

Better Capital PCC Limited

Interim Results - Investor Presentation
30 November 2016

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1. Better Capital Overview

- i. 2009 Cell summary
- ii. 2012 Cell summary

2009 Cell summary

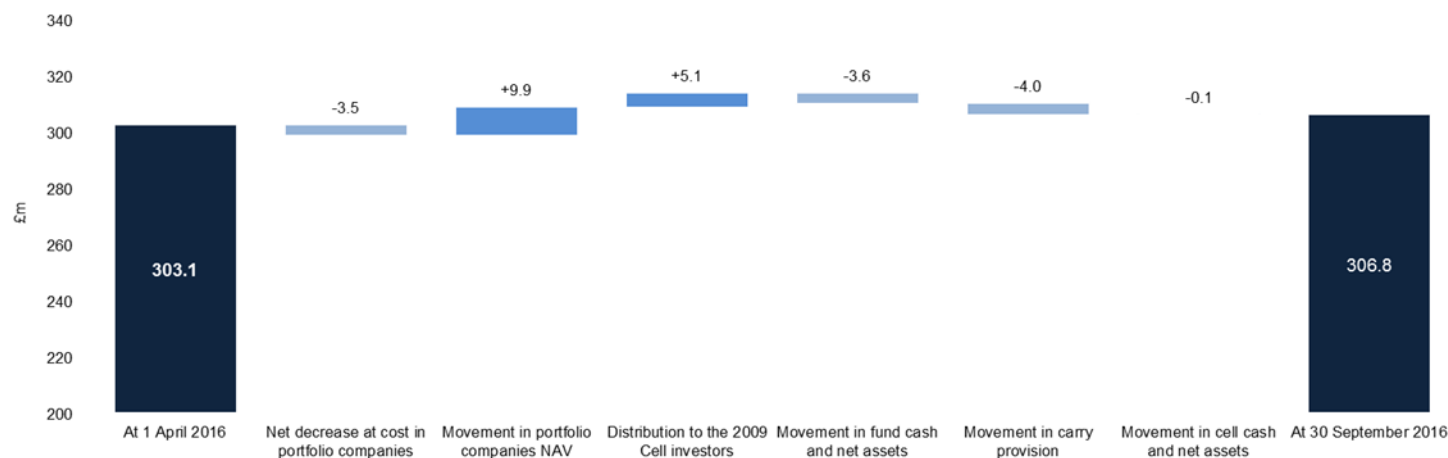
*Up by 1.2% in the review period, net of carry provision
NAV per share (including distributions) at 148.38p
Firmly in realisation phase*

Portfolio

- Gardner continues to perform well and slightly above expectation. In exclusive negotiations with SLMR for the sale of the business. Conditions and approvals to be met ahead of completion
- Significant turnaround in Omnico and the business is profitable. Focus now is to win new business for top line growth and smoother execution of delivery
- m-hance remains profitable but progress has been slower than planned. Pipeline is strong going into the new financial year

Distribution

- Fourth distribution in July 2016 of 2.5p per share. Total distributed to date £66.8m, 31.8% of total funds raised
- Future distributions will be centred around asset realisations
- Planning in progress for the repatriation of Gardner net proceeds to be facilitated by the conversion of 2009 Shares to redeemable, subject to shareholder approval



2012 Cell summary

Down by 14.1% in the review period

Significant effort invested to stabilise and improve the portfolio companies. The portfolio has a bias towards consumer-facing sectors, which are in challenging times

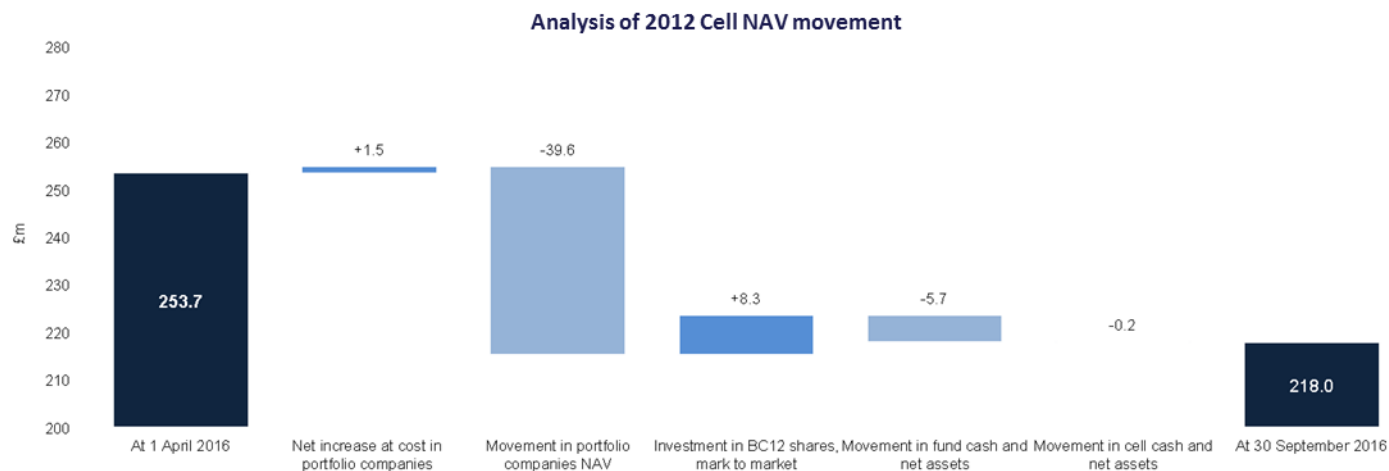
50% of Fund II holding of 2012 Shares to be bought back and cancelled, providing an estimated NAV uplift 2.52p per share¹

Portfolio

- Carrying value in Everest, SPOT and Jaeger have reduced. Both Everest and SPOT are profitable, cash generative and are delivering financial and operational performances better than prior year, but behind expectations
- Jaeger is operating in a tough environment. Financially no further forward from prior year despite substantial effort and changes
- iNTERNETAIN's financial performance is significantly better than prior year but marginally behind our expectations due to a warmer summer and new sites acquisition progressing slower than anticipated
- CAV is in a much improved position – operationally and financially. Following a pre-pack administration, it is now trading as Northern Aerospace, without onerous contingent liabilities and loss-making contracts

2012 Shares

- Subject to shareholder approval, the Board proposes to buy back 28.7m 2012 Shares from Fund II and cancel them
- Remaining cash will be used to support Fund II and its portfolio companies. Surplus cash will be distributed to 2012 Shareholders



¹ Uplift based on the 2012 Cell's NAV per share and share price on 30 September 2016

2. 2009 Cell – investment into Fund I

- i. Fund I overview
- ii. Portfolio company reviews
- iii. Exit horizons



Fund I overview

£210.0 MILLION	total capital raised in the 2009 Cell
£203.8 MILLION	net proceeds invested in Fund I
£5.2 MILLION/ 2.5%	Distributed in July 2016
£66.8 MILLION/ 31.8%	cumulative distributions to date
4	remaining assets – Gardner, m-hance, Omnico, SPOT*
3	good realisations – Santia, ATH Coal, Calyx Managed Services
2	poor realisations – Reader's Digest, Fairline
4.9 YEARS	average holding period of portfolio companies
£45.1 MILLION*	net debt across Fund I portfolio companies
49.70%	return from NAV growth and distributions since inception
6.08%	annualised NAV total return (including distributions) since inception
148.38 PENCE	NAV per share (including distributions)

* SPOT, a minority holding in Fund I excluded (group net debt of £36.1 million)

Fund I overview (continued)

All in £m	Value at 31.03.16	Movement at cost	Movement in value	Value at 30.09.16	Fund cost 30.09.16
Gardner Aerospace	211.0	(3.2)	12.2	220.0	22.7
m-hance	12.5	-	(2.0)	10.5	14.0
Omnico	25.0	-	1.5	26.5	40.8
SPOT	6.2	(0.3)	(1.8)	4.1	10.1
	254.7	(3.5)	9.9	261.1	87.6
Fund cash on deposit	4.4			1.6	
Fund & SPV combined other net assets attributable to 2009 Cell	1.1 ¹			0.3 ¹	
Provision for carried interest	(19.1)			(23.2)	
2009 Cell fair value of investment in Fund I	241.1			239.8	
2009 Cell cash on deposit	0.4			0.3	
2009 Cell current assets less liabilities	(0.1)			(0.1)	
2009 Cell NAV	241.4			240.0	
2009 Cell cumulative distributions	61.7			66.8	
2009 Cell adjusted NAV	303.1			306.8	

¹ Includes £0.3m of Santia escrow cash and £0.2m of estimated net proceeds from the Fairline administration

Valuation

- £220.0m (£211.0m in the Annual Results)
- Earnings approach, discount to stated price
- SLMR offer, EV / Historic EBITDA: 13.4x
- £3.2m capital + interest payment in the review period
- Total capital + interest repaid to date: £22.5m (55.7% of total investment)
- Cost at 30 Sept 2016 £22.7m
- Net third party debt at 30 Sept 2016 £43.5m

Business update

- Closed FY16 (year ended 31 August 2016) with audited EBITDA of £24.3m against an EBITDA budget of £23.1m
- Expecting to trade ahead of Q1 FY17 budget
- Operational performance is good. Focussing on achieving ever higher levels of delivery and quality performance, driving further efficiency through cost reduction programmes
- Entered into exclusivity with SLMR who offered £326m on an EV basis
- Subject to certain legal, regulatory and other conditions

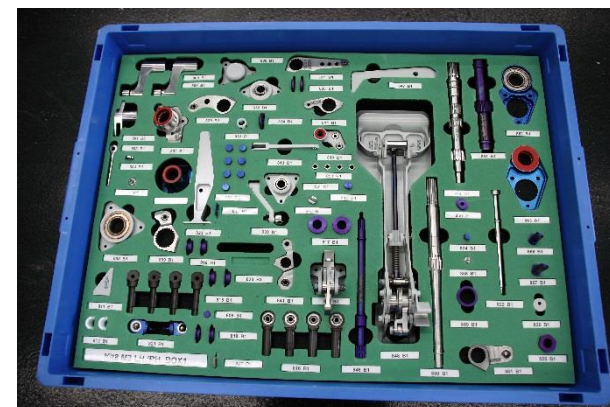
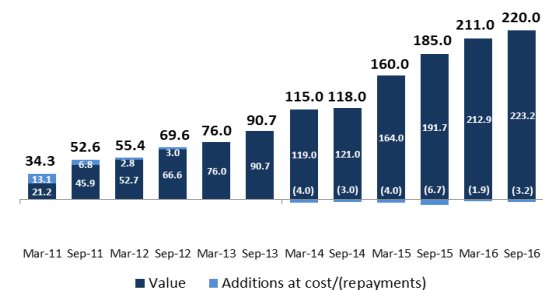
Key areas of focus

- Maintain strong financial performance and service levels
- Complete the sales process
- Planning distribution of net proceeds to the 2009 Shareholders

Transaction information

Date of acquisition:	3 February 2010
No. of bolt-ons:	4
Headquarters:	Derby, UK

Fair value (£m)



Valuation

- £10.5m (Annual Results £12.5m)
- Earnings approach (range of EV / EBITDA: 7.6 times to 11.8 times), supported by a revenues approach
- Maintainable earnings derived as the average of FY16 outturn EBITDA and FY17 planned EBITDA
- Cost at 30 Sept 2016 £14.0m
- Net third party debt at 30 Sept 2016 £1.0m

Business update

- Trading behind FY16 plan for the year to December 2016
- Monthly sales are lower than budgeted and known contract attrition has not been replaced at the same rate
- New sales wins and the pipeline stronger going into Q4 FY16 - Microsoft GP, CRM and HighCloud
- New revenue stream opportunity - Microsoft Dynamics 365, a new Cloud-only business suite

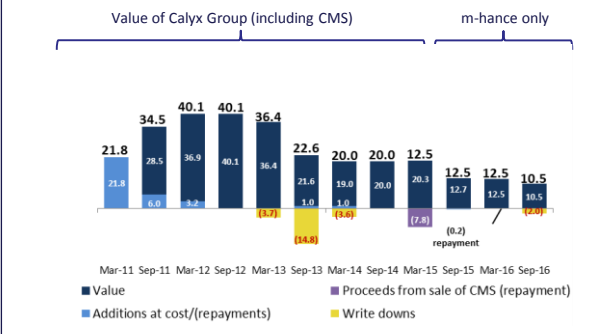
Key areas of focus

- Continue to build stronger relationship with Microsoft
- Maximise order intake for end of year
- Increase resourcing of sales and delivery teams in line with sales pipeline conversion

Transaction information

Date of acquisition:	10 September 2010
No. of bolt-ons:	4
Headquarters:	Stockport, UK

Fair value (£m)



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Valuation

- £26.5m (Annual Results £25.0m)
- Earnings approach - benchmarked to Oracle / MICROS Systems transaction
- Maintainable earnings derived from the average of FY16 outturn and next year's projected EBITDA
- Cost at 30 Sept 2016 £40.8m
- Net third party debt at 30 Sept 2016 £0.6m

Business update

- Closed its FY16 financial year ended September 2016, recording an underlying EBITDA (unaudited) of c. £1.1million (audited FY15 EBITDA loss of £1.5 million)
- Completed the closure of the hardware division during the first half of FY16 and has refocused itself as a software solutions business that better serves both current and new customers
- Software business has grown by some 9 per cent. over the past year - new contract wins include Excess Baggage and Co-Op Denmark
- The first two product updates were delivered to plan – major milestone
- Delivery performance has improved, but still more to do

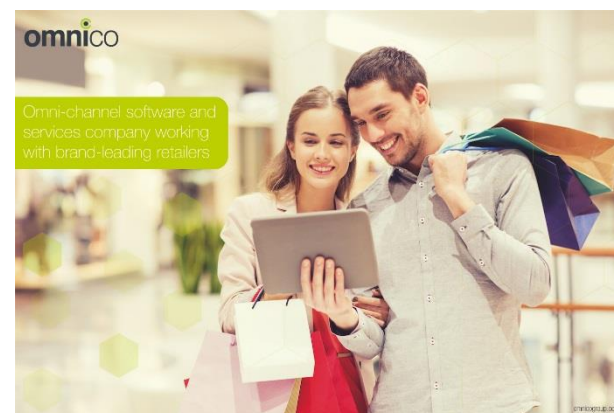
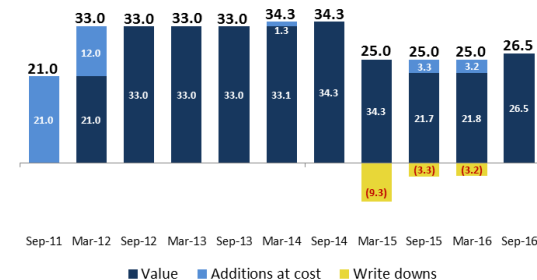
Key areas of focus

- Support major customer end of year go live
- Improve billable utilisations
- Increase market presence and theme park international expansion plans

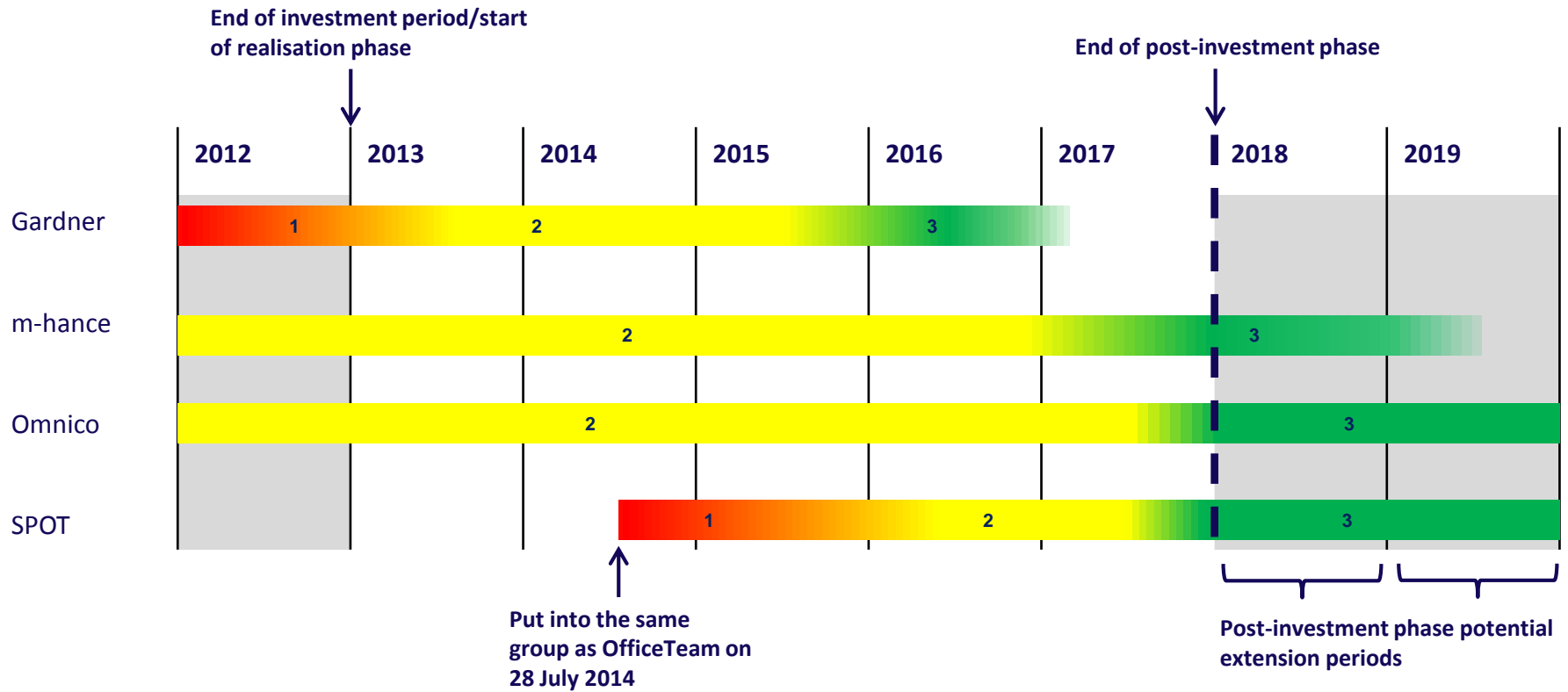
Transaction information

Date of acquisition:	4 July 2011
No. of bolt-ons:	1
Headquarters:	Basingstoke, UK

Fair value (£m)



Fund I - exit horizons



Note: Represents estimates provided by Better Capital LLP as at 22 November 2016

- 1 – Major restructuring
- 2 – Consolidate & develop
- 3 – Exit ready

3. 2012 Cell – investment into Fund II

- i. Fund II overview
- ii. Portfolio company reviews
- iii. Exit horizons



* Now trading as Northern Aerospace Limited

Fund II overview

£355.5 MILLION	total capital raised in the 2012 Cell
£347.4 MILLION	net proceeds invested into Fund II
£6.1 MILLION / 1.7%	cumulative distributions to date
16.47%	Better Capital 2012 Shares held by Fund II
2.52p / 4.13%	estimated uplift to NAV per share following proposed buy-back and cancellation ¹
6	total platform investments
1	follow-on investment
1	partial loss – City Link
5	remaining assets – Everest, Jaeger, SPOT, iNTERtain, Northern Aerospace ²
2.9 YEARS	average holding period of portfolio companies
£21.9 MILLION	net debt across Fund II portfolio companies
37.4%	value decline combined NAV and distributions since inception
9.55%	annualised value decline combined NAV and distributions
62.88 PENCE	NAV per share (including distributions)

¹ Uplift based on the 2012 Cell's NAV per share and share price on 30 September 2016

² Formerly traded as CAV Aerospace

Fund II overview (continued)

All in £m	Value at 31.03.16	Movement at cost	Movement in value	Value at 30.09.16	Fund cost 30.09.16
Everest	44.5	-	(6.5)	38.0	25.4
Jaeger	37.0	3.0	(10.0)	30.0	69.0
City Link	2.5	(1.5)	-	1.0	18.5
SPOT	65.0	-	(23.1)	41.9	93.6
iNTERTAIN	38.0	-	-	38.0	23.1
CAV Aerospace	31.0	-	-	31.0	59.0
BC12 shares	10.5	7.6	0.7	18.8	22.3
	228.5	9.1	(38.9)	198.7	310.9
Fund II cash on deposit	15.0			9.3	
Fund II & SPV combined other net assets attributable to 2012 Cell	0.5			0.5	
2012 Cell fair value of investment in Fund II	244.0			208.5	
2012 Cell cash on deposit	2.1			1.9	
2012 Cell current assets less liabilities	1.5			1.5	
2012 Cell NAV	247.6			211.9	
2012 Cell capital distributions	6.1			6.1	
2012 Cell adjusted NAV	253.7			218.0	

Valuation

- £38.0m (Annual Results £44.5m) using an earnings approach
- Reflecting weaker than expected current year EBITDA performance, compounded by weaker market comparable (range of EV / EBITDA: 5.2 times to 8.9 times)
- Cost at 30 Sept 2016 £25.4m
- Net cash at 30 Sept 2016 £6.2m

Business update

- Everest is trading behind its FY16 budget for year ending December 2016
- Since the appointment of Peter Mottershead as CEO, the business is showing improvement. Everest has been EBITDA positive since March 2016 and is entering FY17 with an improved run-rate EBITDA
- Significant change programme in place giving rise to both cost reductions and revenue enhancing initiatives
- The improvements to date are most visible in sales and marketing where lead generation is 8 per cent. Better than prior year with a considerably lower overall marketing spend. Conversion rates in the core Window and Doors are much improved
- Further changes are being implemented to improve installation performance that has constrained progress this year

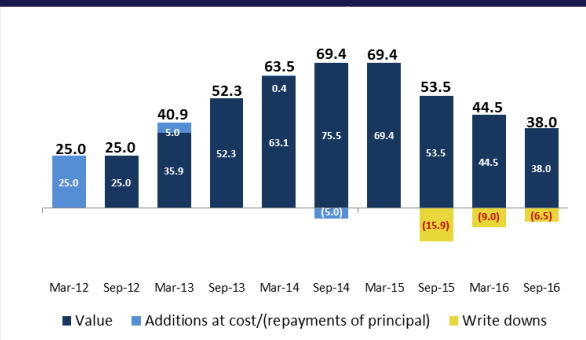
Key areas of focus

- Consolidate revised regional sales structure and sales training capability
- Progress operational improvement plans to deliver higher run-rate profitability into FY17
- Progress replacement technology programme

Transaction information

Date of acquisition:	28 March 2012
Headquarters:	Cuffley, UK

Fair value (£m)



Valuation

- £30.0m (Annual Results £37.0m)
- Revenue approach (revenue multiple range: 0.3 times to 0.5 times)
- £3.0m invested in the review period
- Cost at 30 Sept 2016 £69.0m
- Net cash at 30 Sept 2016 £4.2m, with no external debt

Business update

- Closed FY16 for year ended February 2016 with an EBITDA loss of £4.5 million (FY15 audited EBITDA loss: £4.1 million) but with significantly improved operating cash flows
- Performance in Q1 FY17 was strong through its SS16 collection with like-for-likes, full price sell through and EBITDA ahead of budget. However, the high street proved very competitive going into early summer with heavy and a longer period of discounting
- Recent weeks' trading of the AW16 collection have been in line with forecast although it was a slow start due to the warm weather affecting sales of outerwear
- Online sales continue to grow and are 17 per cent. higher than prior year supported by improved stock management software
- Like-for-like trading to the week ended 12 November 2016 (Week 37) is 6 per cent. behind budget and 5 per cent. behind prior year
- Marylebone opened in October 2016. Although early days, it has received good reviews from both customers and press with encouraging sales performance

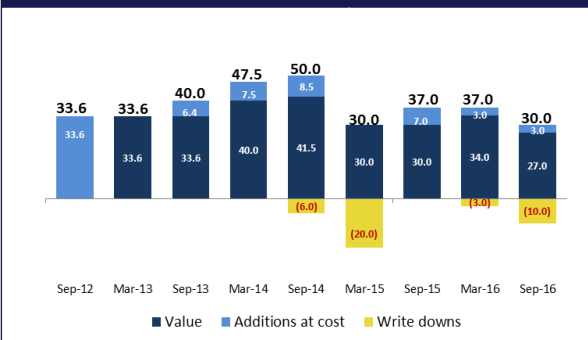
Key areas of focus

- Finalise SS17 collections and roll out new updated brand and packaging
- Progress discussions on international and licencing arrangements

Transaction information

Date of acquisition:	16 April 2012
Headquarters:	London, UK

Fair value (£m)



Valuation

- Fund I valuation £4.1m (Annual Results £6.2m)
- Fund II valuation £41.9m (Annual Results £65.0m)
- Reflecting the below EBITDA budget performance in FY16 using an earnings approach (range of EV / EBITDA: 5.2 times to 8.2 times)
- £2.7m repayment of capital and interests during the review period (Fund I £0.3m, Fund II £2.4m)
- Cost at 30 Sept 2016 £10.1m in Fund I and £93.6m in Fund II
- Net third party debt at 30 Sept 2016 £36.1m

Business update

- SPOT is trading well and profitably with good cash generation but below budgeted levels for the FY16 financial year ended December 2016
- Operating in a fiercely competitive market. Brexit has had an adverse impact on sales and margin
- A number of projects to counter market dynamics e.g. revising its 'cost to serve' model and implementation of the 'Alliance' programme
- Other projects include further cost efficiencies and changes to the technology platform to improve customer experience, reduce administration and enhance sales will continue to move the business forward through FY17 and beyond

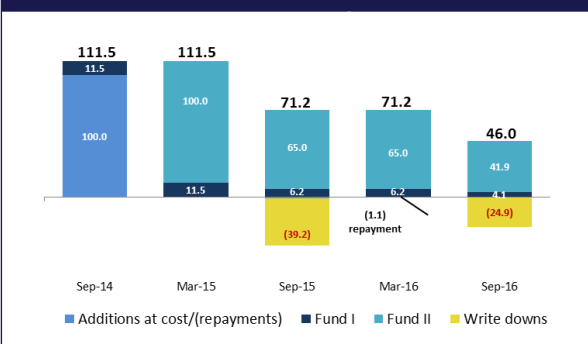
Key areas of focus

- Complete the Spicers alliance proposition launch
- Initiate operations cost improvement programme
- Complete market strategic review

Transaction information

Date of acquisition:	24 July 2014
No. of bolt-ons:	1
Headquarters:	Croydon, UK

Fair value (£m)



Valuation

- £38.0m (unchanged from the Annual Results)
- Earnings approach (range of EV / EBITDA: 5.9 times to 8.4 times)
- Cost at 30 Sept 2016 £23.1m
- Net cash at 30 Sept 2016 £3.6m

Business update

- 25 Walkabouts, 5 non-branded sites – completed Walkabout Chelmsford in Sept 2016
- The business has traded well in the year to date although is expecting to close its FY17 financial year ending January 2017 marginally behind expectations
- The Euro 2016 tournament has been successful for the business but the warm summer hurt trading as it had limited outside space. Progress on acquiring new venues is behind plan
- Refurbishments are offering good returns on capex investment, with new site acquisitions offering returns averaging at 2.2 years payback

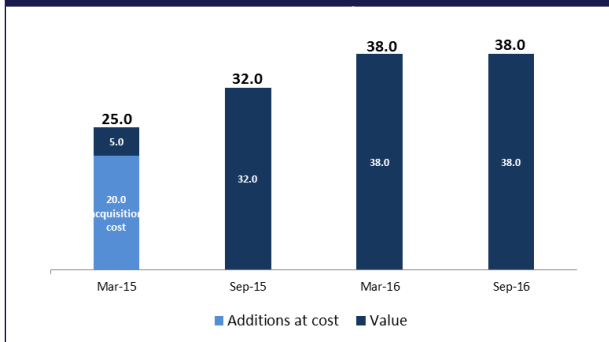
Key areas of focus

- Conclude on further single site acquisitions
- Continued focus on improving sales across venues
- Consider further sites for roll out of Felson sub-brand

Transaction information

Date of acquisition:	7 November 2014
Headquarters:	Hertfordshire, UK

Fair value (£m)



Valuation

- £31.0m (unchanged from the Annual Results)
- Assets basis
- Cost at 30 Sept 2016 £59.0m
- Fund II injected £1.0m following recent corporate restructuring
- Net cash at 30 Sept 2016 £2.0m

Business update

- Continues its trend of steady improvement on a day to day operational. Customer arrears are consistently reducing and delivery performance has been excellent
- CAV faced large and unavoidable issues around onerous contracts
- The business was entered into a pre-pack administration on 16 Nov 2016. Its trade and assets were acquired by Northern Aerospace, a group company
- The restructuring protected 550 jobs and frees the group from contingent historic liabilities and onerous sales contracts to pursue further profitable growth
- The warranty claim process is running its planned course

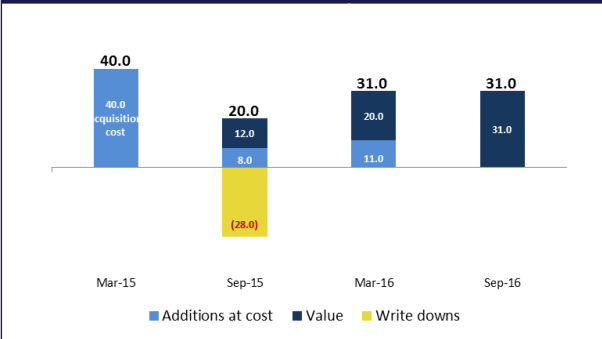
Key areas of focus

- Continue high level delivery performance to customers
- Maintain clear dialogue with customers, suppliers and staff on future prospects in Northern Aerospace

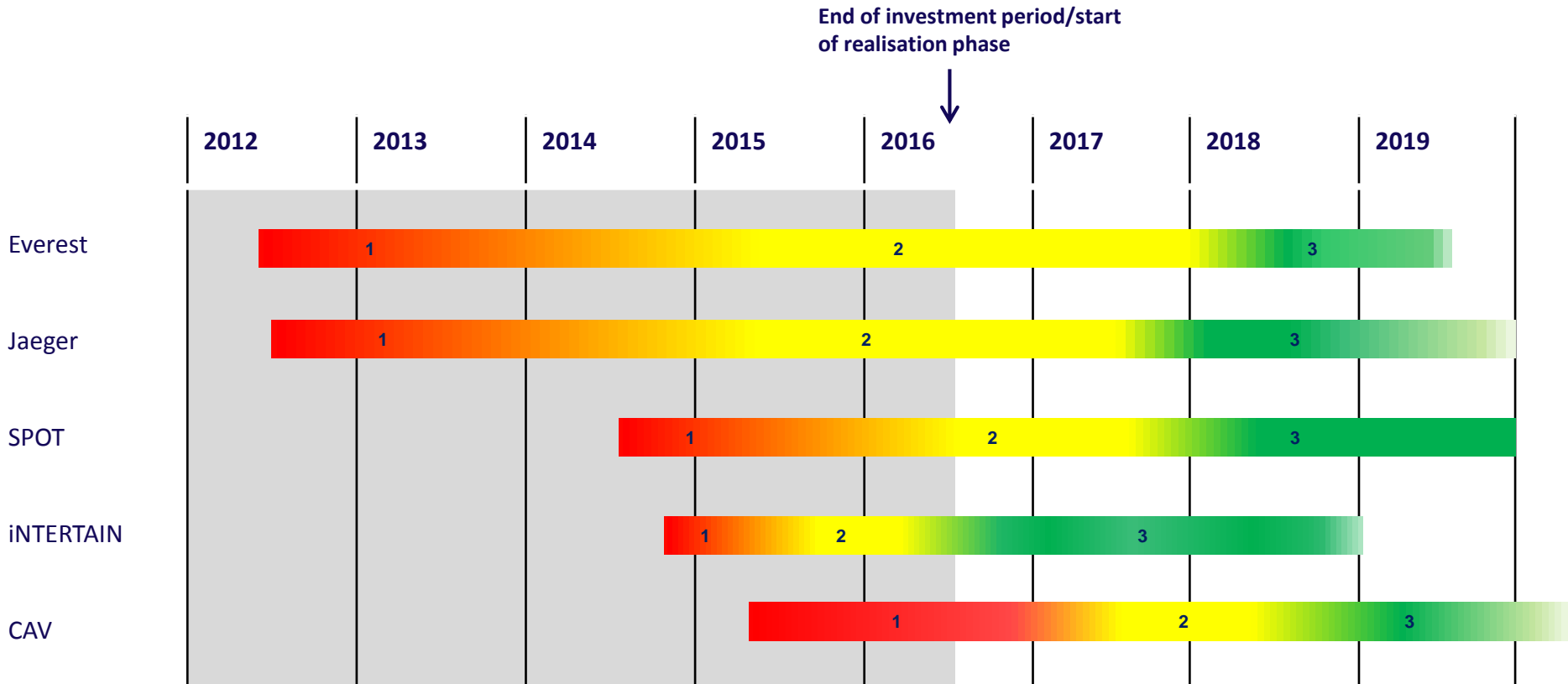
Transaction information

Date of acquisition:	19 March 2015
Headquarters:	Consett, UK

Fair value (£m)



Fund II - exit horizons



1 – Major restructuring
 2 – Consolidate & develop
 3 – Exit ready

Note: Represents estimates provided by Better Capital LLP as at 22 November 2016

Contact details

BECAP GP Limited / BECAP12 GP Limited

- Jon Moulton (020 7440 0849 / jon@bettercapital.co.uk)

Better Capital LLP

- Simon Pilling (020 7440 0840 / simon.pilling@bettercapital.co.uk)
- Bonnie Kraus (020 7440 0853 / bonnie@bettercapital.co.uk)
- Rob Asplin (020 7440 0845 / rob@bettercapital.co.uk)

Numis Securities Limited

- Tod Davis (020 7260 1381 / t.davis@numis.com)
- James Glass (020 7260 1369 / j.glass@numis.com)
- Nathan Brown (020 7260 1426 / n.brown@numis.com)

Website

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