

17 March 2009

NEXUS MANAGEMENT PLC
(AIM: NXS)

Acquisition of the business, assets and certain liabilities of Scott Technology Corporation and a Placing

The Board of Nexus Management Plc ('Nexus' or 'the Company'), the AIM quoted provider of specialist IT Managed Services, announces today the acquisition of the business, assets and certain liabilities of Scott Technology Corporation ("STC").

STC is a recently formed company created for the purpose of facilitating a management buyout of a business and certain of the assets of Resilience Inc. ("Resilience"). Resilience is a US company which develops technology infrastructure, in particular firewall solutions, specifically for large corporates. Its client list includes blue chip companies from both the US and Europe. The business and assets being acquired generated pro-forma unaudited operating profits, before management charges, of circa \$800,000 for the year ended 31 December 2008 and the book value of the assets, net of assumed liabilities, being acquired at the year end was \$1 million.

The Directors of Nexus believe the acquisition will be cash generative in the short to medium term and earnings enhancing in the year ending 30 September 2010.

In order to effect the acquisition the Company has established a new subsidiary company which will be called Resilience Technology Corporation ("RTC").

The total cash consideration is \$1.8 million. The acquisition is being funded by way of a \$320,000 payment on completion and the assumption of an \$80,000 existing liability of STC. The balance is to be satisfied by a vendor loan note ("Vendor Loan Note"). The Vendor Loan Note is repayable as to \$150,000 by 31 March 2009, \$500,000 by 30 April 2009 and the balance by 31 October 2009. The Company also anticipates advancing \$200,000 to RTC in the short term to provide additional working capital.

The initial \$320,000 payment was satisfied from the Company's existing cash reserves and new un-secured loans amounting to \$81,750. The terms of the un-secured loans are as follows:

- The un-secured loans are to be made to Nexus Management Plc.
- Interest is payable as to 1 per cent per month for the first three months following drawdown rising to 1.5 per cent. per month for the next three months and two per cent. per month for the next six months. The interest will be paid monthly.
- The loans can be repaid at any time during the term at the option of Nexus Management Plc without penalty.

Roger Richardson, Chief Executive of the Company, will be providing \$70,000 of the loan and Jeremy Lister, non-executive Director, will be providing \$11,750. Their participation constitutes a related party transaction under the AIM Rules. The independent directors of Nexus, having consulted with the Company's nominated adviser, consider that their participation is fair and reasonable insofar as the Company's shareholders are concerned.

Included within the liabilities of STC that are being assumed as part of the acquisition is an unsecured loan of \$80,000. The loan is repayable by 30 April 2009 and interest of 5 per cent is payable on the redemption of the loan.

In order to assist the Company in meeting the initial repayment of \$150,000 due under the Vendor Loan Note the Company has today placed 24,120,989 new Ordinary Shares at 0.83p per share to raise approximately £200,000 before expenses for the Company.

The following directors have subscribed in the placing and the details of their subscriptions and their resultant shareholdings are set out below:

Name of Director	Number of Placing Shares	Shareholding following the Placing	Percentage of enlarged issued share capital following the Placing
Peter Paterson	120,482	80,124,245	8.84%
Roger Richardson	120,482	41,787,149	4.61%
Peter Weller	120,482	850,482	0.09%
Boris Adlam	1,754,724	39,298,041	4.34%
Graham Stoddard-Stones	120,482	79,884,809	8.81%
Jeremy Lister	800,000	2,050,000	0.23%

The balance of the Vendor Loan Note repayments are expected to be satisfied through asset-backed bank finance which is to be secured against the assets, principally debtors and inventory, to be acquired from STC and from cash generated by the Company's trading businesses.

In the event that the Company is unable to satisfy any of the payments due under the Vendor Loan Note the Company will be charged a fee of \$25,000 per month and interest on the total outstanding balance of 0.5 per cent per month.

The Placing is conditional upon admission of the new Ordinary Shares to trading on AIM. Admission is expected to become effective and dealings are expected to commence on 23 March 2009.

In addition, the Company will issue up to 78.75 million new Ordinary Shares at 1p per share to STC. These shares will be issued in three equal tranches based on the achievement of certain performance criteria linked to the profit before taxation of RTC in the three years following completion.

Furthermore, STC will be granted share options representing up to 21 per cent of the shares in RTC ("the RTC Share Options"). The RTC Share Options will be granted in equal installments over a 3 year period and will vest immediately on grant. The options will be capable of exercise from the date of vesting until the third anniversary of the acquisition. The exercise price of the options values RTC at \$1.8 million.

At the end of the three year period, if RTC has not been sold, the holders of the RTC Share Options will have the right to convert these options into shares in Nexus. The number of new Nexus Shares to be issued will be calculated as to 42 per cent of RTC's EBITDA for the 12 month period ending on the third anniversary of completion divided by the average middle-market price of a Nexus Share during the same period. The number of new Nexus Shares will be subject to a cap of 19 per cent. of the issued share capital of Nexus.

The Company has also agreed that in each of the three years following the completion of the acquisition STC will be entitled to receive a cash bonus based on RTC achieving certain levels of profits before taxation.

Pete Paterson, Chairman, Nexus Management plc, commented:

“I believe the Resilience product offering and the quality of its management team will fit neatly into the Nexus portfolio of products and companies. The acquisition will allow Nexus access to the Network Security market. We intend to enhance the current Resilience product range and will seek to run the company as it has been run to date with the help of its existing management team.

Resilience is able to deliver first class performance and support to its customer base through a combination of high availability and remote automation. It is this automation that sets its products apart from its competitors in the market where reliability and performance are the key criteria.

We are also excited about the opportunity of supplying, through our extensive distribution network, the SME market with the impressive product range offered by Resilience.”

Sean Scott, CEO of the newly formed Resilience Technology Corporation added:

" It would have been hard for us to find a better strategic fit than Nexus. We bring Nexus a top of the line network security product which is a perfect complement to their existing product suite. Our respective business models are both driven by ongoing customer support as a major part of the client offering.

To date we have targeted a blue chip customer base, but the availability of the Nerd Force franchise network gives us the ability to target the SME client base cost effectively as will Venue's targeted marketing to B2B customers in the future.

We will be able to use the Nexus/Nerd Force 24/7 help desks and call centres in the UK, US and Austria for our level 1 and 2 support needs. Both companies have a similar sales split between the US and Europe which bodes well for a seamless integration of Resilience into the Nexus group of companies. My team and I are looking forward to a long and profitable partnership and are very excited about the immediate future."

---ENDS---

Enquiries:

Nexus Management Plc
Roger Richardson, Chief Executive

Tel: 01862 812 107

John East & Partners Limited (Nomad)
Simon Clements/David Worlidge

Tel: 020 7628 2200

Hybridan LLP (Joint Broker)
Claire Louise Noyce/Stephen Austin

Tel: 020 3159 5085

Rivington Street Corporate Finance (Joint Broker)
Dru Edmonstone/Monisha Varadan

Tel: 020 7562 3351

Bishopsgate Communications Ltd
Jenni Herbert/Siobhra Murphy
nexus@bishopsgatecommunications.com

Tel: 020 7562 3350

About Nexus Management plc

Nexus Management is a growing specialist IT Managed Services Provider. Nexus has two key markets: the UK and the US, where it can offer its customers 24 hour support. Nexus specialises in Remote Server Management, Disaster Recovery, Data Storage, Help-Desk, Desktop Support and Wide Area Network Management and Monitoring - providing Enterprise calibre technical support.

Nexus is quoted on AIM, a market of the London Stock Exchange. For further information on the Company, please visit www.nexusmgmt.com

About Resilience Technology Corporation

Resilience, founded in 1995, is a leading player in the network security appliance field. Resilience specializes in “high availability computing technologies. The “holy grail” of information technology security is the protection of a network’s “core” master data records and transactions from unauthorized access and malicious software. Any breach to the core risks the integrity of a network, and, therefore, the company. Resilience’s first set of products provides solutions built to secure the highest valued IT assets at the core of a customer’s networks. www.resilience.com