

# EJF Investments Limited

## **FACTSHEET**

Monthly Performance													
2017	9-Feb	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	YTD
Diluted NAV Per Share GBp	135	139	144	142	146	144	146	148	149	153	154	158	N/A
Undiluted NAV Per Share GBp¹	137	141	146										N/A
Monthly Performance (inclusive of dividends) (%)	0.51	2.96	3.65	0.24	2.85	0.34	0.90	1.37	0.54	4.92	0.59	2.53	23.47

## **Company Overview**

EJF Investments Ltd (together with its subsidiaries, "EJFI" or the "Company") is a closed-ended investment company investing in opportunities created in the U.S. banking and insurance sectors by regulatory and structural changes impacting the financial services sector. The Company seeks to generate risk adjusted shareholder returns by investing in a diversified portfolio of long-term, cash-flow generating assets, which may include structured debt and equity, loans, bonds, preference shares, convertible notes and private equity, in both cash and synthetic formats issued by entities domiciled in the U.S and Europe.

## **Target Investments**

The Company seeks to achieve its investment objective primarily by investing in assets that have been impacted by regulatory and structural changes to the finance industry. These target investments consist primarily of: (a) Securitization and Related Investments; and (b) Specialty Finance Investments.

### **Manager Monthly Commentary**

NAV: EJFI's December 2017 NAV was £86.3 million or GBp158 per share, representing a monthly gain of 2.53%. EJFI continued its strong performance year-to-date and ended the year with a total return (inclusive of dividends) of 23.47%.

**GAV:** Pursuant to the Company's successful zero dividend preference share issue, which completed in early December, the Company had additional cash of approximately £15 million to invest, giving it a gross asset value of £103 million. The Company deployed the majority of the cash proceeds raised.

Market: The month of December saw 38 banking M&A deals announced, bringing the total number of transactions to 292 in 2017. In 2017, median P/TBV was 1.59x. This compares to a median P/TBV in 2016 of 1.33x, or an increase of 19.5% year-over year. We continue to believe that we will see an elevated amount of M&A activity in the near term due to the changing regulatory environment and continued positive banking trends. Looking forward to the new year, it is estimated that there will be up to four rate hikes in 2018.

New Investment: In December, the Company made a new £10.3 million investment, through EJF Investments LP, in the equity tranche of an EJF Capital sponsored CDO. The Company now has exposure to three EJF Capital sponsored securitizations. The underlying collateral consists of approximately \$326 million of TruPS and other debt securities issued by over 30 insurance companies and has a 4.0% weighted average spread. This investment is part of a restructuring of a 2016 securitization that experienced a high rate of prepayment activity. As part of the restructuring, the senior note interest rate was reduced and the cash flow structure was modified to allow additional distributions to the CDO equity holders, increasing the equity tranche yield. In addition to receiving quarterly distributions from this investment, the Company will also benefit from its 49% ownership interest in the CDO Manager, which will receive a 20bp annual management fee from the CDO.

**Portfolio Activity:** During the month, positive contributions to December's performance primarily relate to the market appreciation of the REIT TruPS CDO securities portfolio, which contributed approximately  $\varepsilon_2$ .6 million to December's NAV. The Company's interest in the CDO Manager also increased in value due to the additional CDO collateral management agreement, as mentioned above. The Company's investment in Armadillo experienced impairments related to three loans. The cumulative impact of the impairments reduced the Company's NAV by approximately  $\varepsilon_1$ .9 million. The Company's remaining investment portfolio performed in-line with expectations.

**Dividend:** In January, the Directors of EJFI declared the Company's 4th dividend since inception of GBp2.5 per share (approximately \$0.03/share) in respect of the fourth quarter performance, which represents an increase over last quarter's dividend of GBp2.4 per share. At 7.1% annualized², this is above the target dividend of 6% p.a. given the Company's robust performance. This resulted in total dividends declared since inception of GBp9.7 per share.

## Based on the Company's 31 December 2017 unaudited financials.

Your attention is drawn to the disclaimer (Important Disclosure) that begins on the second page of this document. Past performance is not indicative of future results, and there can be no assurance that EJFI will achieve comparable results, will meet its target returns, achieve its investment objectives or be able to implement its investment strategy.

## EJFI Key Facts (at 31 December 2017)

Ticker Symbol	EJFI LN
EJFI NAV	£86.3 million
NAV/Share	GBp158 (\$2.14 equivalent)
Gross Asset Value	£103.0 million
ZDP Shares	Ticker: EJFZ LN Number of Shares: 15 million Maturity: December 2022 Capital Entitlement: GBp132.25 per share GRY: 5.75%
Target Return <sup>2</sup>	8%-10% total return
Quarterly Dividend <sup>3</sup> Ex-Dividend Date Payment Date	GBp2.5 per share (7.1% p.a. yield²) 2 February 2018 2 March 2018
Currency	GBP
Manager	EJF Investments Manager LLC (the "Manager")
First Admission Share Price	GBp141

Prior to April 2017, an undiluted and a fully diluted NAV was disclosed. Beginning in April 2017, the Company recorded the fair value of the impact the unexercised warrants had on the monthly NAV had these warrants been exercised, alleviating the need to present two separate NAVs

 $^2\mbox{Per}$  annum on Undiluted NAV per share on First Admission (£1.41 per share).

<sup>3</sup>The Company has a target dividend yield of 6.0% per annum on Undiluted NAV per share on First Admission (£1.41 per share).



## EJF Investments Limited

**FACTSHEET** 

## Existing Portfolio Description<sup>1</sup>

#### **Securitizations & Related Investments**

- £36.0 million investment in the equity tranches of three EJF Capital sponsored securitizations
- £12.3 million investment in portfolio of REIT TruPS CDO securities
- £5.6 million investment in a US bank Sub Debt
- £7.6 million investment in the CDO Manager (49% ownership interest)

### **Specialty Finance Investments**

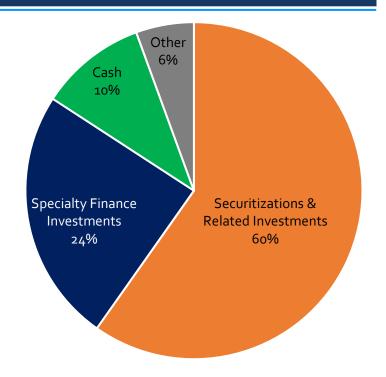
- £17.4 million investment in portfolio of high interest rate loans to U.S. law firms engaged in mass tort litigation
- £7.7 million investment in a bridge loan to an affiliate of a publicly listed insurer

#### Cash

- £7.3 million unrestricted cash
- £3.3 million restricted cash (related to currency hedges)

#### Other

£5.7 million of other assets



#### Based on the Company's 31 December 2017 unaudited balance sheet.

EJF Investments Manager LLC	U.K Office	35 Park Lane, 4th Floor, London, W1k 1RB	HKhan@ejfcap.com or PStage@ejfcap.com		
	U.S. Office	2107 Wilson Boulevard, Suite 410, Arlington, VA 22201	LSparacino@ejfcap.com		
Crestbridge	Jersey Office	47 Esplanade, St. Helier, JE1 oBD	EJFInvestors.jsy@crestbridge.com		

## IMPORTANT DISCLOSURE

PAST PERFORMANCE IS NOT INDICATIVE OF FUTURE RESULTS, WHICH MAY VARY. There is no guarantee that the Company will continue to invest in these allocations at all or do so in the same manner as set forth in this factsheet. Allocations may change at any time without notification to shareholders. Pie charts include all investments, cash and hedges. Returns are net of fees, accrued liabilities and expenses and include dividend reinvested.

This material is not for distribution to retail clients and is directed exclusively to the Company's professional clients and eligible counterparties, as defined in the Markets in Financial Instruments Directive (2004/39/EC) Article 4(1) (12). The information provided herein is intended solely for the use of the party to whom the Company or the Manager has provided it, is strictly confidential, and may not be reprinted or distributed in whole or in part nor may its contents be disclosed to any other recipient under any circumstances. By accepting this information, the recipient agrees that it will not divulge any such information to any other party. This document, and the information contained therein, is not for viewing, release, distribution or publication in or into the United States, Canada, Japan, South Africa or any other jurisdiction where applicable laws prohibit its release, distribution or publication, and will not be made available to any national, resident or citizen of such jurisdiction. The distribution of this document in certain jurisdictions may be restricted by law; therefore, people into whose possession this document comes should inform themselves about and observe any such restrictions. It does not take into account the particular investment objectives, financial situation, risk adversity, tax status or needs of individual clients. The Company and the Manager disclaim any and all liability relating to a decision based on or for reliance on this document.

This document is directed only at: (i) persons having professional experience in matters relating to investments who fall within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005; or (ii) high net worth bodies corporate, unincorporated associations and partnerships and trustees of high value trusts as described in Article 49(2) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 and persons who receive this document who do not fall within (i) or (ii) above should not rely on or act upon this document.

This document has been prepared for general information purposes only and has not been delivered for registration in any jurisdiction nor has its content been reviewed by any regulatory authority in any jurisdiction. The information contained herein does not constitute: (i) a legal agreement (ii) legal, regulatory, tax, accounting or other advice, (iii) an offer, recommendation or solicitation to buy or sell shares in any fund or any security, commodity, financial instrument or derivative linked to, or otherwise included in the Company or a portfolio managed or advised by EJF Capital LLC ("EJF"), the Manager or their respective affiliates, (iv) an offer to enter into any other transaction whatsoever, (each a "Transaction"). This document does not constitute due diligence reporting and neither the Company nor the Manager bear any responsibility for your investment research and/or investment decisions, nor will the Company or the Manager be liable of any decision made or actions taken by you or others based on the contents of this document and neither the Company, the Manager, nor any of their respective directors, officers, employees or representatives accept any liability whatsoever for any loss or damage of any kind and howsoever arising.



# EJF Investments Limited

## **FACTSHEET**

#### IMPORTANT DISCLOSURE

These materials may also contain historical market data; however, historical market trends are not reliable indicators of future market behavior. Any historical investment results of any person or entity described in this material are not indicative of the future investment results. Such results are intended only to give potential investors information concerning the general experience of the relevant person or entity, and is not intended as a representation or warranty by the Company, the Manager, EJF or any other person or entity as to the actual composition of or performance of any future investments.

The information herein may include statements of future expectations, estimates, projections, models, forecasts, scenarios, and other forward-looking statements (collectively "Statements"). The Statements provided are based on the Manager's beliefs, assumptions and information available at the time of issuance of such Statement. Such Statements may be speculative in nature, and can be expected that some or all of the assumptions underlying the forecasts and estimates will not materialize and/or that actual events and consequences thereof will vary significantly from the assumptions upon which forecasts and estimates contained herein have been based. The inclusion of such Statements herein should not be regarded as a representation or guarantee regarding the reliability, accuracy or completeness of the information contained herein, neither the Company nor the Manager are under any obligation to update or keep current such information. As a result, all the information contained in this document, including the Statements, is inherently speculative and actual results or events may differ materially from those expressed or implied in such Statements. Therefore, this information, as well as the Statements, cannot be relied upon for any purpose other than the current illustrative one.

No liability whatsoever (whether in negligence or otherwise) arising directly or indirectly from the use of this document is accepted and no representation, warranty or undertaking, express of implied, is or will be made by the Company, the Manager, EJF or any of their respective directors, officers, employees, advisers, representatives or any other agents ("Agents") for any information or any of the opinions contained herein or for any errors, omissions or misstatements. None of the Agents makes or has been authorised to make any representation or warranties (express or implied) in relation to the Company or as to the truth, accuracy or completeness of this document, or any other written or oral statement provided. In particular, no representation or warranty is given as to the achievement or reasonableness of, and no reliance should be placed on any projections, targets, estimates or forecasts contained in this document and nothing in this document is or should be relied on as a promise or representation as to the future.

The information, estimates, forecasts or opinions supplied by the Company, the Manager and/or EJF in this document are supplied for your private use and information, and for discussion purposes only and do not constitute, and may not be used for the purposes of, an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of, shares issued by the Company (or units, notes, products or shares issued by a fund managed or promoted by the Manager, EJF or their respective affiliates) in any jurisdiction in which such offer, solicitation or sale would be unlawful. The information supplied by the Company, the Manager, EJF or their respective affiliates and contained herein shall not be deemed to constitute investment advice and should not be relied upon as the basis for a decision to enter into a transaction or as the basis for an investment in shares issued by the Company (or units, notes, products or shares issued by a fund managed or promoted by the Manager, EJF or their respective affiliates) as an investment in such shares notes, or products or units may not be suitable or lawful for all investors.

Prospective investors should (i) consult their financial, accounting, tax and legal advisors prior to any investment in units or shares issued by a fund managed or promoted by the Manager, EJF or its affiliates; and (ii) inform themselves as to (a) the appropriateness of said investment in units or shares (b) the legal requirements within their own jurisdictions for the purchase or holding of said investment, (c) any foreign exchange restrictions which may affect them, and (d) the income and other tax consequences which may apply in their own jurisdictions relevant to the purchase, holding or disposal of units or shares of the relevant fund or investment vehicle.

Certain information contained herein has been provided by outside parties or vendors. Although every effort has been made to ensure the information herein contained is, or is based on, sources believed by the Manager or the Company to be reliable, no guarantee is made as to its accuracy or completeness. Accordingly, the Company and the Manager have relied upon and assumed, without independent verification, the accuracy and completeness of all information available to it. The Company, the Manager and EJF expressly disclaim any liability whatsoever for any loss arising from or in reliance upon the whole or any part of the content herein.

The information herein may include figures, statements, opinions, analysis, or other information (collectively, "Information") that paraphrase, summarize, abbreviate, or are otherwise reductive to the complete set of facts and events that transpired. Performance calculations were prepared by management and assume a certain amount of delinquency, default, non-performance, prepayment and cashflows of the underlying collateral. Any incremental changes of such collateral cashflows will have a material effect on returns. The Information provided are based on our beliefs, assumptions and information available at the time of issuance, and are subject to change. Accordingly you are encouraged to conduct your own independent review of the Information before making any investment decisions. The Company, the Manager, and EJF expressly disclaim any liability whatsoever for any loss arising from or in reliance upon the whole or any part of the content herein.

This document contains information about EJF, certain of its respective personnel and affiliates and the historical performance information of investment vehicles whose portfolios are managed by EJF or its affiliates. Such information has been included to provide information as to general portfolio management experience. You should not view the past performance of the Company or its investments, or EJF, as indicative of future results. Neither the Company, the Manager, nor EJF makes any representation or warranty, express or implied, as to the fairness, accuracy or completeness of the information contained herein and nothing contained herein shall be relied upon as a promise or representation as to past or future performance of any structure, managed by EJF or the Manager from time to time.

Although the portfolio reflected in this document (the "Portfolio") is consistent with the investment strategy of the Company, there is no guarantee that the portfolio acquired will be identical to the make-up of the Portfolio. Moreover, the future investments to be made by the Company may differ substantially from the investments included in the Portfolio. Therefore, the Portfolio parameters, and other factors related to the Portfolio could all be materially different than those of the future portfolio acquired by the Company.

The shares issued and to be issued by the Company (the "Shares") have not been and will not be registered under the US Securities Act of 1933, as amended (the "Securities Act"), or with any securities regulatory authority of any state or other jurisdiction of the United States. The Shares may not be offered, sold, resold, pledged, delivered, distributed or otherwise transferred, directly or indirectly, into or within the United States, or to, or for the account or benefit of, US persons (as defined in Regulation S under the Securities Act), except to persons who are both a "qualified purchaser" as defined in Section 2(a)(51) and related rules of the US Investment Company Act of 1940, as amended, (the "Investment Company Act") and an "accredited investor" as defined in Rule 501(a) of Regulation D under the Securities Act. No public offering of the Shares is being made in the United States.

The Company has not been and will not be registered under the Investment Company Act and, as such, holders of the Shares will not be entitled to the benefits of the Investment Company Act. No offer, sale, resale, pledge, delivery, distribution or transfer of the Shares may be made except under circumstances that will not result in the Company being required to register as an investment company under the Investment Company Act. Neither the U.S. Securities and Exchange Commission (the "SEC") nor any state securities commission has approved or disapproved of the Shares or passed upon or endorsed the merits of the offering of the Shares or the adequacy or accuracy of this document. Any representation to the contrary is a criminal offence in the United States. In addition, the Shares are subject to restrictions on transferability and resale in certain jurisdictions and may not be transferred or resold except as permitted under applicable securities laws and regulations. Investors may be required to bear the financial risks of their investment in the Shares for an indefinite period of time. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdictions.

All investments are subject to risk, including the loss of the principal amount invested. Past performance is not necessarily indicative of future results, and there can be no assurance that the Company will achieve comparable results, will meet its target returns, achieve its investment objectives or be able to implement its investment strategy. All investments to be held by the Company involve a substantial degree of risk, including the risk of total loss. The value of Shares and the income from them is not guaranteed and can fall as well as rise due to stock market and currency movements. When you sell your investment you may get back less than you originally invested. You should always seek expert legal, financial, tax and other professional advice before making any investment decision.