

**SWORD**

UPGRADE YOUR BUSINESS

## Public Offer under takeover code made for Active Risk plc.

Luxembourg, July 11th, 2013

Sword Group has made a takeover offer under the UK takeover code for Active Risk Group plc. which is quoted on the AIM stock market. Sword will bid 35.2 pence per Active Risk share, valuing the company at £11.75M.

This process, if successful, will lead to the eventual acquisition of 100% of the share capital of Active Risk provided we achieve approval of 75% of the Active Risk shareholders under the scheme of arrangement.

Active Risk Group was founded in 1987 and is a considered market leader in the domain of Governance, Risk and Compliance by market commentators.

The company is located in Maidenhead (West London), Washington DC and Melbourne.

In the prior financial year the revenue was £8.2m with loss before tax of £0.5m.

As a result of the overlap between Active Risk and Sword's already existing GRC capabilities, Sword believes cost synergies can be achieved, with the existing directors of Active Risk agreeing to resign on the scheme becoming effective and Active Risk delisting from AIM.

Although the revenue recognition policy is based on perpetual licences, it still generates 65% recurring revenue and is as such the type of business model that fits in with Sword's general criteria.

This acquisition is exceptionally complementary to Sword's current value proposition in this domain which is mainly Compliance based whereas Active Risk Group specialises in the Risk management element of this vertical.

### Sword Group - Active Risk

Strengthening of GRC offering

Sword Acquires Software Company

Sword continues Internationalisation Strategy

### Investor Relations

e [investorrelations@sword-group.lu](mailto:investorrelations@sword-group.lu)

### Sword Group

1,112 staff after acquisition

Euronext Paris - Compartment C

ISIN Code: FR0004180578

ICB: 9530 Software & Computer Services

Indices CAC® Small

CAC® Mid & Small

CAC® All-Tradable

CAC® All-Share

© Sword Group SE

105, Route d'Arlon

L-8009 Strassen

