Interim Report and Unaudited Condensed Interim Financial Statements

For the Period from 1 January 2023 to 30 June 2023

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## **PERFORMANCE HIGHLIGHTS**

**Performance** 

Total Return for the Period<sup>1</sup>

2023: (9.57)%

30 June 2022: 10.69%

Total Return since Inception<sup>1</sup>

2023: 74.86%

**Delivered on Dividends** 

Dividends Declared

2023: 5.35p

30 June 2022: 5.35p

Annualised Dividend Yield<sup>1</sup>

2023: 9.86%

30 June 2022: 8.84%

**Market View** 

**Ordinary Share Price** 

2023: 108.50p

31 December 2022: 132.0p

2025 ZDP Share Price

2023: 118.00p

31 December 2022: 118.5p

**Market Capitalisation** 

2023: £66.3m

31 December 2022: £80.7m

**Asset Performance** 

**Net Asset Value** 

2023: £98.7m

31 December 2022: £112.5m

NAV per Ordinary Share<sup>1</sup>

2023: 162p

31 December 2022: 184p

Share Price Discount to NAV per Ordinary Share<sup>1</sup>

2023: (33.0)%

31 December 2022: (28.3)%

**Portfolio Investments** 

**Securitisation and Related Investments** 

2023: £87.6m

31 December 2022: £104.7m

**Specialty Finance Investments** 

2023: £14.9m

31 December 2022: £16.5m

**US Bank Debt** 

2023: £4.6m

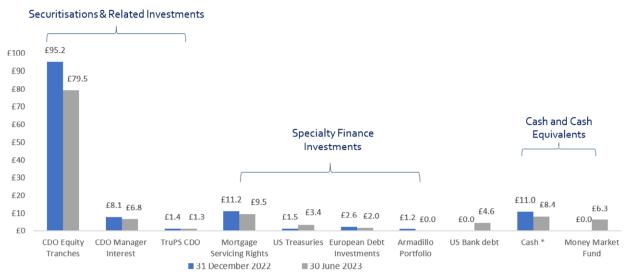
31 December 2022: £nil

<sup>&</sup>lt;sup>1</sup> These are APMs as defined on pages 47 to 48.

## EJF INVESTMENTS LIMITED PORTFOLIO SUMMARY

EJFI offers exposure to a portfolio of securitised loans to US financial institutions and other related assets, with an emphasis on floating rate debt. Key portfolio investments comprise of CDO Equity Tranches, CDO Manager interest and Mortgage servicing rights.

## Portfolio Overview as at 30 June 2023 (£ millions)



\*includes restricted cash

## **Key Portfolio Investments**

### **CDO Equity Tranches**

The investments into the equity tranches of 7 CDOs, via EJF Investments LP, provide the Company exposure to underlying collateral comprising 355 debt instruments issued by 160 US banks and 37 US insurance company unique issuers with a combined principal outstanding balance of USD1.89bn.

## **CDO Manager Interest**

Through its 49% interest in the CDO Manager, which currently manages 11 different CDO structures with an underlying AUM of USD3.2bn, the Company receives regular streams of income that rank senior in the cashflow waterfall of these CDOs.

### **Mortgage Servicing Rights**

MSRs are a stream of regular and predictable servicing income cashflows originally attached to US prime mortgages underwritten to Fannie Mae & Freddie Mac standards. The Company's investments in MSRs via Seneca, which is fully owned by EJF, services 5,745 mortgages with an unpaid balance of USD1.33bn. Seneca uses a combination of capital contributed by the Group and leverage to invest in these MSRs.

Please refer to pages 12 to 14 for a more detailed description of the Portfolio.

## EJF INVESTMENTS LIMITED CORPORATE SUMMARY

### **Company Overview**

EJFI is a closed-ended investment company incorporated with limited liability in the Bailiwick of Jersey on 20 October 2016 under the provisions of the Companies Law with registration number 122353 and is regulated as a collective investment fund under the Collective Investment Funds (Jersey) Law 1988. The Company's registered office and principal place of business is IFC1, The Esplanade, St Helier, Jersey, JE1 4BP, Channel Islands. The principal legislation under which the Company operates is the Companies Law, as amended. The Company's capital comprises Ordinary Shares and ZDP Shares admitted to trading on the SFS.

## **Investment Objective**

The Company seeks to generate attractive risk adjusted returns for its Shareholders by investing, through its Subsidiary, in opportunities created by regulatory and structural changes impacting the financial services sector. These opportunities are anticipated to include structured debt and equity, loans, bonds, preference shares, convertible notes, FinTech debt securities and private equity, in both cash and synthetic formats issued by entities domiciled in the US, UK and Europe. Investments consist primarily of Securitisation and Related Investments and Specialty Finance Investments. The Company seeks to generate sufficient income to enable it to make quarterly dividend payments to Shareholders in addition to targeting Net Asset Value growth.

The Company is targeting a Total Return of 8% to 10% per annum and the Company's Target Dividend for the financial year to 31 December 2023 is 10.7p per Ordinary Share (31 December 2022: paid Target Dividend of 10.7p per Ordinary Share). To date, the Company has paid quarterly dividends which are in line with the Target Dividend for the financial year to 31 December 2023.

### **Purpose**

The Company is an essential part of EJF's overall strategy and acts as a public vehicle to provide exposure to investments in the equity tranches of EJF sponsored securitisations, subject to Directors' approval. The Manager believes that through investments in niche asset classes, with a target of making quarterly dividend payments and growing the Net Asset Value, the Company offers attractive risk adjusted returns for its Shareholders.

#### **Strategy**

The Company seeks to achieve its Investment Objective by pursuing a policy of investing in a diversified portfolio of investments that are derived from the changing financial services landscape primarily through Risk Retention and Related Investments and Specialty Finance Investments.

### **Values**

To promote the long-term success of the Company through responsible investing, focussing on the values of the Company in a world with constantly evolving social and economic demographics. We believe that a strong corporate governance structure is crucial to the pursuit of this goal along with trusted relationships with our advisers.

The Company's detailed Investment Policy can be found on pages 78 to 81 of its Prospectus, which is available on the Company's website, <a href="www.ejfi.com">www.ejfi.com</a>.

## **CORPORATE SUMMARY (CONTINUED)**

#### Structure

The Company has one subsidiary: EJFIH (incorporated on 9 June 2017), of which it owns 100% of the stated capital.

The holding of assets via EJFIH allows the Company to manage the upstreaming of portfolio income with greater flexibility and cash flow management and conduct its affairs in accordance with the criteria for the non-UK investment trust exemption to the UK Unregulated Collective Investment Schemes and Close Substitutes Instrument 2013.

### Manager

The Company is externally managed by the Manager. EJF holds 100% of the voting rights in the Manager. EJF is an investment adviser principally located in the US and registered as such with the SEC and as a CPO and CTA with the CFTC.

The Company has appointed the Manager to act as its AIFM for the purposes of the AIFM Directive.

## **Listing Information**

#### As at 30 June 2023

	ORDINARY SHARES	2025 ZDP SHARES
UK	JE00BF0D1M25	JE00BK1WV903
SEDOL	BF0D1M2	BK1WV90
TICKER	EJFI	EJF0
Total issued shares at period end	76,953,707	19,273,903
Total issued shares held in treasury at period end	15,808,509	-
Total issued shares with voting rights at period end	61,145,198	-

#### As at 31 December 2022

	ORDINARY SHARES	2025 ZDP SHARES
UK	JE00BF0D1M25	JE00BK1WV903
SEDOL	BF0D1M2	BK1WV90
TICKER	EJFI	EJF0
Total issued shares at year end	76,953,707	16,996,857
Total issued shares held in treasury at year end	15,808,509	-
Total issued shares with voting rights at year end	61,145,198	-

## **CORPORATE SUMMARY (CONTINUED)**

#### **Significant Events during the Period**

#### Issue of 2025 ZDP Shares under Placing Programme

On 20 February 2023, the Company announced its intention to issue further 2025 ZDP Shares pursuant to the Company's Placing Programme as detailed in the Prospectus.

On 27 February 2023, the result of the Placing of 2025 ZDP Shares was announced with 2,277,046 2025 ZDP Shares to be issued at a ZDP Placing Price of 119.78 pence per share, raising gross proceeds of approximately £2.73 million.

#### **Appointment of Joint Corporate Broker**

On 5 April 2023, the Company announced the appointment of Barclays Bank PLC as its joint Corporate Broker, alongside Liberum Capital Limited.

#### **AGM**

On 18 May 2023, the Board announced that a circular had been issued convening the AGM to be held on 13 June 2023. On 13 June 2023, the Board announced that all resolutions tabled were duly passed.

Please see the Chair's Statement for further commentary regarding the votes cast against the resolution to approve the re-appointment of Joanna Dentskevich, Nick Watkins and Neal Wilson as directors of the Company.

### **Update to Hedging Strategy**

On 21 June 2023, the Company announced an update to its hedging strategy. From May 2022 until the date of the announcement, the Company had adopted a hedging strategy which allowed the Manager flexibility to hedge foreign exchange risk so that between 60% of US Dollar assets and the final capital entitlement of the ZDP Shares could be hedged. Following the strengthening of Sterling against the US Dollar in June 2023, the Board approved the Manager's request to increase the upper hedging limit to 75% of US Dollar assets, which the Manager may or may not elect to use.

#### **Related Parties**

Related party balances and transactions are disclosed in note 16.

## **Going Concern**

Under the UK Code, voluntarily adopted by the Company, and Companies Law, the Directors are required to satisfy themselves that it is reasonable to assume that the Company is a going concern and to identify any material uncertainties in respect of the Company's ability to continue as a going concern for at least 12 months from the date of approving the financial statements.

The Directors have performed a detailed assessment of the Company's ability to meet its liabilities as they fall due for the period of at least twelve months from the date of approving the financial statements, including evaluating severe but plausible downside scenarios of a significant reduction in the liquidity and fair value of its investments. The assessment was completed with reference to the cash position of the Company and EJFIH, their operating expenses and the potential default risk of the investments held.

In light of the above, the Directors are satisfied that, at the time of approving the financial statements, there is a reasonable expectation that based on the Company's performance and the future prospects of the Company, the Company will have adequate resources to continue in operational existence for a period of at least twelve months from the date of approval of the financial statements, and have therefore prepared the financial statements on a going concern basis.

## **GENERAL INFORMATION**

**Board of Directors** 

Joanna Dentskevich (Chair)

Alan Dunphy Nick Watkins Neal J. Wilson<sup>1</sup>

All c/o the Company's registered office

Administrator and Company

**Secretary** 

BNP Paribas S.A., Jersey Branch

IFC1

The Esplanade St. Helier Jersey JE1 4BP Channel Islands

**Corporate Brokers and Financial Advisers** 

Liberum Capital Limited Ropemaker Place

Level 12

25 Ropemaker Street London EC2Y 9LY

UK

Barclays Bank PLC<sup>2</sup>
1 Churchill Place

London E14 5RB

Registrar

Computershare Investor Services (Jersey) Limited

13 Castle Street St. Helier Jersey JE1 1ES

**Channel Islands** 

**Legal Adviser to the Company** 

Carey Olsen Jersey LLP 47 Esplanade

St. Helier Jersey JE1 0BD

Channel Islands

**Registered Office** 

IFC1

The Esplanade St Helier Jersey JE1 4BP Channel Islands

**Investor Screening Service** 

The ID Register

5th Floor Market Building

Fountain Street St. Peter Port Guernsey

Manager

**EJF Investments Manager LLC** 

The Corporation Trust Company Corporation Trust

Center

1209 Orange Street

Wilmington, DE 19801-1120

US

**Custodians** 

Citigroup Global Markets

Inc.

390 Greenwich Street

New York City NY 10013-2396

Citibank N.A. 399 Park Avenue New York City NY 10043 US

**Independent Auditor** 

KPMG LLP

15 Canada Square London E14 5GL

UK

Websites

Company: www.ejfi.com

Manager: www.ejfimanager.com

<sup>&</sup>lt;sup>1</sup>On 25 August 2023, Neal J. Wilson retired from his role as a Director of the Company.

<sup>&</sup>lt;sup>2</sup>Appointed as joint Corporate Broker on 5 April 2023.

## **CHAIR'S STATEMENT**

#### Introduction

On behalf of the Board, I am pleased to present the Interim Report for the period from 1 January 2023 to 30 June 2023.

The period under review has continued to be dominated by a challenging macroeconomic and geopolitical backdrop and the resultant downward pressure on share prices across multiple sectors. The US banking sector has seen a number of significant events in the first half of 2023, including the failure of SVB and Signature Bank, the US government engineered and back-stopped sale of FRC to JP Morgan and the voluntary liquidation of Silvergate. Of the four banks, the Company's only exposure was to Silvergate, which was equivalent to less than 2.5% of the then NAV on a look through basis and prior to any recoveries.

Due to the impact of these events on broader market sentiment and the recommencement of limited trading activity in the second quarter of the year, the CDO Equity Tranches held by the Company recorded significant unrealised mark-to-market losses. These mark-to-market losses were then further influenced by the FDIC auction of small bank debt assets seized from Signature Bank. Taking account of this, the Company generated a Total Return of (9.57)% for the period.

Despite these challenges, I am pleased to confirm that the Company continued to pay dividends in line with its Target Dividend as the underlying cashflows remained robust notwithstanding lower valuations.

#### **Performance and Portfolio Activity**

The underlying portfolio performance during the period was primarily driven by the unrealised mark-to-market losses as mentioned above. Elsewhere, the Speciality Finance Investments recorded a modest loss with new investments in US bank debt recording a modest gain. There have been no reported defaults further to the Company's limited look through exposure to Silvergate, where a meaningful recovery is currently anticipated in due course.

Aside from the purchase of two US bank issued subordinated debt instruments, part of the Company's unrestricted cash has been placed into a money market fund to benefit from the higher interest rate environment. The Company also exited a small US FinTech position during the period and received proceeds from the full exit of its investment in the Armadillo portfolio.

The strengthening of GBP against USD adversely impacted the Total Return generating an FX loss (2.32)% for the period. Given most of the investments are currently denominated in USD, the Manager, under an approved authority from the Board, hedges a portion of this exposure to reduce the impact of overall FX losses. As at 30 June 2023, 58.1% of the underlying USD exposure was hedged with Board approval having been given in June 2023 to increase the upper hedging limit from 60% to 75% of US Dollar assets.

#### **Corporate Activity**

In January 2023, the Company announced that the arrangement whereby the Manager absorbs 60% of the recurring operating expenses (aside from management and incentive fees) of the Company, will remain in place until at least 31 December 2023 or, if earlier, until the date on which the unaudited NAV of the Company reaches £300 million.

In February 2023, the Company announced the issue of 2,277,046 new 2025 ZDP Shares at a price of 119.78 pence per share, raising gross proceeds of approximately £2.73 million. Following this, the total number of 2025 ZDP Shares in issue is 19,273,903.

In April 2023, the Company appointed Barclays Bank PLC ("Barclays") as its joint Corporate Broker, alongside Liberum Capital Limited.

#### **AGM**

In June 2023, the Company held its AGM. All resolutions at the AGM were approved by the Shareholders, including the re-election of all the Directors to the Board. However, 22.05% of total votes cast were received against my re-election and 21.80% against the re-election of both Nick Watkins and Neal J. Wilson.

## **CHAIR'S STATEMENT (CONTINUED)**

The votes against represented less than 10% of total issued shares, substantially all of which were cast by a single shareholder.

The UK Code notes that where a significant proportion of votes have been cast against a resolution at a general meeting, a company should explain what actions it has taken to understand the reasons behind the vote. For these purposes, the UK Code and the Investment Association consider 20% or more of votes cast against a board recommendation for a resolution as being "significant".

Accordingly, I consulted with the relevant shareholder to better understand their concerns. The shareholder indicated that the primary reason for the vote against the three Directors was an objection to the ongoing appointment of Neal J. Wilson as a Director of the Company due to his role as CEO and Co-Chief Investment Officer of the Manager and the potential for that to prejudice the independence of the Company from the Manager.

As a result, the Management Engagement Committee undertook a formal review of the Board's composition and best practice corporate governance, following which the Board determined that it would be in the best interests of the Company, its Shareholders and stakeholders for Mr. Wilson to retire as a Director of the Company and in so doing, to bring the Company into alignment with best practice corporate governance. Mr Wilson accordingly stepped down from the Board of the Company on 25 August 2023. Recognising the valuable skills and investment experience that he brings, it was agreed that Mr. Wilson should remain on the board of the Subsidiary. Any conflicts of interest that may arise at the level of the EJFIH board will continue to be managed in accordance with the Group's conflicts policies.

#### **Share Price**

The Board remains cognisant of the continued and significant discount that the Ordinary Shares trade at relative to the NAV per share and of the current widespread de-rating experienced by investment companies.

The Board, having consulted with the Manager, Shareholders, and the Company's Brokers, remain of the view that, given the size of the Company, a buy-back programme continues to not be in the best interests of the Company, notwithstanding the accretion to NAV of such a transaction, but such a programme may be appropriate at a future date.

Since the beginning of the year, the Board has also worked with the Manager and its advisers on the initiatives below to attempt to increase general market awareness of the Company and provide regular information to investors to facilitate greater understanding of the opportunity EJFI offers of exposure to US financial institution loans and related assets, with a focus on floating rate debt:

- Providing timely markets announcements in response to events in the US and European banking markets linking to the Company's underlying exposure.
- Appointing Barclays as the joint Corporate Broker of the Company to access a wider coverage of investors.
- Issuing a new regular quarterly performance report to update investors regularly on the Company's performance.

## **Principal Risks and Uncertainties**

The Directors have carried out a robust review and assessment of the emerging and principal risks and uncertainties facing the Company, a summary of which, including any changes from last year can be found on pages 15 to 16.

## Outlook

Notwithstanding the pressures that the Company has faced as a result of the banking crisis in March and the ongoing geopolitical and macro-environments, the Manager believes the US banking system is now significantly more stable than was the case at the height of the volatility. I believe that these events can be viewed as a liquidity stress test of the system, with almost all banks passing this test. Furthermore, the Company's insurance and other exposures performed well, largely being insulated from the issues being faced by various banks.

# **EJF INVESTMENTS LIMITED**CHAIR'S STATEMENT (CONTINUED)

This demonstrates that there is greater diversification within the investment portfolio than may first be apparent, and this provides the conditions for performance to improve over the remainder of the year, with the Company being well placed to take advantage given its healthy cash balances.

The Manager will be hosting a webinar on the Company's performance on 8 September 2023.

The Board expresses its thanks for the continued support from its Shareholders.

Joanna Dentskevich Chair

Date: 7 September 2023

## MANAGER'S REPORT

We are pleased to present our review for the period from 1 January 2023 to 30 June 2023 and our outlook for the remainder of 2023.

As mentioned in the Chair's Statement, despite negative performance, underlying cashflows remained robust, with losses being as a result of unrealised mark-to-market valuations, allowing the Company to continue to meet its Target Dividend. The Company's Total Return for the period was (9.57)%<sup>1</sup> generating an annualised Total Return since inception of 9.14%<sup>1</sup> which is consistent with the Company's Target Return of 8-10% p.a.

#### **US Bank Market Update**

The banking sector experienced valuation declines in the period driven by continued concerns of funding volatility in the aftermath of the rapid failures of SVB and Signature Bank, the sale of FRC to JP Morgan and the voluntary liquidation of Silvergate. It is the Manager's view that these failures were largely driven by idiosyncratic events, and that following heightened levels of stress and fear during the middle of the reporting period the environment had improved materially by the end of June.

From a fundamental perspective, while earnings power continues to decline due to rising funding costs, the Manager believes that liquidity within the banking system is generally healthy and deposit trends at smaller banks have been better than feared, after the market sell-off in March 2023. While regional banks provided mixed mid-quarter updates at the Morgan Stanley Financial Services Conference in early June, the Manager continues to believe that much of the fundamental headwinds are due to margin compression. The wildcard remains credit quality. For the most part, banks continue to report healthy credit metrics even within challenged loan types such as Office and Retail Commercial Real Estate. Market-based credit quality indicators have also compressed in recent months. For example, the Markit CDX North American High Yield Index spread declined from 463 bps to 430 bps during the second quarter, which effectively closed the widening that had been seen during the aforementioned bank failures. Nevertheless, the Manager continues to be concerned with a higher for longer interest rate environment as it relates to margin compression and potential credit quality issues in the future. While the Federal Reserve Open Market Committee paused hikes in the Fed Funds rate in June, the committee also indicated that it expects two additional 25bps hikes this cycle. As a result, interest rate futures repriced the curve and continued to push out timing of eventual rate cuts. The 5-year Treasury bond rose from 3.57% to 4.16% during the second quarter, reflecting these changing expectations. The Manager expects banks to report lower net interest margin for second quarter earnings due to rising funding costs outpacing asset yields, but notes capital levels remain healthy in the vast majority of cases.

Given the fragile environment, M&A activity remained limited in the period with 42 announced transactions compared to 81 in the first half of 2022. We estimate that 2023's pace is the slowest since the early 1990s due to higher interest rates and accumulated other comprehensive income impacts, growing recession fears as well as the potential future credit quality deterioration. While M&A volumes have slowed, we do expect an increase in activity levels, once these current headwinds subside.

## **US Insurance Market Update**

US Insurance performance has largely improved as the concerns around CRE declined for life insurance, and there was stronger than expected performance by reinsurance lines. On the life insurance side, expectations of block transactions are high given recent transactions from L&C Insurance, Prudential and MET Life. American Equity Life Insurance also accepted a long-awaited Brookfield deal during this period which is expected to spur further transactions in the segment. Compared to the CRE focus in the prior quarter, we now expect investors' focus to be on life insurance capital return and market dynamics. The strong equity market performance alongside a stronger than anticipated US economy is expected to support our favourable outlook for the life insurance segment.

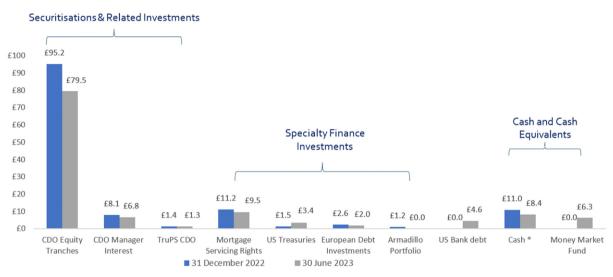
<sup>&</sup>lt;sup>1</sup> These are APMs as defined on page 47.

## EJF INVESTMENTS LIMITED MANAGER'S REPORT (CONTINUED)

Looking ahead on the non-life side, given a meaningful amount of catastrophes are forecasted, we expect the focus to be on pricing and underlying margin improvement. For reinsurers, the focus will be on growth expectations following capital raises by a couple of players during the period. Insurance brokers continue to deliver strong organic growth other than excess and surplus (E&S) line due to strong life deals and P&C lines.

#### Portfolio Update and Investment Activity

Notwithstanding the unrealised mark-to-market losses, the Portfolio continues to perform in line with expectations from an income yield perspective. Please see chart below for portfolio composition (£ millions) as at 31 December 2022 and 30 June 2023.



\*includes restricted cash

Securitisation and Related Investments represented approximately 71.5% of the Group's assets as at 30 June 2023. Of which:

- CDO Equity Tranches have underlying exposure to debt issued by banks and insurance companies and are managed by an affiliate of EJF.
- As at 30 June 2023, through its seven investments in CDO Equity Tranches, the Company has exposure to 355 debt instruments issued by 258 banks and 97 insurance companies, of which 160 banks and 37 insurance companies were unique issuers.
- CDO Equity Tranches included within these represent approximately 64.9% of the Group's assets as at 30
  June 2023.
- The remainder of the Securitisation and Related Investments portfolio consisted of the CDO Manager
  interest (the entity that earns management fees for providing collateral management services to various
  CDO structures) and a TruPS CDO which represented approximately 5.5% and 1.1% of the Group's assets,
  respectively.

## EJF INVESTMENTS LIMITED MANAGER'S REPORT (CONTINUED)

A summary of underlying collateral diversification is provided below, along with forward projected returns analysis:

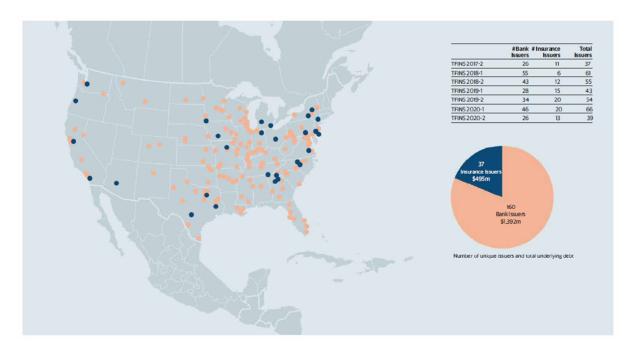
## Equity Tranche Investments as of 30 June 2023

	TFINS 2017-2 October 2017	TFINS 2018-1 May 2018	TRINS 2018-2 December 2018	TFINS 2019-1 March 2019	TFINS 2019-2 December 2019	TFINS 2020-1 September 2020	TFINS 2020-2 December 2020
Equity Tranches amount (\$ million)	13.9	18.4	13.9	13.3	13.9	13.4	8.3
Estimated return profile <sup>1</sup> Yield to Cali <sup>2</sup> / Maturity (%) Yield to Cali <sup>2</sup> / Maturity including management fee income (%)	17.3 / 11.0 17.5 / 11.2	15.8 / 10.7 16.5 / 11.1	15.6 / 10.3 16.3 / 10.9	13.3 / 9.9 13.9 / 10.4	17.8 / 11.3 18.5 / 11.8	16.5 / 11.8 17.3 / 12.4	20.6 / 14.2 21.7 / 15.3
Collateral overview (on closing date) TruPS, senior, subordinated and surplus notes issued by US banks and insurers.  Banks	49% 51%	93%	21%	38% 62%	50% 50%	31%	33% 67%
CDO structure Original collateral principal balance (\$ million) Initial implied rating <sup>3</sup> Initial leverage ratio <sup>4</sup>	353.0 Ba1 4.3x	537.8 Baa3 6.7x	351.0 Baa3 5.7x	313.9 Baa3 4.6x	338.4 Ba1 5.8x	282.9 Ba2 4.5x	177.2 Ba3 5x
Other key terms Non call/Auction call	Passed/ Sept 2025	Passed/ Mar 2026	Passed/ Dec 2026	Passed/ Feb 2026	Passed/ Nov 2027	Passed/ July 2028	Passed/ Oct 2028
Legal final deadline	Sept 2039	Mar 2039	Sept 2039	Feb 2039	Feb 2039	Apr 2040	Jul 2041
Senior collateral management fee (bps)	10	20	20	20	20	30	30

<sup>1.</sup> Estimated returns are as of 30 June 2023 and they reflect the fair valuation of the bonds. Estimated returns assume, among other things, no delinquency, deferral or other non-payment by collateral, and do not include cash flows previously received. Prepayments are estimated by EJF based on past experience and judgements. Any changes in cash flows can materially impact returns. There can be no assurances that the estimated returns will be realised as portrayed in this document and investors should place no reliance on such estimated returns in making any investment decision. Estimated returns are targets only and not a profit forecast. This information is intended to be illustrative only and is not designed to predict the future performance of the Company or its investment portfolio.

## Geographic Diversification of Bank and Insurance Debt Exposure

Below is a summary of geographic diversification of bank and insurance company debt based on the headquarters of the underlying collateral issuers in the 7 CDO Equity Tranches held by the Company as at 30 June 2023:



<sup>2.</sup> Call assumed to be in 5 years from yield calculation date on a rolling basis.

<sup>3.</sup> Implied Ratings are as of issuance by the engaged nationally recognised statistical rating organisation. Ratings are subject to change and may not reflect current creditworthiness of issuer.

<sup>4.</sup> Initial leverage ratio calculated as par value of debt tranches over par value of underlying collateral less par value of debt tranches.

## Manager's Report (Continued)

Specialty Finance Investments represented approximately 12.2% of the Group's assets as at 30 June 2023. Of which:

- MSRs represented approximately 7.8% of the Group's assets as at 30 June 2023.
  - MSR exposures represents a stream of servicing income attached to mortgages originated in the US, producing regular and predictable cash-flows via an investment managed by Seneca (which is fully owned by EJF). Seneca uses a combination of capital contributed by the Group and leverage to invest in MSRs originally attached to prime mortgages underwritten to Fannie Mae and Freddie Mac standards
  - The Company also has a small US Treasury position (approximately 2.8% of the Group's assets) which is intended to partially hedge MSRs in recognition of the changing interest rate environment.
- Two small European debt investments represented approximately 1.6% of the Group's assets as at 30 June 2023.
- During the period, the Company exited a small US FinTech position and also received a final distribution from the Armadillo portfolio, the Company's investment in law firm lending. The Company also acquired further small US Treasury positions as an additional hedge for MSRs.

US bank debt represented approximately 3.8% of the Group's assets as at 30 June 2023.

• In the month of June 2023, the Company purchased two subordinated debt instruments issued by two US banks at near double-digit yields for a total of £4.7m. They were acquired at an FDIC auction to utilise cash in an area well known to the Manager and consistent with the Company's investment mandate.

#### Risk Management

We believe the Portfolio contains a selection of diversified borrowers within the context of its financial institution focussed mandate. The Manager's credit team conducts regular surveillance on issuer financial and business profiles and the broader portfolio and there were no defaults during the year on the underlying securitisation collateral positions.

We do note that the Company has exposure to Silvergate which went into voluntary liquidation in March 2023. However, the Manager currently expects a meaningful recovery from this exposure in due course.

The Group's base currency is denominated in Sterling although most of the Group's investments are denominated in USD. The Manager, under an approved authority from the Board, hedges a portion of this exposure. These hedges helped reduce the impact of overall FX losses in the period. As at 30 June 2023, USD 85.3m of approximately USD 146.8m exposure was hedged.

#### Outlook

The first half of 2023 was undoubtedly a volatile period, particularly at the start of Q2. However, the Manager notes there have been no recent failures in the broader US banking system and considers the banking environment at period end, and since then, to be far more stable than in March. These events may be regarded as a liquidity stress test resulting in limited failures largely driven by idiosyncrasies, although some additional reverberations cannot be ruled out. Regulation may ensue in the US banking space to the benefit of creditors in some circumstances.

Specifically in relation to the Company, in the vast majority of cases the Manager believes that the unrealised mark-to-market losses booked during the period are likely to be temporary, and broadly relate to a catch-up of market sentiment and a recommencement of limited trading activity of illiquid assets. As such, the Manager anticipates a gradual return to the otherwise strong performance that has characterised the Company since launch.

In line with the assertion that the market in general has materially improved, we note the positive news that PacWest Bancorp, which was subject to market rumours in May and June 2023, and to which the Company has an exposure equivalent to less than 4.5% of the Company's 30 June 2023 NAV, announced in July 2023 the signing of a definitive agreement pursuant to which it will merge with Banc of California, Inc.. Warburg Pincus and Centerbridge Partners put in USD400m of new equity into the combined entity.

## STATEMENT OF PRINCIPAL RISKS

#### **Principal Risks and Uncertainties**

In reviewing the Principal Risks for the period, the Directors have carried out an assessment of the risk factors that they consider the Company to be exposed to.

As a result, they have determined there to have been an increase in the residual risk, since the last assessment for the 2022 year end, for the Principal Risks of *Changes in the Geopolitical and Macro-economic Environment* due to the recent significant events in the US banking sector as detailed on page 8 and *Availability of Cash for Investment Opportunities and Payment of Liabilities* due to the pervasive pressure on investment companies' share price, especially those in the alternatives sector, due in part to the continuing interest rate environment.

The Directors also considered the impact of the above factors on the Principal Risks of *Valuation Risk* and *Credit Risk* and determined that the residual risk had not increased since the last assessment.

The Principal Risks and Uncertainties relating to the Company, as assessed by the Directors, and as disclosed in the Annual Report for the year ended 31 December 2022, are summarised below.

#### **Principal Risks**

#### **Strategic**

#### **Changes in the Geopolitical and Macro-economic Environment**

Changes to global geopolitical and macro-economic conditions may adversely impact the Company's investment performance, the availability of investment opportunities, the Manager's ability to source and securitise investments and prevent the Company from meeting its Investment Objective.

As noted above, the Directors have determined that residual risk on this Principal Risk has increased since the year ended 31 December 2022.

## Changes in Law, Tax and Regulation reduces Investment Opportunities or undermines the Group's Legal, Tax or Regulatory Structure

The Group is subject to regulations enacted by national and local governments, changes to which may reduce the investment opportunities available or undermine or invalidate the structure of tax, legal or regulatory rationale and make it difficult to pursue the Investment Policy.

### Availability of Cash for Investment Opportunities and Payment of Liabilities

The Company requires regular ongoing funding and available cash to be in a position to take full advantage of investment opportunities as and when they arise, along with meeting liabilities as and when they fall due. The risk of the Company having insufficient cash to meet investment opportunities continues to be a Principal Risk due to several factors:

- (i) the potential for the volatility of Sterling to require unencumbered cash to be used to meet margin calls on the currency hedge;
- (ii) the Ordinary Share Price discount to NAV and difficulty in raising capital;
- (iii) the complex nature of the underlying Portfolio continues to deter potential investors;
- (iv) the maturity of the 2025 ZDP Shares; and
- (v) the challenges that the UK listed investment companies sector is currently experiencing.

As noted above, the Directors have determined that residual risk on this Principal Risk has increased since the year ended 31 December 2022.

## Dependency on the Manager

To successfully pursue its Investment Objective, the Company is dependent on the Manager and the Manager's ability to retain and recruit staff. The loss of one of a small number of key individuals in key roles at the Manager could adversely impact the ability of the Company to meet the Investment Objective.

## STATEMENT OF PRINCIPAL RISKS (CONTINUED)

## **Principal Risks**

#### Investments

#### Valuation Risk

The nature of the Group's investments makes them inherently difficult to value compared to more liquid investments due to the number of assumptions involved. Furthermore, a general market collapse and/or a seizing-up of credit markets may render it difficult to price certain investments with any degree of accuracy, or at all.

#### **Credit Risk**

The value of the Group's investments may be impacted by adverse credit events with recovery of initial investments being lengthy and uncertain.

### **Operational**

#### **Dependency on Service Providers**

The Company is dependent on the ability of all its service providers for the successful management and administration of the Company's affairs. This includes a reliance on the strength of their internal controls, their ability to retain and recruit sufficient appropriately qualified and experienced staff as well as cyber security, data protection and business continuity planning.

## **Emerging Risks and Uncertainties**

The Directors do not consider there to be any emerging risks or uncertainties.

## STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Interim Report in accordance with applicable law and regulations. The Directors confirm that to the best of their knowledge:

- The unaudited condensed interim financial statements have been prepared in accordance with International Accounting Standard 34, "Interim Financial Reporting" and give a true and fair view of the assets, liabilities, financial position and profit or loss of the Company as required by the UK's FCA's DTR.
- The Interim Report meets the requirements of an interim management report, and include a fair review of the information required by:
  - o DTR 4.2.7R of the DTR of the UK's FCA, being an indication of important events that have occurred during the period from 1 January 2023 to 30 June 2023 and their impact on the unaudited condensed interim financial statements; and a description of the Principal Risks and uncertainties for the remaining six months of the year; and
  - DTR 4.2.8R of the DTR of the UK's FCA, being related party transactions that have taken place during the period from 1 January 2023 to 30 June 2023 and have materially affected the financial position or performance of the Company during that period.

By Order of the Board Joanna Dentskevich Chair 7 September 2023

## INDEPENDENT AUDITORS' REVIEW REPORT TO EJF INVESTMENTS LIMITED

### **Conclusion**

We have been engaged by EJF Investments Limited ("the Company") to review the condensed set of financial statements in the interim report for the six months ended 30 June 2023 which comprises the condensed statement of comprehensive income, the condensed statement of financial position, the condensed statement of changes in equity, the condensed statement of cashflows and the related explanatory notes.

Based on our review, nothing has come to our attention that causes us to believe that the condensed set of financial statements in the interim report for the six months ended 30 June 2023 is not prepared, in all material respects, in accordance with IAS 34 *Interim Financial Reporting* as issued by the International Accounting Standards Board ("IASB") and the Disclosure Guidance and Transparency Rules ("the DTR") of the UK's Financial Conduct Authority ("the UK FCA").

#### **Basis for conclusion**

We conducted our review in accordance with International Standard on Review Engagements (UK) 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity* ("ISRE (UK) 2410") issued for use in the UK. A review of interim financial information consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. We read the other information contained in the half-yearly financial report and consider whether it contains any apparent misstatements or material inconsistencies with the information in the condensed set of financial statements.

A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing (UK) and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

## Conclusions relating to going concern

Based on our review procedures, which are less extensive than those performed in an audit as described in the Basis for conclusion section of this report, nothing has come to our attention that causes us to believe that the directors have inappropriately adopted the going concern basis of accounting, or that the directors have identified material uncertainties relating to going concern that have not been appropriately disclosed.

This conclusion is based on the review procedures performed in accordance with ISRE (UK) 2410. However, future events or conditions may cause the Company to cease to continue as a going concern, and the above conclusions are not a guarantee that the Company will continue in operation.

## **Directors' responsibilities**

The interim report is the responsibility of, and has been approved by, the directors. The directors are responsible for preparing the interim report in accordance with the DTR of the UK FCA.

The annual financial statements of the Company are prepared in accordance with International Financial Reporting Standards as issued by IASB.

The directors are responsible for preparing the condensed set of financial statements included in interim report in accordance with IAS 34 as issued by IASB.

In preparing the condensed set of financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

## INDEPENDENT AUDITORS' REVIEW REPORT TO EJF INVESTMENTS LIMITED (CONTINUED)

### Our responsibility

Our responsibility is to express to the Company a conclusion on the condensed set of financial statements in the half-yearly financial report based on our review. Our conclusion, including our conclusions relating to going concern, are based on procedures that are less extensive than audit procedures, as described in the Basis for conclusion section of this report.

### The purpose of our review work and to whom we owe our responsibilities

This report is made solely to the Company in accordance with the terms of our engagement to assist the Company in meeting the requirements of the DTR of the UK FCA. Our review has been undertaken so that we might state to the Company those matters we are required to state to it in this report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company for our review work, for this report, or for the conclusions we have reached.

Carla Cassidy for and on behalf of KPMG LLP Chartered Accountants 15 Canada Square London, E14 5GL 7 September 2023

# EJF INVESTMENTS LIMITED UNAUDITED CONDENSED STATEMENT OF COMPREHENSIVE INCOME

Dividend income         6         4,000,000         4,500,000           Net foreign exchange gain/(loss)         50         (380)           Net (loss)/gain on financial assets held at FVTPL         8         (13,001,601)         8,050,144           Bank interest income         10,228         1,165           Total income         (8,991,323)         12,550,929           Investment Management fee         16         (459,347)         (473,381)           Legal fees         (46,176)         (11,200)           Professional fees         (97,452)         (116,514)           Administration fees         (91,691)         (90,450)           Directors' fees         16         (74,250)         (67,500)           Directors' and professional indemnity insurance         16         (24,580)         (30,646)           Audit fees         (105,253)         (90,038)           Printing fees         (39,624)         (10,304)           Other expenses         (39,624)         (10,304)           Total operating expenses         (961,680)         (905,355)           Expenses reimbursed by the Manager         16         302,771         261,199           Net operating expenses         (658,909)         (644,156)           Operating			1 January 2023 to 30 June 2023 (Unaudited)	1 January 2022 to 30 June 2022 (Unaudited)
Net foreign exchange gain/(loss)         50         (380)           Net (loss)/gain on financial assets held at FVTPL         8         (13,001,601)         8,050,144           Bank interest income         10,228         1,165           Total income         (8,991,323)         12,550,929           Investment Management fee         16         (459,347)         (473,381)           Legal fees         (46,176)         (11,200)           Professional fees         (97,452)         (116,514)           Administration fees         (91,691)         (90,450)           Directors' fees         16         (74,250)         (67,500)           Directors' and professional indemnity insurance         16         (24,580)         (30,646)           Audit fees         (105,253)         (90,038)           Printing fees         (23,307)         (15,322)           Other expenses         (961,680)         (905,355)           Expenses reimbursed by the Manager         16         302,771         261,199           Net operating expenses         (58,909)         (644,156)           Operating (loss)/profit         (9,650,232)         11,906,773           Finance costs         9         (840,786)         (876,641)           (Loss)/pr		Notes	£	£
Net (loss)/gain on financial assets held at FVTPL         8         (13,001,601)         8,050,144           Bank interest income         10,228         1,165           Total income         (8,991,323)         12,550,929           Investment Management fee         16         (459,347)         (473,381)           Legal fees         (46,176)         (11,200)           Professional fees         (97,452)         (116,514)           Administration fees         (91,691)         (90,450)           Directors' fees         16         (74,250)         (67,500)           Directors' and professional indemnity insurance         16         (24,580)         (30,646)           Audit fees         (23,307)         (15,322)         (90,38)           Printing fees         (23,307)         (15,322)           Other expenses         (961,680)         (905,355)           Expenses reimbursed by the Manager         16         302,771         261,199           Net operating expenses         (658,909)         (644,156)           Operating (loss)/profit         (9,650,232)         11,906,773           Finance costs         9         (840,786)         (876,641)           Closs)/profit and total comprehensive (loss)/income for the period attributable to Shareholders<	Dividend income	6	4,000,000	4,500,000
Bank interest income         10,228         1,165           Total income         (8,991,323)         12,550,929           Investment Management fee         16         (459,347)         (473,381)           Legal fees         (46,176)         (11,200)           Professional fees         (97,452)         (116,514)           Administration fees         (91,691)         (90,450)           Directors' fees         16         (74,250)         (67,500)           Directors' and professional indemnity insurance         16         (24,580)         (30,646)           Audit fees         (105,253)         (90,038)           Printing fees         (23,307)         (15,322)           Other expenses         (39,624)         (10,304)           Total operating expenses         (961,680)         (905,355)           Expenses reimbursed by the Manager         16         302,771         261,199           Net operating expenses         (658,909)         (644,156)           Operating (loss)/profit         (9,650,232)         11,906,773           Finance costs         9         (840,786)         (876,641)           (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders         (10,491,018)         11,030,132	Net foreign exchange gain/(loss)		50	(380)
Total income         (8,991,323)         12,550,929           Investment Management fee         16         (459,347)         (473,381)           Legal fees         (46,176)         (11,200)           Professional fees         (97,452)         (116,514)           Administration fees         (91,691)         (90,450)           Directors' fees         16         (74,250)         (67,500)           Directors' and professional indemnity insurance         16         (24,580)         (30,646)           Audit fees         (105,253)         (90,038)           Printing fees         (23,307)         (15,322)           Other expenses         (39,624)         (10,304)           Total operating expenses         (961,680)         (905,355)           Expenses reimbursed by the Manager         16         302,771         261,199           Net operating expenses         (658,909)         (644,156)           Operating (loss)/profit         (9,650,232)         11,906,773           Finance costs         9         (840,786)         (876,641)           (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders         (10,491,018)         11,030,132	Net (loss)/gain on financial assets held at FVTPL	8	(13,001,601)	8,050,144
Investment Management fee	Bank interest income		10,228	1,165
Legal fees       (46,176)       (11,200)         Professional fees       (97,452)       (116,514)         Administration fees       (91,691)       (90,450)         Directors' fees       16       (74,250)       (67,500)         Directors' and professional indemnity insurance       16       (24,580)       (30,646)         Audit fees       (105,253)       (90,038)         Printing fees       (23,307)       (15,322)         Other expenses       (39,624)       (10,304)         Total operating expenses       (961,680)       (905,355)         Expenses reimbursed by the Manager       16       302,771       261,199         Net operating expenses       (658,909)       (644,156)         Operating (loss)/profit       (9,650,232)       11,906,773         Finance costs       9       (840,786)       (876,641)         (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders       (10,491,018)       11,030,132	Total income		(8,991,323)	12,550,929
Legal fees       (46,176)       (11,200)         Professional fees       (97,452)       (116,514)         Administration fees       (91,691)       (90,450)         Directors' fees       16       (74,250)       (67,500)         Directors' and professional indemnity insurance       16       (24,580)       (30,646)         Audit fees       (105,253)       (90,038)         Printing fees       (23,307)       (15,322)         Other expenses       (39,624)       (10,304)         Total operating expenses       (961,680)       (905,355)         Expenses reimbursed by the Manager       16       302,771       261,199         Net operating expenses       (658,909)       (644,156)         Operating (loss)/profit       (9,650,232)       11,906,773         Finance costs       9       (840,786)       (876,641)         (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders       (10,491,018)       11,030,132				_
Professional fees         (97,452)         (116,514)           Administration fees         (91,691)         (90,450)           Directors' fees         16         (74,250)         (67,500)           Directors' and professional indemnity insurance         16         (24,580)         (30,646)           Audit fees         (105,253)         (90,038)           Printing fees         (23,307)         (15,322)           Other expenses         (39,624)         (10,304)           Total operating expenses         (961,680)         (905,355)           Expenses reimbursed by the Manager         16         302,771         261,199           Net operating expenses         (658,909)         (644,156)           Operating (loss)/profit         (9,650,232)         11,906,773           Finance costs         9         (840,786)         (876,641)           (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders         (10,491,018)         11,030,132           Weighted average number of Ordinary Shares in issue during the period         17         61,145,198         61,145,198	Investment Management fee	16	(459,347)	(473,381)
Administration fees       (91,691)       (90,450)         Directors' fees       16       (74,250)       (67,500)         Directors' and professional indemnity insurance       16       (24,580)       (30,646)         Audit fees       (105,253)       (90,038)         Printing fees       (23,307)       (15,322)         Other expenses       (39,624)       (10,304)         Total operating expenses       (961,680)       (905,355)         Expenses reimbursed by the Manager       16       302,771       261,199         Net operating expenses       (658,909)       (644,156)         Operating (loss)/profit       (9,650,232)       11,906,773         Finance costs       9       (840,786)       (876,641)         (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders       (10,491,018)       11,030,132         Weighted average number of Ordinary Shares in issue during the period       17       61,145,198       61,145,198	Legal fees		(46,176)	(11,200)
Directors' fees       16       (74,250)       (67,500)         Directors' and professional indemnity insurance       16       (24,580)       (30,646)         Audit fees       (105,253)       (90,038)         Printing fees       (23,307)       (15,322)         Other expenses       (39,624)       (10,304)         Total operating expenses       (961,680)       (905,355)         Expenses reimbursed by the Manager       16       302,771       261,199         Net operating expenses       (658,909)       (644,156)         Operating (loss)/profit       (9,650,232)       11,906,773         Finance costs       9       (840,786)       (876,641)         (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders       (10,491,018)       11,030,132         Weighted average number of Ordinary Shares in issue during the period       17       61,145,198       61,145,198	Professional fees		(97,452)	(116,514)
Directors' and professional indemnity insurance       16       (24,580)       (30,646)         Audit fees       (105,253)       (90,038)         Printing fees       (23,307)       (15,322)         Other expenses       (39,624)       (10,304)         Total operating expenses       (961,680)       (905,355)         Expenses reimbursed by the Manager       16       302,771       261,199         Net operating expenses       (658,909)       (644,156)         Operating (loss)/profit       (9,650,232)       11,906,773         Finance costs       9       (840,786)       (876,641)         (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders       (10,491,018)       11,030,132         Weighted average number of Ordinary Shares in issue during the period       17       61,145,198       61,145,198	Administration fees		(91,691)	(90,450)
Audit fees       (105,253)       (90,038)         Printing fees       (23,307)       (15,322)         Other expenses       (39,624)       (10,304)         Total operating expenses       (961,680)       (905,355)         Expenses reimbursed by the Manager       16       302,771       261,199         Net operating expenses       (658,909)       (644,156)         Operating (loss)/profit       (9,650,232)       11,906,773         Finance costs       9       (840,786)       (876,641)         (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders       (10,491,018)       11,030,132         Weighted average number of Ordinary Shares in issue during the period       17       61,145,198       61,145,198	Directors' fees	16	(74,250)	(67,500)
Printing fees         (23,307)         (15,322)           Other expenses         (39,624)         (10,304)           Total operating expenses         (961,680)         (905,355)           Expenses reimbursed by the Manager         16         302,771         261,199           Net operating expenses         (658,909)         (644,156)           Operating (loss)/profit         (9,650,232)         11,906,773           Finance costs         9         (840,786)         (876,641)           (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders         (10,491,018)         11,030,132           Weighted average number of Ordinary Shares in issue during the period         17         61,145,198         61,145,198	Directors' and professional indemnity insurance	16	(24,580)	(30,646)
Other expenses         (39,624)         (10,304)           Total operating expenses         (961,680)         (905,355)           Expenses reimbursed by the Manager         16         302,771         261,199           Net operating expenses         (658,909)         (644,156)           Operating (loss)/profit         (9,650,232)         11,906,773           Finance costs         9         (840,786)         (876,641)           (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders         (10,491,018)         11,030,132           Weighted average number of Ordinary Shares in issue during the period         17         61,145,198         61,145,198	Audit fees		(105,253)	(90,038)
Total operating expenses (961,680) (905,355)  Expenses reimbursed by the Manager 16 302,771 261,199  Net operating expenses (658,909) (644,156) Operating (loss)/profit (9,650,232) 11,906,773  Finance costs 9 (840,786) (876,641) (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders (10,491,018) 11,030,132  Weighted average number of Ordinary Shares in issue during the period 17 61,145,198 61,145,198	Printing fees		(23,307)	(15,322)
Expenses reimbursed by the Manager 16 302,771 261,199  Net operating expenses (658,909) (644,156)  Operating (loss)/profit (9,650,232) 11,906,773  Finance costs 9 (840,786) (876,641)  (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders (10,491,018) 11,030,132  Weighted average number of Ordinary Shares in issue during the period 17 61,145,198 61,145,198	Other expenses		(39,624)	(10,304)
Net operating expenses (658,909) (644,156) Operating (loss)/profit (9,650,232) 11,906,773 Finance costs 9 (840,786) (876,641) (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders (10,491,018) 11,030,132  Weighted average number of Ordinary Shares in issue during the period 17 61,145,198 61,145,198	Total operating expenses		(961,680)	(905,355)
Operating (loss)/profit(9,650,232)11,906,773Finance costs9(840,786)(876,641)(Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders(10,491,018)11,030,132Weighted average number of Ordinary Shares in issue during the period1761,145,19861,145,198	Expenses reimbursed by the Manager	16	302,771	261,199
Finance costs 9 (840,786) (876,641) (Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders (10,491,018) 11,030,132  Weighted average number of Ordinary Shares in issue during the period 17 61,145,198 61,145,198	Net operating expenses		(658,909)	(644,156)
(Loss)/profit and total comprehensive (loss)/income for the period attributable to Shareholders (10,491,018) 11,030,132  Weighted average number of Ordinary Shares in issue during the period 17 61,145,198 61,145,198	Operating (loss)/profit		(9,650,232)	11,906,773
Attributable to Shareholders (10,491,018) 11,030,132  Weighted average number of Ordinary Shares in issue during the period 17 61,145,198 61,145,198	Finance costs	9	(840,786)	(876,641)
Weighted average number of Ordinary Shares in issue during the period 17 <b>61,145,198</b> 61,145,198	(Loss)/profit and total comprehensive (loss)/income for the period			_
	attributable to Shareholders		(10,491,018)	11,030,132
Basic and diluted (loss)/earnings per Ordinary Share 17 (17.2)p 18.0p	Weighted average number of Ordinary Shares in issue during the period	17	61,145,198	61,145,198
	Basic and diluted (loss)/earnings per Ordinary Share	17	(17.2)p	18.0p

All items in the above statement are derived from continuing operations.

# EJF INVESTMENTS LIMITED UNAUDITED CONDENSED STATEMENT OF FINANCIAL POSITION

		As at 30 June 2023 (Unaudited)	As at 31 December 2022 (Audited)
	Notes	£	£
Non-current assets			
Financial assets at FVTPL	8	121,658,040	131,959,641
Current assets			
Cash and cash equivalents		288,655	359,298
Balance due from the Manager	16	382,554	348,345
Prepaid expenses		37,013	14,730
Total current assets		708,222	722,373
Total assets		122,366,262	132,682,014
Non-current liabilities			
ZDP Shares	9	(23,150,298)	(19,666,072)
Current liabilities			
Accounts payable and accrued expenses	10	(466,373)	(504,067)
Total current liabilities		(466,373)	(504,067)
Total liabilities		(23,616,671)	(20,170,139)
Net assets		98,749,591	112,511,875
Equity			
Stated capital	11	85,254,127	85,254,127
Retained earnings		13,495,464	27,257,748
Total equity		98,749,591	112,511,875
Number of Ordinary Shares in issue at period/year end			
(excluding treasury shares)	11	61,145,198	61,145,198
Net Asset Value per Ordinary Share		162p	184p

The unaudited condensed interim financial statements were approved by the Board of Directors on 7 September 2023 and signed on their behalf by:

## **Alan Dunphy**

Director

The accompanying notes on pages 24 to 42 form an integral part of these unaudited condensed interim financial statements.

## **UNAUDITED CONDENSED STATEMENT OF CHANGES IN EQUITY**

## FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

	Note	Number of shares (Unaudited)	Stated capital (Unaudited) £	Retained earnings (Unaudited) £	Net assets attributable to Shareholders (Unaudited) £
Balance as at 1 January 2023		61,145,198	85,254,127	27,257,748	112,511,875
Total comprehensive loss for the period		-	-	(10,491,018)	(10,491,018)
Dividends paid	12	-	-	(3,271,266)	(3,271,266)
Balance as at 30 June 2023		61,145,198	85,254,127	13,495,464	98,749,591

## FOR THE PERIOD FROM 1 JANUARY 2022 TO 30 JUNE 2022

	Note	Number of shares (Unaudited)	Stated capital (Unaudited) £	Retained earnings (Unaudited) £	Net assets attributable to Shareholders (Unaudited) £
Balance as at 1 January 2022		61,145,198	85,254,127	19,545,209	104,799,336
Total comprehensive profit for the					
period		-	-	11,030,132	11,030,132
Dividends paid	12	-	-	(3,271,266)	(3,271,266)
Balance as at 30 June 2022		61,145,198	85,254,127	27,304,075	112,558,202

The accompanying notes on pages 24 to 42 form an integral part of these unaudited condensed interim financial statements.

# EJF INVESTMENTS LIMITED UNAUDITED CONDENSED STATEMENT OF CASH FLOWS

	Notes	1 January 2023 to 30 June 2023 (Unaudited) £	1 January 2022 to 30 June 2022 (Unaudited) £
Cash flows from operating activities			
(Loss)/profit and total comprehensive (loss)/income for the period <b>Adjustments for:</b>		(10,491,018)	11,030,132
- Amortisation of ZDP Shares and issuance costs	9	840,786	876,641
- ZDP Shares issuance costs	9	(84,006)	(793,610)
<ul> <li>Net unrealised loss/(gain) on financial assets held at FVTPL</li> </ul>	8	13,001,601	(8,050,144)
<ul> <li>Net foreign exchange (gain)/loss</li> </ul>		(50)	380
- Investment in EJFIH	8	(2,700,000)	-
Changes in net assets and liabilities:			
(Increase)/decrease in balance due from the Manager		(34,209)	101,244
Increase in prepaid expenses and other assets		(22,283)	(30,070)
(Decrease)/increase in accounts payable and accrued expenses		(37,694)	9,950
Net cash generated from operating activities		473,127	3,144,523
Cash flow from financing activities			
Proceeds from issuance of 2025 ZDP Shares	9	2,727,446	-
Dividends paid	12	(3,271,266)	(3,271,266)
Net cash used in financing activities		(543,820)	(3,271,266)
Net decrease in cash and cash equivalents		(70,693)	(126,743)
Cash and cash equivalents at the start of the period		359,298	592,603
Effect of movements in exchange rates on cash held		50	(380)
Cash and cash equivalents at the end of the period		288,655	465,480

The accompanying notes on pages 24 to 42 form an integral part of these unaudited condensed interim financial statements.

## NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

## 1. General Information

EJFI is a closed-ended investment company incorporated with limited liability in the Bailiwick of Jersey on 20 October 2016 under the provisions of the Companies Law with registration number 122353 and is regulated as a collective investment fund under the Collective Investment Funds (Jersey) Law 1988. The Company's registered office and principal place of business is IFC1, The Esplanade, St. Helier, Jersey JE1 4BP, Channel Islands. The principal legislation under which the Company operates is the Companies Law, as amended. The Company's stated capital comprises Ordinary Shares admitted to trading on the SFS.

The Company does not have a fixed life as set out in the Articles. On or about each fifth anniversary of the Company's Shares being admitted to trading on LSE, the Directors shall procure that an EGM of the Company be convened at which a Continuance Resolution will be proposed. The first Continuance Resolution was passed at the EGM held on 5 May 2022. The next Continuation Resolution will take place on or around 7 April 2027, being five years from the most recent vote.

The Manager has been appointed by the Company to provide management and investment management services and the Administrator has been appointed to provide administration services to the Company.

EJF holds 100% of the voting rights in the Manager. EJF is an investment adviser principally located in the US and registered as such with the SEC and as a CPO and CTA with the CFTC. The Company has appointed the Manager to act as its AIFM for the purposes of the AIFM Directive.

The Company has one subsidiary: EJFIH (incorporated on 9 June 2017), of which it owns 100% of the share capital. Refer to note 13 for further information.

EJFIH holds 85% (31 December 2022: 85% held by EJFIH) of the Partnership's interests (refer to note 13 for further information).

Through EJFIH, the Company primarily invests in opportunities created by regulatory and structural changes impacting the financial services sector. These opportunities can 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 US, UK and Europe.

#### 2. Statement of Compliance

The unaudited condensed interim financial statements of the Company for the period from 1 January 2023 to 30 June 2023 have been prepared in accordance with IAS 34, as issued by the International Accounting Standards Board, together with applicable legal and regulatory requirements of the Companies Law and the Listing Rules of the SFS.

The unaudited condensed interim financial statements should be read in conjunction with the Annual Report for the year ended 31 December 2022, which was prepared in accordance with IFRS which comprise standards and interpretations approved by the International Accounting Standards Board together with the interpretations of the International Accounting Standards and Standing Interpretations Committee as approved by the International Accounting Standards Committee which remain in effect.

## **Going Concern**

Under the UK Code, voluntarily adopted by the Company, and Companies Law, the Directors are required to satisfy themselves that it is reasonable to assume that the Company is a going concern and to identify any material uncertainties in respect of the Company's ability to continue as a going concern for at least 12 months from the date of approving the financial statements.

The Directors have performed a detailed assessment of the Company's ability to meet its liabilities as they fall due for the period of at least twelve months from the date of approving the financial statements, including evaluating severe but plausible downside scenarios of a significant reduction in the liquidity, fair value and cash flow generation of its investments.

## NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

#### 2. Statement of Compliance (continued)

#### **Going Concern (continued)**

The assessment was completed with reference to the cash position of the Company and EJFIH, their operating expenses and the potential default risk of the investments held.

In light of the above analysis, the Directors are satisfied that, at the time of approving the financial statements, there is a reasonable expectation that based on the Company's performance and the future prospects of the Company, the Company will have adequate resources to continue in operational existence for a period of at least twelve months from the date of approval of the financial statements, and have therefore prepared the financial statements on a going concern basis.

#### 3. Significant Accounting Policies

In the current financial period, there have been no changes to the significant accounting policies from those applied in the Annual Report for the year ended 31 December 2022 and as set out in note 2 therein.

#### 4. Use of Judgements and Estimates

In the application of the Company's accounting policies, the Board is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis.

The critical judgements and estimations of uncertainty at the unaudited condensed statement of financial position date that the Directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements are as set out in note 3 of the Annual Report for the year ended 31 December 2022.

In the current financial period, there have been no changes to the significant critical accounting judgements, estimates and assumptions from those applied in the Annual Report for the year ended 31 December 2022 and as set out in note 3 therein.

#### 5. Segmental Reporting

The Directors have considered the requirements of IFRS 8 and are of the view that the Company is engaged in a single segment of business via EJFIH mainly in one geographical area, Jersey, and therefore the Company has only a single operating segment.

## NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

#### 6. Dividend Income

The Company received the following dividends from EJFIH during the periods from 1 January 2023 to 30 June 2023 and 1 January 2022 to 30 June 2022:

	30 June 2023 (Unaudited)	30 June 2022 (Unaudited)
Date received	£	£
10 February 2022	-	2,100,000
27 April 2022	-	2,400,000
2 February 2023	2,000,000	-
3 May 2023	2,000,000	
Total dividend income	4,000,000	4,500,000

### 7. Derivative Financial Instruments at FVTPL

There were no derivative financial instruments held by the Company as at 30 June 2023 or 31 December 2022.

The following forward foreign exchange contracts were held by EJFIH:

Maturity date	Counterparty	Contract notional amount	Buy	Sell	30 June 2023 (Unaudited)	31 December 2022 (Audited)
		£			£	£
21 February 2023	Citibank N.A.	8,400,000	GBP	USD	-	(1,272,206)
16 March 2023	Citibank N.A.	30,562,246	GBP	USD	-	172,837
23 March 2023	Citibank N.A.	30,554,633	GBP	USD	-	166,503
14 July 2023	Citibank N.A.	30,398,652	GBP	USD	1,415,458	-
21 July 2023	Citibank N.A.	29,955,230	GBP	USD	973,571	-
15 September 2023	Citibank N.A.	9,277,468	GBP	USD	64,153	-
Derivative financial ins	truments held by EJ	FIH (Note 8)	•		2,453,182	(932,866)

#### 8. Financial Assets at FVTPL

### **Investment in EJFIH**

During the period from 1 January 2023 to 30 June 2023, the Company made a £2,700,000 investment in EJFIH (31 December 2022: nil investments made). This followed the issuance of 2025 ZDP Shares on 27 February 2023.

The investment in EJFIH is used to acquire exposure to a portfolio comprising a large number of investments. The investment in EJFIH is measured at FVTPL. The Company has determined that the fair value of EJFIH is its NAV.

## NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

### 8. Financial Assets at FVTPL (continued)

Below is a summary of the movement in the investment in EJFIH, held by the Company:

	30 June 2023	31 December 2022
	(Unaudited)	(Audited)
	£	£
Opening balance	131,959,641	129,518,023
Additions <sup>1</sup>	2,700,000	-
Return of Capital <sup>2</sup>	-	(6,500,000)
Net (loss)/gain on investment in EJFIH <sup>3</sup>	(13,001,601)	8,941,618
Investment in EJFIH at FVTPL at the end of the period/year	121,658,040	131,959,641

<sup>&</sup>lt;sup>1</sup>On 6 March 2023, the Company subscribed for a further 2,700,000 ordinary shares in EJFIH at £1 each. This occurred following the issue of 2025 ZDP shares on 27 February 2023.

On a look-through basis, the following table discloses EJFIH's financial assets at FVTPL which agrees to the Company's financial assets at FVTPL:

	30 June 2023	31 December 2022	
	(Unaudited)	(Audited)	
	£	£	
EJFIH's investments at FVTPL:			
Armadillo Portfolio	-	1,228,944	
Investment in the Partnership	78,347,984	93,786,870	
Investment in Seneca	9,537,124	11,177,335	
Investment in the CDO Manager	6,753,204	8,052,203	
CDO Securities	1,308,187	1,384,667	
Preference Shares	1,138,688	1,426,829	
European debt securities	2,004,504	2,552,965	
US treasury bills	3,374,694	1,492,698	
Investment in US bank debt	4,644,869	-	
Net derivative financial assets and liabilities (Note 7)	2,453,182	(932,866)	
Total of EJFIH's investments at FVTPL	109,562,436	120,169,645	
EJFIH's other assets and liabilities:			
Cash	4,569,394	7,143,828	
Cash equivalents held in money market fund	6,301,366	-	
Cash held as margin	1,054,806	4,383,075	
Other receivables	170,038	263,093	
EJFIH's NAV at the end of the period/year	121,658,040	131,959,641	

## (i) EJFIH's Investments in Private Investment Companies

### **Investments in the Armadillo Portfolio**

EJFIH's investments in private investment entities include the Partnership interests in the Armadillo Portfolio. The investment strategy of the Armadillo Portfolio was to make high interest rate loans to third-party law firms engaged in mass tort litigation. This investment was fully exited in March 2023.

<sup>&</sup>lt;sup>2</sup>The return of capital from EJFIH to the Company was made in November 2022 in order to fully redeem the 2022 ZDP Shares.

<sup>&</sup>lt;sup>3</sup> Net (loss)/gain on investment in EJFIH is presented after dividends received by the Company from EJFIH during the period from 1 January 2023 to 30 June 2023 in the amount of £4,000,000 (31 December 2022: £8,500,000).

## NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

### 8. Financial Assets at FVTPL (continued)

### (i) EJFIH's Investments in Private Investment Companies (continued)

### Investments in the Armadillo Portfolio (continued)

The following table summarises activity for the investment in the Armadillo Portfolio:

	30 June 2023	31 December 2022
	(Unaudited)	(Audited)
	£	£
Opening balance	1,228,944	1,169,018
Distributions	(1,155,905)	-
Realised losses on distributions <sup>1</sup>	(2,121,278)	-
Reversal of unrealised losses <sup>1</sup>	2,048,239	-
Unrealised gains <sup>1</sup>	-	59,926
Investments in the Armadillo Portfolio at FVTPL held by EJFIH	-	1,228,944

<sup>&</sup>lt;sup>1</sup> Includes fluctuations in foreign exchange rates.

## Investment in the Partnership

As at 30 June 2023, EJFIH held 85% or 109,931,798 units (31 December 2022: 85% or 110,179,904 units) issued by the Partnership. The Partnership's purpose is to retain an interest of at least 5% in securitisations sponsored by EJF pursuant to regulatory requirements within the Dodd-Frank reforms in the US and EU risk retention rules. The investment in the Partnership is valued at £78,347,984 (31 December 2022: £93,786,870).

As at 30 June 2023, the remaining units outstanding are held by the Manager and EJF Investment GP Inc. and respectively totalled 19,400,346 units (31 December 2022: 19,444,129 units) and 165 units (31 December 2022: 165 units).

The following table summarises activity for the investment in the Partnership:

	30 June 2023 (Unaudited)	31 December 2022 (Audited)
	£	£
Opening balance	93,786,870	88,051,619
Return of capital	(200,255)	(5,843,994)
Distributions	(3,846,959)	(4,098,273)
Realised gains on distributions <sup>1</sup>	3,860,187	4,101,109
Unrealised (losses)/gains <sup>1</sup>	(15,251,859)	11,576,409
Investment in the Partnership at FVTPL held by EJFIH	78,347,984	93,786,870

<sup>&</sup>lt;sup>1</sup> Includes fluctuations in foreign exchange rates.

## **Investment in Seneca**

EJFIH's investments in private investment companies include the Partnership and loan interests in Seneca. The investment strategy of Seneca is to invest in MSRs.

MSRs represent a stream of servicing income attached to mortgages originated in the US, producing regular and predictable cash-flows. Seneca only invests in MSRs originally attached to prime mortgages underwritten by Fannie Mae and Freddie Mac standards.

## NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

#### 8. Financial Assets at FVTPL (continued)

#### (i) EJFIH's Investments in Private Investment Companies (continued)

#### Investment in Seneca (continued)

The following table summarises activity for the investment in Seneca:

	30 June 2023	31 December 2022
	(Unaudited)	(Audited)
	£	£
Opening balance	11,177,335	6,671,007
Contributions	-	1,947,105
Distributions	(1,562,018)	(2,789,878)
Realised gains on distributions <sup>1</sup>	284,972	595,054
Unrealised (losses)/gains <sup>1</sup>	(363,165)	4,754,047
Investment in Seneca at FVTPL held by EJFIH	9,537,124	11,177,335

<sup>&</sup>lt;sup>1</sup> Includes fluctuations in foreign exchange rates.

## (ii) EJFIH's Investment in Private Operating Company

#### **Investment in the CDO Manager**

The CDO Manager, which is 51% owned by the Manager and 49% owned by EJFIH, provides collateral management services to various CDO structures. The CDO Manager provides such services directly to those CDO structures on commercially reasonable terms. The CDO Manager is also expected to provide collateral management services to future EJF Securitisations as it will have the benefit, for so long as the Manager is the manager of the Company, of a right of first refusal to be appointed as the provider of collateral administration, monitoring and management services in respect of each EJF Securitisation. The CDO Manager may also provide collateral management services to non-EJF securitisations. The CDO Manager is expected to benefit from collateral management fees on all CDOs it services and manages until maturity of such CDOs.

The following table summarises activity for the investment in the CDO Manager:

	30 June 2023 (Unaudited) £	31 December 2022 (Audited) £
Opening balance	8,052,203	8,711,100
Distributions	(1,411,895)	(655,078)
Unrealised gains/(losses) <sup>1</sup>	112,896	(3,819)
Investment in the CDO Manager at FVTPL held by EJFIH	6,753,204	8,052,203

<sup>&</sup>lt;sup>1</sup> Includes fluctuations in foreign exchange rates.

EJFIH through its 49% interest in the CDO Manager, has an exposure to the cash flows of four REIT TruPS CDO collateral management contracts plus cash flow from TFINS 2017-2, TFINS 2018-1, TFINS 2018-2, TFINS 2019-1, TFINS 2019-2, TFINS 2020-1 and TFINS 2020-2. The CDO Manager has a total NAV of £13,782,049 as at 30 June 2023 (31 December 2022: £16,433,067). EJFIH's interest in the CDO Manager has a fair value of £6,753,204 as at 30 June 2023 (31 December 2022: £8,052,203).

The management fees of each REIT TruPS CDO collateral management contract vary, ranging from 15bps to 30bps of the outstanding collateral balance. The TFINS 2017-2 securitisation produces management fees of 10bps on outstanding collateral. The TFINS 2018-1, TFINS 2018-2, TFINS 2019-1 and TFINS 2019-2 securitisations produce management fees of 20bps on outstanding collateral. TFINS 2020-1 and TFINS 2020-2 securitisations produce management fees of 30bps on outstanding collateral.

## NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

## 8. Financial Assets at FVTPL (continued)

## (iii) EJFIH's Investments in Trading Securities

#### **CDO Securities**

EJFIH's CDO Securities portfolio consists of REIT TruPS CDO Securities issued prior to the financial crisis by an unaffiliated third-party sponsor. The remaining CDO security is generating current income. The bond holdings range from senior class A bonds to subordinated class F bonds. For the period from 1 January 2023 to 30 June 2023, EJFIH accrued £141,001 (30 June 2022: £44,232) of interest income presented as investment income in EJFIH.

The following table summarises activity for the investment in CDO Securities:

	30 June 2023 (Unaudited)	31 December 2022 (Audited)
	£	£
Opening balance	1,384,667	1,395,298
Unrealised losses from CDO Securities <sup>1</sup>	(76,480)	(10,631)
CDO Securities at FVTPL held by EJFIH	1,308,187	1,384,667

<sup>&</sup>lt;sup>1</sup> Includes fluctuations in foreign exchange rates.

#### **Preference Shares**

EJFIH owns an interest in a depositor vehicle which holds an interest in the TFINS 2017-2 Preference Shares originally issued as part of the securitisation in October 2017.

The following table summarises activity for the investment in Preference Shares:

	30 June 2023	31 December 2022
	(Unaudited)	(Audited)
	£	£
Opening balance	1,426,829	1,246,613
Unrealised (losses)/gains from Preference Shares <sup>1</sup>	(288,141)	180,216
Preference Shares at FVTPL held by EJFIH	1,138,688	1,426,829

<sup>&</sup>lt;sup>1</sup> Includes fluctuations in foreign exchange rates.

#### **European Debt Securities**

As at 30 June 2023, the Company, through its investment in EJFIH, was invested in European debt securities. The securities are denominated in different currencies, have fixed coupons between 11.71% – 13.25% and are due to mature between 2025 and 2027.

The following table summarises activity for the investment in European debt securities:

	30 June 2023 (Unaudited) £	31 December 2022 (Audited) £
Opening balance	2,552,965	2,830,682
Additions	-	3,634,519
Disposals	(318,021)	(2,542,281)
Realised (losses)/gains <sup>1</sup>	(1,887,415)	46,037
Unrealised gains/(losses) <sup>1</sup>	1,656,975	(1,415,992)
European debt securities at FVTPL held by EJFIH	2,004,504	2,552,965

 $<sup>^{\</sup>rm 1}$  Includes fluctuations in foreign exchange rates.

## NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

### 8. Financial Assets at FVTPL (continued)

### (iii) EJFIH's Investments in Trading Securities (continued)

#### **US Treasury Bills**

As at 30 June 2023, the Company, through its investment in EJFIH, was invested in US treasury bills. The securities have fixed coupons between 2.75% – 4.25% and are due to mature between 2024 and 2032.

The following table summarises activity for the investment in US treasury bills:

	30 June 2023 (Unaudited) £	31 December 2022	
		(Audited)	
		£	
Opening balance	1,492,698	-	
Additions	2,064,668	1,616,533	
Unrealised losses <sup>1</sup>	(182,672)	(123,835)	
US treasury bills at FVTPL held by EJFIH	3,374,694	1,492,698	

<sup>&</sup>lt;sup>1</sup> Includes fluctuations in foreign exchange rates.

#### **Investment in US Bank Debt**

As at 30 June 2023, the Company, through its investment in EJFIH, was invested in US bank debt. The securities have fixed coupons between 5.875% – 6.26% and are due to mature in 2027 and 2030.

The following table summarises activity for the investment in US bank debt:

	30 June 2023
	(Unaudited)
	£
Opening balance	-
Additions	4,664,560
Unrealised losses <sup>1</sup>	(19,691)
Investment in US bank debt at FVTPL held by EJFIH	4,644,869

<sup>&</sup>lt;sup>1</sup> Includes fluctuations in foreign exchange rates.

There were no investments held in US bank debt as at 31 December 2022.

### 9. ZDP Shares

On 1 December 2017, the Company issued 15,000,000 2022 ZDP shares at a gross redemption yield of 5.75%

On 17 June 2020, the Company issued 6,000,000 2025 ZDP shares at a gross redemption yield of 7.00%. The 2025 ZDP Shares were issued pursuant to the initial placing and offer for subscription at a price per 2025 ZDP Share of 100 pence. The holders of the 2025 ZDP Shares will have a final capital entitlement of 140 pence on the repayment date of 18 June 2025.

On 4 April 2022, the Company published a Prospectus containing details of the Rollover Offer.

On 5 May 2022, the result of the Rollover Offer was announced and valid elections were received to roll 10,021,292 2022 ZDP Shares into new 2025 ZDP Shares, representing approximately 66.8% of the total number of 2022 ZDP Shares in issue.

## NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

#### 9. ZDP Shares (continued)

10,996,857 new 2025 ZDP Shares were issued on the basis of each 2022 ZDP Share converting into 1.09735 new 2025 ZDP Shares. The holders of the 2022 ZDP Shares who elected to be repaid received a final capital entitlement of 132.25 pence on the repayment date of 30 November 2022. As of 31 December 2022, there were no 2022 ZDP Shares outstanding.

On 27 February 2023, 2,277,046 2025 ZDP Shares were issued at a ZDP Placing Price of 119.78 pence per share, raising gross proceeds of approximately £2.73 million.

As at 30 June 2023, there were 19,273,903 (31 December 2022: 16,996,857) 2025 ZDP Shares outstanding.

Holders of ZDP Shares are not entitled to any dividends paid by the Company. The following table reconciles the liability for ZDP Shares, held at amortised cost, for the reporting period.

	2025 ZDP Shares	2022 ZDP Shares	2025 ZDP Shares
	30 June 2023	31 December 2022	31 December 2022
	(Unaudited)	(Audited)	(Audited)
	£	£	£
Opening balance	19,666,072	18,725,704	6,484,818
Conversion of ZDP Shares	-	(12,845,292)	12,845,292
ZDP Shares Issue	2,727,446	-	-
ZDP shares issuance costs	(84,006)	-	(793,610)
Amortisation of ZDP Shares,			
including finance costs and			
issuance costs	840,786	703,929	1,129,572
Redemption of ZDP Shares	-	(6,584,341)	-
ZDP Shares closing balance	23,150,298	-	19,666,072

### 10. Accounts Payable and Accrued Expenses

	30 June 2023 (Unaudited) £	31 December 2022 (Audited) £
Amount due to EJFIH	4,703	3,690
Professional fees	61,551	64,500
Investment management fees	221,059	239,750
Audit fees	113,750	137,500
Sundry creditors	65,310	58,627
Total accounts payable and accrued expenses	466,373	504,067

The amount due to EJFIH is interest free and repayable on demand. The balance consists of amounts paid by EJFIH in respect of the Company's expenses.

### 11. Stated Capital

Net assets attributable to Shareholders is represented by Ordinary Shares that carry one vote each and have equal voting rights. Ordinary Shares are entitled to dividends when declared. The Company has no restrictions or specific capital requirements on the issue and repurchase of Ordinary Shares. The analysis of movements in the number of Ordinary Shares and the corresponding changes to the Company's stated capital as a result of transactions with Shareholders during the period/year was as follows:

## NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

## 11. Stated Capital (continued)

	Number of Shares (Unaudited)	Stated Capital (Unaudited)
		£
Opening balance as at 1 January 2023	61,145,198	85,254,127
Closing balance as at 30 June 2023	61,145,198	85,254,127
	Number of Shares (Audited)	Stated Capital (Audited)
		£
Opening balance as at 1 January 2022	61,145,198	85,254,127
Closing balance as at 31 December 2022	61,145,198	85,254,127

As at 30 June 2023, the Company had 15,808,509 treasury shares (31 December 2022: 15,808,509).

### 12. Dividends

The Company paid the following dividends on its Ordinary Shares during the period from 1 January 2023 to 30 June 2023:

Period to	Declared date	Ex-dividend date	Record date	Payment date	Dividend rate per Ordinary Share (Unaudited)	Net dividend Paid (Unaudited)
					£	£
31 Dec 2022	26 Jan 2023	2 Feb 2023	6 Feb 2023	28 Feb 2023	0.02675	1,635,633
31 Mar 2023	26 Apr 2023	4 May 2023	9 May 2023	31 May 2023	0.02675	1,635,633
Total dividends	i					3,271,266

The Company paid the following dividends on its Ordinary Shares during the period from 1 January 2022 to 30 June 2022:

Period to	Declared date	Ex-dividend date	Record date	Payment date	Dividend rate per Ordinary Share (Unaudited)	Net dividend Paid (Unaudited)
					£	£
31 Dec 2021	27 Jan 2022	3 Feb 2022	4 Feb 2022	28 Feb 2022	0.02675	1,635,633
31 Mar 2022	26 Apr 2022	5 May 2022	6 May 2022	31 May 2022	0.02675	1,635,633
Total dividends						3,271,266

## NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

#### 13. Interest in Unconsolidated Subsidiaries and Associates

The table below discloses the unconsolidated subsidiaries and associates in which the Company holds an interest, but does not consolidate in accordance with IFRS 12:

Name of entity	Type of entity	Principal place of business	Purpose	Interest held by the Company	Interest held
EJFIH	Private Company	Jersey	To hold a portfolio of investments in order to generate capital appreciation and investment income.	100%	Direct
Partnership	Limited Partnership	Delaware	To hold CDO Equity Tranches in order to generate capital appreciation and investment income.	85%	Indirect
CDO Manager	Limited Liability Company	Delaware	To generate management fee income.	49%	Indirect
Seneca	Limited Partnerships	Delaware	To generate income from MSRs.	100%	Indirect

At 31 December 2022, a 53.4% holding in Armadillo I was held by the Company. This investment was fully exited in March 2023.

## 14. Financial Risk Management

As at 30 June 2023, there has been no change to the Company's financial risk management objectives and policies to those disclosed in note 15 of the Annual Report for the year ended 31 December 2022.

### **Fair Value of Financial Instruments**

This section should be read in conjunction with note 15 of the Annual Report for the year ended 31 December 2022 which provides more detail about accounting policies adopted, the definitions of the three levels of fair value hierarchy, valuation methods used in calculating fair value, and the valuation framework which governs oversight of valuations. There have been no changes in the accounting policies adopted or the valuation methodologies used.

The Company holds all of the shares in EJFIH which is a holding vehicle used to hold the Company's investments. The Board believes it is appropriate to value this entity based on the fair value of its portfolio of investment assets held plus its other assets and liabilities.

## NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

### 14. Financial Risk Management (continued)

### **Fair Value Hierarchy**

The Company classifies financial instruments measured at fair value in the investment Portfolio according to the following hierarchy:

- **Level 1** Inputs that are quoted market prices (unadjusted) in active markets for identical instruments.
- Level 2 Inputs other than quoted prices included within Level 1 that are observable either directly (i.e. as prices) or indirectly (i.e. derived from prices). This category includes instruments valued using: quoted market prices in active markets for similar instruments; quoted prices for identical or similar instruments in markets that are considered less than active; or other valuation techniques in which all significant inputs are directly or indirectly observable from market data.
- Level 3 Inputs that are unobservable. This category includes all instruments for which the valuation technique includes inputs not based on observable data and the unobservable inputs have a significant effect on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments but for which significant unobservable adjustments or assumptions are required to reflect differences between the instruments.

The tables below analyse financial instruments, held by the Company, measured at fair value at the reporting date by the level in the fair value hierarchy into which the fair value measurement is categorised. The amounts are based on the values recognised in the statement of financial position as at 30 June 2023 and 31 December 2022. All fair value measurements below are recurring.

As at 30 June 2023	Level 1	Level 2	Level 3
	(Unaudited)	(Unaudited)	(Unaudited)
	£	£	£
Investment held in EJFIH	-	-	121,658,040
Financial assets at FVTPL	-	-	121,658,040
As at 31 December 2022	Level 1	Level 2	Level 3
	(Audited)	(Audited)	(Audited)
	£	£	£
Investment held in EJFIH	-	-	131,959,641
Financial assets at FVTPL	-	-	131,959,641

# **NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS**

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

## 14. Financial Risk Management (continued)

## **Fair Value Hierarchy (continued)**

The following table shows the movement of level 3 assets during the period from 1 January 2023 to 30 June 2023:

	Opening fair value 1 January 2023	Additions	Realised gains	Unrealised gains	Distributions	Ending fair value 30 June 2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
	£	£	£	£	£	£
EJFIH	131,959,641	2,700,000	-	(13,001,601)	-	121,658,040
Total financial assets	131,959,641	2,700,000	-	(13,001,601)	-	121,658,040

The following table shows the movement of level 3 assets during the year ended 31 December 2022:

	Opening fair value 1 January 2022	Additions	Realised gains	Unrealised gains	Distributions 3	Ending fair value 1 December 2022
	(Audited) £	(Audited) £	(Audited) £	(Audited) £	(Audited) £	(Audited) £
EJFIH	129,518,023	-	-	8,941,618	(6,500,000)	131,959,641
Total financial assets	129,518,023	-	-	8,941,618	(6,500,000)	131,959,641

The tables below are a supplemental disclosure of the financial instruments, held by EJFIH, measured at fair value at the reporting date by the level in the fair value hierarchy into which the fair value measurement is categorised. The amounts are based on the values recognised in the statement of financial position as at 30 June 2023 and 31 December 2022. All fair value measurements below are recurring.

As at 30 June 2023	Level 1 (Unaudited)	Level 2 (Unaudited)	Level 3 (Unaudited)
	£	£	£
Investment in the Partnership	-	-	78,347,984
Investment in Seneca	-	-	9,537,124
Investment in CDO Manager	-	-	6,753,204
CDO securities	-	-	1,308,187
Investment in Preference Shares	-	-	1,138,688
European debt securities	-	2,004,504	-
US treasury bills	3,374,694	-	-
Investment in US bank debt	-	4,644,869	-
Financial assets at FVTPL	3,374,694	6,649,373	97,085,187

# NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

# 14. Financial Risk Management (continued)

# **Fair Value Hierarchy (continued)**

As at 31 December 2022	Level 1	Level 2	Level 3
	(Audited)	(Audited)	(Audited)
	£	£	£
Financial assets at FVTPL			
Armadillo Portfolio	-	-	1,228,944
Investment in the Partnership	-	-	93,786,870
Investment in Seneca	-	-	11,177,335
Investment in CDO Manager	-	-	8,052,203
CDO securities	-	-	1,384,667
Investment in Preference Shares	-	-	1,426,829
European debt securities	-	2,552,965	-
US treasury bills	1,492,698	-	-
Financial assets at FVTPL	1,492,698	2,552,965	117,056,848

The following tables shows net derivative financial assets or liabilities as at 30 June 2023 and 31 December 2022:

As at 30 June 2023	Level 1 (Unaudited)	Level 2 (Unaudited)	Level 3 (Unaudited)
	£	£	£
Derivative financial assets	-	2,453,182	-
Financial liabilities at FVTPL	-	2,453,182	-
As at 31 December 2022	Level 1	Level 2	Level 3
	(Audited)	(Audited)	(Audited)
	£	£	£
Derivative financial liabilities	-	(932,866)	-
Financial liabilities at FVTPL	-	(932,866)	-

The following table shows the movement of level 3 assets held by EJFIH during the period from 1 January 2023 to 30 June 2023:

	Opening fair value 1 January 2023	Additions	Realised gains	Unrealised gains/(losses)	Disposals and distributions	Ending fair value 30 June 2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
	£	£	£	£	£	£
Armadillo Portfolio Investment in the	1,228,944	-	(2,121,278)	2,048,239	(1,155,905)	-
Partnership	93,786,870	-	3,860,187	(15,251,859)	(4,047,214)	78,347,984
Investment in Seneca Investment in CDO	11,177,335	-	284,972	(363,165)	(1,562,018)	9,537,124
Manager	8,052,203	-	-	112,896	(1,411,895)	6,753,204
CDO securities Investment in	1,384,667	-	-	(76,480)	-	1,308,187
Preference Shares	1,426,829	-	-	(288,141)	-	1,138,688
Total financial assets	117,056,848	-	2,023,881	(13,818,510)	(8,177,032)	97,085,187

## **NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS**

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

#### 14. Financial Risk Management (continued)

#### Fair Value Hierarchy (continued)

The following table shows the movement of level 3 assets held by EJFIH during the year ended 31 December 2022:

	Opening fair value 1 January 2022	Additions	Realised gains	Unrealised gains/(losses)	Disposals and distributions	Ending fair value 31 December 2022
	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
	£	£	£	£	£	£
Armadillo Portfolio	1,169,018	-	-	59,926	-	1,228,944
Investment in the Partnership Investment in Seneca	88,051,619 6,671,007	- 1,947,105	4,101,109 595,054	11,576,409 4,754,047	(9,942,267) (2,789,878)	93,786,870 11,177,335
Investment in CDO Manager CDO securities Investment in	8,711,100 1,395,298	-	-	(3,819) (10,631)	(655,078) -	8,052,203 1,384,667
Preference Shares	1,246,613	1 0/7 105	- 4 606 163	180,216	- (12 227 222)	1,426,829
Total financial assets	107,244,655	1,947,105	4,696,163	16,556,148	(13,387,223)	117,056,848

#### 15. Capital Risk Management

The Company's issued capital is represented by Ordinary Shares.

As a result of the ability to issue, repurchase and resell shares, the capital of the Company can vary. The Company is not subject to externally imposed capital requirements and has no restrictions on the issue, repurchase or resale of its shares. The Company's objectives for managing capital are:

- to invest the capital in investments meeting the description, risk exposure and expected return indicated in its Prospectus;
- to achieve consistent returns while safeguarding capital by investing in a diversified portfolio of investments;
- to maintain sufficient liquidity to meet the expenses of the Company; and
- to maintain sufficient size to make the operation of the Company cost-efficient.

The policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board monitors the return on capital, as well as the level of dividends to Shareholders.

The Company may utilise borrowings for share buybacks, short-term liquidity purposes and investments, seeking leverage via bank financing, term loans, or debt instruments. The Company has the availability to borrow up to 35% of its NAV (calculated at the time of drawdown), provided that:

- the maximum amount for borrowings for long-term investment purposes within such limit will be 30% of the NAV;
   and
- ii) borrowings for long-term investment purposes may only be incurred when the minimum cover amount, 3.5x for ZDP Shares, is met (calculated at the time of drawdown).

## **NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS**

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

#### 15. Capital Risk Management (continued)

The Company's net debt equity ratio at period/year end was as follows:

	30 June 2023	31 December 2022	
	(Unaudited)	(Audited)	
	£	£	
ZDP shares	23,150,298	19,666,072	
Accounts payable and accrued expenses	466,373	504,067	
Less: cash and cash equivalents	(288,655)	(359,298)	
Net debt	23,328,016	19,810,841	
Total equity	98,749,591	112,511,875	
Net debt to adjusted equity ratio	0.24	0.18	

#### 16. Related Party Transactions and Other Material Contracts

#### **Transactions**

Investment transactions between EJFIH and the underlying investments are disclosed in Note 8.

#### **Investment Management Fee**

In accordance with the terms of the Management Agreement, the Company pays a management fee calculated monthly and payable quarterly in arrears. Subject to certain limitations, the monthly management fee is equal to 0.0833% (one-twelfth of 1%) of the Company's NAV.

For the period from 1 January 2023 to 30 June 2023, the Company incurred management fees of £459,347 (30 June 2022: £473,381), which is presented within operating expenses on the unaudited condensed statement of comprehensive income and had an outstanding liability of £221,059 (31 December 2022: £239,750), which is presented within accounts payable and accrued expenses (see Note 10) on the unaudited condensed statement of financial position.

#### **Directors Fees**

The Directors are entitled to a fee for their services at a rate to be determined from time to time by the Board. For the period from 1 January 2023 to 30 June 2023, the Company recorded Directors fees of £74,250 (30 June 2022: £67,500). As at 30 June 2023 and 31 December 2022, there were no Directors fees outstanding.

Directors fees are currently £44,000 each per annum. Neal Wilson has waived his right to receive remuneration for his service as Director.

Joanna Dentskevich is entitled to an additional fee of £11,000 per annum in respect of her role as Chair.

Alan Dunphy is entitled to an additional fee of £5,500 per annum in respect of his role as chair of the Audit and Risk Committee.

The Board has agreed that Nick Watkins shall be entitled to an additional fee of £1,500 for the 2023 calendar year, payable with effect from 1 July 2023, and an additional fee of £1,500 per annum thereafter, in respect of his role as chair of the Management Engagement Committee.

Neal Wilson also serves as an officer (Chief Executive Officer) of the Manager and an officer and director of other affiliates of the Manager including EJF, the General Partner of the Partnership, and the general partner of Armadillo I and Armadillo II. Therefore, conflicts may arise as this individual allocates his time between the Company, EJF and other programmes and activities in which they are involved. The independent Directors must consent to and approve any of the Company's conflicted trades, which also involve approval by one of these affiliates and its officers, directors and employees. With respect to Risk Retention Investments to be issued in connection with all future EJF Securitisations, the Partnership has the right of first refusal over other funds managed by EJF.

Directors and Officers liability insurance cover is maintained by the Company on behalf of the Directors. During the period from 1 January 2023 to 30 June 2023, the Company recorded a directors and professional indemnity insurance expense of £24,580 (30 June 2022: £30,646).

## NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

#### 16. Related Party Transactions and Other Material Contracts (continued)

#### **Incentive Fee**

The Manager is entitled to an incentive fee which is calculated in relation to the assets attributable to Ordinary Shares, in accordance with the Management Agreement. The Incentive Fee amount is equal to 10% of the amount by which the Adjusted NAV attributable to Ordinary Shares exceeds the higher of (i) the Incentive Hurdle at the relevant time and (ii) the High Watermark at the relevant time, in respect of the relevant Incentive Fee Period.

The Incentive Fee is calculated in respect of each Incentive Fee Period, save for the final Incentive Fee Period being the date that the Management Agreement is terminated or, where the Management Agreement has not been terminated, the actual date of termination of the provision by the Manager of the non-retained services as defined in the Management Agreement.

For the period from 1 January 2023 to 30 June 2023, no Incentive Fee liabilities were accrued (31 December 2022: nil).

### **Ordinary Shares held by Related Parties**

Shareholdings by the Directors in the Company as at the period/year end were as follows:

	Ordinary Shares	Percentage of Ordinary Shares in Issue	Ordinary Shares	Percentage of Ordinary Shares in Issue
Name	30 June 2023 <sup>1</sup> (Unaudited)	30 June 2023 <sup>2</sup> (Unaudited)	31 December 2022 <sup>1</sup> (Audited)	31 December 2022 <sup>2</sup> (Audited)
Neal Wilson <sup>4</sup> Joanna Dentskevich	1,718,881 77,896	2.811% 0.127%	1,718,881 77,896	2.811% 0.127%
Nick Watkins	10,000	0.016%	10,000	0.016%

Shareholdings by officers of the Manager and its affiliates as at the period/year end were as follows:

Name	Ordinary Shares 30 June 2023 <sup>1</sup> (Unaudited)	Percentage of Ordinary Shares in Issue 30 June 2023 <sup>2</sup> (Unaudited)	Ordinary Shares 31 December 2022 <sup>1</sup> (Audited)	Percentage of Ordinary Shares in Issue 31 December 2022 <sup>2</sup> (Audited)
EJF Capital Limited	1,878,246	3.072%	1,878,246	3.072%
Peter Stage	141,501	0.231%	141,501	0.231%
Emmanuel Friedman <sup>3</sup>	11,816,558	19.325%	11,816,558	19.325%
Jason Ruggiero	165,336	0.270%	165,336	0.270%

<sup>&</sup>lt;sup>1</sup> The stated holdings of Ordinary Shares are either direct and/or indirect holdings of Ordinary Shares in the Company.

<sup>&</sup>lt;sup>2</sup> The calculation of shareholding percentage is based on number of Ordinary Shares in issue after adjusting for treasury shares.

<sup>&</sup>lt;sup>3</sup> Ordinary Shares held by Cheetah Holdings Limited, a charitable foundation co-founded by Emanuel Friedman.

<sup>&</sup>lt;sup>4</sup> On 25 August 2023, Neal J. Wilson retired from his role as a Director of the Company.

## **NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS**

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

#### 16. Related Party Transactions and Other Material Contracts (continued)

#### Ordinary Shares held by Related Parties (continued)

The officers of the Manager are Neal J. Wilson (Chief Executive Officer and Co-chief Investment Officer of the Manager) and Peter Stage (Co-Chief Investment Officer). As Neal Wilson was a Director in the period from 1 January 2023 to 30 June 2023, his shareholdings are presented in the table detailing the shares held by the Directors in the Company as at 30 June 2023.

Emanuel Friedman (Co-Chief Executive Officer of EJF) and Jason Ruggiero (Co-Chief Investment Officer and Senior Portfolio Manager of EJF) are voting members of EJF's investment committee.

#### **ZDP Shares held by Related Parties**

ZDP shareholdings in the Company by the Directors as at the period/year end were as follows:

	2025 ZDP Shares	Percentage of 2025 ZDP Shares in Issue	2025 ZDP Shares	Percentage of 2025 ZDP Shares in Issue
	30 June 2023 <sup>1</sup>	30 June 2023 <sup>2</sup>	31 December 2022 <sup>1</sup>	31 December 2022 <sup>2</sup>
Name	(Unaudited)	(Unaudited)	(Audited)	(Audited)
Neal Wilson <sup>3</sup>	1,000,000	5.188%	1,000,000	5.883%
Joanna Dentskevich	30,000	0.156%	30,000	0.177%
Nick Watkins	10,000	0.052%	10,000	0.059%

<sup>&</sup>lt;sup>1</sup> The shareholdings are either direct and/or indirect holdings of ZDP Shares.

The Manager and its affiliates did not own 2025 ZDP Shares as at 30 June 2023 or 31 December 2022.

#### Other Material Contracts

On 1 January 2023 the Board announced that the voluntary commitment by the Manager to absorb 60% of future ongoing operating expenses, aside from management and incentive fees, incurred by the Company was to remain in place until at least 31 December 2023, or if earlier, until the date on which the unaudited NAV of the Company reaches £300 million.

For the period from 1 January 2023 to 30 June 2023, £302,771 (30 June 2022: £261,199) of operating expenses were offset by reimbursements from the Manager and are presented in the unaudited condensed statement of comprehensive income.

As at 30 June 2023, the Company had a receivable balance of £382,554 (31 December 2022: £348,345) from the Manager relating to the reimbursement of these operating expenses which is included in the balance due from the Manager on the unaudited condensed statement of financial position.

### 17. Basic and Diluted (Loss)/Earnings Per Share

Basic earnings per share is calculated by dividing the earnings for the period by the weighted average number of Ordinary Shares in issue during the period.

The weighted average number of Ordinary Shares in issue as at 30 June 2023 is 61,145,198 (30 June 2022: 61,145,198). As at 30 June 2023, the Company had basic and diluted (loss)/earnings per Ordinary Share of (17.2)p (30 June 2022: 18.0p).

<sup>&</sup>lt;sup>2</sup> The calculation of shareholding percentage is based on number of ZDP Shares in issue.

<sup>&</sup>lt;sup>3</sup> On 25 August 2023, Neal J. Wilson retired from his role as a Director of the Company.

## NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2023 TO 30 JUNE 2023

#### 17. Basic and Diluted (Loss)/Earnings Per Share (continued)

The diluted earnings per share is calculated by considering adjustments required to the earnings and weighted average number of shares for the effects of potential dilutive Ordinary Shares. As at 30 June 2023 and 30 June 2022, there were no convertible instruments which would have an impact on the weighted average number of Ordinary Shares.

#### 18. Events after the Reporting Period

The Board and the Manager have evaluated subsequent events for the Company until 7 September 2023, the date the financial statements were available to be issued and has concluded that the material events listed below do not require adjustment of the financial statements.

On 27 July 2023, the Company declared a dividend of 2.675p per share in respect of the quarter 1 April 2023 to 30 June 2023. The dividend was payable to Shareholders on the register as at close of business on 4 August 2023, and the corresponding ex-dividend date was 3 August 2023. Payment was made on 31 August 2023.

On 25 August 2023, Neal J. Wilson retired from his role as a Director of the Company.

## **GLOSSARY OF TERMS**

#### **TERM**

Adjusted NAV attributable to Ordinary Shares

Administrator

Admission

AGM

**AIFM** 

AIFMD or AIFM Directive

**Annual Report** 

APM

Armadillo I Armadillo II

Armadillo Portfolio

Articles

Auditor

Board

CDO

**CDO** Manager

**CDO Securities** 

CFTC

Chair

**Companies Law** 

Company or EJFI

**Continuance Resolution** 

#### **DEFINITION**

Adjusted NAV attributable to Ordinary Shares is calculated as an amount equal to the NAV attributable to Ordinary Shares: (i) excluding any increases or decreases in NAV attributable to Ordinary Shares attributable to the issue or repurchase of any Ordinary Shares; (ii) adding back the aggregate amount of any dividends paid or distributions made in respect of any Ordinary Shares; (iii) excluding the aggregate amount of dividends and distributions accrued but unpaid in respect of any Ordinary Shares; and (iv) excluding the amount of any accrued but unpaid Incentive Fees payable in relation to the NAV attributable to Ordinary Shares, in each case without double counting.

BNP Paribas Securities Services S.A, Jersey Branch.

The Company's Ordinary Shares which were admitted to trading on the Specialist Fund Segment of the London Stock Exchange on the 7th April 2017

Annual General Meeting.

An alternative investment fund manager, as defined in the AIFM Directive.

The Alternative Investment Fund Managers Directive 2011/61/EU.

Annual Report and Audited Financial Statements.

Alternative performance measure. The calculation methodology and rationale for disclosing each of the APMs has been disclosed on pages 47 and 48.

Armadillo Financial Fund LP.

Armadillo Financial Fund II LP.

A portfolio of high-yielding loans to US law firms engaged in mass tort litigation by way of the holding of limited partner interests in Armadillo I and Armadillo II.

The articles of association of the Company.

KPMG LLP.

The board of Directors of the Company.

Collateralised Debt Obligation.

EJF CDO Manager LLC, a Delaware limited liability company.

Bonds issued by Kodiak, Attentus and Taberna, which are unaffiliated third-party CDO sponsors.

US Commodities and Futures Trading Commission.

Joanna Dentskevich, Chair of the Board.

The Companies (Jersey) Law 1991, as amended.

EJF Investments Limited, a closed-ended investment company incorporated with limited liability in the Bailiwick of Jersey under the Companies Law on 20 October 2016 with registered number 122353.

Ordinary resolution for the business of the Company to continue, to be proposed at an EGM, as procured by the Directors, to be held on or about the fifth anniversary of Admission, and every five years thereafter. If not passed, the Directors will take such actions as they deem appropriate to commence the liquidation of the assets of the Company (having regard to the prevailing liquidity of the assets of the Company and, if applicable, any rules imposed by the Securitisation and Risk Retention Regulations).

# GLOSSARY OF TERMS (CONTINUED)

TERM	DEFINITION
Corporate Broker or Corporates Brokers or Financial Advisers	Liberum Capital Limited and Barclays Bank PLC.
CPO	Commodity pool operator.
CRE	Commercial real estate.
CTA	Commodity trading adviser.
Dodd-Frank	The Dodd-Frank Wall Street Reform and Consumer Protection Act of
Doud-Frank	2010.
DTR	Disclosure Guidance and Transparency Rules.
EGM	Extraordinary general meeting.
EJF	EJF Capital LLC.
EJFIH or Subsidiary	EJF Investments Holdings Limited.
EJF Securitisations	EJF or EJF Affiliate-sponsored securitisations.
CDO Equity Tranches	Each CDO has several tranches of investors, who receive interest and principal repayments in sequence based on their seniority in the structure. If some underlying collateral loans default and the cash collected by the CDO is insufficient to pay all of its investors, then such losses (as reduced by any over-collateralisation) are picked up first by those in the lowest or junior most tranche. Equity Tranches are the junior most tranche in the CDOs that the Company invests in.
EU	The European Union.
FCA	Financial Conduct Authority.
FDIC	Federal Deposit Insurance Corporation.
Fed	US Federal Reserve.
FinTech	Financial Technology.
FRC	First Republic Bank.
FSMA	Financial Services and Markets Act 2000.
FVTPL	Fair Value through Profit or Loss.
FX	Foreign exchange.
General Partner	EJF Investments GP Inc., being general partner of the Partnership.
High Watermark	High Watermark is calculated using the Adjusted NAV attributable to Ordinary Shares as determined on the last day of the latest previous Incentive Fee Period in respect of which an Incentive Fee was payable to the Manager.
IAS 34	International Accounting Standard 34, "Interim Financial Reporting".
Incentive Fee	The incentive fee to which the Manager is entitled as described in the section entitled "Fees and Expenses" in Part V: "Directors, the Manager and Administration" of the Prospectus.
Incentive Fee Period	Each 12-month period starting on 1 January and ending on 31 December in each calendar year.
Incentive Hurdle	Incentive Hurdle is calculated using the Adjusted NAV attributable to Ordinary Shares on the date of Admission, and then the beginning NAV of each subsequent period, compounded annually (with effect from 31 December 2017) at a rate equal to an internal rate of return of 8% per annum.
Interim Report	This Interim Report and Unaudited Condensed Interim Financial Statements.
IFRS	International Financial Reporting Standards as issued by the International Accounting Standards Board.
IFRS 8	International Financial Reporting Standard 8, "Operating Segments".

## GLOSSARY OF TERMS (CONTINUED)

**TERM** 

IFRS 12

**Investment Objective** 

**Investment Policy** 

**Listing Rules** 

LSE M&A

**Management Agreement** 

Manager MSRs

**NAV per Ordinary Share** 

Net Asset Value or NAV

**Ordinary Shares** 

**Ordinary Share Price** 

P&C

Partnership

**Placing Programme** 

Portfolio

Preference Shares
Principal Risks

Prospectus

REIT

**Risk Retention Investments** 

**Risk Retention and Related Investments** 

**Rollover Offer** 

**DEFINITION** 

International Financial Reporting Standard 32, "Disclosure of Interests in Other Entities".

The Company seeks to generate attractive risk adjusted returns for its Shareholders by investing in opportunities created by regulatory and structural changes impacting the financial services sector. These opportunities are anticipated to include structured debt and equity, loans, bonds, preference shares, convertible notes, Fintech debt securities and private equity, in both cash and synthetic formats, and may be issued by entities domiciled in the US, UK and Europe.

The Company seeks to achieve its Investment Objective by pursuing a policy of investing in a diversified portfolio of investments that are derived from the changing financial services landscape.

The listing rules made by the FCA under Part VI of the FSMA.

London Stock Exchange plc.

Mergers and acquisitions.

The Amended and Restated Management Agreement dated 30 March 2017 between the Company, the Partnership, the General Partner, the Manager and EJF (as amended from time to time).

EJF Investment Manager LLC.

Mortgage servicing rights.

NAV per Ordinary Share means an amount equal to, as at the relevant date, the NAV attributable to Ordinary Shares divided by the Ordinary Shares in Issue as at such date.

The NAV means the Company's assets less liabilities. The Company's assets and liabilities are valued in accordance with International Financial Reporting Standards.

The non-redeemable Ordinary Shares of no par value in the share capital of the Company which, for the avoidance of doubt, includes all classes of Ordinary Shares (denominated in such currency) as the Directors may determine in accordance with the Articles (and for the purposes of the Prospectus, the Ordinary Shares shall be denominated in Sterling) having the rights and subject to the restrictions set out in the Articles.

Closing price as the respective reporting date as published on the LSE.

Property and casualty insurance.

EJF Investments LP (a Delaware limited partnership formed under the laws of the US state of Delaware).

As described in Part X: "Details of the Placing Programme" of the Prospectus".

The Company's and the Subsidiary's portfolio of investments from time to time.

Preference shares issued by TFINS 2017-2 depositor vehicle.

Those risks, or a combination thereof, that are considered to materially threaten the Company's ability to meet its Investment Objective, solvency or liquidity.

The Company's prospectus dated 4 April 2022.

Real estate investment trust.

Has the meaning given to it in paragraph 4.1(a) of Part II: "The Company" of the Prospectus.

Has the meaning given to it in paragraph 4.1(a) of Part II: "The Company" of the Prospectus.

The offer to 2022 ZDP Shareholders to convert some or all of their existing 2022 ZDP Shares into 2025 ZDP Shares.

## GLOSSARY OF TERMS (CONTINUED)

TERM DEFINITION

SEC US Securities and Exchange Commission.

Securitisation and Related Investments Has the meaning given to it in paragraph 4.1(a) of Part II: "The Company"

of the Prospectus.

Seneca A residential mortgage servicer in the United States which is owned and

controlled by EJF, and through which MSR investments are made.

SFS The Specialist Fund Segment of the LSE.

**Shareholder** The holder of one or more Ordinary Shares.

Silvergate Silvergate Capital Corporation.

Specialty Finance Investments Represent less liquid UK, European and US specialty finance investments

such as (but not limited to): (i) growth equity capital to newly formed companies with scalable specialty finance platforms (such as FinTech); (ii) secured and unsecured lending; (iii) investments collateralised by real estate and real estate related assets; and (iv) other illiquid, specialty

finance investment opportunities.

Sterling or GBP or £ Pound sterling.

**Subsidiary** EJF Investments Holdings Limited.

SVB Silicon Valley Bank.

Target Dividend The Company targets an annual payment of dividends which equates to

10.7 pence per Ordinary Share.

Target Return The Company targets an annual total return on NAV per Share of 8% to

10% per annum.

TFINS 2017-2
TruPS Financials Note Securitization 2017-2 Ltd.
TFINS 2018-1
TruPS Financials Note Securitization 2018-1 Ltd.
TFINS 2018-2
TruPS Financials Note Securitization 2018-2 Ltd.
TFINS 2019-1
TruPS Financials Note Securitization 2019-1 Ltd.
TFINS 2019-2
TruPS Financials Note Securitization 2019-2 Ltd.

**TFINS 2020-1** TruPS Financials Note Securitization 2020-1 Ltd. **TFINS 2020 -2** TruPS Financials Note Securitization 2020-2 Ltd.

Total ReturnHas the meaning on page 47.TruPSTrust preferred securities.

TruPS CDO Collateral Has the meaning given in paragraph 4.2(b) of Part II: "The Company" of

the Prospectus.

UK United Kingdom.

UK Code 2018 UK Corporate Governance Code.

US United States of America.
US Dollar or USD United States Dollar.

2022 ZDP Shares The redeemable Zero Dividend Preference shares of no par value in the

Company which were redeemed on 30 November 2022, which bore a

gross redemption yield of 5.86%.

**2025 ZDP Shares** The redeemable Zero Dividend Preference shares of no par value in the

Company with a repayment date during June 2025 and bearing a gross

redemption yield of 7.00%.

**ZDP Shares**2022 ZDP Shares and 2025 ZDP Shares. **ZDP Shareholder**The holder of one or more ZDP Shares.

**ZDP Share Price** Closing price as at the respective reporting date as published on the LSE.

# **ALTERNATIVE PERFORMANCE MEASURES**

## **NAV per Ordinary Share**

NAV per Ordinary Share means an amount equal to, as at the relevant date, the NAV attributable to Ordinary Shares divided by the Ordinary Shares in issue as at such date.

#### Reason for use

Common industry performance benchmark for calculating the Total Return and Share Price (Discount)/Premium to NAV per Ordinary Share.

#### Calculation

NAV per Ordinary Share is calculated as follows:

	30 June 2023	31 December 2022
Net Assets as per statement of financial position	£98,749,591	£112,511,875
Number of Ordinary Shares in issue at period/year end (excluding treasury shares)	61,145,198	61,145,198
NAV per Ordinary Share	162p	184p

#### **Total Return**

Compounded monthly returns per the monthly published performance reports, inclusive of dividends.

#### Reason for use

To provide transparency in the Company's performance and to help investors identify and monitor the compounded returns of the Company.

## Calculation

Total Return has been calculated using the following monthly returns and compounded as follows:

	2023	2022	2021	2020	2019	2018
Monthly return						
January	(0.58)%	0.13%	1.99%	0.47%	0.35%	8.28%
February	1.48%	1.34%	0.15%	0.18%	0.41%	0.70%
March	(4.55)%	2.22%	2.12%	(13.57%)	1.77%	0.12%
April	(0.17)%	4.01%	0.44%	0.58%	5.61%	2.70%
May	0.84%	0.72%	(2.09)%	3.33%	0.83%	2.10%
June	(6.72)%	1.87%	2.80%	0.15%	0.26%	1.62%
July	-	1.09%	(0.01)%	1.25%	0.56%	0.50%
August	-	2.73%	0.55%	0.34%	0.62%	2.39%
September	-	2.47%	3.06%	0.40%	0.21%	0.08%
October	-	(0.40)%	(0.16)%	(0.73)%	0.04%	0.32%
November	-	(3.15)%	3.25%	1.16%	0.13%	0.22%
December	-	0.20%	(1.43)%	0.25%	0.63%	(1.13%)
Compounded						
monthly return	(9.57)%	13.85%	11.02%	(7.02%)	11.88%	19.08%

The Total Return from inception to 30 June 2023 was 74.86% (31 December 2022: 93.38%). The Annualised Total Return since Inception to 30 June 2023 was 9.14% (31 December 2022: 11.84%).

# ALTERNATIVE PERFORMANCE MEASURES (CONTINUED)

#### **Annualised Dividend Yield**

Dividends paid in 12 months trailing the relevant period end divided by the share price mid quote as at the end of the relevant period.

#### Reason for use

To measure the Company's distribution of dividends to the Company's Shareholders relative to share price to allow comparability to other companies in the market.

## Calculation

Annualised Dividend Yield is calculated as follows:

	30 June 2023
Dividends paid in 12 months trailing to 30 June 2023	10.7p
Share price mid quote for the period from 1 January 2023 to 30 June 2023	108.5p
Annualised Dividend Yield	9.86%
	30 June 2022
Dividends paid in 12 months trailing to 30 June 2022	10.7p
Share price mid quote for the period from 1 January 2023 to 30 June 2022	121.0p
Annualised Dividend Yield	

## Share Price Discount to NAV per Ordinary Share

Closing price as at such date as published on the LSE less the NAV per Ordinary Share divided by the NAV per Ordinary Share.

#### Reason for use

Common industry measure to understand the price of the Company's shares relative to its net asset valuation.

#### Calculation

Share Price Discount to NAV per Ordinary Share is calculated as follows:

	30 June 2023	31 December 2022
Closing price as published on the London Stock Exchange	108.5p	132.0p
NAV per Ordinary Share	162.0p	184.0p
Share Price Discount to NAV per Ordinary Share	(33.0)%	(28.3)%