

INVESTOR PRESENTATION

Three and six months to 30 June 2017

jackpotjoy plc



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MANAGEMENT



NEIL GOULDEN

Chairman

- COO, CEO and then Chairman of Gala Coral from 2000 – 2014
- Held board level positions for 25 years across Ladbrokes, Compass, Allied Leisure and Gala Coral
- Held the position of Non-Executive Director at Marstons plc since 2008 and recently Senior Independent Director



ANDREW MCIVER

CEO

- CEO of Sportingbet from 2006 – 2013 and CFO from 2001 – 2006
- Negotiated successful sale of Sportingbet for £485m
- Previously Director at House of Fraser and Group Financial Planning Manager at Ladbrokes



KEITH LASLOP

CFO

- Served as President of Prolexic Technologies, an online gaming security company
- Previously CFO of Elixir Studios, a UK based video gaming software developer
- Chartered Accountant and CFA

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- 2 Business Overview
- 3 Q2 and H1 17 Financial Overview
- 4 Strategy and Opportunities
- 5 Appendix – Additional Information and FY16 Financials

INTRODUCTION TO JACKPOTJOY PLC

#1 ONLINE BINGO BUSINESS¹

- No. 1 bingo-led operator globally, with the deepest liquidity
- Leading portfolio of online gaming brands, delivering high customer retention rates
- Attractive demographic profile with a primarily female audience

ATTRACTIVE FINANCIAL PROFILE

- Highly cash generative business with 81%² operating cash flow conversion in FY16
- FY16 Group revenue of £269 million, FY16 net loss (as reported under IFRS) of £41 million, with FY16 Adj. EBITDA³ £102 million
- Attractive revenue growth profile with all 3 business segments profitable

LSE LISTING ACHIEVED

- Jackpotjoy plc listed on the London Stock Exchange in January 2017
- The Intertain Group Limited previously traded on the Toronto Stock Exchange (TSX)

66% REVENUE FROM UK⁴

- 77% of revenues generated from regulated markets
- 66% of revenues generated from the UK
- 71% Group revenue bingo-led, with 22% from casino and 7% from social

NEW LEADERSHIP

- Highly experienced and strengthened board now in place
- Fully compliant with the UK Corporate Governance Code
- Focus on organic growth

SOURCE:

Company information, Gambling Compliance Research Services estimates

1. Gambling Compliance Research Services estimates for the UK in H1 2015
2. Operating cash flow conversion represents operating cash flow divided by Adjusted EBITDA
3. Non-IFRS measure. See "Non-IFRS Measures", "Reconciliation of Consolidated Adjusted EBITDA" on slides 40-44, and the Company's news release dated 29 March 2017 (the "FY 2016 Release")
4. YE 31 December 2016 revenue excluding non-recurring items

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ATTRACTIVE BUSINESS MODEL

Track Record of Growth

15%

FY 2016 year-on-year underlying revenue growth³

19%

FY 2016 year-on-year underlying adjusted EBITDA growth^{1,2,3}

High Retention Rates

90%

Income earned from players who joined in 2015 or earlier⁴

High Margin, Low Capex

38%

FY 2016 adjusted EBITDA margin^{1,2}

High Regulated Earnings

77%

FY 2016 revenue from regulated markets, providing barrier to competition in the market

Cash Conversion

81%

Highly cash generative business with 81%⁵ operating cash flow conversion in FY 2016

Source: Company information for YE 31 December 2016

1. Non-IFRS measure. See "Non-IFRS Measures" and "Reconciliation of Consolidated Adjusted EBITDA" on slides 40-44, and the FY 2016 Release
2. 2015 figures are stated pro-forma, as if the Jackpotjoy segment was owned for the full 2015 financial year

3. Versus 2015 pro-forma numbers
4. Based on Jackpotjoy segment real money gaming business

5. Operating cash flow conversion represents operating cash flow divided by Adjusted EBITDA

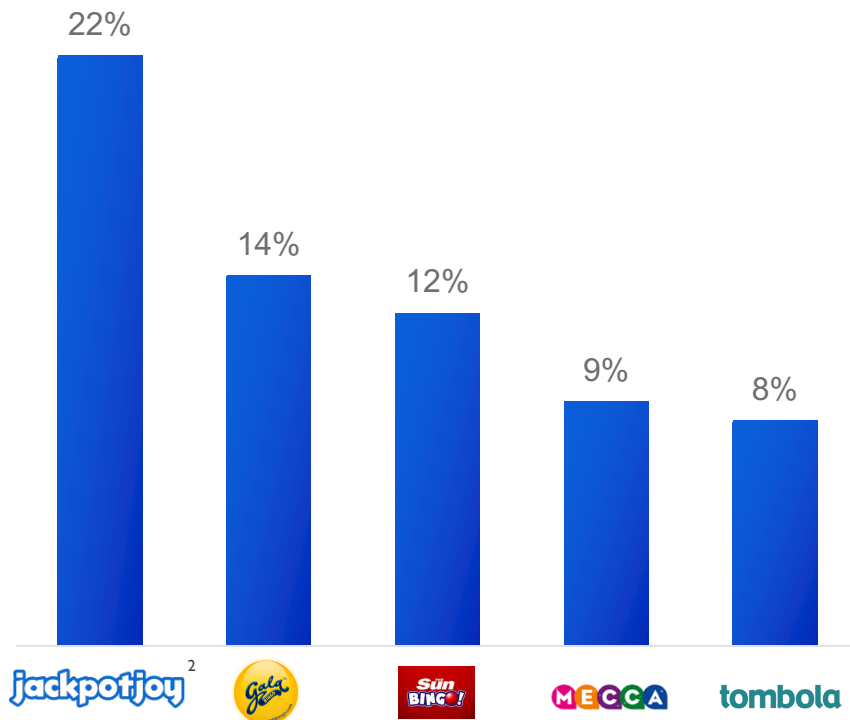
UNDERPINNED BY CORE SEGMENTS & BRANDS...

			 Mandalay
Products	B2C Online Bingo (Jackpotjoy, Botemania) B2C Online Casino (Starspins) B2C Social Slots (Jackpotjoy Social, Starspins Social)	B2C Online Casino (Vera&John, Vera&Juan, InterCasino) B2B White Label (Plain Gaming)	B2C Online Bingo Affiliate Business (Casino Choice)
Software Provider	Gamesys group	Proprietary	888 (Dragonfish)
Licenses¹	Gibraltar, Spain, UK	Malta, UK, Denmark	Gibraltar, UK
FY 2016 Revenue	£188.2 million	£57.0 million ²	£21.7 million
FY 2016 Adj. Net Income³	£84.7 million	£15.5 million ²	£6.6 million
Core Brands	   	 	     

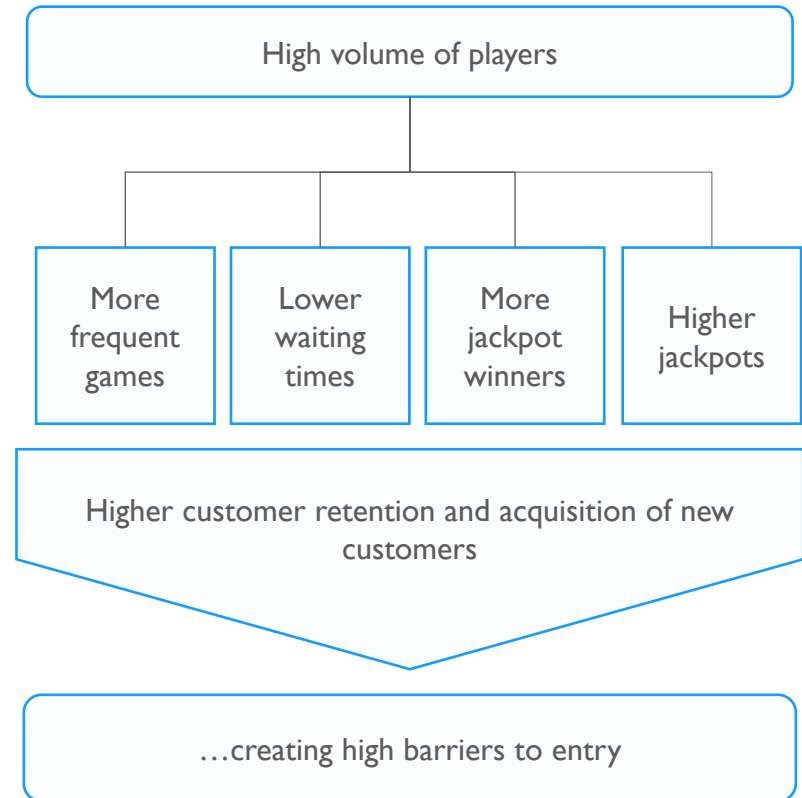
1. Jackpotjoy licenses registered to the Gamesys group. Vera&John holds a restricted license for Denmark. Mandalay operates under 888 Holdings plc licenses
 2. Excludes other income earned from revenue guarantee and from platform migration. In the year ended December 31, 2016, £2.1 million (2015 – £9.8 million) was earned from revenue guarantee and platform migration
 3. Non-IFRS measure. See “Non-IFRS Measures” and “Reconciliation of Consolidated Adjusted Net Income” on slides 40-44, and the FY 2016 Release

#1 BINGO-LED OPERATOR GLOBALLY WITH DEEPEST LIQUIDITY...

UK Bingo-Led Market Share – 2015¹



Liquidity matters

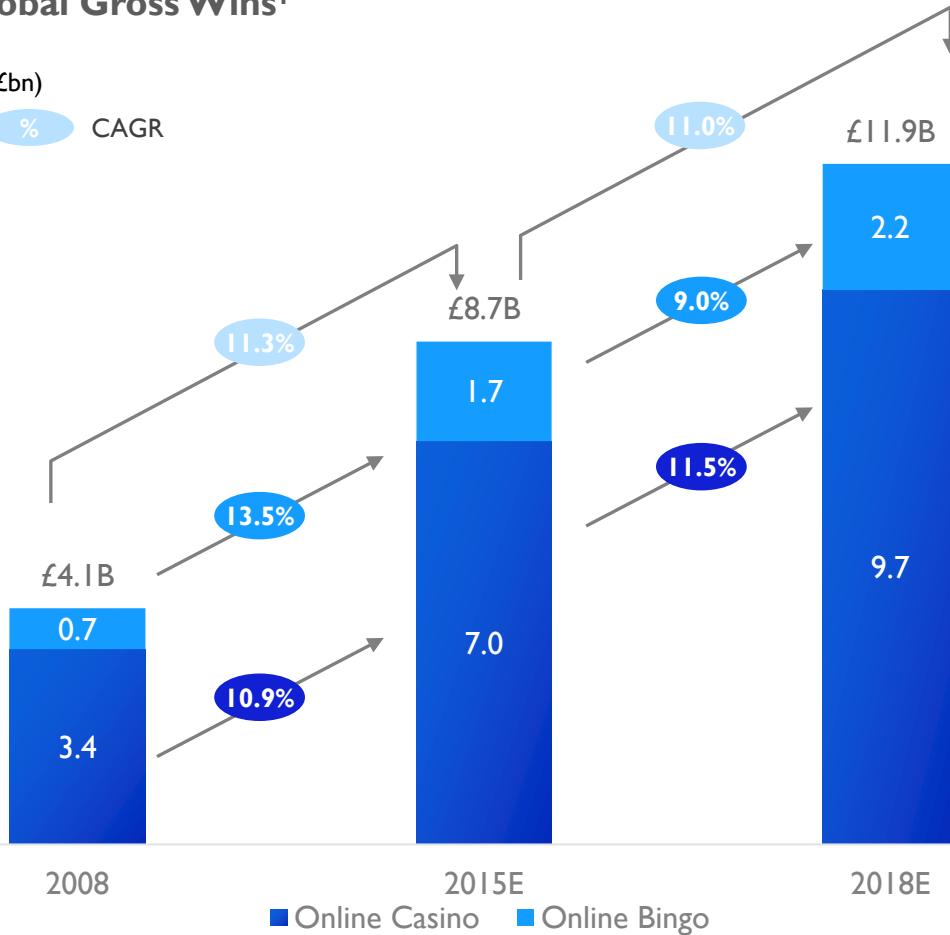


... IN A HIGH GROWTH MARKET

Global Gross Wins¹

(£bn)

% CAGR



Online bingo and casino constitutes c.28% of the total global online gambling market²

UK market gross wins **CAGR of >10%** expected to continue³

Increasing mobile penetration a key driver of growth

Attractive operator fundamentals compared to sports betting

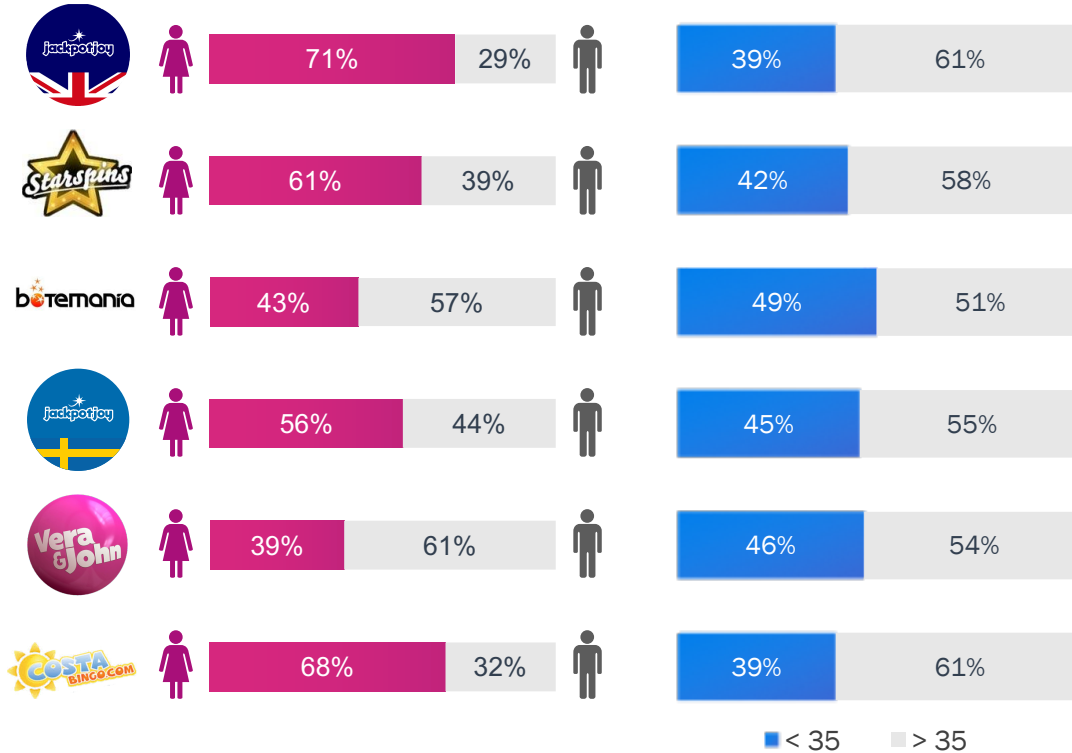
Source: H2 Gambling Capital as of 18 August 2016

Note: FX rate used as EUR / GBP of 0.8825

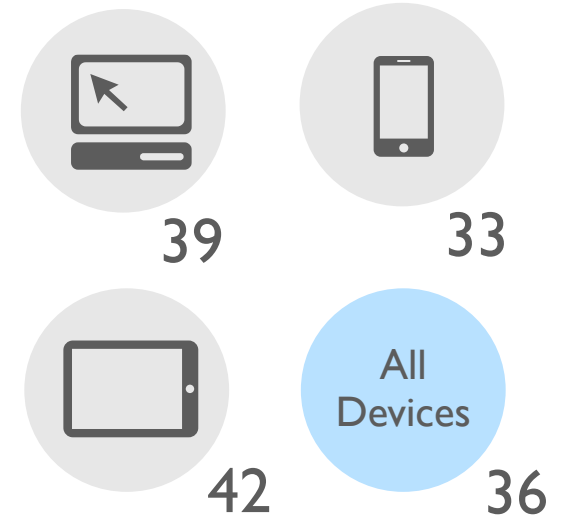
1. Market based on gross win: stakes less prizes, but includes bonuses
2. Based on global online gambling gross wins as of 2015E
3. UK market gross wins 2008 to 2015E CAGR: 18.7%, 2015E-2018E CAGR: 12.2%

FOCUSED ON THE FEMALE AUDIENCE

Active Members Gender and Age Split¹

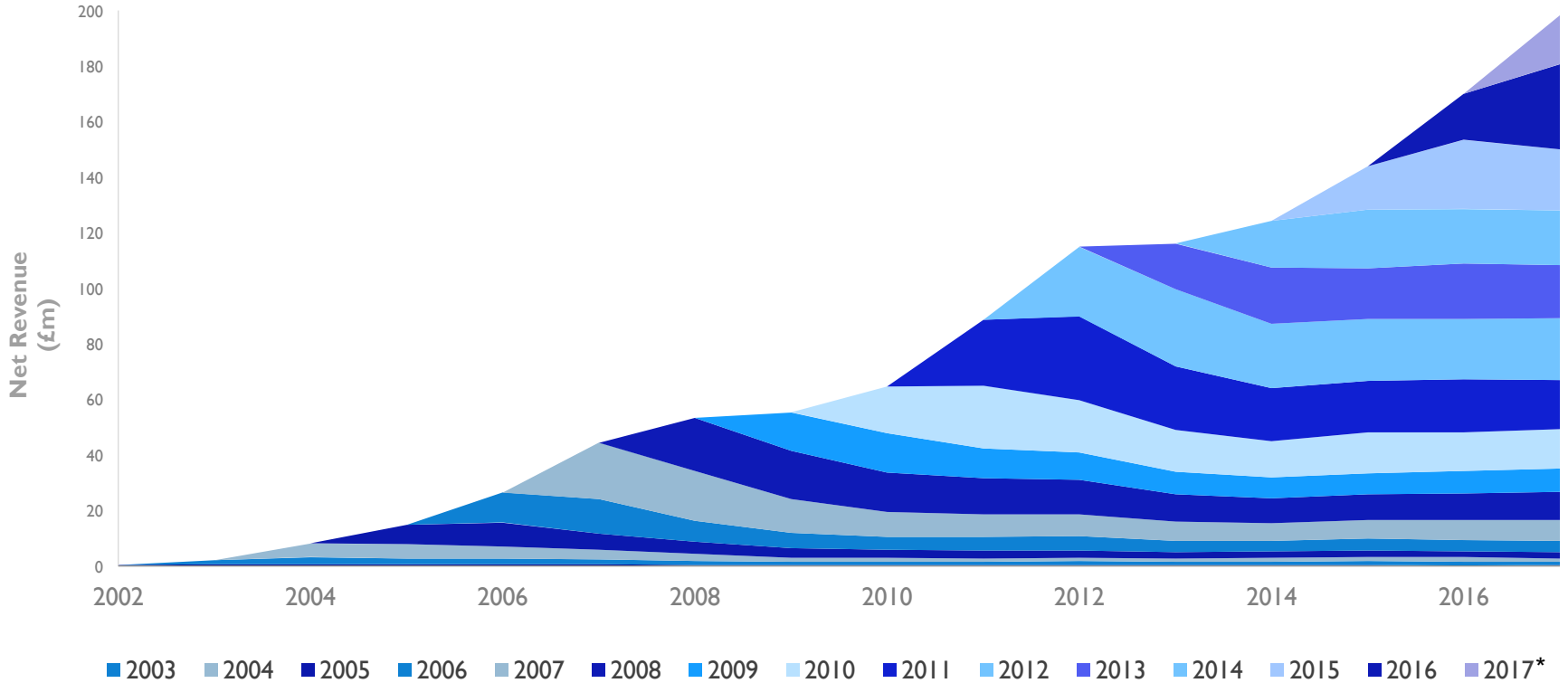


Average Age by Device²



Source: Company information and Gamesys group data
 1. Based on monthly average actives January to December 2016
 2. Jackpotjoy segment only. Average age of players acquired during FY 2016 and January 2017 to 21 March 2017

DELIVERING HIGH CUSTOMER RETENTION



In the full year of 2016, 90% of the Jackpotjoy segment revenues came from players that joined in 2015 or earlier

Source: Company data and Gamesys group data for Jackpotjoy real money gaming businesses

*First half results of 2017 annualised. Revenue is defined as total amounts wagered by players less all winnings payable, bonuses allocated, and jackpot contributions

GAMESYS AGREEMENT WITH CLEAR PARAMETERS



The Group Owns

Brands

Exclusive Content

Intellectual Property

Customer Data

Liquidity

Key Protections

B2C bingo non-compete in UK, Ireland, Sweden and Spain until April 2019

Key dedicated personnel, with option to internalise all staff from April 2019

Right to switch platform provider from April 2019

Feature parity right¹

Segregated player data and player funds

Annual service cost increase cap

Option to segregate liquidity (effective April 2018)

Strong support from the Gamesys group, a key operating partner

GAMESYS AGREEMENT



Scope

- The operation of:
 - Real Money Gaming (Jackpotjoy UK, Jackpotjoy Sweden, Starspins, Botemania)
 - Social Gaming (Jackpotjoy Social Slots, Starspins Social Slots)

Services

- Platform and content
- Marketing and customer support

Term

- Operating Agreement until 2030
- Content Agreement until 2040
- Non compete until 2019

Fees

- The Company pays
 - Platform Fee: 10% of gross win and then 12.5% of gross win from April 2020
 - Service Costs: At cost and then at cost +25% from April 2020

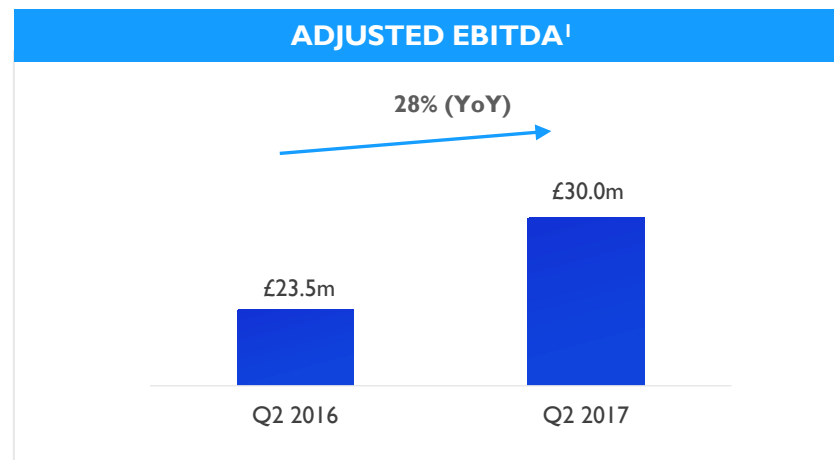
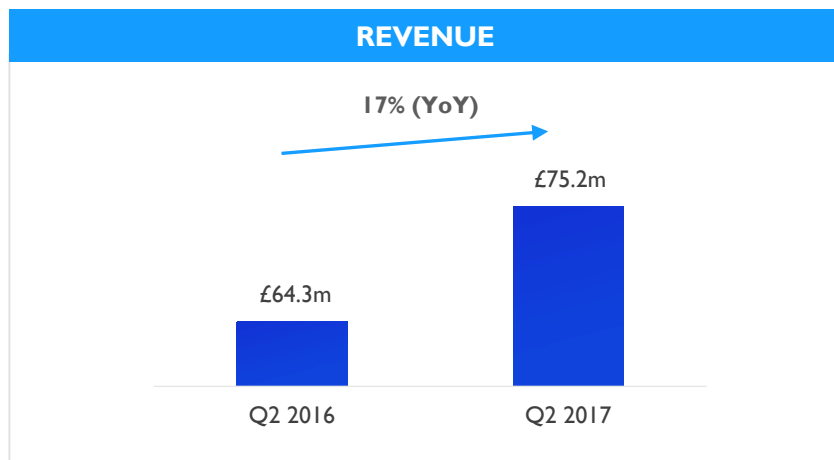
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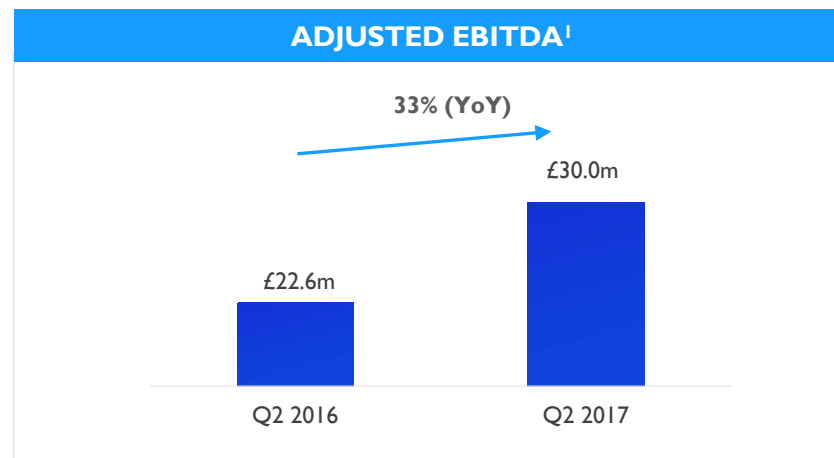
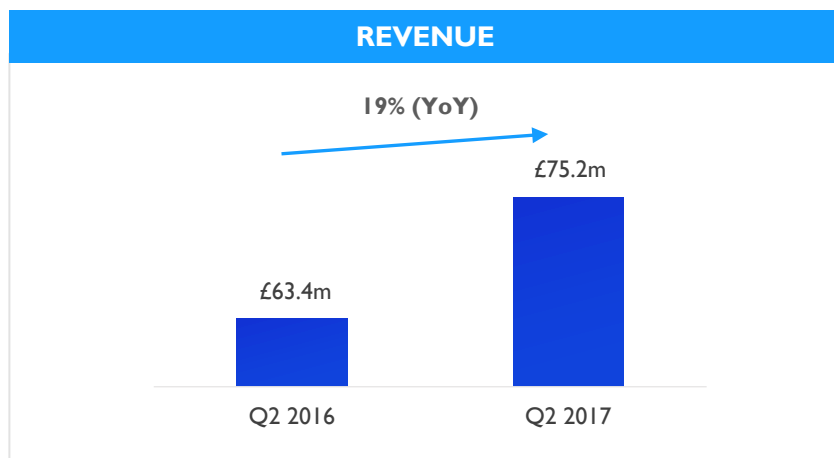
QUARTERLY AND YTD FINANCIAL HIGHLIGHTS

- All core KPIs¹ showing upwards trend year-on-year
 - Average Active Customers¹ grew to 243,896 in LTM Q2 2017, an increase of 13%
 - Average Real Money Gaming Revenue per month¹ grew to £ 21.8 million, an increase of 16%
 - Monthly Real Money Gaming Revenue per Average Active Customer¹ of £89, an increase of 2%
- Key Jackpotjoy business segment (70% of Group revenue) reported strong quarterly and YTD performance across all brands
 - Revenue growth of 18% and adjusted EBITDA growth of 35% between Q2 2016 and Q2 2017
 - Revenue growth of 16% and adjusted EBITDA growth of 26% between H1 2016 and H1 2017
- Cash conversion remains strong at c. 99% at Q2 and c. 101% YTD, excluding one-off and exceptional items
- Following a very encouraging H1 and a solid start to Q3, management continues to expect robust revenue growth for FY17

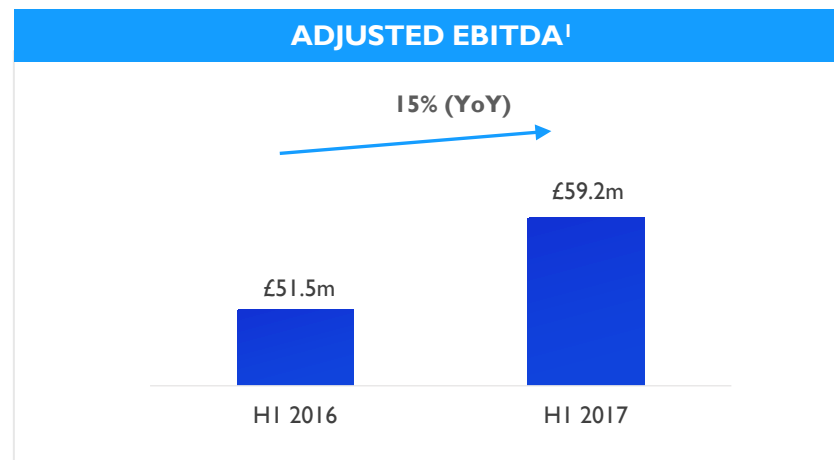
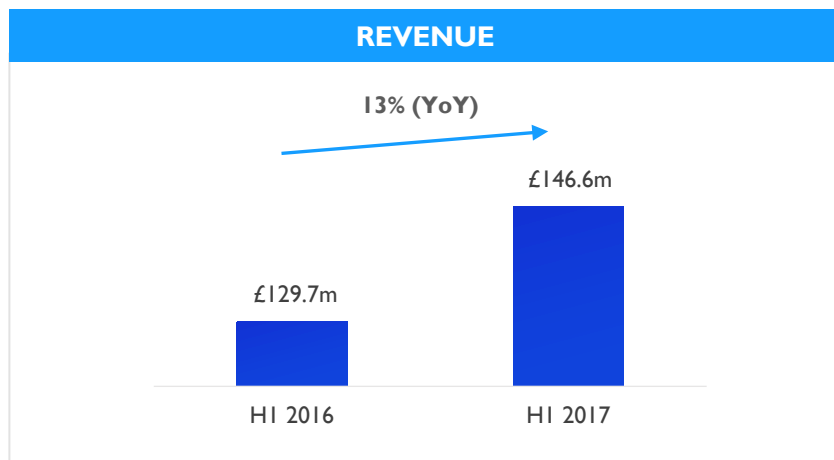
FINANCIAL RESULTS FOR THE THREE MONTHS TO 30 JUNE 2017



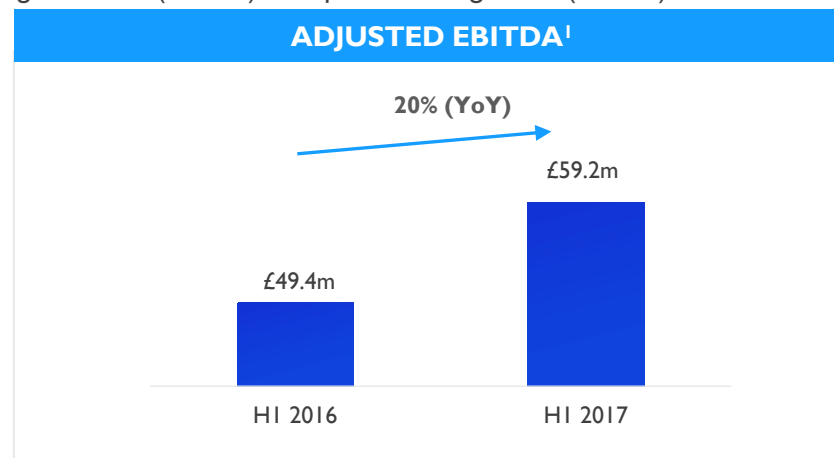
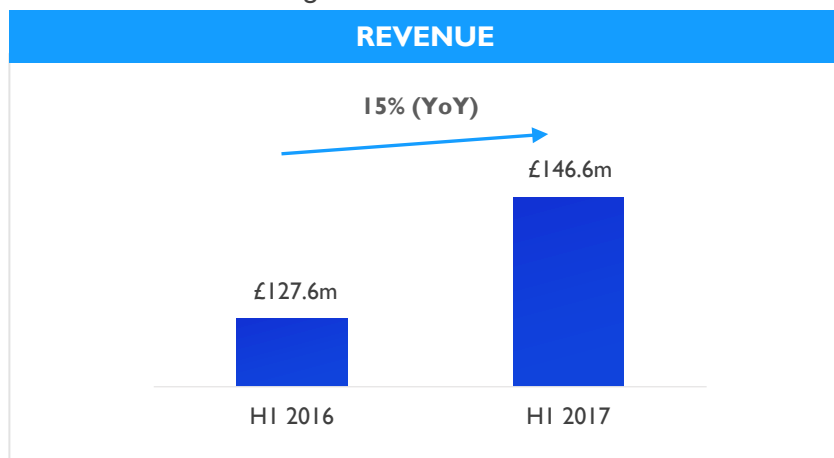
Excluding other income earned from the 2016 platform migration (£0.9m)



FINANCIAL RESULTS FOR THE SIX MONTHS TO 30 JUNE 2017



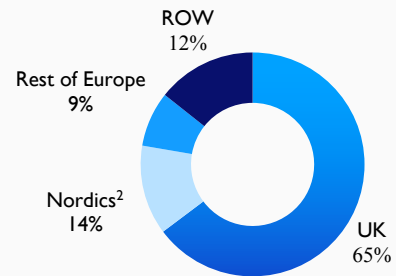
Excluding other income earned from the 2016 revenue guarantee (£1.2m) and platform migration (£0.9m)



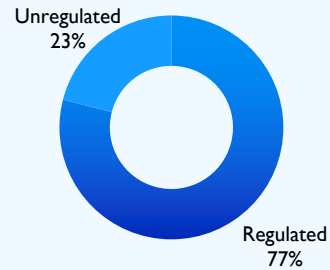
REVENUE SEGMENTATION

LTM to 30 June 2017 Revenue Segmentation

Geographic



Regulatory Mix



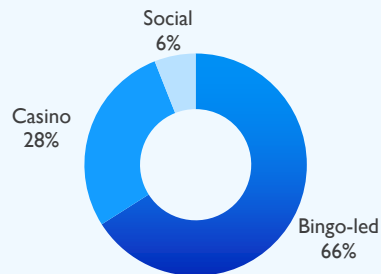
LTM June 2017 Revenue: £286m

LTM June 2017 Adj. EBITDA: £110m¹

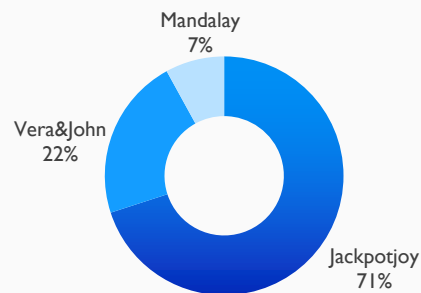
● Core markets



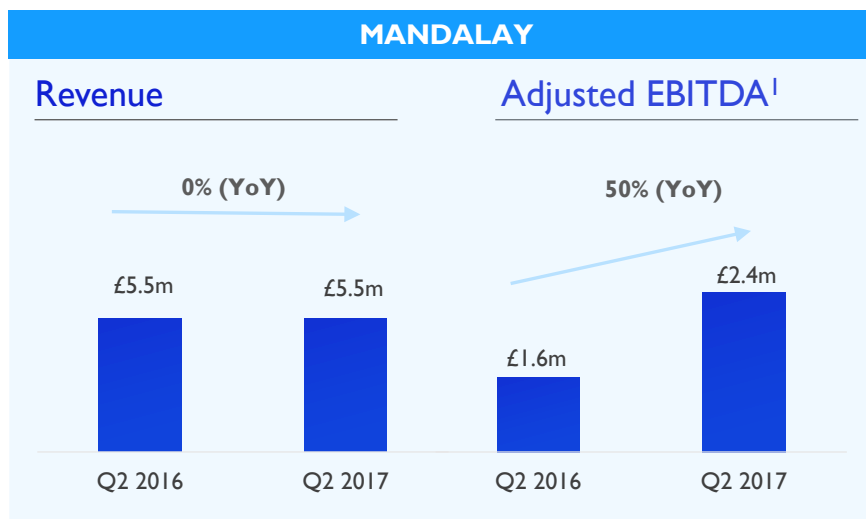
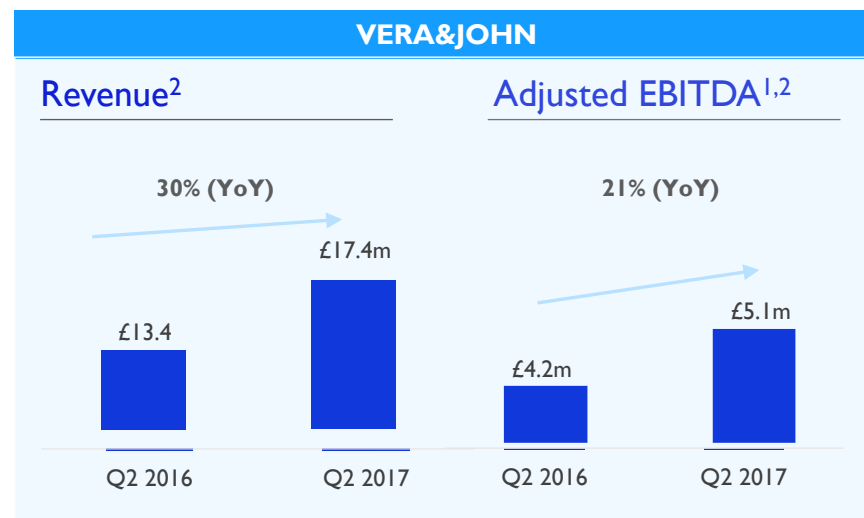
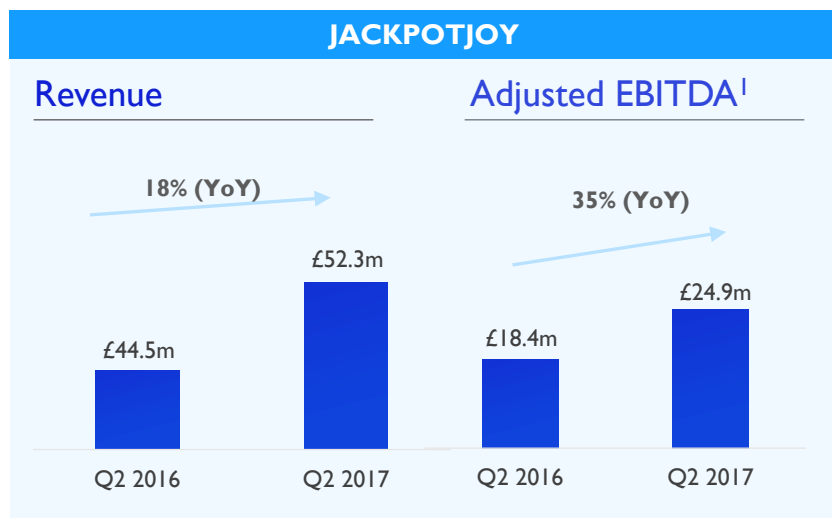
Product



Divisions



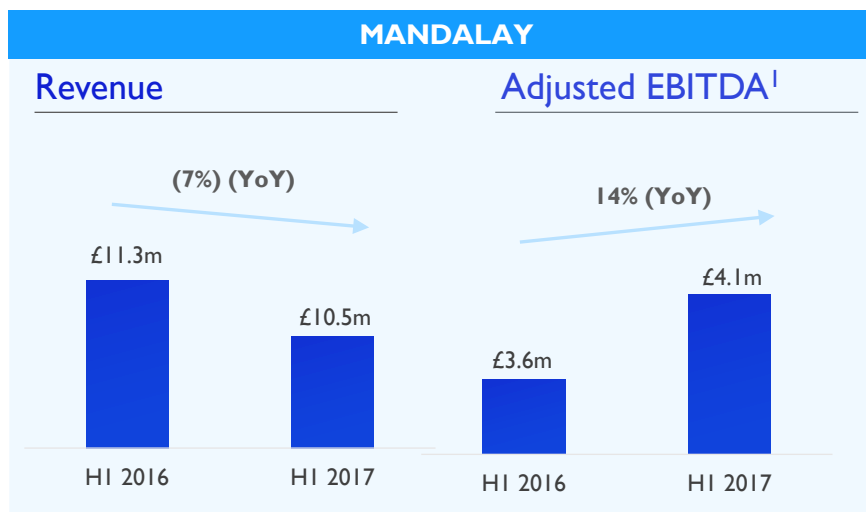
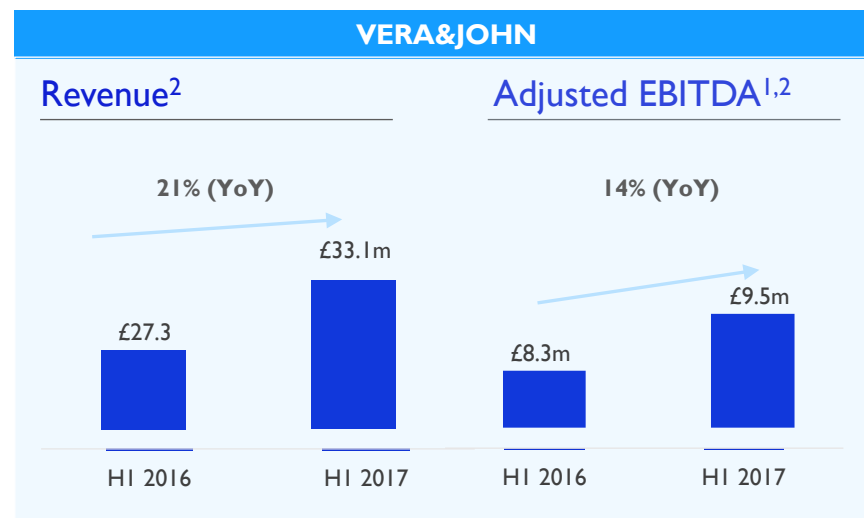
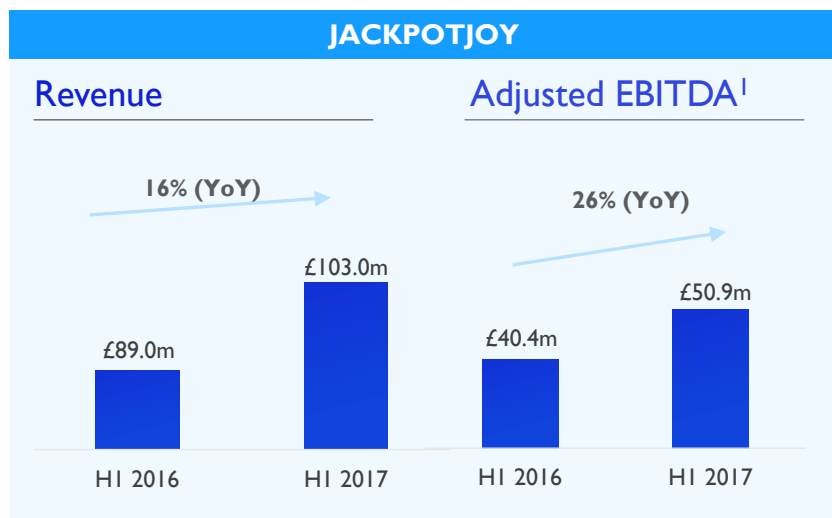
SEGMENTAL FINANCIAL PERFORMANCE (Q2 2017)



Source: Company information for the three and six months ended 30 June 2017

1. Non-IFRS measure. See "Non-IFRS Measures" and "Reconciliation of Consolidated Adjusted EBITDA" on slides 40-44 and the Q2 2017 Release
2. Excludes other income earned from platform migration in the three months ended 30 June 2017, £nil (three months ended 30 June 2016 – £0.9 million)

SEGMENTAL FINANCIAL PERFORMANCE (H1 2017)

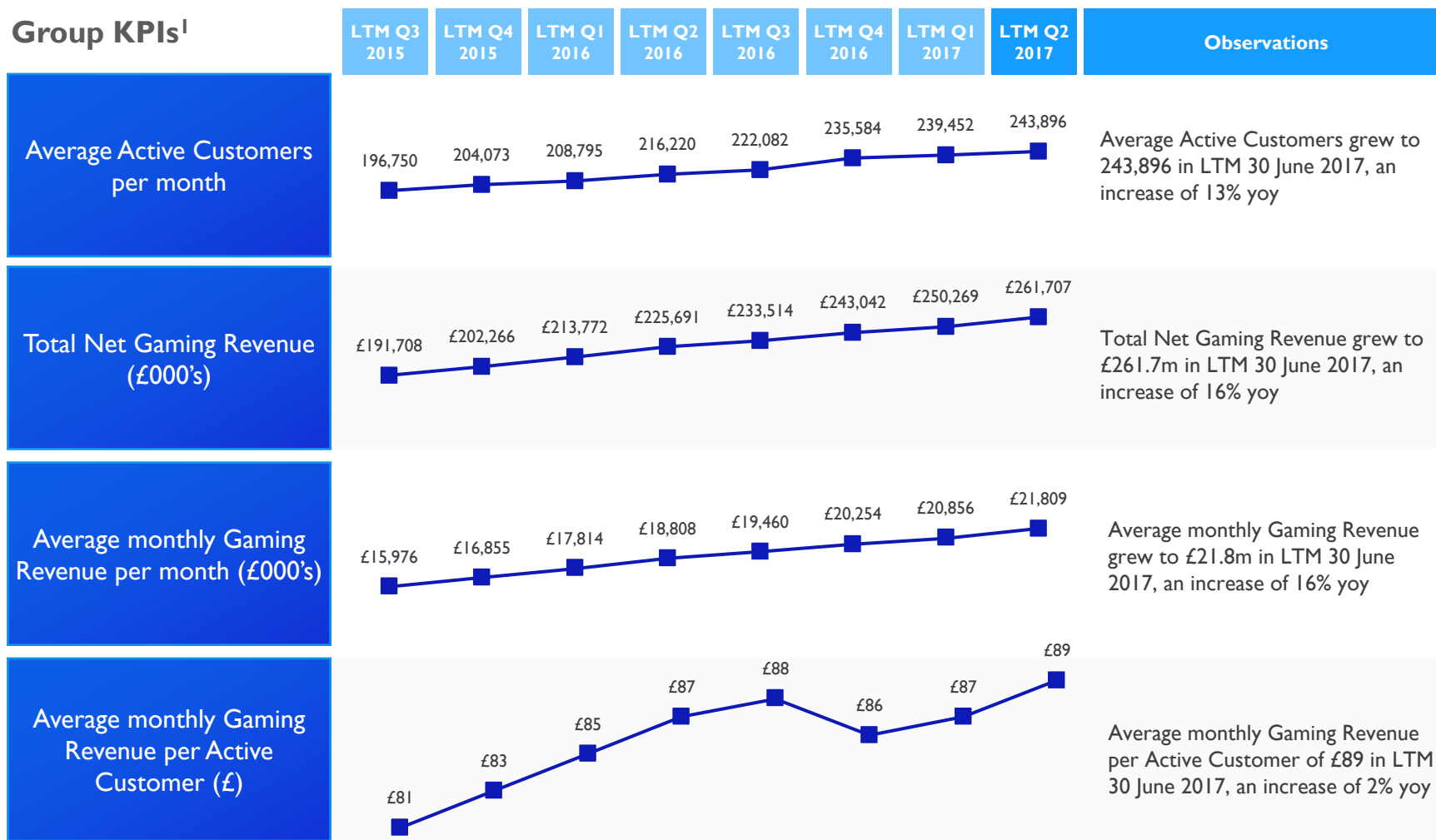


Source: Company information for the three and six months ended 30 June 2017

1. Non-IFRS measure. See "Non-IFRS Measures" and "Reconciliation of Consolidated Adjusted EBITDA" on slides 40-44 and the Q2 2017 Release
2. Excludes other income earned from revenue guarantee and from platform migration in the six months ended 30 June 2017, £nil (six months ended 30 June 2016 – £2.1 million)

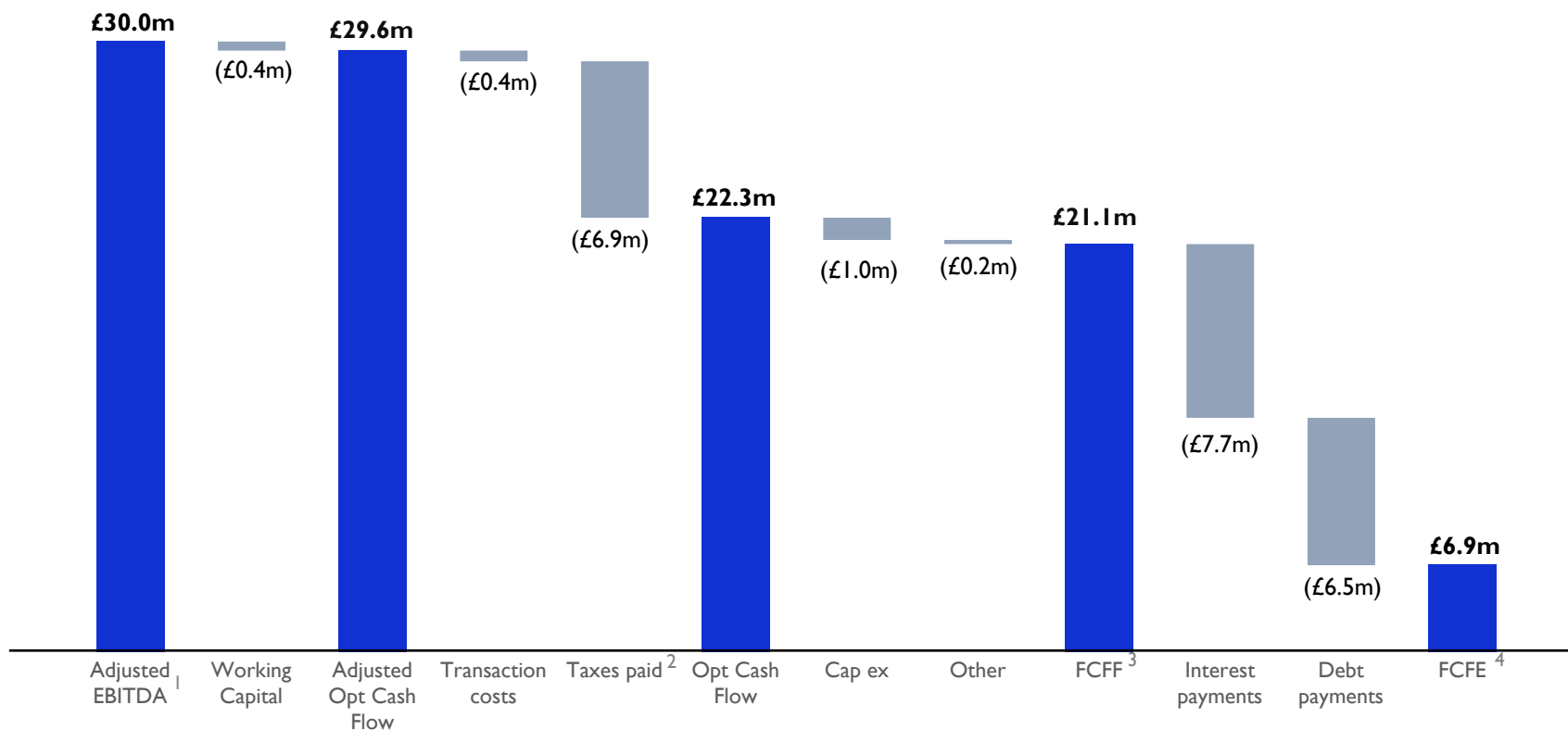
OPERATIONAL HIGHLIGHTS

Group KPIs¹



EBITDA TO OPERATING CASH FLOW BRIDGE (Q2 2017)

Operating cash flow – Three Months to 30 June 2017



LEVERAGE RATIOS

Credit Facility Total Leverage¹

(US\$m)	1	As at 30 June 2017
First Lien ²		344.3
Second Lien ³		108.8
Convertible Debt		1.2
Fair Value of Swap ⁴		6.3
Total Debt		460.6
Total Leverage ⁵		3.30x

Adjusted Net Leverage

(£m)	2	As at 30 June 2017
Gross Debt ⁶		369.4
Earn-out ⁷		45.1
Fair Value of Swap ⁸		4.8
Cash ⁹		(24.0)
Adjusted Net Debt ¹⁰		395.3
Adjusted Net Leverage ^{10,11}		3.60x

1 Based on actual 30 June 2017 balance sheet. The FX rate used is based on the CAD / USD, GBP / USD spot rate at the end of each payment period

- Credit Facility calculated in accordance with the Company's First and Second Lien Credit Agreements
- The First Lien Facility matures on 8 April 2022
- The Second Lien Facility matures on 15 December 2022
- Value of cross-currency swap based on actual 30 June 2017 balance sheet
- Based on Adjusted EBITDA of US\$139.4m

- 2 Based on actual 30 June 2017 balance sheet.
- Gross debt consists of existing term loan, convertible debentures, any incremental bond issuance and non-compete clause payout
 - Earn-out represents "contingent consideration" as reported under IFRS on the balance sheet at 30 June 2017
 - Value of cross-currency swap based on actual 30 June 2017 balance sheet
 - Excludes restricted cash
 - Adjusted Net Debt consists of existing term loan, convertible debentures, incremental bond issuance, non-compete clauses payable, contingent consideration liability and fair value of swap, subtracted by non-restricted cash
 - Adjusted Net Debt divided by LTM to 30 June 2017 Adjusted EBITDA of £109.9m

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GROWTH OPPORTUNITIES & STRATEGY

Opportunities

Strategy

1

Large and growing markets

- Increase market share of the core businesses in existing markets

2

High retention female audience with further capacity for growth

- Targeted marketing aimed at key demographics

3

Increasing mobile penetration

- Multi-channel product development

4

Users increasingly traversing platforms

- Leverage best practices and optimise cross-selling across the Group

SUMMARY HIGHLIGHTS

jackpotjoy plc

1

#1 Bingo-led operator globally with the deepest liquidity

2

Attractive demographic primarily focused on the female audience

3

Distinctive brands deliver high customer retention

4

77%¹ of revenue generated from regulated markets

5

High growth, high margins and highly cash generative

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BINGO, CHAT AND SIDE GAMES (SLOTS)

Site Photos

Deposit
Balance **£3.95**
MY ACCOUNT
HOW TO PLAY
GAMES LOBBY
6
Chat On

90 Ball Bingo
Bingo Royale
Game No. 27269698620

Super Jackpot £5,000.00 (15)
Full House £5.39
Two Lines £3.08
One Line £1.54

21 of 90

56 23 24 50

Mini Games

Double Bubble

SHOW PAYTABLE

🍈	BAR	🍊	🍇	BAR
🍊	BAR	🍇	🍈	🍌
🍌	BAR	🍇	🍌	BAR

BUBBLE LINE PAYS x1

B O N U S

Bet 1x10p=10p PAYTABLE BET ONE BET MAX **SPIN**

Next Full House: £5.39 **Buy**

14 Page 1/1

2	16	21	30	44	51		
to go	2	18	23			71	80
			33	45		69	74

3	4		32	50	78	82	
to go	6	11	29		53	60	
	12		38	48	55	64	

3		15	28	40		73	85
to go		19			59	62	76
	1		34		63	79	90

4	5	24	35	46	52		
to go	9	13	26	37	47		
		27	49	65	77	89	

4	3	14	20	31	56		
to go	8		25	39	57		81
		17			43	58	67

4			36	41	61	72	83
to go		10		42	66	75	86
	7	22		54	68		87

Preferences Zoom - +

Bingo Royale 120

minniemoo22: ill make you laugh most ive ever won is 8 quid and ive never ever banked x

Barney HOST: awwwww shazza that's lovely hun!

scousewitch: boob job an facelift

grumpygit: i won £750 on a link booked a nice weekend away to the coast mrsg spent the rest on shoes 🙄

dommie84: when i won link last year i took my daughter ellie to barcelona to stay with my sis for a week

djdat: lol grump

xxpearlxx: if i won link i would give so for charriey and give my family a holiday

dommie84: in the past ive had a bed tv washer dryer n cooker with my winnings from gamesys 😊

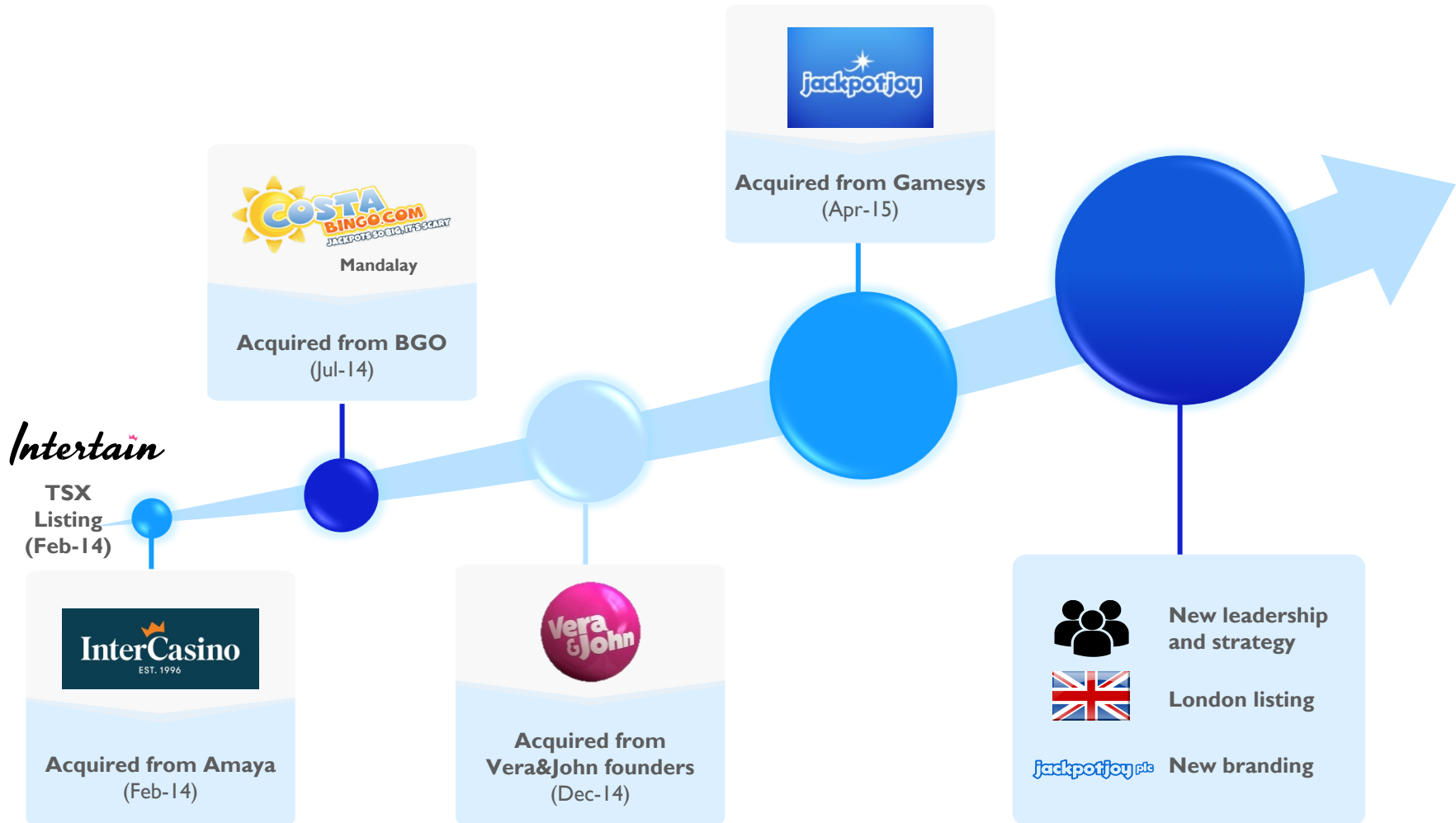
bingomadali: most I have won is 2.8k and went to eurodisney x

xxpearlxx: 68plz

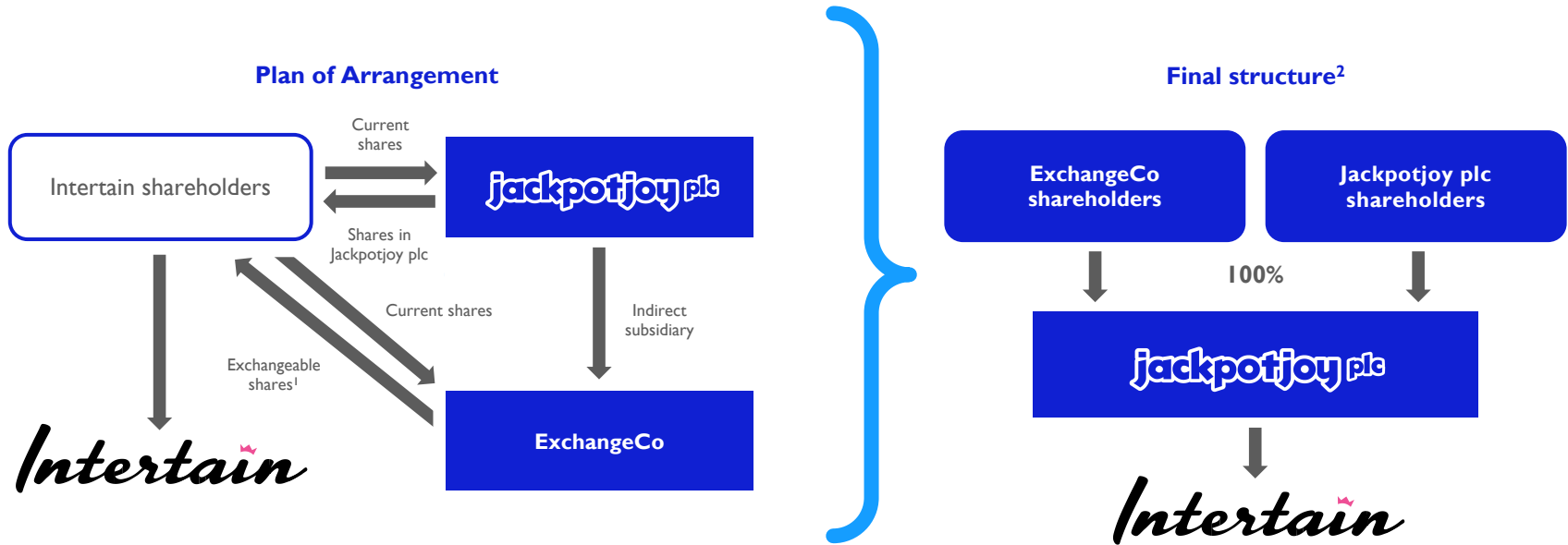
lindal4224: i not won any think big

Type here... 🗨️

EVOLUTION OF THE GROUP



UK LISTING STRUCTURE



- UK incorporated Jackpotjoy plc acquired Intertain via a Plan of Arrangement

- Intertain shareholders received
 - UK incorporated Jackpotjoy plc shares
 or
 - Exchangeable shares listed on the TSX issued by an indirect subsidiary of Jackpotjoy plc

JACKPOTJOY SITE PHOTOS

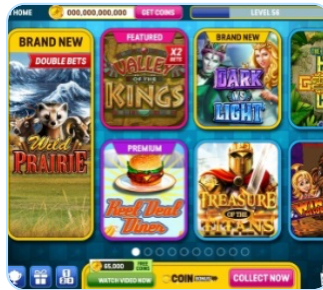
Jackpotjoy



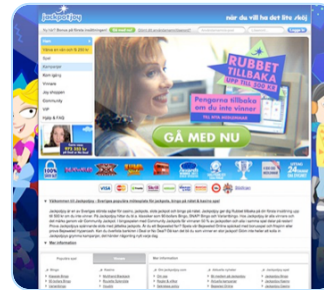
Botemania



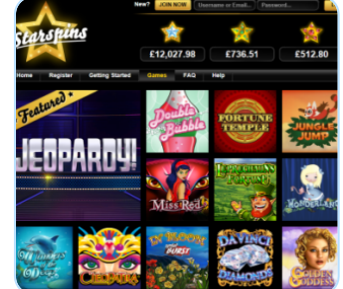
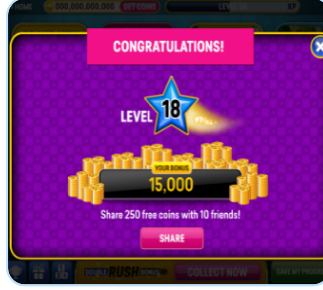
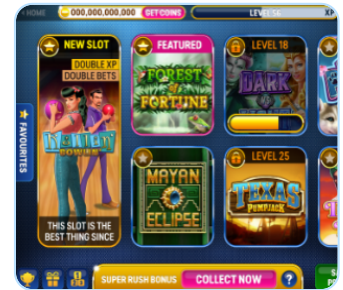
Jackpotjoy Social Slots



Jackpotjoy Sweden



Starspins



GAME PORTFOLIO

Games

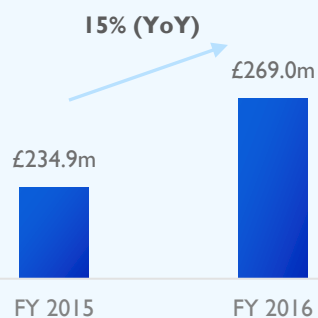


Awards

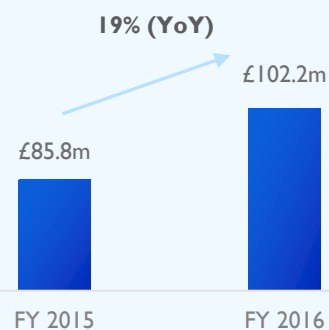


FINANCIAL HIGHLIGHTS (FY 2016)

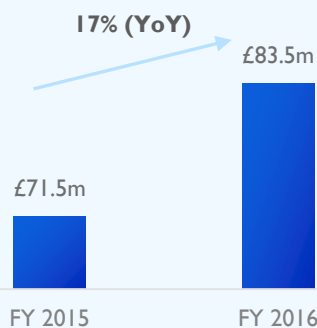
Revenue¹



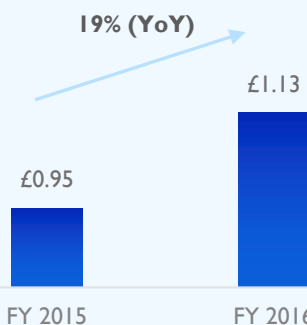
Adjusted EBITDA^{1,2}



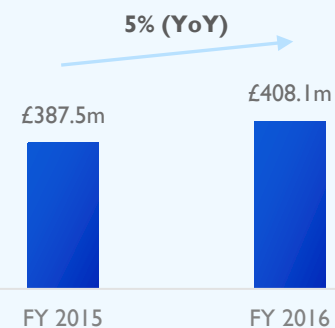
Adjusted Net Income^{1,2}



Adjusted Diluted EPS^{1,2}



Adjusted Net Debt³



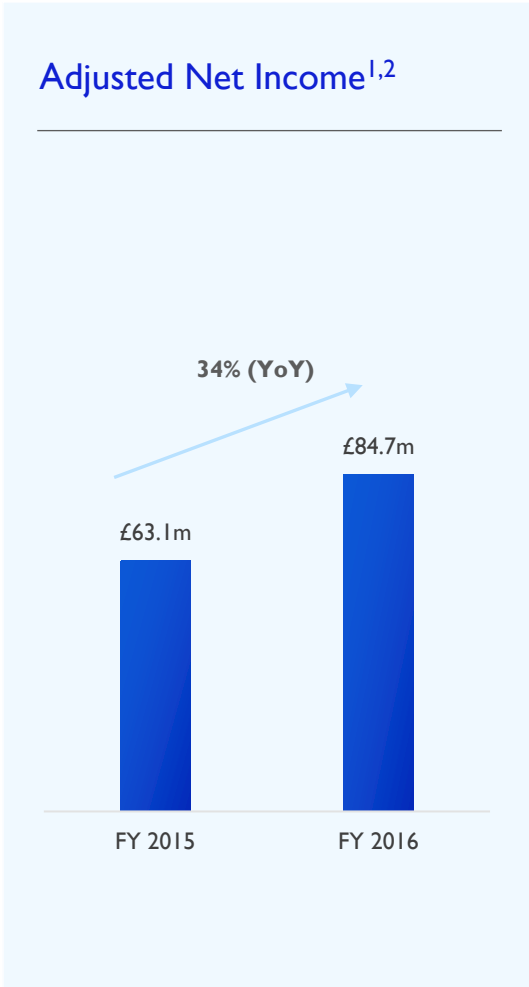
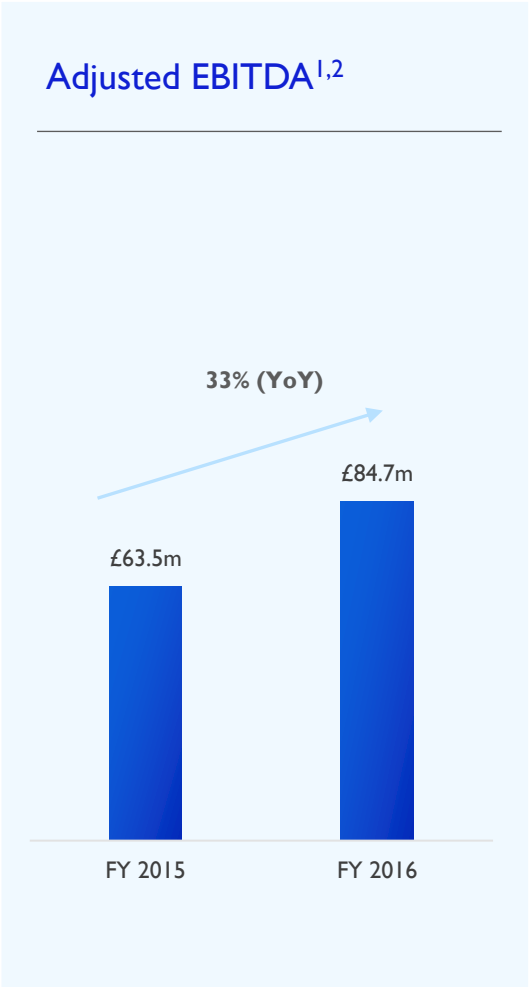
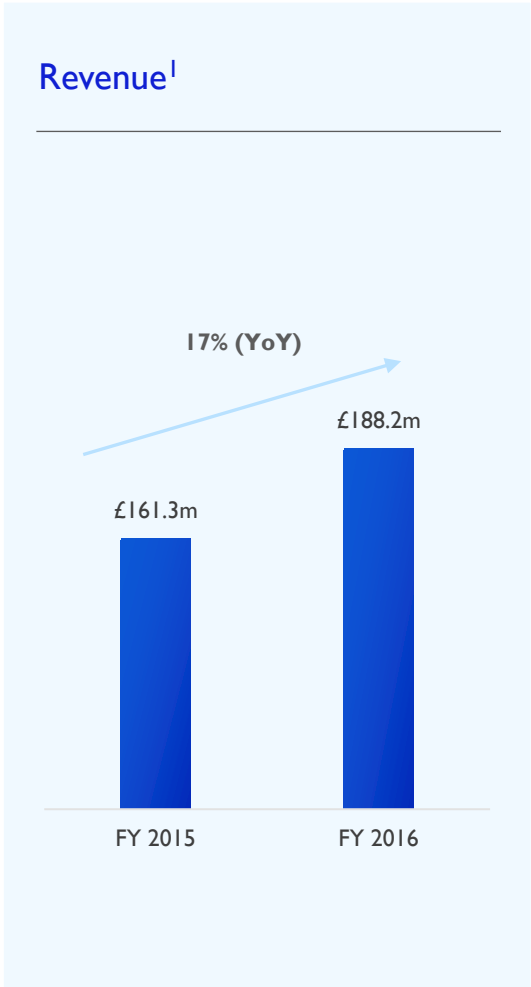
Source: Company information for YE 31 December 2016

1. 2015 figures are stated pro-forma, as if the Jackpotjoy segment was owned for the full 2015 financial year

2. Non-IFRS measure. See "Non-IFRS Measures", "Reconciliation of Consolidated Adjusted EBITDA" on slides 40-44, and the FY 2016 Release

3. Adjusted Net Debt consists of existing term loan, convertible debentures, incremental bond issuance, non-compete clause payable and contingent consideration liability, subtracted by the fair value of the swap and non-restricted cash

SEGMENTAL FINANCIAL PERFORMANCE – JACKPOTJOY (FY 2016)

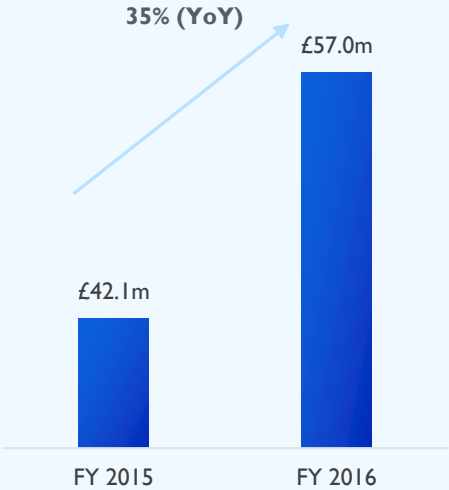


Source: Company information for YE 31 December 2016

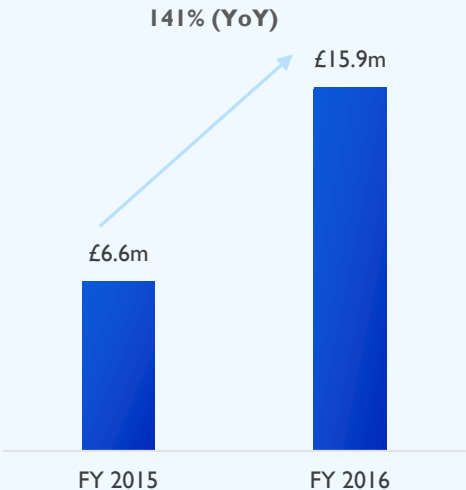
1. 2015 figures are stated pro-forma, as if the Jackpotjoy segment was owned for the full 2015 financial year
2. Non-IFRS measure. See "Non-IFRS Measures", "Reconciliation of Consolidated Adjusted EBITDA" on slides 40-44, and the FY 2016 Release

SEGMENTAL FINANCIAL PERFORMANCE – VERA&JOHN (FY 2016)

Revenue



Adjusted EBITDA¹

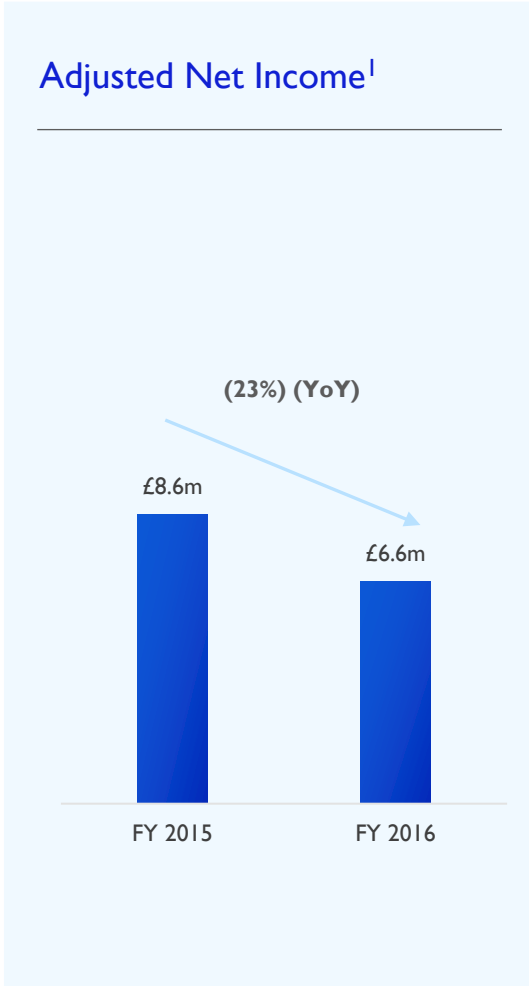
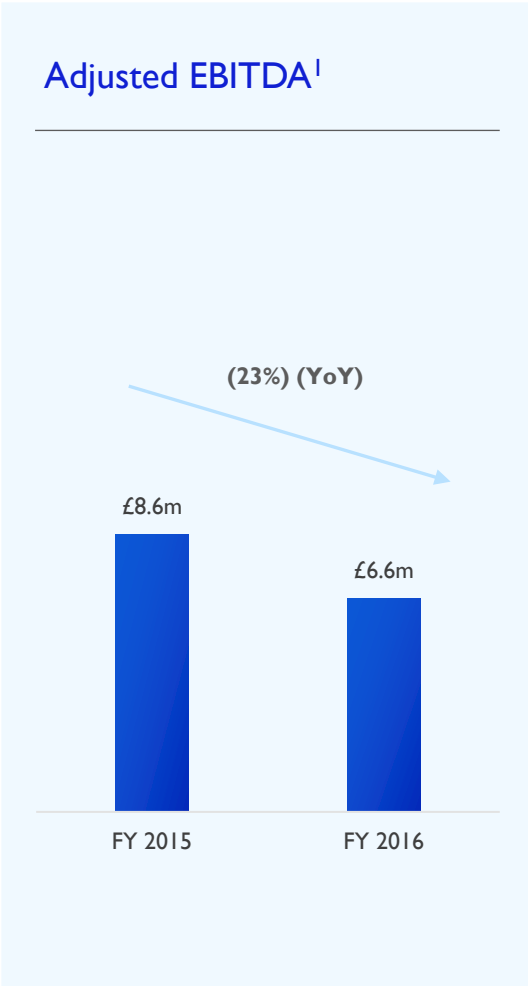
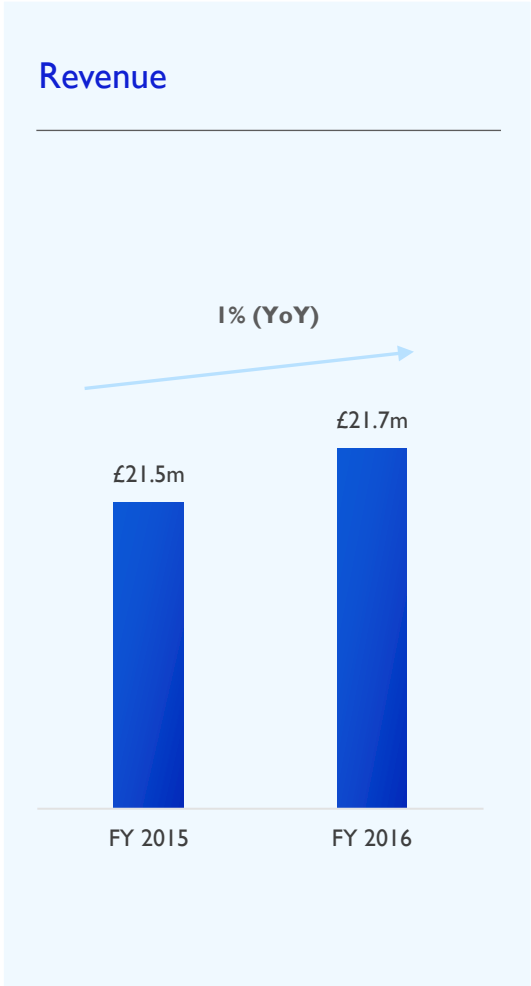


Adjusted Net Income¹



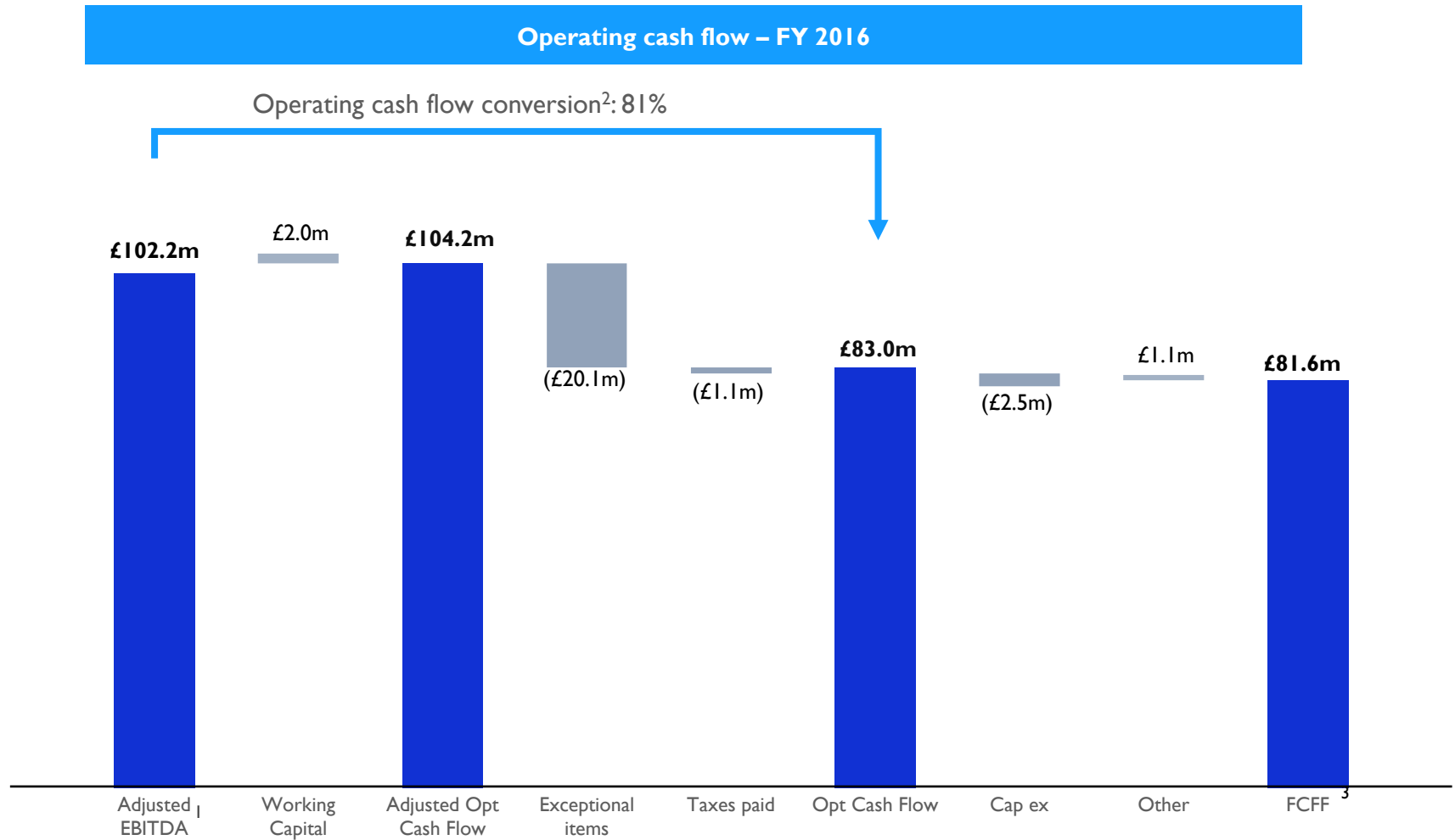
Source: Company information for YE 31 December 2016. Figures are excluding other income earned from revenue guarantee and from platform migration
1. Non-IFRS measure. See "Non-IFRS Measures", "Reconciliation of Consolidated Adjusted EBITDA" on slides 40-44, and the FY 2016 Release

SEGMENTAL FINANCIAL PERFORMANCE – MANDALAY (FY 2016)



Source: Company information for YE 31 December 2016
1. Non-IFRS measure. See "Non-IFRS Measures", "Reconciliation of Consolidated Adjusted EBITDA" on slides 40-44, and the FY 2016 Release

EBITDA TO OPERATING CASH FLOW BRIDGE (FY 2016)



NON-IFRS MEASURES

This presentation makes reference to certain non-IFRS measures, including Adjusted EBITDA, Adjusted Net Income, and Diluted Adjusted Net Income per share. The Group uses non-IFRS measures because management believes that they provide additional useful information regarding ongoing operating and financial performance. Readers are cautioned that non-IFRS financial measures are not recognised measures under IFRS, do not have standardised meanings prescribed by IFRS, and should not be considered in isolation or construed to be alternatives to revenues and net income (loss) and comprehensive income (loss) for the period determined in accordance with IFRS or as indicators of performance, liquidity or cash flows. The Group's method of calculating these measures may differ from the method used by other entities. Accordingly, the Group's measures may not be comparable to similarly titled measures used by other entities or in other jurisdictions.

Adjusted EBITDA, as defined by the Group, is income before interest expense (net of interest income), income taxes, amortisation and depreciation, share-based compensation, Independent Committee related expenses, severance costs, loss/(gain) on cross currency swap, fair value adjustments on contingent consideration, transaction related costs, foreign exchange, and gain on sale of intangible assets. Management believes that Adjusted EBITDA is another important indicator of the issuer's ability to generate liquidity to service outstanding debt and fund acquisition earn-out payments and uses this metric for such purpose. The exclusion of share-based compensation eliminates non-cash items and the exclusion of Independent Committee related expenses, severance costs, loss/(gain) on cross currency swap, fair value adjustments on contingent consideration, transaction related costs, foreign exchange, and gain on sale of intangible assets eliminates items which management believes are non-operational and non-routine.

Adjusted Net Income, as defined by the Group, means net income plus or minus items of note that management may reasonably quantify and believes will provide the reader with a better understanding of the Group's underlying business performance. Adjusted Net Income is calculated by adjusting net income for accretion, amortisation of acquisition related purchase price intangibles and non-compete clauses, share-based compensation, Independent Committee related expenses, severance costs, loss/(gain) on cross currency swap, fair value adjustments on contingent consideration, transaction related costs, foreign exchange, and gain on sale of intangible assets. The exclusion of accretion and share-based compensation eliminates the non-cash impact and the exclusion of amortisation of acquisition related purchase price intangibles and non-compete clauses, Independent Committee related expenses, severance costs, loss/(gain) on cross currency swap, fair value adjustments on contingent consideration, transaction related costs, foreign exchange, and gain on sale of intangible assets eliminates items which management believes are non-operational and non-routine. Adjusted Net Income is considered by some investors and analysts for the purpose of assisting in valuing a company.

Diluted Adjusted Net Income per share, as defined by the Group, means Adjusted Net Income divided by the diluted weighted average number of shares outstanding, calculated using the IFRS treasury method, for the applicable period. Management believes that Diluted Adjusted Net Income per share assists with the Group's ability to analyse Adjusted Net Income on a diluted weighted average per share basis.

RECONCILIATION OF CONSOLIDATED ADJUSTED EBITDA

(£ in 000's)

	Q2 2017	Q2 2016
Net loss for the period	(4,772)	(14,873)
Interest expense, net	11,325	8,360
Taxes	63	13
Amortisation and depreciation	16,411	14,129
EBITDA	23,027	7,629
Share-based compensation	353	248
Severance costs	–	5,695
Fair value adjustment on contingent consideration	1,845	17,277
Loss/(gain) on cross currency swap	–	(14,231)
Transaction related costs	–	4,866
Foreign exchange	4,766	1,994
Adjusted EBITDA	29,991	23,478

RECONCILIATION OF CONSOLIDATED ADJUSTED EBITDA

(£ in 000's)

	HI 2017	HI 2016
Net loss for the period	(20,073)	(9,806)
Interest expense, net	22,623	16,709
Taxes	149	212
Amortisation and depreciation	30,160	27,106
EBITDA	32,859	34,221
Share-based compensation	878	546
Independent Committee related expenses	–	1,693
Gain on sale of intangibles	(1,002)	–
Severance costs	–	5,695
Fair value adjustment on contingent consideration	14,701	18,950
Loss/(gain) on cross currency swap	3,534	(18,261)
Transaction related costs	1,315	6,164
Foreign exchange	6,899	2,515
Adjusted EBITDA	59,184	51,523

RECONCILIATION OF CONSOLIDATED ADJUSTED NET INCOME

(£ in 000's)

	Q2 2017	Q2 2016
Net loss for the period	(4,772)	(14,873)
Share-based compensation	353	248
Severance costs	–	5,695
Fair value adjustment on contingent consideration	1,845	17,277
Loss/(gain) on cross currency swap	–	(14,231)
Transaction related costs	–	4,866
Foreign exchange	4,766	1,994
Amortisation of acquisition related purchase price intangibles and non-compete clauses	15,942	14,004
Accretion	3,662	4,159
Adjusted Net Income	21,796	19,139
Diluted net loss per share	£(0.06)	£(0.21)
Diluted adjusted net income per share	£0.29	£0.26

RECONCILIATION OF CONSOLIDATED ADJUSTED NET INCOME

(£ in 000's)

	HI 2017	HI 2016
Net loss for the period	(20,073)	(9,806)
Share-based compensation	878	546
Independent Committee related expenses	–	1,693
Gain on sale of intangibles	(1,002)	–
Severance costs	–	5,695
Fair value adjustment on contingent consideration	14,701	18,950
Loss/(gain) on cross currency swap	3,534	(18,261)
Transaction related costs	1,315	6,164
Foreign exchange	6,899	2,515
Amortisation of acquisition related purchase price intangibles and non-compete clauses	29,332	26,877
Accretion	7,051	8,195
Adjusted Net Income	42,635	42,568
Diluted net loss per share	£(0.27)	£(0.14)
Diluted adjusted net income per share	£0.57	£0.58