

# Haikui Seafood AG

June 08, 2015



## Information Analysis

### Analysts

David Szabadvari, CIIA, CEFA  
Dr. Roger Becker, CEFA  
+49 69 71 91 838-48, -46  
david.szabadvari@bankm.de, roger.becker@bankm.de

### Evaluation Result

**N.A.**

(previous: n.a.)

### Fair Value

**N.A.**

(previous: n.a.)

**BankM Research on Bloomberg, Thomson/Reuters, Factset, CapitalIQ and www.BankM.de**

## Q1 Report and AGM Notes

According to the recently published Q1 report, the results of Haikui Seafood were heavily affected by the strong appreciation of the Chinese RMB against the Euro (approx. +21% on average). Thus, the weak sales growth [-13.6% yoy at constant currency (cc)] was overcompensated by currency adjustments to +4.5%. Gross profit and EBIT came down even stronger by 36.7% (cc) and 47.2% (cc), respectively, again due to keen competition for raw materials and sales channels as well as higher administration expenses. Margins thereby deteriorated to 15.7% (vs. 21.4% 1Q14) and to 10.4% (vs. 17.0% 1Q14). For the full year, management adheres to its guidance of plus 5% (at constant currency) revenue growth whereby the forecast is based on substantial improvements of the raw material situation during the second half of 2015.

The Company continued to pursue its expansion strategy and invested €8.6 mln in the construction of the new factory. According to management, the construction works are on track and will be finished in the middle of 2016. With the new factory, Haikui expects to raise the efficiency of its production procedures and to release the margin pressure. Furthermore, with the efficiency improvements the Company will likely be able to process additional seafood products which cannot be processed economically with the current equipment.

During the AGM held on May 29<sup>th</sup>, the supervisory board announced that the Company is going to be undergone a voluntary special audit regarding the actual cash situation (which in our experience did not prevent fraudulent activities at the other Chinese companies listed in Germany). More importantly, the board announced that it reviews the option and the tax-related implications of transferring a high single-digit million amount to the German AG. We would very much appreciate a positive outcome of this review (despite potential adverse tax implications) as it would improve the confidence of the capital market participants and is likely to lift the share price above the current 1/3 cash multiple. At least, the investment community would focus more on the operating core business rather than on the compliance matters.

### Key data / Earnings

Year	Sales (€ m)	EBITDA (€ m)	EBIT (€ m)	EBT (€ m)	Net Profit (€ m)	EPS (€)	DPS* (€)	EBIT-Margin	Net-Margin
2014a	121.1	15.6	13.9	14.1	10.6	1.03	0.00	11.5%	8.7%
2015e	127.1	15.5	12.5	11.9	8.9	0.87	0.00	9.8%	7.0%
2016e	133.5	18.2	13.4	12.5	9.4	0.91	0.09	10.0%	7.0%
2017e	144.2	20.8	16.0	15.0	11.3	1.10	0.11	11.1%	7.8%
2018e	155.7	23.3	18.5	17.8	13.4	1.30	0.13	11.9%	8.6%

\*Not considering withholding taxes and transaction costs

Source: Haikui Seafood AG, BankM Research

Sector	Food processing
WKN	A1JH3F
ISIN	DE000A1JH3F9
Bloomberg/Reuters	H8K GY/ H8K.DE
Accounting standard	IFRS
Financial year	Dec 31
Financial reporting H1 2015	August 20, 2015
Market segment	Regulated Market
Transparency standard	Prime Standard

Financial ratios	2015e	2016e	2017e
EV/Sales*	neg.	neg.	neg.
EV/EBITDA*	neg.	neg.	neg.
EV/EBIT*	neg.	neg.	neg.
P/E adj.	3.0	2.8	2.4
Price/Bookvalue	0.1	0.1	0.1
Price/FCF	neg.	neg.	3.1
ROE (in %)	4.7	4.7	5.4
Dividend yield (in %)	0.0	3.7	4.4

\*neg. ratios: net cash higher than MarketCap

Number of shares outs. (in '000)	10,276		
MarketCap / EV (in € m)	26.72 / neg.		
Free float (in %)	15.3		
Ø daily trading vol. (3M, in €)	6,870		
12M high / low (in €; XETRA-close)	4.45 / 2.14		
Price June 5th, 2015 (in €; XETRA-close)	2.50		
Performance	1M	6M	12M
absolute (in %)	-13.1	-19.9	-43.9
relative (in %)	-12.3	-28.4	-50.4
Benchmark index	CDAX		



Haikui Seafood AG (red/grey), Performance 1y vs. CDAX (black)  
Source: Bloomberg

PLEASE CONSIDER IMPORTANT INFORMATION, DISCLOSURES AND THE DISCLAIMER AT THE END OF THIS DOCUMENT!

This document has been prepared due to a service agreement with the respective issuer. BankM – Repräsentanz der biw AG acted as Joint Bookrunner and as Joint Lead Manager for the IPO, is the designated sponsor of the company's stock and in this function as a designated sponsor regularly holds a trading stock or long or short positions in the company's stock. Equity investments generally involve high risks. Potential investors should take into account that share prices may fall and rise and that income from an investment may fluctuate considerably. Investors may lose some or all of the money invested. Investors make their decisions at their own risk. biw Bank für Investments und Wertpapiere AG, Willich, is responsible for the preparation of this document.

## Haikui's stock performance

During the last 12 months, Haikui's stock declined by 43.9% from €4.45 to €2.50 (XETRA close June 5th, 2015) and clearly underperformed the benchmark CDAX (+13.1%). The stock continued to suffer from the bad news from other Chinese companies listed at the German stock exchange. However, the performance of the stock improved since the beginning of this year (+13.3%) and followed the benchmark CDAX (+14.9%).

Based on daily stock price returns in the last 12 months, the annualized volatility increased to 65.5% with a mean daily trading volume of only 2,300 pieces.

PLEASE CONSIDER IMPORTANT INFORMATION, DISCLOSURES AND THE DISCLAIMER AT THE END OF THIS DOCUMENT!

## Tables

### Profit & Loss Account

Fiscal Year 31.12 (IFRS)		2013a	2014a	2015e	2016e	2017e	2018e	4y - CAGR 2014 - 2018
	in € '000							
<b>Total Sales</b>		<b>117,638</b>	<b>121,093</b>	<b>127,148</b>	<b>133,505</b>	<b>144,185</b>	<b>155,720</b>	
	Growth rate in %	-39.7	2.9	4.0	5.0	8.0	8.0	6.5
Cost of sales		96,418	101,300	108,076	113,479	121,116	130,026	
<b>Gross Profit</b>		<b>21,220</b>	<b>19,793</b>	<b>19,072</b>	<b>20,026</b>	<b>23,070</b>	<b>25,694</b>	
	Growth rate in %	-57.8	-6.7	-3.6	5.0	15.2	11.4	6.7
Selling and marketing expenses		1,826	1,338	1,405	1,475	1,593	1,721	
General and administration expenses		4,065	4,860	5,200	5,200	5,500	5,500	
Other income		810	389	0	0	0	0	
Other expenses		199	67	0	0	0	0	
<b>EBIT</b>		<b>15,940</b>	<b>13,917</b>	<b>12,467</b>	<b>13,351</b>	<b>15,977</b>	<b>18,473</b>	
	Growth rate in %	-63.8	-12.7	-10.4	7.1	19.7	15.6	7.3
Finance Result (+inc./-exp)		-1,285	172	-585	-837	-938	-638	
<b>EBT</b>		<b>14,655</b>	<b>14,089</b>	<b>11,882</b>	<b>12,514</b>	<b>15,039</b>	<b>17,836</b>	
	Growth rate in %	-66.3	-3.9	-15.7	5.3	20.2	18.6	6.1
Taxes on Income (Exp./Inc.-)		4,423	3,519	2,971	3,128	3,760	4,459	
<b>Net profit</b>		<b>10,232</b>	<b>10,570</b>	<b>8,912</b>	<b>9,385</b>	<b>11,279</b>	<b>13,377</b>	
	Growth rate in %	-68.2	3.3	-15.7	5.3	20.2	18.6	6.1
<i>For information purposes</i>								
Depreciation and amortization		1,637	1,660	3,058	4,839	4,850	4,870	
<b>EBITDA</b>		<b>17,577</b>	<b>15,577</b>	<b>15,525</b>	<b>18,189</b>	<b>20,826</b>	<b>23,344</b>	
No. of shares (Ø outstanding)		10,276	10,276	10,276	10,276	10,276	10,276	
Net profit / share (EPS)		1.00	1.03	0.87	0.91	1.10	1.30	

Source: Haikui Seafood AG, BankM Research

### Profit & Loss Margins

	in %	2013a	2014a	2015e	2016e	2017e	2018e
Gross Profit Margin		18.0	16.3	15.0	15.0	16.0	16.5
EBITDA Margin		14.9	12.9	12.2	13.6	14.4	15.0
EBIT Margin		13.6	11.5	9.8	10.0	11.1	11.9
EBT Margin		12.5	11.6	9.3	9.4	10.4	11.5
Net Profit Margin		8.7	8.7	7.0	7.0	7.8	8.6

Source: Haikui Seafood AG, BankM Research

**Cash Flow Statement**

Fiscal Year 31.12 (IFRS)	2013a	2014a	2015e	2016e	2017e	2018e	4y - CAGR 2014 - 2018
in € '000							
<b>Earnings before Taxes</b>	<b>14,655</b>	<b>14,089</b>	<b>11,882</b>	<b>12,514</b>	<b>15,039</b>	<b>17,836</b>	
+ Depreciation and amortization	1,637	1,660	3,058	4,839	4,850	4,870	
- income taxes paid	7,936	3,123	3,181	3,089	3,602	4,284	
<b>= Cash Earnings</b>	<b>8,356</b>	<b>12,626</b>	<b>11,759</b>	<b>14,264</b>	<b>16,286</b>	<b>18,423</b>	
<i>Growth rate (in %)</i>	-77.0	51.1	-6.9	21.3	14.2	13.1	9.9
- Chg. in net working capital	-1,764	-23,572	16,917	4,162	6,475	7,231	
+ finance expenses	14	11	86	1,301	1,244	1,188	
- finance income	182	190	-499	464	306	551	
+ Other non-cash item	1,422	-377	874	-115	0	-220	
<b>= Operating Cash Flow</b>	<b>11,374</b>	<b>35,642</b>	<b>-3,699</b>	<b>10,823</b>	<b>10,750</b>	<b>11,610</b>	
<i>Growth rate (in %)</i>	-55.5	213.4	-110.4	-392.6	-0.7	8.0	-24.5
- Capex	9,681	14,214	17,219	19,674	2,025	200	
+ Repayment of adv. for land use rights	0	9,895	0	0	0	0	
<b>= Free Cash Flow</b>	<b>1,693</b>	<b>31,323</b>	<b>-20,918</b>	<b>-8,851</b>	<b>8,725</b>	<b>11,410</b>	
<i>Growth rate (in %)</i>	-93.0	n.a.	n.a.	n.a.	n.a.	n.a.	-22.3
+ Other net items	-131	34	289	-952	-938	-858	
- Dividends (previous year)	0	0	0	0	939	1,128	
- Payout interest-free loan	0	0	0	0	0	0	
+ Increase in share capital (net)	0	0	0	0	0	0	
+ Bank loans	-233	3,778	14,136	-804	-804	-804	
<b>= Incr. in Cash (+)/Decr. in Cash (-)</b>	<b>1,329</b>	<b>35,135</b>	<b>-6,494</b>	<b>-10,607</b>	<b>6,044</b>	<b>8,620</b>	

Source: Haikui Seafood AG, BankM Research

PLEASE CONSIDER IMPORTANT INFORMATION, DISCLOSURES AND THE DISCLAIMER AT THE END OF THIS DOCUMENT!

## Balance sheet

Fiscal Year 31.12 (IFRS)	2013a	2014a	2015e	2016e	2017e	2018e
in € '000						
<b>Assets</b>						
<b>Total Fixed Assets</b>	<b>27,679</b>	<b>33,062</b>	<b>45,476</b>	<b>60,541</b>	<b>57,716</b>	<b>53,485</b>
Tangible assets	12,210	26,097	38,302	53,252	48,602	44,151
Intangible assets	11,279	3,685	5,114	5,114	5,114	5,114
<i>t/o Goodwill</i>	740	833	833	833	833	833
Deferred tax assets	226	346	0	0	0	0
Other non-current assets	3,964	2,934	2,060	2,175	4,000	4,220
<b>Total Current Assets</b>	<b>131,888</b>	<b>163,291</b>	<b>174,410</b>	<b>168,164</b>	<b>181,001</b>	<b>197,203</b>
Inventories	43,576	34,158	39,973	41,972	44,796	48,092
Accounts receivable	29,853	26,864	38,318	40,234	43,453	46,929
Total liquid funds	49,814	93,686	87,192	76,585	82,629	91,249
Other current assets	8,645	8,583	8,926	9,373	10,122	10,932
<b>Balance Sheet Total</b>	<b>159,567</b>	<b>196,353</b>	<b>219,886</b>	<b>228,706</b>	<b>238,718</b>	<b>250,688</b>
<b>Shareholder's Equity / Liabilities</b>						
<b>Shareholders Equity</b>	<b>155,398</b>	<b>186,565</b>	<b>195,477</b>	<b>204,862</b>	<b>215,203</b>	<b>227,452</b>
Subscribed capital	10,276	10,276	10,276	10,276	10,276	10,276
Share premium	2,164	5,595	5,595	5,595	5,595	5,595
Retained earnings and other reserves	142,958	170,694	179,606	188,991	199,332	211,581
<b>Total Liabilities</b>	<b>4,169</b>	<b>9,788</b>	<b>24,409</b>	<b>23,843</b>	<b>23,515</b>	<b>23,236</b>
<b>Long term liabilities</b>	<b>1,735</b>	<b>5,249</b>	<b>19,385</b>	<b>18,581</b>	<b>17,776</b>	<b>16,972</b>
Bank loans (interest bearing)	1,735	5,249	19,385	18,581	17,776	16,972
<b>ST Liab. &lt; 1 year</b>	<b>2,434</b>	<b>4,539</b>	<b>5,024</b>	<b>5,263</b>	<b>5,739</b>	<b>6,265</b>
Trade payables	15	596	1,184	1,244	1,327	1,425
Bank loans	271	305	305	305	305	305
Tax payables	464	953	743	782	940	1,115
Other current liabilities	1,684	2,685	2,792	2,932	3,167	3,420
<b>Balance Sheet Total</b>	<b>159,567</b>	<b>196,353</b>	<b>219,886</b>	<b>228,706</b>	<b>238,718</b>	<b>250,688</b>

Source: Haikui Seafood AG, BankM Research

## Balance Sheet Ratios

in % of Total Assets	2013a	2014a	2015e	2016e	2017e	2018e
Total Fixed Assets	17.3	16.8	20.7	26.5	24.2	21.3
Total Current Assets	82.7	83.2	79.3	73.5	75.8	78.7
Inventories	27.3	17.4	18.2	18.4	18.8	19.2
Trade receivables	18.7	13.7	17.4	17.6	18.2	18.7
Total liquid funds	31.2	47.7	39.7	33.5	34.6	36.4
Shareholders Equity	97.4	95.0	88.9	89.6	90.1	90.7
Long Term Liabilities	1.1	2.7	8.8	8.1	7.4	6.8
Short Term Liabilities	1.5	2.3	2.3	2.3	2.4	2.5
Total Liabilities	2.6	5.0	11.1	10.4	9.9	9.3

Source: Haikui Seafood AG, BankM Research

**Key Ratios**

	2013a	2014a	2015e	2016e	2017e	2018e
Return on Assets (in %)	6.5	5.9	4.3	4.2	4.8	5.5
Return on Equity (in %)	6.8	6.2	4.7	4.7	5.4	6.0
Gross Profit Margin (in %)	18.0	16.3	15.0	15.0	16.0	16.5
EBIT Margin (in %)	13.6	11.5	9.8	10.0	11.1	11.9
Net Profit Margin (in %)	8.7	8.7	7.0	7.0	7.8	8.6
Current Ratio	54.19	35.98	34.71	31.95	31.54	31.48
Quick Ratio	32.73	26.56	24.98	22.20	21.97	22.06
Equity Ratio	0.97	0.95	0.89	0.90	0.90	0.91
Gearing	0.03	0.05	0.12	0.12	0.11	0.10
Interest Coverage Ratio	8.52	49.53	145.15	10.26	12.84	15.55
Earnings per Share in €	1.00	1.03	0.87	0.91	1.10	1.30
Dividends per Share in €	0.00	0.00	0.00	0.09	0.11	0.13
Dividend Payout Ratio	0.00	0.00	0.00	0.10	0.10	0.10
FCF per Share in €	0.16	3.05	-2.04	-0.86	0.85	1.11
Book Value per Share in €	15.12	18.16	19.02	19.94	20.94	22.13
Days Sales Outstanding	114	85	94	107	106	106
Days in Inventory	154	140	125	132	131	130
Days in Payables	2	1	3	4	4	4
Cash Conversion Cycle	266	224	216	235	233	232
Total Asset Turnover	0.74	0.62	0.58	0.58	0.60	0.62
Working Capital to Sales	0.70	0.57	0.69	0.69	0.68	0.68
CAPEX to Sales	0.08	0.12	0.14	0.15	0.01	0.00
Depreciation/Sales	0.01	0.01	0.02	0.04	0.03	0.03
Tax Rate (in %)	30.2	25.0	25.0	25.0	25.0	25.0
Number of Employees	1,722	1,568	1,600	1,650	1,700	1,700
Sales/Employee in € '000	68.31	77.23	79.47	80.91	84.81	91.60
Net Profit/Employee in € '000	5.94	6.74	5.57	5.69	6.63	7.87

Source: Haikui Seafood AG, BankM Research

PLEASE CONSIDER IMPORTANT INFORMATION, DISCLOSURES AND THE DISCLAIMER AT THE END OF THIS DOCUMENT!

## Important information, disclosures and disclaimer

### A. Important information

Equity investments generally involve high risks. Investors may lose some or all of the money invested. Potential investors should take into account that share prices may fall and rise and that income from an investment may fluctuate considerably. Past performance is no guarantee for future results. Investors make their decisions at their own risk.

### B. Disclosures according to Section 34b of the German Securities Trading Act (WpHG) and the Ordinance on the Analysis of Financial Instruments (FinAnV):

I. Information about author, company held accountable, regulatory authority:

**Responsible for the content of this document: biw Bank für Investments und Wertpapiere AG (biw AG), Willich, Germany.**

**Authors: David Szabadvari, CIIA, CEFA; and Dr. Roger Becker, CEFA, Analysts.**

Regulatory authority for biw AG is the Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin), Graurheindorfer Straße 108, 53117 Bonn, Germany and Lurgiallee 12, 60439 Frankfurt am Main, Germany.

Issuer of the analysed instruments is Haikui Seafood AG.

#### Notice according to sec. 4 §. 4 N° 4 FinAnV (previous publications regarding the issuer within the last 12 months):

Analysts	Date	Evaluation result	Fair value
Dr. Roger Becker, David Szabadvari	May 23, 2014	Buy	€ 16.50
David Szabadvari, Dr. Roger Becker	August 26, 2014	Buy	€ 17.23
Dr. Roger Becker, David Szabadvari	November 12, 2014	n.a.	n.a.
Dr. Roger Becker, David Szabadvari	December 02, 2014	n.a.	n.a.
David Szabadvari, Dr. Roger Becker	April 28, 2015	n.a.	n.a.

### II. Additional Information:

#### 1. Sources of information:

Main sources of information for the compilation of this document are publications in national and international media and information services (e.g. Reuters, VWD, Bloomberg, dpa-AFX, ACMR-IBIS World and others), financial newspapers and magazines (e.g. Börsenzeitung, Handelsblatt, Frankfurter Allgemeine Zeitung, Economist and others), specialist media, published statistics, rating agencies as well as publications by peer group companies and the company itself. Furthermore talks with the management of the issuer have been held. This document was made available to the issuer before publication to ensure the accuracy of the information provided. This resulted in no textual changes.

#### 2. Summary of the valuation principles and methods used to prepare this document:

BankM – Repräsentanz der biw Bank für Investments und Wertpapiere AG (BankM) uses a 3-tier absolute rating model. The ratings are the evaluation results and refer to a fair value pricing reflecting a time-horizon of up to 12 months.

**BUY:** The calculated fair value of the company's stock is at least 15 % higher than the current market price at the time of the compilation of this document.

**NEUTRAL:** The calculated fair value of the company's stock lies between -15% and +15 % of the current market price at the time of the compilation of this document.

**SELL:** The calculated fair value of the company's stock is at least 15 % lower than the current market price at the time of the compilation of this document.

The following valuation methods are being used: Multiple-based models (Price/Earnings, Price/Cash-flow, Price/Book value, EV/Sales, EV/EBIT, EV/EBITA, EV/EBITDA), peer-group comparisons, historical valuation approaches, discount models (DCF, DDM), break-up value and sum-of-the-parts-approaches, asset-based evaluation methods or a combination of the above. The used valuation models depend on macroeconomic factors, such as interest rates, exchange rates, raw materials and on basic assumptions about the economy. Additionally, market sentiment affects the valuation of companies. The valuation is also based on expectations that might change rapidly and without notice, depending on developments specific to individual industries. Rendered evaluation results and fair values derived from the models might therefore change respectively. The evaluation results in general relate to a 12-month horizon. However, evaluation results are subject to changing market conditions and represent only the situation at a given point of time. The evaluation results and fair value prices may in fact be achieved more quickly or slowly than expected by the analysts. Also, the evaluation results and fair value prices might need to be revised upward or downward.

#### 3. Date of first publication of this document:

June 8, 2015

#### 4. Date and time of prices of the instruments quoted in this document:

Closing prices of June 5, 2015

#### 5. Updates:

**A specific date or time for an update of this document has not been set. The information given in this document reflects the author's judgement on the date of this publication and is subject to change without notice; it may be incomplete or condensed and it may not contain all material information concerning the company covered. It is in the sole responsibility of BankM to decide on a potential update of this document.**

### III. Disclosures about potential conflicts of interest:

**1. BankM's business model is based on economic relationships with issuers and equity transactions to be performed relating to the issuer's stock. BankM has entered into an agreement about the preparation of this document with the issuer that is, or whose financial instruments are, the subject of this document.**

**BankM (incl. subsidiaries and affiliates), the authors of this document as well as other persons that were involved in the compilation of this document or affiliated parties:**

- do not have a major shareholding (shareholding exceeding 5%) of the share capital of the issuers
- have not, within the past twelve months, participated in leading a consortium for the issue via public offer of the financial instruments that are, or whose issuers are, the subject of this document,
- have not, within the past twelve months, been party to an agreement on the provision of investment banking services with the issuer, that is, or whose financial instruments are, subject of this document and have not received or will not receive a compensation under the terms of this agreement during the same period,
- have no other significant economic interests relating to the issuer that is, or whose financial instruments are, the subject of this analysis.

**2. In the function as a designated sponsor, BankM manages the financial instruments that are, or whose issuers are, the subject of the financial analysis on a market by placing buy or sell orders and will regularly hold a trading stock or long or short positions in the issuer's stock.**

3. BankM's internal organisation is aligned with the prevention of conflict of interests in producing and distributing research reports. Possible conflicts of interests will be treated adequately. In particular, physical and non-physical boundaries were installed to keep analysts from gaining access to information that possibly could constitute a conflict of interest for the bank. Insiders' dealings according to sec. 14 WpHG categorically are prohibited. All staff members of biw AG and BankM that have access to inside information categorically have to disclose all dealings in financial instruments to the internal compliance department. The compliance of legal requirements and supervisory regulations is subject to continuous supervision and control of the compliance department of biw AG. In this regard, the right to restrict employees' dealings in financial instruments is reserved.

4. The remuneration of the analysts mentioned above is not dependent on any investment banking transactions of BankM or its affiliates. The analysts that compiled this document did not receive or acquire shares in the issuer that is, or whose financial instruments are, the subject of this document at any time. The analysts mentioned above hereby certify that all of the views expressed accurately reflect their personal views about the issuer and that no part of their compensation was, is or will be, directly or indirectly, related to the specific evaluation result or views expressed by the analyst in this document.

**5. Updated information according to sec. 5 para. 4 N<sup>o</sup>. 3 FinAnV is available at: [http://www.bankm.de/webdyn/138\\_cs\\_Gesetzliche+Angaben.html](http://www.bankm.de/webdyn/138_cs_Gesetzliche+Angaben.html).**

#### **C. Disclaimer:**

This document was compiled by BankM solely for informational purposes and for the personal use by persons in Germany that are interested in the company and who purchase or sell transferable securities for their own account or the account of others in the context of their trade, profession or occupation. This document neither constitutes a contract nor any kind of obligation.

This document and its content, in whole or in part, may not be reproduced, distributed, published or passed on to any other person without the prior written consent of BankM.

This publication is for distribution in or from the United Kingdom only with the prior written consent of BankM and only to persons who are authorised persons or exempted persons within the meaning of the Financial Services and Markets Act 2000 of the United Kingdom or any order made there under or to investment professionals as defined in Section 19(5) of the Financial Services and Markets Act 2000 (financial promotion) order 2005 (the order) respectively in the version as amended from time to time and is not intended to be distributed or passed on, directly or indirectly, to any other class of persons.

Neither this document nor any copy of it may be taken or transmitted into the United States of America, Canada, Japan or Australia or distributed, directly or indirectly, in the United States of America, Canada, Japan or Australia or to any resident thereof.

The distribution of this document in other jurisdictions may be restricted by law, and persons who are in possession of this document have to inform themselves about any such restrictions and observe any such restrictions.

This document is not intended to be an offer, or the solicitation of any offer to buy or sell the securities referred to herein. This document is intended to provide information to assist institutional investors in making their own investment decisions, not to provide investment advice to any specific investor. Potential investors should seek professional and individual advice before making their investment decisions. Investment decisions must not be based on this document.

The information within this document has been obtained from sources believed by BankM to be reliable, but BankM does not examine the information to be accurate and complete, nor guarantees its accuracy and completeness. Although due care has been taken in compiling this document, it cannot be excluded that the information given is incomplete or the document contains errors. The liability of BankM shall be restricted to gross negligence and wilful misconduct. All opinions expressed in this document are those of BankM respectively the authors and subject to change without notice. Possible errors or incompleteness of this document may be corrected by BankM and do not constitute grounds for liability, neither with regard to indirect nor to direct or consequential damages. Only in case of failure in essential tasks, BankM is liable for simple negligence. In addition BankM does not accept any liability or responsibility for any loss arising from any use of this publication or its contents or otherwise arising in connection herewith. In any case, the liability of BankM is limited to typical, foreseeable damages and the liability for any indirect damages is excluded.

By accepting this document, the reader/user of this document agrees to be bound by all of the foregoing provisions and this disclaimer. Moreover, the user agrees not to distribute this document to unauthorized persons. The user of this document shall indemnify BankM for any damages, claims, losses, and detriments resulting from or in connection with the unauthorized use of this document.

This document is subject to the laws of the Federal Republic of Germany. Place of jurisdiction is Frankfurt am Main, Germany.

Should certain specifications of this disclaimer not be legally binding or become legally non-binding, this will have no impact on the legally binding character of this disclaimer and its other legal specifications.

**This document is not intended for use by persons resident in any jurisdiction that regulates access to such documents by applicable laws. Investment decisions must not be based on any statement in this document. Persons in possession of this document should inform themselves about possible legal restrictions and observe them accordingly. In case of uncertainty persons should not access and/or consider the content of this document in any decisions. This document is not intended for use by persons that are classified as US-persons under the United States Securities Act.**

© 2015 BankM - Repräsentanz der biw Bank für Investments und Wertpapiere AG, Mainzer Landstraße 61, D-60329 Frankfurt.

biw Bank für Investments und Wertpapiere AG, Hausbroicher-Straße 222, D-47877 Willich. All rights reserved.

PLEASE CONSIDER IMPORTANT INFORMATION, DISCLOSURES AND THE DISCLAIMER AT THE END OF THIS DOCUMENT!