

Market Overview

Welcome to our regular deal round-up. This issue features a few of the deals completed prior to our financial year end – a record year of over 40 transactions. This, and the full pipeline, are a testament to the skill and dedication of the team, and to the quality of our clients. Here's to another good year for all of us.

John Farnsworth



MRDB buy-in-buy-out

The UK's largest wholesale distributor of parts and components for the motorhome and caravan industry, MRDB, has undergone a multi-million-pound Buy-In-Management-Buy-Out (BIMBO) advised by the Corporate Finance division of Smith Cooper. The deal saw the management team expanded to bring in additional shareholder-directors with specific commercial expertise.



Derbyshire-based MRDB, which has sales in excess of £23m, has supplied OEM manufacturers, converters and retailers of motorhomes and caravans for over 40 years, building an unparalleled reputation for quality and service based on its unique "one-stop-shop" offering.

The business, which employs 60, has delivered astounding year-on-year sales growth, from £0.9m in 1999 to over £23m last year. The BIMBO was undertaken to ensure continued rapid growth by supplementing the team's extensive industry experience with the broader commercial knowledge and expertise of a new Chairman, an experienced Non-Executive Director, and an international funding partner, Duke Royalty.

Duke Royalty is an innovative AIM-listed lender which provides royalty-based loans and often takes equity positions too. Its unusual funding product fitted the needs of the MRDB shareholders perfectly.

Primrose buy-in-buy-out

Completion of a landmark private equity-led Management Buy-Out of Europe's largest online garden products retailer, Primrose, was completed recently, the buy-in-buy-out team being advised by the Corporate Finance division of Smith Cooper.

Established in 2003, the £38m turnover Primrose business offers domestic customers market-leading garden and outdoor leisure products including plants, water features, awnings, sail shades, pest control products, planters and screening. Primrose sources many of its products from the Far East and sells direct to UK and European consumers via its websites.



Smith Cooper Corporate Finance initiated the deal, working with Mark Pearson, former CEO of Gardman Group and Solus Garden & Leisure, to identify acquisition opportunities. Primrose became the preferred investment because of its market-leading position and extensive range of own-brand products.

Sale of Prestige to the AA

Melton Mowbray-based Prestige Fleet Servicing was recently acquired by the AA in a deal valued at £11m. Prestige is a rapidly growing technology-led supplier of Service, Maintenance and Repair (SMR) services to vehicle fleet and leasing companies.

The acquisition of Prestige represents a significant opportunity for the AA to grow new revenue streams. Simon Breakwell, AA Chief Executive Officer, said: "We are delighted that the AA has acquired Prestige Fleet Servicing. The acquisition is in line with our strategy to differentiate the AA through innovation and digital platforms. Putting service, innovation and data at the heart of everything we do is key to our strategy."

The Prestige acquisition will give the AA a strong and profitable platform from which to further strengthen its presence in SMR, working with fleet and leasing companies and supporting its OEM partners. The AA already works with more than 60% of the fleet market and many AA customers already utilise the Prestige network.





Deal

Buy-in-management-buy-out of MRDB Holdings

Activities

Distribution of parts to the motorhome and caravan OEM and retail markets

Smith Cooper's role

Full deal management advice to the sellers

Client Quote

"The BIMBO was a long and complex process but the team from SCCF proved to be a terrific choice for us – they delivered strong commercial advice in a clear and decisive manner, and showed enormous integrity and determination." - Michael Ham, Managing Director, Miriad Products/MRDB Holdings



**PRESTIGE
FLEET
SERVICING**



Deal

Sale of Prestige Fleet Servicing to AA

Activities

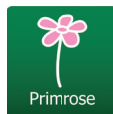
Supply of service, maintenance and repair services to vehicle fleet and leasing companies.

Smith Cooper's role

Full deal management advice to the sellers

Client Quote

"SCCF took time to understand our objectives, business model and market place. We always felt that the AA would be the perfect home for our business and SCCF's research helped to confirm this. The team were very professional and provided outstanding levels of support." - Colin Bate, Managing Director, Prestige Fleet Servicing



Deal

Buy-in-management-buy-out of Primrose

Activities

Online garden products retailer

Smith Cooper's role

Full deal management advice to the buyer

Client quote

"SCCF identified the target, raised the finance and supported me through the whole process. The team's dedication to getting the deal done was exemplary. Not only were they innovative but they also had the tenacity to make it happen. The team were highly professional in their dealings with vendors, PE houses and Primrose management." - Mark Pearson, CEO, Primrose



Deal

Sale of Gill Marine to Myers Family office

Activities

Design, manufacture and wholesale of the iconic British performance apparel brand, through a global distribution network

Smith Cooper's role

Advice to shareholding management on the impact of the deal

Client quote

"We appointed SCCF to assist us in what was a complex cross-border sale to an Australian Family Office. The financial advice and tax support they provided was invaluable and was delivered in a highly professional and pragmatic manner. We look forward to a continuing relationship." - Jamie Tunnicliffe, CEO, Gill Marine

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