

Completion of Fund 9 Transaction (Continuation Fund)

Omni Bridgeway Limited (**Omni Bridgeway, OBL, Group**) (ASX:OBL) is pleased to announce the successful final completion of the Fund 9 transaction with funds managed by Ares Management Corporation (Ares), as previously announced on [18 December 2024](#).

The final completion includes receipt of final proceeds in the amount of A\$45m (US\$26.715m), reflecting the balance of value of the interest acquired by Ares at the time of signing.

The final consideration follows the initial payment of A\$275m received from Ares, as part of the Financial Close of Fund 9 on [25 February 2025](#). This takes total proceeds received to the upper end of the range forecasted, at A\$320m equivalent.

This milestone completes the transaction in line with the previously announced key transaction metrics notably a Fair Value conversion rate of c.80% and a Multiple of Invested Capital (MOIC) of c.3.2x

Transaction Summary

On 18 December 2024, OBL announced the establishment of Fund 9 as a legal assets continuation fund. Fund 9 has interests in over 150 investments, across Funds 2/3, Funds 4/5 Series I, and one remaining balance sheet investment (the **Fund 9 Assets**). The portfolio of legal assets includes both mature and recently (FY25) originated investments.

Ares acquired a 70% interest in Fund 9 for an up-front cash consideration of A\$320m equivalent paid to OBL, with OBL retaining a 30% interest in Fund 9.

Omni Bridgeway will be the adviser to Fund 9, remain the adviser to the underlying funds and continue to manage the Fund 9 Assets. In addition to the existing management fees from Funds 4/5, OBL will receive an annual management fee from Fund 9 of 2.0% on gross investment commitments outstanding.

Strategic Rationale

The Fund 9 transaction delivers on all key Omni Bridgeway's strategic objectives:

- **External validation of OBL's fair value framework.** The transaction involved extensive due diligence by a sophisticated third party, and its legal and financial advisors, on the OBL platform, the OBL fair value methodology, and the resulting fair value for a significant part of the OBL legal assets, thereby demonstrating the intrinsic value in OBL's underlying portfolio and its legal assets origination and management platform.
- **Realisation of embedded value.** Day-1 cash MOIC exceeding 3-times on OBL-only deployed capital, which delivers immediate value realisation for Omni Bridgeway, and demonstrates the inherent embedded value in and performance of the legal assets portfolio and funds originated and managed by the Omni Bridgeway platform.
- **Recognition of OBL being the leading institutional grade fund manager for legal assets.** The transaction adds Ares as a capital provider for Fund 9, joining a select group of existing blue-chip fund investors that have been reinvesting across all vintages of OBL's funds. This affirms OBL's position as the leading institutional-grade fund management platform for legal assets, and has already supported OBL in raising further fund capital for its core strategy Funds 4/5 Series II.
- **Full deleveraging of balance sheet plus additional liquidity.** Proceeds from the transaction have been used to retire the debt facility in full, with the balance of proceeds delivering significant additional balance sheet strength and working capital for Omni Bridgeway.
- **Cost coverage.** The transaction allows for additional management fees, charged at 2.0% of the gross investment commitments outstanding for Fund 9. This adds c.7% (c.A\$6m) to cost coverage on an annualised basis in year 1.
- **Transition to capital-light funds-management model:** The transaction represents a significant shift towards a capital-light funds-management model via full deleveraging of the company and a substantial reduction in co-invest obligations on legacy funds in harvesting stage. This profitably releases capital, available for reinvestment alongside OBL's fund investors in the new investment stage fund series.
- **Deconsolidation of Funds:** Following the Fund 9 transaction, OBL will deconsolidate Funds 2/3, and Fund 4 Series I and II from its statutory accounts, while Fund 5 Series I and II were already deconsolidated. The interest in Fund 9, as well as OBL's co-invest in Funds 4/5 Series II will be accounted for at fair value going forward. These changes will simplify statutory reporting and more closely align OBL's statutory reporting with fund management standards.

Gain on Deconsolidation and Sale	c.A\$m
Cash consideration	320
<i>less fair value of warrants</i>	(15)
<i>add fair value of the OBL Fund 9 interest</i>	158
Total consideration	463
<i>less derecognition of net assets</i>	(507)
<i>add NCI derecognition</i>	373
<i>less capitalised costs derecognition</i>	(67)
Gain on deconsolidation/sale	262

The gain on deconsolidation and sale excludes any transaction costs, which – once finalised - will be between 3% and 4% of cash consideration, in line with transactions of similar size and complexity. Taxes in relation to the transaction will be offset by the available deferred tax assets balance, with no expected cash taxes associated with the transaction.

Raymond van Hulst, Managing Director and CEO, commented "We are extremely proud to lead the field together with Ares through this innovative transaction. It is the first continuation fund for legal assets and is highly significant in its scope and size as a secondary market transaction. The transaction demonstrates that deep pools of institutional secondary capital are available to Omni Bridgeway to mitigate the duration risk associated with legal assets. This is driven by our high quality track record built off an institutional-grade asset management platform with a transparent valuation framework. This transaction comes at a formative time for the industry, with (1) growing institutional investor interest in legal assets given the unique asymmetrical and non-correlated returns even during volatile markets, (2) a growing market demand for legal finance, while (3) the industry is maturing and consolidating reflecting the scale, diversification, skills, experience and track record required to be successful over the long term as a manager in this asset class. This transformative transaction positions Omni Bridgeway well for the opportunity set ahead."

Jan-Paul Kobarg, Partner at Ares Management, commented "We are pleased to support OBL with this significant transaction, which underscores Ares' ability to deliver bespoke, creative capital solutions at scale. We look forward to working with Raymond and the OBL team as they build on their leadership in an asset class that we believe will be increasingly targeted by institutional investors due to its ability to generate attractive, uncorrelated returns."

About Ares Management Corporation

Ares Management Corporation (NYSE: ARES) is a leading global alternative investment manager offering clients complementary primary and secondary investment solutions across the credit, real estate, private equity and infrastructure asset classes. We seek to provide flexible capital to support businesses and create value for our stakeholders and within our communities. By collaborating across our investment groups, we aim to generate consistent and attractive investment returns throughout market cycles. As of December 31, 2024, including the acquisition of GCP International which closed on March 1, 2025, Ares Management Corporation's global platform had over \$525 billion of assets under management, with operations across North America, Europe, Asia Pacific and the Middle East. For more information, please visit www.aresmgmt.com.

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

INVESTOR ENQUIRIES:

Nathan Kandapper

Global Head of Investor Relations and Head of
Corporate Development

nkandapper@omnibridgeway.com