

*Forward thinking*  
Straight talking

*Your private  
equity experts*

Gateley / LEGAL

“

***We have instructed Gateley for many years on our PE transactions, both on investment, interim M&A and exit and we rate their input extremely highly, not only their technical advice, but their commercial approach and transaction execution skills, which are absolutely first rate.***

Tony Dickin, Managing Partner – Buyout Investment, Palatine Private Equity

“

***Gateley are my trusted adviser on investments and exits. They coordinate complex transactions without losing sight of the client's priorities and commercial objectives. At every stage, they collaborate effectively with other professional advisers to drive through to completion.***

Martim Avillez, Founding Partner,  
COO at Limerston Capital

## Your private equity *experts*

Private equity transactions sit at the very heart of our corporate work. Our private equity team have extensive experience advising private equity firms, management teams and portfolio companies on a broad range of transactions including investments, buy-and-build and other bolt on acquisitions and exits, whether effected via trade sale, secondary buyout, or IPO. From working for and opposite many private equity funds, we understand pinch points in negotiations and can navigate these to avoid delays and unnecessary costs.

At our core, *we're dealmakers* and we never lose sight of getting the deal over the line and with the best outcome for all involved. We offer straight talking, pragmatic advice and have a proven track record of becoming trusted advisers to private equity firms and businesses across their investment and growth journey.

***let's talk...***



## We advise on every stage of the private equity lifecycle



Advising equity sponsors, management teams and corporate clients on buy-outs and development capital investments.

Advising on buy and build and other bolt on programmes and further debt and equity funding for private equity portfolio businesses, secondary and tertiary buy-outs and on investments into distressed businesses.

Supporting portfolio businesses on their growth trajectory with full spectrum general legal services ranging from management incentive plans and share requisitions to commercial contracts, employment, pensions, property and IP advice.

Our combined M&A and IPO expertise, and well established network, enables us to add significant value to the exit process.

## Working together

Our private equity team will bring their extensive knowledge and experience to every stage of a private equity transaction and are able to act for any party involved.

- > private equity sponsors
- > business owners looking for an exit
- > management teams seeking financial support for a buy-out
- > private/ high-net-worth investors
- > debt funders and banks providing finance alongside private equity
- > specialist infrastructure and private equity real estate funds
- > first-time and experienced teams on private equity deals
- > banking/tax clients

## Private equity firms we work with

Working closely with private equity funds means we understand their investment strategies, their values, what they want and how they assess value. We never lose sight of our client's priorities and commercial objectives, and at every stage we collaborate effectively with all parties and other advisers to drive through to completion.

Here's a small selection of funds we regularly work with:



***“The Gateley team takes a highly engaged and collaborative approach, taking time to understand the context in which their clients operate and adding value accordingly.”***

Legal 500



# Our *credentials*

## Recent new investments

### Palatine Private Equity

- Acted for Palatine Private Equity on its investment in and acquisition of a majority stake in fulfilmentcrowd, a tech-driven global fulfilment provider
- Acted for Palatine Private Equity on its investment in pan-European leader in experience intelligence, data analytics and AI solutions, Atombit Group
- Acted for Palatine Private Equity in relation to its investment in accountancy firm BK Plus including funding from Shawbrook
- Acted for Palatine Private Equity on its new investment into international digital transformation services provider Blueprint
- Acted for Palatine Private Equity its new investment into healthcare business The Mole Clinic



### Connection Capital

- Acted for Connection Capital on its investment in Digital Moneybox
- Acted for Connection Capital on its investment into Thought Machine Group



### LDC

- Acted for LDC on its investment into Frankham National Limited
- Acted for LDC on their investment in an acquisition of West Midlands-based lift maintenance and repair specialist Deltron Lifts

### Limerston Capital

Acted for Limerston on its investment into Cybercrowd Limited, Intaforsensics and Aristi Limited



### Beechlands Enterprises

Acted for Northern Ireland-based Beechlands Enterprises on its significant investment into Britten-Norman, a UK utility aircraft manufacturer



### MonacoSol

Acted for MonacoSol on its majority stake in cloud hosting and cyber resilience technology company, virtualDCS

### PXN Group

Acted for PXN Group on the formation of its NPIF Northern Powerhouse Fund, and numerous subsequent transactions involving equity investment by PXN Group in some of the region's most exciting early-stage businesses including Modern Milkman and Audiebant

### Foresight

- Acted for Foresight Group on its investment into mobility equipment retailer Eden Mobility
- Advising Foresight on its investment in Federal Café

### Elmsley Capital

Acted for US based Elmsley Capital and Westerly Group on their investment in the world's largest baby and toddler swim school, Water Babies



### FPE Capital

Acted for specialist software and services-focused investor, FPE Capital, on its investment in Point74, a leading food lifecycle management software provider to the food manufacturing sector and subsequent acquisition by Point74 of QUOR, a Quality Management System platform.

### Maven Capital Partners

- Acted for Maven Capital Partners on its investment into Digital Rewards Group
- Acted for Maven on their £15 million investment in Chorus Intelligence, a leading investigation software specialist

### BGF

Acted for BGF on its investment in Malvern-based Utelize Communications, a specialist in enterprise mobility management

## Recent exits

### Palatine Private Equity

- Acted for the shareholders of Suntera Global, including Palatine on their sale to Valeas Capital Partners
- Acted for Palatine Private Equity on their exit from, fleet specialists NRG Riverside
- Acted for the shareholders, securing an exit for Palatine Private Equity, on the sale of Direct Tyre Management



### LDC

- Acted for the shareholders of Aquavista, including LDC, on their sale to Antin Infrastructure Partners, securing an exit for LDC
- Acted for LDC in relation to its exit of pension trustee group Ross Trustees IGG to ECI Partners (including LDC's re-investment alongside ECI Partners)



### Connection Capital

- Acted for the shareholders, securing an exit for investor clients of Connection Capital, of ACT Clean on their sale to a US private equity backed buyer
- Acted on the sale of 23.5 Degrees to Starbucks, securing an exit for investor clients of Connection Capital



### Bridges Fund Management

Acted for Bridges Fund Management, a specialist private markets investor specialising in sustainable and impact investing, on the sale of Vegetarian Express, the UK's leading specialist plant-based food ingredient supplier, to NVM Private Equity



### Mercia

Acted for Mercia on its exit from leading genetic toxicology business, Gentronix



### YFM

Acted for the shareholders of Macro Art, branding and signage specialists on its sale to Moss Inc securing an exit for YFM

### Foresight Group

Acted for Solution For Retail Brands on their sale to Bamboo Rose, a leading provider of retail management solutions, involving the exit of Foresight Group



***“We were delighted with Gateley Legal’s professionalism and expertise that were crucial to the transaction’s completion. The team delivered consistent value throughout and their attention to detail and proactive approach were outstanding.”***

Brian Burke, Managing Partner of Elmsley Capital

## Recent management advice

	 <p>Acted for the shareholders of Aquavista, on their sale to Antin Infrastructure Partners</p>	 <p>Acted for the shareholders of Sunrise Group on their sale to the Latvian poultry and agriculture group Agrova International backed by the European private equity firm Accession Capital Partners</p>	 <p>Acted for the Shareholders of Suntera Global on the successful completion of its sale to US-based Valeas Capital Partners</p>
 <p>Acted for the shareholders of HB Accident Repair Network Limited and Vehicle Technical Solutions Limited on their sale to Sun Capital</p>	 <p>Acted for the shareholders and management team on Ethos Partners' investment in leading healthcare manufacturer and supplier Bray Group</p>	 <p>Acted for the management shareholders and founder on the sale of Peppermint Technology to Workshire Limited, securing an exit for Scottish Equity Partners</p>	 <p>Acted for Teacher Active an education recruitment agency on its debt and equity investment from PGIM Private Capital (formerly Pricoa Private Equity)</p>
	 <p>Acted for the selling shareholders of Xpedition Limited in the sale of the company to Purus (Bidco) Limited, a Transparency group company which is backed by Bowmark Capital.</p>	 <p>Acted for the shareholders of UK-based EdTech software provider PebblePad, on its sale and investment from NorthEdge</p>	 <p>Acted for the shareholders of safety and security firm Total Integrated Solutions on their sale to Key Capital Partners</p>
 <p>Acted for the management teams and shareholders of three independent digital and design studios on their sale to, and reinvestment in, a newly formed creative group, Further, backed by Waterland Private Equity</p>	 <p>Acted for the management team and shareholders of traffic and safety management services provider Road Traffic Solutions, on its sale to, and reinvestment in, Dutch headquartered BUKO (backed by Equistone)</p>	 <p>Acted for the shareholders, securing an exit for investor clients of Connection Capital, of ACT Clean on their sale to a US private equity backed buyer</p>	

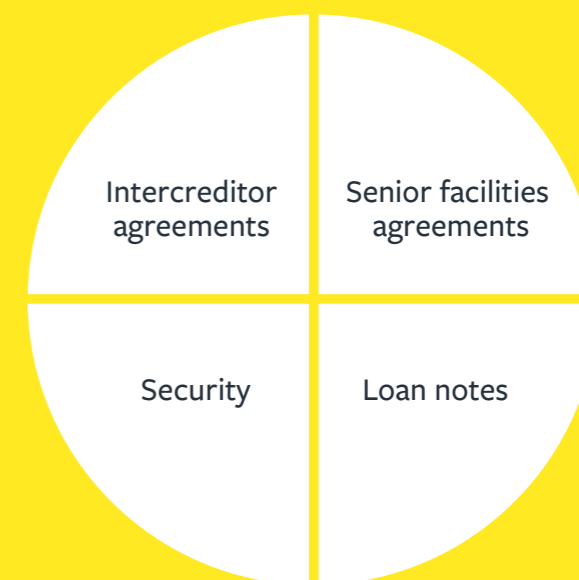
# Our *wider offering*

## Banking and cutting through complexity

The competitive acquisition and leveraged finance markets have evolved rapidly in recent years and advisors need to cut through the complexity in this space to help clients in making the most of these innovative financial structures.

Our Banking & Finance team has an extremely strong private equity and acquisition finance practice, acting for many of the leading national sponsors and funders providing leveraged and corporate finance.

Whether you are a growing business seeking to raise finance from a specialist funder, traditional lender, or private equity house, or you are an established organisation looking to refinance or restructure facilities, you need to work with advisers that have the experience to identify the debt structure best suited to your strategic objectives.



## Tax and maximising stakeholder value

We can act for any party involved in a private equity transaction and can also help them in maximising their after-tax returns. Our tax structuring team ensures that transactions are implemented in the most tax efficient manner available for our clients.

- Ensuring the corporate structure maximises tax deductions on investor debt as well as advising on how to prevent unnecessary dry tax charges and withholding taxes
- Providing exiting shareholders with advice on utilising the tax reliefs available to minimise tax on the exit, rolling over their investments without crystallising tax and interweaving the estate planning requirements of a change of asset class
- Enabling management teams to structure their acquisition of shares to avoid immediate tax charges while securing optimal tax treatment on their future share gains
- Securing the valuable tax reliefs that are available to business investors and ensuring that returns can be received in a tax efficient manner
- Procuring the right balance between security for lenders with optimal tax deductions for the borrower.

# Our *consultancy* businesses

As well as our people, what also sets Gateley apart is the consultancy businesses within our Group. These businesses regularly work with portfolio managers and management teams to help accelerate value realisation and improve performance.

## *Kiddy & Partners*

Kiddy & Partners are a global firm of business psychologists specialising in assessment and talent management, leadership development and board effectiveness. They combine expertise in business psychology with a focus on commercial outcomes.

Core services:

- › Organisational transformation
- › Defining leadership capabilities
- › Assessing leadership potential
- › Accelerating learning and performance
- › Business transformation and cultural change

## *Gateley Global*

Gateley Global helps organisations looking to invest in the UK and elsewhere by finding the right location, people, funding and infrastructure. They are specialists in de-risking international investment projects and, through an extensive network of contacts, accelerating execution.

Core services:

- › Market research
- › Corporate location assessments
- › Market representation
- › Director services
- › Access UK banking
- › Company formation and registered office
- › Intellectual property and trademark registration
- › FCA compliance for consumer services

## *Gateley IP*

Our intellectual property specialists advise on all aspects of protecting, enforcing and commercialising IP. Our teams bring together patent attorneys, trade mark attorneys and IP solicitors who support every stage of the IP lifecycle. This combined model means clients benefit from technically strong patent and trade mark advice, supported by the legal depth of Gateley Legal when enforcement, commercial negotiations or broader business issues come into play.

Core services:

- › Trade mark applications and management
- › Patent applications and management
- › IP disputes
- › Copyright
- › Licensing and brand management

Our intellectual property experts help to protect and commercialise the intangible assets that make a business stand out from the crowd. Whether it's technical ideas, brands, creative works or software, we can help.

***“Gateley provide first class advice on both the structuring and execution of our deals and remain our trusted advisers on PE and M&A transaction.”***

Jonathan Brod, Managing Partner, Next Wave Partners

## *Gateley Capitus*

### Capital allowances

Our capital allowances service can be applied at each stage of the property investment lifecycle:

- › Pre-purchase/ pre-construction: We can provide pre-contract advice on property acquisitions to ensure a client's capital allowances are identified and dealt with effectively. We undertake assessment of new construction projects, refurbishments and fitting out works to understand and maximise the availability of plant and machinery allowances, structures and buildings allowances and other related tax reliefs.
- › Post-purchase: We undertake historical reviews of property portfolios to capture unclaimed capital allowances.
- › Disposal: We provide advice to advisors and their clients on the disposal of property to ensure current and future tax relief is not inadvertently forfeited.

### R&D tax credits

R&D tax relief is not limited to traditional 'white lab coat' industries. If a company is trying to solve uncertain technical problems it may well be carrying out 'R&D' and many of its costs – including utilities, staff costs, consumables and even external contractor costs – could be eligible for this very generous tax relief.

We help companies to access and maximise their entitlement to tax incentives. We guide clients through the entire process of making an R&D tax credit claim from start to finish, whatever the size of company, the nature of the business or the scale of the R&D activity.

## *Changing Places*

An example of how our legal and consultancy services work together to the benefit of our clients is our Changing Places initiative. Our lawyers, surveyors and behaviour specialists work together to deliver all aspects of relocating a business, providing

- › Unparalleled support throughout an organisation's transformation journey
- › Seamless project management
- › Speedier results
- › Best in class protection on all property interests.

We support business relocations, downsizing, upsizing, upgrades, or exits. Over the past year, we have saved clients on average over 83% on exit liabilities. Our approach saves time and money, reduces risk and ensures project quality.

Whether acquiring, merging or consolidating, our integrated legal and technical approach ensures seamless project management, faster results, and top-notch property protection.



# Our private equity *team*



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Gateley / LEGAL

Gateley Legal is the business name of Gateley Plc.

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VC-JOB NAME-0000-0001