



Waterman Group plc

WATERMAN INVESTMENT CONTINUES WITH EUROPEAN ACQUISITION

Waterman Group plc (“Waterman”), one of the UK’s leading multi-disciplinary engineering and environmental consultancies, is pleased to announce that it has completed the acquisition of 100% of the share capital of Technical Computer Applications NV, (“TCA”) a consulting engineer specialising in the design and management of civil and structural engineering projects. TCA is based in Brussels, Belgium with a branch office in Bucharest, Romania. This acquisition is part of Waterman’s strategy of investing in sectors and regions that will deliver long term growth.

Founded in 1981, TCA is a leading civil and structural engineering consultant in Belgium. The Company employs 37 staff and has established a wide-ranging client base throughout the Benelux Countries. The company name has been changed to Waterman TCA NV and the current directors, Jean Tisseghem and Christophe Didisheim will remain on the new board. Jean Tisseghem has been appointed as Managing Director. Two Waterman International directors, Simon Harden and Arthur Austin have also been appointed to the new board.

In the year ended 31 December 2002, TCA made an operating profit of Euro 125,000 (£87,000) on a turnover of Euro 1.92 million (£1.34 million). Results for the six months ended 30 June 2003 are expected to be in line with last year and the forward order book is healthy. As at 31 December 2002, TCA had net assets of Euro 592,000 (£412,000).

Total consideration for the acquisition comprises the aggregate of:

an initial consideration of Euro 1.0m (£696,000), subject to a net asset value adjustment, to be satisfied in cash; and

a deferred consideration up to a maximum of Euro 425,000 (£296,000) which will be payable in cash depending upon the pre-tax profits earned by the Company during the next five years.

TCA is a high quality engineering consultancy, working on a number of large and prestigious projects for leading Belgian and international development companies. Current projects include:

- The Corporate Village - a multi-phase business park (200,000 m²) near Brussels airport. Client: Holdinter, Kairos & KVH
- LEX 2000 - a conference centre and office complex (84,000 m²) for the E.U. Client: SEL
- Tour Madou - refurbishment of 33 storey office tower with new extensions. Client: IVG
- Tour Botanique - refurbishment and new office tower (30,000 m²). Client: Bernheim Comofi
- Espace Kirchberg - new office development in Luxembourg (80,000 m²). Client: CODIC Atenor Leasinvest

As part of the Waterman Group, TCA will provide access to the European market for multi-discipline engineering services and the established base in Romania will provide new opportunities in the EU accession countries.

Bob Campbell, Managing Director of Waterman said,

“ I am delighted to announce this acquisition. TCA represents an excellent platform for the development of the Group’s multi-discipline engineering services in Europe. The Romanian office will enable us to offer a wide range of engineering services to our existing and new clients in the EU accession countries where we expect to see considerable growth in the construction market.

” I am also delighted that Jean Tisseghem and Christophe Didisheim have agreed to remain as directors of the company and we look forward to working with them to develop the business in the future.”

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Date: 2 July 2003

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