

24 August 2021

ASX Limited ASX Market Announcements Office Exchange Centre 20 Bridge Street Sydney NSW 2000

Dear Sir / Madam,

E&P Financial Group Limited FY21 Financial Results

The following announcements to the market are provided:

- 1. Appendix 4E and Annual Report
- 2. Appendix 4G
- 3. FY21 Results Announcement
- 4. FY21 Results Presentation

Yours faithfully,

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FY21 results briefing

Full-year ended 30 June 2021

24 August 2021

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Agenda





Peter Anderson

Paul Ryan

Peter Anderson



Section 1 FY21 update

E&P

FY21 result highlights

Resilient underlying performance driven by execution of E&P Capital pipeline, continued strong contribution from the Evans & Partners business and gains on private equity principal investments

BUSINESS PERFORMANCE	OPERATING PLATFORM ENHANCEMENTS	GROWTH INITIATIVES	BALANCE SHEET
 Adjusted EBITDA of \$32.0 million up 2% and Adjusted NPATA of \$11.3 million up 22% vs pcp driven by: execution of strong transaction pipeline in E&P Capital positive investment outcomes on principal positions and growth in core equities FUM softer performance in E&P Wealth during the period, impacted by regulatory proceedings Statutory result impacted by: provision for regulatory matters including ASIC defence and penalty cost of takeover defence suspension of ESP resulting in short- term overlap of cash bonuses and historical ESP grants¹ goodwill impairment in E&P Wealth driven by regulatory impacts 	 Significant structural improvements implemented, positioning the business to execute growth initiatives: establishment of and progressive transition to E&P Retail Wealth Management and DA Private service offerings E&P Hong Kong established providing institutional sales and distribution presence in Asian market progressed in delivering value and liquidity outcomes for investors in our internally managed Real Asset funds – URF debt refinance, NEW asset sale program, FSREC merger and asset sale and listed equities fund restructures additional investment in Risk & Compliance capability and advice systems enterprise-wide ESG program under implementation 	 E&P Wealth – increase presence in the underserviced mass affluent retail market together with core high net wealth offering our breadth of service packages, highly educated adviser base and existing scalable advice infrastructure positions us well for growth E&P Capital – continue to execute business plan expanding capability within targeted market segments, enhancing ECM deal origination and distribution and executing on its international strategy through E&P Hong Kong E&P Funds – streamline and grow core equities offering rebranding and business development hires to accelerate external distribution 	 Strong focus on cash and liquidity continued to monetise non-core assets over the year Balance sheet remains strong with cash of \$50.8 million and no debt as at 30 June 2021 supported by \$32.1 million in financial assets, available for sale assets and equity accounted investments No final dividend declared in light of ASIC penalty Board remains committed to targeted full year payout range of 75%–85% of NPATA

Note: 1. On 18 December 2020, the Company announced the suspension of its Employee Share Plans (ESP). Aside from Key Management Personnel, E&P does not intend to grant further deferred equity to E&P employees as part of the Company's discretionary bonus awards. Nevertheless, E&P reserves the right to grant at any time deferred equity securities to employees in selected circumstances or generally at any time in the future. For the avoidance of doubt, any employees with contractual entitlements to participate in the ESP will continue to be eligible to receive such entitlements. Adjusted EBITDA and Adjusted NPATA, which adjust for the suspension of the ESP and businesses in wind-down (Dixon Projects) are presented to assist with like-for-like comparison with prior periods.

Addressing other matters

Board and Management firmly focused on addressing other matters to stabilise the business and position for future growth

EXPIRY OF UNSOLICITED TAKEOVER OFFER

The Board of EP1 unanimously recommended that shareholders reject the 360 Capital takeover offer

- On 31 March 2021, 360 Capital confirmed its unsolicited off-market takeover bid for all EP1 shares would not be extended
 - despite the Offer being declared unconditional, the Offer received acceptances of approximately 0.7%
- Mercury Capital has subsequently acquired a 19.9% interest in EP1 from 360 Capital
 - the Board welcomes Mercury Capital to the register

ASIC PROCEEDINGS AGAINST DASS

DASS signed conditional Heads of Agreement with ASIC to settle litigation

- On 8 July 2021, Dixon Advisory & Superannuation Services Pty Limited (DASS) entered into a Heads of Agreement with ASIC to resolve the legal proceedings commenced by ASIC against DASS in the Federal Court of Australia
- The terms of the agreement are subject to completion of certain steps and the approval of the Court – likely hearing date in late October to December 2021, subject to Court availability
- Under the Heads of Agreement:
 - DASS agrees to pay to the Commonwealth a pecuniary penalty of \$7.2 million and ASIC's costs relating to the legal proceedings agreed at \$1.0 million
 - the parties consent to the making of declarations by the Court to the effect that DASS contravened section 961K(2) of the Corporations Act in the period 6 October 2015 to 31 May 2019 on a total of 53 occasions in relation to personal advice provided by its representatives in contravention of section 961B and/or section 961G in respect of URF Converting Preference Units, URF Notes II and URF Notes III
 - ASIC agrees to seek no further declarations of contravention in the proceedings



E&P

E&P Results briefing | Full-year ended 30 June 2021

FY21 result snapshot

Strong Adjusted EBITDA despite softer contribution from E&P Funds following deliberate structural changes



Underlying and Adjusted EPS (cents)²

Net revenue (\$m)¹



Underlying and Adjusted EBITDA (\$m)



Dividends per share (cents)



Notes:

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1 FY21 net revenue excludes interest income of \$0.2 million and \$0.9 million in non-underlying US PPP grant income. It also includes \$1.1 million in fair value losses on held for sale assets (along with gains on equity accounted investments) to reflect the net movement in the Group's cornerstone investment in CVC Emerging Companies Fund I during the period. FY20 net revenue excludes \$0.2 million in non-underlying US PPP grant income.

2 Calculated using weighted average shares outstanding, Underlying NPATA and Adjusted NPATA for the relevant periods.

3 Non-IFRS measures such as Underlying and Adjusted NPATA and Underlying and Adjusted EBITDA used in this presentation are defined in the glossary. The adjustments to NPAT and EBITDA for the relevant periods are outlined on slide 25.

4 Past performance is not a reliable indicator of future financial performance.

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Key medium-term drivers

E&P

Strong uplift in funds under advice and E&P Capital revenue; funds under management flat with growth in core equities offsetting net reduction in real asset funds from asset sale programs



E&P Results briefing | Full-year ended 30 June 2021

Strategic priorities

EP1 is successfully executing on its clearly defined strategy and progressing initiatives to drive medium to long-term growth



Positioning the business for the Australian financial services landscape of the future

E&P

E&P Wealth



Improving the quality of earnings by expanding the Evans & Partners financial advice offering across our client base and transitioning from transactional revenue to FUA-based revenue

- Divisional earnings continue to be underpinned by market leading high net wealth Evans & Partners private client offering
- Successful implementation and growth of E&P Retail Wealth Management and DA Private service offerings
 - FUA of \$709 million at year end; 365 clients have transitioned to or joined the service
 - in line with the strategy to operate under a unified brand, 10 advisers are now dual authorised across Dixon Advisory and Evans & Partners
- FUA growth (22% on pcp) reflects positive investment outcomes and net client growth across Evans & Partners client base
- Largely stable total client numbers modest Dixon Advisory exits and transfers to new Retail Wealth Management service, offset by growth within Evans & Partners
- 90% of Advisers have passed the FASEA exam; targeting 100% by calendar year end
- Transition of primary platform provider to HUB24 and key third-party SMSF technology partner to BGL 360, with several key benefits across client experience and provision of service
- Implementation of ESG strategic plan and establishment of Client Advisory Board to gather feedback on the Dixon Advisory service
- Formal launch of standalone Evans & Partners Family Office service offering in FY21
- Approximately 78% of total FUA represented by high or ultra high net wealth clients (22% of total FUA in mass affluent)³

Retail Wealth Management and DA Private funds under advice¹



Funds under advice by service type^{1,2}



E&P Comprehensive Investment & Admin

- 1 Past performance is not a reliable indicator of future financial performance.
- 2 Evans & Partners Family Office FUA reflects the historical account balance at 30 June 2020 and 31 December 2021 of current client accounts on the service, following the formal launch in 2H21.
- 3 As at 30 June 2021. Mass Affluent clients are defined as having less than \$2.5m in assets under advice, High Net Wealth is defined as having between \$2.5m and \$50m under advice and Ultra High Net Wealth as having more than \$50m in assets under advice.

Notes:

E&P Family Office

E&P Wealth (cont'd)



Continued strong earnings from Evans & Partners offset by softer brokerage revenue and lower Dixon Advisory contribution

			VAR TO	VAR TO
FOR THE PERIOD (\$M)	FY20	FY21	FY20	FY20
Total revenue	92.5	88.2	(4.3)	(5%)
Net revenue	88.3	83.9	(4.4)	(5%)
Direct expenses	(57.9)	(56.6)	1.3	(2%)
Allocated expenses	(11.0)	(12.1)	(1.1)	10%
Underlying EBITDA	19.4	15.2	(4.2)	(22%)
Adjusted EBITDA ¹	18.4	15.5	(2.9)	(16%)
Underlying EBITDA margin	22%	18%	(4% pts)	
Closing FUA	20,075	24,411	4,336	22%
Average FUA	20,065	21,794	1,729	9%



- Notwithstanding softer earnings, FY21 saw success in the rollout and growth of FUAbased service models, together with progress in resolving regulatory proceedings
 - advice and services revenue expected to build from FY22 onwards
- Net revenue down 5% vs pcp driven by softer brokerage revenue vs FY20 which benefited from higher trading volumes resulting from COVID-19 market volatility
- Softer Dixon Advisory advice and services revenue partially offset by consistent underlying revenue growth from Evans & Partners wealth business
- Direct expenses largely in line with prior period as lower remuneration expense was partially offset by higher insurance and advertising expenses
- Increased allocated expenses reflecting higher allocation of Research costs vs pcp



Notes:

1 Adjusted EBITDA which normalises the result for the suspension of the ESP is shown alongside underlying EBITDA to assist with like-for-like comparison with prior periods.

2 Past performance is not a reliable indicator of future financial performance.

E&P Capital

Successful execution of E&P Capital's strategy has delivered a strong result, with a record level of Corporate Advisory activity

Recent transactions

CATAPULT

- Significant uplift in Corporate Advisory deal volume and revenue compared to FY20
 - increased ECM activity in line with growth strategy
 - a number of large M&A transactions completed in targeted sectors of expertise
 - several deals earmarked for 4Q21 pushed to FY22 following prolonged period of heightened primary and secondary market activity
- Hong Kong institutional desk now operational
 - necessary building blocks in place to distribute ECM product and research, onboard clients and build sales capability
- Positioned for expansion of institutional Fixed Income offering
- Continued expansion of research coverage with 135 securities under coverage (+20) representing approximately 73% of the ASX200 by market capitalisation, including 26 initiations in FY21
- Significant investment in people and systems as well as reshaping of research coverage over the past two years to optimise as a key differentiator – now largely complete
 - increased mid cap coverage in line with core verticals focus
- Strong ratings in Peter Lee Associates Australian Equity Investors Report 2020
 - Sales 1st in sales team capability, equal 1st sales strength in NZ
 - Research strong recognition for sector research top five ranked analysts across four sectors, including a lead analyst in technology, 2nd in Research independence
 - Execution 3rd in agency execution and co-leading on best execution of small caps

Note: Past performance is not a reliable indicator of future financial performance.

June 2021	April 2021	April 2021
\$47 million	\$95 million	Undisclosed
Placement Joint Lead Manager	Institutional Placement and Accelerated Non- Renounceable Entitlement Offer Joint Lead Manager	Adviser to IBC or RE of AMP Capital Diversifier Property Fund (ADPF) on its merger with the Dexus Wholesale Property Fund
MORISONACO		Ascender
April 2021	March 2021	March 2021
NZ\$867 million	\$725 million	Undisclosed
Sole financial adviser to Morrison & Co and Infratil in relation to acquisition of ~55% interest in Pacific Radiology Group	Capital Notes 5 Joint Lead Manager	Financial Adviser to the shareholders of Ascender in relation to the sale of Ceridian HCM Inc
🜟 nab	Universal Store	HUB ²⁴
December 2020	November 2020	November 2020
\$2,000 million	\$150 million	\$60 million
Capital Notes 5 Joint Lead Manager	Adviser to Universal Store in relation to its Initial Public Offering	Financial adviser on acquisition of Xplore Wealth Joint Lead Manager
October 2020	July 2020	July 2020
Undisclosed	\$40 million	\$56 million
Adviser to Waypoint REIT in relation to its internalisation of its management vehicle from Viva Energy	Institutional Placement and SPP Joint Lead Manager	Initial Public Offering Joint Lead Manager

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AMP

E&P Capital (cont'd)



EBITDA uplift due to strong revenue growth; margins impacted by elevated staff expenses resulting from ESP suspension and short-term overlap with historical equity grants

FOR THE PERIOD (\$M)	FY20	FY21	VAR TO FY20	VAR TO FY20
Total revenue	51.3	59.0	7.7	15%
Net revenue	45.6	57.4	11.8	26%
Direct expenses ¹	(21.3)	(30.7)	(9.4)	44%
Allocated expenses	(11.6)	(12.5)	(0.9)	8%
Underlying EBITDA	12.7	14.2	1.5	12%
Adjusted EBITDA ²	10.2	15.1	4.9	49%
Underlying EBITDA margin	28%	25%	(3% pts)	

- Material increase in revenue attributable to successful integration of institutional, capital markets and corporate businesses and high levels of market activity
- Net revenue growth of 26% a result of recovery in transaction activity and a significant increase in ECM – demonstrating successful origination efforts and execution capability
- Strong start to FY22 and encouraging pipeline for E&P Capital

Net revenue

Underlying and Adjusted EBITDA



Notes:

- 1 Suspension of the Company's ESP led to an increase in direct expenses and reduction in Underlying EBITDA margin due to a short-term overlap of cash bonuses and continued ESP share based payment expenses.
- 2 Adjusted EBITDA which normalises the result for the suspension of the ESP is shown alongside underlying EBITDA to assist with like-for-like comparison with prior periods.
- 3 Past performance is not a reliable indicator of future financial performance.

E&P Funds





- URF refinance in November 2020 and asset sales progressing as planned (US\$113 million of asset sales completed in FY21)
 - URF continues to explore corporate opportunities
 - repayment of URF Notes III in full prior to maturity in March 2021
- FSREC Fund merger, Mascot asset sale (settled July 2021) and debt reduction / withdrawal offer
- NEW Australian asset sales of \$288 million (settled in July 2021) with debt reduction / buyback underway
- Continued growth of US Solar Fund plc, completed a US\$132m institutional equity raising in May 2021
 - proceeds used to acquire a further 25% interest in Mount Signal 2 solar plant and debt repayment / capital management initiatives
- Investment in core equities offering
 - Evans & Partners International Fund dual-branded to Claremont Global Fund and Lonsec "Investment Grade" rating secured to complement SQM and Zenith ratings
 - rebranding of Flagship series of equities funds to Orca Funds Management and conversion of listed investment trusts to unlisted unit trusts
 - business development hires to drive external distribution of equities funds
- Strong outperformance in FY21 from Global Disruption and Claremont Global strategies
- EP1 private equity principal investments benefitted from strong returns in CD Private Equity Fund series and CVC Emerging Companies Fund I joint venture over FY21

Rebranded equities offering 💮 Claremont Global Fund

Global Fund

TOTAL RETURN (P.A.)

EQUITIES OFFERING	FUM AS AT 30 JUNE 2021
Claremont Global / E&P International Strategy	\$1,081m
Orca Funds Management	\$756m
E&P Australian Equities Strategy	\$411m
Other (Sprott Gold / Global Healthcare)	\$23m
Total Equities FUM	\$2,271m

SELECT PRODUCT PERFORMANCE AS OF 30 JUNE 2021

FUND	1 YEAR	VS INDEX	SINCE INCEPTION ³	VS INDEX
Claremont Global Fund (Hedged)	36.7%	1.2%	14.3%	2.9%
Orca Global Disruption Fund	29.7%	1.7%	25.3%	10.6%
E&P Australian Equities Growth Portfolio	31.1%	2.0%	12.1%	1.4%

Funds under management¹



Notes:

1 Gross funds under management, unaudited as at 30 June 2021. Past performance is not a reliable indicator of future financial performance.

2 Represents NTA returns for Orca Global Disruption Fund and unit price returns after fees with dividends reinvested for Claremont Global Fund (Hedged) and E&P Australian Equities Growth Portfolio.

3 Inception date for Claremont Global Fund (Hedged) on 18 February 2014, Orca Global Disruption Fund on 25 July 2017 and E&P Australian Equities Growth Portfolio on 16 March 2011.

E&P Funds (cont')





FOR THE PERIOD (\$M)	FY20	FY21	VAR TO FY20	VAR TO FY20
Total revenue ¹	66.2	48.0	(18.2)	(27%)
Net revenue	57.9	46.7	(11.2)	(19%)
Direct expenses	(36.5)	(32.0)	4.5	(12%)
Allocated expenses	(5.0)	(5.1)	(0.1)	2%
Underlying EBITDA	16.4	9.6	(6.8)	(42%)
Adjusted EBITDA ²	14.9	12.1	(2.8)	(19%)
Underlying EBITDA margin	28%	20%	(8% pts)	
Closing FUM	6,737	6,717	(20)	(0%)
Average FUM	6,843	6,653	(190)	(3%)
FUM based fee margin	64bp	55bp	(9bp)	



Net revenue was down 19% primarily due to the wind-down of Dixon Projects and lower FUM in the Real Asset funds. This was partially offset by fair value gains for EP1's principal positions in the CD Private Equity Fund series and CVC Emerging Companies Fund I

- Reduction in FUM based revenue primarily driven by lower management fees from URF (asset sale program) and New Energy Solar (lower EV)
- Immaterial performance fees received during the period
- Relatively resilient Adjusted EBITDA, which when normalised for suspension of the ESP and closure of Dixon Projects demonstrates stable underlying performance as the business undergoes structural change

1 FY21 total revenue excludes \$0.9 million in non-underlying US PPP grant income. It also includes \$1.1 million in fair value losses on held for sale assets (along with gains on equity accounted investments) to reflect the net movement in the Group's cornerstone investment in CVC Emerging Companies Fund I during the period.





2 Adjusted EBITDA which normalises the result for the suspension of the ESP and wind-down of Dixon Projects is shown alongside underlying EBITDA to assist with like-for-like comparison with prior periods.

3 Past performance is not a reliable indicator of future financial performance.

Notes:



Section 2 Consolidated financial results

Consolidated financial result



Adjusted earnings were stable, reflecting strong core performance amidst ongoing Dixon Advisory business model transformation; statutory profit impacted by regulatory matters and associated non-cash impairment of goodwill

FOR THE PERIOD (\$M)	NOTE	FY20	FY21	VAR TO FY20	VAR TO FY20
Total revenue ¹		210.0	195.3	(14.7)	(7%)
Net revenue	1	191.8	187.9	(3.9)	(2%)
Staff expenses	2	(117.9)	(126.2)	(8.3)	7%
Operating expenses	3	(36.7)	(33.7)	3.0	(8%)
Underlying EBITDA	4	37.2	28.0	(9.2)	(25%)
Non-underlying items	4	(2.8)	(17.5)	(14.7)	536%
EBITDA		34.4	10.5	(23.9)	(69%)
D&A	5	(18.5)	(13.5)	5.0	(27%)
Amortisation of acquired intangibles	6	(4.0)	(2.5)	1.5	(38%)
Impairment of goodwill	7	(38.7)	(11.2)	27.5	(71%)
Net interest income / (expense)		(1.8)	(1.4)	0.4	(22%)
Operating profit		(28.6)	(18.0)	10.6	(37%)
Income tax expense	8	(1.9)	(0.8)	1.1	(58%)
Statutory NPAT		(30.5)	(18.8)	11.7	(38%)
NPATA		(27.2)	(17.3)	9.9	(36%)
Underlying NPATA		13.3	7.2	(6.1)	(46%)
Underlying EPS (cps)		5.9	3.2	(2.7)	(46%)
Adjusted EBITDA	9	31.4	32.0	0.5	2%
Adjusted NPATA	9	9.3	11.3	2.0	22%
Effective tax rate		(7%)	(4%)	3% pts	
Underlying EBITDA margin		19%	15%	(4% pts)	
Underlying NPATA margin		7%	4%	(3% pts)	

Notes:

1 FY21 total revenue excludes interest income of \$0.2 million and \$0.9 million in non-underlying US PPP grant income. It also includes \$1.1 million in fair value losses on held for sale assets (along with gains on equity accounted investments) to reflect the net movement in the Group's cornerstone investment in CVC Emerging Companies Fund I during the period.

Cash flow statement

E&P

Cash balance supported by monetisation of non-core assets; continued investment for pre-existing capital commitments

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FOR THE PERIOD (\$M)	NOTE	FY20	FY21
Cash flows from operating activities			
NPAT		(30.5)	(18.8)
Add: Depreciation & amortisation		14.4	8.2
Add: AASB 16 amortisation and interest		9.7	9.3
Add: Non-cash impairment of goodwill		38.7	11.2
Add: Share based payments expense		3.0	4.7
Add: Other non-cash		1.1	2.7
Add / (Less): Decrease / (Increase) in net working capital	1	(1.0)	12.1
Less: Share of equity accounted profits	2	(4.6)	(8.3)
Net cash from operating activities		30.8	21.0
Cash flows from investing activities			
Purchase of financial assets	3	(2.5)	(3.2)
Proceeds from sale of financial assets	4	3.6	15.8
Payments for investment in joint ventures	5	(3.1)	(3.0)
Net purchase of PP&E and intangibles		(4.4)	(3.9)
Dividends received	6	1.8	6.0
Other CFI		1.3	-
Net cash from investing activities		(3.3)	11.8
Cash flows from financing activities			
Net proceeds from borrowings	7	(15.0)	(0.0)
Purchase of treasury shares		-	(0.3)
Dividends paid		(12.2)	(4.6)
Payment of lease liabilities		(9.7)	(9.6)
Other CFF		1.6	(5.0)
Net cash from financing activities		(35.3)	(19.5)
Net movement in cash and cash equivalents		(7.8)	13.3
FX movements		0.1	(0.2)
Opening cash and cash equivalents		45.3	37.6
Closing cash and cash equivalents		37.6	50.8

Decrease in net working capital reflects provisions recorded in respect of increased annual cash bonuses following suspension of the ESP in December 2020 and regulatory matters (including ASIC penalty and associated legal expenses)

Increase in equity accounted profits in FY21 was driven by gain on CVC Emerging Companies Fund I and CD Private Equity Fund series joint ventures

Continued partial reinvestment of fees received from URF and New Energy Solar back into the funds alongside unitholders (\$1.2m)

Proceeds from partial sell down of cornerstone investments in US Solar Fund plc (\$9.5m) in October 2020 and CVC Emerging Companies Fund I (\$4.7m) in December 2020

Further capital calls for CVC Emerging Companies I and CD Private Equity Fund series cornerstone investments

6 Dividends received primarily from equity accounted investments

Insurance premium funding facility of \$5.2m was drawn and fully repaid over FY21, facility renewed for FY22

Balance sheet



Solid balance sheet position supported by healthy net cash balance and investments; provisions recorded in respect of pending regulatory matters

FOR THE PERIOD (\$M)	NOTE	JUN 20	JUN 21	VAR TO JUN 20	VAR TO JUN 20
Cash and cash equivalents		37.6	50.8	13.2	35%
Deposits		-	5.8	5.8	n.m
Trade and other receivables		18.6	23.8	5.1	27%
Financial and available for sale assets	1	21.0	9.4	(11.5)	(55%)
Equity accounted investments	2	22.9	22.6	(0.3)	(1%)
Right of use assets	3	31.3	23.5	(7.8)	(25%)
Finance lease receivable	4	-	3.9	3.9	n.m
Intangibles		120.3	106.5	(13.8)	(11%)
Other assets		18.6	22.1	3.5	19%
Total assets		270.3	268.5	(1.9)	(1%)
Trade and other payables		(12.9)	(10.9)	2.0	(16%)
Borrowings		-	-	-	n.m
Lease liabilities		(37.1)	(33.2)	3.9	(11%)
Provisions	5	(32.7)	(58.3)	(25.7)	79%
Other liabilities		(9.7)	(8.2)	1.5	(16%)
Total liabilities		(92.4)	(110.7)	(18.3)	20%
Net assets		177.9	157.8	(20.1)	(11%)
Net tangible assets		57.6	51.3	(6.4)	(11%)

1 Partial sell down of cornerstone investment in US Solar Fund plc (\$9.5m)

Partial sell down of cornerstone investment in CVC Emerging Companies Fund I (\$4.7m) offset by gains in value of strategic joint ventures

3 Decrease in right of use assets due to office rationalisation in Australia and the US

4 Lease receivable recognised relating to sub-lease of US office

Increase reflects provisions recorded in respect of regulatory matters and complaints, and as a result of higher cash bonus accruals following the suspension of the ESP

Income tax expense



Effective tax rate impacted by US CARES Act tax credit

FOR THE YEAR ENDED 30 JUNE 2021 (A\$M)	NOTE	AUSTRALIA	USA	TOTAL
Operating profit		(16.6)	(1.4)	(18.0)
Prima facie tax expense at 30%		5.0	0.4	5.4
Less: Non-deductible penalty	1	(2.2)	-	(2.2)
Less: Goodwill impairment	1	(3.4)	-	(3.4)
Less: Non-deductible share-based payments	2	(1.4)	-	(1.4)
Add: Non-assessable income		0.5	-	0.5
Add: Other permanent differences and adjustments		0.1	(0.7)	(0.6)
Add: US CARES Act credit		-	0.9	0.9
Income tax expense		(1.4)	0.6	(0.8)
Effective tax rate		(8%)	42%	(4%)
Statutory NPAT		(18.0)	(0.8)	(18.8)

Commonwealth penalty provision (\$7.2 million) and E&P Wealth goodwill impairments (\$11.2 million) both non-deductible

2

Recurring permanent differences include share-based payment expense which are expected to reduce over time following suspension of the ESP



Section 3 Outlook

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Outlook

Clearly defined initiatives to drive medium to long-term growth

FINANCIAL	STRATEGIC PRIORITIES	GROWTH	TAKEOVER DEFENCE
 Structural change initiatives to benefit medium-term earnings Near-term earnings expected to be softer in E&P Funds as structural change initiatives continue; we expect this to be offset by positive momentum in E&P Wealth and E&P Capital coupled with lower levels of extraordinary expenses Continued focus on cost discipline Board remains committed to targeted full year dividend payout range of 75–85% of NPATA 	 Operational platform enhancements have positioned business for growth Second stage operational review program implemented across business in FY21 Growth initiatives underway for each division Clearly defined strategy and disciplined capital management expected to increase medium term profitability Enterprise-wide ESG program in place Focus on staff development and career mapping to foster and retain talent 	 Execution of medium to long-term growth initiatives E&P Wealth – scalability of advice infrastructure positions Wealth to increase presence in underserviced mass affluent retail market in combination with core high net wealth offering E&P Capital – increased advisory and ECM deal flow, expanded access to our platform to international clients and targeted recruitment to complement existing platform E&P Funds – greater focus on external distribution of core equities offering with further near-term initiatives to increase value and liquidity for investors in internally managed Real Asset funds 	 Events had significant impact in FY21; lower level of extraordinary costs expected moving forward Takeover offer lapsed following Board's unanimous recommendation to reject the offer EP1 welcomes new substantial shareholder Mercury Capital ASIC proceedings – settlement of litigation under conditional Heads of Agreement subject to completion of certain steps by ASIC and DASS, as well as Court approval

E&P Results briefing | Full-year ended 30 June 2021

Solid foundation for ongoing growth

We are positioning the business for growth off an integrated platform unique in the Australian financial services industry

01	Fully integrated financial services group operating under a unified brand and leveraging the core strengths of each division	
02	Consolidated Wealth business with a leading market presence across the High Net Wealth and mass affluent retail client spectrum, underpinned by a scalable advice platform	
03	A leading provider of corporate advisory, capital markets and investment research solutions in our chosen sectors – occupying a unique position in the market due to client relationships, scale and focus	
04	A high-quality suite of thematic equity strategies with a diversified investor base	区 三 二 二



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Appendix

Underlying and Adjusted reconciliation

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Reconciliation to EBITDA and statutory NPAT as stated in the full year financial report

FOR THE PERIOD (\$M)	FY20	FY21
EBITDA	34.4	10.5
Underlying adjustments		
Non-recurring income (US PPP stimulus)	(1.3)	(0.9)
Net change in value of non-core investments ¹	0.7	3.2
Commonwealth penalty	-	7.2
Regulatory proceedings and related costs	-	6.1
Costs of takeover defence	-	1.8
Employee termination payments	1.9	-
Loss on de-recognition of subsidiary	0.3	-
Other non-recurring items	1.2	-
Underlying EBITDA	37.2	28.0
Other adjustments		
Suspension of ESP	(5.9)	2.1
Operations in wind-down (Dixon Projects)	0.1	2.0
Adjusted EBITDA	31.4	32.0
Statutory NPAT	(30.5)	(18.8)
After tax amount of underlying adjustments	1.6	14.3
Impairment of goodwill and other	41.0	11.2
Amortisation of acquired intangibles	3.3	1.6
US CARES Act tax credit	(2.1)	(0.9)
Underlying NPATA	13.3	7.2
After tax amount of other adjustments	(4.0)	4.0
Adjusted NPATA	9.3	11.3

- The FY21 Underlying EBITDA adjustments include income of \$0.9 million received in the form of US Paycheck Protection Program forgivable loan (\$0.9 million after tax), net fair value adjustment of and acquisition loss on non core investments of \$3.2 million (\$2.4 million after tax), \$7.2 million Commonwealth penalty (\$7.2 million after tax), \$6.1 million in expenses associated with regulatory proceedings and related costs, net of insurance (\$4.3 million after tax) and \$1.8 million in direct legal and advisory expenses incurred as a result of the takeover defence (\$1.3 million after tax)
- The FY20 Underlying EBITDA adjustments include \$1.9 million in employee termination payments (\$1.4 million after tax), loss on sale of the Dixon Realty business totalling \$0.3 million (\$0.3 million after tax), income of \$1.3 million received in the form of US Paycheck Protection Program forgivable loan (\$1.3 million after tax), net change in value of non-core investments of \$0.7 million (\$0.4 million after tax) and \$1.2 million in other items (\$0.8 million after tax)
- FY21 Underlying NPATA excludes the impact of amortisation of intangible assets that arose from the merger with Evans & Partners, acquisition of Fort Street Advisers and the Company's IPO in FY21 totalling \$1.6 million after tax (FY20: \$3.3 million)
- Underlying NPATA also excludes tax relief stimulus measures resulting from the US CARES Act totalling \$0.9 million (FY20: \$2.1 million) and an \$11.2 million impairment of goodwill in E&P Wealth due to regulatory matters
- FY20 Underlying NPATA adjustments include impairment of goodwill, other intangibles and the Group's investment in FSC totaling \$37.5 million after tax and \$3.5 million in impairment of PP&E arising from changes in US premises
- Other adjustments account for the suspension of the ESP in FY21. To assist with likefor-like comparison with the prior period, FY20 has been adjusted to reflect full cash bonuses and both periods adjusted to remove the impact of ESP grants made in respect of FY20

Notes:

1 Non-core investments reflect the Group's legacy investment in an asset or enterprise that is unrelated to the core activities of the Group.



E&P Funds performance

Solid performance across thematically diverse equities fund platform and fixed income portfolios

Thematically driven investment philosophy leverages expertise from across the Group

SINCE INCEPTION TOTAL RETURNS		UNIT PRICE		
(TO 30 JUNE 2021)	FUM (\$M)	INCEPTION DATE	RETURN (P.A.)	VS INDEX
High conviction / thematic equities investing				
Orca Global Fund ¹	109	6 Jul 18	13.1%	(1.2%)
Orca Asia Fund ¹	91	14 May 18	8.9%	(0.4%)
Orca Global Disruption Fund ¹	291	25 Jul 17	25.3%	10.6%
Evans and Partners Global Disruption Portfolio ¹	265	1 Sep 16	25.6%	11.5%
Claremont Global Fund ¹	66	18 Feb 14	15.5%	2.4%
Claremont Global Fund (Hedged) ¹	171	18 Feb 14	14.3%	2.9%
Evans and Partners International Focus Portfolio ¹	613	20 May 11	17.1%	3.4%
Evans and Partners Australian Equities Growth Portfolio ¹	223	16 Mar 11	12.1%	1.4%
Evans and Partners Australian Equities Income Portfolio ¹	19	16 Mar 11	10.3%	(0.4%)
Evans and Partners Australian Focus Portfolio Ex-20 ¹	10	1 Mar 21	6.5%	(2.4%)
Evans and Partners Global Healthcare Portfolio ¹	21	8 Nov 18	9.8%	(3.2%)
Evans and Partners Sprott Gold Portfolio ¹	2	9 Nov 20	(18.1%)	(1.7%)
Fixed Income				
Evans and Partners Diversified Income Portfolio ¹	43	14 Jun 11	4.5%	1.8%
Evans and Partners Defensive Plus Portfolio ¹	11	19 Oct 15	2.5%	0.7%

Notes:

1 Unlisted funds or managed account portfolio.

2 Illustrative performance of a \$10,000 investment after fees since inception with dividends reinvested.

3 Gross funds under management, unaudited as at 30 June 2021. Past performance is not a reliable indicator of future financial performance.



E&P Funds performance

Real Asset and Private Investment funds delivering good underlying asset performance and yield

Thematically driven investment philosophy leverages expertise from across the Group

SINCE INCEPTION TOTAL RETURNS			RETURN (P.A.)		
(TO 30 JUNE 2021)	FUM (\$M)	INCEPTION DATE	UNIT PRICE ¹	NTA ¹	
Real assets					
New Energy Solar Fund (ASX: NEW)	1,043	31 Mar 16	(8.0%)	(0.8%)	
US Solar Fund plc (LSE: USF) ²	759	16 Apr 19	2.6%	0.8%	
US Masters Residential Property Fund (ASX: URF)	945	28 Jun 11	(12.9%)	(4.4%)	
FSREC Property Fund ^{3,4}	804	23 Dec 20	N/A	5.4%	
Private investments					
CD Private Equity Fund I (ASX: CD1)	50	13 Aug 12	12.4%	12.5%	
CD Private Equity Fund II (ASX: CD2)	110	5 Apr 13	8.5%	11.4%	
CD Private Equity Fund III (ASX: CD3)	159	26 Jul 16	4.9%	11.8%	
CD Private Equity Fund IV ³	205	30 Apr 18	N/A	14.3%	
CVC Emerging Companies Fund I ³	44	1 May 19	N/A	23.0%	
Venture Capital Opportunities Fund (Square Peg) ³	16	17 Jul 18	N/A	5.7%	

Notes:

1 Unit price and NTA provided for listed registered managed investment schemes only.

2 Represents Australian dollar equivalent gross assets.

3 Unlisted funds.

4 On 23 December 2020, FSREC Fund I acquired Fund IV and the series completed a restructure and scheme of arrangement to form a stapled group known as the FSREC Property Fund.

5 Illustrative performance of a \$10,000 investment after fees since inception with dividends reinvested.

6 Gross funds under management, unaudited as at 30 June 2021. Past performance is not a reliable indicator of future financial performance.

Business segments

E&P

We are a financial services firm with a focus on wealth management, corporate and institutional advice and broking and funds management

BUSINESS SEGMENT	E&P WEALTH	E&P CAPITAL	E&P FUNDS	
Offering	Market leading HNW and affluent wealth management services			
Brands Services	 EVANS & PARTNERS Investment advice Securities trading Managed accounts Portfolio administration Kanaged accounts Legal services 	 E&P M&A, ECM and DCM and general corporate advisory IPO and pre-IPO advisory 	 Direct equities investment management Asset management RE and fund administration services Claremont Global Fund Direct equities investment management Direct equities investment management Direct equities investment management 	
Revenue type	Advisory and service fees, portfolio administration fees and brokerage	Brokerage, capital raising and corporate advisory fees	Transaction, management and performance fees	
Clients/Other	 ~9,200 HNW / wholesale and affluent SMSF investors FUA: \$24.4 billion 	Corporates and institutional investors	 Wholesale and retail investors 17 investment strategies FUM: \$6.7 billion 	

Glossary

360 Capital	360 Capital Group
360 Capital Group	the stapled group comprising 360 Capital Group Limited ABN 18 113 569 136 and 360 Capital FM Limited ABN 15 090 664 396 (AFSL 221474) as responsible entity of the 360 Capital Investment Trust ARSN 104 552 598
ABN	Australian Business Number
Adjusted EBITDA	Is defined as Underlying EBITDA adjusted for the suspension of the ESP and businesses in wind-down (Dixon Projects) to assist with like-for-like comparison with prior periods
Adjusted NPATA Is defined as Underlying NPATA adjusted for the suspension of the ESP and bus in wind-down (Dixon Projects) to assist with like-for-like comparison with prior	
AFSL	Australian Financial Services Licence
Amortisation of acquired intangibles	Includes amortisation of intangible assets arising from the acquisitions of Evans & Partners, Fort Street Advisers and amortisation of executive restraint covenants
ASIC	Australian Securities and Investments Commission
CGU	Cash Generating Unit
D&A	Depreciation and Amortisation
DASS	Dixon Advisory & Superannuation Services Limited
DCM	Debt Capital Markets
EBITDA	Is defined as earnings before interest, tax, depreciation and amortisation
ECM	Equity Capital Markets
EP1	E&P Financial Group Limited (EP1. ASX)
EPS	Earnings Per Share
ESG	Environmental, Social and Corporate Governance
ESP	Means collectively the 'Employee Share Plans' being the Option & Rights Plan and the Loan Funded Share Plan
EV	Enterprise Value
FASEA	Financial Adviser Standards and Ethics Authority
Forgivable LoanIn respect of the PPP, the loan will be fully forgiven if used for payroll costs operating expenses, with at least 60% used for payroll purposes	
FSC	Fort Street Capital Pty Limited
FSREC	Fort Street Real Estate Capital
FUA	Funds Under Advice

FUM	Funds Under Management
FUM based fee margin	Is defined as FUM-based net revenue divided by average FUM
HNW	High Net Wealth
IFRS	International Financial Reporting Standards
IPO	Initial Public Offering
M&A	Mergers And Acquisitions
Mercury Capital	Mercury Capital Investments Pty Ltd (ABN 53 141 046 022)
Net revenue	Is defined as total revenue less the cost of goods sold incurred in the provision of such services
NEW	New Energy Solar (NEW:ASX)
NPAT	Net Profit After Tax
NPATA	Net Profit After Tax before amortisation of acquired intangibles
NTA	Net Tangible Assets
NZ	New Zealand
РСР	Prior Comparable Period
PP&E	Property, Plant and Equipment
PPP	US Paycheck Protection Program
RE	Responsible Entity
SMSF	Self Managed Superannuation Fund
SPP	Share Placement Plan
Underlying EBITDA	Is defined as earnings before interest, tax, depreciation, amortisation and extraordinary items
Underlying EBITDA margin	Is defined as Underlying EBITDA divided by net revenue
Underlying EPS	Is defined as Underlying NPATA divided by weighted average shares outstanding
Underlying NPATA	Is defined as net profit after tax before amortisation of acquired intangibles and extraordinary items
Underlying NPATA margin	Is defined as Underlying NPATA divided by net revenue
URF	US Masters Residential Property Fund (ASX: URF)
Var	Variance