

Addresses of Chairman and Managing Director to Shareholders of Omni Bridgeway Limited at 2024 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 address to the Annual General Meeting**
- **PART THREE: Incoming Chairman's address to the Annual General Meeting**

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

INVESTOR ENQUIRIES:

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Chairman's Address

Michael Kay
Non-Executive Director
and Chairman

Highlights

For the 12 months ended 30 June 2024

Investment income and fee revenue

A\$277.0m -10% on FY23

Plus A\$140.9m total IYTB

OBL-only cash operating expenses

A\$89.7m -8% on FY23

Well below the A\$95m cash opex target

Net profit after tax before NCI

A\$30.5m

+A\$29.6m on FY23

Portfolio fair value^{1,2}

A\$2.8bn +11% on 1H24

>A\$1 bn of OBL-only fair value

New fair value added³

A\$631.2m

Achieving full year value generation goal of A\$625m

Fair value conversion⁴

118% in 2H24

Providing a first validation of the fair value of the overall portfolio

Cash and receivables⁵

A\$121.4m

Including A\$28.7m of OBL share of cash and receivables within funds

Improved pricing

+28% on FY23

Based on fair value per dollar of new commitments

MOIC⁶

2.7x

IRR⁷

53% FY24

77 full and partial completions

Address by Non-Executive Director & Chairman, **Michael Kay**, to the Annual General Meeting

19 November 2024

Ladies and gentlemen,

As shareholders are aware, this is my tenth and final AGM as Director and Chairman of Omni Bridgeway. The principles of good governance dictate that it is time to step down and I do so with feelings of sadness at parting from a special group of people who have built a special and unique company.

It has been a demanding and fascinating ten years. From modest beginnings in Perth, OBL is now a truly global company with a proven track record of successfully investing in an arcane and highly specialised asset class. It's an asset class where most of those who have tried, have failed. OBL has had its doubters along the way, especially with the change from on balance sheet funder to co-investor and funds manager. Raising funds in a new industry was difficult and shareholder returns were delayed by the impact of the return waterfalls and the exacerbating effects of Covid 19.

However, throughout this period, OBL continued its record of successfully completing its investments while simultaneously achieving scale and scope through expanding into new jurisdictions around the world. This is a considerable achievement. With the leverage created by the funds, Omni has been able to grow its book and its global strategic position in a manner and at a pace that would not have been feasible had we remained a purely on balance sheet funder. And as the funds are non-recourse, this has been achieved at lower risk. As a result, Omni is now one of the two largest legal asset managers in the world, and it continues to distinguish itself with its ability to source and fund high quality legal assets.

Importantly, this has been recognized by secondary

market players who have demonstrated a willingness to pay a premium for Omni's investment sourcing, underwriting and management skills. The secondary market is growing and will increasingly allow us to manage opportunity and risk by monetising parts of our book when and where it makes sense to do so. Seeding and developing a secondary market is another notable achievement. It is an indication that legal assets as an attractive investment class are here to stay, with Omni in the vanguard of this rapidly growing market.

I will now briefly touch upon the highlights of the 2024 financial year before handing over to Raymond to provide more details and to inform you of his strategic plans and current status. We will then ask incoming Chair Michael Green to introduce himself to shareholders and give his thoughts on the company's future prospects.

In FY24, notably, we generated \$391 million in investment income, a 38% increase from last year. This growth reflects our ability to effectively manage a complex portfolio, leveraging both experience and strong market insights. We completed 76 transactions, delivering an impressive multiple on invested capital of 2.7 times. Our 34 full completions in the second half alone achieved a fair value conversion ratio of 118%, providing an important validation of the portfolio's overall fair value. Together, these outcomes speak to our long-standing investment strategies and disciplined approach.

We have also made considerable progress in building the future of Omni Bridgeway. For FY24, we added \$631 million in new fair value and \$484 million in new commitments and at the same time our pricing improved by 28%. As of June 30th, we had \$123 million in cash and receivables and an investment portfolio with over a billion dollars in OBL-only fair value.

Now, as we look to the broader environment, it's clear that our industry is evolving in response to major shifts in the global economy. Persistent inflation and geopolitical uncertainties have influenced markets around the world. These conditions typically lead to higher insolvency rates and more complex legal disputes, both of which present opportunities for Omni Bridgeway. Macro-level trends – like cross-border investments, data privacy challenges, and environmental litigation – are all driving increased demand for legal finance. Only a small fraction – estimated at less than 10% – of the global addressable market for legal is currently being tapped by industry leaders, including Omni Bridgeway. This underpenetrated market offers significant room for growth.

But legal finance is not an easy space to operate in, and it's not open to just anyone. The business of funding legal claims requires a unique skill set and deep understanding of complex legal frameworks. Over the past year, we have seen several players either withdraw from the market or go into runoff. This consolidation highlights the importance of experience, a strong track record, and access to capital. Omni Bridgeway is uniquely positioned to lead in this environment, with a global platform, access to capital through our fund structures, and a demonstrated ability to deliver returns across economic cycles.

As we continue to strengthen our market position, we have several unique advantages that differentiate us. We operate globally, with an extensive reach that allows us to serve clients in multiple jurisdictions and adapt to diverse legal environments. We also benefit from a supportive and diverse base of capital providers, which strengthens our resilience. Our access to insurance helps us manage downside risks, and our engagement in secondary markets supports our cash flow needs. We've honed our investment committee process, backed by years of experience, which has proven essential in evaluating and selecting high-quality investments.

Of course, we recognise and understand the concerns voiced by shareholders regarding cost coverage, particularly around delays in returns. Some of this is

due to the impact of COVID on global court systems in 2020 and 2021, which has led to delays in case resolutions. But we are actively addressing these issues. This year, we took meaningful steps to increase cost coverage across our funds and worked diligently to reduce the platform's overall cost. It's worth noting that the record number of new deals we secured in FY24, alongside rising interest rates, has enabled a significant increase in pricing with no adverse effects on sales or investments. This pricing power underscores the strength of our market position and Omni Bridgeway's reputation.

We have entered the third generation of our funds, with \$3.2 billion in cumulative capital, supported by loyal institutional investors. This diversified capital base provides greater resilience across our investments, allowing us to withstand fluctuations in specific sectors or geographies.

In line with our commitment to transparency, we have introduced fair value reporting across our portfolio. This shift will simplify our disclosures and provide shareholders with a more consistent and robust view of the portfolio's value. It also enables investors to gain better insights into potential cash flows and expected returns.

None of this would have been possible without the dedication and hard work of our team. On behalf of the Board, I want to thank our staff for their tireless efforts in what has been an exceptionally busy year. I would also like to acknowledge our new CEO, Raymond van Hulst, who assumed the role at a pivotal time. Raymond has shown himself to be a calm, thoughtful, and highly capable leader, bringing a steady hand to our operations and an unwavering focus on achieving our goals.

I also want to congratulate Michael Green, the company's incoming Chairman. Michael's CV speaks for itself, evidencing a long and distinguished career in asset management, including as CEO of the American Century international business. Michael is an energetic and engaging individual with an eye for opportunity and a strong sense of balancing that with the management of risk. With the northern hemisphere now being the biggest part of our business, it is fitting that the Chair and CEO be stationed in or near to not only the largest legal asset jurisdictions but also, the largest capital markets in the world. With Michael and Raymond leading the company, supported by Karen, Christine, and the Omni Management Team, the company is indeed in good hands.

In parting, I want to thank all the people connected to Omni Bridgeway with whom I have had the pleasure of working over the past ten years. As I said earlier, this is an exceptionally difficult industry in which to be successful. Omni Bridgeway has been blessed with highly intelligent and energetic people. Unafraid of challenge and with the ability to manage the critical trade-off between opportunity and risk, our leaders and staff never lost sight of the goal of building a global business. It has been a pleasure and a privilege to work with you all.

Finally, I would like to acknowledge our shareholders. With long investment cycle times, the transition to funds manager and Covid 19, returns have been delayed longer than anticipated. Your patience and support have allowed the Omni Bridgeway team to build a unique global platform that has now reached a level of maturity where your patience should be richly rewarded. In my retirement, I very much look forward to watching from the sidelines as Raymond and the team write the next chapter of a remarkable story where a small Australian business decided to take on the world.

It's now my great pleasure to hand over to Raymond to give you his thoughts on the 2024 financial year and his plans for the future.

Raymond van Hulst

Managing Director & CEO

Recap of FY24 strategic priorities and achievements

● Achieved / Completed ● On Track

Reporting and disclosures



Simplified reporting | ●

Transition from EPV to fair value | ●

OBL-only reporting | ●

Demonstration of embedded value



Embedded value portfolio reporting | ●

Shift toward capital light, fund management model | ●

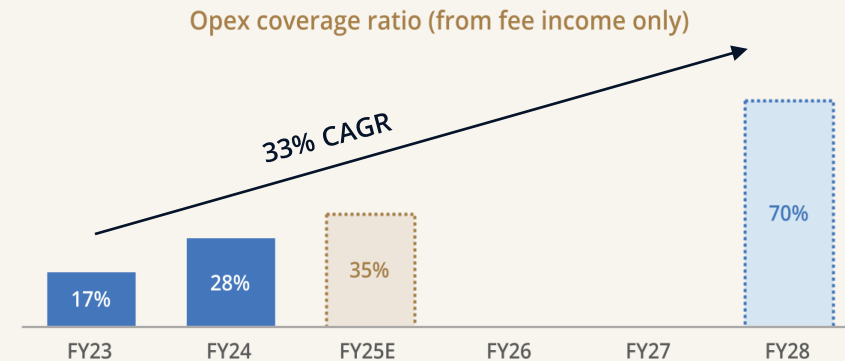
Improve cost coverage



Reduction of operating expenses | ●

Improvement of fund fees | ●

Improvement of cost coverage ratio | ●



FY25 Strategic goals

Strategic context

The company believes the current share price is not reflective of the **embedded fair value** of OBL's assets, nor of the value of our leading global fund management platform for legal assets.

The company is developing and pursuing options to reverse this **valuation gap**, through accelerated validation and release of the embedded fair value through the secondary capital markets.

Through these means, the company also aims to align its balance sheet towards a more **capital light** fund management model, including reducing net debt and the associated interest charges



Strategic goals



Continued improvement of cost coverage through increased fee income and cost optimisation.

Fair value validation through completions and secondary capital market transactions.

Capital optimisation, including reduction of interest costs through refinancing and decreasing net debt.

Incentive structure changed from share-based program to a carried interest program with better alignment.

Acknowledgements

Address by Managing Director & CEO, **Raymond van Hulst**, to the Annual General Meeting

19 November 2024

Thank you, Michael, and good morning everyone. On behalf of Omni Bridgeway's leadership team and our staff globally, I welcome you to the 2024 Annual General Meeting.

It has been a year since I first shared my commitment, as incoming CEO, to accelerate Omni Bridgeway's transformation. At our AGM last year, I outlined three strategic priorities, driven by a focus on reshaping our company and shareholder returns:

- Simplifying and improving our reporting and communications;
- Clarifying our strategy and providing a framework for understanding Omni Bridgeway's intrinsic value; and
- Improving our cost coverage.

Today, I am pleased to report that we have achieved significant progress across these areas and that we are on the right trajectory, but there is more work to be done as we establish Omni Bridgeway as a capital-light, fund management focused platform, positioned to deliver long-term value to our shareholders and fund investors.

Improving reporting and communications

We have made significant steps to improve our reporting and communications this year to allow for better visibility of our investment performance and intrinsic value. We have simplified our quarterly and semi-annual reporting and added disclosures for Omni Bridgeway-only reporting. This shift has been well received.

We fully transitioned to fair value reporting, moving away from our previous bespoke EPV and IEV metrics, which caused some confusion in the market. Fair value reporting now allows us to better benchmark our investment and financial performance, and it has laid the foundation for a

portfolio valuation framework. The last step in this process will be validating that fair value to the market – and I will speak more on that shortly.

The transition to fair value has also allowed us to report fair value based net asset values to our fund investors, delivering on a longstanding request.

Clarifying our strategy and making our embedded value visible

At our Investor Day this past March, we shared a detailed view of our strategy; provided a valuation framework for our portfolio and platform, and highlighted on that basis the intrinsic value of our investment portfolio, which currently sits at A\$2.8 billion, including over A\$1 billion attributable to OBL-only.

Our strategy is focused on accelerating our shift toward an institutional grade and capital-light fund management platform, streamlining our organisation and processes to align with this model, and setting cost coverage targets that are in-line with a fund management business.

Improving cost coverage

In FY24, we successfully reduced our cash operating expenses to A\$89.7 million, which is an 8% reduction from FY23 and surpassed our cost reduction target for the year. For FY25, we aim to lower this further to A\$85 million, a challenging goal in today's inflationary environment, but one we are on track to achieve or exceed.

Our management fee and other fee income grew by 50% compared to FY23, resulting in a cost coverage from fees-only of 28%, up from 17% in FY23 and exceeding our FY24 target of 25%. At the Investor Day, we have set a target of 70% cost coverage by FY28.

An important step towards this FY28 target was the inclusion of transaction fees in our new Fund 4/5 Series II, and we also secured good cost coverage terms for Fund 8.

Our investment returns significantly exceed typical alternative asset returns but realizing these returns from legal assets requires an active strategy with commensurate costs. Appropriate cost coverage terms are therefore in the interest of both fund investors and shareholders.

FY24 investment management operations

Delivering superior, uncorrelated returns – or alpha – is the cornerstone of our business. Our portfolio delivered strong results this past year, achieving a multiple on invested capital (or MOIC) of 2.7x across 77 full and partial completions. This outstanding MOIC level was maintained in the first quarter of FY25, as reported in our latest quarterly update.

Since we transitioned to fair value reporting in December 2023, we have seen a fair value conversion ratio of 111% across all 31 full completions. This ratio, which compares the realized fair value at completion to the fair value as previously reported, is a key metric to validate the fair value of our overall portfolio. As indicated, our total portfolio currently stands at approximately A\$2.8 billion in fair value, with over A\$1 billion of that attributed to Omni Bridgeway. This implies a significant premium against our current market value, before attributing any value to our platform. A steady fair value conversion rate around 100% should support closing that valuation gap.

We also met our FY24 target of A\$625 million in fair value from new investment commitments, supported by higher pricing. The increased pricing makes our capital more efficient, reduces the co-investment deployment and accelerates the shift to net positive cash flows.

On the fund capital front, we raised and launched Fund 8, a unique global fund exclusively focused on legal enforcement. We also completed the first closings of Fund 4/5 Series II, featuring again an integrated adverse costs insurance wrapper. This success highlights our leading position in the market, given that the total flow of fund capital to legal asset managers globally has reduced.

Our main focus for FY25 will be to complete the capital raise for funds 4/5 Series II.

Market and regulatory environment

The legal finance market has reached the end of a significant growth cycle, fuelled by low interest rates and excess liquidity, and is now in a phase of consolidation. Demand for legal finance and the availability of investible legal assets continues to grow, but competition and available capital has reduced. This is a healthy development and supports the maturing of the industry with fewer but more institutionalized platforms remaining.

Despite this tightening, Omni Bridgeway has had continued access to new fund and insurance capital, which reflects the strength of our platform and the quality of our investment performance. Omni Bridgeway has an unparalleled track record of consistently delivering returns across multiple economic cycles, also reflecting the uncorrelated nature of legal assets.

This industry evolution is accompanied by increased regulatory interest, as a further reflection of a maturing sector and legal assets becoming a more mainstream asset class. The main issue in regulatory discussions focuses on transparency, on which discussion is justified. However, there is also an active defendants' lobby, sponsored and fuelled by the U.S. Chamber of Commerce and the insurance industry around third-party litigation funding, with a clear agenda to effectively reduce legal finance and access to justice and accountability. Only to protect the economic interests of their backers.

Omni Bridgeway remains committed to supporting a balanced and transparent regulatory approach, one that enables greater access to justice. We will also continue to call out any disingenuous and misguided initiatives.

FY25 strategic and operational goals

Looking to FY25, we have four main strategic priorities:

1. **Improving cost coverage:** Our strategy is to realise superior returns and high alpha, however it is an active strategy that has cost associated with it. By increasing our fee income to be in-line with market standards and maintaining cost efficiency, we are on track to meet or exceed our fee income targets for the year. We are also confident that we'll stay below our cash opex objective, which positions us well to exceed our cost coverage goals.

2. **Validating portfolio fair value:** We are focused on further validating the fair value of our portfolio both through investment completions and secondary market transactions at appropriate conversion rates. I am pleased with our completions in the first quarter, which on average delivered a fair value conversion rate at around the 100% mark.

Secondary market transactions offer a further opportunity to validate our portfolio fair value. When a sophisticated third party performs thorough due diligence and transacts based on the fair value, it provides a strong endorsement of our approach and hence the intrinsic value of our portfolio. We are in advanced discussions on multiple assets and are confident in completing one or more transactions within the year.

3. **Capital optimisation:** Secondary market transactions also accelerate cash inflows, enabling us to reduce our net debt, lower interest costs and provide additional liquidity – a key focus for this fiscal year. As indicated, we are progressing well and are confident to deliver on this.

4. **Aligning incentive structures:** I would like to highlight our process of changing our incentive structure from a share-based program to a carried interest program, as referred to in the notice of meeting for today's AGM.

This is also part of the strategy of fully transitioning to a fund management model, for which carried interest is the default and tested incentive structure. Carried interest is directly linked to actual cash generation of performance fees by the company and therefore provides for an optimal alignment of the team with shareholders and fund investors. Carried interest requires successful origination, underwriting, and completion of investments to materialise. Carried interest better matches incentive costs to cash revenues, and therefore supports the costs coverage target.

To our shareholders

As we continue our strategic transformation, I acknowledge both the support and concerns of our shareholders. We recognise that the share price has yet to improve, despite the changes we have achieved during the year.

There has been a significant turnover in our shareholder register during the year, and two new substantial

shareholders have joined. We currently have an extraordinarily high-quality register of shareholders given the size of our company.

Omni Bridgeway unfortunately dropped out of the ASX300 index in September 2024 and the MSCI small cap index in late November 2023, which has caused forced sales by index tracking funds, undoing the effect of new substantial shareholders buying in.

I have had many interactions with shareholders during the last year. Notwithstanding our share price, which has continued to undervalue our portfolio and platform, I have appreciated the ongoing support and critical yet constructive discussions.

I welcome the opportunity to engage with even more of our shareholders moving forward and invite you to reach out with your thoughts and questions. To all our shareholders, thank you for your continued and invaluable support, patience and confidence in our strategy.

Acknowledgements

In closing, I want to thank our Board for their support and guidance throughout the year. A special thank you to Michael Kay, who will step down today after a decade of dedicated service as our Chair. Michael has led Omni Bridgeway through significant changes and challenges, always with skill and resilience. He has been a steadfast leader, especially through the transitions we have undergone in recent years.

Michael, on behalf of the team and myself, thank you for your support, guidance, and leadership in my first year as CEO. We are grateful for your commitment and look forward to building on the foundations you have helped to set.

Finally, I would also like to thank the entire team at Omni Bridgeway. The past 18 months have called on all of us to reflect and adapt, bringing a level of change and challenge that has sparked much constructive discussion. I want you to know that your efforts are seen and valued. It is in times like these that the strength and loyalty of a team truly shows, and I have been impressed by your resilience and dedication.

I will now hand over to Michael Green to introduce himself and share his perspective on the future of Omni Bridgeway.

Thank you.

Michael Green
Non-Executive Director
(Incoming Chairman)

Address by incoming Chairman, **Michael Green**, to the Annual General Meeting

19 November 2024

Ladies and gentlemen,

It is both an honour and a privilege to step into the role of Chair at Omni Bridgeway.

I want to start by recognising the exceptional leadership of Michael Kay, under whose guidance this company has been built over the past decade. Together with our current and former directors, Michael has overseen the development of a unique global platform that today provides Omni Bridgeway with an important competitive advantage. More than this, Michael has been an excellent role model for me personally and I would like to thank him for all of the encouragement and support that he has shown to me.

I would also like to recognise my fellow independent board members, Christine Feldmanis and Karen Phin. Not only are they a pleasure to work with, but their experience and dedication are invaluable assets, and I am grateful for their support as we work to uphold the values and goals that define Omni Bridgeway.

We now find ourselves at an exciting juncture in Omni Bridgeway's journey. Under Raymond's leadership the groundwork has been meticulously laid to transform this company into an asset management business that will enable the Board and Senior Management to realise the full potential of the platform that has been built. I know that being a shareholder during this transition has, at times, been challenging. I want to thank our shareholders for their patience and for sharing with us the belief that Omni Bridgeway has not just the potential, but also the ability to be a hugely successful global litigation finance business. We are truly grateful for your continued support and in the years ahead, we will remain focused on rewarding that support.

Let me take a moment to share with you a bit about why I am here and why I believe I am well-suited to Chair Omni Bridgeway as we continue to evolve.

I spent the bulk of my executive career running asset management businesses. I understand the balance between providing internal space for investment professionals to make the best decisions, with the need to ensure that portfolios are built in the best interests of investors and the whole business proposition is profitable, in the best interests of shareholders. Litigation finance is still a relatively new alternative asset class and one that continues to show excellent potential to grow and to continue to produce attractive, uncorrelated, risk adjusted returns for investors. In his first year as CEO, Raymond has made significant progress in evolving the culture of Omni Bridgeway towards that of an asset management business. We are fortunate to have Raymond at the helm, whose vision and collaborative approach have already made a significant impact. Over the past year, Raymond has engaged closely with the Board and his transparency has been invaluable as we navigate this transition. We share a strong working relationship and, together, we are dedicated to carrying this company forward in the long-term interests of all of our stakeholders.

One notable change in our leadership structure is location. For some time now, the majority of Omni Bridgeway's business has been conducted in the Northern Hemisphere. With Raymond and I both based in Europe, we are well-positioned to manage that business effectively.

Personally, my executive career was spent running global asset management businesses for American owned companies. I understand the challenges of geographically

remote leadership and you have my assurance that, as Chair, I am committed to maintaining clear, open lines of communication with all stakeholders, ensuring that you remain informed and engaged in our progress.

Importantly, as I mentioned previously, litigation finance is still a relatively new asset class and together with asset management in general, is overwhelmingly dependent upon trust and integrity. Our ASX listing is particularly important as we seek to realise the full potential of this business. The transparency and rigorous governance structure that are a given with an ASX listing, provide us with a positive advantage as we expand our investor base. We remain very proud to be an Australian company.

In taking on this role, I understand that my responsibility is to represent all of our stakeholders and to ensure that Raymond and the executive team deliver on their

commitments and translate our operational strengths into tangible returns.

As I look ahead, I am filled with optimism for what we can accomplish together. Thanks to the exceptional groundwork that has been laid, we are in a position of strength and readiness to drive forward and unlock significant value. As we continue to execute on our strategy, I am confident that our efforts will be recognised by the market, and we look forward to sharing positive outcomes with you in the years ahead.

In closing, I want to thank you once more for your trust and commitment to Omni Bridgeway. The journey ahead is promising, and I am excited to work alongside Raymond, the board, and all of you as we steer this remarkable company toward its next phase of growth and success.

Thank you.

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About Omni Bridgeway

Omni Bridgeway is the global leader in legal finance and risk management, providing dispute and litigation finance from case inception to post-judgment enforcement and recovery.

Listed on the ASX, Omni Bridgeway operates from over 20 international locations.

omnibridgeway.com

Footnotes

- 1 Includes unconditional and conditional investments, IC-approved investments and investments in "completion in progress" status where cash has not yet been received.
- 2 NPV of loss adjusted probability weighted investment cashflows of total portfolio.
- 3 Including A\$11 million of new fair value from external co-fundings for new investments originated and managed by OBL. OBL will be entitled to separately agreed management and performance fees on such external co-fundings.
- 4 The fair value conversion ratio indicates the ratio of proceeds and deployments received on completions, discounted back to the date of the last reported portfolio fair value (31 December 2023 currently), compared to the fair value of such completed investments as at that prior reporting date.
- 5 Fund 5 is not consolidated within the Group Consolidated Financial Statements, here it is presented at 100%.
- 6 Life to date (LTD) MOIC includes full and partial completions (excluding withdrawals) in Funds 1 to 5 and the OBL balance sheet since inception. It also reflects Fund 6 full and partial completions since the OBE acquisition in 2019, including investments acquired and funded. FY24 MOIC includes full and partial completions (excluding withdrawals) recognised during FY24, as well as full and partial completions reported as IYTBR as of 30-Jun-2024.
- 7 IRR is calculated based on full completions only and does not include our partial completions of \$216 million on an LTD basis and \$92 million on an FYTD basis, or investments categorised as IYTBR.

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This presentation is authorised for release to the market by the Board.

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