Versarien

Developing advanced materials and enabling engineering exploitation

Presentation September 2015



Management Team



Neill Ricketts, Chief Executive Officer

- Engineer with over 20 years experience
- Directorships including AIM companies in manufacturing and engineering
- Commercialised new technologies including introducing new materials and coatings for multiple sectors including Formula One



Chris Leigh, Chief Financial Officer

- Experienced finance director in manufacturing and engineering sectors
- Expertise covers corporate finance, M&A and post acquisition integration



Will Battrick, Chief Technology Officer

- Expertise in scale up manufacturing of highly complex materials
- Engineering materials technologist with experience in UK advanced design and manufacture
- Led production of highly challenging space science specialist products

Versarien[®] (VRS) is an IP-led advanced engineering and materials group

that utilises proprietary technology to create innovative new engineering solutions that are capable of having a game-changing impact on a broad variety of industry sectors



- Capitalise on innovative IP, transforming it into commercially viable products
- Use management team's experience to develop and commercialise the advance materials technology
- Continued deal flow through establishing new license agreements or acquiring embryonic companies in advanced materials
- Provide the plant and equipment to establish production
- Provide the working capital facilities from existing reserves or bank facilities
- Mitigate product development costs by maximising mature business cash flow

Divisional Overview



Thermal Products

- Exclusive rights to a patent-protected additive process for creating porous copper foam, which has multiple potential markets initially targeting electronic equipment
- Producing a high efficiency heat exchanger material



Hard Wear Products

 Manufacturer of sintered tungsten carbide, primarily hard wearing applications in the oil and gas industry and other multiple industries



Graphene Products

- Acquired 85% stake in April 2014
- 2-DTech is a spin-out from the University of Manchester, the birthplace of graphene and home to the Nobel prize winning academics, Geim & Novoselov, specialising in supply of graphene products and the transfer of fundamental science to applied technology

Financial Highlights – 31 March 2015

- Group revenues up 69% to £4.98 million (2014: £2.95 million)
- Net assets up 180% to £7.3 million (2014: £2.6 million)
- Cash at 31 March 2015 of £3.5 million (2014: £0.2 million)
- LBITDA (excluding exceptional costs and share based payment charges) of £277,000 (2014: £232,000)

Milestones Achieved this Year

- Sales up £351,000 (2014: £4,000) following acquisition of heat sink business
- First International sales order with Mouser Electronics
- Distribution channels in Europe and the US
- New range of air cooled heat sinks launched
- New Aluminium heatsink products with acquisition
- New Product launch planned for forced air heat sinks planned for Q3



Thermal Products

Milestones Achieved this Year

Graphene Products

- Key breakthrough in the manufacture of graphene platelets using a patented and unique method producing high quality graphene
- Licensed process from University of Ulster with 60% ownership of IP
- Process patented in Europe and US
- Key partnership with NGI/GEIC University of Manchester
- Revenue and other income of £153,000
- Key NDAs signed



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Milestones Achieved this Year

Hard Wear Products

- Revenues up 26% to £4.6 million (2014:£2.9 million 9.5 months)
- EBITDAE of £1.2 million (2014: £472,000)
- Total Carbide produced a 21% return on sales pre exceptional items (2014: 11%)
- Key customers include Renishaw, John Crane and Schlumberger
- 28 new customers increased customer list by 26%



Outlook

Thermal Products

- First Commercial orders
- European and American distribution channel
- Routes to market through additional export distributors
- Accelerated marketing campaign
- New product launch Q3

Hard wear Products

- Continues to perform strongly, generates cash to assist funding other Group technologies
- Export markets opportunity
- Complimentary acquisition opportunity

Graphene Products

- Major break though in cost effective and high quality graphene platelet production
- Ability to become a world leader with global potential
- Accelerated progress through vertical integration opportunities

Appendicies

- 1 Group Statement of Comprehensive Income
- 2 Group Statement of Financial Position
- 3 Statement of Group Cash Flows

Appendix 1 - Group statement of comprehensive income

Year ended 31 March 2015

	2015 £'000	2014 £'000
Continuing operations		
Revenue	4,982	2,953
Cost of sales	(3,089)	(1,881)
Gross profit	1,893	1,072
Other operating income	126	98
Operating expenses (including exceptional items)	(2,883)	(1,811)
Loss from operations before exceptional items	(557)	(444)
Exceptional items	(307)	(197)
Loss from operations	(864)	(641)
Finance charge	(2)	(12)
Loss before income tax	(866)	(653)
Income tax	-	
Loss for the year	(866)	(653)
Loss attributable to:		
-Owners of the parent company	(830)	(653)
- Non-controlling interest	(36)	-
	(866)	(653)
Loss per share attributable to the equity holders of the Company:		
Basic and diluted loss per share	(0.80)p	(0.85)p

There were no comprehensive gains or losses in the year other than those included in the Comprehensive Income Statement.

Appendix 2 - Group statement of financial position

Year ended 31 March 2015

£'000 £'000 £'000 Assets Intangible assets 1,502 56 Property, plant and equipment 1,423 1,00 65 6 Deferred taxation 65 6			
Assets Intargible assets 1,502 56 Property, plant and equipment 1,423 1,00 65 6 6 6 7 <td></td> <td>2015 £'000</td> <td>2014 £'000</td>		2015 £'000	2014 £'000
Non-current assets 1,502 565 Intangible assets 1,423 1,050 565 655 665 665 665	Assets	2 000	2 000
Property, plant and equipment 1,423 1,00 Deferred taxation 65 65 Current assets 2,990 1,77 Inventory 1,109 76 Trade and other receivables 1,272 95 Cash and cash equivalents 3,531 21 Total assets 5,912 1,93 Equity 7,150 1,802 Called up share capital 1,055 83 Share premium account 7,150 1,88 Merger reserve 1,017 1,017 Retained earnings (1,967) (1,13) Equity attributable to owners of the parent company 7,324 2,55 Non-controlling interest (22) 7,327 2,55 Itabilities 7,327 2,55 Non-current liabilities 1 1 1 Provisions 203 203 203 Long-term borrowings 13 3 3 Current liabilities 397 34 3 Trade and other payables 855 54 Provisions 300			
Deferred taxation 65 66 Current assets 2,990 1,72 Inventory 1,109 76 Trade and other receivables 3,531 21 Cash and cash equivalents 3,531 21 Cash and cash equivalents 5,912 1,93 Total assets 5,912 1,93 Equity 8,902 3,67 Called up share capital 1,055 83 Share premium account 7,150 1,88 Merger reserve 94 3 Retained earnings (1,967) (1,13) Retained earnings (1,967) (1,13) Non-controlling interest (22) (22) Total equity 7,327 2,55 Liabilities 1 1 Non-current liabilities 1 3 Trade and other payables 181 11 Provisions 203 200 Long-term borrowings 13 3 Trade and other payables 55 54	Intangible assets	1,502	586
Deferred taxation 65 66 Current assets 2,990 1,72 Inventory 1,109 76 Trade and other receivables 3,531 21 Cash and cash equivalents 3,531 21 Total assets 5,912 1,93 Equity 8,902 3,67 Called up share capital 1,055 83 Share premium account 7,150 1,88 Merger reserve 1,017 1,001 Share-based payment reserve 94 3 Retained earnings (1,967) (1,13) Inveice dearnings (1,967) (1,13) Non-controlling interest (22) (22) Total equity 7,327 2,55 Liabilities 1 1 Non-current liabilities 1 3 Trade and other payables 181 11 Provisions 203 20 Long-term borrowings 13 3 Trade and other payables 855 54 <td>Property, plant and equipment</td> <td>1,423</td> <td>1,091</td>	Property, plant and equipment	1,423	1,091
Current assets 1,109 76 Inventory 1,272 95 Cash and cash equivalents 3,531 21 Total assets 5,912 1,93 Equity 5,912 1,93 Called up share capital 1,055 83 Share premium account 7,150 1,88 Merger reserve 1,017 1,0017 Share premium account 7,150 1,88 Merger reserve 94 5 Retained earnings (1,967) (1,13) Equity attributable to owners of the parent company 7,349 2,55 Non-controlling interest (22) 7 7,327 2,55 Liabilities 7,327 2,55 13 3 Non-current liabilities 13 3 3 3 Trade and other payables 181 11 1 Provisions 203 20 203 20 Long-term borrowings 13 3 3 3 3 3 3	Deferred taxation		65
Inventory 1,109 76 Trade and other receivables 1,272 95 Cash and cash equivalents 3,531 21 Cash and cash equivalents 3,531 21 Total assets 8,902 3,67 Equity 8,902 3,67 Called up share capital 1,055 83 Share premium account 7,150 1,88 Merger reserve 94 5 Share-based payment reserve 94 5 Retained earnings (1,967) (1,13) Equity attributable to owners of the parent company 7,349 2,55 Non-controlling interest (22) 7,327 2,55 Total equity 7,327 2,55 5 Liabilities 181 14 Provisions 203 20 Long-term borrowings 13 5 Trade and other payables 855 54 Trade and other payables 300 1 Invoice discounting advances - 15		2,990	1,742
Trade and other receivables 1,272 95 Cash and cash equivalents 3,531 21 Total assets 5,912 1,93 Total assets 8,902 3,67 Equity 1,055 83 Called up share capital 1,055 83 Share premium account 7,150 1,86 Merger reserve 1,017 1,017 Share-based payment reserve 94 5 Retained earnings (1,967) (1,13 Equity attributable to owners of the parent company 7,349 2,55 Non-controlling interest (22) (22) Total equity 7,327 2,55 Liabilities 203 203 Non-current liabilities 13 3 Trade and other payables 13 3 Current liabilities 397 34 Trade and other payables 23 5 Trade and other payables 855 54 Provisions 300 300 Invoice discounting advances - 15 Current portion of long-term borro		1 100	705
Cash and cash equivalents 3,531 21 Total assets 5,912 1,93 Total assets 8,902 3,67 Equity 1,055 83 Called up share capital 1,055 83 Share premium account 7,150 1,88 Merger reserve 94 3 Share-based payment reserve 94 3 Retained earnings (1,967) (1,13) Equity attributable to owners of the parent company 7,349 2,55 Non-controlling interest (22) 7 7 Total equity 7,327 2,55 5 Liabilities 181 11 Provisions 203 20 Long-term borrowings 13 3 Current liabilities 397 3/2 Trade and other payables 855 5/2 Provisions 300 1 Invoice discounting advances - 1/2 Current portion of long-term borrowings 23 2			765
Total assets 5,912 1,93 Equity 8,902 3,67 Equity 1,055 83 Called up share capital 1,055 83 Share premium account 7,150 1,88 Merger reserve 94 3 Share-based payment reserve 94 3 Retained earnings (1,967) (1,13) Equity attributable to owners of the parent company 7,349 2,55 Non-controlling interest (22) 1 Total equity 7,327 2,55 Liabilities 181 11 Provisions 203 20 Long-term borrowings 13 3 Current liabilities 397 32 Trade and other payables 855 54 Provisions 300 1 Invoice discounting advances - 15 Current portion of long-term borrowings 23 2 Total liabilities 1,178 72 Total liabilities 1,178			900 215
Total assets 8,902 3,67 Equity 1,055 83 Called up share capital 1,055 83 Share premium account 7,150 1,88 Merger reserve 1,017 1,017 Share based payment reserve 94 3 Retained earnings (1,967) (1,13) Equity attributable to owners of the parent company 7,349 2,59 Non-controlling interest (22) 1 1 Total equity 7,327 2,59 1 Liabilities 7,327 2,59 1 Liabilities 11 11 1 Provisions 203 20 203 20 Long-term borrowings 13 3 3 3 Current liabilities 397 34 34 Trade and other payables 855 54 Provisions 300 1 1 Invoice discounting advances - 15 2 Current portion of long-term borrowin			1,935
Equity Called up share capital 1,055 83 Share premium account 7,150 1,85 Merger reserve 1,017 1,017 Share-based payment reserve 94 3 Retained earnings (1,967) (1,13) Equity attributable to owners of the parent company 7,349 2,59 Non-controlling interest (22) (22) Total equity 7,327 2,59 Liabilities 13 3 Non-current liabilities 13 3 Trade and other payables 13 3 Current liabilities 397 32 Trade and other payables 397 32 Current liabilities 397 32 Trade and other payables 55 54 Provisions 300 14 Invoice discounting advances - 15 Current portion of long-term borrowings 23 2 Total liabilities 1,178 72	Total assets		3,677
Share premium account 7,150 1,85 Merger reserve 1,017 1,017 Share-based payment reserve 94 3 Retained earnings (1,967) (1,13 Equity attributable to owners of the parent company 7,349 2,59 Non-controlling interest (22) Total equity 7,327 2,59 Liabilities 7,327 2,59 Non-current liabilities 181 11 Provisions 203 20 Long-term borrowings 13 3 Current liabilities 397 34 Trade and other payables 13 3 Provisions 300 1 Invoice discounting advances - 15 Current portion of long-term borrowings 23 2 1,178 72 1,07		0,002	0,011
Merger reserve 1,017 1,017 1,017 Share-based payment reserve 94 3 Retained earnings (1,967) (1,13) Equity attributable to owners of the parent company 7,349 2,59 Non-controlling interest (22) Total equity 7,327 2,59 Liabilities (22) Non-current liabilities 181 11 Provisions 203 20 Long-term borrowings 13 3 Current liabilities 397 34 Trade and other payables 13 3 Current liabilities 13 3 Trade and other payables 13 3 Current liabilities 13 3 Trade and other payables 13 3 Provisions 300 1 Invoice discounting advances - 15 Current portion of long-term borrowings 23 2 1,178 72 1,07 1001 1,575 1,07			831
Share-based payment reserve9433Retained earnings(1,967)(1,13)Equity attributable to owners of the parent company7,3492,59Non-controlling interest(22)Total equity7,3272,59LiabilitiesTrade and other payables18111Provisions20320Long-term borrowings13397Trade and other payables94397Trade and other payables13397Current liabilities39732Current liabilities13397Trade and other payables133972032039732Current liabilities13397Trade and other payables85554Provisions30015Invoice discounting advances-15Current portion of long-term borrowings2321,178721,07Total liabilities1,5751,07			1,853
Retained earnings(1,967)(1,13)Equity attributable to owners of the parent company Non-controlling interest7,3492,59Von-controlling interest(22)(22)Total equity7,3272,59Liabilities Non-current liabilities18111Provisions20320Long-term borrowings133Trade and other payables133Current liabilities Provisions39732Current liabilities Provisions30015Trade and other payables-15Current liabilities-15Trade and other payables300Invoice discounting advances-15Current portion of long-term borrowings232Total liabilities1,17872Total liabilities1,5751,07	Merger reserve		1,017
Equity attributable to owners of the parent company Non-controlling interest7,349 (22)2,59 (22)Total equity7,327 2,59Liabilities Non-current liabilities181 11 	Share-based payment reserve		35
Non-controlling interest(22)Total equity7,327LiabilitiesNon-current liabilitiesTrade and other payablesProvisionsLong-term borrowings13Current liabilitiesTrade and other payables13203203Long-term borrowings1339734Current liabilitiesTrade and other payablesProvisionsInvoice discounting advances1,1781,17872Total liabilities1,5751,07	Retained earnings		
Total equity7,3272,59Liabilities Non-current liabilities Trade and other payables18111Provisions Long-term borrowings18111Q03203203Current liabilities Trade and other payables1333Current liabilities Provisions Invoice discounting advances Current portion of long-term borrowings15Total liabilities-15Total liabilities-Total liabilities-1,178721,1751,07	Equity attributable to owners of the parent company	(22)	2,599
LiabilitiesNon-current liabilitiesTrade and other payablesTrade and other payablesProvisionsLong-term borrowings13Current liabilitiesTrade and other payablesProvisionsInvoice discounting advancesCurrent portion of long-term borrowings1,178Total liabilities1,5751,07	Total equity	7 327	2 599
Non-current liabilitiesTrade and other payables18111Provisions20320Long-term borrowings133Current liabilitiesTrade and other payables85554Provisions300300Invoice discounting advances-15Current portion of long-term borrowings2323Total liabilities1,17872Total liabilities1,5751,07		1,521	2,000
Trade and other payables 181 11 Provisions 203 20 Long-term borrowings 13 3 Current liabilities 397 34 Trade and other payables 855 54 Provisions 300 15 Invoice discounting advances - 15 Current portion of long-term borrowings 23 2 Total liabilities 1,178 72 Total liabilities 1,575 1,07	Liabilities		
Provisions 203 20 Long-term borrowings 13 3 Current liabilities 397 34 Trade and other payables 855 54 Provisions 300 15 Invoice discounting advances - 15 Current portion of long-term borrowings 23 22 Total liabilities 1,575 1,07			
Long-term borrowings 13 3 Current liabilities 397 32 Trade and other payables 855 54 Provisions 300 15 Invoice discounting advances - 15 Current portion of long-term borrowings 23 2 Total liabilities 1,575 1,07	Trade and other payables		115
397327Current liabilitiesTrade and other payables85554Provisions300100Invoice discounting advances-15Current portion of long-term borrowings2323Total liabilities1,5751,07			200
Current liabilitiesTrade and other payables85554Provisions300Invoice discounting advances-15Current portion of long-term borrowings2322Total liabilities1,5751,07	Long-term borrowings		34
Trade and other payables 855 54 Provisions 300 15 Invoice discounting advances - 15 Current portion of long-term borrowings 23 23 Total liabilities 1,575 1,07	Current liabilities	397	349
Provisions 300 Invoice discounting advances - 15 Current portion of long-term borrowings 23 2 Total liabilities 1,178 72		855	549
Invoice discounting advances - 15 Current portion of long-term borrowings 23 2 1,178 72 Total liabilities 1,575 1,07	Provisions		
Current portion of long-term borrowings 23 <th23< th=""> 23<td>Invoice discounting advances</td><td>-</td><td>156</td></th23<>	Invoice discounting advances	-	156
1,178 72 Total liabilities 1,575 1,07	Current portion of long-term borrowings	23	24
		1,178	729
Total equity and liabilities 8.902 3.67			1,078
	Total equity and liabilities	8,902	3,677

Appendix 3 - Statement of Group cash flows

Year ended 31 March 2015

	Group 2015	Group 2014
	£'000	£'000
Cash flows from operating activities		
Cash used in operations	(1,119)	(715)
Interest (paid)/received	(2)	(12)
Net cash used in operating activities	(1,121)	(727)
Cash flows from investing activities		
Acquisition of subsidiaries (net of cash acquired)	(154)	(1,175)
Purchase of intangible assets	(277)	(18)
Purchase of property, plant and equipment	(255)	(33)
Net cash used in investing activities	(686)	(1,226)
Cash flows from financing activities		
Share issue	5,553	2,650
Flotation/share issue costs	(252)	(581)
Repayment of finance leases	(22)	(89)
Invoice discounting loan (repayment)/proceeds	(156)	156
Net cash generated from financing activities	5,123	2,136
Increase in cash and cash equivalents	3,316	183
Cash and cash equivalents at beginning of year	215	32
Cash and cash equivalents at end of year	3,531	215

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