

Chairman's address and Managing Director's Presentation to shareholders at 2022 Annual General Meeting

In accordance with Listing Rule 3.13.3, please refer to the following attached documents:

- **Part one: Chairman's address to the Annual General Meeting**
- **Part two: Managing Director's presentation to the Annual General Meeting**

This announcement is authorised for release to the market by the Disclosure Committee.

INVESTOR ENQUIRIES:

Mel Buffier

Global Head of Investor Relations
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Address by Omni Bridgeway Limited Chairman Michael Kay to the Annual General Meeting

30 November 2022

Before we move to the formal matters in the Notice of Meeting, CEO Andrew Saker and I will address the Meeting.

I will now deliver my address.

The 2022 financial year was an important and successful year for the Company in the execution of its long-term strategy to be recognised as the world's pre-eminent manager of legal assets.

We achieved all our strategic goals which were set for FY22 and delivered upon the priority of further scaling our global platform.

During the year we:

- Established a new 5-year \$250 million institutional debt facility with a materially lower effective cost of capital, greater operational flexibility and a covenant package that allows us to manage our capital more effectively and efficiently.
- Launched an innovative fund focused on investing up to €300 million in global enforcements, which would increase our FUM to approximately \$3 billion.
- Expanded our worldwide operations, increased our senior executive presence in the US, launched our anti-trust business and established our US enforcement team.
- Executed our first secondary-market transactions with the sale of two partial interests in investments. We anticipate that secondary-market transactions will become a more permanent feature of our income profile, which will ameliorate both completion and duration risks and improve our liquidity.

In addition, we achieved annual gross consolidated revenue of more than \$200 million for the third consecutive year and increased our annual commitments to over \$460 million, a growth of 12% over FY21. The pleasing number of completions during the year have accelerated anticipated returns for shareholders under the various Fund waterfall structures. This is a welcome development after the COVID-induced slowdowns in settlements and trials over the past two and half years.

Implied embedded value increased by 28% during the year. This demonstrates the distribution power of the global platform that has been built.

Our Company is now the largest team for funding and management of legal risks in the world. Our 'boots on the ground' approach in terms of sourcing and underwriting puts Omni Bridgeway at the forefront of a growing alternative asset class globally.

We remain committed to the view that geographic and asset diversification mitigates the risk of increased competition or regulatory intervention arising in any one region. More importantly, in an industry that is still young and relatively immature, there is an opportunity to claim market dominance as a first mover and thereby build scale, scope and reputation across the globe.

We have recently commenced operations in Montevideo, Uruguay, and in the United States in Minneapolis, Minnesota and Washington DC. We have expanded European locations to include Paris, France and Milan, Italy. We will continue to pursue promising new opportunities by expanding into additional locations in the Americas, APAC and EMEA.

In FY23 we are targeting an increase in funding commitments to between \$550 million to \$600 million, which will represent an increase in the range of 20% to 30% over actual FY22 commitments. This is consistent with our aspirational targets of having FUM of \$5 billion by FY25 and \$1 billion in annual commitments.

In FY23 we plan to assess the feasibility of launching two new funds, both structured in a similar manner with an emphasis on higher management fees and lower performance fees. The first fund will look to fill a gap in our suite of offerings where demand exists for funding but does not meet our financial hurdles in our existing funds. We believe we can structure such a fund whereby we can take advantage of an under-served part of the market, without impacting margins or increasing our risk appetite. The second fund may be focused on investments with a positive ESG profile.

The Board will continue to make capital allocation decisions that are appropriate for the circumstances within which Omni Bridgeway is operating, including the availability of franking credits, merger and acquisition opportunities, capital deployment requirements to increase the asset base, and the share price relative to the implicit value of the Company. In the then present circumstances the Board decided not to pay a dividend for the FY22 year.

As large parts of the global economy are having to contend with the emerging impacts of inflation, Omni Bridgeway is fortunate in that its pricing model provides a natural hedge against inflation. Typically, investment costs are passed on to the client who reimburses costs on successful completion of the investment. Further, where our return is structured as a multiple of costs, we receive a multiple of those costs impacted by inflation or, where our return is structured as a percentage of the damages, the award takes into account interest that ameliorates the impact of inflation. We are also protected against duration risk as our contracted returns reflect the time value of money.

In these uncertain times most commentators are saying the short to medium term outlook is one of declining economic growth or recession around the world. Omni Bridgeway, as an alternative asset manager and investor in litigation and enforcement assets, offers investors a model that is typically uncorrelated with economic cycles and macro events. Demand for our capital increases as other capital sources become more restricted and as the number of insolvencies and general commercial disputes increase to improve our efficiencies and enhance our scalability, we have restructured our Investment

Committees and restructured our operational functions into country or regional portfolios and expert practice areas. As well as efficiencies, we believe by vetting potential investments through geographic and academic specialisation lenses, we will generate better risk-adjusted returns.

We have also made important leadership appointments including our Global Chief Financial Officer, Managing Directors and Co-Chief Investment Officers in APAC and US and appointed global heads of portfolio management, marketing, and transformation.

Over the past five years we have been undergoing a measured process of Board renewal and this last 12 months includes the retirement of two of our longest serving directors.

Mr Hugh McLernon, one of the Company's founders who was an Executive Director, retired at last year's AGM. Today, Mr Michael Bowen retires as Non-Executive Director. Michael's contribution to the Board and the development of the Company from a virtual start up through to being one of the largest global legal asset managers speaks for itself. Always fearlessly independent, Michael's commercial acumen and legal skills have been invaluable throughout the journey. Michael, we will miss you. And not just the palpable value of your input but also your contribution to the culture of the Board and the Company itself. On behalf of everyone at Omni Bridgeway, we thank you and we wish you well for life after OBL.

Following Michael's retirement, the Board will comprise three non-executive directors and two executive directors maintaining a majority independent board. As foreshadowed, we have commenced a search for an additional non-executive director based in the UK, Europe, or the United States. This development reflects the ongoing transition of the Company to operating predominantly in the northern hemisphere. We intend to add another Director from this region over the next 12 to 24 months.

The Company's remuneration report received a strike at the 2021 annual general meeting. The strike was not in fact related to the remuneration report itself or to the Company's remuneration structure but rather, based on shareholder feedback, was a protest against a number of unconnected issues.

These issues were covered in detail at the 2021 annual general meeting and I will not revisit them today. We canvassed shareholder feedback and have sought to respond to the issues raised with an improved and

continual focus on investor communications and disclosures, particularly as they relate to the intrinsic value of the business and its portfolio of legal assets. Since then, I note the Company's share price has materially appreciated by 26% from the time of the 2021 annual general meeting compared to the S&P/ASX 300 Index which has declined by approximately 1% during the same period. I believe this not only reflects the progress that has been made in the last 12 months, but also the market's recognition of the quality of the global platform that has been built and the uncorrelated nature of the assets we manage and invest in.

With the funds management model we embarked on in 2017 now maturing, we anticipate significant cashflows over the next few years as we complete the book of legal assets we have built. Moreover, we continue to see opportunities for material and substantial growth around the world as this young industry continues to mature and is more widely accepted by potential users.

On behalf of the Board, I thank shareholders for their support and patience through COVID. The pandemic delayed the hearing of legal cases and therefore our cash flows. While COVID is still among us, things are largely back to normal across the globe, and we now also have the added benefit of an incipient secondary market to manage unforeseen duration risk.

To close, on behalf of the Board, I thank management and the global Omni Bridgeway team for an excellent year of energy, achievement, and innovation. I also express my thanks to my colleagues on the Board for their counsel and advice during the year.

Omni Bridgeway is now a truly global organisation and is clearly at the vanguard of the growth of the industry around the world. The future looks bright indeed.

I would now like to introduce our CEO Andrew Saker to address the Meeting.

Presentation by Omni Bridgeway Limited Managing Director **Andrew Saker** to the Annual General Meeting

30 November 2022

Good morning.

I would like to start by acknowledging the traditional custodians of the lands on which we live, work, and operate. We pay respect to their connections to land, sea, and community and to Elders past, present, and emerging.

On behalf of the management team and staff I would like to welcome you to the Annual General Meeting for Omni Bridgeway Limited for the financial year ended 30 June 2022.

Firstly, I would like to thank our Board for their support throughout the year.

Secondly, I would like to acknowledge the contribution of our team at Omni Bridgeway towards the achievement of our strategic and operational goals during the past year.

FY22 was a transformational year as we successfully executed important strategic priorities including:

- expanding our US operations, in geographic footprint, headcount and offering;
- refinancing our debt facilities to remove restrictive covenants and to provide greater flexibility and additional liquidity for our fund management business;
- launching Fund 8, our new global enforcement fund;
- achieving a record level of new commitments globally, and specifically in the US;
- implementing innovative risk management tools through insurance products;
- enhancing liquidity through secondary market sales; and

- refreshing our leadership team with the appointment of a new global CFO and senior regional and global roles.

This year was our third consecutive year of producing over \$200 million in gross income and revenue, generated from a diverse range of sources across our funds.

This confirms our view about the merits of the diversification strategy and the migration to a funds management platform which we commenced in FY16.

With over 97% of our investments now financed from our funds, our transition to a fund manager is now complete.

FY22 saw a modest net profit after tax, which is a \$25 million turnaround from last year.

We have maintained our long-term conversion rate of estimated portfolio value (EPV) to income of 15%, which we expect to remain at historical levels.

In addition to new commitments and cash generation, the key drivers for the business include success rate and pricing.

Omni Bridgeway has maintained a high success rate of 77% after withdrawals, and over the last three years achieved a ROIC of 107% and an IRR of 39%. These high-quality performance indicators surpass our peers and place Omni Bridgeway as one of the leaders in the industry.

Notwithstanding the continuing challenges arising from the disruption from COVID, we delivered record annual commitments to investments resulting in a 34% five year compound annual growth rate. This translated into a 35% annual increase in EPV and a 28% year on year growth in implied embedded value (IEV).

In addition to the record new commitments made this financial year, the launch of Fund 8, and the refinancing of our bonds and notes, we achieved the following significant milestones.

We undertook our first secondary market sales. These were sales to arm's-length third parties, that maximised our outcomes whilst preserving a material amount of upside.

Whilst we have historically incurred delays in completions, and will inevitably continue to do so, we now expect the secondary market will provide an alternative to waiting for legal outcomes or settlements, which should improve liquidity and ameliorate duration risk.

Secondly, we launched innovative risk management strategies using insurance structures to protect both profit and capital associated with one of our Fund 1 investments.

This will create opportunities for us to accelerate the realisation of this investment through factoring, sale, or refinancing. In fact, we are in advanced discussions relating to the sale of this asset which we anticipate closing by the end of the year.

And finally, we distributed over \$100 million to investors in our funds, that will accelerate the time at which shareholders will receive distributions under our first-generation fund vehicles in Fund 1 and Funds 2&3.

During the first quarter of FY23, we reported \$30 million income recognised from investment completions, \$69 million of commitments and 4% growth in estimated portfolio value to \$28.4 billion.

Pleasingly we have seen an acceleration of activity in the second quarter, as the Northern Hemisphere returned from summer holidays. In the last two months we have made further commitments of \$84 million, resulting in a total of \$153 million of commitments for the financial year to date.

Overall, the commitments made for the first five months of FY23 represent 28% of our \$550 million FY23 commitment target.

Our current pipeline of agreed term sheets with clients represents approximately \$270 million indicative opportunities across 36 investments.

In June 2022, we launched our new Fund 8, focussed on investing up to €300 million into global enforcement opportunities. We have exchanged terms with multiple

parties and expect the associated raise to be finalised in principle by the end of 2022.

\$4 million of new investment commitments across four matters, earmarked for this fund, are being warehoused on our balance sheet. Further to this, we have eight agreed terms sheets representing \$33 million of indicative investment opportunities.

It is with great pleasure that we advise of the appointment of Hannah van Roessel as Co-Chief Investment Officer for EMEA, effective in January 2023 and based in Amsterdam.

Hannah has been with us for over nine years and will work with Raymond Van Hulst, in his capacity as Co-CIO of EMEA. Hannah brings with her extensive experience in global enforcement and more recently, establishing our US capabilities from New York.

Finally, as our Chairman has noted, at today's AGM, Non-Executive Director Michael Bowen will stand down from the Board after 21 years of service. I would like to thank Michael, personally and behalf of the entire team at Omni Bridgeway.

Michael has been a wonderful contributor to the Board process, being both fiercely independent and wonderfully strategic.

It is unfortunate that we have lost him to the Board process, but wonderful that we will be able to call upon his corporate knowledge in his role as a partner of Thomson Geer.

Now turning to the future.

We perceive there will be opportunities for investments created by the prevailing macro-economic conditions, both because of the demand for our capital when traditional sources of capital are constrained, and because litigation risk is usually elevated during periods of economic stress. Whilst our underlying investments are uncorrelated, there is also a counter-cyclical trend.

In terms of the near-term future cash generation, we anticipate most of our revenue will be created from completions in our first-generation funds as we progress through the harvest phase.

Our funded portfolio has \$3.6 billion of implied embedded value.

If this was realised today in line with past performance, the provisional attribution to OBL reflecting the Funds' distribution waterfalls is approximately \$1.2 billion before

performance fees. The remaining \$2.4 billion is attributable to our external Fund investors.

In the absence of material delays in resolution of matters or very significant increases in adverse outcomes we are anticipating solid returns commencing in FY23. At a Group level we have identified key goals for FY23 to include:

- Generating at least \$550 million in new commitments for investments, which is a 20% year-on-year growth;
- Extending Funds 4 and 5 by US\$1 billion and fully implementing Fund 8 to grow FUM to approximately \$4.5 billion;
- Continuing to innovate with new capital and risk management tools to enhance risk-adjusted returns and improve liquidity;
- Exploring the launch of new Funds;
- Moving into new markets in Europe, the US and Asia to maintain our competitive advantage and leadership role in the industry; and,
- Exploring possible M&A opportunities that either compliment or expand on our geographic footprint and capabilities.

We are committed to delivering \$5 billion in funds under management and annual commitments of \$1 billion by FY25 through the disciplined management and financing of high-quality specialised investments in legal assets.

And through the achievement of our goals, we are confident of creating value for our stakeholders.

Thank you for your time today.

For more information, please contact:



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About Omni Bridgeway

Omni Bridgeway is a global leader in financing and managing legal risks, with expertise in civil and common law legal and recovery systems, and with operations around the world. Omni Bridgeway offers dispute finance from case inception through

to post-judgment enforcement and recovery. Since 1986 it has an established record of financing disputes and enforcement proceedings.

omnibridgeway.com



Annual General Meeting

30 November 2022

DISCLAIMER: Any deal structures, pricing, models, and terms provided herein are for illustration only, subject to change, and intended to give a general understanding of the way in which Omni Bridgeway may structure its transactions. Actual transactions and deal terms may vary based on the facts and circumstances of specific investments. Claimants and law firms may not rely on this introductory presentation; any specific funding deal will be governed solely by the terms agreed to and set forth in an executed contract.



Board



Michael Kay
Non-Executive Director
and Chairman



Andrew Saker
Managing Director and CEO



Raymond van Hulst
Executive Director,
Managing Director EMEA



Michael Bowen
Non-Executive Director



Karen Phin
Non-Executive Director



Christine Feldmanis
Non-Executive Director

Chairman's Address

Michael Kay
Non-Executive Chairman

Managing Director's presentation

Andrew Saker
Managing Director & CEO

Strong growth across key metrics

For the 12 months ended 30 June 2022



Total gross income and revenue
\$221.0m
 From diversified sources



Record commitments
\$463.3m
 Up 12%



Funds under management ¹
~\$3bn
 New enforcement fund launched



Net profit after tax
\$6.5m
 Up \$24.9m



Estimated portfolio value (EPV)²
\$27.2bn
 Up 35%



EPV conversion rate
17%
 3 year rolling average



Success rate **77%**
 3yr ROIC **1.07x** 3yr IRR **39%**



Implied embedded value (IEV)
\$3.6bn
 Up 28%

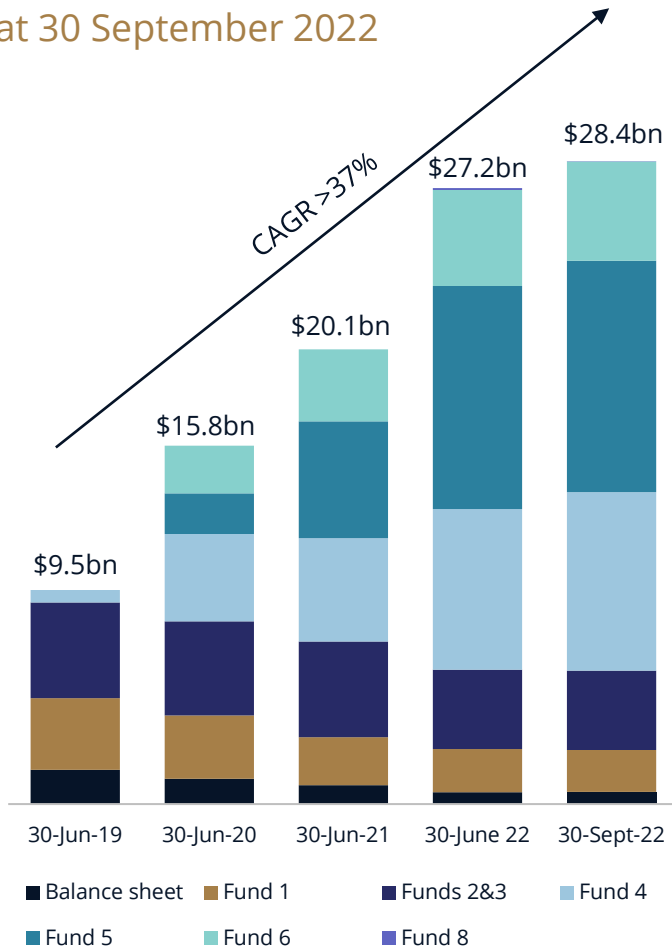


Strong cash and receivables
\$314.1m
 Plus access to \$100m undrawn debt

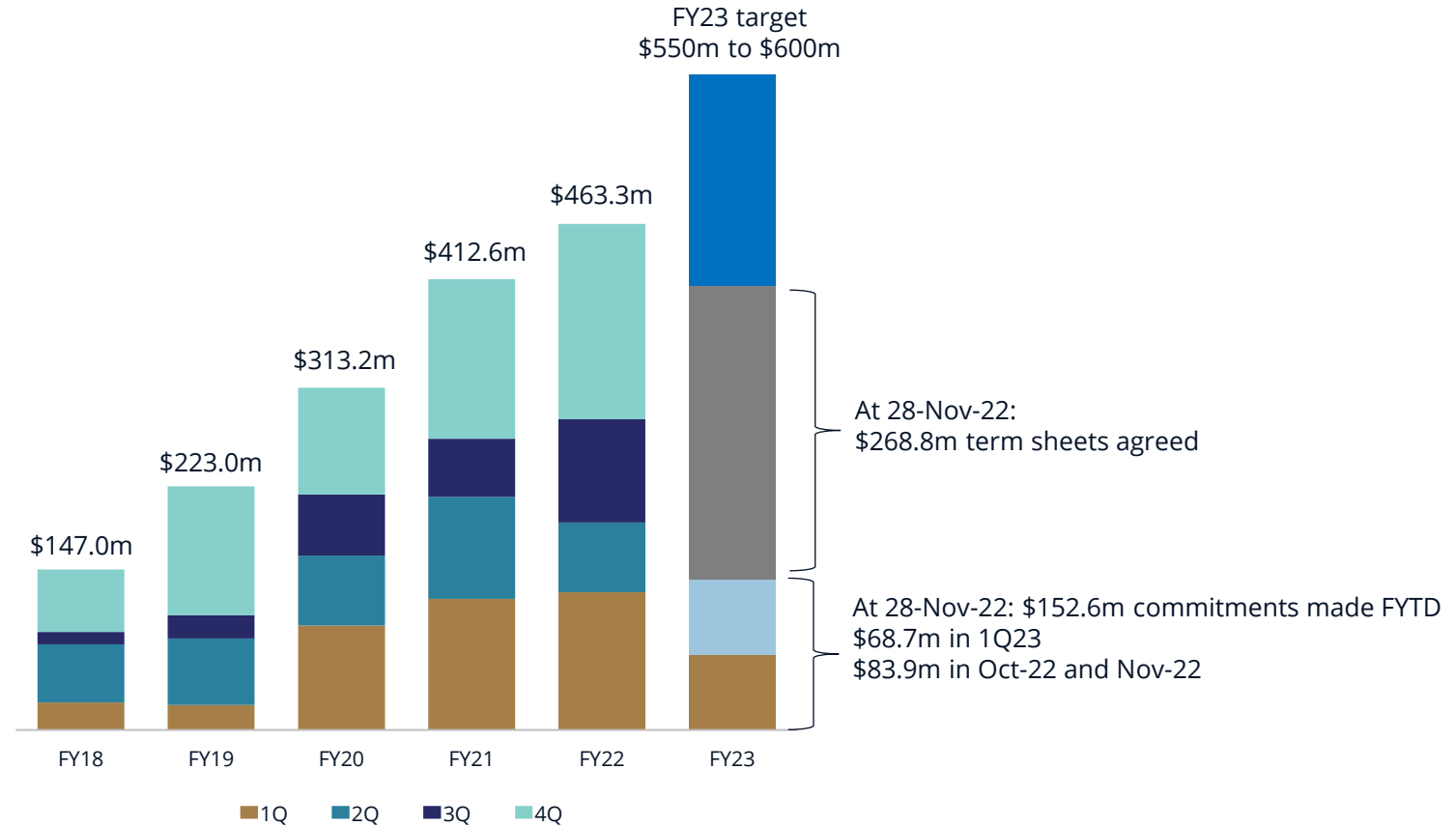
1. After full establishment of Fund 8.
 2. Includes conditional and Investment Committee approved investments.

Continued portfolio growth in 1Q23 driving future income generation

\$28.4bn EPV^{1,2}
at 30 September 2022



Commitments^{1,2}



1. Fund 5 is not consolidated within OBL's Consolidated Financial Statements. Here, Fund 5 is presented at 100%.
 2. Includes conditional and Investment Committee approved investments.

Provisional attribution from estimated future completions¹

\$1.2bn of IEV and fees provisionally attributed to OBL is based on the realisation of the current unconditionally funded portfolio and utilising past performance of 15% EPV conversion and management fees

Investments at 30 September 2022 (excluding conditional and IC approved investments) \$m	Possible completion period (PCP)					Sensitivity analysis			
	FY23	FY24	FY25	FY26+	TOTAL	EPV conversion rate to IEV		15% EPV conversion rate	
						10%	20%	Excluding material impaired investments	PCP delay of 12 months
Funded EPV	3,610	8,590	4,854	6,858	23,912	23,912	23,912	22,022	23,912
	IEV at 15% EPV conversion rate								
Balance sheet	56	0	23	0	79	53	105	41	79
Fund 1	118	124	25	10	278	185	370	278	278
Funds 2&3	214	116	60	123	513	342	684	513	513
Fund 4 ²	64	514	164	388	1,129	753	1,506	883	1,129
Fund 5 ^{2,3}	52	417	348	197	1,014	676	1,351	1,014	1,014
Fund 6 ⁴	38	117	109	311	575	383	766	575	575
Total IEV	541	1,289	728	1,029	3,587	2,391	4,782	3,303	3,587
IEV provisional distribution attributable to OBL	211	399	228	309	1,147	691	1,552	1,063	1,097
Management fees to OBL ⁵	10	10	20	25	65	65	65	65	65
Performance fees to OBL	Not included in analysis					Not included in analysis			
Total to OBL	221	409	248	334	1,212	756	1,617	1,128	1,162
IEV provisional distribution attributable to NCI	330	890	500	720	2,440	1,700	3,230	2,240	2,490

1. Refer to the notes on slide 9 which accompany this slide and the Glossary at <https://omnibridgetway.com/investors/omni-bridgeway-glossary> which includes key concepts. Both the notes and the Glossary should be read in conjunction with this presentation.

2. Excluding performance fee entitlement.

3. Fund 5 is not consolidated within OBL's Consolidated Financial Statements. Here, Fund 5 is presented at 100%.

4. Utilises NCI's historic share of proceeds, being a blend of A,B, C, D investment specific waterfalls.

5. Sensitivity scenarios have not been applied to management fees.

A strong platform for growth



We are an alternative asset manager and investor in litigation and enforcement assets; a class that is typically uncorrelated with economic cycles and macro events



The current global uncertainties, supply chain disruption, and constraints on access to capital may create further investment opportunities



We have a strong platform for growth and a balanced portfolio that is delivering results

Our FY23 goals include:

- \$550m to \$600m commitment target (20% to 30% yoy growth) with continued focus on high-quality investments
- Increase FUM to between ~\$4bn and \$4.5bn via series II of Funds 4 and 5
- Executing our US growth strategy
- Optimising our capital structure for greater flexibility and capacity
- Mitigating risks through diversification across our global portfolio
- Potentially launching additional funds to accelerate our FY25 FUM target of \$5bn
- Expanding into new markets in APAC, the Americas and EMEA
- Exploring potential merger and acquisition opportunities

FY25 target

- \$5bn FUM
- \$1bn annual commitments

Key short-term drivers

- Investment completions
- Growth in commitments
- Secondary market sales

Relevant long term metrics

- Achievement of 5-year business plan targets
- Growth of resources to support our business and enhance our capability
- Expansion of products and diversification of risk

In August 2022, we initiated an on-market share buy-back program for an aggregate amount of up to \$50 million of Omni Bridgeway fully paid ordinary shares on issue. The timing and the number of shares purchased will depend on the prevailing share price, market conditions, and other relevant factors.

Questions



Thank you
for your attendance
and participation

Provisional attribution from estimated future completions of current portfolio

Assumptions and notes

Refer to slide 7

The attribution of implied embedded value (IEV) between OBL equity and non controlling interests (NCI) has been prepared on the basis of the following underlying assumptions:

- All unconditionally funded investments in the Group's investment portfolio at the date stated (**Portfolio Investment(s)**) complete in the selected Possible Completion Period (**PCP**).
- All Portfolio Investments are completed at their full estimated portfolio value (**EPV**).
- The income received by the Omni Bridgeway funding entity upon the completion of a Portfolio Investment reflects the LTCR (which includes losses) and hence equals the full IEV of an investment.
- The residual capital to be deployed in Funds 2&3 is deployed in equal portions during FY23 and FY24.
- For Funds 4 and 5 the attribution is split solely in proportion to capital commitments.
- For Fund 6 the attribution to OBL equity reflects the historic blended average proportion of proceeds received by OBL equity (excluding performance fees).
- FX rates are assumed to remain constant across the periods.
- Performance fees in Funds 4, 5 and 6 have been excluded from the attribution and hence any performance fees earned will see an IEV attribution shift from NCI to OBL equity.

The sensitivity analysis provided uses the following assumptions:

- IEV is adjusted to reflect variations in the income conversion rate from the LTCR of 15%. The selected sensitivity rates are 10% and 20%.
- EPV of material impaired investments excluded from EPV with commensurate flow-on to IEV and attribution.
- PCP on all Portfolio Investments is delayed by 12 months. Duration risk has traditionally been addressed through a time based pricing escalator. Historically these capped out at a certain level, leaving the Group exposed to further delays. We have sought to address the risk by incorporating some additional IRR protection provisions. The 12 month delay sensitivity does not incorporate the effects of these duration protections and assumes the income is the IEV at whatever time it is received.

Management fee assumptions:

- The estimated management fees are based upon aggregated anticipated budgeted investment deployment for Funds 4, 5 and 6.

Estimated portfolio value (**EPV**) assumptions:

- EPV includes all Portfolio Investments, which includes, irrespective of impairment, investments which have had a negative award or judgment but nonetheless the Group believes have positive prospects of success on appeal.
- At 30 September 2022 such investments included Westgem (EPV of \$250m with PCP in FY23) and a Fund 4 investment with PCP in FY24.
- Conditionally funded and IC approved investments are not included in the EPV.

Possible completion period (**PCP**):

- PCP is a dynamic concept and is subject to regular review and updating to take account of the circumstances of the underlying investment.
- It is to be expected that the PCP for some investments within the portfolio will be adjusted at each reporting date.
- PCP is not necessarily the same as anticipated IFRS income recognition period.

Disclaimer

- The material in this presentation has been prepared by Omni Bridgeway (OBL) and is general background information about Omni Bridgeway's activities. The information is given in summary form and does not purport to be complete.
- A number of terms used in this presentation including: ROIC, EPV, IEV, net cash generation, operational cash expenditure, success rate on dollar weighted average, IRR and actual and budgeted commitments are categorised as non-IFRS information prepared in accordance with ASIC Regulatory Guidance 230 – Disclosing non-IFRS financial information, issued in December 2011. This information has not been audited or reviewed by BDO unless expressly stated. For further commentary and analysis refer to Omni Bridgeway's 2022 Annual Report, see the Investors section of our website.
- This presentation contains certain forward-looking statements that can generally be identified using forward looking words such as, “expect”, “anticipate”, “likely”, “intend”, “should”, “could”, “may”, “predict”, “plan”, “propose”, “will”, “believe”, “forecast”, “estimate”, “target” and other similar expressions. Estimates of, indications of, and guidance or outlook on, future earnings or financial position or performance are also forward looking statements. Forward looking statements involve risks and uncertainties. Forward looking statements are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. Forward looking statements involve known and unknown risks, uncertainties, assumptions, and contingencies which are subject to change without notice, as are statements about market and industry trends which are based on interpretations of current market conditions. Actual results, performance or achievements may vary materially from any forward looking statements and the assumptions on which statements are based. Except as required by law or regulation, OBL disclaims all obligations to update publicly any forward looking statements, whether as a result of new information, future events, or results or otherwise.
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This presentation is authorised for release to the market by the Board.

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