

Bournemouth, Christchurch and Poole Council NEW SMART PLACE

Investment Prospectus

Invest Together Build Together Grow Together





join us

Businesses Grown Communities Connected

Places Enhanced

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Ruth Spencer Head of Smart Place



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03 THE INVESTMENT OPPORTUNITIES

The portfolio of self-sustaining, scalable opportunities encompassing fibre, 5G, data and apps.



The NEW SMART PLACE is seeking investment of £150m spread across four programmes



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A multiple JV-based structure

supports a variety of investor types and facilitates appropriate Council participation.

05 LOCAL ECONOMIC **GROWTH AND SOCIAL IMPACT**

The NEW SMART PLACE investment opportunities deliver economic and social benefits as well as investor returns and growth.

We are seeking visionary investors who will share our passion for building a Smart Place ecosystem



Adrian Hale Smart Place Strategy and Programming Lead

Graham Farrant Chief Executive, BCP Council







06 BECOME OUR PARTNER

Partner with a local authority to unlock the value of place.

07 FINANCIAL PROJECTIONS

Forecast investment requirements, revenues, costs, profits and returns for each of the four programmes.





Councillor Philip Broadhead Portfolio Holder for Regeneration, Economy and Strategic Planning and Deputy Leader of BCP Council





We present four opportunities to partner with BCP Council to create a financially sustainable, scalable Smart Place ecosystem.

We will build our NEW **SMART PLACE and in** doing so we will create our own rich ecosystem of tech businesses and skilled people.



REAL-WORLD CHALLENGES ADDRESSED BY AN INNOVATIVE DIGITAL ECOSYSTEM

Investment OVERVEW

The "NEW SMART PLACE", created and supported by Bournemouth, Christchurch and Poole (BCP) Council, aims to be a world-leading, financially sustainable, scalable Smart Place ecosystem that can be replicated in other cities and places across the UK and around the world. DEVELOPING SOLUTIONS FOR THE PROBLEMS OF TODAY, AND TOMORROW

By putting place at the centre of a new smart paradigm and partnering with forward-thinking investors, we will co-create value, and share that value equitably between investors and the places themselves.

This prospectus sets out our £150m NEW SMART PLACE Investment Plan. We are seeking visionary investors to join our journey to build the UK's most successful Smart Place ecosystem, who want to be associated with the economic, social and health benefits that our Plan will bring.

Our NEW SMART PLACE Investment Plan comprises four programmes:

- Gigabit Speed Fibre
- 5G Solution
- Place-based Data Insight System
- Place-based Integrated
- Applications

The first deployments will be to the BCP region, with fibre extending across all of Dorset. The BCP region has a population of 400,000, making BCP Council the tenth largest urban local authority in the country. The NEW SMART PLACE business model has the full support of the UK Government, including The Cabinet Office; The Department for Business, Energy & Industrial Strategy; The Department for Digital, Culture, Media & Sport; The Department for International Trade; The Ministry of Housing, Communities & Local Government; The Infrastructure & Projects Authority and Government security agencies.

The NEW SMART PLACE ecosystem is financially sustainable and replicable, unlocks the value of places and supports local value generation.

The NEW SMART PLACE ecosystem is financially sustaining and replicable, unlocks the value of places and supports local value generation.



IN BRIEF

- 01 Within a place there is value that can be unlocked by partnering with a local authority to deliver place-based programmes.
- 02 There are four investable programmes in the NEW SMART PLACE Investment Plan.
- 03 First deployments will be in the Bournemouth, Christchurch and Poole region, with fibre extending across all of Dorset. Programmes will then be replicated in other places.

At the heart of the Plan is the vision to build Smart Places that are financially successful. We will achieve this by launching revenue generating programmes through the creation of joint ventures (JVs) between investors and BCP Council.

Partnering with a local authority allows greater value to be unlocked. This additional value will be shared equitably between investors and places, creating a win-win scenario for all.





With over £3m already invested in R&D, the NEW SMART PLACE Team has delivered technical and commercial innovation, and has assessed opportunities ready to be taken forward.

The NEW SMART PLACE Team is creating digital solutions to improve the lives of residents, the vibrancy of communities and the prospects of local businesses.



02

Our Progress SO FAR

The BCP and Dorset regions are already leading the way in smart and digital technologies, with a range of initiatives that build economic performance, resilience and inclusivity.

Within BCP Council, the NEW SMART PLACE Team is creating digital solutions to improve the lives of residents, the vibrancy of communities and the prospects of local businesses. We've already invested over £3m in R&D and established numerous proof of concept solutions. The Team is ready to discuss building the existing assets, IP and know-how into all the investment programmes.

Projects include:

- Innovative 5G private network deployment in Bournemouth. Within the Lansdowne area, the NEW SMART PLACE Team has created the UK's first open innovation ecosystem using a full 5G platform. This pilot is now being expanded to the Boscombe area.
- Installation of Council-owned fibre in Lansdowne and Boscombe.
- The NEW SMART PLACE
 R&D Consortium. This community,
 comprising over 50 businesses,
 is working together to deliver pilot
 projects and solve real
 challenges with highly
 innovative technologies.

The NEW SMART PLACE
 Challenge Platform. An innovation
 portal that allows consortium
 members to easily access,
 collaborate on and solve
 real-life challenges.

INNOVATION, DIGITAL CONNECTIVITY AND

COLLABORATION ARE AT THE HEART OF OUR EXCITING PLANS

- IoT sensors deployed to measure a variety of parameters including footfall, water quality, air quality, and the wellbeing of vulnerable adults at home.
- 5G Rural Dorset within our partner Dorset Council's region. A ground-breaking £7m research and development programme.
- The first Place-based Integrated Application. The Beach Check App shows crowding levels along 15 miles of beach. It had over 40,000 downloads in its first week.

Through a place-based approach we are driving value creation, sustainable regeneration and economic development.





IN BRIEF

- 01 Over £3m invested in Smart Place R&D in the BCP region.
- 02 Active R&D Consortium with over 50 businesses working together to solve real-life challenges.
- 03 Assets, IP and know-how available for inclusion in all the investment programmes.

The experienced NEW SMART PLACE Team, together with R&D Consortium members, is working on a variety of projects that serve as precursors to the Investment Plan. We have created the UK's first wholly council owned and managed 5G testbed, developing our own IP and expertise in the process. Another notable success is the Beach Check App, which shows crowding levels along 15 miles of beach. This app is our first Place-based Integrated Application, and we are already in advanced discussions regarding national resale.





Summaries of our four investable programmes: Gigabit Speed Fibre, 5G Solution, Place-based Data Insight System and Place-based Integrated Applications.

The NEW SMART PLACE portfolio of self-sustaining diverse programmes provides a unique range of investment opportunities.



The Investment ^{o3} **OPPORTUNITIES**

Our approach to delivering a NEW SMART PLACE is radically different. Whereas most Smart Place programmes are grant funded and face an uncertain future when the funding ends, our approach has been to build in financial sustainability from day one.

The NEW SMART PLACE investment opportunities are split across four programmes. The programmes are complementary and self-reinforcing, with advancements in one driving advancements and increased demand in the others. For example, better data analytics enables new and more sophisticated apps, which increases the demand for network bandwidth. Therefore, an exponential market expansion is created.

For each of the programmes we have completed business model assessments, financial forecasts and where appropriate, high level architectures.

Positive financial returns are built into our NEW SMART PLACE **Investment Plan in three ways:**

- We prioritise revenue generating activities.
- · We will develop our solutions as productised offerings that can be resold to other places. The business model is therefore highly scalable and deployment to the BCP region should be viewed as the first step in achieving a much wider ambition.
- By creating solutions for local people and businesses we can leverage a place-based ecosystem whereby we can readily cross-promote services.

By creating a partnership between a local authority and forwardthinking investors, we will unlock the value of places, and share that value equitably between investors and the places themselves.

THERE HAS NEVER **BEEN A BETTER TIME** TO MAKE PLACES SMARTER, MORE **EFFICIENT, AND** SUSTAINABLE



deployment to the BCP region should be viewed as the first step in achieving a much wider ambition.



- 01 The NEW SMART PLACE ecosystem comprises four investable programmes.
- 02 For each of the programmes we have undertaken business model assessments and financial forecasts.
- 03 The programmes are complementary and self reinforcing, with growth of one supporting growth of the others.

The business model is highly scalable and

Our four programmes will co-create value that will be shared between investors and places. Solutions will initially be deployed to the BCP region but will be built in such a way that allows them to be scaled through resale to other places.

The NEW SMART PLACE portfolio of self-sustaining diverse programmes provides a unique range of investment opportunities including hard infrastructure, big data analytics and software.

Gigabit Speed ^{3.1} FBRE PROGRAMME

The UK is one of the fastest growing full fibre investment markets in Europe, as both the UK government and businesses catch up with the proven demand and investment performance demonstrated in mainland Europe.

17% IRR (20Y NOMINAL PRE TAX)

INNOVATION AT THE HEART OF OUR PLANS

WE WANT EVERYONE TO BENEFIT FROM WORLD-CLASS CONNECTIVITY

The full fibre market in the UK is extremely active with 80% of current UK demand requiring new services over the next 20 years. This is currently valued at over £12bn.

While the UK claims overall that 19% of households can receive fibre to the premise (FTTP) services this compares unfavourably with leading European countries. For example, 80% of Swedish households can connect to fibre services.

The UK Government's ambition is to accelerate the rollout of gigabit speed fibre (achieving 85% coverage by 2025 - reduced from an original target of 100%), but neither the existing market nor aovernment support is sufficient to go at the pace required by existing demand, let alone future demand. Therefore there is a clear gap in the market.

The NEW SMART PLACE programme will build a 400km active full fibre wholesale network with 17% of the route in the BCP region and 83% covering the wider, more rural, Dorset region. It will provide Gigabitcapable connectivity in line with Government plans.

The route connects cities, towns, business parks, hospitals and major centres of demand. It includes unique intelligence in planning processes, prioritised development zones and consideration of the Dorset Local Industrial Strategy. A total of 210 points of interest have been identified and mapped.

The Dorset region's experience with private sector deployment of "Superfast" (defined by DCMS as download speeds of at least 24Mbps) broadband has been ad hoc, with no long-term partner to date. High density locations have historic partial services and the way is clear for a region wide strategic investment partner to both fully cover the expanded BCP principal city region and, importantly,

£60M

APPROXIMATE INVESTMENT REQUIREMENT

connect to the underserved, semirural and rural areas. Demand in the latter is urgent due to being excluded and consequently suffering from both poor mobile as well as slow fixed-line broadband connectivity.

Delivery of the main fibre route itself is broken into two phases:

- Phase A Covers Bournemouth, Christchurch and Poole, stretching north to Blandford Forum, Verwood and Alderholt, and west to Swanage, Dorchester and Weymouth.
- Phase B covers the rest of Dorset, with the route going along the coast to West Bay, Bridport and Lyme Regis, and north to Yeovil, Sturminster Newton and Gillingham.

The fibre route will leverage existing public sector owned ducting and is optimised to supply areas of known or potential demand.

3.2

56 Solution Programme

IDC forecasts that revenue attributable to the sales of private LTE/5G infrastructure will grow from \$945m (£695m) in 2019 to an estimated \$5.7bn (£4.2bn) in 2024 with a five-year compound annual growth rate of 43.4%. Considerable demand is anticipated from the emergence of 5G technologies particularly around time-critical services and machine-to-machine connectivity.

The 5G Solution Programme will provide value-added data communication and networking services and help drive the digital economy for Dorset, the UK and beyond. It will design, procure, build, commission, and maintain private 5G network services to clients, such as those who wish to make use of new 5G service features in manufacturing, advanced technology, services etc.

Core aspects of the programme will comprise:

- Infrastructure the design and deployment of locally optimised 5G private networks for businesses and innovation parks, and organisations who want to benefit from 5G managed services.
- Private 5G network operations and management.
- Legal agreements with respect to radio spectrum provider regulations.
- Security and governance the controls and processes in place to ensure secure 5G networks.

17% IRR (20Y NOMINAL PRE TAX)



PROCESSES IN PLACE TO ENSURE SECURE **5G NETWORKS**

- Deployments optimised for local needs and helping drive demand for the Gigabit Speed Fibre Programme.
- Customised billing management – the capability to measure usage and charge clients flexibly and appropriately for a wide range of mobile, wireless and optimised data services.

The NEW SMART PLACE Team has already created its own 5G pilot private network, the only one of its kind in the UK, so has considerable experience and knowledge in this area.

Place-based DATA INSIGHT 3.3 SYSTEM PROGRAMME

VENDORS HELPED ASSESS THE MARKET CAPABILITY IN THIS AREA THROUGH AN EARLY MARKET TECHNICAL **EXERCISE (EMTE)**

17% IRR (20Y NOMINAL PRE TAX)

In the UK alone, market value of data and smart data platforms is valued at over £54 billion. Data is a resource that can transform the capability of a place, enabling the development of systems, services and supporting informed decisions.

Data can be used in real time, from sensors, applications and IoT devices, but also to develop longer-term plans to improve the wellbeing of citizens, communities and businesses.

The Place-based Data Insight System will ingest and analyse data at scale. The Council aims to share data acquired via its region-wide data collecting assets operating in areas such as transport, health, environment, transport, air quality and energy.

Our hyper-secure Data Insight System will enable insights that would not otherwise be possible, whilst putting individuals in control of their data. It will be leveraged by applications and services both in our Place-based Integrated Applications and external to them. It will underpin all aspects of Smart Place and be an effective platform that forms the foundations upon which Smart Place solutions are built.

"READY TO GO" GOVERNANCE FRAMEWORK WILL **BE HIGHLY** ATTRACTIVE TO CUSTOMERS

Post BCP region deployment, our intention is to resell the system as a product plus services offering to other regions. We will take a standards-based approach to the system design to ensure interoperability, with particular focus on the BSI Publicly Available Specification (PAS) standards.

Revenue within a place will be derived from selling data access licences and data scientist development licences. Sales to other regions will be in one of three formats:

- Product sale and deployment service onto customer hardware.
- Product sale, deployment service, ongoing management
- Consultancy only.

We will put security and privacy at the core of what we do, ensuring that citizens' and customers' rights remain fully protected. The Data Insight System will be secure by design and we are already engaged with UK security agencies who will provide input and guidance.



APPROXIMATE INVESTMENT REQUIREMENT

service hosted by us (PaaS).

Similarly, effective data governance is of considerable importance, and the ability to deploy our Data Insight System with a "ready to go" governance framework will be highly attractive to customers.

Our public engagement survey shows broad local support for the provision of the kind of enhanced services that the Data Insight System enables.

We have engaged with a representative sample of vendors to help assess the market capability in this area through an Early Market Technical Exercise (EMTE). The aim of the exercise was to enable a better understanding of the technical delivery options proposed by each vendor, and to gather information for each option. This included information about big data technology, implementation, operation, risk, security, data governance, outline envelope costs, and previous deployments (if any), to help validate the cost projections for the Place-based Data Insight System.

3.4

Place-based NIEGRATED APPICATIONS PROGRAMME

27% IRR (20Y NOMINAL PRE TAX)

Cities across the UK are faced with an unprecedented challenge to their traditional social and economic model. This is having a critical impact on funding of vital services for communities. The relentless drive of multinational online paradigms continues to take the benefits of economic activity outside of local areas.

> **GIVEN THE CHOICE** LOCAL PEOPLE SHOW A CLEAR PREFERENCE TO "BUY LOCAL"

Given the choice local people show a clear preference to "buy local", as seen in BCP Council's recent public engagement survey.

Our Place-based Integrated Applications Programme will deliver a unique digital portal that allows citizens, organisations and visitors to engage with their "Place". It is firmly based on the principle of putting place at the heart of a new way of presenting, interacting and commercially defining retail, hospitality, social and tourism models. Central to the proposition is the idea, supported by BCP Council's research, that a trusted suite of applications, for both visitors and local citizens to use, will attract significant usage and in turn drive transactions which put revenue back into good causes within the local community.

The use of local authority branding will inspire trust in and adoption of the portal. Local knowledge and local data will enable our applications to provide richer and better experiences than apps that offer similar services on a national or global basis.

A technical and commercial framework will allow trusted third party application providers, local retailers, hospitality providers and other service providers to organise local offers using a data-driven model, leveraging their superior knowledge of the local environment and community aims. This "offers engine" will provide a new way for citizens and visitors to engage with local businesses with the active support and encouragement of local authorities.

The portal will host its own new applications and services, and it will also be an open portal in which other developers can publish applications, supporting developers with governance, data protection, and security protocols. It will optionally leverage intelligence from the Data Insight System, in order to present personalised and relevant content to each user. For example, visitors will see a different, but overlapping, set of applications and content compared to residents.



INVESTMENT REQUIREMENT

Examples of the kind of activities that the portal will provide include local social media groups, visitor information, transport, eCommerce, venue booking, hotels, and restaurants.

The power of the portal is in its network effect. Useful services, including socially beneficial apps, such as visitor information, will drive more users to the platform. Once there, they will be encouraged to engage with the other apps and services offered, driving far higher uptake than apps offered in isolation.

Once developed, the intention is to offer the portal as a hosted service to other places for free, with revenue being shared between our operating company and the place.





We propose a simple yet flexible structure of one JV per programme, with the exact nature of delivery organisations dependent on discussions with investors. The anticipated timeline sees JVs becoming operational in Q2 2022.

The Team will bring a dynamic, open and innovative attitude to early discussions to ensure all possible value is captured and embedded in the portfolio opportunities.



DIGITAL TECHNOLOGIES DRIVING PRODUCTIVITY GAINS

Delivery Organisations' STRUCTURE &

The NEW SMART PLACE Team has a collaborative and partnering approach to forming joint investments with prospective investors.

The Team will bring a dynamic, open and innovative attitude to early discussions to ensure all possible value is captured and embedded in the portfolio opportunities.

The exact type of legal entities and delivery organisations will depend on discussions with investors, risk appetite, the funding model(s), and the need for operational flexibility. Workshops conducted by the Team with interested investors will be used to tease out the appropriate ownership/delivery model. We propose a multiple special purpose vehicle (SPV) model since our four programmes are different in business nature, and also because different project types may appeal to different types of investors. A separate JV will operate for each of the four programmes. Should a single investor become sole investor in more than one programme then we can reduce the number of JV companies accordingly. There is flexibility as to the nature of funding, which will also be determined in investor discussions.

To facilitate Council participation, we anticipate creating a holding company which will represent Council interests. This holding company will be 100% Council owned: all inward investment will be made directly into the JV companies.

IN BRIEF

- **01** One JV will be created for each programme.
- 02 A holding company will represent BCP Council's interests.
- 03 The exact form of the JVs will be determined in future investor discussions.

We may reduce the number of JVs should one investor wish to invest in multiple programmes. The NEW SMART PLACE Team will work with investors to establish the exact form the JVs will take. Subject to satisfactory completion of procurement formalities our target is to have the JVs operational in Q2 2022.

The exact type of legal entities and delivery organisations will depend on discussions with investors, risk appetite, the funding model(s) and the need for operational flexibility.

TIMELINE



05





OVERVIEW

Digital enablement of businesses drives economic growth and partial Council ownership of JVs allows a share of profit to be used to deliver social impact.

Our programmes will deliver strong economic and social benefits aligned to ethical and corporate responsibility objectives.



05

Local Economic GROWTH SOCIAL IMPACT

The NEW SMART PLACE delivers social benefits primarily as a result of the profit share that our business model distributes to places. A local authority (or its designated intermediary) may then use this revenue, which it would not otherwise have had, in the provision of local services of greatest social impact.

The Place-based Integrated Applications business model also encourages the development of community-benefitting applications such as visitor information and community volunteering because they drive user adoption.

Once the Place-based Data Insight System is operational, the cost of performing socially valuable data analysis is low, and this service could be offered at cost to eligible organisations such as charities, the public sector, and volunteer groups.

The benefits of the NEW SMART PLACE programmes go beyond investor returns and growth. Our programmes will deliver strong economic and social benefits aligned to ethical and corporate responsibility objectives. Local economic benefits include:

- · Up to 3.2% increase in new businesses operating in an area as a result of Gigabit Speed Fibre and 5G.
- Local authorities gaining the ability to implement more innovative public service delivery whilst driving down costs.
- Significant productivity enhancements, for example increasing manufacturing productivity through Industry 4.0 and 5G.

- · Encouraging new business start-ups and existing business relocations.
- Additional tax/rates revenues for local authorities.
- · Developing skills to drive higher employment and productivity.
- Enabling new working practises, such as teleworking in rural and urban environments.
- · Delivering the 'digital by default' objectives of UK central government.
- Secondary benefits in reducing emissions by smart management, smart transport systems and smart energy.
- · Cost savings for public sector use of infrastructure.



LEADING OUR

FUTURE

COMMUNITIES TO A SUSTAINABLE



- 01 Programmes underpin place-based economic growth and social benefits.
- 02 Fibre and 5G in particular enable higher productivity and new business models.
- 03 A place's share of profit can be used to deliver social impact.

Infrastructure enhancements. such as full fibre connectivity and availability of 5G, drive economic growth as they increase productivity and enable new business models. Socially valuable data analysis and community focused integrated applications deliver social benefits to citizens, whilst driving up platform usage.

The business model also encourages the development of community-benefitting applications such as visitor information and community volunteering.





By partnering with forward-thinking investors, we will unlock the value of places, and share that value equitably between investors and the places themselves.

Our NEW SMART PLACE Investment Board is ready to speak to interested parties who share our vision for improving places.

06



Become OUR PARTNER

We will engage investors through a compliant and efficient process that meets our statutory obligations and allows us to have the widest possible inclusion of interested parties.

We want to invest alongside experienced private sector investors with a strong track record in creating value through investment into early stage, high growth vehicles.

We also value investors with strong expertise in construction and operational risk transfer/ management, optimising both delivery phase value and exit valuations.

We would like to speak to both pure finance investors and "tech partner" investors with expertise or delivery capability. We will engage investors through a compliant and efficient process that meets our statutory obligations and allows us to have the widest possible inclusion of interested parties. The intention of the Council is to use this early engagement period to allow us to refine our programmes, models and requirements.

Any subsequent partnerships entered into by the Council with third parties will be subject to appropriate procurement, as required.



IN BRIEF

- 01 We want to partner with investors who share our vison for improving places.
- 02 We would like to speak to both pure finance investors and "tech partner" investors.
- 03 Our NEW SMART PLACE Investment Board is ready to speak to interested parties.

Following the publication of this prospectus we will enter an early engagement period to allow discussions with investors that will inform the details of the approach to be taken. Following the engagement period we may run a procurement exercise, as required by our statutory obligations.





We have modelled the four programmes out to 20 years and present forecasts for years 5, 10 and 20.

Cost, revenue, profit and IRR projections are provided and more detailed models can be supplied on request.



FINANCIAL PROJECTIONS

Summary financials for the **Gigabit Speed Fibre Programme**

APPROXIMATE INVESTMENT REQUIREMENT £60M

Annual cost estimates	Year 5 c£3.0m	Year 10 c£7.0m	Year 20 c£18.9m
Annual revenue estimates	c£8.7m	c£22.6m	c£84.9m
Annual net profit	c£5.7m	c£15.6m	c£66.0m
IRR (nominal pre tax)	N/A	2%	17%

Summary financials for the **5G Solution Programme**

APPROXIMATE INVESTMENT REQUIREMENT £27M

Annual cost estimates	Year 5 c£20.9m	Year 10 c£23.8m	Year 20 c£29.5m
Annual revenue estimates	c£24.0m	c£34.0m	c£49.3m
Annual net profit	c£3.0m	c£10.2m	c£19.8m
IRR (nominal pre tax)	N/A	6%	17%

Summary financials for the Place-based Data Insight Programme

APPROXIMATE INVESTMENT REQUIREMENT £24M

Annual cost estimates	Year 5 c£8.2m	Year 10 c£11.2m
Annual revenue estimates	c£6.7m	c£19.0m
Annual net profit	c-£1.5m	c£7.8m
IRR (nominal pre tax)	N/A	-3%

Summary financials for the Place-based Integrated Applications Programme

APPROXIMATE INVESTMENT REQUIREMENT £31M

Annual cost estimates	Year 5 c£8.8m	Year 10 c£16.9m
Annual revenue estimates	c£6.2m	c£36.6m
Annual net profit	c£2.6m	c£20.0m
IRR (nominal pre tax)	N/A	4%

Year 20

Year 20



DISCLAIMER

This document has been prepared by Bournemouth Christchurch and Poole Council (the Council) with the assistance of Bevan Brittan LLP (the Council's Legal Adviser) in connection with a soft market testing exercise regarding the possible creation of a one or more partnerships in a new corporate group for the delivery of a set of programmes, projects and associated management that are being actively worked on to deliver a "smart place" within and outside the Council's administrative area (collectively the Smart Place Programme).

This document is provided for information purposes only to prospective partners (each a Recipient) for the sole purpose of assisting them in deciding whether they wish to proceed with further investigations into the Smart Place Programme. This document is not intended to form the basis of an investment decision or a decision to enter into any transaction with the Council. Neither this document nor its delivery to any Recipient will or is intended to constitute or form part of any offer to sell, or a solicitation of any offer to buy, any securities of any person or any part of its business or its assets, nor shall this document or any part of it form the basis of or be relied on in connection with any contract for the sale of any securities of any person or any part of its business or its assets.

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All communications, enquiries and requests for information relating to this document should be addressed to the nominated representative at the Council, whose details can be found below (and as may be updated from time to time and notified in writing to the Recipients) (the Council's Representative). Apart from contacting the Council's Representative, no Recipient (or anyone on behalf of a Recipient) should approach or contact any councillor, officer, director or employee of the Council or any subsidiary or any suppliers or customers thereof directly or indirectly without the prior written consent of the Council. Queries to be addressed to:

Ian Woodgate Smart Place Commercial Lead Email: ian.woodgate@bcpcouncil.gov.uk

This document and all other documents and information will be prepared in the English language. All subsequent discussions, negotiations, partnership arrangements and/or vehicles and any procurement exercises will be subject to English Law and the exclusive jurisdiction of the English courts.





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