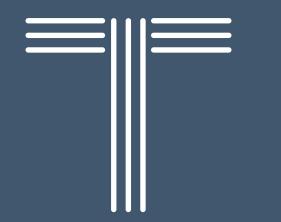




Transitional Capital

TIME TO GEAR UP  
FOR GROWTH



THINCATS

# What is Transitional Capital?

## 02 What is Transitional Capital

## 03 Proven track record

## 04 Key Criteria

## 05 Case study – Croft

## 06 The Transitional Capital Team

## 07 About ThinCats

## 08 Contact Us

### Driving growth with Transitional Capital

Transitional Capital enables businesses and management teams to utilise senior debt to support investments, reducing equity requirements and enhancing enterprise value.

ThinCats operates on a fixed rate return basis with no requirement for equity/warrants, with the shareholders benefitting from 100% of the upside.

- A flexible debt solution with a back ended repayment profile linked to the investment thesis and time horizon of the investors.
- The back ended repayment profile and a mix of interest paid and PIK, this supports cash generation which can be reinvested.

This type of funding is best suited to businesses with strong recurring revenues and healthy profit margins, particularly in fragmented sectors primed for buy-and-build strategies. It targets ambitious management teams and investors looking to drive business growth and enhance enterprise value.

It is particularly valuable for companies planning multiple acquisitions within a short period, and shareholder restructuring while also offering repayment flexibility.

### Why Transitional Capital?

Transitional Capital is essential for businesses looking to scale rapidly without diluting equity. It provides a one-stop capital solution, making it an attractive alternative to traditional debt financing or raising diluted equity.

- Ability to provide leverage on day one of up to 4x Structuring EBITDA

The main advantages of Transitional Capital are:

The ability to provide leverage of up to 4x structuring EBITDA from day one.

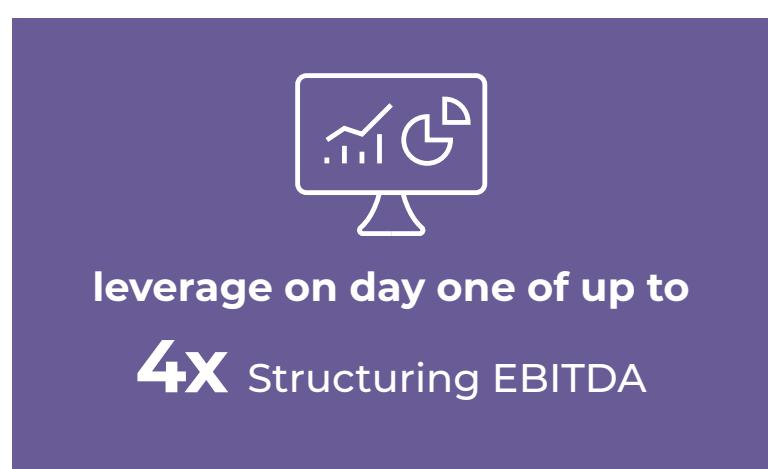
The option to commit additional capital gives investors and management teams confidence in their ability to borrow further to execute their strategy.

Reduces equity requirements and increases investor returns.

As a flexible debt solution with a back-ended repayment profile, Transitional Capital is directly linked to investors' investment thesis and time horizon.

A mix of interest paid and PIK (Payment-in-Kind) supports cash generation, which can be reinvested.

Upside for shareholders with a fixed-rate return basis with no requirement for equity/warrants,



# Proven track record

02 What is Transitional Capital

03 Proven track record

04 Key Criteria

05 Case study – Croft

06 The Transitional Capital Team

07 About ThinCats

08 Contact Us

ThinCats has deployed £160m of Transitional Capital to ambitious management teams and investors supporting business growth

£160m



11 businesses



supporting 38 acquisitions



Transitional Capital has been deployed in a number of sectors including



Just some of the businesses we have supported:



# Key criteria

02 What is Transitional Capital



03 Proven track record



04 Key Criteria



05 Case study – Croft



06 The Transitional Capital Team



07 About ThinCats



08 Contact Us



## Key Criteria

**Debt Quantum** Up to £20m initially, rising with follow on funding

**Purpose** M&A, MBOs, Equity Release

**Sectors** Focused on stable, defensive, non-cyclical markets such as Healthcare and Pharma (products and supplies), Telco, Business Services, IT, Education/Training, Technology Services, Consumer Staples

**Tenor** Up to 5 years. Bullet structures up to 80% with cash sweeps

**Security** 1st lien senior secured

**Fees** Upfront fee 3.5%

**Leverage** Maximum leverage of 4x. Aim is to provide an additional 1.0x -1.5x post senior debt e.g. moving from 2.5x to 3.5x

**Structure** Uni-tranche but will consider where appropriate to provide second higher yielding layer behind ThinCats conventional senior debt, subject to credit risk

**Diligence** Require full diligence suite including 3rd party engagement to diligence management. Requirement for Board Observer rights or NED.

**Pricing** Margin 12%-15%

Coupon will be mixture of cash and PIK, min of 7% cash pay

# Case study Croft



## 02 What is Transitional Capital

## 03 Proven track record

## 04 Key Criteria

## 05 Case study – Croft

## 06 The Transitional Capital Team

## 07 About ThinCats

## 08 Contact Us

### ThinCats funds buy and build strategy, supercharging growth for leading UK MSP - Croft



**18**  
employees

**2019 Funding to support the MBO**

Nov 2019  
MBO led by Ben Page  
Appointed Mark Bramley as CEO

**2020 Funding to support acquisitions and working capital**

Provided committed funding to support future acquisitions for a unified communications business. ThinCats helped unified communications business Croft achieve phenomenal growth through an ambitious buy and build strategy designed to broaden its sector expertise and expand its service offering. The Hertfordshire-based business, accredited on the UK Government's Crown Commercial Service Framework, delivers next-generation technology and managed services, streamlining communications for organisations across a number of commercial sectors. It offers a onestopshop for its customers, from super-fast broadband to business phones and hosted telephony, supporting an impressive portfolio of clients including Hilton Hotel, Ikea, Transport for London, and NSPCC.

Feb 2020  
Rebranded as Croft  
Appointed Phil Waters as CFO

Apr 2020  
Strengthened mobile offering in South West with the acquisition of Westcom

Jun 2020  
Acquisition of award winning mobile and UC provider Distinct Connections

**Apr 2022 Transitional Capital to support accelerated buy and build**

Feb 2022  
Acquisition of P2C

Dec 2021  
Acquisition of Wardman

Sept 2021  
Addition of IT managed services with the acquisition of IC Group

May 2021  
Experienced unified communications provider, Boosh 365, join Croft

May 2021  
Acquisition of UKIT, a Vodafone Total Communications Partner

**2021 ThinCats Funding Event**

Aug 2020  
Increased mobile base with the acquisition of Pneuma



**200+**  
Employees

**Revenue increased 4x Achieving EV multiple of 10x**

**We are here!**

June 2023  
Acquisition of DLC

June 2023  
Acquisition of Clearlink

May 2023  
Acquisition of Boldfield

Mar 2023  
Acquisition of Badger

Feb 2023  
Acquisition of Pure IT

Feb 2023  
Acquisition of Kiwi IT

# Transitional Capital Team

02 What is Transitional Capital

03 Proven track record

04 Key Criteria

05 Case study – Croft

06 The Transitional Capital Team

07 About ThinCats

08 Contact Us

## The Transitional Capital Team



**Stuart Thompson**

**Head of Transitional Capital**

Stuart has 14 years' experience in leverage finance and corporate banking at Barclays and RBS where he funded numerous transactions across the leisure, TMT manufacturing, professional services and healthcare sectors. Stuart joined ThinCats in 2019 and today focuses on Transitional Capital.



**Steven Henderson**

**Senior Relationship Director, Transitional Capital**

Steven Henderson joined ThinCats as Relationship Director, bringing nearly two decades of experience in financial advisory and transaction services from his roles at Teneo, EY, and Praetura Commercial Finance. With a strong background in sales and transaction management, Steven is well-positioned to drive client relationships and business growth in the Manchester area and beyond.

## Contact us

### London office

40 Leadenhall Street  
10th Floor  
London  
EC3A 2BJ

### Manchester office

One New Bailey  
4 Stanley Street  
Salford  
M3 5JL

### Birmingham office

Arca, Temple Row  
Birmingham  
B2 5AF

**Email:** [stuart.thompson@thincats.com](mailto:stuart.thompson@thincats.com)

**Website:** [thincats.com](http://thincats.com)

# About ThinCats

02 What is Transitional Capital



03 Proven track record



04 Key Criteria



05 Case study – Croft



06 The Transitional Capital Team



07 About ThinCats



08 Contact Us



ThinCats is a leading alternative finance provider focused on serving mid-sized UK businesses with loans from £1-£20m.

THINCATS HAS PROVIDED OVER £2BN IN FUNDING TO MID-SIZED BUSINESSES IN THE UK

We specialise in creating bespoke cash flow lending structures to support fast growing businesses pursuing organic and acquisition growth strategies.

Although we are sector agnostic, we have specialist skills in funding Private Equity and Family Office backed businesses and those operating in the technology, leisure and healthcare sectors.

£160m  
in Transitional Capital  
provided to businesses



ThinCats provide capital to the mid market, focusing on businesses seeking growth organically and via acquisition.

## The Lower Mid Market defined

There are over 500,000 mid-sized SMEs in the UK generating EBITDA from £1-£5m, revenues up to £20m and employing between 10 and 250 staff.

The SME market has benefited from significant investment over the past decade from Private Equity and Family Offices due to attractive returns.

## Why Invest in the Lower Mid Market

Many UK SMEs benefit from high recurring revenues, predictable financial performance and B2B service offering. This results in sustainable Enterprise Value and multiple exit routes.

Entry level valuations range from 4-6x EBITDA. Undertaking a successful buy and build strategy can result in double-digit EV multiples upon exit.

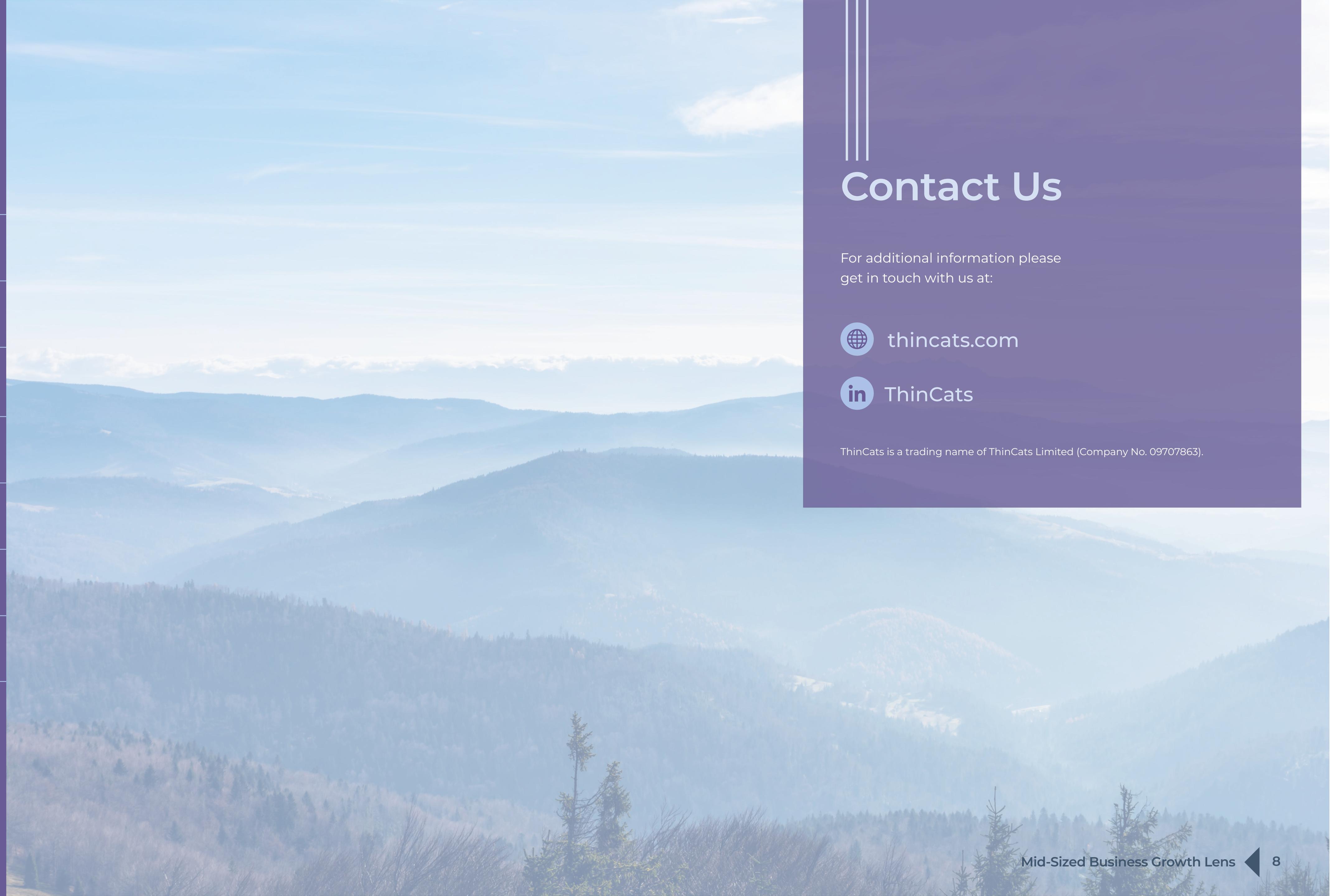
## Funding a buy and build strategy

Appetite from high street banks for cash flow lending has reduced, making way for alternative lenders such as ThinCats to support this underserved market.

There are over 500,000 SMEs in the UK generating EBITDA from

£1-£5m





## Contact Us

02 What is Transitional Capital



03 Proven track record



04 Key Criteria



05 Case study – Croft



06 The Transitional Capital Team



07 About ThinCats



08 Contact Us



For additional information please  
get in touch with us at:



[thincats.com](http://thincats.com)



[ThinCats](#)

ThinCats is a trading name of ThinCats Limited (Company No. 09707863).