



BURFORD CAPITAL 2023

# Shareholder Letter

This shareholder letter is for Burford's shareholders and bondholders and does not constitute an offer of any Burford private fund.

This shareholder letter does not constitute an offer to sell or the solicitation of an offer to buy any ordinary shares or other securities of Burford.

The information on or that can be accessed through our website is not incorporated by reference into this shareholder letter.

All figures at and for the year ended December 31, 2023 contained in this shareholder letter are preliminary and unaudited.

# Shareholder letter



**Hugh Steven Wilson**  
Chairman



**John Sievwright**  
Chairman-designate



**Christopher Bogart**  
Chief Executive Officer



**Jonathan Molot**  
Chief Investment Officer

The past year was extraordinary for Burford. Our share price rose 91% in New York in 2023 - and an investor at IPO would have earned a 14x total return in 14 years. The courts were back in full swing and the pre-pandemic growth in our portfolio allowed us to generate more than a billion dollars of group-wide realizations in 2023<sup>1</sup>, up 52% from the prior year. Our ROE<sup>2</sup> soared to 32% (2022: 2%). And we won the largest trial verdict in New York history, \$16.1 billion against Argentina - in a case in which we played an active and pivotal role.

The future is exciting as we celebrate our 15th anniversary this year. Our portfolio ended the year at more than \$7 billion. We once again wrote more than a billion dollars of new group-wide commitments - \$1.2 billion last year, up 4%. And we continue to expand the users of our capital, including a substantial \$325 million portfolio transaction with another Fortune 50 client.

It wasn't just a breakout year financially. We have written before about legal finance migrating from a relatively unknown niche product to a mainstream corporate finance solution for companies of all sizes and their law firms. The combination of our win against Argentina and the other extensive publicity we received throughout the year delivered a big spike in media attention for Burford and our legal finance offering - resulting in more than a 400% increase in article volume from 2022 to 2023.<sup>3</sup> Our task now is to continue to capitalize on growing awareness and our position of market leadership - which we look forward to with great excitement.

We are on the cusp of the conclusion of the last several years of evolution of our corporate governance. When we added our New York Stock Exchange listing in 2020, we began a process that we expected to end in us becoming a full US issuer, and that is going to occur in 2024. We have already done much of that work, including moving to US GAAP and last year to quarterly reporting, and will complete the process by reporting on Form 10-K as a full US issuer for the 2024 fiscal year whether we cross the 50% US investor threshold or not. We expect to become eligible for US indexation this year and we continue to attract both additional US investors and US liquidity. That said, while we are excited about the benefits of the US market (including its deeper liquidity and market-wide higher valuations), we are grateful for our longstanding and supportive shareholders who trade through London and have no intention of abandoning them.

We will also bid farewell in May to Steve Wilson, our Chairman, the last member of our original board of directors; he will be replaced as Chairman by John Sievwright for the next three years and thereafter by Chris Halmy, who will serve as Vice Chairman in the interim. We have already published a multi-year board succession plan that includes regular rotation of the board. And to ensure continuity, the board is delighted to have extended the employment arrangements with our Chief Executive Officer and Chief Investment Officer (with no material change in their compensation) until the end of 2028.

<sup>1</sup> This shareholder letter contains non-GAAP financial measures, including Group-wide, Burford-only and return on tangible common equity. These non-GAAP financial measures should not be considered in isolation from, as substitutes for, or superior to, financial measures calculated in accordance with US GAAP. See Annex A for the most comparable measures calculated in accordance with US GAAP and related reconciliations.

<sup>2</sup> Technically, our return on tangible common equity.

<sup>3</sup> According to calculations using data from Muck Rack, a provider of public relations tracking software.



We now touch on a number of issues of regular interest to investors.

### **The courts and the portfolio**

With the courts fully back in business, we saw an active year in 2023 and we anticipate further substantial levels of activity in 2024 and 2025.

The easiest way to measure portfolio activity is by realizations, and on that basis 2023 was very busy indeed. On a group-wide basis (to show the breadth of our activity level), we generated \$1.1 billion in realizations from either complete or partial litigation resolutions or settlements in 2023, up 52% (2022: \$735 million).

Beyond that quantitative metric, we can also report anecdotally that there is a lot going on inside the business. It seems as though there is always a trial going on or about to start, along with a substantial number of significant motions, mediations and settlement discussions underway.

### **Argentina, YPF and the preservation of the rule of law**

The story of our historic win in the YPF litigation against Argentina has already been well-told in the global media and in our prior shareholder communications. Moreover, for obvious reasons related to strategy and tactics, there is little we can say publicly about the path forward, although the words of the new President of Argentina are noteworthy:

**Javier Milei:** Commitments [...] and [...] property rights are strictly respected. When I say commitments, what am I saying? The debt. What am I saying? Debt must be paid.

**Interviewer:** Even the 16 billion [involving the YPF case]?

**Javier Milei:** Debt must be paid.

[...]

**Interviewer:** Does that include the 16 billion dollars from YPF?

**Javier Milei:** Stop, stop, stop. Yes. That also has to be paid. It's Kicillof's mistake. It has to be paid.<sup>4</sup>

However, the YPF matter underlines the case for Burford more broadly, and shows why we have, in a few short years, become such a force for change in the global legal industry - an enormous industry with a greater economic footprint than giant sectors like the pharmaceutical industry.

There was never any question that what Argentina did when it renationalized YPF was wrong. Argentina never denied that it had promised to tender for YPF's public shares if it retook control of YPF, and never denied that it failed to do so.

It is much harder, however, to hold governments to account than private actors. It takes a long time, it costs a lot of money and it needs sophisticated legal strategies and case management. Governments, as Argentina here, tend to fight hard and have unlimited resources to pour into world-class lawyers. Even now, after nine years of litigation, we are not at the end of the road with this case.

Many businesses simply cannot take on a challenge of such size, complexity and uncertainty. They may lack the financial resources to do so (here, our client Petersen was bankrupted by Argentina's actions). They likely lack the litigation sophistication, as this is not garden-variety litigation of the sort that comes along every day. And despite the potential of recompense (far) down the road, they almost surely want to prioritize using their capital in their core business instead of diverting many millions of dollars to a tangential commitment that - however valuable - markets will not value robustly.

But the right answer - for shareholders and other stakeholders and for an economic order founded on the rule of law - is surely not to roll over and docilely accept brazen illegality. Burford offers a better answer. We can supply both the capital and the expertise to enable businesses to obtain compensation and also to pursue what's right, and we can do so in a way that doesn't leave businesses with the unpalatable choice of either foregoing justice or damaging their core operations to obtain it.

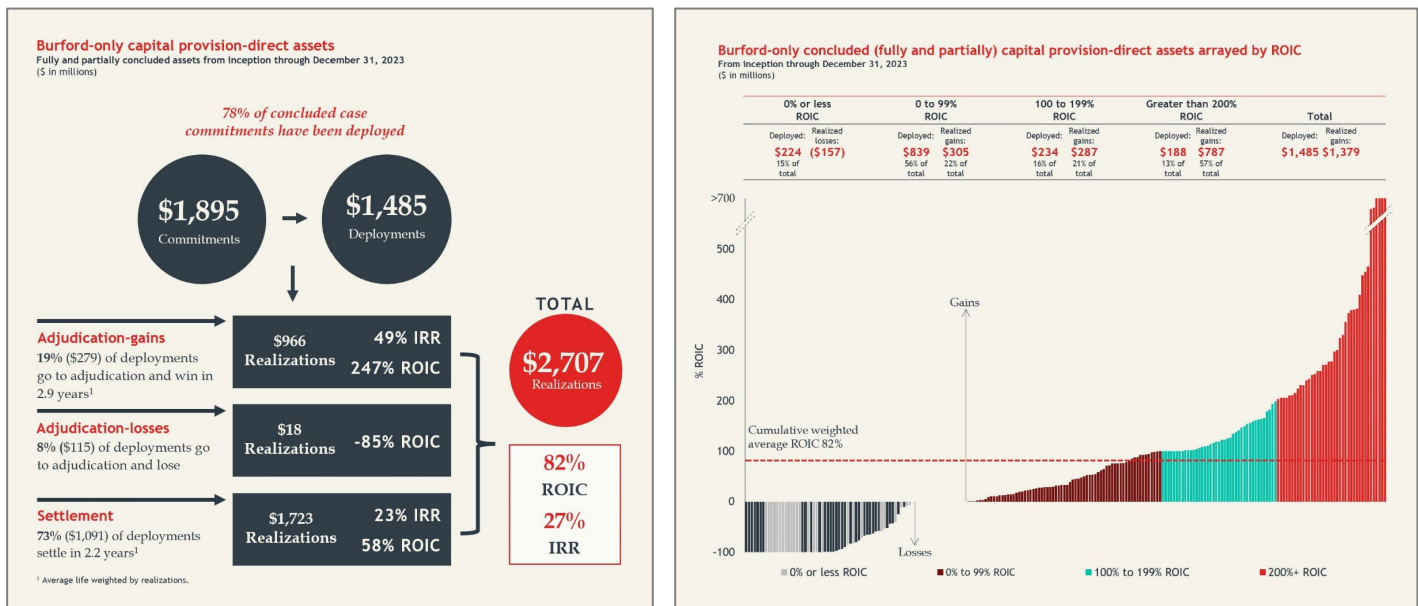
It's a role we are proud to play, it's a role we believe is important in the world, and it's the foundation of a strong and profitable business. As Benjamin Franklin exhorted, we are able to do well by doing good.

---

<sup>4</sup> Chiche Gelblung Interview with Javier Milei, Cronica TV, October 9, 2023.

## Burford's core business

When we introduce Burford to new investors, we often start with these two slides that show the basic principles of the business:



We use the slides to make the following points:

- We lose only 8% of our deployed capital in cases that are adjudicated and go against us, and when they occur those losses are asymmetrically low in value compared to the upside potential of wins
- Most of our matters settle, and because settlements tend to occur more quickly they often have higher IRRs but also lower ROICs because settlements require discounts for the certainty of resolution (or because we have deployed a smaller amount of capital for a shorter period of time)
- When matters go all the way through the adjudicative process and win, they tend to have much higher ROICs because there is no “settlement discount” but they may also have lower (but still desirable) IRRs because the trial and appeal process can take a long time

This is the immutable nature of our business and while we spend considerable effort trying to pick the best cases and then maximize their economic outcomes, those outcomes are fundamentally out of our hands - and indeed often out of the hands of our clients. If the other side of a litigation matter is not willing to settle, then the case isn't going to settle.

However, those outcomes, applied across a broad portfolio of matters, produce desirable results. Those results will wax and wane over periods depending on the individual dynamics in play in the underlying cases but we believe the principles we have enunciated will continue to operate across the portfolio over time even if in any particular period there can be volatility.

Just looking at the past few years bears this out.

In 2023, we had a record-breaking year in terms of realizations, bringing in more than a half-billion dollars on a Burford-only basis and more than a billion dollars group-wide. And we did so last year with strong IRRs but lower than average ROICs. Why? Because the \$325 million deal we did in June settled in December, at a point when we had only deployed \$225 million. We made a Burford-only profit of \$46 million in six months, a 37% IRR - but a 0.36x ROIC.<sup>5</sup> It is

<sup>5</sup> We provide here total Burford-only returns, including from direct financing as well as asset management income associated with the specific transaction; asset management income in total may be affected by losses or other elements within the fund economic relationship. We also note that the settlement payments will occur over time during 2024, with the first and largest payment already having been received in the first quarter, thus accounting for the somewhat lower IRRs than if the full payment had been received at the time of settlement in December.

hard to complain about a resolution in six months that generates that kind of IRR even if it has the effect of dampening our ROICs.

In 2022, we had a similarly early resolution that generated \$52 million in profit and a 42% IRR on a Burford-only basis (without considering any additional fund management income), but again the speed of resolution generated a ROIC of “only” 0.48x. (A 1.48x MOIC<sup>6</sup> is something many investment funds only dream of.)

On the other hand, in 2020 we generated \$172 million in Burford-only realized gains from a pool of large matters that did not resolve early and went all the way through the adjudicative process - and we thus made a 183% ROIC and a 50% IRR but we needed to go all the way to the US Supreme Court.

The point here is that this is the way our business works. How individual cases resolve, and thus the returns in any particular period, is out of our hands, although we do endeavor to structure deals so that we are protected from duration extending. Sometimes they will resolve quickly, with comparatively low ROICs. Sometimes they will go to trial and produce superlative ROICs. (And occasionally, they will lose.) But we have a long enough and a broad enough track record in this business to say that we believe our returns will continue to be desirable on both an absolute and a time-weighted basis looked at across a diversified portfolio over time, particularly given our protective deal structures, and we are bullish about what’s to come.

This variability extends to the mix of new business that we write. We had a good year for new business, writing more than \$1.2 billion in all group-wide new commitments, up 4%; while we would of course always like to grow even faster, the level of activity in the existing portfolio was such that our people can only do so much between new business and existing case management. The capital provision-direct (the most profitable part of the business) share of those new commitments was also up slightly, to \$897 million (2022: \$884 million). But parsing those numbers further reveals that BOF-C, our sovereign wealth fund arrangement, took a somewhat larger share of those new commitments (23% vs. 18%) given their mix, as BOF-C is excused from certain types of matters. This kind of period-to-period change is par for the course as different clients appear with varying types of legal claims each period. And while new commitments were up, deployments were down. Here, we really do want to look to Burford-only capital provision-direct numbers to filter out the noise caused by the Strategic Value fund over some of the preceding years; on that basis, we deployed \$382 million in 2023 vs. \$457 million in 2022. But this shows nothing other than the vagaries of the litigation process. Had the large Fortune 50 deal we did in June not settled in December, we would have deployed another tranche into that case and set a new deployment record; instead, we earned a 37% IRR on our capital. Such is the nature of this business.

We also believe we have reached the point of financial capacity and maturity such that we can try for a few “more Petersens”. What that really means is having a willingness to take on some matters that come with higher risk and potentially longer duration but the prospect of much higher returns upon success. We have largely avoided such matters in the past, sensitive to public investors’ preference for lower risk, shorter duration, more predictable matters; Petersen was an outlier for us because, candidly, we were able to obtain the rights to the matter very inexpensively compared to its potential value. However, we are missing out on a valuable portion of the litigation market with this approach, and we believe our scale permits us to take on over time a few more matters with moderate capital outlay that have the potential for ten-figure outcomes.

And as a footnote, we are also seeing - at long last - resolutions in some older matters that have finally made their way through the judicial labyrinth. In particular, in 2023 we saw a successful end to a long-running complex set of litigation that we began financing in 2010 and have a number of deployments across multiple vintages. Those cases are expected to pay out over the next 18-24 months and once all the payments are concluded we expect to receive approximately \$360 million in cash proceeds from them on a group-wide basis (our funds were significant participants in these deals), generating around \$60 million in Burford-only realized gains from direct returns and fund management income for something above an 0.8x ROIC. Given the passage of time, while profitable, our IRRs here won’t be exciting (below 10%), but we discuss this to drive home the point that old cases often continue to have real value and shouldn’t be dismissed simply because they are old.<sup>7</sup>

---

<sup>6</sup> While we speak conservatively in terms of returns on invested capital (ROICs), most investment funds report multiples on invested capital (MOICs), which are simply ROICs plus 1x for the return of invested capital.

<sup>7</sup> Because we participated in these matters for a number of different clients across a number of different vintages (and in a number of capital sources), investors will find it difficult to replicate this calculation from our vintage tables. We are simply providing this commentary to dispel the occasional perception that older cases must inevitably be in a loss position, which as demonstrated here is simply not the case.

## Liquidity, debt capacity and private funds

To recap briefly the history of our capital structure:

- We launched in 2009 with our IPO as a pure public equity-funded business, a pioneer in a nascent industry
- We had no incremental source of funds beyond a secondary equity issuance in 2010, and as a result once we had deployed our initial capital, we posted quite low levels of new business in 2012 and 2013 - well below the levels of the two prior years - while we were waiting for cases to conclude and free up capital despite seeing increasing demand
- We successfully tapped the UK debt markets beginning in 2014 with several issuances, which enabled us to grow faster, but that market's capacity for an unrated issuer was fairly modest and we remained capital constrained
- In 2016, we acquired a fund management business to jump start our ability to tap the private funds marketplace - an expensive but large and flexible source of capital - so that we could accelerate the pace of our growth
- That worked: in 2017, we did more than 11 times the amount of Burford-only new commitments than we had been able to fund in 2013 (as well as yet more new fund-only business), and we were off to the races

In the years that followed, we raised more new funds and continued growing the overall business, but fund capital is expensive and our assets don't readily scale, meaning that we had to keep on finding new business simply to tread water given the increasing share of our business being taken up by third-party funds. For context, we did \$378 million in new Burford-only commitments in 2016. By 2019, three years later and with our fund management capacity, we had grown the business by more than four times, to \$1.6 billion in new commitments, but only \$726 million were on a Burford-only basis, with the rest for the funds. In other words, while more than quadrupling the overall business, the balance sheet business - the business directly owned by shareholders - didn't even double in size.

Not liking that dynamic as shareholders ourselves and watching a number of our competitors struggle with a fund management model, we then embarked on the next stage of the journey, which has transformed the capital structure of the business. In 2020, we registered with the SEC and added our New York Stock Exchange listing and, in 2021, we buttressed that with inaugural credit ratings from Moody's and S&P. That enabled us to tap the enormous, liquid US debt market, which we did beginning in 2021 and have done now four times and at tighter credit spreads as we have done so, giving us what we believe is the lowest cost of capital in our industry.<sup>8</sup>

This cost of capital is game-changing for us. With 2/20 fund capital, we pay around 80% of investment profits to our fund investors for the use of their capital. Now, given the average 7% interest rate on our debt and the average 2.5 year duration of our matters, we are instead paying only a total of around 20% of investment profits for the debt, fundamentally changing the economics for the balance sheet.

We have been capitalizing on these better economics by slowly reducing our use of 2/20-style funds. We did not raise a new 2/20 fund to replace the Burford Opportunity Fund when its investment period expired in 2021, reclaiming more of our investments for equity shareholders because of our greater financial capacity and access to capital. In 2023, 77% of our new core commitments were on a Burford-only basis, as opposed to 62% in 2021. We also closed the Strategic Value Fund last year and to the extent we make new complex strategies investments, we do so on balance sheet.

We have now decided not to immediately raise a successor fund for the Advantage Fund, which targets somewhat lower risk, lower return legal finance assets. The Advantage Fund's investment period ends in December; not beginning the process of raising a successor fund now (as we normally would) means that we are unlikely to have a successor fund available upon its termination. Instead, after the fund's investment period ends, we will originate the assets that would have gone into that fund and that meet our hurdle rates onto our balance sheet. For context, while the Advantage Fund offering is good to have in the market, it represents a relatively modest amount of activity: in more than two years we have averaged a bit less than \$150 million of annual deployments. We do not expect those numbers, or the relative share of our total deployments, to change radically.

---

<sup>8</sup> We are not much concerned with nominal interest rates. Increased interest rates translate into higher nominal returns on cash on hand, leaving our net cost of debt on uninvested capital roughly the same, and on litigation investments, most jurisdictions either apply floating rates to litigation judgments or use fixed rates generally above market rates. We will not see the complete impact of that in cases until they flow through the system, but the YPF case provides a public example of the phenomenon, with pre-judgment interest rates of 8% and post-judgment interest rates of 5.42% based on rates prevailing at the time of judgment (vs. a post-judgment rate of 0.08% if the judgment had been handed down two years earlier).

Our approach is not just about maximizing profits for shareholders, although that is certainly a goal. But we are moving in the direction of only using fund capital when we believe we are properly compensated for our efforts, which we don't believe is the case with 2/20 (or lower) fund terms given the unique nature of this asset class. On the other hand, it is the case with our partnership with our sovereign wealth partner, which for context provided 88% of our Burford-only asset management income in 2023. The remainder of our funds business was an absolutely crucial bridge to get us to where we are today, and we don't regret for a minute having taken the approach we did; without it, we could not have built the Burford that achieved such strong results in 2023. But given the unique characteristics of our assets, we think we can generate better returns for shareholders by minimizing our use of the kind of fund capital that comes with fairly low management and performance fees compared to our costs and the value we have historically created (along with the side benefit of reducing the complexity of our financial reporting and internal operations).

Given our predilection to do more on balance sheet, that takes us to the question of our capital structure in general, and to our debt capacity in particular, something that has been the subject of years of internal analysis along with engagement with our investors, bankers and the rating agencies.

On the one hand, we are very sensitive to not over-leveraging the business. Our cash flows can be unpredictable and sometimes volatile and we have no interest in creating added risk from excessive debt. On the other hand, the business is large and has a long and consistent track record of delivering cash profits from our portfolio. We are now benefitting from having built a large and diversified portfolio that creates ongoing cash flows back to the business to manage our debt service.

Thus, we have concluded that an appropriate maximum level of ongoing debt capacity for our core business is presently around 1.25x debt to equity, a level well below many of our co-constituents in the BB high yield index. That level is well under our UK maintenance covenants (which fall away with the maturity of our final UK issue in 2026) and our US incurrence covenants, and it is a level at which we would not have had any historical issue satisfying debt service. At year-end 2023, we are at 0.7x and to be clear we are not proposing to expand our leverage dramatically; we're expressing a maximum, not a target.

With respect to the kinds of matters we fund today in the Advantage Fund, which are presently expected to produce IRRs well into the teens, we take a more nuanced view. Those assets are lower risk (hence their lower returns) and likely of shorter duration, and thus have a greater leverage capacity. To the extent we take some of those assets on the balance sheet, we are prepared to apply a somewhat higher level of allocated leverage to them so that taking those assets on our balance sheet will still yield desirable levered returns not out of line with our historical overall annualized return expectations. It is important for us to continue to do this lower risk, lower return business so long as we can do so at a desirable level of profitability, consistent with our aim for the business to provide a long-term ROE of 20% or more; it expands our client offering, it facilitates complex deals and it reaffirms our moat as the industry leader.

Of course, part and parcel of the growth of our balance sheet is an acute focus on liquidity. We monitor our liquidity very actively and adjust our operations in real time. We sit with cash well in excess of our anticipated 2024 needs and remain committed to maintaining prudent levels of cash reserves for the foreseeable future consistent with a methodology that we review weekly and that is in keeping with rating agency expectations for ensuring adequate medium-term liquidity.

### **Asset valuation**

Our engagement with the SEC on asset valuation last year has proven to be the milestone we foresaw. Not only do we have a robust asset valuation methodology comparable with other financial firms, reducing our "uniqueness" and making us easier to analyze and understand for research analysts and investors alike, but our approach is being adopted broadly in the industry. Both of our much smaller public competitors have moved to the kind of fair value accounting we published last spring and we know that a number of private players have also made the shift.

This is a good thing for our industry. It will create greater transparency and ultimately ought to enable investors to analyze multiple players on a consistent basis, and it puts us on the same financial basis as the major alternative asset managers. We regret the brief disruption last year to our earnings release process that the engagement with the SEC caused (and despair over markets' knee jerk responses to such events), but we have concluded the process in an excellent place. For those investors who want to dig deep into these issues, our correspondence with the SEC is now publicly available on EDGAR.



## Insurance industry

After spending years blaming the emergence of legal finance for its own poor risk management (and engaging in cynical lobbying), the insurance industry has now pivoted to trying to be a risk partner to legal finance.

Insurers today are principally offering two products, one that makes sense and one that does not.

The product that makes sense is judgment protection insurance. Essentially, once a case wins a judgment at trial, insurers are willing to insure the risk of appellate reversal for a one-time fixed premium. If this business can achieve scale, it is a desirable addition to the landscape as insurers will be able to spread the risk of appellate loss across a broad portfolio and offer desirable premiums - and Burford will be able to (i) buy that insurance for its own cases, which we have already done and (ii) finance the premiums for other clients to take on this (relatively expensive) insurance (which we have also done). We regularly work with insurers to refine this product offering and partner with them to provide capital to their clients.

The product that does not make sense is an insurance “wrap” around certain litigation finance firms’ portfolios so as to protect investors from loss. If you can’t, as a litigation financier, reliably generate a positive return across a portfolio of matters, you shouldn’t be in this business. This insurance is a waste of money (which has to come from somewhere - either investors’ returns or managers’ fees). Just invest with quality managers with experience and a track record, and you don’t need to buy expensive insurance to protect your principal. It’s really hard for a decent manager to lose capital across a portfolio of litigation claims, so if you think that’s actually a risk, you may want to reconsider your investment.

To the question we sometimes get about whether insurers are becoming competitors to litigation finance firms, the answer is no. The two businesses are related and sometimes complementary, as with judgment protection insurance, but they do fundamentally different things. Litigation finance firms provide immediate capital to businesses that are trying to avoid paying out cash in connection with litigation. On the other hand, insurers require businesses to pay out current cash to defease or manage future potential litigation risk.

## Operating expenses and accruals

From the face of our financial statements, it looks like our operating expenses have ballooned by \$147 million, but in fact on a cash basis the changes are much more moderate: \$131 million of those operating expenses were non-cash accruals or one-time or case expenses.

Those non-cash charges principally stem from four dynamics.

First, when our portfolio value increases, as it did significantly this year including but not limited to the increase in fair values of our YPF-related assets, so too does our accrued compensation expense associated with the phantom carried interest associated with that valuation increase. That is a natural and appropriate outcome. Those accrued expenses only become payable when Burford actually receives the cash associated with the underlying matters, protecting shareholders and aligning management. Nonetheless, our compensation expense as a percentage of our revenue remains low: indeed, even including all the non-cash accruals, our compensation expense was only 23% of total revenue on a Burford-only basis, well below financial services and asset manager norms.

Second, when our share price increases, so too does the non-cash charge associated with our deferred compensation plans. However, while this is an unavoidable accounting result, it has limited economic consequence, as we often hedge those exposures by buying stock in the market to offset them - but as that stock is held in treasury it does not provide an accounting hedge, just a cash one.

Third, as previously noted, the board extended the employment agreements of our CEO and CIO and brought them more in keeping with US practice, in that the company converted their annual formulaic bonus to our carried interest plan and moved to a discretionary annual bonus. These amendments were designed to avoid any material change in their compensation. However, they come with a non-cash accounting implication despite having no current cash impact whatsoever: their carry payments will still only occur when our assets generate actual cash for Burford.

Fourth, we had a strong year for the two remaining matters associated with the legacy asset recovery accrual - one resolved and paid, and the other had further litigation success. That caused further accrual expense - but further profit, too.

---

We are delighted to have been able to provide such a remarkable 2023 to all of our stakeholders. Almost doubling the share price in a year, to say nothing of tripling our total revenue, is a historic feat. We're grateful for the patience and long-term horizon of our stakeholders who enabled us to pull it off, and we're excited about what the future holds for Burford as we not only see continued demand for our solutions from large corporates but we see the courts clearing their pandemic backlogs.

**Hugh Steven Wilson**  
Chairman

**John Sievwright**  
Chairman-designate

**Christopher Bogart**  
Chief Executive Officer

**Jonathan Molot**  
Chief Investment Officer

## Non-GAAP financial measures

This shareholder letter contains non-GAAP financial measures, including Group-wide, Burford-only and return on tangible common equity. These non-GAAP financial measures should not be considered in isolation from, as substitutes for, or superior to, financial measures calculated in accordance with the generally accepted accounting principles in the United States (“**US GAAP**”). The table below sets forth the non-GAAP financial measures contained in this shareholder letter, the most comparable measures calculated in accordance with US GAAP and related reconciliations. See “—*Basis of presentation of financial information*” in our annual report on Form 20-F for the year ended December 31, 2022 filed with the US Securities and Exchange Commission on May 16, 2023 for additional information with respect to non-GAAP financial measures.

Description	Non-GAAP financial measure	Consolidated financial measure	Reconciliations
Realizations for the year ended December 31, 2023 - Group-wide	\$1.1 billion	\$0.7 billion	See schedule 1 item 1
Realizations for the year ended December 31, 2022 - Group-wide	\$734.6 million	\$426.7 million	See schedule 1 item 1
Return on tangible common equity (“ROTE”) at December 31, 2023	32%	38%	See schedule 1 item 2
Return on tangible common equity (“ROTE”) at December 31, 2022	2%	6%	See schedule 1 item 2
Total portfolio value at December 31, 2023	\$7.2 billion	\$6.9 billion	See schedule 1 item 3
Realizations for the year ended December 31, 2023 - Burford-only	\$530.6 million	\$708.3 million	See schedule 1 item 1
Profit on \$325 million commitment on 2023 vintage deal for the year ended December 31, 2023	\$45.8 million	\$56.5 million	See schedule 1 item 4
Realized gains on early resolution for the year ended December 31, 2022	\$52.3 million	\$59.8 million	See schedule 1 item 5
Realized gains from a pool of large matters for the year ended December 31, 2020	\$172.4 million	\$172.4 million	See schedule 1 item 6
Capital provision-direct deployments for the year ended December 31, 2023 - Burford-only	\$382.2 million	\$505.9 million	See schedule 1 item 7
Capital provision-direct deployments for the year ended December 31, 2022 - Burford-only	\$457.1 million	\$605.4 million	See schedule 1 item 7
Pay-out over the next 18-24 months realizations, Group-wide	\$364.1 million	\$194.3 million	See schedule 1 item 8
Pay-out over the next 18-24 months total revenues, Burford-only	\$61.0 million	\$91.2 million	See schedule 1 item 8
Percentage of asset management income from sovereign wealth fund	88%	0%	See schedule 1 item 9
Percentage of asset management income from other funds	12%	100%	See schedule 1 item 9
Leverage ratio	0.7x	0.7x	See schedule 1 item 10
Non-cash accruals and one-time or case expenses for the year ended December 31, 2023	\$128.8 million	\$130.6 million	See schedule 1 item 11
Compensation and benefit expenses as a percentage of total revenues	23%	20%	See schedule 1 item 12

### 1. Reconciliation of consolidated realizations to group-wide realizations

The tables below set forth the components of our realizations for the periods indicated on consolidated, Burford-only and Group-wide bases.

	Year ended December 31, 2023								
	(GAAP)	(non-GAAP)							
		Eliminations and							
(\$ in thousands)	Consolidated	adjustments	Burford-only		Other funds		BOF-C		Group-wide
Capital provision-direct	564,491	(68,275)	496,216	68%	112,188	15%	124,409	17%	732,813
Capital provision-indirect	143,802	(109,392)	34,410	24%	109,078	76%	-	0%	143,488
Post-settlement	-	-	-	0%	241,490	100%	-	0%	241,490
Total realizations	708,293	(177,667)	530,626	47%	462,756	42%	124,409	11%	1,117,791

	Year ended December 31, 2022								
	(GAAP)	(non-GAAP)							
(\$ in thousands)	Consolidated	Eliminations and adjustments	Burford-only		Other funds		BOF-C		Group-wide
Capital provision-direct	402,196	(51,987)	350,209	59%	174,707	30%	65,988	11%	590,904
Capital provision-indirect	24,538	(14,216)	10,322	26%	28,746	74%	-	0%	39,068
Post-settlement	-	-	-	0%	104,637	100%	-	0%	104,637
Total realizations	426,734	(66,203)	360,531	49%	308,090	42%	65,988	9%	734,609

### 2. Return on tangible equity calculation

Return on tangible equity ("**ROTE**") is Burford-only net income/(loss) divided by the average of tangible equity at the beginning and end of the relevant period. Tangible equity is calculated as total Burford Capital Limited equity less goodwill. We believe ROTE is an important measure of our operating and financial performance and is useful to management and investors when assessing the performance of our Burford-only capital provision assets.

(\$ in thousands)	December 31,	
	2023	2022
Net income/(loss)	718,199	97,459
Less: Net income attributable to non-controlling interests	(107,677)	(66,953)
<b>Net income/(loss) attributable to Burford Capital Limited shareholders</b>	<b>610,522</b>	<b>30,506</b>
Total shareholders' equity at beginning of period	2,387,070	2,108,017
Less: Non-controlling interests at beginning of period	(644,486)	(412,145)
Total Burford Capital Limited equity at beginning of period	1,742,584	1,695,872
Less: Goodwill	(133,912)	(134,019)
<b>Total tangible Burford Capital Limited equity at beginning of period</b>	<b>1,608,672</b>	<b>1,561,853</b>
Total shareholders' equity at end of period	3,207,780	2,387,070
Less: Non-controlling interests at end of period	(916,922)	(644,486)
Total Burford Capital Limited equity at end of period	2,290,858	1,742,584
Less: Goodwill	(133,965)	(133,912)
<b>Total tangible Burford Capital Limited equity at end of period</b>	<b>2,156,893</b>	<b>1,608,672</b>
<b>Average tangible Burford Capital Limited equity</b>	<b>1,882,783</b>	<b>1,585,263</b>
<b>Return on tangible common equity</b>	<b>32%</b>	<b>2%</b>



### 3. *Reconciliation of consolidated portfolio to Group-wide portfolio*

The tables below set forth our portfolio at the dates indicated on consolidated, Burford-only and Group-wide bases.

(\$ in thousands)	December 31, 2023					
	(GAAP)	(non-GAAP)				
	Consolidated	Elimination of third-party interests	Burford-only	Other funds	BOF-C	Group-wide
<b>Capital provision assets - direct:</b>						
Deployed cost	2,116,304	(542,773)	1,573,531	416,318	428,110	2,417,959
Plus: Fair value adjustments	2,743,575	(929,505)	1,814,070	180,169	220,363	2,214,602
Fair value	4,859,879	(1,472,278)	3,387,601	596,487	648,473	4,632,561
<b>Capital provision assets - indirect:</b>						
Fair value	185,509	(140,998)	44,511	140,998	-	185,509
<b>Total capital provision assets</b>	<b>5,045,388</b>	<b>(1,613,276)</b>	<b>3,432,112</b>	<b>737,485</b>	<b>648,473</b>	<b>4,818,070</b>
<b>Post-settlement assets:</b>						
Deployed cost	-	-	-	253,062	-	253,062
Plus: Fair value adjustments	-	-	-	45,792	-	45,792
Fair value	-	-	-	298,854	-	298,854
<b>Undrawn commitments:</b>						
Capital provision-direct	1,801,627	(405,566)	1,396,061	126,560	396,646	1,919,267
Capital provision-indirect	71,662	(59,718)	11,944	59,718	-	71,662
Post-settlement	-	-	-	62,455	-	62,455
<b>Total undrawn commitments</b>	<b>1,873,289</b>	<b>(465,284)</b>	<b>1,408,005</b>	<b>248,733</b>	<b>396,646</b>	<b>2,053,384</b>
<b>Total portfolio</b>	<b>6,918,677</b>	<b>(2,078,560)</b>	<b>4,840,117</b>	<b>1,285,072</b>	<b>1,045,119</b>	<b>7,170,308</b>

(\$ in thousands)	December 31, 2022					
	(GAAP)	(non-GAAP)				
	Consolidated	Elimination of third-party interests	Burford-only	Other funds	BOF-C	Group-wide
<b>Capital provision assets - direct:</b>						
Deployed cost	1,934,662	(448,512)	1,486,150	422,098	383,322	2,291,570
Plus: Fair value adjustments	1,687,641	(569,786)	1,117,855	133,122	133,660	1,384,637
Fair value	3,622,303	(1,018,298)	2,604,005	555,220	516,982	3,676,207
<b>Capital provision assets - indirect:</b>						
Fair value	113,253	(81,839)	31,414 <sup>(1)</sup>	81,840	-	113,254
<b>Total capital provision assets</b>	<b>3,735,556</b>	<b>(1,100,136)</b>	<b>2,635,419</b>	<b>637,060</b>	<b>516,982</b>	<b>3,789,461</b>
<b>Post-settlement assets:</b>						
Deployed cost	-	-	-	358,193	-	358,193
Plus: Fair value adjustments	-	-	-	81,067	-	81,067
Fair value	-	-	-	439,260	-	439,260
<b>Undrawn commitments:</b>						
Capital provision-direct	1,671,327	(372,279)	1,299,048	182,372	371,724	1,853,144
Capital provision-indirect	49,400	(41,167)	8,233	41,167	-	49,400
Post-settlement	-	-	-	15,606	-	15,606
<b>Total undrawn commitments</b>	<b>1,720,727</b>	<b>(413,446)</b>	<b>1,307,281</b>	<b>239,145</b>	<b>371,724</b>	<b>1,918,150</b>
<b>Total portfolio</b>	<b>5,456,283</b>	<b>(1,513,583)</b>	<b>3,942,700</b>	<b>1,315,465</b>	<b>888,706</b>	<b>6,146,871</b>

4. Reconciliation of revenues from the early resolution of the 2023 vintage deal during the year ended December 31, 2023

The table below sets forth the reconciliations of revenues from an early conclusion the during the year ended December 31, 2022 from a consolidated basis to Burford-only basis.

(\$ in millions)	(GAAP)	(non-GAAP)	
	Consolidated	Eliminations and adjustments	Burford-only
Capital provision income/(loss)	56.5	(18.2)	38.3
Asset management income	-	7.5	7.5
<b>Total revenues from 2023 vintage deal</b>	<b>56.5</b>	<b>(10.7)</b>	<b>45.8</b>

5. Reconciliations of revenues for the early resolution during the year ended December, 31 2022

The table below sets forth the reconciliations of revenues from an early conclusion the during the year ended December 31, 2022 from a consolidated basis to Burford-only basis.

(\$ in millions)	Year ended December 31, 2022		
	(GAAP)	(non-GAAP)	
	Consolidated	Eliminations and adjustments	Burford-only
Realized gains/(losses)	161.7	(27.2)	134.5
Less: Realized gains/(losses) aside from 2022 early resolution	(105.2)	19.7	(85.5)
Realized gains/(losses) relating to 2022 early resolution	56.5	(7.5)	49.0
Gain on financial liabilities at fair value through profit and loss	3.3	-	3.3
<b>Total revenues from 2022 early resolution</b>	<b>59.8</b>	<b>(7.5)</b>	<b>52.3</b>

6. Reconciliations of revenues for the large pool of matters concluding in during the year ended DEcember 31, 2020

The table below sets forth the reconciliations of realized gains from the large pool of deals that concluded during the year ended December 31, 2020 from a consolidated basis to Burford-only basis.

(\$ in millions)	Year ended December 31, 2020		
	(GAAP)	(non-GAAP)	
	Consolidated	Eliminations and adjustments	Burford-only
Realized gains/(losses)	208.2	(26.6)	181.6
Realized gains/(losses) from pool of large matters	172.4	-	172.4
Realized gains/(losses) from all other matters	35.8	(26.6)	9.2

7. Reconciliations of consolidated deployments to Group-wide deployments

The tables below set forth the components of our deployments for the periods indicated on consolidated, Burford-only and Group-wide bases.

(\$ in thousands)	Year ended December 31, 2023							
	(GAAP)		(non-GAAP)					
	Consolidated	Eliminations and adjustments	Burford-only		Other funds		BOF-C	
Capital provision-direct	505,893	(123,698)	382,195	72%	25,679	5%	122,352	23%
Capital provision-indirect	176,134	(146,778)	29,356	17%	146,778	83%	-	0%
Post-settlement	-	-	-	0%	85,397	100%	-	0%
<b>Total deployments</b>	<b>682,027</b>	<b>(270,476)</b>	<b>411,551</b>	<b>52%</b>	<b>257,854</b>	<b>33%</b>	<b>122,352</b>	<b>15%</b>

(\$ in thousands)	Year ended December 31, 2022							
	(GAAP)		(non-GAAP)					
	Consolidated	Eliminations and adjustments	Burford-only		Other funds		BOF-C	
Capital provision-direct	605,402	(148,296)	457,106	72%	30,574	5%	147,976	23%
Capital provision-indirect	121,896	(101,573)	20,323	17%	101,158	83%	-	0%
Post-settlement	-	-	-	0%	170,689	100%	-	0%
<b>Total deployments</b>	<b>727,298</b>	<b>(249,869)</b>	<b>477,429</b>	<b>51%</b>	<b>302,421</b>	<b>33%</b>	<b>147,976</b>	<b>16%</b>

8. Reconciliations of consolidated revenues to Burford-only revenues for deals expected to conclude in the next 18 to 24 months

The table below sets forth the reconciliations of revenue from the group of deals expected to conclude in the next 18 to 24 months from a consolidated basis to Burford-only basis.

(\$ in millions)	Future 18 to 24 months from December 31, 2023					
	(GAAP)	(non-GAAP)				
	Consolidated	Eliminations and adjustments	Burford-only	Other funds	BOF-C	Group-wide
Expected realizations	194.3	(73.3)	121.0	199.1	44.0	364.1
Less: Expected return of capital	(103.1)	35.4	(67.7)	(114.5)	(24.8)	(207.0)
Expected realized gains/(losses)	91.2	(37.9)	53.3	84.6	19.2	157.1
Expected asset management income	-	7.7	7.7	-	-	7.7
Expected total revenues	91.2	(30.2)	61.0	84.6	19.2	164.8

9. Reconciliations of asset management income

The table below sets forth the reconciliations of components of the consolidated asset management income to Burford-only asset management income for the periods indicated.

(\$ in thousands)	Year ended December 31, 2023			Year ended December 31, 2022		
	(GAAP)	(non-GAAP)		(GAAP)	(non-GAAP)	
	Consolidated	Elimination of third-party interests	Burford-only	Consolidated	Elimination of third-party interests	Burford-only
Management fee income	7,642	108	7,750	7,321	312	7,633
Performance fee income	-	-	-	1,795	-	1,795
Income from BOF-C	-	55,962	55,962	-	46,652	46,652
Total asset management income	7,642	56,070	63,712	9,116	46,964	56,080

10. Consolidated Indebtedness to Net Tangible Equity Ratio calculation

The table below sets forth the calculations of Consolidated Indebtedness to Net Tangible Equity Ratio (as defined in the indentures governing the 2028 Notes and the 2030 Notes, as applicable) at the dates indicated.

(\$ in thousands)	December 31,	
	2023	2022 <sup>(1)</sup>
Debt payable	1,534,730	1,252,270
Less: Debt attributable to Unrestricted Subsidiaries	-	-
Consolidated Indebtedness	1,534,730	1,252,270
Total equity	3,207,780	2,387,070
Less: Equity attributable to Unrestricted Subsidiaries	(901,146)	(631,171)
Less: Goodwill	(133,965)	(133,912)
Net Tangible Equity	2,172,669	1,621,987
Consolidated Indebtedness to Net Tangible Equity Ratio	0.71x	0.77x

1. The comparative data for December 31, 2022 in the table above has been amended to correct for immaterial differences.

### 11. Schedule of non-cash accruals or one-time or case expenses

The table below sets forth the non-cash accruals or one-time or case expenses from the consolidated statements of operations to Burford-only statements of operations for the period indicated.

(\$ in thousands)	Year ended December 31, 2023		
	(GAAP)	(non-GAAP)	
	Consolidated	Eliminations and adjustments	Burford-only
Non-cash accruals or one-time or case expenses:			
Long-term incentive compensation including accruals (YPF-related assets)	69.2	-	69.2
Long-term incentive compensation including accruals (CEO and CIO related)	16.9	-	16.9
Case-related expenditures ineligible for inclusion in asset cost	16.5	(1.8)	14.7
Legacy asset recovery incentive compensation including accruals	17.3	-	17.3
Expenses related to audit, professional and corporate legal fees due to the development of the revised fair value methodology and build-out of quarterly reporting	3.3	-	3.3
Deferred compensation plan and retirement plan	7.4	-	7.4
<b>Total</b>	<b>130.6</b>	<b>(1.8)</b>	<b>128.8</b>

### 12. Calculation of compensation and benefits as a percentage of total revenues

The table below sets forth the calculation of compensation and benefits as a percentage of total revenues on consolidated and burford-only bases for the period indicated.

(\$ in millions)	Year ended December 31, 2023		
	(GAAP)	(non-GAAP)	
	Consolidated	Eliminations and adjustments	Burford-only
Total revenues	1,086,902	(110,360)	976,542
Operating expenses	271,236	(2,698)	268,538
Compensation and benefits	221,084	-	221,084
Other operating expenses	50,152	(2,698)	47,454
<b>As a percentage of total revenues:</b>			
Operating expenses	25%		27%
Compensation and benefits	20%		23%
Other operating expenses	5%		4%