

BD SWISS

Consolidation Paper

01.02.2018

M&A ROAD MAP

BDGold

- A Well Established Gold Trader
- 7 years reputation, number 1 in Austria
- Over 200 Million € in Revenue 2017
- 11 Modern Retail Locations in DACH



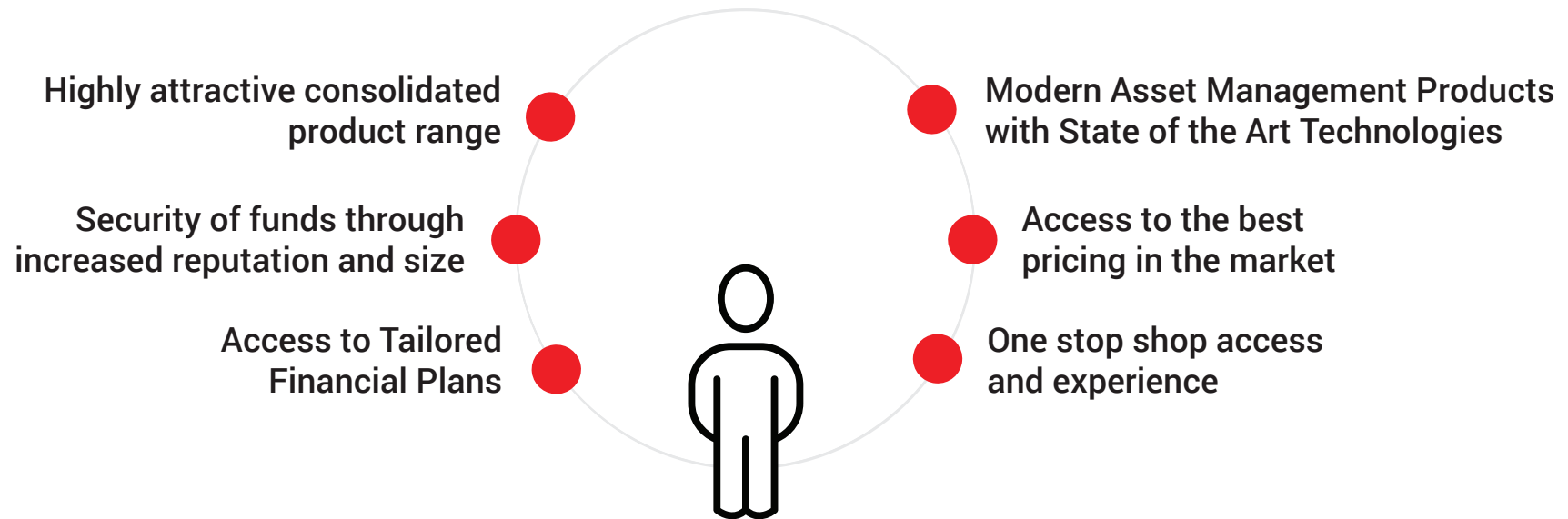
BDTrust

- Licensed Asset Manager
- 10 years reputation
- 1 Billion Euro under management
- 60% retail and 40% institutional funds

BDFinance

- Financial Product Distribution Holding
- 5 Distribution Companies with 10 years exp.
- 1 Billion placed in 2017, 45'000 sales Reps.
- Over 80m Euro in sales commission (2017)

BENEFITS FOR CUSTOMERS



All around Financial Trading and Modern Asset Management from one provider

ABOUT BD GOLD

- A Precious Metal Trader Founded in May 2011 with impressive growth
- 210 Million € Rev. in 2017 with 6.5 million EBIT
- Operating 11 retail branch locations in Austria, German and Lichtenstein
- Market Leader in Austria and top tier precious metal traders in Germany
- Income balanced between Retail, Institutional and Wholesale
- Highly experienced, well-respected management team, good track record
- 54 active staff members (29 in Austria, 22 in Germany, 3 in Liechtenstein)
- Rich and attractive product diversification



Acquisition of 51% for Euro 34 Million
7 Million Euro paid in shares of BDSwiss
27 Million Euro finance through debt

ACTUAL STATUS:

Term Sheet signed, waiting for finance
Expected closure: 30.04.2018

ABOUT BD TRUST

- A Licensed Asset Manager founded in May 2008 in Luxembourg
- Close to 1 Billion under management
- Institutional customer including insurances, mutual & pension funds
- Established Wealth Management for high wealth networks and family offices
- Retail segment with over 40,000 active customers
- Experienced investment banking team with proven track record
- Well established in Luxembourg with spotless reputation
- Own fund issued with Hauk & Auffhäuser



Acquisition of 33% for € 1.3 Million
paid in cash with a clear aim to take over
of 100% for a total of € 3.9 Million

ACTUAL STATUS:

Finalising Due Dilligence,
Expected closure 31.03.2018

ABOUT BDFINANCE

- Holding with 5 Distribution Companies in Germany with an average of 10 years in the market
- 2017 close to 1 billion in sales of financial and insurance products
- Licensed companies with more than a 1,000 strong sales force
- Large sales force with more than 45,000 free sales agents
- Majority stakes in every subsidiary with influence on the sales strategy
- Well established long term relationships with more than 4 million retail customers
- Significant growth potential through well trained and highly motivate sales team
- Internal high demand for new products for distribution



Acquisition of 51% for Euro 4 Million,
1 Million € in a form of cash injection
3 Million € paid in shares of BDSwiss

ACTUAL STATUS:

Finalising Due Dilligence
Expected closure: 31.03.2018

SYNERGIES OF MERGER

- BDSwiss to provide its online marketing “machine” for BD Gold in DACH
- BDSwiss will sell gold products to its one million customers
- BDSwiss will distribute BD Gold products worldwide, especially Asia
- BDSwiss can issue new gold derivatives for customers of BD Gold
- BDSwiss may issue trading credit against customers gold assets
- BDTrust can sell BD Gold products to their long term customers
- BDTrust can issue with BDSwiss new funds for new projects
- BDFinance will sell all of the above mentioned and future products to their customers
- BDSwiss will sell BDTrust retail products online
- Consolidated group reaches 300m + Rev (2018)
- Great Exit opportunities for the group

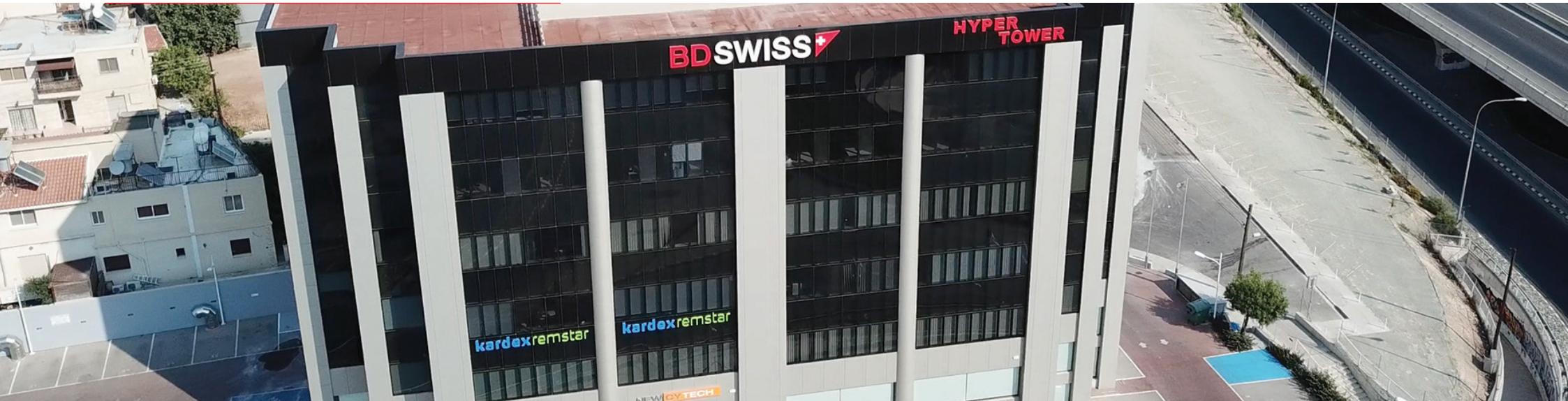


FINANCIAL FORECAST



<i>Profit & Loss Statement</i>	<i>Projections</i>					
	Total 2016	Total 2017	Total 2018	Total 2019	Total 2020	Total 2021
TOTAL SALES BDSWISS	17,139,594 €	16,806,387 €	26,801,048 €	37,131,826 €	47,528,737 €	56,083,909 €
TOTAL SALES BD Gold	162,495,000 €	198,762,000 €	234,278,000 €	265,244,000 €	299,022,000 €	336,065,000 €
TOTAL SALES	179,634,594 €	215,568,387 €	261,079,048 €	302,375,826 €	346,550,737 €	392,148,909 €
COST OF REVENUE BDSWISS	12,148,254 €	12,234,791 €	17,809,623 €	21,228,032 €	27,171,880 €	30,717,809 €
COST OF REVENUE BD Gold	149,847,000 €	183,752,000 €	213,345,000 €	241,588,000 €	272,398,000 €	306,184,000 €
TOTAL COST OF REVENUE	161,995,254 €	195,986,791 €	231,154,623 €	262,816,032 €	299,569,880 €	336,901,809 €
GROSS PROFIT BDSWISS	4,991,340 €	4,571,596 €	8,991,425 €	15,903,794 €	20,356,857 €	25,366,100 €
GROSS PROFIT BD Gold	12,648,000 €	15,010,000 €	20,933,000 €	23,656,000 €	26,624,000 €	29,881,000 €
TOTAL GROSS PROFIT	17,639,340 €	19,581,596 €	29,924,425 €	39,559,794 €	46,980,857 €	55,247,100 €
TOTAL OPERATING COST, FINANCIAL COST BDSWISS	4,364,529 €	5,958,981 €	5,814,951 €	8,020,825 €	9,239,990 €	10,163,989 €
TOTAL OPERATING COST, FINANCIAL COST BD Gold	7,125,000 €	8,191,000 €	9,428,000 €	10,215,000 €	11,122,000 €	12,104,000 €
TOTAL OPERATING COST, FINANCIAL COST	11,489,529 €	14,149,981 €	15,242,951 €	18,235,825 €	20,361,990 €	22,267,989 €
DEBIT BDSWISS	626,811 €	-1.387,385 €	3,176,474 €	7,882,969 €	11,116,867 €	15,202,111 €
DEBIT BD Gold	5,523,000 €	6,819,000 €	11,505,000 €	13,441,000 €	15,502,000 €	17,777,000 €
TOTAL DEBIT	6,149,811 €	5,431,615 €	14,681,474 €	21,323,969 €	26,618,867 €	32,979,111 €

CONTACT DETAILS



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