

Charles
Russell
Speechlys

Technology sector transactions

Overview

“Breadth of knowledge, approachability and ability to explain complex technical issues.”

Chambers UK

Our expertise includes:

- Infrastructure & Communications
- IT Services & Software
- Fintech
- Digital Services & Content
- Sports Technology

Heavily involved with techUK and other industry bodies



Proud members of growth and company network BVCA



Innovative technology is driving transformative change across the economy, impacting businesses, consumers and markets. These changes present enormous opportunities for those entrepreneurs and companies able to understand and embrace the changes, secure investment, and successfully implement their growth strategies.

We work with entrepreneurs, high-net-worth investors, growth companies, and large corporates, providing multi-disciplinary transactional advice at all stages for the business growth journey. Our advice helps our clients to grow, develop and realise value from technological innovation and change.

Our multi-disciplinary team combines technical expertise with sector specific knowledge/experience, which means we understand our clients’ businesses, know the industry regulations and standards that apply, and focus on the key issues and risks. This is particularly important in the context of *due diligence, the negotiation of warranties and indemnities, and the ability to deliver a successful transaction to the timetable.*

Industry recognition and sponsorships

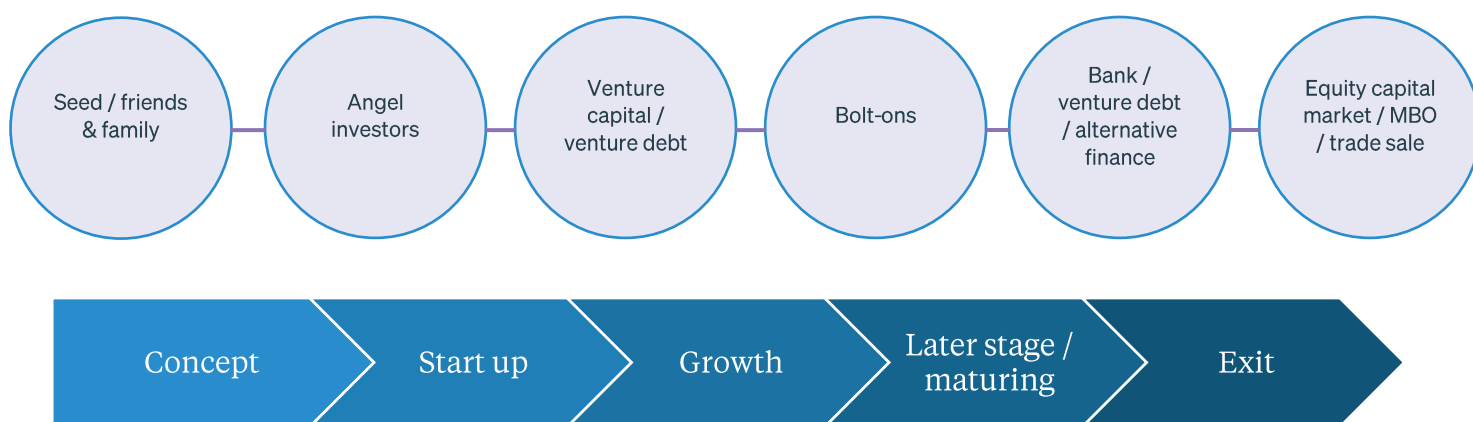
- Our team collaborates with key industry bodies such as techUK and team members sit on steering committees including Cloud, Smart Cities, Data Centre Council, Financial Services, and Legal Affairs
- Awarded the Legal 500 UK Awards 2019’s ‘TMT (Brand management) firm of the year.
- Awarded the prestigious “Banking and Finance Team of the Year” accolade at the 2019 British Legal Awards. The prize was awarded in recognition of our fintech work advising Coinbase on the launch of their debit card offering.
- We are members of the British Private Equity and Venture Capital Association, supporting their activity aimed at the growth company market and other advisers.
- We are ranked in tier one in both Chambers and Partners and the Legal 500 legal directories for our lower-mid market M&A expertise, recognising our strength and breadth in this area.
- We are equally highly ranked in Legal 500 for our Technology capabilities.

"The team are diligent, highly competent, and reliable to get a good job done. They make a proactive effort to foster new client relationships."

Chambers UK, Corporate M&A

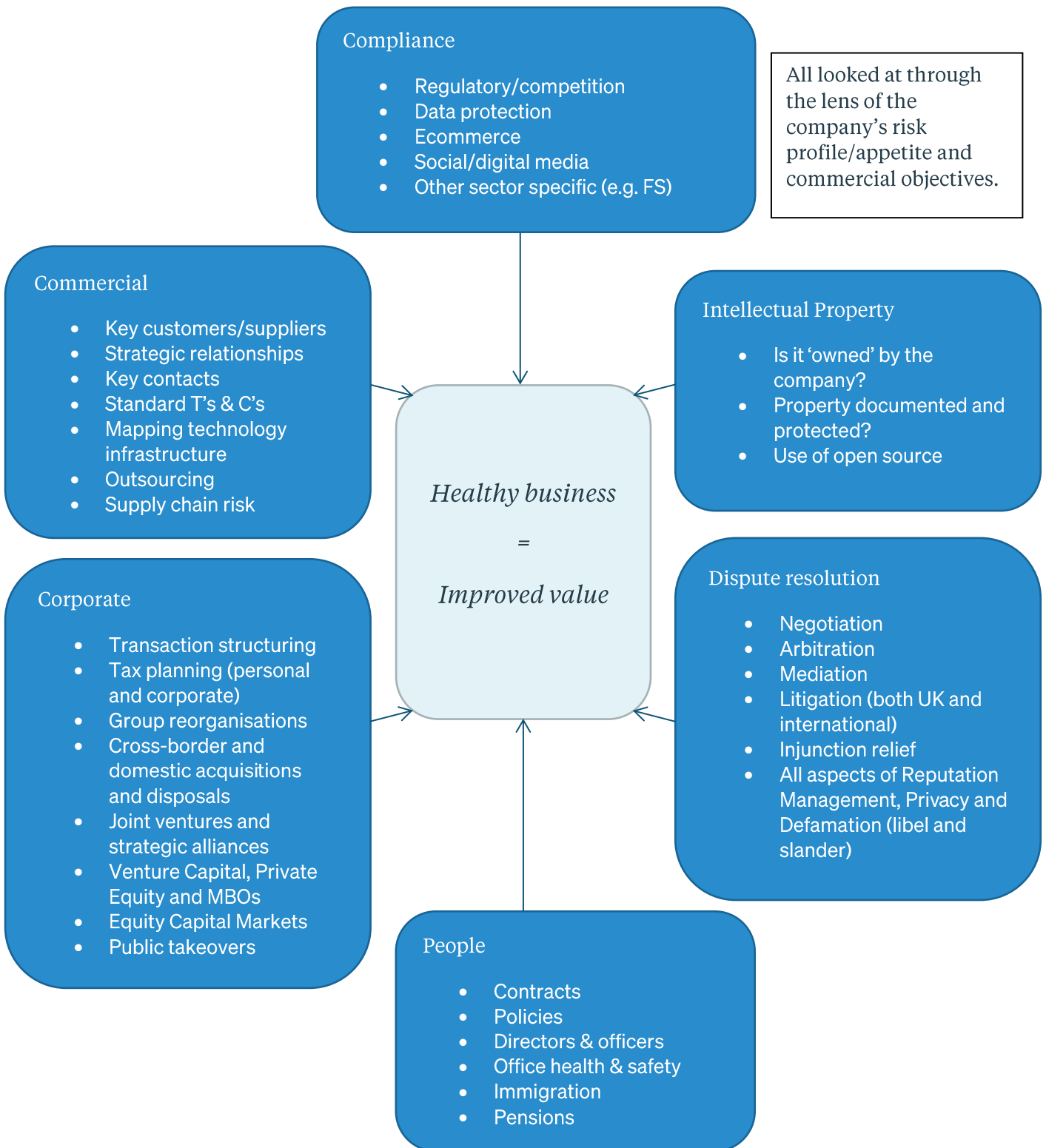
Supporting businesses through the growth journey

Our team has the capability to act on all stages of the company growth journey from formation, to investment, to ultimate exit. Members of the team have experience of working on the full range of transactions from small cap to some of the largest deals.



We support businesses through their corporate growth journey – drawing upon experts in our Corporate, Commercial, Employee and Employee benefits, Banking and Finance, Real estate, Compliance, Intellectual Property, Tax, Pensions and Litigation teams.

Our multi-disciplinary approach



Corporate experience: growth capital



Puma Private Equity

Advised Puma Private Equity on its investment into Deazy, a software developer marketplace platform which offers businesses access to a system of vetted developers.



Metier

Advised Metier, a leading South African private equity fund manager, on a US\$39m investment into Africa Mobile Networks Ltd (AMN). AMN builds, owns, operates and maintains mobile network infrastructure in Africa, delivering services for the biggest Mobile Network Operators across the continent.



Polar Technology Management Group

Advised Polar Technology Management Group on a £10m investment by the Business Growth Fund (BGF), the UK's most active growth capital investor. Polar Technology Management Group is an Oxfordshire-based business that manufactures high-performance carbon and metal components for the automotive, medical and aerospace/defence sectors.



Global Technical Realty

Advised Franek Sodzawiczny, founder and CEO of the data centre platform Global Technical Realty (GTR), and his management team on an initial USD\$1bn investment by global investment firm KKR. GTR will design and construct data centres for global hyper-scalers in key European markets.



Acora

Advised managed services provider, Acora, on its investment round with Palatine Private Equity LLP (and subsequently on its buy and build strategy). Acora delivers a wide range of industry leading 24/7 IT infrastructure, cloud and helpdesk services, working primarily with UK-headquartered global mid-market companies.



Flashpoint

Advised Flashpoint Venture Debt Fund in relation to their growth capital investment to Welcome Travel Technologies Holdings Limited. Welcome Pickups is the first company to deliver a holistic, in-destination travel experience. Flashpoint invests in business-to-business software-as-a-service solutions.



Charterhouse Voice & Data Plc

Advised the founders of Charterhouse Voice & Data Plc on a strategic investment by August Equity LLP to accelerate its growth and secure funding to embark on a buy and build strategy. The company is a multi-award winning provider of unified communications, secure networking, cyber security and digital transformation, with customers including Tottenham Hotspur Football Club, CRBE and M&C Saatchi. The deal won PE deal of the year at the ICT Investment Forum Awards.



Duco

Advised Duco Technology on its USD28m equity fundraising with Insight Venture Partners, NEX Opportunities and Eight Roads Ventures, and a follow on equity fundraise as well as on a range of other matters including cross jurisdictional support. Duco provides innovative technology that enables financial institutions to normalize, validate and reconcile any type of data in Duco's cloud, providing firms with on-demand data integrity and insight.



Henshin Group Ltd

Advised the shareholders of Henshin Group Limited, the developer of Movens, an open source mobility platform designed for implementation in urban centres where vehicle usage is increasingly overtaking vehicle ownership, on a major investment by Veos S.P.A.



BusinessOptix

Advised BusinessOptix on several fund raisings including an investment by the US based Naples Technology Ventures. Business Optix provides proven Platform-as-a-Service (PaaS) solutions to clients who are proactively seeking to quickly leverage cost savings and efficiencies by Cloud-enabling their business process and operating models.



Kreos Capital VI (UK) Ltd

Advised Kreos Capital VI (UK) Ltd on its growth capital investment in BeMyEye Holdings Limited, Europe's leading provider of crowdsourced retail execution monitoring solutions.



Puma Private Equity

Advised Puma Investment Management Limited on its investment into Muso TNT Limited, a technology company providing anti-piracy, market analytics and audience connection solutions that disrupt the piracy market for digital content.



YouView

Advised television platform, YouView, on the refresh of its joint venture arrangements with its seven shareholders, a number of main media companies in the UK.



Kreos Capital

Advised Kreos Capital on its growth capital investment in JenaValve Technology Inc. a US biotech company founded to develop next generation transcatheter aortic valve replacement systems for transapical and transfemoral implantation.



ZEAL Networks SE

Advised on 6 seed capital investments on behalf of Zeal Network SE, the DAX listed lottery services group. Each investment was made into a start-up business establishing an IT platform that offers the chance to participate in lotteries or prize draws as part of an online business.



Fit Cloud Technology Ltd (Membr)

Advised Fit Cloud Technology Limited (trading as Membr) in relation to an investment by the Northern Powerhouse Investment Fund (NPIF) managed by Maven.

Corporate experience: acquisitions



Zenzero

Advised Zenzero, a leading managed services provider (MSP), on a number of acquisitions, including OnTech, a South African IT consultancy based in Port Elizabeth, serving high quality UK clients with a financial services, property, and care focus.



Acora

Advised managed services provider, Acora (now backed by LDC) on a number of acquisitions as part of its buy and build growth strategy, including of Computer Services Centre, Secrutiny Group, M9, Westgate IT and Veber. Acora delivers a wide range of 24/7 IT infrastructure, cloud and helpdesk services, working primarily with UK-headquartered global mid-market companies.



IFS AB

Advised IFS, the global enterprise software company, on a number of acquisitions including of Axios Systems PLC, a global provider of cloud-based Enterprise Service Management (ESM) software, of mlpsystems, a provider of omni-channel contact centre and customer engagement software, Field Service Management Limited and 360 Scheduling Limited, one of the world's leading providers of mobile workforce scheduling and optimisation software.



discoverIE Group

Advised long standing main market listed client, discoverIE, a leading international designer, manufacturer and supplier of customised electronics to industry, on the acquisition of acquisition of Silvertel, a UK-based company that specialises in the design and development of advanced power modules and advanced telecom interface solutions, for an initial cash consideration of £21 million on a debt free, cash free basis. This acquisition is the latest in a series of acquisitions on which the team has advised. Previous acquisitions include the CDT Group for a total cash consideration of £5.0m, Antenova Limited for a cash consideration of £18.2m and of Xi-Tech Limited for an initial cash consideration of £58m on a debt free, cash free basis with further contingent cash consideration of up to £12m, payable subject to the achievement of certain profit growth targets over a three year period.



Advania UK

Advised Advania UK, one of the UK's largest and fastest growing technology services and solutions provider, on the acquisition of Microsoft Dynamics specialist, Azzure IT. Azzure IT is a leading Microsoft-focussed Dynamics Business Central and Dynamics 365 Sales (CRM) provider based in Sheffield. This transaction is the latest in a series of acquisitions on which the team has advised as part of Advania UK's buy and build strategy. Previous acquisitions include: Sipcom, JMC, Greenfields, Perspective Risk, Content & Code, Mirus IT and Sol-Tec Limited. Advania UK is one of the very few Microsoft partners able to provide services to its clients across all three elements of Microsoft's Cloud, Office 365 and Modern Workplace; Azure and Dynamics 365.



1Spatial plc

Advised AIM listed client, 1Spatial plc, on the acquisition of French geospatial software solutions provider GEOMAP-IMAGIS. In conjunction with the acquisition, 1Spatial Europe entered into a new partnership agreement with Esri, the global market leader in geographic information system (GIS) software, location intelligence, and mapping. We advised on the acquisition (led by our Paris office, with support from our London office), the company's placing to raise £3.1million and on the new partnership agreement with Esri, a market leader in geographic information system (GIS) software, location intelligence, and mapping.



Battery Ventures

Advised Battery Ventures, a substantial US private equity fund with investments worldwide, on the purchase of the entire issued share capital of SST Sensing Limited, a leading supplier of sensing and control solutions, to form part of Battery's Process Sensing Technologies platform.



Cloudhouse Technologies

Advised Cloudhouse Technologies Ltd on its acquisition of UpGuard Core from US-based third-party risk and attack surface management platform developers, UpGuard Inc. Cloudhouse, ranked 13th in Deloitte UK Technology's Fast 50 list of Britain's fastest-growing technology companies.



Liquidnet Holdings Inc.

Advised Liquidnet Holdings, a cutting-edge financial technology solutions provider for institutional asset managers, on the acquisition of FinTech company RSRCHXchange, a platform for unbundled financial research.



Allocate Software

Advised Allocate Software, a leading international provider of workforce and resource planning solutions, on the acquisition of Wambiz Limited, an innovative provider of app-based staff engagement solutions for the health, education and enterprise sectors.



Vapotherm, Inc

Advised Vapotherm, Inc., a global medical technology company, on the acquisition of its former UK distributor Solus Medical Limited. Solus is based in Scotland and the acquisition provides Vapotherm with a UK-based direct sales organisation.



ITV

Advised on a variety of investments, acquisitions, and disposals including its investments into eSports channel, Ginx, and Channel Mum, the UK's fastest-growing parenting brand.



Zenium Group

Advised London based innovative solutions provider, Zenium Technology Partners, on its purchase of its second London-based Data Centre, within the thriving Stockley Park business estate.



Tremor International Ltd

Advised AIM listed, global leader in video advertising technologies, Tremor International, on the acquisition of Unruly, News Corp's programmatic video marketplace. This acquisition bolsters Tremor International's supply side platform, giving them a global footprint and facilitating the introduction of the recently acquired RhythmOne offering to an international market, particularly in the European and APAC markets. We previously advised Tremor on the acquisition of RhythmOne, and its initial IPO in May 2014.

Corporate experience: trade sales and buy-outs



Zenzero

Advised the management team of high-growth client Zenzero on its majority acquisition by Macquarie Capital Principal Finance.



Pracedo

Advised Matt Schutz, founder and CEO of leading Salesforce consultancy partner Pracedo Ltd, on the sale of the company, to Collabera Digital, a next generation information technology company.



REaD Group

REaD Group Limited

Advised the founder and management shareholders of leading UK-based data marketing agency, REaD Group Limited, on the sale of the company to data solutions company, Sagacity Solutions Limited. The founder and members of management have become shareholders of the combined group.



Sepura Limited

Advised management on the sale of Sepura, a leading provider of digital radio systems for world-class mission-critical communications, to London-based private equity group, Epiris.



Battery Ventures

Advised the global, technology-focused investment firm Battery Ventures on the sale of SPT Labtech, a fast-growing laboratory automation player focused on tools for liquid handling and sample preparation and management for scientists, for £650 million to EQT Private Equity and on the sale of Forterro to Partners Group for €1 billion.



In Touch Games Limited

Advised the shareholders of In Touch Games Limited on all legal aspects of the sale of the In Touch group (including its overseas interests) to Skywind Holdings Limited, a company which provides premium content for the iGaming industry.



Zenkraft

Advised the shareholders of award-winning technology company Zenkraft, Salesforce's leading parcel and return delivery solutions provider, on the sale of the company to Bringg, an Israel based delivery and fulfilment cloud platform provider.



Modern Networks Ltd

Advised the shareholders of Modern Networks Limited on the sale of a majority stake to private equity investor Horizon Capital. Modern Networks is a leading provider of IT support, broadband and telecoms managed services to the UK's commercial property sector. Modern Networks currently work with thirty top commercial real estate agents and provide IT support and managed services to over 1800 office buildings and shopping centres.



eCommonSense

Advised the shareholders of Merchant Systems Group Limited, trading as eCommonSense on the sale of the company to ECI Software Solutions Limited. The company was recognised as best-in-class by the Builders' Merchant Awards in both 2019 and 2020 and the company's technology solutions are used by many of the leading merchants across the UK and Ireland.



The People Development Team

Advised the founders of PDT Global ('The People Development Team') in respect of the sale of the company to Learning Technologies Group plc. PDT Global is a leading provider of online Diversity and Inclusion training and consultancy services.



Acora

Advised managed services provider, Acora, on its investment round with Palatine Private Equity LLP (and subsequently on its buy and build strategy). Acora delivers a wide range of industry leading 24/7 IT infrastructure, cloud and helpdesk services, working primarily with UK-headquartered global mid-market companies.



Managing Maintenance Resources Holdings Limited (MMRIT)

Advised the shareholders of Managing Maintenance Resources Holdings Limited on the sale of the company to TIGL Holdings Limited, an award-winning IT digital transformation, data analytics and cloud solutions company.



Legend Club Management Systems

Advised the shareholders of Legend Club Management Systems, a leading provider of management software in the leisure industry, on a sale to Transaction Services Group, a portfolio company of Advent International.



Charterhouse Voice & Data Plc

Advised the founders of Charterhouse Voice & Data Plc on a strategic investment by August Equity LLP to accelerate its growth and secure funding to embark on a buy and build strategy. The company is a multi-award winning provider of unified communications, secure networking, cyber security and digital transformation, with customers including Tottenham Hotspur Football Club, CRBE and M&C Saatchi. The deal won PE deal of the year at the ICT Investment Forum Awards.



Founders of Microsoft 2018 Worldwide Partner of the Year, Content and Code

Advised the founders of Microsoft 2018 Worldwide Partner of the Year, Content and Code, on the sale of the business to IT managed services provider, Content+Cloud. Content and Code is the UK's largest SharePoint consultancy and Microsoft's leading Office 365 partner. In 2018 Content and Code was named Microsoft Partner of the Year for Customer Experience and became a Microsoft Partner of the Year finalist in the "Modern Workplace Teamwork" category.



Zenium Technology Partners

Advised the Zenium Group a leading hyper scale data centre provider in Europe, in relation to the sale of its data centre business in Istanbul for US\$93m million to Equinix Inc. before advising the shareholders of Zenium on its sale for US\$442m to CyrusOne Inc.



Shareholders of Xstrahl

Advised on the sale of Xstrahl, a medical devices business that designs and delivers effective clinical and research solutions to advance radiation oncology, to Risk Capital Partners as part of a management buyout.



Nxtera

Advised the shareholders of Nxtera Limited (“Nxtera”) on the sale of Nxtera to a global customer engagement optimisation & compliance software specialist. Nxtera is a UK-based company which provides software compliance solutions to the financial services industry.



DealHub

Advised on the sale of Option Computers to Markit. OCL is a leading provider of trade processing and trading services to the foreign exchange market through its flagship product, 'DealHub'.



Worksmart Technology Ltd

Advised the founder and other shareholders of Worksmart Technology Ltd, an award-winning provider of cloud-based telephony and video conferencing services, on the sale of the company to Arrow Business Communications Limited.



Kittiwake Developments

Advised the founders on the disposal of Kittiwake Developments Limited to Parker Hannifin Corporation (NYSE: PH), the global leader in motion and control technologies.



Battery Ventures

Advised Battery Ventures, the US private equity firm, on its disposal of Vero Software Limited, the leading global independent CAM software provider, to Swedish-based multinational Hexagon AB.



ICSA

Advised ICSA, The Chartered Governance Institute, on the sale of its wholly owned subsidiary ICSA Software International Limited (the developer and retailer of the company secretarial product “Blueprint”) to Diligent Corporation (who acquired through a UK newco).



InternetQ

Advised Panagiotis Dimitropoulos, founder and CEO of InternetQ plc, on the recommended takeover offer for InternetQ plc by a consortium comprised of Mr Dimitropoulos, multi asset manager Toscafund Asset Management LLP and private equity house Penta Capital LLP, valuing InternetQ plc at approximately £72 million.



NCE

Advised the management of NCE, one of the leading providers of data centre services and solutions across the globe, on the management buy-out of the company, backed by Equity Investors and Rockpool Investments.

Corporate experience: equity capital markets



7digital

Advised AIM-listed 7digital Group plc on its £19.4 million acquisition by Songtradr, Inc. 7digital provides B2B end-to-end digital music solutions, with a scalable cloud-based platform that enables companies and brands to connect to its global music catalogue and rights management system. Songtradr, one of the world's largest B2B music licensing companies, delivers music solutions to music rights holders as well as brands, agencies, digital platforms and content creators.



Bonhill Group plc

Acted for Bonhill Group plc on its tender offer to return £4.8m to shareholders and its subsequent delisting from AIM. We also acted on the disposal of its US business.



Blokur Ltd

Advised the majority shareholder and founder of Blokur Ltd, on the sale of its entire issued share capital to Maestro Holdings, Inc., an affiliate company of Music Reports, a private equity backed American music rights company.



Supply@ME Capital plc

Advised Supply@ME Capital plc (SYME), a FinTech company providing an innovative proprietary inventory monetisation service to clients in a wide range of industrial sectors, on a GBP56m equity credit line with Negma Group. We also advised on the disposal of a majority holding in SYME's Singaporean regulated subsidiary.

CYBA

CYBA plc

Advised CYBA plc (now called Narf Industries plc), a SPAC targeting acquisitions of businesses operating in the Cyber Security industry, on its admission to the Main Market for listed securities of the London Stock Exchange. CYBA intends to implement its strategy focusing on building a group capable of offering Cyber and Cybersecurity solutions in the US and globally.



AIQ Ltd

Advised AIQ Ltd, a special purpose vehicle with a focus on the development and establishment of new technology, on their readmission to trading on the LSE Main Market, by way of a standard listing, and on the acquisition of Alchemist Codes Sdn Bhd (“AI Codes”) by way of reverse takeover. The team previously advised on placing for shares and an oversubscribed open offer.

N+1 SINGER

N+1 Singer Advisory LLP

Advised N+1 Singer Advisory LLP, as nominated adviser and broker to Checkit Plc, in relation to a tender offer which returned approximately £81 million to the qualifying shareholders of Checkit Plc, a management tool software provider using IoT, mobile and cloud technologies.



WH Ireland Limited and Dowgate Capital

Advised WH Ireland and Dowgate Capital in connection with the purchase by Blockchain Worldwide plc of the Entertainment AI group satisfied in new shares in Blockchain, a subscription by strategic investors Sumitomo group and Water Intelligence group plc, a placing to institutions, and readmission to AIM.



Mobile Tornado Group plc

Advised Mobile Tornado Group plc on a subscription round, at a premium to the then share price. Mobile Tornado is a leading provider of Push to Talk solutions for Tier1 Mobile Operators and Solution Providers, specializing in rendering of Instant Communications services for mobile devices, with a focus on Workforce Management.



Trifast plc

Advised long-standing client, Trifast plc, a leading international specialist in the engineering, manufacturing and distribution of high quality industrial fastenings to major global assembly industries, on various acquisitions and multi-jurisdictional facility agreements.



1Spatial plc

Advised AIM listed client, 1Spatial plc, on the acquisition of French geospatial software solutions provider GEOMAP-IMAGIS. In conjunction with the acquisition, 1Spatial Europe entered into a new partnership agreement with Esri, the global market leader in geographic information system (GIS) software, location intelligence, and mapping. We advised on the acquisition (led by our Paris office, with support from our London office), the company's placing to raise £3.1million and on the new partnership agreement with Esri, a market leader in geographic information system (GIS) software, location intelligence, and mapping.



Transense Technologies plc

Advised long-standing, AIM-listed provider of sensor systems for the industrial, mining and transportation markets, Transense Technologies Plc, on its joint collaboration agreement with Bridgestone Corporation, Japan ("Bridgestone"), and a £2.55 million placing to provide working capital to grow and develop its iTrack trade, including the funding of further research and development aimed at driving the future growth in iTrack sales. The placing was structured to close in five separate tranches.



Allenby Capital

Advised Allenby Capital (as nominated adviser and broker) on a placing of shares for AIM-listed ECSC Group plc, a provider of cyber security services. ECSC has experienced continued organic growth, driven by market demand as a result of an increasing awareness of cyber security within corporate boardrooms, and a strategy to deliver cyber security services to meet the evolving challenges that its clients face.



Tremor International Ltd

Advised AIM listed, global leader in video advertising technologies, Tremor International, on the acquisition of Unruly, News Corp's programmatic video marketplace. We previously advised Tremor on the acquisition of RhythmOne, and its initial AIM IPO in May 2014.



MayAir Group plc

Advised air filtration solutions provider MayAir Group plc on its admission to AIM in 2015, raising £16.2m by a placing of new ordinary shares valuing the company at £55.2m. We subsequently advised on the group's £50m acquisition by Poly Glorious Investment Co Ltd in 2018.

Meet our multi-disciplinary team



Mark Howard
Partner, Corporate



Mark Bailey
Partner, Commercial



Keir Gordon
Partner, Corporate



Megan Paul
Partner, Commercial



Daniel Rosenberg
Partner, Corporate



David Coates
Partner, Corporate



Rebecca Steer
Partner, Commercial



Giles Dennison
Partner, Corporate



Jonathan Morley
Partner, Corporate



Paul Arathoon
Partner, Corporate



Hamish Perry
Partner, Corporate



Caroline Young
*Partner,
Commercial*



Charlie Ring
Partner, Corporate



Tom Smitham
*Senior Associate,
Corporate*



Ashwin Pillay
*Senior Associate,
Corporate*



Janine Regan
*Legal Director, Data
Protection & Privacy*



Rachel Bell
Associate, Commercial



Charles Mallows
Associate, Commercial



Jamie McMurray
Associate, Corporate



James Scott
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