



**RELEASE TO AUSTRALIAN SECURITIES EXCHANGE  
WEDNESDAY, 21 NOVEMBER 2018**

**CHAIRMAN'S ADDRESS AND MANAGING DIRECTOR'S  
PRESENTATION TO SHAREHOLDERS AT  
2018 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**

**Jeremy Sambrook  
Company Secretary**

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IMF#ASX  
Announcement -

## ADDRESS BY IMF BENTHAM LIMITED CHAIRMAN MICHAEL KAY TO THE ANNUAL GENERAL MEETING 21 NOVEMBER 2018

Ladies and gentlemen, welcome to the annual general meeting of IMF Bentham Limited for 2018.

My name is Michael Kay and I am the Chairman of IMF Bentham Limited. This is the fourth year I have had the privilege to chair your Company's AGM.

Before we commence with the formal business of this meeting, I would like to take this opportunity to introduce you to my fellow directors:

- Andrew Saker, Managing Director and CEO;
- Hugh McLernon, Executive Director;
- Michael Bowen, Non-Executive Director;
- Wendy McCarthy, Non-Executive Director;
- Karen Phin, Non-Executive Director; and
- Christine Feldmanis, Non-Executive Director, the newest addition to our Board.

Our new Chief Financial Officer, Stuart Mitchell, and the Company Secretary and General Counsel, Jeremy Sambrook, are also in attendance.

The Company's auditor is Ernst & Young. Mr Rob Kirkby, a partner at Ernst & Young, is in attendance and will be available to answer questions concerning the Company's financial statements.

Each of you should have registered at the registration desk as you entered. If anyone has not registered, would you please do so now.

Before moving to the formal business of the meeting, I will take the opportunity to give you a brief overview of the 2018 financial year. I will then invite our CEO and Managing Director, Andrew Saker, to present to you his thoughts on FY18 and his plans for the future of your Company.

Following the meeting, my fellow directors and I would be delighted if you would join us for morning tea.

I will now deliver my address:

Before turning to an overview of the current state of the business, I would like to warmly welcome Christine Feldmanis to the board of your company. If you have had the chance to read Christine's bio in the notice of meeting, I am sure you will agree she brings to our company experience and expertise in financial markets and funds management of the highest order. We are all absolutely delighted Christine agreed to join us and very much look forward to working with her for the benefit and betterment of your company.

And as we welcome Christine, we also say goodbye to Wendy McCarthy who retires at the completion of the meeting today. Wendy has been an independent non-executive director of IMF Bentham since December, 2013.

Wendy has had a stellar and marvellously diverse career. Here are just a few highlights: Deputy Chair of Australian Broadcasting Commission; Chancellor of the University of Canberra; Chair of Circus Oz;

Chair of Headspace, the national youth mental health foundation and a number of executive roles in governments and not for profits; Wendy has also been a school teacher and author of a number of published books. Wendy also somehow found time to be a mentor and coach with a particular interest in helping women rise to leadership positions as well as running a cattle breeding property with her husband in the southern highlands.

As you can imagine with that background, Wendy has brought a wonderful life experience and diversity of thought to our board and its decision making. On behalf of the Board and all the people of IMF Bentham, I thank you Wendy for your service and wish you the very best for life after IMF.

The financial results for FY2018, a loss of \$7.8m, largely reflected a delay in expected case completions. One of the inherent uncertainties in this business is the time it takes for cases to make their way through the legal systems in the jurisdictions in which we operate. Some settle early, most settle at some point in the proceedings and a small minority go to trial and perhaps even appeal. This inherent lumpiness in earnings was one of the reasons for the evolution of our strategy the execution of which commenced in calendar year 2015. I will come to the progress we have made with our strategy shortly.

What was particularly pleasing about FY18 was, notwithstanding increasing competition, we saw continuing strong growth of our case portfolio (which should be an indicator of future profits), the continuing geographical expansion and the opportunity to accelerate the filling of the US fund through the sale of our US assets into the fund. Andrew will take you through the detail shortly.

Pleasingly, the 2018 financial year saw further significant progress in the execution of the strategy set in FY15. As a reminder, that strategy was to increase by number and diversity (both by case type and geography) investments made by your company, thus reducing the concentration risk in the business which was then principally trading in Australia and investing in a small number of high value cases.

It was felt that as litigation funding was becoming more broadly accepted in various jurisdictions around the world, there was a strategic imperative in sensibly accelerating our international expansion in order to reap the benefits of being a first mover as those new markets opened up.

In addition, it was proposed to make changes to the management of investment capital to simultaneously reduce balance sheet risk, make capital readily available to fund anticipated growth opportunities and provide the means by which to increase returns to shareholders.

Here is a recap of the key achievements and strategic milestones over the past three years:

- Case investments within the portfolio have increased in number from 39 at 30 June 2015 to 75 at 30 June 2018
- Investment portfolio increased from an EPV of \$2b to \$5.6bn as at 30 June and \$5.8bn as at 30 September 2018.
- We commenced business in Canada in Toronto and a new office has just been opened in Montreal, we also commenced business in Asia (via offices in Singapore and Hong Kong), expanded our footprint in the USA so that we now operate in New York, LA, San Francisco and Houston. After withdrawing from a previous joint venture agreement, we have re-entered Europe on our own account. We are also introducing new products as Andrew will discuss shortly.
- We have made good progress in the shift from being an on-balance sheet funder to being a co-investor and fund manager. This has been achieved through the setting up of US and Rest of World managed fund structures. These structures enable us to fund more easily our growth ambitions, receive a fee for managing our co-investors' funds and, if we invest in the right cases, to leverage our returns. As the funds are non-recourse, this model has the added benefit of lower risk in the unlikely event of multiple adverse case completions. The success of these funds and the growth of the business will see further funds launched in the near term. Andrew will elaborate in his address.

- As well as ensuring we have access to capital for growth, we also understand that in these uncertain times, diversity and duration of capital sources are critical to the management of liquidity risk. Accordingly, last month we raised around \$75m through a fully underwritten institutional placement and SPP. We are also seeking, subject to bondholder approval, to reset the term of our bonds (to be repayable in December 2022 and top them up to the secured debt limit of \$150m. Your company is now very well placed to continue to be able to pursue growth opportunities around the world and it is also well protected from market volatility and liquidity risk.
- The most material risk for our business is poor case investment decisions. IMF has a proud history of making profitable investments, having recorded successful completions in 90% of our cases. You will be aware that to further improve the scope and quality of our decision making, two former Judges joined our Investment Committee, one from Australia and one from the USA. And in 2018 we further enhanced our Investment Committee capability with the addition of Peter Ostroff, a former LA litigation partner at major US law firm, Sidley Austin LLP. Among his many accomplishments, Peter Chaired the American Bar Association litigation section. He has also been recognised in editions of 'Best Lawyers in America' in the 'Bet the Company' litigation section.

On behalf of the Board I would like to congratulate Andrew, his management team and indeed all the people of IMF Bentham for these achievements. They have focused on the execution of our strategy and energetically and methodically worked on the successful completion of complex tasks across international borders. They have also built a first class team of people operating across the globe.

I would also like to thank my colleagues on the Board for their advice, for the energy and conscientiousness they bring to each board meeting, their willingness to question and speak up and for their good humour and common sense.

In summary, as I hope you can see, your company is now well progressed with its geographic, business model and capital management transformation. There is a large and growing portfolio of cases coming through the system which should translate into significant profits over the next few years if we have got our investment decisions right. We have a strong pipeline of opportunities and the people on the ground in key jurisdictions who can translate opportunities into investments. We have access to the capital needed to continue to grow our business and manage our liquidity. And we have an investment committee that despite its enviable track record of successful investment, is continuously being refreshed and re-energised with people of the highest calibre. I believe we are well placed to be in the vanguard of the expansion of litigation funding around the world and through this to generate good profitable growth for shareholders in the years ahead.

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**PRESENTATION BY IMF BENTHAM LIMITED MANAGING DIRECTOR  
ANDREW SAKER TO THE ANNUAL GENERAL MEETING  
21 NOVEMBER 2018**

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**IMF**  
**BENTHAM**  
INTERNATIONAL LITIGATION FUNDING



# Annual General Meeting

21 November 2018

# Welcome to the Annual General Meeting of IMF Bentham

Michael Kay – Non-Executive Chairman



IMF Bentham Limited has collected \$2.3 billion for clients and successfully resolved 90% of 179 completed cases since listing on the ASX in 2001

## Human Capital

- Leading global litigation funder.
- A talented global team formed over 17 years, numbering 85 people.
- Investment Committee including former judges and industry founders.
- Irreplaceable know-how in case selection and case management.

## Financial Capital

- Robust balance sheet and cash position.
- Launch of Fund 1 in FY2017 and Funds 2 and 3 in FY2018 for all new investments – capital light model.

## Geographic Coverage

- Expansive footprint with 14 offices in 6 countries.
- Resources on the ground in each jurisdiction - accessing better investments and better access to investments.
- Experience assessing claims throughout the world.

## High margin & ROIC

- 2.7 years average case lifespan.
- Global ROIC<sup>(1)</sup> of 150% over 17 years (including cases lost).
- Investment portfolio at 30 September 2018 comprised 74 active investments, spread between balance sheet and Fund structures.
- Strong pipeline with over 200 matters in due diligence, 5 investments conditionally funded.

## Relationships

- Across commerce, finance, insurance, academia, government, media and all layers of the legal industry.
- IMF has worked with 113 'AmLaw 1 -200' firms.

## Technology & Systems

- Proprietary infrastructure to manage in-house large multi-party matters, including 'MyIMF' (launched FY17).

## Innovation & Product Development

- Finance solutions for insolvencies, multi-party actions, arbitration, law firm portfolios, commercial disputes and solutions for corporates.

## Risk Mitigation

- Diversification across investments, geography and capital sources.

1. ROIC (return on invested capital) is calculated as gross income to IMF (litigation contracts – settlements and judgements) less all reimbursed costs, divided by total expenditure (excluding overheads but including any adverse costs on lost cases).

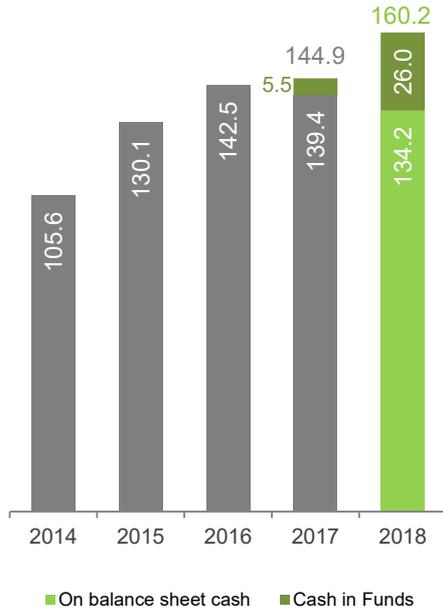
# Financial Results Overview

	FY2018	FY2017	FY2018 v FY2017
Contract Income	\$71.2M	\$113.3M	▼37%
Litigation Expenses	\$(54.7)M	\$(59.2)M	▲8%
Net Income from investments	\$16.5M	\$54.1M	▼69%
Other income (foreign exchange & interest)	\$6.6M	\$2.9M	▲128%
Net Operating Expenses	\$(31.5)M	\$(31.3)M	▼1%
NPBT	\$(8.4)M	\$25.7M	▼133%
Tax	\$0.6M	\$(10.3)M	▲106%
NPAT	\$(7.8)M	\$15.4M	▼150%
EPS (cents per share)	(6.4) cents	9.0 cents	▼171%
Net Asset Backing	\$2.12	\$1.20	▲76%
Cash	\$160.2M	\$144.9M	▲11%
Investments - intangible assets	\$321.3M	\$190.9M	▲68%
Estimated Portfolio Value	\$5.6BN	\$3.8BN	▲48%
Number of investments	75	65	▲15%

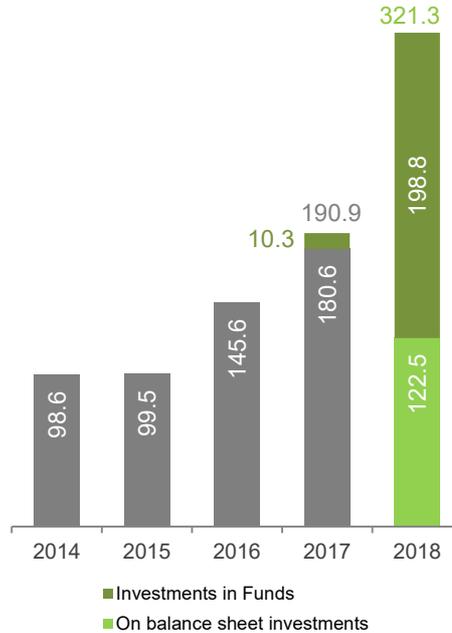
# Balance Sheet Strength

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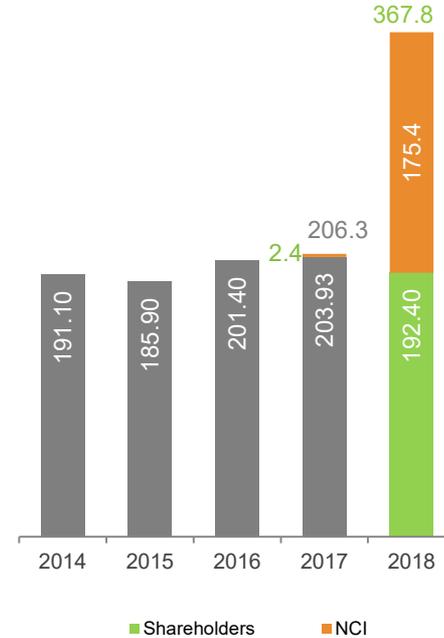
**Cash**  
(\$ Million)



**Investments <sup>1</sup>**  
(\$ Million)



**Equity**  
(\$ Million)



1. Returns from investments housed in Funds follow each respective Fund's waterfall of distributions, including allocation of profits to the IMF Group once capital and priority returns are paid.

# IMF Bentham's Track Record of Success

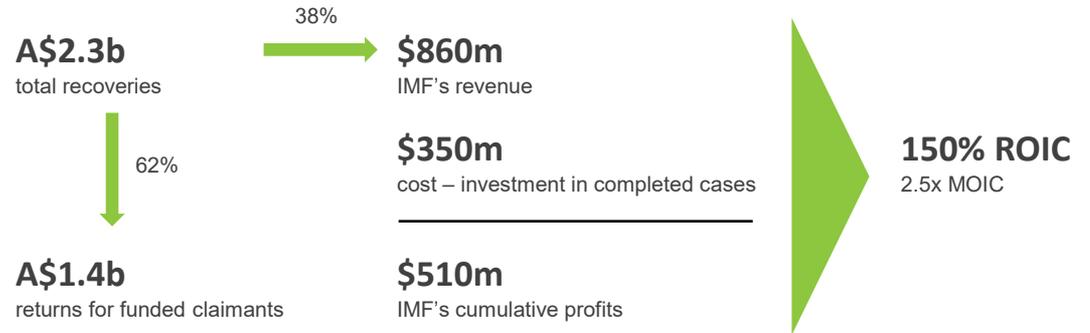
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■ Wins/settlements  
■ Losses

Investments funded to completion at 30 September 2018. Reviewed by EY to 30 June 2018 and updated to 30 September 2018 by IMF Bentham management.

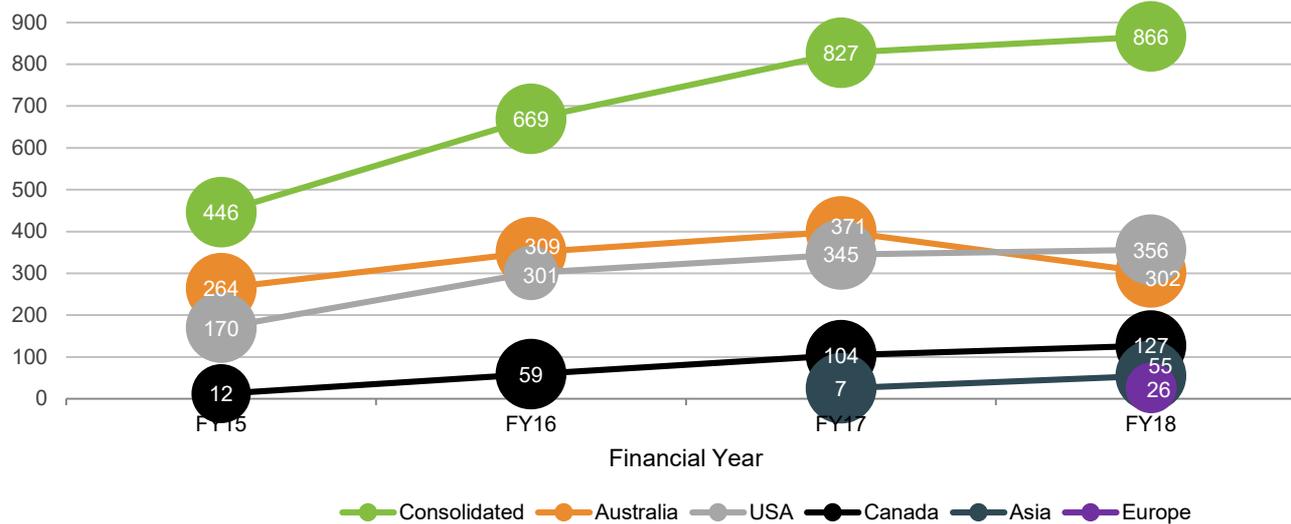
<b>A\$2.3b</b> total recoveries	<b>2.7 years</b> average duration	<b>90%</b> success rate	<b>\$860m</b> IMF's revenue
<b>A\$1.4b</b> returns for funded claimants	<b>74</b> active investments	<b>179</b> investments funded to completion	<b>150% ROIC</b> 2.5x MOIC



# Funding Applications

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Funding applications (number of applications)



Financial Year to Date 30 Sep 18	
Australia	84
USA	64
Canada	33
Asia	23
Europe	18
Consolidated	222

- Overall growth in applications from FY17 to FY18 of 5% with strong contributions from new geographies in Canada, Asia and Europe.
- Decline in Australia attributable, in part, to support being provided by Australian Investment Managers to new geographies.
- Experience shows that funding applications are subject to seasonal changes during the year resulting in demand fluctuations at different times.

# Actual and Budgeted Funding Commitments

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- Material growth in funding commitments from FY15 to FY18 of 172%, including 39% growth in past 12 months.
- Reflects execution of diversification strategy.

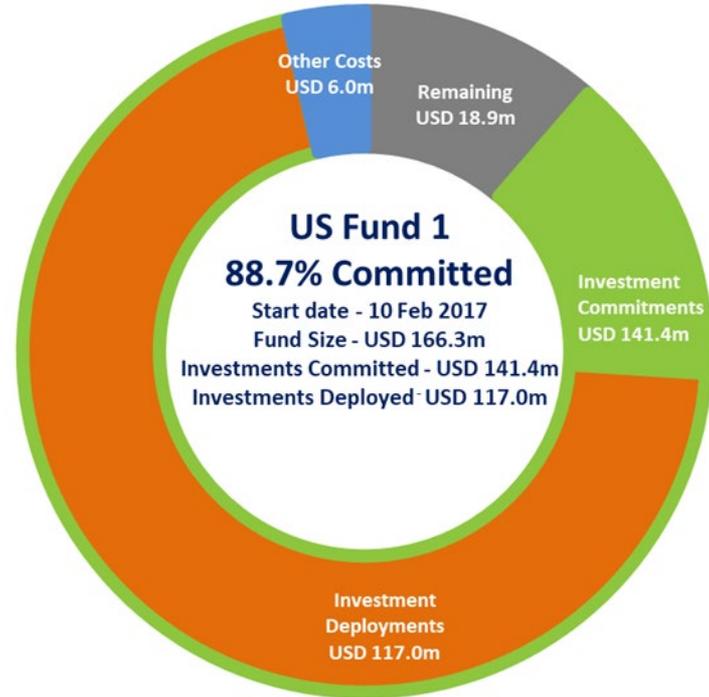
Note: FY17 and FY18 committed funding amounts include conditionally funded investments and investments approved for funding by the Investment Committee but not yet funded.

# US Fund – Commitments, Deployed, Capacity

(as at 30 September 2018)

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- Rate of commitment was on schedule prior to sale of investments to Fund 1.
- Fund 1 structured to accommodate sale of balance sheet investments.
- Investments were subjected to third-party due diligence, and accepted by Fund 1 Investor, endorsing the quality of the investments.

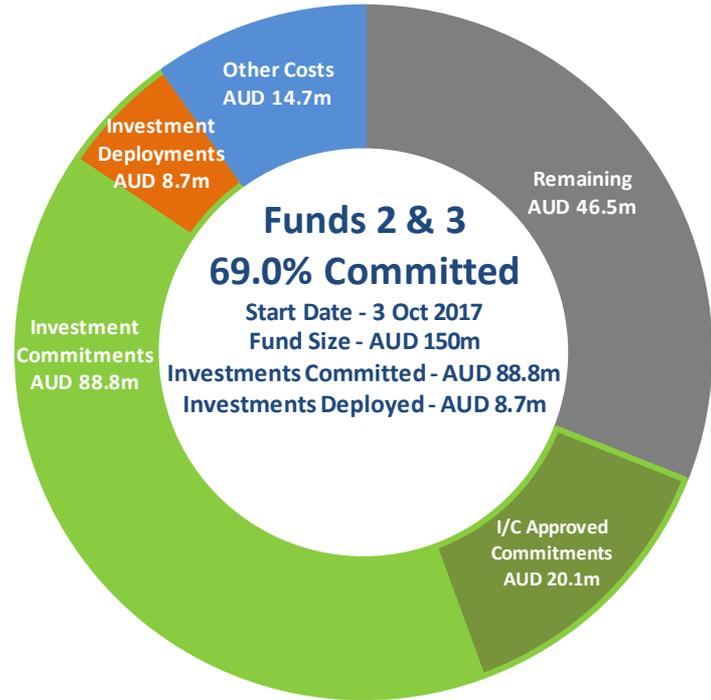


# RoW Funds – Commitments, Deployed, Capacity

(as at 30 September 2018)

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- RoW Funds commenced in October 2017, and are ahead of schedule in terms of investment commitments.
- The contribution from non-Australian investments is ahead of schedule and revised geographic limitations have been agreed to reflect this outcome.



# Investment Portfolio

(as at 30 September 2018)

See notes to Investment Portfolio at 30 September 2018 (Slide 16) for further details

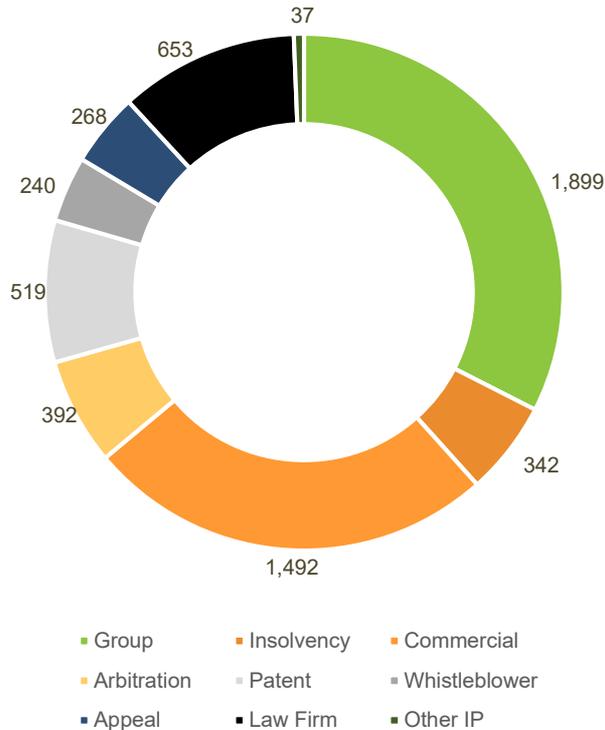
	Number of investments	EPV A\$m	Possible completion FY2019 A\$m	Possible completion FY2020 A\$m	Possible completion FY2021 and later A\$m		Priority capital deployed A\$m	Preferred return A\$m	IMF capital deployed A\$m	IMF share of residual profit
IMF balance sheet	26	1,644.5	1,077.3	329.2	238.0		N/A	N/A	N/A	100%
Fund 1	38	2,900.5	1,111.3	1,270.0	519.2		104.9	3.729	39.9	85%
RoW Funds 2 and 3	10	1,276.4	122.6	515.2	638.6		27.8	4.014	6.9	80%
Total	74	5,821.4	2,311.2	2,114.4	1,395.8					

- Past performance indicates that IMF's litigation funding investments have generated average gross revenue of approximately 15% of the EPV of the investment at the time it is completed (Long Term Conversion Rate).
- Fund 1 and RoW Funds 2 and 3 have additional capacity, which will increase EPV when cases are sourced which will also increase capital committed for priority return and to IMF.
- Waterfalls in Fund structures require capital and preferred return to investors before capital and management fee to IMF, after which profit is split.

# Diversification by Type

(as at 30 September 2018)

EPV by investment type (\$m)



- Diversification of type of investments between balance sheet and funds.
- Opportunistic investor, so no hard rules on blend of investments, other than:
  - Fund 1 hard cap on patent claims;
  - concentration caps for individual and portfolio investments in both funds; and
  - geographic caps in RoW Funds.
- Investments in group claims predominately Australia, but also in Canada with potential for UK.
- Law firm portfolio funding <12%, given lower returns, although risk adjusted returns are appealing.
- Primary focus on single party and group claims, given specialist nature of IM skill set and infrastructure, and generally higher return profile.

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- Strategic plan: transition from idiosyncratic risk to systemic risk of portfolio. Reflected in number of investments, diversity in case types, sizes & jurisdictions
- Wivenhoe and Westgem reflect asymmetric risk
  - Material risk if lost
  - Material adverse cost risk addressed with ACO insurance
  - Estimated completion FY19

# Developments Since 1 July 2018

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Share placement raised  
A\$74.48 million

- Well supported by existing and new institutional shareholders
- Provides platform to facilitate growth without constraint by completions

SPP

- Opportunity for retail investors to participate in new equity at same price as institutional investors
- Small take-up of capital as Share price did not exceed issue price for much of offer period

Bond restructure and issue

- Bond Amendment Proposal requires approval of Bond holders – special resolution (>75% votes cast on resolution) on 3 December 2018.
- No guarantee Proposal will be approved by Bond holders.

## Becoming Mainstream

- Increased world-wide awareness of IMF and appetite for dispute finance.
- Growing global litigation funding market with a total addressable market of 76.8b per annum.

## Growth Opportunities

- Finance solvent corporates across all jurisdictions.
- International arbitration funding.
- Multi-party claims – Australia, Canada, the UK and Europe.
- Increase in number of Investment Managers.
- Expansion of the business in continental Europe, Asia and Canada.

## Footprint

- Expansion of footprint into continental Europe.
- Expansion of operations in Asia and Canada.

## Capital

- Fund 4 launch for US investments
- Fund 5 launch for non-US investments
- IMF is aiming to have close to \$1.5 billion in FUM by the end of FY19.

## Ongoing Risk Mitigation

- Continued diversification of operations.
- Adverse cost insurance to reduce financial impact of lost cases.
- Further enhancement of the Investment Committee process.

# Notes to Investment Portfolio

(as at 30 September 2018)

## Notes to the Group's Investment Portfolio

### Investments Included in Portfolio

The Investment Portfolio includes investments for which the IMF group or the Funds have entered into an unconditional commitment to fund and includes investments where a previously conditional funding agreement has become unconditional. Investments in Australian shareholder class actions included in the portfolio as unconditional may still be subject to a Court process, where there are competing class actions, to determine which case proceeds.

### Past Performance

Past performance is not necessarily an indication of future performance. Both the Long Term Conversion Rate and IMF's ROIC may vary materially over time. By providing this information, IMF has not been and is not now in any way providing earnings guidance for future periods. IMF will update its Long Term Conversion Rate and ROIC figures semi-annually in its Investment Portfolio report following the EY review of completed investments.

### EPV

EPV is IMF's current best estimate (in Australian dollars) of a claim's recoverable amount, which takes into account the perceived capacity of the defendant to meet the claim. It is not necessarily the amount being claimed by the funded claimants in the investment and is not the estimated return to IMF from the investment if it is successful. An EPV is subject to change over time for a number of reasons, including changes in circumstances and knowledge relating to an investment, partial recovery and, where applicable, fluctuations in exchange rates between the applicable local currency and the Australian dollar.

### Possible Completion Periods

The possible completion period is IMF's current best estimate of the period in which an investment may be finalised. An investment may finalise earlier or later than the identified period for various reasons.

Completion for these purposes means finalisation of the litigation by either settlement, judgment or arbitrator determination, for or against the funded claimant, notwithstanding that such finalisation may be conditional upon certain matters such as court approval in the context of a class action. It may not follow that the financial result will be accounted for in the year of finalisation. Possible completion period estimates are reviewed and updated where necessary on a quarterly basis.

### RoW

IMF's RoW classification includes all regions excluding the USA in which IMF has investments, currently being Australia, Canada, Asia and the Middle East.

### Accounting Consolidation of IMF's Investment Vehicles

IMF's USA Fund 1, Fund 2 and Fund 3 will be consolidated within the IMF group financial statements, with the respective investors' interests reflected as Non-Controlling interests. Therefore, the entire EPV for investments funded by Fund 2 and Fund 3, and the entire funding commitment for investments funded by the Fund 1, are included in the quarterly Investment Portfolio.

- The material in this presentation has been prepared by IMF Bentham Limited (IMF) and is general background information about IMF'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, success rate by \$ weighted average, success rate by number of investments, IRR, actual, budgeted and deployed committed capital 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. For further commentary and analysis refer to IMF's 2018 annual report.
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