



Acquisition Survey January 2010

Annual Review of 2009



CFM Corporate Finance is the corporate finance division of Mazars





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Executive Summary



It gives me great pleasure as Head of CFM Corporate Finance, to introduce our 22nd consecutive annual review of M&A activity involving Irish businesses.

As we enter the early days of a new year, 2009 will be remembered as one of the most difficult and turbulent years in generations for both the global and domestic economies. While economic conditions were poor internationally, Ireland, with such an open economy, was one of the worst affected countries because it had to deal with the continuing effects of the global credit crunch, which evolved into a full-blown banking crisis here along with the collapse of a property bubble which compounded a local banking crisis and contributed to a complete undermining of both business and consumer confidence. Ireland was and continues to be in a significant recession, the impact of which has impacted hugely on the merger and acquisition market for Irish businesses. As 2009 unfolded we experienced the continued downward effects on the industry first noted in the second half of 2008. The survey shows that Irish M&A, which now mostly comprises mid-market deals, has reduced by 49% in volume terms when compared to 2008. There were 140 transactions in total in 2009 compared to 276 in 2008 and 287 in 2007. This represents a fall of 51% from the peak of 2007. To put this in perspective, the last time the industry saw volumes at this level was in the mid to early nineties.

In our review of 2008 we commented on the difficulty of basing conclusions on the value of deals disclosed during the year. This situation is

now more acute with more than half of all of deal announcements remaining silent on deal value which is an increase of circa 50% on 2008. The non-disclosures are more likely to be small or medium sized deals. While the key performance indicator is now clearly volume rather than value, it is still important to show the changes in the value of transactions. Despite the lack of visibility on deal values, the raw data shows a very marked reduction in overall deal value from the 2007 peak of €23bn to circa €4.1bn in 2009, suggesting a drop of 52% in value during the year and a staggering 82% from the Celtic Tiger peak of 2007.

It would now appear that a stable level of deal flow has emerged. During 2009 we witnessed an average of 35 deals per quarter, significantly lower than the 59 deals transacted per quarter during the second half of 2008 when the volumes commenced their significant decline from the peak.

Another factor impacting deal values has been the continued absence for the second year of large deals (valued at over €250m). Only 3 such transactions were recorded in 2009 with an aggregate value of €1.6bn compared to 5 deals valued at €3.2bn in 2008. The largest single transaction in 2009 was the €630m acquisition by Johnson & Johnson of an 18% stake in Elan. There were 15 such larger deals valued at €16.2bn in 2007 so in value terms the Irish market has evolved over the past two years to one dominated by smaller mid-market deals.

There were a number of reasons why the volume and value of transactions decreased so significantly during 2009. One of the principle reasons was that the recession deepened during 2009 and big questions were raised over the strength of business fundamentals which lead to a serious lack of confidence in many businesses.

Consumer confidence also hit rock bottom during this period. The outlook of companies changed and they focused more on operational efficiency and delivery than on development activity.

The ability to raise capital and particularly bank funding deteriorated further during 2009 so it became incredibly difficult for companies to raise finance for development purposes. This has undoubtedly affected the levels of M&A activity. As funding multiples reduced further, the cost of funding and commercial terms became more restrictive.

While equity valuations on public markets improved considerably during 2009, private company valuations lagged public market peaks. There was therefore little incentive for companies to sell other than out of necessity in most cases. 2009 saw a huge increase in the number of insolvencies which would have led to changed ownerships. We suspect many of these transactions were not disclosed and therefore passed under the radar of this survey.

If we look at the results for 2009 on a sector basis, there has been a complete fall off in the number of transactions relating to the Construction & Property industry. There were only 19 deals in 2009 which is down from 71 in 2008 and 95 in 2007. The best performing sectors in 2009 were Waste, Energy & Natural Resources and Food, Drink & Agriculture with 24 or 17% and 17 or 12% of total transactions respectively. Both sectors demonstrated some resilience with each dropping circa 26% in volume terms from 2008 levels.

Again during 2009, we saw a trend away from acquisition led activity and towards an increase in disposals by Irish companies. Disposals to non Irish acquirers accounted for 29% of the total number of transactions in 2009 up from 28% in 2008 and 21% in 2007. It would appear that many

Irish companies are raising cash or refocusing resources through the disposal of non-core assets. With a lack of liquidity, and depressed equity values, the only way to raise funds in the current market is often through effecting such disposals. We expect this trend to continue, while current market conditions pertain.

The latter years of the Celtic Tiger era were characterised by the great confidence of Irish businesses as demonstrated by the number of overseas acquisitions. 2009 has been remarkable in the decrease of overseas acquisitions despite what may be regarded as favourable exchange rates in some of our main trading partner countries such as the UK and US. The reduction is principally due to the deterioration in the confidence in Irish business and the ability to raise funds to acquire international businesses. As mentioned previously, 2009 was a year for focusing on operational delivery instead of development activity.

Another factor in the reduction of transactions and valuations has been the significant decrease in private equity deals which were almost exclusively funded through debt. Leverage buy outs of the type seen prior to 2007 seem now to be from a distant era. The global banking system has changed forever. Also, a number of transactions were completed during the Celtic Tiger era based on the property values attached to the businesses but the property bubble collapse has ensured that these types of transactions will not be occurring going forward.

The deteriorated position of the M&A sector is not confined to Ireland and 2009 has been a very tough year globally. On a European wide basis, the volume reduction in 2009 was 55% from the peak in 2007 and 46% lower than 2008. It was an even greater drop on a value basis of 78% from the

Executive Summary (continued)

peak in 2007 and a 66% drop from 2008. During 2009, the total volume and value of transactions in the UK fell by 58% and 69% respectively. The European market faces a number of similar issues to Ireland including a liquidity crisis and a lack of business and consumer confidence but most countries are showing earlier signs of recovery.

The number of transactions completed in 2009 by major Irish corporates reduced significantly. CRH, who have been the most active Irish corporate with regard to acquisitions over the last number of years completed €450m worth of acquisitions in 2009 which was down from €1.5bn in 2008 and €2.2bn in 2007. Their activity levels mirror the significant fall in the industry generally.

In summary, 2009 was an extremely difficult year and this was reflected by the significant fall in the number of transactions. The deal volume was consistently low throughout the year and transaction took place at multiples far lower than their peak of a couple of years ago. It was certainly a period where cash had a premium and asset values remain uncertain. We are still in the midst of a deep recession and there is a liquidity crisis in the real economy.

Looking forward it is hoped that the National Asset Management Agency (NAMA), once implemented, will free up capital and help return confidence to both businesses and consumers. There are a number of indicators suggesting that we are over the worst of the crisis and we should emerge from the recession in the second or third quarter of 2010.

Interest rates are at their lowest on record and should remain at these levels at least until the middle of 2010 which should assist with further recovery in the stock markets during 2010. It still

remains a very long road back to 2007 levels however. Transactions will happen during 2010. It is likely that many transactions will be fuelled by restructuring requirements and strategic opportunities. It is anticipated that a need for consolidation and the divestment of non-core assets will continue. The major changes in the banking sector and the property bubble collapse will prevent deals from being funded exclusively from debt and being based on property values. We also feel that MBO transaction opportunities will arise but can only be executed once the bank lending position improves and with equity backing becomes available. There is reduced competition over the assets and companies are returning their focus to their core businesses which they know best.

A painful transition is still taking place but there will be opportunities for M&A practitioners with the right skills, reach and experience to identify and complete transactions for their clients. There are signs that confidence is beginning to reappear which along with liquidity will be the key factors in determining the timing and extent of recovery during 2010.

I trust you find this edition of the CFM Acquisition survey useful. It will certainly be interesting to see how the market develops in the next 12 months.



Enda Gunnell
Managing Director
CFM Corporate Finance

About CFM Corporate Finance

CFM Corporate Finance is one of the leading corporate finance houses in Ireland, focused solely on providing Irish businesses with specialist advice on acquisitions, disposals, MBOs, MBIs and strategic corporate finance. The team is dedicated to providing professional services and sector-specific advice to acquirers and vendors of mid-sized businesses where transaction values range between €5m and €75m.

Established in 1981 as CFM Capital, CFM Corporate Finance has served clients across a broad range of industries on a wide variety of transactions and projects. Its expertise spans areas such as construction services, business support services, recruitment, media, FMCG distribution, information technology and print and packaging. The team comprises of corporate finance professionals with cross border backgrounds, and is led by Enda Gunnell, FCA.

International Network

The mergers and acquisitions market has become increasingly global, with many assignments requiring cross-border execution ability. CFM corporate finance is the only Irish member of Global M&A, one of the largest and most successful networks of corporate finance advisors with a distinguished record of successful cross-border transactions. Global M&A's 300 plus seasoned corporate finance advisors deliver seamless local and cross border corporate advisory services. Global M&A leverages the full time professional resources, relationships, industry expertise and local knowledge of its senior partners in over 45 locations across Europe, North and South America and Middle and Far East to drive transactions to a successful conclusion. Since 2000, Global M&A has completed over 700 transactions with an aggregate deal value approaching €15B.

The Global M&A network has further augmented its cross-border execution ability by establishing sector teams with a view to leveraging each partner firm's sector-specific knowledge regarding valuations, industry trends, and contacts.



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Irish Acquisition Activity 2009

In 2009, Irish companies spent almost €2bn on 100 acquisitions, compared to €4.8bn in 2008 on 198 deals. However, the deal value for only 46 of the 2009 transactions were disclosed. In keeping with previous years, the most acquisitive company for the year despite depressed construction markets, was CRH plc. During the year CRH plc announced 17 acquisitions and investments, spending over €450m. This compares with 55 deals at a total cost of €1.5bn in 2008.

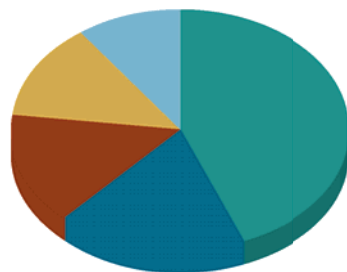
The largest single acquisition of the year was the Bord Gáis acquisition of SWS Natural Resources in December 2009, one of the largest wind generators in Ireland, in a transaction worth over €500m. SWS which employ 50 people at its office in Bandon, Co. Cork operates 179MW of wind generating assets and has an advanced development pipeline of 460MW.

The top 5 acquisitions during 2009 were valued at €1.16bn compared to €1.57bn in 2008 and accounted for 58% of disclosed acquisition spending. These deals were spread across the following sectors; Waste, Energy & Natural Resources, Construction & Property, Food, Drink & Agriculture and Business Services.

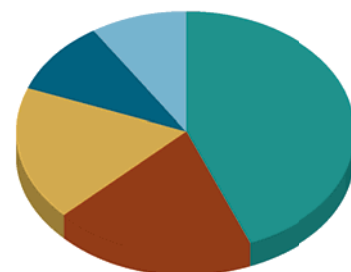
Reflecting the sharp downturn in the Irish economy and the deepening banking crisis, acquisition activity has fallen quarter on quarter when 2009 is compared to 2008.

Acquisition Activity by Location

ACQUISITIONS
Geographical Breakdown by Volume of Deals



ACQUISITIONS
Geographical Breakdown by Value of Deals



100 acquisitions were completed in 2009, showing a 49.5% reduction from the 2008 figure of 198. The analysis of acquisition activity by location shows that although cross-border acquisitions displayed a sharp decline they accounted for 56% of all Irish acquisitions, a significant increase from last year's figure of 39%. In previous years, a higher proportion of the total acquisition activity was focused in Ireland than overseas. Only 15% of transactions were Irish companies acquiring UK companies, with 18% purchasing US

companies, 10% acquiring European companies and 13% of transactions involved the acquisition of companies in the rest of the world.

Top 5 Acquisitions in 2009

Acquirer	Target	Country	Consideration
1. Bord Gáis Eireann	SWS Natural Resources	Ireland	€500m
2. CRH Plc	Jilin Yatai Cement	China	€224m
3. C&C Group Plc	Anheuser Busch InBev (Ire, N.Ire & Scotland)	Belgium	€205m
4. Kerry Group	Breo Foods Limited	Ireland	€140m
5. BOI, AIB, RBOS, Endless Investments, Alliance & Leicester	Vasanta Group Limited	UK	€93m

1. The Bord Gáis acquisition of SWS Natural Resources

As noted earlier, Bord Gáis purchased west Cork-based SWS Natural Resources, one of the largest wind generators in Ireland, in a transaction worth over €500m during December. This acquisition is a significant step in Bord Gáis dual fuel, all-island strategy. Bord Gáis has stated that it will spend €700m in on wind projects in the next 5 years.

2. CRH's acquisition of Jilin Yatai Cement

In January 2009, CRH, the listed, Irish construction company, acquired a 26% stake in Jilin Yatai Cement Investment (Ji Lin Ya Tai Ji Tuan Shui Ni Tou Zi), a subsidiary of Jilin Yatai a listed Chinese cement maker. Jilin Yatai received a payment of €224m from CRH and will retain a 74% stake in the target company. CRH acquired the stake via CRH Northeast China Cement Investment, its wholly owned subsidiary, and CRH will have the right to buy another 23% stake in Jilin Yatai Cement in four to six years.

3. C&C Group's acquisition of the assets of Anheuser-Busch

In August C&C Group Plc agreed to acquire the Ireland, Northern Ireland and Scotland assets of Anheuser-Busch InBev, the listed Belgium based brewer and consumer products company. The acquired assets included Tennent's, a larger brand in Scotland, the Wellpark Brewery in Glasgow, an on-trade loan book of approximately €37.5m and distribution rights to certain ABI brands in Ireland, Northern Ireland and Scotland, including Stella Artois and Beck's. The total implied equity value of the transaction was €205m. The transaction was part of C&C Group's stated strategy to develop its existing business and diversify its portfolio, with potential to increase the position of the Magners cider brand outside its core market.

4. Kerry Group's acquisition of Breo Foods

In March Kerry Group Plc, the global ingredients, flavours and consumer foods group, announced that the Group had completed the acquisition of Breo Foods, a subsidiary of Irish based Reox Holdings Plc for a total consideration of €140m. The acquisition included a portfolio of leading added-value dairy and meat products brands which are household names in Ireland. Breo Foods' brands, including Dairygold, Galtee, Shaws, Roscrea, Mitchelstown, Calvita and Sno, are marketed through retail channels in Ireland. This is designed to complement Kerry Foods' chilled foods branded offering in the Irish market and Kerry's distribution network.

5. BOI and AIB Endless Investments acquisition of Vasanto

In July 2009 AIB and Bank of Ireland along with a consortium of UK banks partnered with UK private equity house Endless Investments LLP to acquire Vasanto Group Limited, the UK based office supplies company for a consideration of €93m. Vasanto has annual revenues of £500m and employs 1,500 people. The syndicate of banks will have a 29% share in Vasanto.

Acquisition Activity by Sector

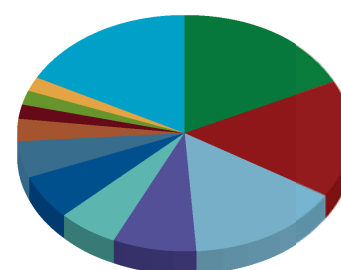
The Construction sector, which in most years completely overshadowed all other sectors in terms of the number of deals completed, dropped from 67 in 2008 to 18 in 2009. This was only marginally ahead of Food, Drink & Agriculture sector (16 deals) and Waste, Energy & Agriculture sector (16 deals) and Waste, Energy & Natural Resources (15 deals). Combined these account for 49% of total transactions during the year.

The largest of the year, Bord Gáis acquisition of SWS Natural Resources for over €500m bolstered the Waste, Energy & Natural Resources sector making it the largest in value terms in 2009 with €621m. It should be noted that CRH spending accounted for 16% of the volume of deals transacted within the construction sector and 91% of their overall value. However, of the 100 transactions during the period, 55% did not disclose the deal value.

Food, Drink & Agriculture

In the Food, Drink & Agriculture sector, Irish companies made 16 acquisitions, spending a total of €883m, compared to 17 acquisitions in 2008, spending a total of €210m. Irish companies spent circa €515m throughout 2009 in the Food, Drink & Agriculture sector. The largest deal, as mentioned earlier was the C&C Plc acquisition of Anheuser-Busch InBev assets, which

ACQUISITIONS
Sector Analysis by Volume of Deals



accounted for a sizeable 40% share of the disclosed deal value in the sector during the year.

As previously mentioned, Kerry Group was also actively shaping its business portfolio for the future, focusing on its key growth areas of dairy and meat products. During the year Kerry Group acquired Breo foods, a subsidiary of Irish based Reox Holdings plc for €140m.

Kerry Group also acquired its Belgian privately held rival Dera the producer of food additives and producer of packaging equipment, Prima SA, the Costa Rican based savoury ingredients and flavours firm and G. Adams Pastry the UK based company engaged in cooked pasta products. These transactions together with two acquisitions Kerry Group made last year (the group purchased Z-Café, a producer of premium coffee flavours and PT Armita, a savoury flavourings business located in Indonesia) are aimed at establishing a strong footprint in the food market in Ireland.

Another significant transaction in this sector was the acquisition of The Gaymer Cider Company Limited by C&C Group Plc from the UK based cider producer Constellation Brands Inc. for a cash consideration of almost €50m. The transaction is in line with C&C Group's strategy to strengthen its position in the UK cider market and broaden the scope of group's cider offerings.

Financial Services

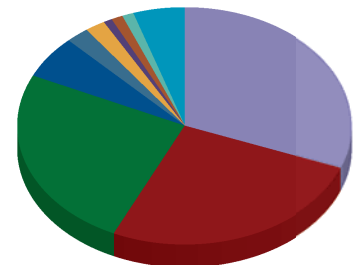
Looking back over the last three years, 7 transactions occurred in 2007 when the economy was booming, this increased to 18 in 2008 despite the economic downturn, In 2009 the number of transactions declined to 6, valued at circa €126m in comparison to a value of €582m in 2008.

Construction & Property

The Construction and Property sector yielded 18 deals in total or 18% in volume terms of all deals transacted in 2009, a significant drop from the 67 deals (and 34%) that were completed in 2008. Irish companies spent circa €1.8bn on these transactions in 2008 compared to €494m this year, however, as in prior years this activity in volume and value terms (as far as disclosed) was dominated by CRH.

The largest disclosed deal amounted to €224m, where CRH acquired a subsidiary of Jilin Yatai, the Chinese based construction company, as detailed above. Of the 18 transactions that occurred, 16 involved CRH. Only 2 transactions involved Irish companies acquiring other Irish companies.

ACQUISITIONS
Sector Analysis by Value of Deals



Waste, Energy & Natural Resources

A total of 15 deals were completed within the Waste, Energy & Natural Resources sectors in 2009, down from the 22 deals in 2008. Despite the decline in activity, the value of all transactions completed increased by 85% to €621m. Of the 15 deals, values for 10 of these were disclosed.

As previously noted the acquisition of SWS Natural Resources by Bord Gáis with a disclosed value of almost €500m bolstered the value in this sector. Bord Gáis also acquired West Durham Wind Farm for an undisclosed value during the period. West Durham Wind Farm is a 12 turbine 24MW wind farm located in the North East of England that started its operations last May. The acquisition is consistent with Bord Gáis strategy of reducing carbon emissions within 12 years and achieving carbon net-zero emission by 2035.

Local Strength with

CORPORATE FINANCE

Leading Advertising Agency

CFM Capital advised the management on acquisition of the business

MBO

Floor2Floor Marketing Ltd.

CFM Capital advised the company on its sale to

Floorwise Ltd

R J Goff & Co Plc

CFM Capital advised the company on its merger with

Doncaster Bloodstock Sales

TJ O'Mahony & Sons Ltd.

CFM Capital advised the company on its sale to

Moritz Holdings

Zamano Plc

CFM Capital advised the vendors on sale of Red Circle to Zamano Plc

Red Circle

Zed Candy

CFM Capital advised the company on the sale of its Mr Freeze business to

Calypso Soft Drinks (UK)

Global reach with

Ci3

CFM Capital advised the company on its sale to

Wolters Kluwer Int. BV
US

Uniphar

CFM Capital advised the company on its acquisition of

Forth Medical
UK

Uniphar

CFM Capital advised the company on its acquisition of

NorthStar Orthopaedics
UK

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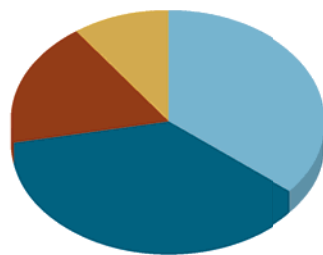
CORPORATE FINANCE

Irish Disposal Activity 2009

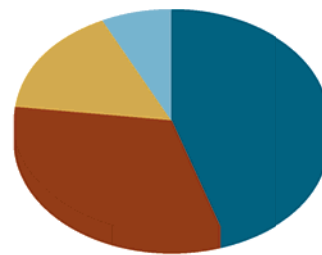
2009 saw a significant decline in disposal activity with the total number of transactions falling to 40 from 78 in 2008, representing a 50% decline. Notably, in only 19 of these transactions was the deal value disclosed. Within these disclosed deals the sales of Irish companies to foreign acquirers fell in value to €1.5bn from €3.8bn in 2008. Given the low level of deal value disclosure in 2009, considerable care must be taken in the interpretation of any deal value trends.

Disposal Activity by Location

DISPOSALS
Geographical Breakdown by Volume of Deals



DISPOSALS
Geographical Breakdown by Value of Deals



Over the last few years, UK based corporates have consistently been the most active buyers of Irish assets. However, 2009 saw the number of transactions undertaken by UK based buyers fall dramatically from 30 in 2008 to 14 (36% of the total number acquired by foreign buyers). In value terms, this was a decline of almost €2bn to €107m in 2009 (The fact that this amounts to only 4% of total disclosed value of deals for the year is an indication of how misleading any value based analysis of this year's deals can be). A number of factors may have contributed to the weaker demand from UK corporate for Irish assets. The weakness of sterling relative to the euro during the year will have played a part in this reduction, so too will the increase in uncertainty regarding company prospects in the Irish market. A further discouraging factor for UK corporate buyers is likely to have been the widespread and prolonged coverage by the UK media of both the rapidly deteriorating Irish economic environment and banking crisis.

Top 5 Disposals in 2009

Acquirer	Target	Country	Consideration
1. Johnson & Johnson	Elan Corporation	USA	€ 630m
2. Endessa SA	Specific assets of ESB	Spain	€ 450m
3. Hellmann & Friedmann	Web Reservations International	USA	€ 228m
4. Cisco Corporation	Palace Foods Limited	USA	€ 175m
5. Petroliam Nasional Berhad	Marathon Oil Corporation subsidiary	Malaysia	€ 136m

1. Johnson & Johnson and Elan Corporation

In July 2009, Johnson & Johnson (J&J) and Elan Corporation Pc announced that J&J had invested USD 1bn (€630m) in Elan in exchange for American Depositary Receipts that represent an 18.4% shareholding in Elan. The companies also announced that J&J had acquired substantially all of the assets and rights of Elan in relation to its Alzheimer Immunotherapy Program through a newly formed investment company. In exchange for the transfer of those rights and assets, Elan received a 49.9% equity interest in the newly formed company. J&J has committed funds for the continuing development of the program. The acquisition of the 18.4% shareholding in Elan represents the single biggest deal involving an Irish entity in 2009.

2. Sale of stake in Generation Unit of the Electricity Supply Board to Endesa SA

At the beginning of the year Endesa SA, the listed Spanish utility company owned by Acciona SA and Enel SpA, acquired 20% of the generation assets of Electricity Supply Board (ESB) for a consideration of €450m. The generation assets acquired comprised two power stations, two peaking plants and two sites, or a total of 1,068 MV already on stream, and two further sites. The disposal is part of the process in opening up the Irish electricity supply market which aims to reduce ESB's market share below 40% by 2010.

3. Sale of Web Reservations International Limited to Hellmann & Friedmann

In November Web Reservations International (WRI), the Irish online hostel and budget accommodation booking company, was acquired by US based Private Equity House, Hellmann & Friedman in a deal that was reportedly valued at circa €228m. This was a successful exit for the founders of WRI which was ten years old and which had grown to provide accommodation in 180 countries around the world and generated net annual revenues of €38m.

4. Sale of Pallas Foods Limited to Sysco Corp

In March Sysco Corporation, the listed US based food distribution group, acquired Pallas Foods Limited, the Irish food distributor, from its founders, the Geary family, for a consideration reportedly in the €175m range. Pallas Foods with manufacturing operations in County Limerick generated annual revenue of circa €200m and employed approximately 500 people.

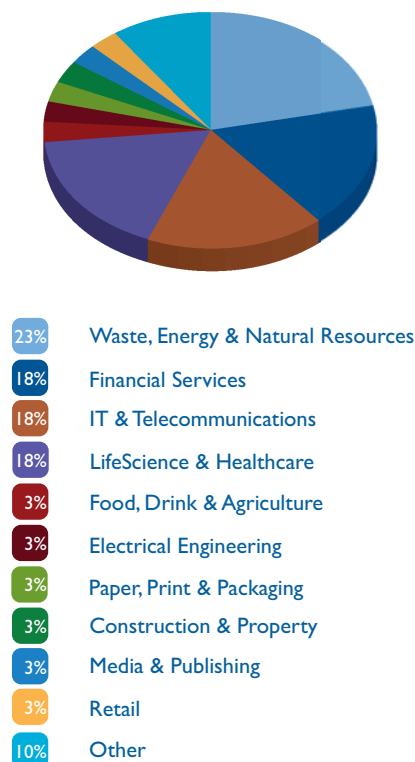
5. Sale of Marathon Oil (subsidiary) to Petronas Limited

In April the Irish subsidiary of Marathon Oil was sold to Malaysian based Petroliaam Nasional Berhad (Petronas) for a total consideration of USD180M. This included Marathon's interest in the Kinsale Head Area, Ballycotton gas fields and its majority stake in the Seven Heads field. However, the deal excluded Marathon Oil's 19% stake in the Corrib Gas field which was sold separately to Vermillion in June 2009. Both transactions were part of a USD 2bn to USD 4bn asset disposal program which Marathon had initiated in mid 2008.

Disposal Activity by Sector

The sector which saw the highest number of deals was Waste, Energy & Natural Resources (23% of total) with nine deals, followed by Financial Services, IT & Telecommunications and Lifescience & Healthcare with seven transactions each (18% of total deals). IT & Telecommunications experienced the most notable drop from 21 in 2008 to seven in 2009. In value terms, Lifescience & Healthcare, mainly due to the J&J/Elan deal, was the highest value sector with €701m in disclosed transaction value.

DISPOSALS
Sector Analysis by Volume of Deals



1. Waste, Energy & Natural Resources

Waste, Energy & Natural Resources was the most active sector in terms of volume of deals, with nine exits and a total value of €626m. Disclosed deal value was also highest with 55% of disposals disclosed. The value of deals in the sector was boosted by two large transactions, the €450m sale of the 20% stake in the Electricity Supply Board's generating assets to Endesa SA and the Marathon Oil disposal to Petronas.

2. Financial Services

Deals within the Financial Services sector accounted for 18% of disposals in 2009 and 30% of total value. seven deals were closed during the year down slightly from eight in 2008. The largest deal in this sector was

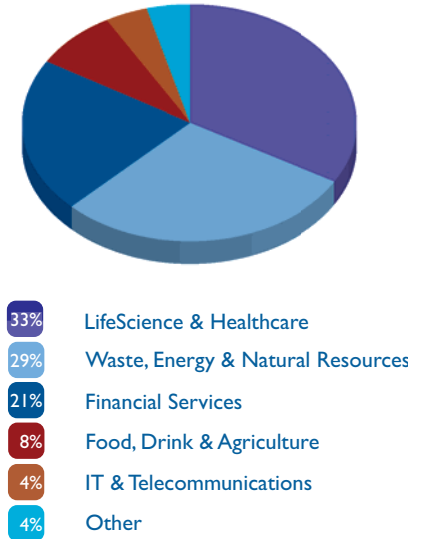
the €123m sale of FEXCO Money Transfer Limited to Western Union.

3. IT & Telecommunications

The number of deals in the IT & Telecommunications sector during the year fell dramatically to seven from 21 in 2008. However, due to the relatively early stage of many IT companies when sold, and the fact that deal values for most deals were not made public, this sector accounted for just 1% of total spending recorded at €19m.

Two transactions were significant in terms of their size, firstly, the €228m sale of Web Reservations as noted above. Secondly, was the sale of Orbiscom Limited, the Irish provider of payments solutions software to MasterCard, the listed US based payments company. Orbiscom was sold by HgCapital, the UK based institutional fund manager and private equity firm, for a consideration of €73m.

DISPOSALS
Sector Analysis by Value of Deals



Appendices

Appendix I - Top 10 Acquisitions by Irish Companies

No.	Acquirer	Target	Sector	Country	Consideration €'000
1	Bord Gáis Eireann	SWS Natural Resources	Waste, Energy, Nat. Resources	Ireland	500,000
2	CRH Plc	Jilin Yatai Cement	Construction & Property	China	224,000
3	C&C Group Plc	Anheuser Busch InBev(Ireland, N. Ireland & Scotland)		Food, Drink & Agriculture	UK 205,000
4	Kerry Group	Breo Foods Limited	Food, Drink & Agriculture	Ireland	140,000
5	Kerry Group	Dera Holding NV, Prima SA, G Adams Pastry	Food, Drink & Agriculture	Belgium, Costa Rica, UK	98,000
6	BOI, AIB, RBOS, Endless Investments, Alliance & Leicester	Vasanta Group Limited	Business Services	UK	92,840
7	C&C Group Plc	Gaymer Cider Company Limited	Food, Drink & Agriculture	UK	49,366
8	DCC	Brogans	Waste, Energy, Nat. Resources	Scotland	47,200
9	Edward Holdings	Erwest Ltd oil terminal	Waste, Energy, Nat. Resources	Ireland	30,000
10	Birchhall Investments	Xtra-vision Limited	Retail	Ireland	28,000

Appendix II - Top 10 Disposals of Irish Companies

No.	Acquirer	Target	Sector	Country	Consideration €'000
1	Johnson & Johnson	Elan Corp	LifeScience & Healthcare	USA	629,885
2	Endesa SA	ESB (generation assets)	Waste, Energy, Nat. Resources	Spain	450,000
3	Hellman and Friedman	Web Reservations Limited	Other	USA	228,000
4	Sysco Corporation	Pallas Foods Limited	Food, Drink & Agriculture	USA	175,000
5	Petroliam Nasional Berhad	Marathon Oil Corporation subsidiary	Waste, Energy, Nat. Resources	Malaysia	136,395
6	Western Union Financial Services	FEXCO Money Transfer Limited	Financial Services	USA	123,100
7	Al Waha Capital PJSC	Aerventure Limited	Financial Services	UAE	103,843
8	MasterCard	Orbiscom Limited	IT & Telecommunications	USA	71,875
9	University of Pittsburgh Medical Centre	Beacon Hospital	LifeScience & Healthcare	USA	68,400
10	Aramark Investment Limited; Aramark Ireland Limited	Veris Plc	Other	UK	46,000

Appendix III - Top 10 Domestic Acquisitions by Irish Companies

No.	Acquirer	Target	Sector	Country	Consideration €'000
1	Bord Gáis Eireann	SWS Natural Resources	Waste, Energy, Nat. Resources	Ireland	500,000
2	Kerry Group	Breo Foods Limited	Food, Drink & Agriculture	Ireland	140,000
3	Edward Holdings	Enwest Ltd oil terminal	Construction & Property	Ireland	30,000
4	Birchhall Investments	Xtra-vision Limited	Retail	Ireland	28,000
5	LearnVantage Plc	Thirdforce Plc	IT & Telecommunications	Ireland	27,000
6	Oasis Group Management (Backed by US PE)	OASIS Group	Business Services	Ireland	25,700
7	Fountain Healthcare Partners/ Seroba Kernal Life Sciences Ltd	Opsona Therapeutics	LifeScience & Healthcare	Ireland	18,000
8	Freshmills Holdings Limited/ Liffey Mills	Drummonds Limited	Food, Drink & Agriculture	Ireland	15,000
9	Noonan Services Group	Federal Security Group	Business Services	Ireland	15,000
10	Top Oil	Fate Park Limited	Waste, Energy, Nat. Resources	Ireland	12,000

Appendix IV - Top 10 Foreign Acquisitions by Irish Companies

No.	Acquirer	Target	Sector	Country	Consideration €'000
1	CRH Plc	Jilin Yatai Cement	Construction & Property	China	224,000
2	C&C Group Plc	Anheuser Busch InBev (Ireland, N. Ireland & Scotland)	Food, Drink & Agriculture	UK	205,000
3	Kerry Group	Dera Holding NV, Prima SA, G Adams Pastry	Food, Drink & Agriculture	Belgium, Costa Rica, UK	98,000
4	BOI, AIB, RBOS, Endless Investments, Alliance & Leicester	Vasanta Group Limited	Business Services	UK	92,840
5	C&C Group Plc	The Gaymer Cider Company Limited	Food, Drink & Agriculture	UK	49,366
6	DCC	Brogans	Waste, Energy, Nat. Resources	Scotland	47,200
7	Paddy Power Plc	Sportsbet Pty Ltd	Hotel & Leisure	Australia	27,200
8	Syncreon (formerly Walsh Western International)	NAL Worldwide Holdings	Business Services	USA	24,320
9	DCC Plc	Shell Direct Austria GmbH	Waste, Energy, Nat. Resources	Austria	18,300
10	Independent News and Media	Verivox	Other	Germany	18,300

Appendix V - Methodology

The methodology adopted for this edition of CFM Acquisition Survey is consistent with that of the 2008 and previous editions. Data in this survey is recorded based on deal announcements made during 2009. Primary information sources for our survey are Mergermarket, leading foreign and Irish news service providers such as Reuters, RTE News, and specific company announcements.

We analyse M&A activity from two different perspectives: Acquisitions and Disposals, whereas a disposal we treat only a sale of Irish business to a foreign investor. In the case of a sale of an Irish business to an Irish business it is treated as an acquisition and not included in the disposals analysis thus preventing double counting.

The survey includes transactions executed outside the Republic of Ireland, only if there was direct or indirect involvement of Irish capital, i.e. a transaction made by US-based company, would be included in the survey where the company was controlled directly/indirectly by major Irish shareholders/investors.

Deals involving the sale or purchase of minority stakes below 30% were taken in to account only if it gave the bidder effective control over the target company. Pure real estate deals are excluded from analysis of M&A activity. Transactions which have been announced but which are subject to approval by the Competition Authority are shown on the assumption that approval will be forthcoming. Transaction considerations are tabulated in EURO's, and are based on disclosed figures or market estimates at the time deal was first announced.

Where the deal consideration was in a foreign currency, the equivalent amount in EURO has been converted using the FX rate at the time when the deal was initially announced. Where the value of a deal was not disclosed it has been included in our M&A volume analysis but, excluded from M&A value analysis. Therefore the total M&A activity in terms of value tends to be understated.

Disclaimer

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