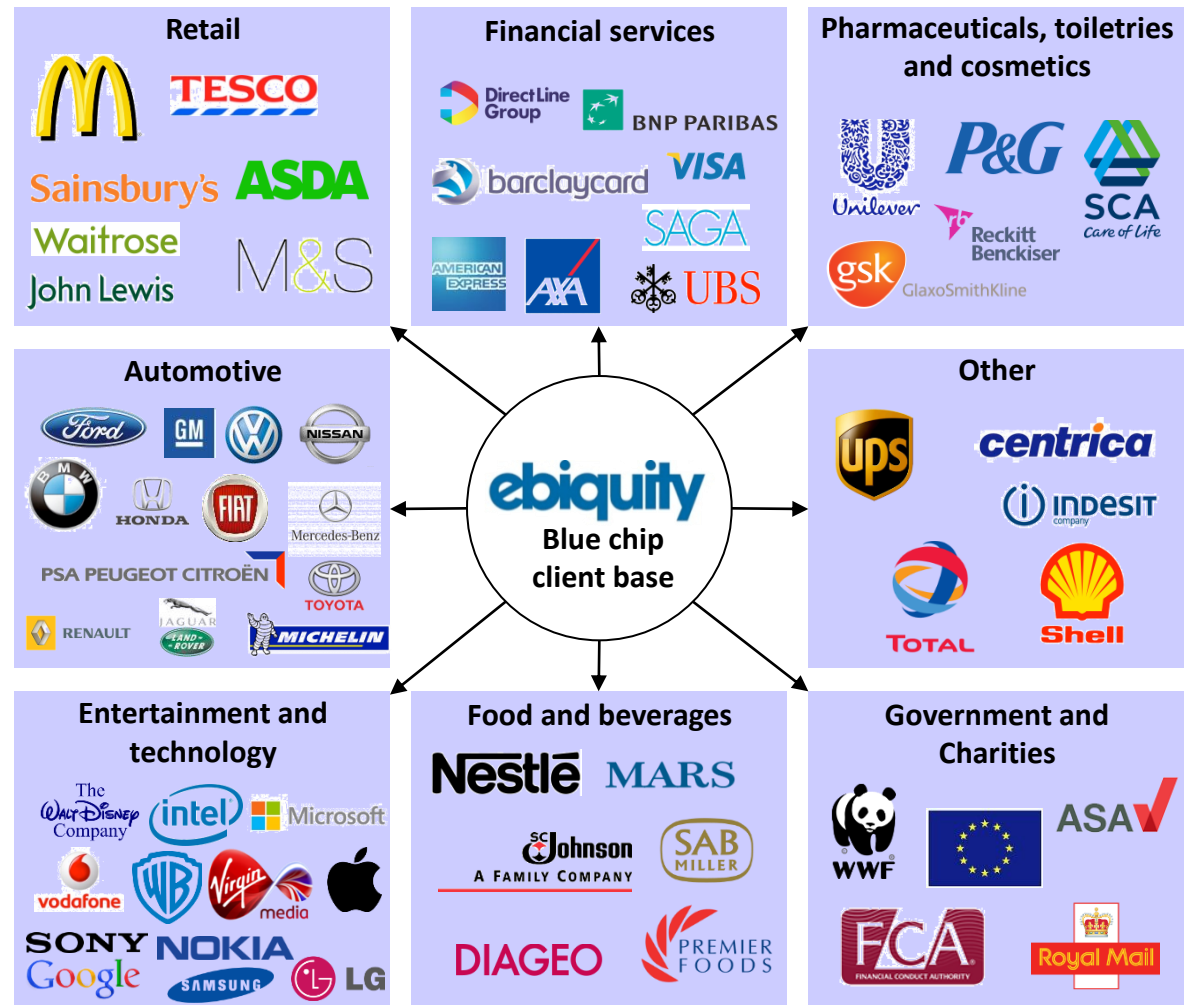
# New business structure





# Blue chip customer relationships

- Ebiquity works with market leading multinational brands
- Ebiquity's expertise in core verticals such as retail and TMT give clients a tailored, high quality service
- Ebiquity continues to expand its international reach with 37% of clients taking products or services across multiple geographies, and 14% of clients take two or more products or services
- Ebiquity has an upward trend in the average contract size as global offices of multinational firms take Ebiquity's services



# Ebiquity proprietary reports



Dashboard reporting  
Customized for each client  
Secure  
Tablet compatible

# Media Value Measurement

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50% of total revenue



# Media Value Measurement

## 1. Unique database

- Deepest and most comprehensive database in the market
- Very hard for any competitor to replicate

## 2. Independence

- Clients desire for objectivity
- Unique ability to hold agencies to account

## 5. Stickiness of contracts

- Benchmarking clients lock in with long term contracts
- Ebiquity's services integrated with clients' communications programmes

## 3. Technology plus

- Unique front end consultancy offering bolted onto technology piece differentiates from pure SaaS platforms
- Usability for clients without analytical skill sets

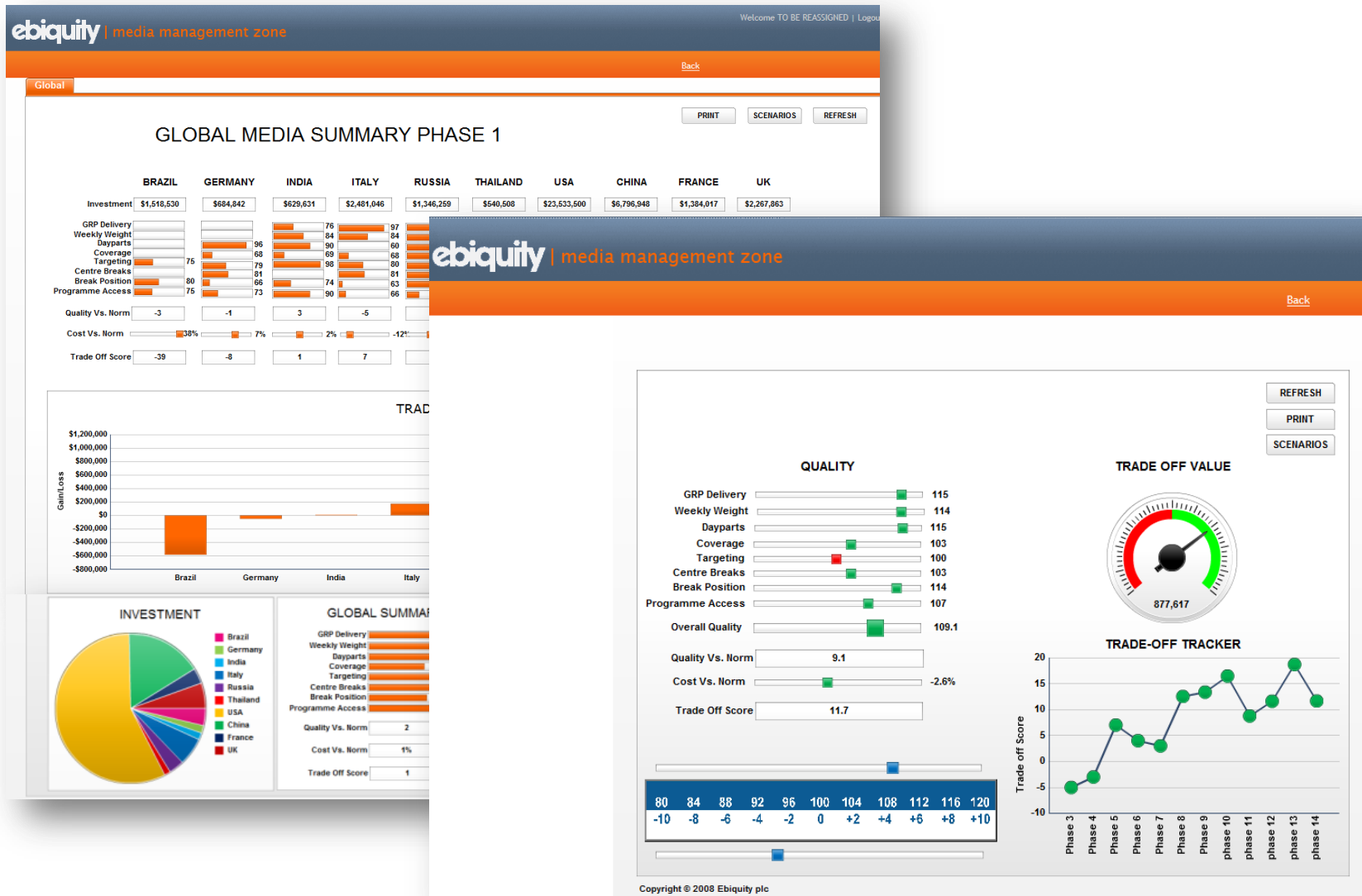
## 4. Tracking solutions for global clients

- Ebiquity offers global coverage with local knowledge

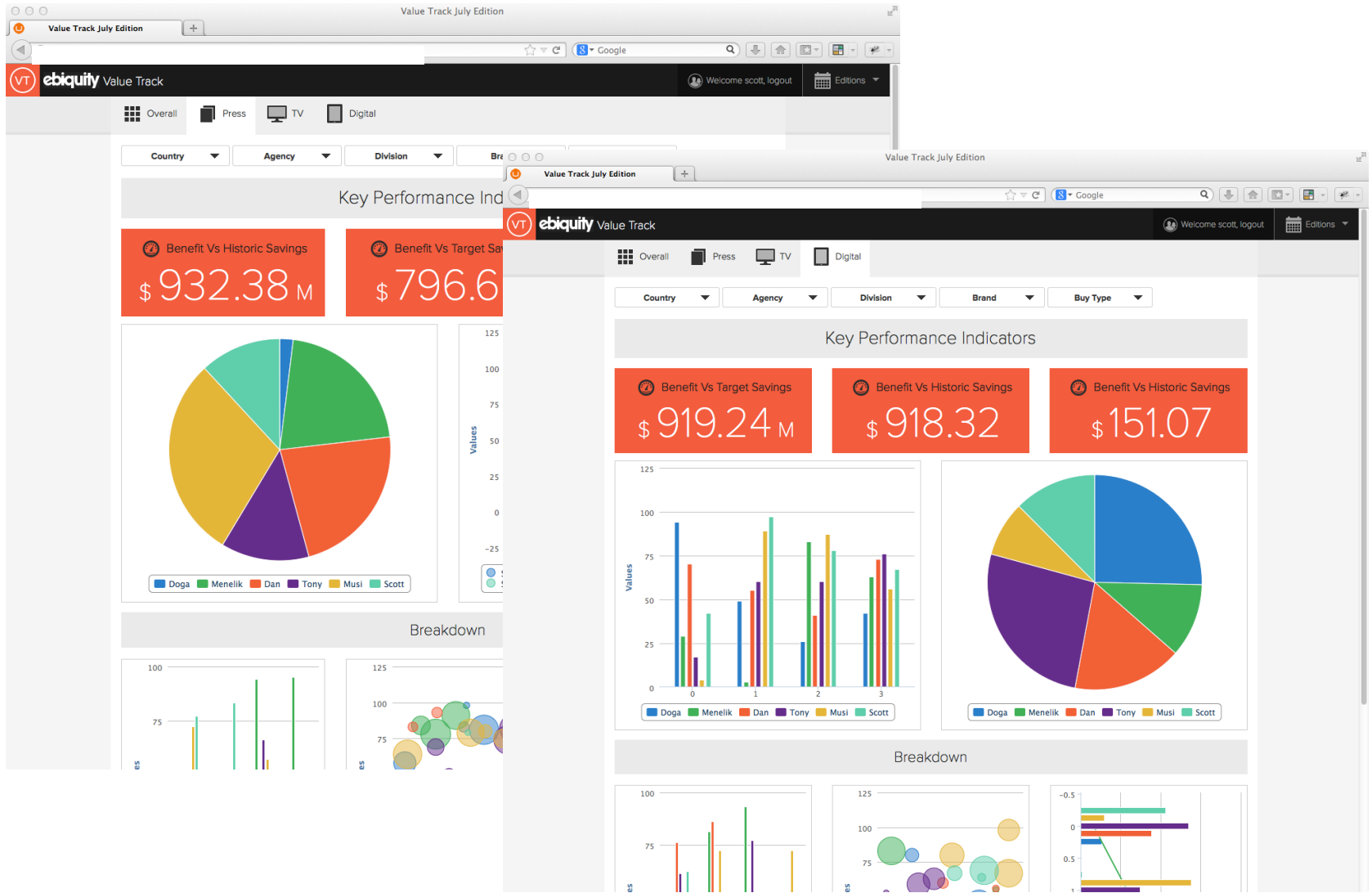
**ebiquity**

**Media Value  
Measurement**

# Media Benchmarking – The Rack®



# Value Track® – Performance Guarantees



# Market Intelligence

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43% of total revenue

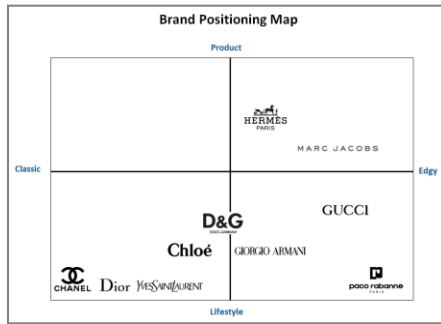


Data-driven insights

# Market Intelligence

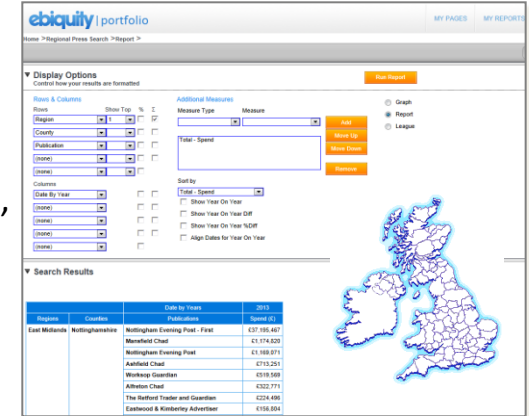
## 1. Insight

In depth bespoke research projects that give clients an impartial conclusion on the performance of their marketing











## 2. Portfolio

Subscription platform that provides 'deep-dive' advertising analytics in the UK, Germany and Australia



## 3. Portfolio International and Portfolio +

Platform that delivers aggregated advertising analytics across 70 markets worldwide. Portfolio+ is a client-tailored multi-language translations platform

Compliant				4 creatives
Bells Kia - 2227		Stopan	+Savings_of_up_to_£1,400	2 creatives
		Advert Type	Advert	
		First Recorded Date	11/04/2013	
		Creative Reference	PR0021637	
		Stopan	+The_Kia_Sportage	1 creative
		Advert Type	Advert	
		First Recorded Date	24/04/2013	
		Creative Reference	PR0024474	
Ken Brown Motors (Stonewall) - 1382		Stopan	THE SCHOOL RUN	1 creative
		Advert Type	Advert	
		First Recorded Date	09/05/2013	
		Creative Reference	PR0081905	
Marshall of Bedford - 2215		Stopan	+Fantastic_offers_on_3_great_cars	1 creative
		Advert Type	Advert	
		First Recorded Date	26/02/2013	
		Creative Reference	PR0012056	
Non Compliant				4 creatives
WLMG (Eastcoast) - 2130		Stopan	Get on board with vtm's Info-City Deals	2 creatives
		Advert Type	Advert	
		First Recorded Date	26/02/2013	
		Creative Reference	PR0012256	
		Stopan	Get on board with vtm's Info-City Deals	2 creatives
		Advert Type	Advert	
		First Recorded Date	23/01/2013	
		Creative Reference	PR0971537	

## 4. Sonar

Subscription platform that helps Ebiquity's clients to monitor, evaluate and act on their digital media and social media presence globally in real-time





# Portfolio® - UK, Germany and Australia Competitive Monitoring

Ad Listing (124,020)

GROUP BY None



Id: LPOBE006  
Media: Print  
Date: 04/02/2009 00:00



Id: FQAU21701  
Media: TV  
Date: 12/19/2012 00:00

## Schedule View

ADD ALL

UP DOWN LEFT RIGHT

		1/1/2012	1/15/2012	1/29/2012	2/5/2012	2/12/2012	2/19/2012	2/26/2012	3/18/2012	3/25/2012	4/1/2012	4/8/2012	4/15/2012	4/22/2012
Alpina	+ x													
Amul	+ x					1	1	1				1		
Arla Foods	+ x	1	2	1			1	2	1	1	8		2	
Beurre	+ x		1											
Boulder Specialty Brands	+ x													
Butaris	+ x							2			2			
Campina	+ x													
ConAgra Brands, Inc	+ x													
Dairy Crest	+ x													
Floralp	+ x			1							1			
Irish Dairy Board	+ x	1	1							1				
Lactalis International	+ x	1			1									
Land O' Lakes Inc.	+ x					2								
Meggle	+ x													
Prealpi	+ x				1									
Ulker	+ x		1											

# Portfolio Plus® - International Competitive Monitoring

## Creative Spotlight (1,496)

GROUP BY None

ALL ADREPORT BEVERAGES DEOS HAIR HHC ICE CREAM **LAUNDRY** NEW VITALITY ORAL SAVOURY SCC&DRESSINGS SKIN



### Betty White

Launching new Tide Vivid White + Bright in the US, Procter & Gamble partners with popular actress Betty White who informs Americans how to "Break The Rules of White." Wearing a "hot white number," White attests she's not worried about taking care of it because she uses new Tide Vivid White + Bright detergent and Tide Boost Vivid White + Bright Pacs, which "keep [her] whites looking new, wash after wash."



### Morning Calisthenics

New Attack Nex is positioned as a brand parents can trust when they can't be with their kids. Featuring a familiar scenario of germs rapidly spreading between kids at school, the TVC assures that parents can trust in Attack Nex to protect their children as it has a "high level of hygiene protection." Similarly focusing on hygiene, RB continues to promote new Vanish Oxi Action Extra Hygiene in Thailand, promising it kills 99.9% of bacteria.



### Birthday Party

Henkel uses a sid Color Gel is "the mother wearing she attests she uses enzymes elimin colors." Making a Bright Colors "re



### A Lot Of Freshness

## AdWall (124,020)

GROUP BY None ORDER BY



### Unforgettab

Featuring "The M Isalah Mustafa of Pleasures is now fresh scent creat



# Sonar® - Brand sentiment dashboard



# Marketing Performance Optimization

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7% of total revenue



Data-driven insights



# Background

*Less is more when it comes to 'big data'*



**Andrew Hill**  
On management

As elusive as Bigfoot, as addictive as a Big Mac, as sinister as Big Brother: the lure of "big data" is perfect bait for fee-hungry experts hunting new business. It also poses untold risks to companies that fail to read the trend, or the data, correctly.

Raw data are like raw sewage: toxic if not handled properly. And this stuff is raining down on our business and political leaders. The day after Barack Obama's re-election, Time.com wrote that his campaign team had run 66,000 election simulations a night to assess the odds of his winning swing states. A digital "dashboard" feeds David Cameron, UK prime minister, the essence of 100 sources, including jobs figures, opinion polls and house prices, and gives Phil Clarke, chief executive of Tesco, insight into 173 different innovations being tried out by the world's third-largest retailer.

Asked to explain how he avoids being overwhelmed, Mr Clarke told me at last week's FT Innovate conference that he had boiled down what used to be a 75-page report on Tesco's operations to a three-page summary, "and I don't even read the third page any longer".

However, it is still dangerous to lob a big-data dossier on to the CEO's desk. If the amount of data available for analysis is growing at the rate of 2.5bn gigabytes a day, the number of boardroom references to the topic must be increasing at twice that rate at least. At many companies, the boss is likely to conclude that if the strategic challenge is that big, meeting it must require a big initiative, run by a big team, and

backed by a big investment. A consultant told me of one company that had committed nearly \$300m over six years to "re-architect" its data. Most of that investment, he pointed out, is bound to be wasted because "everything will have changed by then".

Despite such warnings, plenty of business leaders are still likely to react to calls for a measured approach in the same way that overambitious sitcom shrink Frasier responds when his brother Niles reminds him that less is more: "Yes – but if less is more, think how much more 'more' will be."

Big data are daunting. Even if companies realise they can no longer merely mine static customer lists, they should not underestimate the technical difficulties of marrying large proprietary databases with the more valuable unstructured, dynamic information that comes from open sources, such as social media or mapping applications. The guidelines for chief executives, on the other hand, are relatively straightforward: verify, purify, simplify.

First, they need to identify the information they hold and ensure it is consistent and comparable. Troy Carter, who, as manager of Lady Gaga, has become an expert in crunching digital numbers, recalls how poor the singer's customer data were when his team first started collecting them: "We had information from Ticketmaster [the ticket vendor], or our website, but not rich information that told us who the actual fan was... from surfing habits to ticket-buying habits."

Even then, as Sean Carney, chief

design officer of Philips, says, data are "like crude oil: it isn't much use until you start to synthesise it". Your company may have access to lots of data, but only some of it will be relevant. The second step is to know what you are searching for, and why. Mr Carter recognised that 1m registered fans of Little Monsters, the Lady Gaga website he set up, would be more valuable to him than the 53m who "like" the star's Facebook page.

Finally, go ahead and put the data to use. If there is a single clear message for managers, it is summed up by Tesco's Mr Clarke – make big small: "Seventy-four million Clubcard [loyalty card] holders fire their data in from every transaction every day: if that was used without any refining, we would be swamped." Once the data have been properly marshalled, chief executives can test ideas cheaply and repeatedly. Innovations can flourish – or be allowed to perish without having wasted too much time or money.

Are strategists redundant, then? Not yet. Unlike intelligent fridges that can buy their own groceries online, large data-driven companies can't order their own strategic direction. Even if they could, they would need someone sitting in front of a dashboard to decide, on the basis of abundant data, which innovation to bless with scarce capital. That, at least, will come as a relief to CEOs, as they struggle to keep their heads above water.

andrew.hill@ft.com  
Andrew Hill blogs at  
[www.ft.com/businessblog](http://www.ft.com/businessblog)

**Raw data are like raw sewage: toxic if not handled properly**

**"Big data are daunting...  
The guidelines for chief executives, on the other hand, are relatively straightforward: verify, purify, simplify"  
FT: 12<sup>th</sup> November, 2012**

# High certainty of outcome

Data-informed decisions

Benchmark Performance

Set KPI's

Determine key business drivers

Test impact of options/choices

Understand their interconnectivity

Limit number of variables

Landscape the market

Judgment-based decisions

# Low certainty of outcome

# Marketing Performance Optimization



Helps brand owners predict how their business will perform by optimizing media choices

## Measurement

Measure the profit effectiveness of our clients' marketing and advertising activity

## Modelling

Statistical models calculate the effect of many different variables (eg price) including the influence of external factors (eg weather)

Data



## Analysis

Provide return-on-investment figures overall and by channel and we show how these can be improved through changes

## Improvement

Help clients improve their retail promotional effectiveness through proprietary statistical tools

## Continuous monitoring

Provide our clients with a business intelligence platform which helps them measure the key daily metrics of their business

**Monthly Insight  
Overview**

**KPI Dashboard  
And Commentary**

**In-depth  
Commentary**





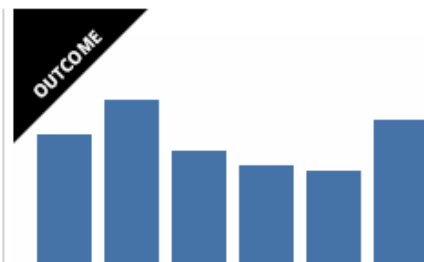


ACQUISITIONS   CURR	TOTAL QUOTES   CURR	MEDIA SPEND   CURR
6.3k	12k	£5M



## A slow start to 2013 but the green shoots are appearing

We start 2013 in an uncertain place. Externally the full implications of the Gender Directive are yet to be fully understood. The market remains incredibly competitive; PCW spend is increasing whilst both home and motor search markets have seen considerable YOY declines. Internally we have been working hard to meet the cost challenge whilst maintaining our performance. In January we have reduced media spend for by 38% on car, 49% on home and has seen equally difficult cuts of 53% on car, 34% on home.



ACQUISITIONS | CURR

6.3k

CPA | CURR

£550

CPQ | CURR

£350

CONVERSION | CURR

35%

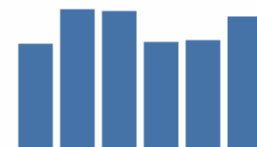
RETENTION RATE | CURR

77%



NPS | CURR

1.3



TOTAL QUOTES | CURR

12k

WEB QUOTES | CURR

4.2k

PCW QUOTES | CURR

6.3k

PHONE QUOTES | CURR

2.3k

SOCIAL MEDIA VOLUME | CURR

120



WEB SEARCH INTEREST | CURR

95



CONSIDERATION | CURR

0.60

CUSTOMER SATISFACTION |  
CURR

72%



SPEND BY MESSAGE |

MEDIA SPEND | CURR

£5M

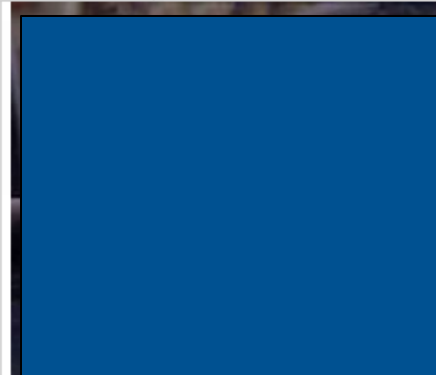
SHARE OF VOICE | CURR

32%



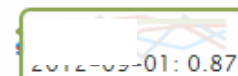
AI | CURR

0.77



AWARENESS | CURR

83%



PRICE METRIC |

# Interim Results

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6 months ended 31 October 2013



Data-driven insights

# Revenue

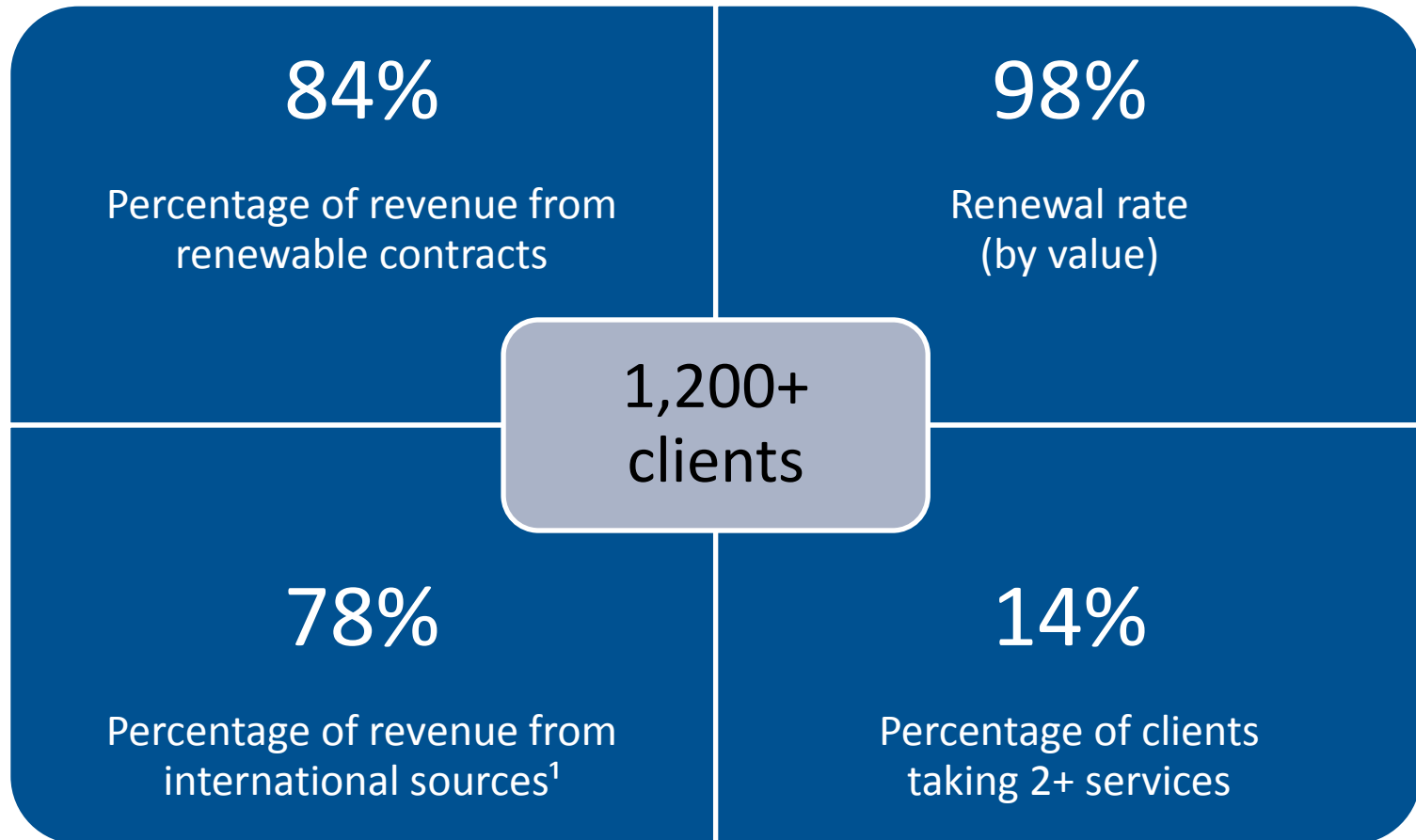
Year on year growth of 7%



- Total revenue up 7%
- Total organic revenue increase of 4%
- Organic MVM growth of 8% - now 50% of total revenue
- Organic MPO growth of 77% - now 7% of total revenue

# Revenue and client analysis

As at 31 October 2013



<sup>1</sup>International sources defined as multi-territory or non-UK domestic

# Underlying operating profit

Year on year growth of 26%

	2013	2012
Op profit	£4.1m	£3.2m
Margin	12.5%	10.6%

- Total operating profit up 26%
- 7% organic increase in operating profit
- Margin increase driven by operational gearing
- EBITDA margins up from 12.7% to 14.7%

# Highlighted items

Increase in non-recurring costs

	2013	2012
Recurring (non-cash)	£1.0m	£1.2m
Non-recurring (cash)	£0.8m	£0.4m
Total	£1.8m	£1.5m

- **Recurring:** Reduction in amortisation of purchased intangibles
- **Non-recurring:** Increase in integration and property costs

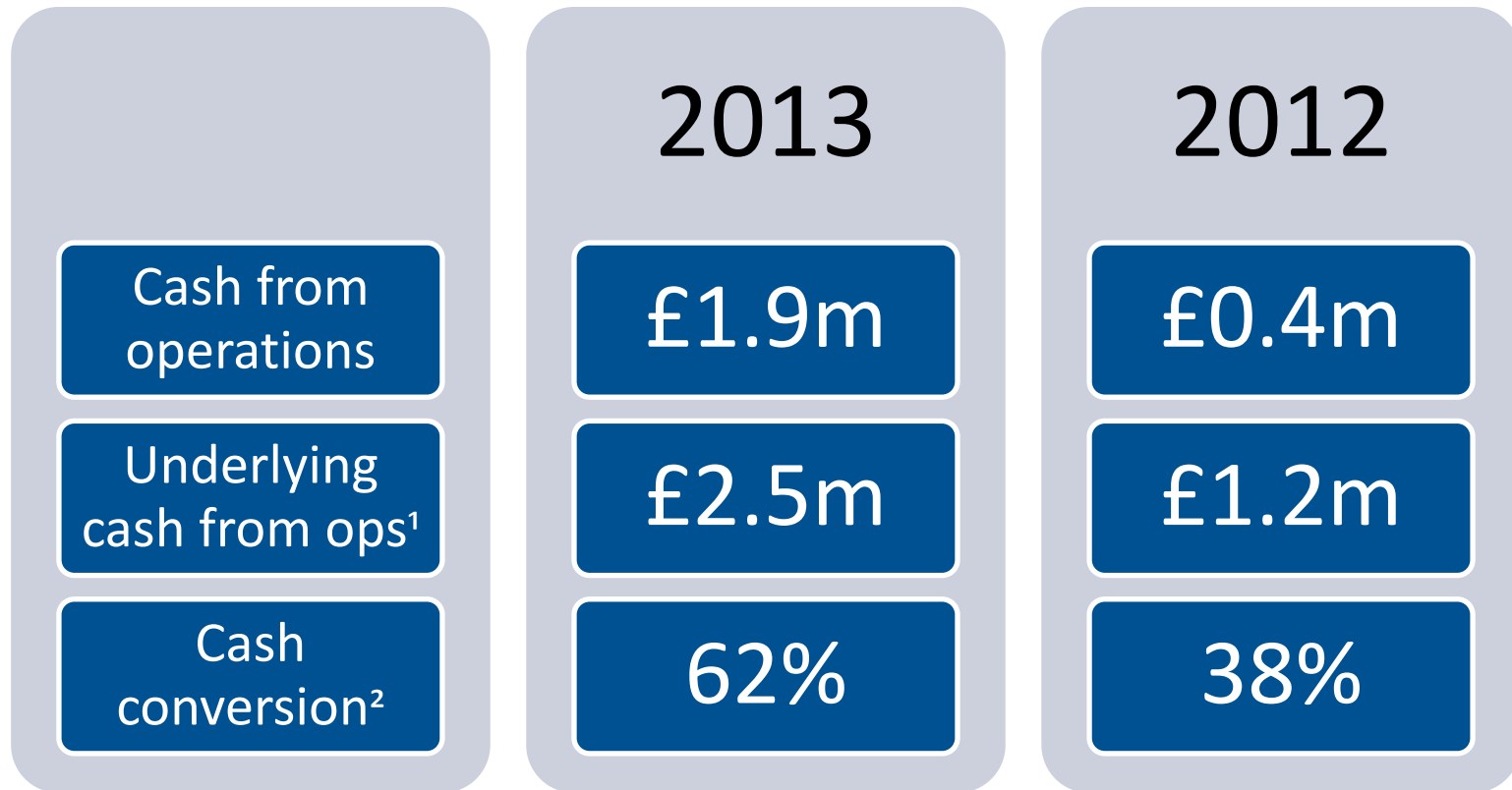
# Profit before tax and EPS

Strong growth in profit and earnings

		2013	2012
<b>Underlying operating profit</b>	<b>↑ 26%</b>	<b>4,095</b>	<b>3,243</b>
Highlighted items		(1,862)	(1,545)
<b>Reporting operating profit</b>	<b>↑ 32%</b>	<b>2,233</b>	<b>1,698</b>
Net finance costs/associates		(532)	(528)
<b>Reported profit before tax</b>	<b>↑ 45%</b>	<b>1,701</b>	<b>1,170</b>
<b><i>Underlying profit before tax</i></b>	<b>↑ 31%</b>	<b>3,563</b>	<b>2,715</b>
<b><i>Underlying diluted EPS</i></b>	<b>↑ 18%</b>	<b>3.06p</b>	<b>2.60p</b>

# Cash generation

Significant improvement in cash generation



- Significant improvement in cash generation
- Significant improvement in cash conversion (H1 seasonally lower than H2)

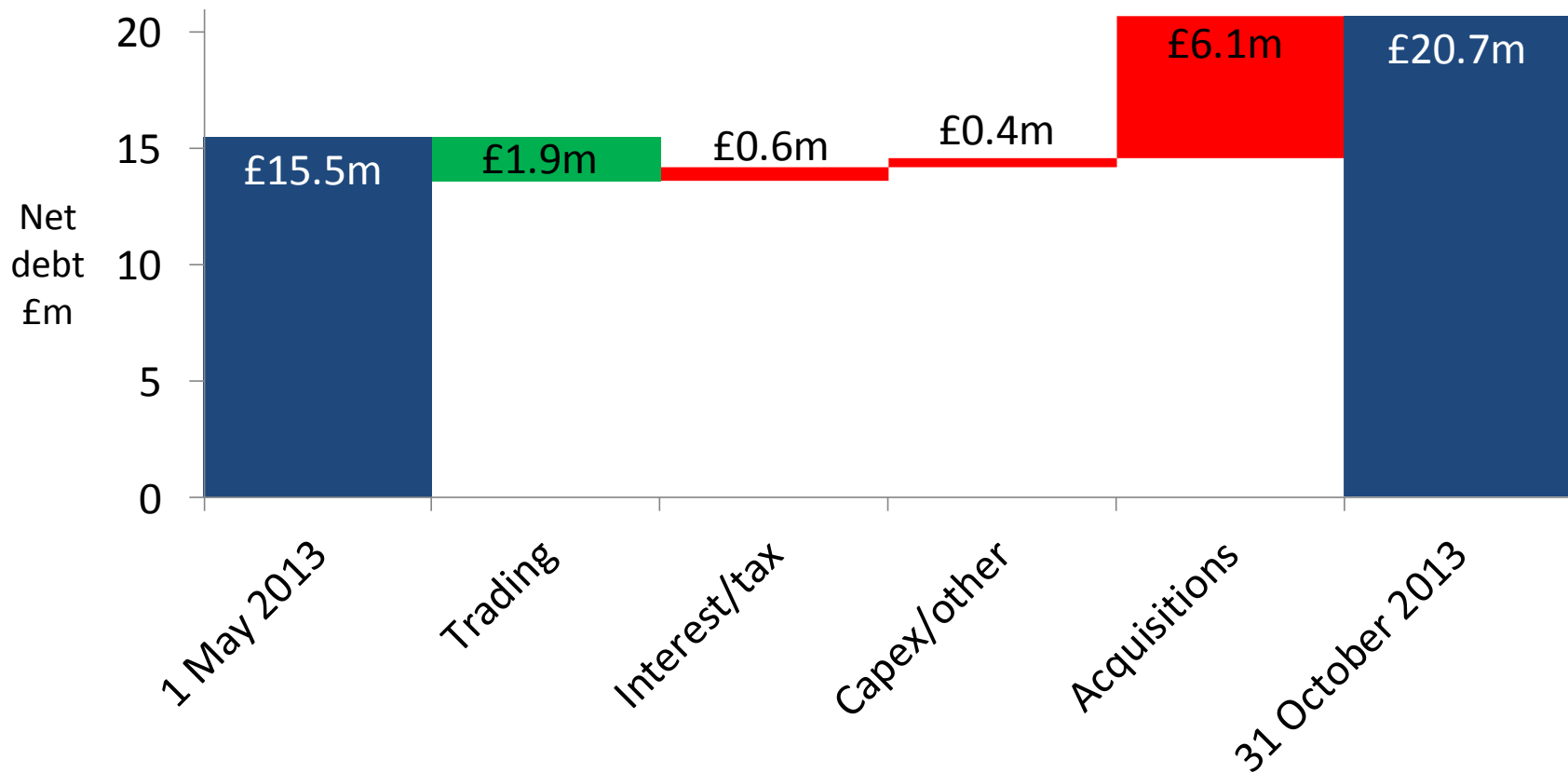
<sup>1</sup>excluding the impact of cash highlighted items

<sup>2</sup>underlying cash from operations as a percentage of underlying operating profit



# Net debt analysis

Comfortable level of debt funding



Gross debt	(22,636)	(27,287)
Cash	7,109	6,635
<b>Net debt</b>	<b>(15,527)</b>	<b>(20,652)</b>
Gross debt/EBITDA <sup>1</sup>	1.9	2.1
<b>Net debt/EBITDA<sup>1</sup></b>	<b>1.3</b>	<b>1.6</b>

# Interim financial highlights

Strong year on year growth

## Revenue

- Up 7% to £32.7m

## Operating profit

- Up 26% to £4.1m

## Margins

- Op profit mgn up to 12.5%

## Earnings

- U/I dil EPS up 18% to 3.1p

# Outlook

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2013/14 full year and beyond



Data-driven insights

# Outlook

1. Market dynamics continue to favour Ebiquity's growth strategy
2. New structure will enable greater focus on growth markets
3. Continued emphasis on software to enable margin growth
4. Economic climate building greater customer confidence
5. Strong pipeline
6. Future prospects encouraging - remain confident

# Appendices

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6 months ended 31 October 2013



Data-driven insights

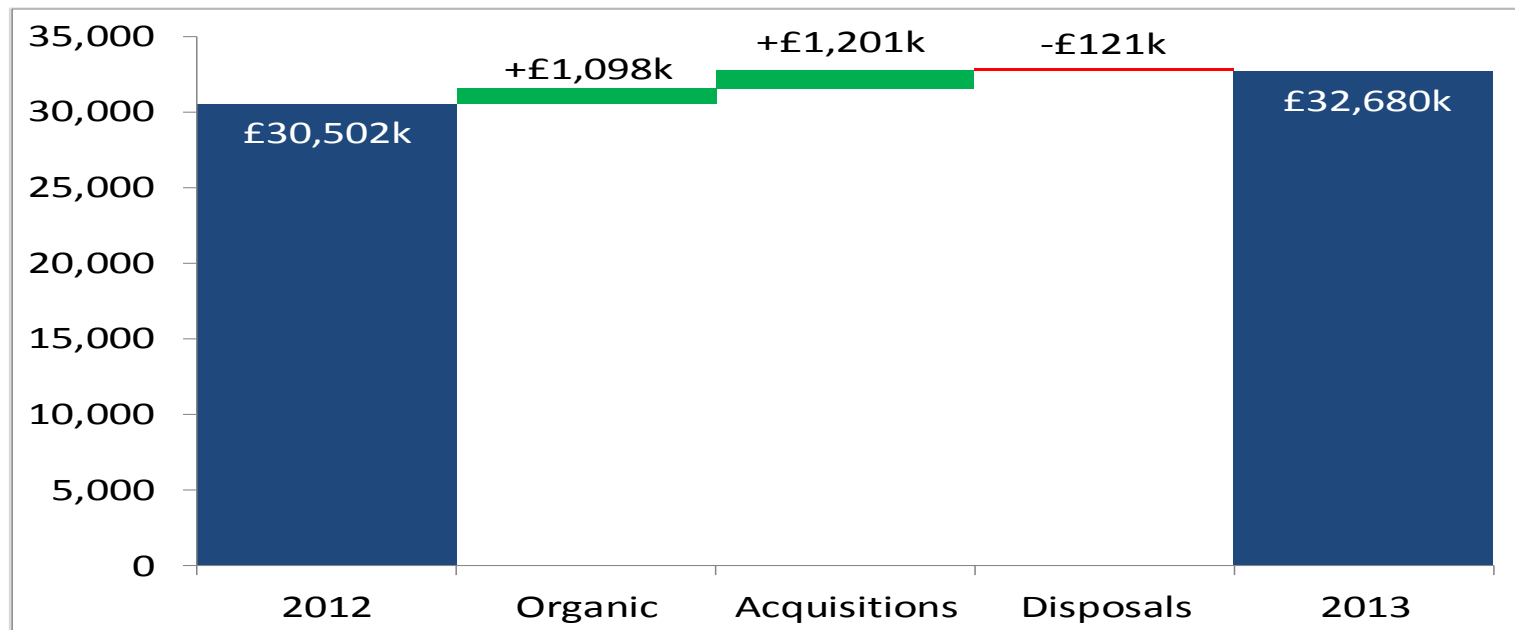
# Appendix: Year on year revenue analysis

	Organic	Acquisitions	Total
<b>Six months ended 31 October 2012</b>	<b>29,935</b>	567 <sup>2</sup>	<b>30,502</b>
Prior period disposals	(121)	-	(121)
<b>Six months ended 31 October 2012 pro forma</b>	<b>29,814</b>	<b>567</b>	<b>30,381</b>
Organic revenue increase	1,098 <sup>1</sup>	-	1,098
Full year impact of prior period acquisition (FD)	-	593 <sup>2</sup>	593
Revenue from current year acquisition (Stratigent)	-	608 <sup>3</sup>	608
<b>Six months ended 31 October 2013</b>	<b>30,912</b>	<b>1,768</b>	<b>32,680</b>

<sup>1</sup> Representing an organic growth of 4%

<sup>2</sup> Represents FD acquisition (acquired 2 August 2012)

<sup>3</sup> Represents Stratigent acquisition (acquired 19 August 2013)



# Appendix: Segmental reporting

6m to October 2013	Media Value Measurement	Market Intelligence	Marketing Performance Optimization	Reportable Segments	Unallocated	Total
Revenue	16,501	13,889	2,290	32,680	-	32,680
Operating profit before highlighted items	3,745	2,477	999	7,221	(3,126)	4,095

6m to October 2012	Media Value Measurement	Market Intelligence	Marketing Performance Optimization	Reportable Segments	Unallocated	Total
Revenue	14,810	14,740	952	30,502	-	30,502
Operating profit before highlighted items	2,794	2,435	370	5,599	(2,356)	3,243

12m to April 2013	Media Value Measurement	Market Intelligence	Marketing Performance Optimization	Reportable Segments	Unallocated	Total
Revenue	32,364	29,639	2,043	64,046	-	64,046
Operating profit before highlighted items	8,003	5,936	774	14,713	(4,272)	10,441

# Appendix: Old format segmental reporting

Disclosed for comparison purposes only

6m to October 2013	Analytics	Platform	Reportable Segments	Unallocated	Total
Revenue	21,084	11,596	32,680	-	32,680
Operating profit before highlighted items	4,840	2,381	7,221	(3,126)	4,095

6m to October 2012	Analytics	Platform	Reportable Segments	Unallocated	Total
Revenue	17,971	12,531	30,502	-	30,502
Operating profit before highlighted items	3,046	2,553	5,599	(2,356)	3,243

12m to April 2013	Analytics	Platform	Reportable Segments	Unallocated	Total
Revenue	39,542	24,504	64,046	-	64,046
Operating profit before highlighted items	9,024	5,689	14,713	(4,272)	10,441



## Appendix: Renewals analysis

	% renewable revenue	% renewal rate (value)
MVM	98%	100%
MI	78%	90%
Total	84%	96%

<20% of MPO is renewable

# Appendix: Cross-selling analysis

	2010/11	2011/12	2012/13
<b>Total group</b>			
2 services	10%	13%	11%
3 services	1%	1%	3%
<b>2+ services</b>	<b>11%</b>	<b>14%</b>	<b>14%</b>
<b>Top 100 global advertisers</b>	<b>84 of the 100</b>	<b>89 of the 100</b>	<b>91 of the 100</b>
2 services	46%	54%	39%
3 services	4%	3%	25%
4 services	0%	1%	4%
<b>2+ services</b>	<b>50%</b>	<b>58%</b>	<b>68%</b>

**Strong penetration into big spenders...lots of potential for additional cross-sell**

# Appendix: Outstanding deferred consideration as at 31 October 2013

	Previous financial years (11/12 and 12/13)		2013/14
	Joined Up Media Company	Firm Decisions	Stratigent
Nature of business	Media analytics in Russia/CEE	Media cost auditing globally	Multi-channel analytics in the US
Operations	Moscow, London	London, NYC, Sydney	Nr Chicago
Transaction date	27 May 2011	3 August 2012	19 August 2013
Transaction detail	50.1% acquisition	100% acquisition	100% acquisition
Cash up front	£318k	£1,000K	£2,700k
Deferred consideration max	£882k	£6,000K	£2,928k
Deferred consideration paid	£nil	£2,637k	£nil
Estimated remaining deferred consideration*:	£334k:	£2,179k:	£2,356k:
H2 2013/14	£334k	-	£1,421k
H1 2014/15	-	£2,179k	£202k
H1 2015/16	-	-	£305k
H1 2016/17	-	-	£428k
Total potential consideration	£1,200k	£7,000k	£5.628k
Total estimated consideration	£652k	£5,816k	£5,056k
Earn out end date	April 2013	April 2014	April 2016
Earn out basis	2 yrs based on rev/profit mgns	2 yrs based on profit multiple	1 yr based on profit multiple & 3 yr on rev growth/profit mgns
Key financials at acquisition	Apr 11: Rev £0.8m u/l op profit £0.1m 7 staff	Jun 12: Rev £2.0m u/l op profit £0.3m 14 staff	Dec 12: Rev £2.2m u/l op profit £0.6m 20 staff

\*Estimated remaining def con: 13/14 £1,755k, 14/15 £2,413k, 15/16 £305k, 16/17 £428k = total £4,901k (incl a small additional acquisition not noted above)

# Appendix: Statement of financial position

		October 2013	October 2012	April 2013
<b>Non current assets</b>	Goodwill	51,493	47,589	47,864
	Purchased intangibles	12,103	12,759	11,970
	Other	5,436	4,549	5,018
		<b>69,032</b>	<b>64,897</b>	<b>64,852</b>
<b>Current assets</b>	Trade debtors	12,509	13,773	13,890
	Accrued income	5,611	4,773	6,014
	Cash	6,635	4,335	7,109
	Prepayments	1,531	1,359	1,589
	Other	844	839	902
		<b>27,130</b>	<b>25,079</b>	<b>29,504</b>
<b>Current liabilities</b>	Trade creditors	2,944	3,907	4,611
	Loans	2,639	2,243	2,179
	Deferred income	5,404	5,720	7,451
	Accruals	3,319	3,455	3,420
	Other	10,177	15,318	8,890
		<b>24,483</b>	<b>30,643</b>	<b>26,551</b>
<b>Non current liabilities</b>	Loans	24,467	16,471	20,238
	Deferred tax	3,129	3,062	2,908
	Other	1,072	2,823	2,543
		<b>28,668</b>	<b>22,356</b>	<b>25,689</b>
<b>Net assets</b>		<b>43,011</b>	<b>36,977</b>	<b>42,116</b>

# Appendix: Cash flow statement

	6m to 31 October 2013	6m to 31 October 2012	12m to 30 April 2013
<b>Cash generated from operations</b>	<b>1,871</b>	<b>412</b>	<b>7,526</b>
Finance expense	(441)	(295)	(714)
Income taxes paid	(114)	(322)	(1,582)
<b>Net cash from operating activities</b>	<b>1,316</b>	<b>(205)</b>	<b>5,230</b>
<b>Investing activities</b>			
Acq'n of subsidiaries, net of cash acquired	(5,862)	(1,941)	(7,202)
Purchase of PPE	(603)	(382)	(892)
Capitalised development costs	-	-	(414)
Finance income	5	7	13
	<b>(6,460)</b>	<b>(2,316)</b>	<b>(8,495)</b>
<b>Financing activities</b>			
Issue of new shares	64	257	381
New borrowings	7,037	1,750	6,456
Loan repayments	(2,378)	(1,125)	(2,309)
Acquisition of interest in subsidiary from NCI	(78)	-	-
Repayment of finance leases	(89)	(146)	(157)
Dividends paid to non-controlling interests	(60)	(65)	(65)
	<b>4,496</b>	<b>671</b>	<b>4,306</b>
<b>Net increase/(decrease) in cash</b>	<b>(648)</b>	<b>(1,850)</b>	<b>1,041</b>

# Appendix: Summary of banking facility

- £36m multi-currency facility in place, maturing in March 2016
- Approx £32.5m drawn (£27.3m outstanding)
- Approx £3.7m available
- Interest rate of 2.75% plus LIBOR (can be lowered depending on covenants)
- Analysis of repayment plan on outstanding balance set out below:

	Currency	GBP	Future repayments	Bullet
GBP	£23,928k	£23,928k	£5,667k	£18,261k
Dollar	\$1,953k	£1,217k	£438k	£779k
Euro	€2,500k	£2,142k	-	£2,142k
		<b>£27,287k</b>	<b>£6,105k</b>	<b>£21,182k</b>
Repayment quarters			/9	
Repayment/quarter			£678k	

All numbers are approximate due to foreign exchange fluctuations

# Appendix: Cash and net debt analysis

	Cash	Gross debt	Net debt
<b>Opening at 1 May 2013</b>	<b>7,109</b>	<b>(22,636)</b>	<b>(15,527)</b>
Trading cash flow	1,871	-	1,871
Interest and tax	(550)	-	(550)
Debt repayments	(2,378)	2,378	-
Drawdown for acquisitions	7,037	(7,037)	-
Payments for acquisitions	(6,087)	-	(6,087)
Capex	(603)	-	(603)
Other/forex	236	8	244
<b>Closing at 31 October 2013</b>	<b>6,635</b>	<b>(27,287)</b>	<b>(20,652)</b>
<i>vs pro forma EBITDA</i>		<i>2.1</i>	<i>1.6</i>

# Appendix: Shareholder analysis

Name	Amount	% Holding
VSS	15,109,549	24.98%
Sarah Jane Thomson (Director)	7,603,787	12.57%
Artemis Investment Management	6,674,430	11.04%
Kabouter Management	6,578,199	10.88%
Herald Investment Management	3,916,125	6.48%
Blackrock	3,365,132	5.56%
<b>Other Directors</b>		
Paul Adams	1,308,804	2.16%
Michael Greenlees	230,000	0.38%
Nick Manning	230,000	0.38%
Richard Nichols	100,000	0.17%
Michael Higgins	64,500	0.11%
Andrew Beach	20,000	0.03%
Stephen Thomson	1,000	0.00%

Total shares in issue at 31 October 2013: 60,475,510. Of these, 9,558,091 (15.8%) are held by Directors.

VSS also hold convertible loan notes convertible into a further 13,802,861 shares. VSS may convert any number of loan notes at any time, but their total holding is not permitted to exceed 29.9% of the total issued share capital at any one time.