

ACQUISITION OF MPIRE MEDIA

Investor Presentation
July 2014



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ABOUT US

MPIRE MEDIA

- Established performance-based online advertising network
- Leveraging our proprietary software platform
- Experienced international team with a proven track record
- Already generating revenue and well positioned for future growth

WHAT WE DO

PERFORMANCE- BASED ADVERTISING

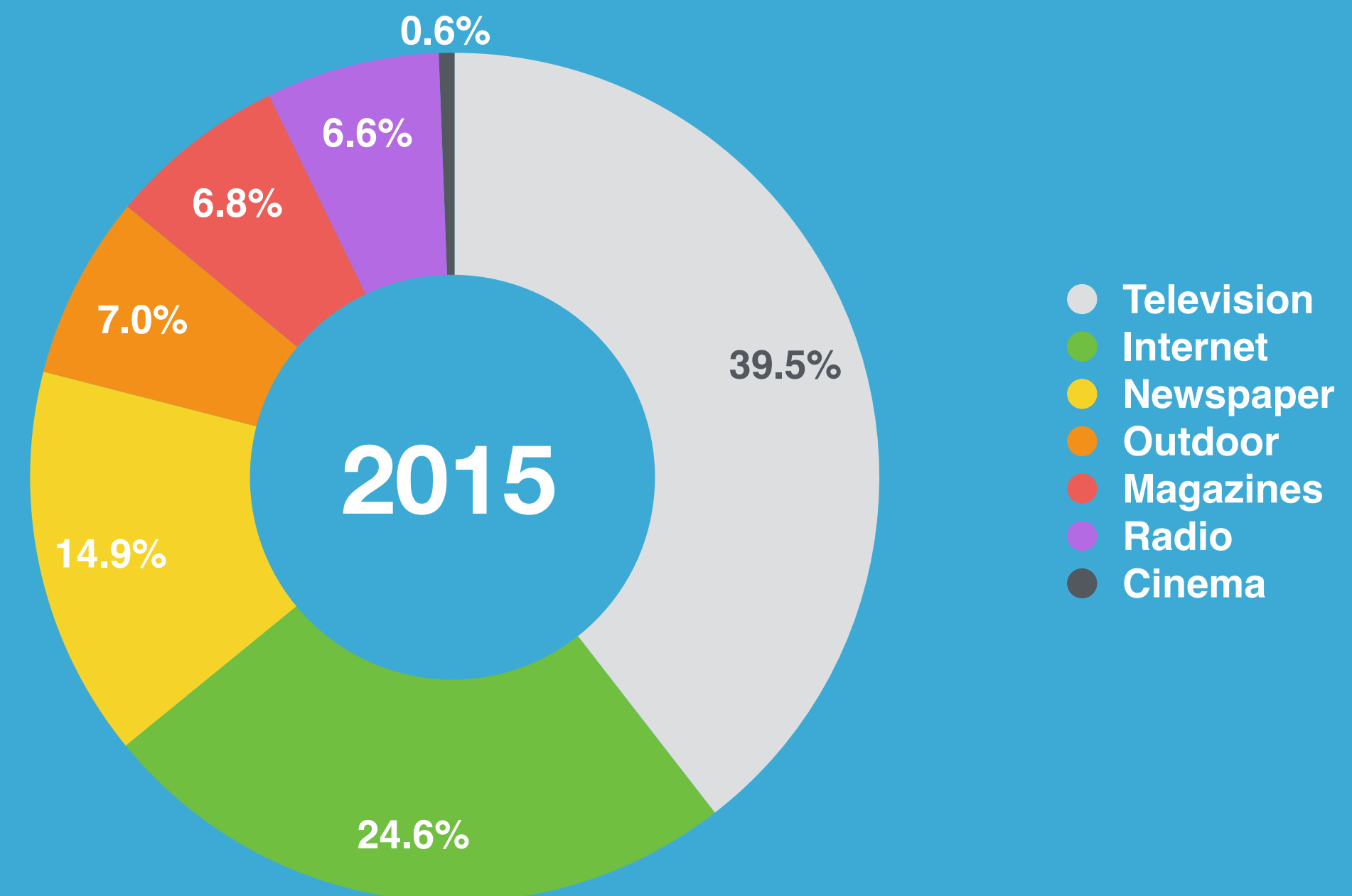
“Performance-based advertising”, means that the network charges an advertiser only if its marketing campaign achieves specific, measurable results, such as generating sales, business leads or page views

- The ability to directly measure the results of online advertising has transformed marketing models
- The power of performance-based advertising is evident from the growth of online advertising
- Performance-based advertising comprised 66% of total U.S. online advertising spending in 2012

THE MARKET OPPORTUNITY

ADSPEND BY MEDIUM 2015

By 2015 internet advertising will account for **24.6%** of all adspend

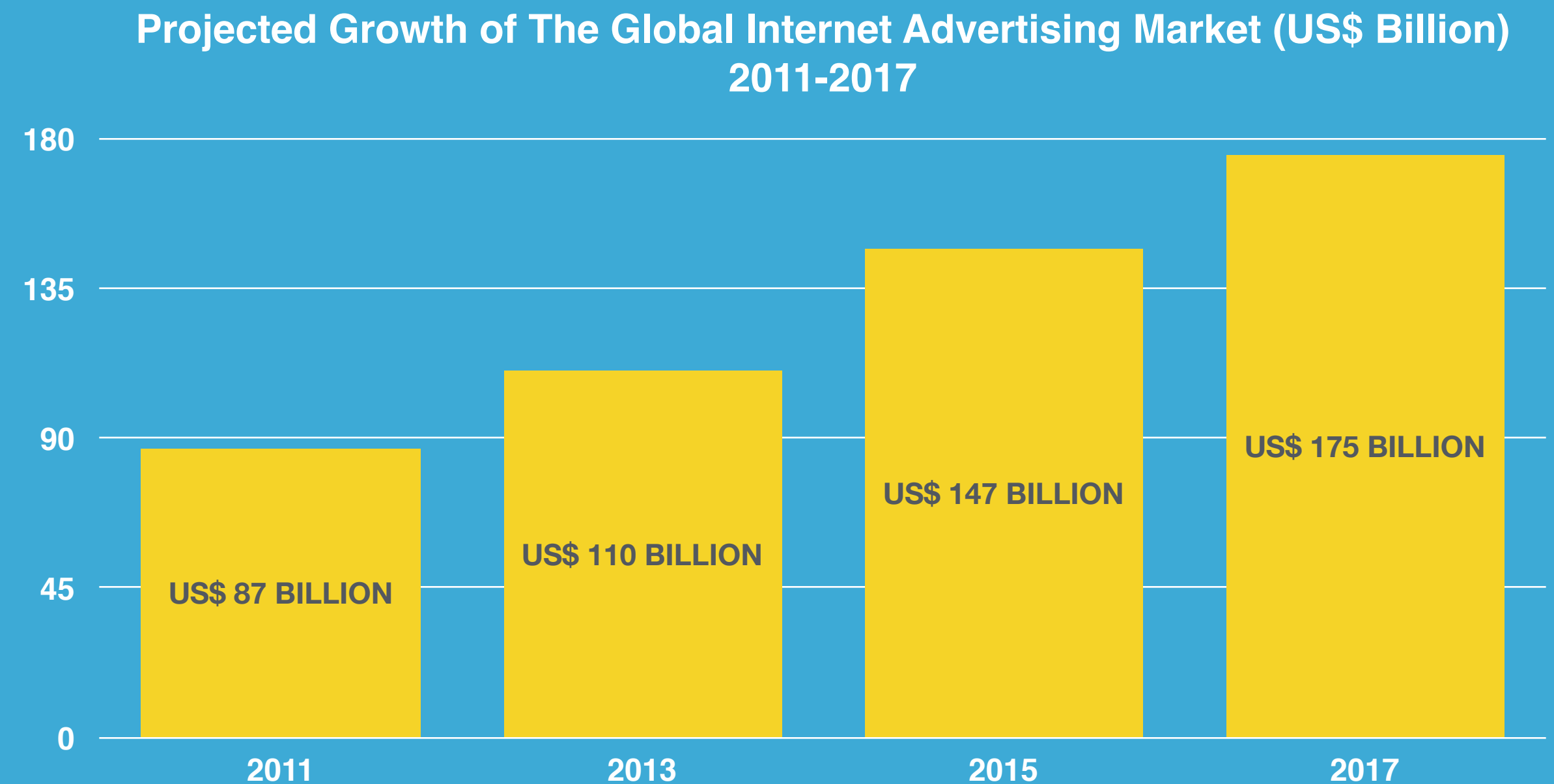


Source: ZenithOptimedia

THE MARKET OPPORTUNITY

ONLINE ADVERTISING GROWTH

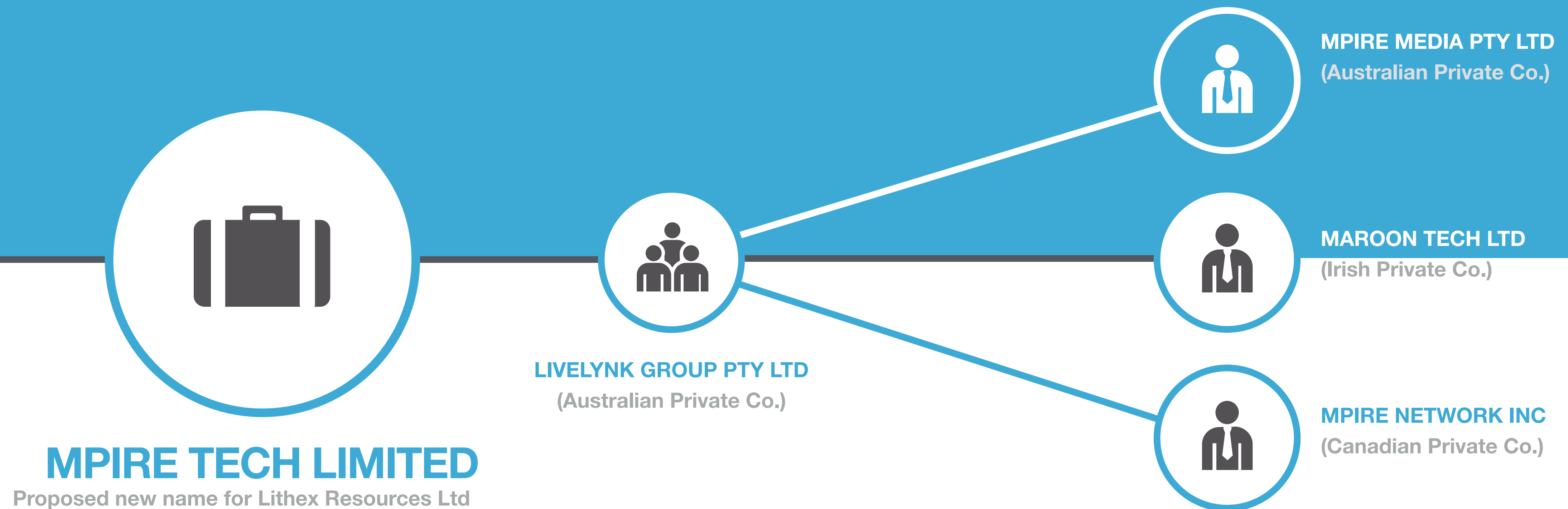
By 2017 it is estimated that the global internet advertising market will be worth **US \$175 Billion per annum**



Source: Zenith Optimedia and PwC Global Entertainment & Media Outlook

CORPORATE STRUCTURE

Mpire Media is based in **Perth, Australia** with offices in **Dublin, Ireland** and **Toronto, Canada**.



OUR BUSINESS

AFFILIATE NETWORK MODEL

Mpire (the network) acts as an intermediary between the affiliates and advertisers, providing valuable attribution tracking and reporting tools while managing the offers and selectively sourcing affiliates to develop comprehensive customer acquisition solutions for the advertiser.



Advertiser Benefits

This is an ideal model for the advertiser, more about selling than marketing.

- They only pay when they sell something
- The media spend risk is reduced
- Cost of sale can now be tracked in real time
- ROI can drive immediate scale to the marketing

Affiliate Benefits

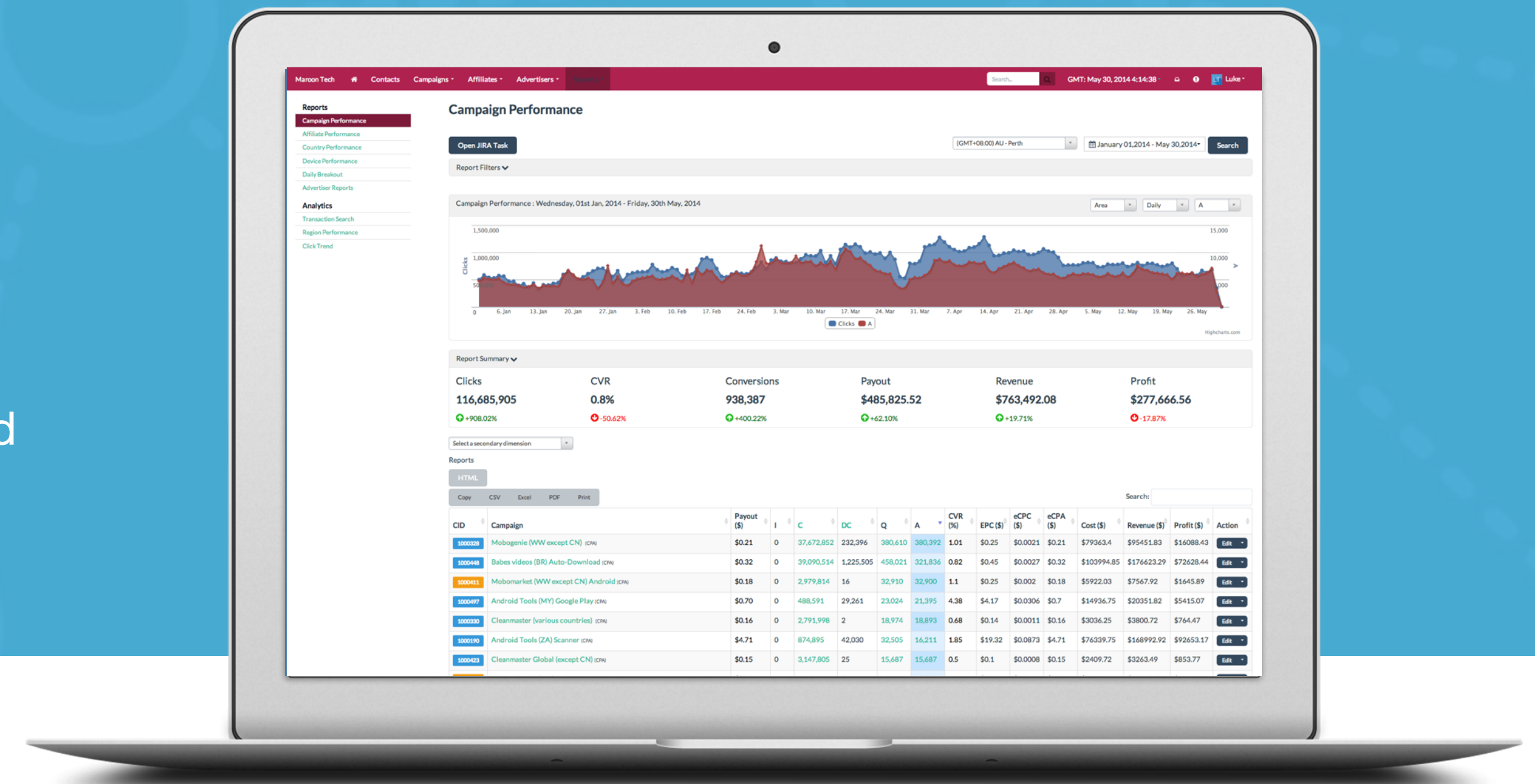
- They only need concern themselves with their skill area, marketing
- Low cost setup compared to replicating the advertiser's business
- Scale - can simply partner with 100's of advertisers

OUR BUSINESS



nxus is the attribution tracking software solution for online and mobile performance marketing.

Our team developed nxus the over the last 2 years due to our need for a scalable and comprehensive platform to operate, track, analyse and optimise all of our products and services.



Proven

- Currently manages the entire life-cycle of our Affiliate Networks
- 40 million monthly clicks delivered in over 180 countries
- 500,000+ monthly attributions

Innovation

- Fraud Detection
- Cookie-less Tracking
- Mobile Unique Identifier Tracking

- **Accurate, real-time analytics**
- **Operational efficiency**
- **ROI focused tools and workflows**
- **SaaS enterprise solution**

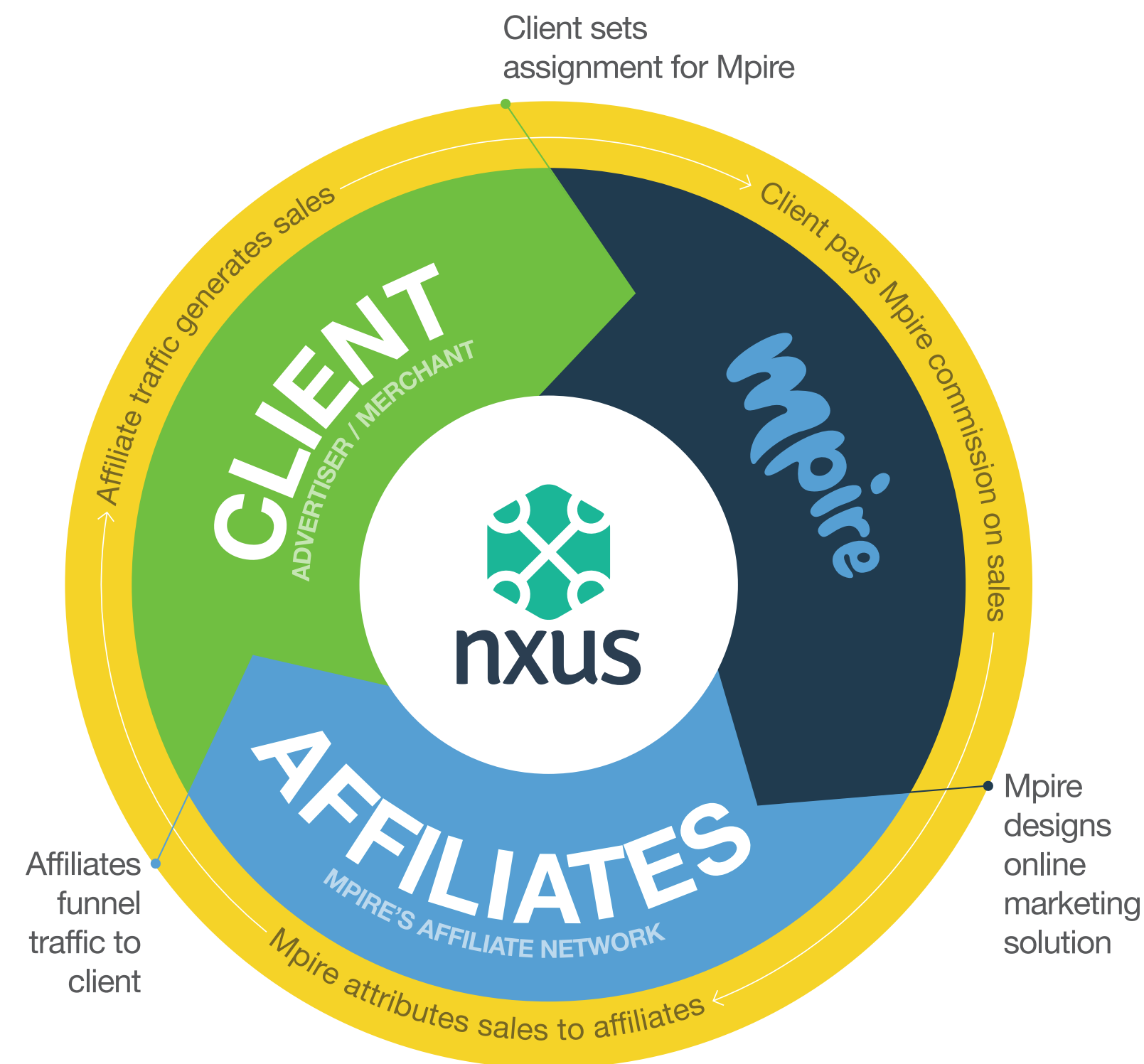
CASE STUDY

The Task

- Client required a dependable source of high quality leads
- Previous online media buys proved uneconomical
- Client's main concerns resulted from low contact rates with consumers who submitted a form on their website

The Solution

- Mpire designed and implemented an optimised desktop and mobile microsite for the client
- Included in the sites was a “click to call” feature to initiate phone calls in real-time from highly motivated consumers
- Both the sites and the click to call features were seamlessly integrated into nxus
- Mpire Network setup an online marketing campaign on a performance basis (CPA) to drive online traffic to the new microsites



The Result

- Within a few days from conception the client began receiving leads, both online and by phone
- The new sites provided a much higher online conversion rate
- A very high percentage of the leads came by phone and immediately yielded improved sales ratios
- The deep insights provided by nxus combined with the improved lead quality resulted in greater ROI for the client
- The client was now able to scale their campaign with Mpire Network in an efficient manner that consistently yielded great results

THE TEAM

LUKE TAYLOR **Chief Executive Officer**

Luke is an analytical, innovative, and solution focused operational leader with a strong technology management background and over 12 years of experience that includes a successful international expansion. Luke utilises his expertise in digital marketing, internet and mobile technology to ensure effective project coordination. Luke has a proven ability to manage multifunctional teams both directly and remotely, and has competitive attitude and a track record for successfully developing and deploying ROI driven strategies.

JEFF BOTNICK **Chief Marketing Officer**

Jeff brings to the table 12 years of successful results in the digital marketing and ecommerce arenas. Having managed and grown two of the largest performance based agencies in the US, Jeff has earned a reputation as a visionary in performance marketing. Further he has proven himself as an innovative and effective team builder capable of driving results in both start-up and mature businesses.

FIONA MUIR **Chief Financial Officer**

Fiona is a chartered accountant with over 14 years experience in both commerce and professional practice in South Africa, Australia and the United Kingdom. Fiona has extensive experience in corporate transactions having worked as the Chief Financial Officer of ASX listed Cape Lambert Resources Limited and Xceed Resources Limited. Fiona has also acted as Company Secretary for a number of ASX listed entities including DMC Mining Limited, Corvette Resources Limited, Matrix Metals Limited and Xceed Resources Limited.

ZHENYA **TSVETNENKO** **Founder**

Zhenya has over 8 years experience in the mobile premium messaging services including data, music, games, and news. He is a highly successful entrepreneur and is also the Executive Chairman of digitalBTC. Zhenya was awarded the prestigious Ernst and Young, Entrepreneur of the Year 2010 young category and the Western Australian Business News 40 under 40 awards 2011.

TRANSACTION SUMMARY

- Lithex Resources (LTX) has entered into a Heads of Agreement to acquire 100% of the issued capital of Livelynk Group Pty Ltd
- Livelynk is the operator of Mpire Media. Mpire Media is being spun out of the Zhenya Group of companies, controlled by successful entrepreneur Zhenya Tsevtненко, to leverage its developed expertise, technology and industry networks to pursue additional growth opportunities in the online advertising space
- The transaction will transform LTX into an internet services company with an established high potential performance based advertising business operating at the forefront of the internet arena
- The transaction includes:
 - Consolidation of LTX's existing capital
 - A placement of 14.1M pre-consolidation shares at an issue price of \$0.02 each to sophisticated investors to raise a total of \$283,000, with DJ Carmichael Pty Ltd acting as lead manager.
 - An underwritten non-renounceable rights issue to raise up to \$542,000 from the issue of 27.1M pre-consolidation shares at an issue price of \$0.02 each underwritten by CPS Capital Group Pty Ltd
 - A capital raising via a prospectus to raise a minimum of \$3.5M and a maximum of \$5M through the issue of up to 25M post consolidation shares at an issue price of \$0.20 each
 - The issue of 23.5M fully paid shares (post consolidation) in LTX to the vendors of Livelynk at a deemed issue price of \$0.20 per share, plus the issue of the following performance shares:
 - 39.9M Class A Performance shares which convert on a 1 for 1 basis (post consolidation) if Mpire generates gross revenue of \$15M in the 18 months following the completion of the acquisition
 - 26.6M Class B Performance shares which convert on a 1 for 1 basis (post consolidation) if Mpire generates gross revenue of \$25M in the 24 months following the completion of the acquisition

PRO FORMA CAPITAL STRUCTURE

| Shares | Number |
|---|-------------------|
| Shares currently on issue | 94,353,015 |
| Placement Shares | 14,152,952 |
| Rights Issue Shares | 27,126,491 |
| Total Shares on issue pre-consolidation | 135,632,459 |
| Shares on issue post consolidation | 27,126,491 |
| Promoter Shares | 4,650,000 |
| Vendor Shares | 23,500,000 |
| Capital Raising Shares | 25,000,000 |
| TOTAL | 80,276,491 |
| Performance Shares | |
| Existing Performance Shares on issue | - |
| Issue of Performance Shares pursuant to the acquisition | 66,500,000 |
| TOTAL | 66,500,000 |
| Options | |
| Existing Options on issue pre-consolidation | 60,412,754 |
| Existing Options on issue post-consolidation | 12,082,550 |
| Promoter Options | 6,000,000 |
| TOTAL | 18,082,550 |

INDICATIVE TIMETABLE

| Action | Target Dates |
|--|------------------|
| Execution of Heads of Agreement | 9 July 2014 |
| Announce execution of Heads of Agreement | 10 July 2014 |
| Execution of Share Purchase Agreement | 4 August 2014 |
| Completion of due diligence investigations | 19 August 2014 |
| Despatch Notice of Meeting and independent expert's report to LTX shareholders | 2 September 2014 |
| General Meeting of LTX shareholders | 2 October 2014 |
| LTX Shares suspended from trading | 2 October 2014 |
| Lodgement of Prospectus for Capital Raising with ASIC and ASX | 6 October 2014 |
| Opening Date of offer for Capital Raising under the Prospectus | 14 October 2014 |
| Closing Date of offer of Capital Raising under the Prospectus | 6 November 2014 |
| Completion of Share Purchase Agreement and issue of Shares | 11 November 2014 |
| Satisfaction of requirements of Chapters 1 & 2 | 11 November 2014 |
| Re-instatement to trading on ASX | 20 November 2014 |

INVESTMENT OPPORTUNITY

- Opportunity to secure a position in a group that is set for rapid growth from more than one product offering in the expanding online advertising space
- The global digital advertising market is expected to grow to \$156 billion by 2016 from \$88.8 billion in 2012, according to media agency ZenithOptimedia
- Industry leading software platform and future commercialisation strategy
- International reach to over 180 countries and regions
- High scalability via our premium publisher network
- Exclusive industry relationships
- Internal media buying division
- Highly experienced founders and team
- Internal mobile offers that are highly regarded by publishers

THANK YOU

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