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# COMPANY NOTE | EQUITY RESEARCH | August 10, 2016

# Healthcare: Biotechnology

# Evotec AG | EVT.GR - €4.26 - FSE | Buy

### **Company Update**

Stock Data											
52-Week Low - High €2.86 - €4.31   Shares Out. (mil) 132.80   Mkt. Cap.(mil) €565.5   3-Mo. Avg. Vol. 538,651   12-Mo.Price Target €5.50   Cash (mil) €118.3   Tot. Debt (mil) €18.2   Est. 3Yr. EPS Growth 27%											
EPS €											
Yr Dec	c —2015— —2016E— —2017E—										
		Curr	Prev	Curr	Prev						
1Q	(0.01)A	(0.01)A	(0.01)A	-	-						
2Q	0.11A	0.03A	0.00 E	-	-						
3Q	(0.02)A	(0.01)E	0.00 E	-	-						
4Q	0.04A	(0.01)E	(0.01)E	-	-						
YEAR	0.13A	0.01E	(0.02)E	0.14E	0.12E						
P/E	0.0x	0.0x	NM	0.0x	0.0x						
Revenue	(€ millions)										
Yr Dec	—2015—										
		Curr	Prev	Curr	Prev						
1Q	21.5A	37.5A	37.5A	-	-						
2Q	33.4A	38.0A	35.5E	-	-						
3Q	33.2A	38.5E	38.5E	-	-						
4Q	39.5A	40.0E	40.0E	-	-						
YEAR	127.7A	154.0E	151.5E	172.4E	169.7E						
2.5 -	EVT.GR One-Year Price and Volume History										
2.0					4.50						
1.0											
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Vol (m)	Sep-15 Oct-15 Nov-15	Dec-15 Jan-16 Feb-16	Mar-16 Apr-16	Jun-16 Jul-16	Price						
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# EVT.GR: Strong Quarter; 2016 Profitability Guidance Increased

Evotec posted a strong quarter, with EPS of €0.03 vs. our €0.00 estimate and consensus of €0.01. Revenues of €38.0M were ahead of our €35.5M estimate and just behind consensus of €38.7M. Mgt lifted its 2016 Adjusted Group EBITDA guidance from "positive and significantly improved compared to prior year" to "more than double" 2015's €8.7M. Guidance on CapEx (<€10M), R&D (~€20M), liquidity (flat YoY, €134.5M) and Group revenues (>15% YoY) remain unchanged and in line with our estimates.

# Evotec's core, drug discovery services unit "EVT Execute" showed continued strength in 1H'16.

Excluding the ~ €42M in fixed annual revenues from the March 29, 2015 Sanofi agreement, we estimate Evotec's revenues were up ~22% vs. 1H'15. While some portion of these revenues are from the EVT Innovate (partnered pipeline) business, the vast majority stems from the reinvigorated growth of the capital markets into global drug discovery efforts. It appears investments the company made in its business development efforts, especially in the U.S., as well as the continued turn-over of experienced R&D personnel, has benefited Evotec and its team of scientists. Evotec's headcount reached 1,017 at midyear. Examples of milestones reached in 1H'16 include:

- Pre-clinical milestones reached with Bayer (see our August 5 note; endometriosis), Boehringer Ingelheim (>20 milestones since '04 and 2<sup>nd</sup> in past year) and Padlock collaborations (autoimmune disorders; acquired by Bristol-Myers for ≤\$600M).
- Collaboration extensions with Genentech (small molecules) and Janssen Pharmaceutica (proteomics in 10<sup>th</sup> year, plus TargetAD in Alzheimer's)
- Multi-year compound management agreement with Pierre Fabre (compound management facility in Toulouse)
- Antibiotic Research UK's first research contract awarded to Evotec
- Development of DNA synthesis, Trianni Mouse genomic modification technology and antibody discovery platform with the next-generation gene editing technology and CRISPR/Cas9 licenses.
- Antibiotic discovery alliance with ANTRUK.

#### EVT Innovate continues to gain prominence:

Evotec continues to leverage its established "academic bridge", including its Cure X/Target X alliances.

(Continued on page 2)

- The development and spinout of its internally developed and partnered company Topas Therapeutics • GmbH on March 22nd is an example of types of visible programs we should be seeing from Evotec over the next several years. We believe this type of company formation is one way the company can leverage its efforts and for investors to value its partnered programs.
- The clinical studies for EVT201 (insomnia, Phase 2) and EVT401 (immunology an inflammation, Phase 1) in China are recruiting according to plan.
- Evotec reported that its partnered pre-clinical oncology projects with Sanofi (EVT801, acquired via • Toulouse transaction five quarters ago) are progressing well towards clinical initiation in 2017.

## VALUATION

We reiterate our Buy rating and price target of €5.50. Our PT is derived from our 2018 to 2020 EPS estimates, discounted by 15% to account for Evotec's steady operations and apply a 25X PE multiple to account for the high rate of growth during these forecasted years. We include our YE17 net cash estimate of €0.86/share, plus €1.48/share for the rNPV of Evotec's pipeline. Factors that may impede shares of EVT.GR from achieving our price target include currency and trading risks, as well as execution risks that may be related to the integration of the Sanofi employees.

## RISKS

**Drug discovery and research risks:** While Evotec AG is an experienced drug discovery company there is no assurance that the company can and will be able to continue to provide research services that outside parties will agree to, and pay for. We cannot define the explicit value that investors are attributing to Evotec's more stable, research services business versus the potential of its pipeline. If the expected value of Evotec's future revenue and profitability potential falls, investors should expect the value of their holdings could decline.

**Currency and trading risks:** Geographically, 57% of Evotec's 2015 revenues were generated with customers in Europe and 42% in the US. Because Evotec offers its services to worldwide customers there are currency risks to all investors and as such, investors may experience detrimental currency changes which may cause the value of their holdings to decline.

**Partnering risks:** Because Evotec AG's operating model relies on the initiation and continuation of partnerships with outside parties in mixed and fluctuating degrees of research efforts, Evotec and its shareholders are reliant upon the continued "best efforts" of outside parties. These parties may change their previous intentions towards the development agreements with Evotec and/or may fail in the quality and timeliness of their own execution efforts that may be detrimental to Evotec shareholders.

## **COMPANY DESCRIPTION**

Evotec AG is a drug discovery company headquartered in Hamburg, Germany with operations and customers worldwide. The company is strategically focused on the discovery of novel drugs and drug targets. By design, Evotec is on the cutting edge of discovering the tools, targets and etiologies of undertreated diseases. As a result, Evotec's unique expertise in drug discovery produces scientific methods that are valued by pharmaceutical and biotechnology companies worldwide. Strategically, this 22-year-old company evolves with the biotechnology and drug discovery industries. While continuing to operate a profitable drug discovery services business, in the late 2000s the company began a strategic effort to retain an interest in the clinical assets that it had primarily discovered. These cores competencies are not mutually exclusive as Evotec executes similar services in its core "services business" called EVT Execute as it does in developing clinical assets that the company retains ownership of, called EVT Innovate. This overlap contributes to the high net margins (~30%) on its EVT Execute segment yet provides the company an increased opportunity to develop assets to be funded and developed by outside partners.

Evotec AG Income Statement, in € (000)																	Micha ior Researd OTH Capita <u>mhiggins@</u>	l Partners
						Actual									Projected			
Fiscal Period:	2011	2012	2013	2014	Q115	Q215	Q315	Q415	2015	Q116	Q216	Q316	Q416	2016	2017	2018	2019	2020
Total Revenue Rev excl Sanofi Cost of revenue	80,128 (45,143)	87,265 (56,242)	<b>85,938</b> (54,716)	89,496 (60,118)	<b>21,542</b> 21,542 (14,919)	<b>33,416</b> 23,003 (24,273)	<b>33,240</b> 22,827 (22,837)	<b>39,479</b> 29,066 (27,661)	127,677 96,438 (89,690)	<b>37,479</b> (25,008)	37,975 (24,442)	<b>38,507</b> (25,800)	<b>39,988</b> (26,792)	153,950 (102,042)	172,424 (111,213)	191,046 (121,868)	<b>209,615</b> (132,196)	<b>229,990</b> (143,346)
Gross Profit	34,985	31,023	31,222	29,378	6,623	9,143	10,403	11,818	37,987	12,471	13,533	12,707	13,196	51,908	61,210	69,178	77,420	86,644
Operating income and (expenses)																		
Research & development Selling, general & administrative	(8,437) (15,760)	(8,340) (16,301)	(9,664) (16,597)	(12,404) (17,990)	(3,834) (5,118)	(4,672) (7,268)	(4,995) (6,661)	(4,842) (6,119)	(18,343) (25,166)	(4,386) (5,367)	(4,647) (6,390)	(5,384) (8,397)	(5,833) (9,097)	(20,250) (29,250)	(20,691) (27,588)	(22,925) (29,956)	(25,154) (32,210)	(27,599) (34,634)
Other operating (expenses) Amortization of intangible rights Impairment of intangible assets	(5,581) <i>(1,703)</i> <i>(2,058)</i>	(9,584) <i>(2,768)</i> <i>(3,505)</i>	(26,312) <i>(3,222)</i> <i>(22,023)</i>	(5,365) <i>(2,462)</i> <i>(14,967)</i>	(971) <i>(587)</i> 0	19,019 <i>(877)</i> <i>(69)</i>	616 (709) 0	(1,502) <i>(687)</i> <i>(7,173)</i>	17,162 (2,860) (7,242)	26 0 (1,417)	3,149 0 0	634 (730) 0	1,278 (708) 0	5,087 (1,438) (1,417)	7,155 (1,582) 0	7,870 (1,740) 0	8,657 (1,914) 0	9,523 (2,105) 0
Income from bargain purchase Other operating income Other operating expenses	0 1,426 (4,747)	0 2,202 (5,513)	0 4,410 (1,980)	0 15,352 <mark>(9,732)</mark>	0 1,258 (1,642)	18,476 3,224 <mark>(1,735)</mark>	0 3,486 <mark>(2,161)</mark>	2,938 6,385 <mark>(2,965)</mark>	21,414 14,353 (8,503)	0 4,403 (2,960)	0 6,692 (3,543)	0 3,591 <mark>(2,226)</mark>	0 4,895 <mark>(2,910)</mark>	0 19,581 <mark>(11,638)</mark>	0 21,539 (12,802)	0 23,693 (14,083)	0 26,062 (15,491)	0 28,668 (17,040)
Total operating expenses	(29,778)	(34,225)	(52,573)	(35,759)	(9,923)	7,079	(11,040)	(12,463)	(26,347)	(9,727)	(7,888)	(13,147)	(13,651)	(44,413)	(41,124)	(45,011)	(48,707)	(52,710)
Operating income	5,207	(3,202)	(21,351)	(6,381)	(3,300)	16,222	(637)	(645)	11,640	2,744	5,645	(439)	(455)	7,495	20,087	24,167	28,713	33,934
Other non-operating income (expenses)	413	655	261	469	178		120	153	533	227	270	124	158	778	794	810	826	842
Interest income Interest expense	(1,858)	(1,859)	(1,870)	469 (1,621)	(406)	82 (340)	(458)	(522)	(1,726)	(434)	(430)	(472)	(538)	(1,873)	(1,911)	(1,949)	826 (1,988)	(2,028)
Loss from equity investments	(1,000)	(1,000)	0	(1,021)	(400)	(6)	(10)	2,060	2,044	(2,128)	1,393	(472)	(000)	(735)	(1,511)	(1,545)	(1,000)	(2,020)
Other expense from long-term investments	0	0	0	0	0	0	0	(72)	(72)	(53)	0	0	0	(53)	0	0	0	0
Other income from financial assets	0	406	26	79	(7)	0	0	7	0	0	287	0	0	287	0	0	0	0
Other expense from financial assets Foreign currency exchange gain (loss), net	<mark>(77)</mark> 1,360	0 (1.185)	(174) (556)	0 2,266	0 2,031	(3) (488)	0 (334)	<mark>(12)</mark> 659	<mark>(15)</mark> 1,868	(1) (2.074)	<mark>(156)</mark> 1,451	0	0	(157) (623)	0	0	0	0
Other non-operating income	211	(1,185)	(556)	2,200	2,031	(400)	(334) 88	150	383	(2,074)	6	0	0	(023)	0	0	0	0
Other non-operating expense	0	0	0	(107)	0	0	0	(120)	(120)	0	0	0	0	0	0	0	0	0
Total non-operating income (expense)	49	(1,812)	(2,297)	1,222	1,932	(746)	(594)	259	851	(2,335)	1,233	(348)	(380)	(1,830)	(1,117)	(1,139)	(1,162)	(1,185)
Income before taxes	5,256	(5,014)	(23,648)	(5,159)	(1,368)	15,476	(1,231)	(386)	12,491	409	6,878	(787)	(835)	5,664	18,970	23,027	27,551	32,748
Current tax income (expense)	(1,153)	(793)	(299)	(1,858)	213	(989)	0	(1,865)	(2,641)	0	(2,911)	0	0	(2,911)	0	0	0	0
Deferred tax income (expense) Total tax gain (expenses)	<i>2,548</i> 1,395	<i>8,285</i> 7,492	(1,486) (1,785)	39 (1,819)	83 296	140 (849)	<i>0</i> (1,655)	6,443 6,233	6,666 4,025	0 (1,581)	(74) (2,985)	<i>0</i> 0	0	(74) (4,566)	0	0	0	0 0
Net Income (loss)	6,651	7,492 <b>2,478</b>	(1,785) (25,433)	(1,819) (6,978)	296 (1,072)	(849)	(1,655) (2,886)	6,233 <b>5,847</b>	4,025 16,516	(1,581) (1,172)	(2,985)	(787)	(835)	(4,566)	18,970	23,027	27,551	32,748
	116.022	117,296	· · · ·	131,291	131,451	131,489	131,545	· · · ·	131,679	132,334	132,427		• • •	131,968	132,307	132.645	132,984	133,323
Average basic & diluted shares (000) Net Income (loss) per share (basic)	€ 0.06	€ 0.02	121,215 (€ 0.21)	(€ 0.05)	(€ 0.01)	€ 0.11	(€ 0.02)	132,230 <b>€ 0.04</b>	€ 0.13	(€ 0.01)	132,427 € 0.03	132,491 <b>(€ 0.01)</b>	132,554 (€ 0.01)	€ 0.01	132,307 € 0.14	132,645 € 0.17	132,984 <b>€ 0.21</b>	€ 0.25
Net Income (loss) per share (diluted)	€ 0.06	€ 0.02	(€ 0.21)	(€ 0.05)	(€ 0.01)	€ 0.11	(€ 0.02)	€ 0.04	€ 0.13	(€ 0.01)	€ 0.03	(€ 0.01)	(€ 0.01)	€ 0.01	€ 0.14	€ 0.17	€ 0.21	€ 0.25

Sources: Company financial reports and ROTH Capital Partners

**Evotec AG** Balance Sheet, in € (000)

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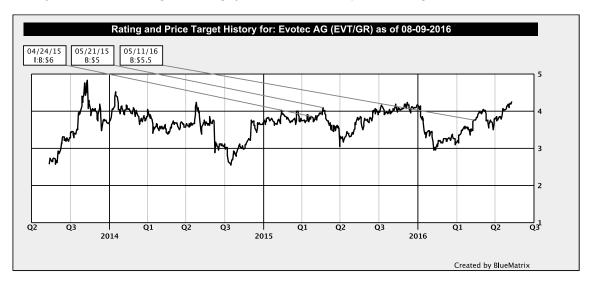
						Actual									Projected			,
Fiscal Period:	2011	2012	2013	2014	Q115	Q215	Q315	Q415	2015	Q116	Q216	Q316	Q416	2016	2017	2018	2019	2020
ASSETS	-			-											-			
Current assets:																		
Cash and cash equivalents	17.777	39,065	45,644	48,710	49,284	59,060	49,359	44,497	44,497	49,153	57,912	57,125	56,289	56,289	75,259	98,286	125,837	158,585
Investments	44,651	25.094	50,499	40,112	46,490	81,816	89,463	89,443	89,443	73,329	60,419	60,479	60,540	60,540	60,782	61.025	61,269	61,514
Trade accounts receivables	10,393	15,053	17,777	25,259	13,804	18,985	17,527	20,933	20,933	19,013	23,392	23,626	23,862	23,862	24,339	24,826	25,323	25,829
Receivables from associated companies	0	0	0	0	0	9	23	136	136	126	0	0	0	0	0	,0_0	0	0
Inventories	3.556	2.445	2.358	3.111	3.772	3.255	3.689	3.133	3.133	3.701	3.978	4.018	4.058	4.058	4.139	4.222	4.306	4.392
Current tax receivables	201	480	433	887	1,535	2.243	2.266	1,121	1,121	1.067	1,699	1,716	1,733	1,733	1.768	1,803	1.839	1,876
Other current financial assets	1,355	1.478	1,995	1,094	1,908	1.137	839	1,018	1,018	2.175	1,393	1,407	1,421	1.421	1,449	1,478	1,508	1,538
Prepaid expenses and other current assets	,	4,489	3,820	6,127	7,049	7,694	8,173	6,659	6,659	10,212	6,064	6,125	6,186	6,186	6,310	6,436	6,565	6,696
Total current assets	83,333	88,104	122,526	125,300	123,842	174,199	171,339	166,940	166,940	158,776	154,858	154,495	154.089	154,089	174,046	198,077	226,647	260,431
Non-current assets:	,				,	,	,	,	,	, í	,		,		,			,
Long-term investments	10	10	10	13	5	0	0	0	0	0	0	0	0	0	0	0	0	0
Investments accounted via equity method	0	0	0	0	0	0	0	0	Ő	0	1.692	0	0	Ŭ	0	0	0	0
Property, plant and equipment	24,946	27.181	24,239	24,045	25,816	38,241	36,901	38,334	38,334	36,360	36,972	37,342	37,715	37,715	38,469	39,239	40,024	40,824
Intangible assets, excluding goodwill	67.652	63.266	39.826	30,210	30,968	31.836	30.940	25.154	25.154	22.209	21,785	22,003	22,223	22,223	22.667	23.121	23.583	24.055
Goodwill	42,202	42,342	40,136	44,815	47,192	46,271	45,221	45,648	45,648	44,008	43,426	43,860	44,299	44,299	45,185	46,089	47,010	47,951
Deferred tax asset	42,202	2,815	40,150	44,013 0	47,132	40,271	45,221	8,812	8,812	8.680	8.548	8.633	8,720	8,720	8.894	9,072	9.254	9,439
Non-current tax receivables	0	2,015	0	0	0	0	0	2,068	2,068	2,348	1,997	2,017	2,037	2,037	2,078	2,119	2,162	2,205
Other non-current financial assets	70	75	77	78	78	78	78	2,000	2,000	2,340	80	2,017	2,037	2,037	2,070	2,113	87	2,203
Other non-current assets	70	1.634	566	139	96	52	10	1.502	1.502	2.502	2.502	2.527	2.552	2.552	2.603	2.655	2.709	2.763
Total non-current assets	134.880	137.323	104.854	99,300	104.155	116.478	113.150	121.598	121,598	116.187	117.002	116,463	117.628	117.628	119.980	122,000	124,827	127,324
Total assets	218.213	225,427	227,380	224,600	227,997	290.677	284,489	288,538	288,538	274,963	271,860	270,959	271,717	271,717	294,027	320,457	351,474	387,755
LIABILITIES	,		,	,	,	,		,	,		,	,	,	,			•••,	
Current Liabilities																		
Current loan liabilities	13,174	13,223	17,222	13,363	13,512	13,886	14.031	14,213	14,213	14,345	10,316	10,419	10,523	10,523	10,734	10,948	11,167	11,391
Trade accounts payable	10,134	6,363	6,653	9,450	6,822	12,203	9,341	12,171	12,171	10,631	10,310	10,410	10,523	10,523	10,734	10,940	11,211	11,435
Advanced payments received	782	232	232	542	284	475	1,172	97	97	650	667	674	680	680	694	708	722	736
Provisions	11,045	6,914	5,788	3,694	4,618	13,982	15,383	16,694	16,694	6.055	7,424	7,498	7,573	7,573	7,725	7,879	8.037	8,197
Deferred revenues	5.875	5.548	6,051	2,806	2.439	23,980	18,327	8,763	8,763	7.283	8,527	8.612	8,698	8,698	8.872	9.050	9,231	9,415
Current income tax payables	492	502	741	1,046	2,439	23,980	1,038	232	232	246	460	465	469	469	479	488	498	508
Other current financial liabilities	1,147	234	342	1,384	998	197	320	633	633	1.263	1,655	1,672	1,688	1,688	1,722	1,756	1,792	1,827
Other current liabilities	1,147	234 865	1.919	783	1.294	1.392	2.787	3.597	3.597	8.659	5.606	5.662	5.719	5.719	5.833	5.950	6.069	6.190
Total current liabilities	42,833	33,882	38,953	33,068	<b>30,817</b>	66,372	62,399	3,597 56,400	3,597 56,400	49,132	5,606 45,011	5,662 45,461	45,916	45,916	5,833 46,834	5,950 47,771	48,726	49,701
	42,033	33,002	30,955	33,000	30,017	00,372	02,399	50,400	50,400	49,132	45,011	45,401	45,910	45,910	40,034	47,771	40,720	49,701
Non-current liabilties																		
Non-current loan liabilties	2,359	4,178	0	8,186	8,719	8,676	8,900	8,730	8,730	8,278	7,881	7,960	8,039	8,039	8,200	8,364	8,531	8,702
Deferred tax liabilities	9,904	2,099	1,245	1,583	1,643	1,963	1,719	1,538	1,538	1,377	1,257	1,270	1,282	1,282	1,308	1,334	1,361	1,388
Provisions	14,618	18,817	18,586	17,957	18,900	29,620	27,734	27,342	27,342	27,516	26,624	26,890	27,159	27,159	27,702	28,256	28,821	29,398
Deferred revenues	9	12,516	8,382	4,344	3,550	2,496	5,390	6,509	6,509	5,099	3,748	3,785	3,823	3,823	3,900	3,978	4,057	4,139
Other non-current financial liabilities	1,244	1,388	1,233	1,079	1,041	1,002	964	925	925	886	874	883	892	892	909	928	946	965
Total non-current liabilities	28,135	38,998	29,460	33,149	33,853	43,757	44,707	45,044	45,044	43,156	40,384	40,788	41,196	41,196	42,020	42,860	43,717	44,592
STOCKHOLDERS EQUITY																		
Share capital	118,316	118,547	131,460	131,711	131,735	131,783	132,364	132,584	132,584	132,587	132,798	134,126	135,467	135,467	136,662	137,868	139,084	140,311
Additional paid-in capital	663,820	665,918	686,767	688,669	689,082	691,042	,	693,740	693,740	694,358	695,795	0	0	0	0	0	0	0
Accumulated other comprehensive income	(25,995)	(25,501)	(27,410)	(23,169)	(17,590)	(17,004)	(19,376)	(18,510)	(18,510)	(22,378)	(24,129)	(24,370)	(24,614)	(24,614)	(25,106)	(25,608)	(26,121)	(26,643)
Accumulated deficit			(631,850)		(639, 900)		(628,159)		(622,312)	(623,073)	(619,006)	(619,793)	(620,629)	(621,214)			(551,666)	
Equity attributable to shareholders	147,245	152,547	158,967	158,383	163,327	180,548	177,383	185,502	185,502	181,494	185,458	(510,038)	(509,775)	(509,775)	(490,688)	(466,957)		
Non-controlling interest	0	0	0	0	0	0	0	1,592	1,592	1,181	1,007	694,747	694,381	694,381	695,861	696,783	697,734	698,713
Total Stockholders' equity	147,245	152,547	158,967	158,383	163,327	180,548	177,383	187,094	187,094	182,675	186,465	184,710	184,606	184,606	205,173	229,826	259,031	293,463
Total liabilities and stockholders' equity	218,213	225,427	227,380	224,600	227,997	290,677	284,489	288,538	288,538	274,963	271,860	270,959	271,717	271,717	294,027	320,457	351,474	387,755
Sources: Company financial reports and ROTH Capital Partn	ers				1				1	1				1	1			
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Regulation Analyst Certification ("Reg AC"): The research analyst primarily responsible for the content of this report certifies the following under Reg AC: I hereby certify that all views expressed in this report accurately reflect my personal views about the subject company or companies and its or their securities. I also certify that no part of my compensation was, is or will be, directly or indirectly, related to the specific recommendations or views expressed in this report.

#### **Disclosures:**

On September 28, 2010, ROTH changed its rating system in order to replace the Hold rating with Neutral. On May 26, 2011, ROTH changed its rating system in order to incorporate coverage that is Under Review.



Each box on the Rating and Price Target History chart above represents a date on which an analyst made a change to a rating or price target, except for the first box, which may only represent the first note written during the past three years. **Distribution Ratings/IB Services** shows the number of companies in each rating category from which Roth or an affiliate received compensation for investment banking services in the past 12 month.

#### **Distribution of IB Services Firmwide**

			IB Serv./Past 12 Mos. as of 08/10/16				
Rating	Count	Percent	Count	Percent			
Buy [B]	225	73.05	129	57.33			
Neutral [N]	48	15.58	24	50.00			
Sell [S]	4	1.30	2	50.00			
Under Review [UR]	30	9.74	18	60.00			

Our rating system attempts to incorporate industry, company and/or overall market risk and volatility. Consequently, at any given point in time, our investment rating on a stock and its implied price movement may not correspond to the stated 12-month price target.

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**Buy:** A rating, which at the time it is instituted and or reiterated, that indicates an expectation of a total return of at least 10% over the next 12 months.

**Neutral:** A rating, which at the time it is instituted and or reiterated, that indicates an expectation of a total return between negative 10% and 10% over the next 12 months.

**Sell:** A rating, which at the time it is instituted and or reiterated, that indicates an expectation that the price will depreciate by more than 10% over the next 12 months.

**Under Review [UR]:** A rating, which at the time it is instituted and or reiterated, indicates the temporary removal of the prior rating, price target and estimates for the security. Prior rating, price target and estimates should no longer be relied upon for UR-rated securities.

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