



WHAT IS AIM?

Established in 1995 by the London Stock Exchange, AIM is the international market for smaller growing companies to raise capital.

- ▶ There is no external regulator—regulation is delegated to Nominated Advisors (Nomads).
- ▶ Approximately 1,000 companies are currently listed, with total market capitalization of around US\$113 billion.
- ▶ About 83 percent of companies have market capital of less than US\$160 million.
- ▶ 79 IPOs in 2014, with average fundraising of US\$49 million.

LISTING REQUIREMENTS

- ▶ No minimum free-float
- ▶ No minimum market capitalization
- ▶ No minimum level of profitability
- ▶ No minimum financial history
- ▶ Admission to AIM is determined by a Nomad

DOES AIM ADMIT FOREIGN COMPANIES?

AIM offers a flexible and accessible environment for overseas companies.

- ▶ About 35 percent of companies listed on AIM operate outside the UK
- ▶ Approximately 50 of the AIM-listed companies (>5 percent) are U.S. incorporated companies or US-based operators
- ▶ Other jurisdictions of AIM-listed companies include:
 - ▶ *Europe (about 8 percent)*
 - ▶ *Africa (about 6 percent)*
 - ▶ *China (about 2 percent)*
 - ▶ *Asia Pacific (about 2 percent)*
 - ▶ *Russia / CIS (about 3 percent)*
 - ▶ *India / Bangladesh (about 2 percent)*
 - ▶ *Australia (about 2 percent)*
 - ▶ *Latin America (about 2 percent)*

WHY SHOULD U.S. BUSINESSES LOOK TO AIM?

- ▶ Credible steppingstone to senior capital markets, such as NASDAQ, London Stock Exchange or Hong Kong Stock Exchange
- ▶ Access to wide capital pool in London
- ▶ Exit potential for private equity / venture capital investment
- ▶ Lower listing maintenance costs
- ▶ Light regulatory and corporate governance regimes

WHAT CAN DUANE MORRIS DO FOR YOU?

An initial public offering is a transformative event for any company. In particular, entrepreneur-led and family-owned/operated enterprises are more likely to have issues that need to be addressed in order to get “their stall” ready for the market.

Leading up to an IPO, a number of subprojects need to be finalized (often concurrently), including:

- ▶ Selecting the professional team (e.g., Nomad / broker, reporting accountant)
- ▶ Drafting the prospectus / admission document
- ▶ Preparing and auditing financial information and associated reports
- ▶ Restructuring the corporate group
- ▶ Creating new governance structures
- ▶ Preparing for the roadshow
- ▶ Preparing the organization for life as a public company

For many SMEs, this presents significant cultural, logistical and resource challenges, which can be a considerable distraction for key executives who are managing the crucial day-to-day operations of the business.

Duane Morris has the experience to guide companies through these obstacles, as well as assist in selecting the professional team and managing the process toward a successful admission to AIM.

BUSINESS SECTORS LISTED ON AIM

A number of industries are listed on AIM, including:

- ▶ Mining
- ▶ Oil / gas / cleantech
- ▶ Financial services
- ▶ Software and computer services
- ▶ Healthcare / medical devices
- ▶ Real estate investment and services
- ▶ Support services
- ▶ Media
- ▶ Industrial engineers and transportation

REPRESENTATIVE MATTERS

- ▶ Advised Biofutures International plc (now Graphene NanoChem plc), an AIM-listed company, on its £32.5 million placing of shares. Part of the proceeds of the placing were used to fund the reverse takeover of Platinum NanoChem Sdn. Bhd, a Malaysian company. The underwriter for the placing was Panmure Gordon.
- ▶ Advised Kenetics Innovations on its listing on AIM.
- ▶ Represented NuCoastal Thailand Ltd. in connection with reverse merger with Petroworld Corp. on AIM and Toronto TSX Venture Exchange (now Coastal Energy Company).
- ▶ Advising a variety of non-UK based/incorporated businesses on prospective applications for admission to AIM.
- ▶ Acting for a U.S. biotech corporation on “de-listing” from AIM.
- ▶ Acting for a U.S. corporation carrying on business in Israel as the developer of a new form of protein-therapy delivery in connection with its initial public offering and admission to AIM.
- ▶ Represented the holding company of a People’s Republic of China consumer-electronics chain on its proposed listing on AIM.
- ▶ Represented a Singapore company specializing in radio-frequency identification (RFID), security systems and wireless technologies on its proposed listing on AIM.
- ▶ Represented a Greek shipping company in its initial public offering on AIM.
- ▶ Represented a Chinese agricultural company in its initial public offering on AIM.



OFFICE LOCATIONS AND REACH



UNITED STATES

Atlanta	Los Angeles
Austin	Miami
Baltimore	New York
Boca Raton	Newark
Boston	Philadelphia
Cherry Hill	Pittsburgh
Chicago	San Diego
Dallas	San Francisco
Fort Worth	Silicon Valley
Houston	Washington, D.C.
Lake Tahoe	Wilmington
Las Vegas	

INTERNATIONAL

Hanoi	Myanmar
Ho Chi Minh City	Shanghai
London	Singapore

- > Also satellite offices, including Bangor and Portland, Maine; and Seattle, Washington
- > Alliances in Mexico
- > Leadership position with international network of independent law firms

FOR MORE INFORMATION, PLEASE CONTACT:

RAY SMYTH

Partner

rbsmyth@duanemorris.com
+44.20.7786.2137

DARRICK M. MIX

Partner

dmix@duanemorris.com
215.979.1206

This publication is for general information and does not include full legal analysis of the matters presented. It should not be construed or relied upon as legal advice or legal opinion on any specific facts or circumstances. The invitation to contact the attorneys in our firm is not a solicitation to provide professional services and should not be construed as a statement as to any availability to perform legal services in any jurisdiction in which such attorney is not permitted to practice.