

# ThorpeGlen Limited completes MBO of spin-off

**ThorpeGlen Limited has been successful in its bid to purchase the Advanced Communications Monitoring business from Azure Solutions, previously a spin-off company from BT Labs, for an undisclosed sum.**

The purchase, an MBO supported by CREATE Partners Limited as the lead investor and facilitated and managed by European American Capital Limited, has taken just four months to come to fruition and has done so in the face of some stiff competition. This successful bid now ensures ThorpeGlen's position amongst the world's leading providers of electronic surveillance solutions.

These advanced systems can acquire, enhance, monitor and analyse massive amounts of data. This level of data and pattern detection is critical to be able to predict activity that may indicate preparation for major criminal events, including terrorism acts and high tech financial frauds.

"Our predictive intelligence capability, developed over many years with BT and Azure gives ThorpeGlen its unique and leading position in the marketplace," explained David Woods, CEO. "Previously many systems of crime detection have relied predominantly on post-event intelligence; but what is increasingly required is the ability to predict activity leading to major crime events before they happen. Integrate that with the current investigation processes used; add other surveillance and intelligence capabilities and we are helping governments strengthen their anti crime and counter terrorism capability."

With contracts already established in the UK, Asia and Europe, ThorpeGlen's new ownership of the business will enable them to expand their operations further across the globe, supporting the global fight against organised crime.

Finance for the transaction was provided by CREATE Partners and the management. Matt Pieterse, the Investment Director who led the deal for CREATE, said: "We were very impressed with the drive, professionalism and ambition of this highly experienced management team. The business

combines a high level of managerial skill and talent with strategically important intellectual property aimed at a very large market opportunity. We expect the company to become a market leader in its field."

Tim Goode of European American Capital, who is also ThorpeGlen's Chairman, added: "The company's world-class technical experts and its collaboration with our risk intelligence and financial partners was instrumental in successfully securing the bid. The MBO had the full support of existing staff, who all became shareholders."

Farrer & Co acted for ThorpeGlen's management during the deal. Adam Walker led the Farrer team, assisted by Anthony Turner. Mr Walker commented: "The deal was an excellent opportunity for the management team to acquire the business, which was primarily developed by them, in order to be able to realise its potential."

"The deal was unusual in that the ultimate parent was entering into a separate transaction and the MBO had to be concluded in a very short period prior to the completion of the sale of the parent. In addition, given the nature of the business, there were significant issues of confidentiality that needed to be maintained throughout."

Mills & Reeve acted for CREATE during the deal. The team was led by corporate finance associate, Zickie Lim, assisted by corporate solicitor, Dona Ardeman. Zickie Lim commented: "The CREATE team have had a superb year, which was recognised by them being awarded the accolade of Investor AllStars Venture Capital 2006 Equity Gap Fund of the Year."

"We are delighted to have further enhanced our relationship with CREATE and we wish ThorpeGlen every success in the future."



**MBO of part of Azure Solutions -  
Advanced Communications  
Monitoring business**

Equity provided by:



**CREATE**

Lead adviser to the management team:



Legal adviser to the management team:

**FARRER&Co**

Legal adviser to CREATE Partners Ltd:

