

Slater & Gordon

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Acquisition of Keddies

Investor Presentation October 2010

Andrew Grech - Managing Director

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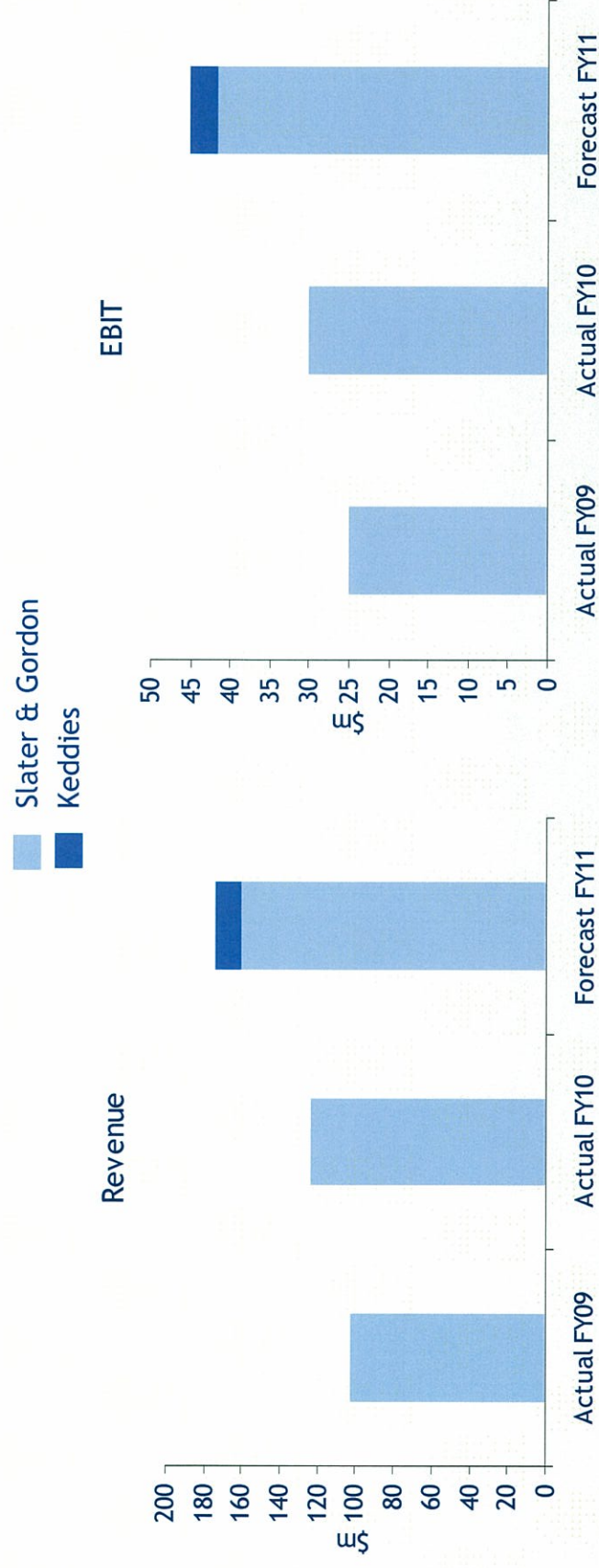
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- ▶ Slater & Gordon has reached an in principle agreement to acquire Keddies Lawyers Pty Ltd, the largest, specialist personal injury litigation firm in NSW for \$35 million, subject to executed documentation and due diligence
- ▶ Significant acquisition providing expanded geographic coverage and scale
 - Compelling strategic rationale, amplifying Slater & Gordon's presence into the growing Western Sydney area
 - Attractive acquisition metrics - 14% earnings per share accretive in full year terms
 - Funded by combination of cash and bank debt

Financial Impact

- ▶ Keddies has a consistent record of delivering profitable growth
- ▶ Acquisition is expected to be 14% earnings per share accretive in FY11



Acquisition Consideration

	\$m
Completion Date Cash Payment	20.5
Deferred Cash Payment	
- Year 1	5.3
- Year 2	3.5
- Year 3	2.0
Equity Issue to Vendors (subject to 3-5 year escrow)	3.7
Total Cost	35.0

- ▶ 2 principals will remain involved in the business and have accepted part cash and part equity (\$2.0m in SGH shares)
- ▶ 1 of the principals will retire from legal practice and is to be paid in cash (payment partly deferred)
- ▶ \$1.7m in equity issued to Vendors represents Slater & Gordon shares to be issued to 11 continuing employees

Overview of Keddies

- ▶ Established in 1979
- ▶ Grown to become one of NSW's largest specialist personal injury litigation practices
- ▶ 3 offices in Western Sydney (Redfern, Ashfield, Liverpool) plus Wollongong and Brisbane
- ▶ Significant market share of NSW personal injury market (10%)

Strategic Rationale

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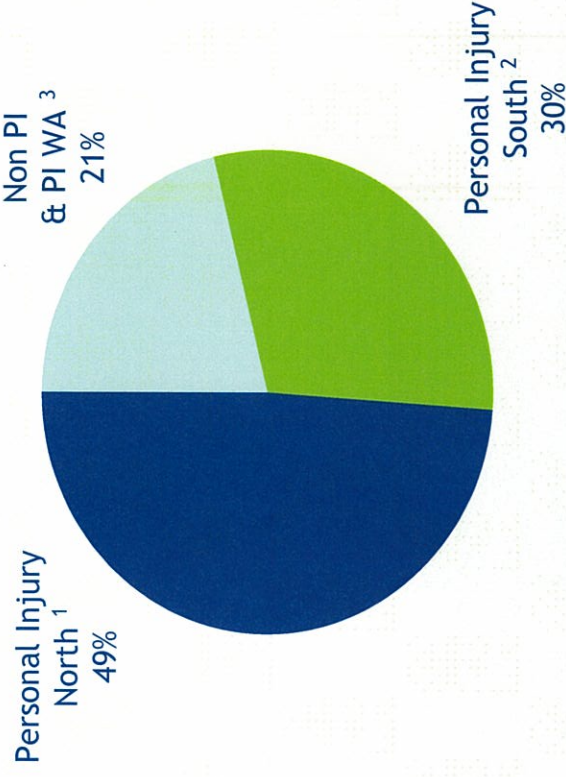
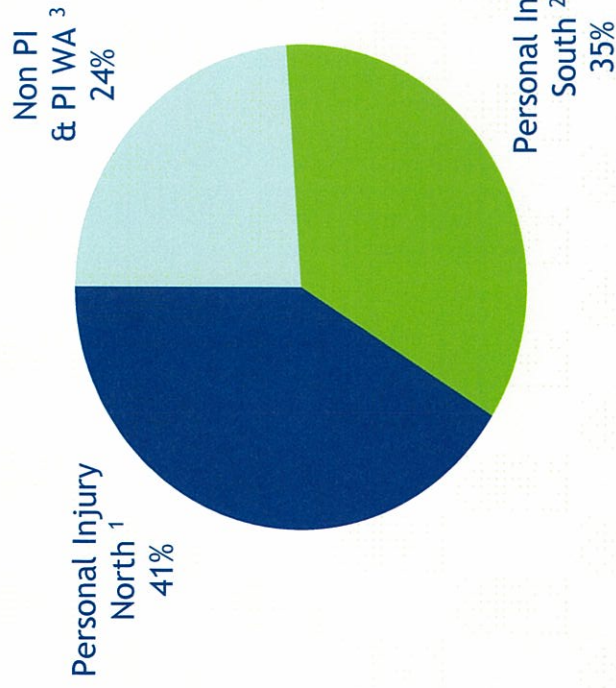
- ▶ Diversification of earnings through expansion of geographic coverage
- ▶ Building scale in NSW and in Western Sydney in particular, one of the fastest growing regions in Australia
- ▶ Provides strategic growth platform in the NSW market

Expansion and diversification of revenue base

Revenue Source (Pre Keddies Acquisition)

Revenue Source (Post Keddies Acquisition)

Based on FY10
Actual Revenue



1. Includes Civil Liability, Motor Vehicle Accidents and Workers Compensation in NSW, ACT & Qld
2. Includes Civil Liability, Motor Vehicle Accidents and Workers Compensation in Vic, SA, NT & Tas
3. Includes Commercial & Project Litigation, Business & Private Clients and Family practice groups nationally and all practice groups in Western Australia

Personal Injury Market

Market share of personal injury market*

	Slater & Gordon Lawyers	TRILBYMISSO. because we care	KEDDIES LAWYERS	Slater & Gordon Lawyers	TRILBYMISSO. because we care	KEDDIES LAWYERS
Victoria	20-25%	-	-	20-25%		
Queensland	<5%	15-20%	<1%	20-25%		
NSW	~7%	-	10%	~20%		
National	12-15%	~5%	~5%	20-25%		

- Acquisition of Keddies will be a boost to Slater & Gordon's strategic goal of leading the Australian personal injuries litigation market
- Opportunities to build on existing national footprint

* Market share is based on an actuary study commissioned by management in March 2010

Keddies acquisition implementation program

Acquisition of Keddies

Issue	Response
• Completion • Due diligence	• Extensive due diligence already conducted • Due diligence has included a review of representative sample of Keddies client files by experienced Slater & Gordon staff
• Government actions and legal developments • Integration: • Personnel	• Monitoring of changes in government policy and regulatory framework • Key employees will become Slater & Gordon shareholders and have responded positively to acquisition. Shares to be subject to 5 year escrow
• Practice Management System (PMS) Change-over	• Migration of Keddies onto Slater & Gordon's systems will be deferred until August 2011 which follows Trilby Misso PMS changeover

Bank Covenant Impact

- ▶ Slater & Gordon is to fund the cash component of the acquisition price from its debt facilities and cash flow
- ▶ New debt facility of \$95m - revision to facility contemplates this and future acquisitions
- ▶ Slater & Gordon's balance sheet remains strong following acquisition

	Pre Transaction (Oct 2010)	Post Transaction
Gearing (Debt / Equity)	20.1%	32.6%
Forecast Interest Cover (FY11)	12.2x	10.3x
Net Bank Debt / EBIT	0.7x	1.1x