

TECH MPIRE LIMITED

Investor Presentation
October 2014



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INTRODUCTION

TECH MPIRE

- Tech Mpire Limited (Lithex renamed) is raising a minimum of \$7 million and up to \$10 million in conjunction with the acquisition of Livelynk Group (holding company of Mpire Media)
- Transaction terms have been agreed, an Independent Expert's Report and Notice of Meeting is being completed for a shareholder meeting on or around 26 November
- Transaction is subject to shareholder approval and fund raising

ABOUT US

MPIRE MEDIA

- Established digital performance-based marketing and technology company connecting advertisers to target consumers worldwide
- Experienced international team with a proven track record, based at offices in Perth, Toronto and Dublin
- Already generating revenue and well positioned for future growth. FY15 revenues averaging \$400,000 per month with accelerated growth post capital raise

INVESTMENT OPPORTUNITY

- Established business operating in a high growth segment of the advertising market
- Global activities offering exposure to the key developed and undeveloped online and mobile advertising markets
- Industry leading technology delivering to advertisers and affiliates enhanced functionality compared to competitors and the opportunity to develop a SaaS offering
- Experienced executive team with established global credentials
- Business is performing ahead of expectations, the capital raising will deliver adequate funds to carry it through the forecast growth phase to positive earnings and cash flow

WHAT WE DO

PERFORMANCE- BASED ADVERTISING

In a **performance-based advertising model**, the advertiser only incurs an advertising cost when a predefined “conversion” is achieved, such as a service or product sale, software and mobile app installation, customer acquisition, or other measurable goal.

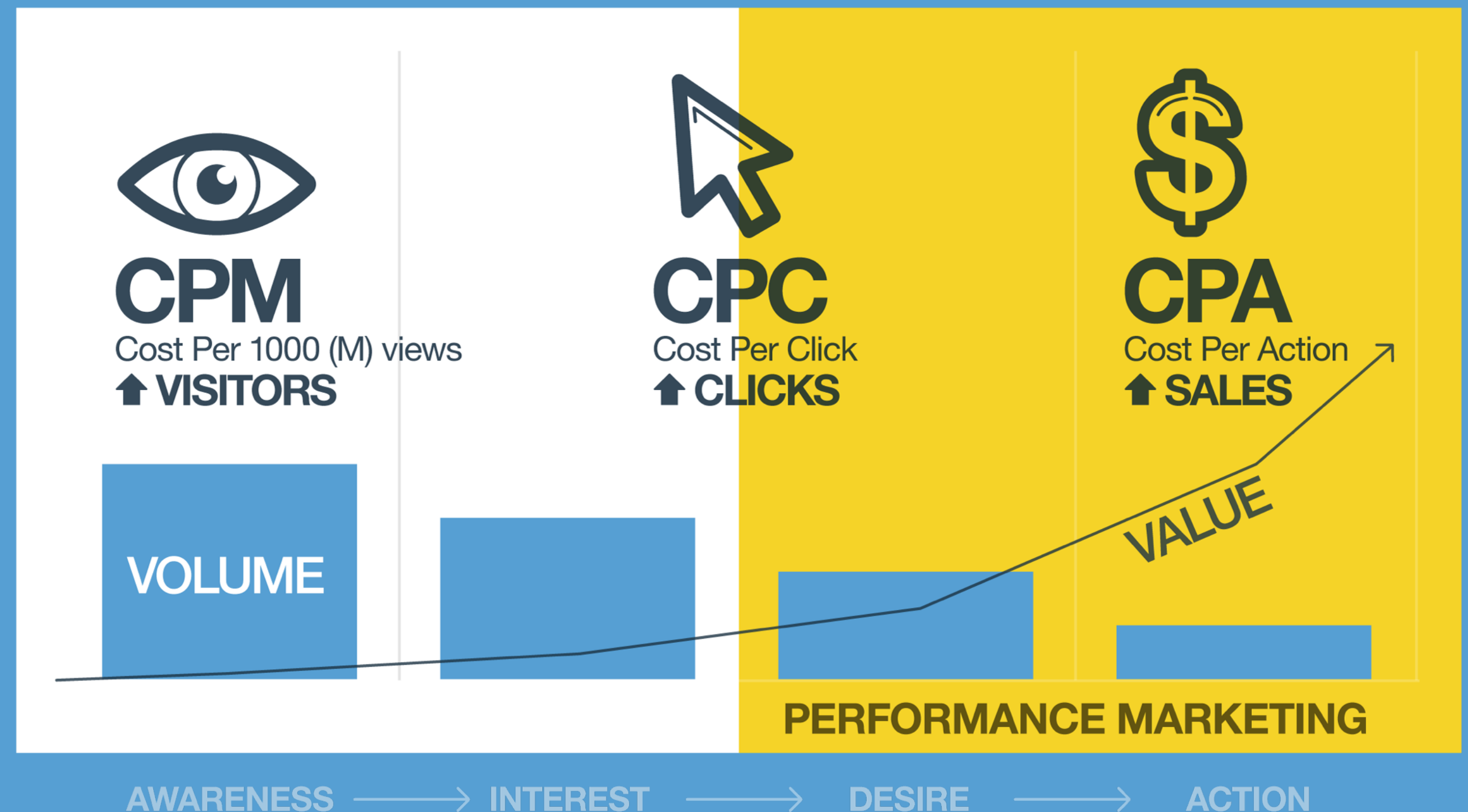
- The ability to directly measure the results of online advertising has transformed marketing models
- The power of performance-based advertising is evident from the growth of online advertising
- Performance-based advertising comprised 66% of total U.S. online advertising spending in 2012
Source: Zenith Optimedia
- Digital performance-based marketing produces some of the highest ROI of all marketing activity, online and offline.
Source: PwC / IAB OPM Study

PERFORMANCE-BASED ADVERTISING

Benefits:

- Reduces the media spend risk faced by advertisers: they only pay for results achieved.
- Delivers greater certainty that advertising campaigns will be cost effective and ROI positive. Digital performance-based marketing produces the highest ROI of all marketing activity, online and offline.
- Gives advertisers greater control over their media budgets and the ability to scale their budgets with a higher degree of confidence.

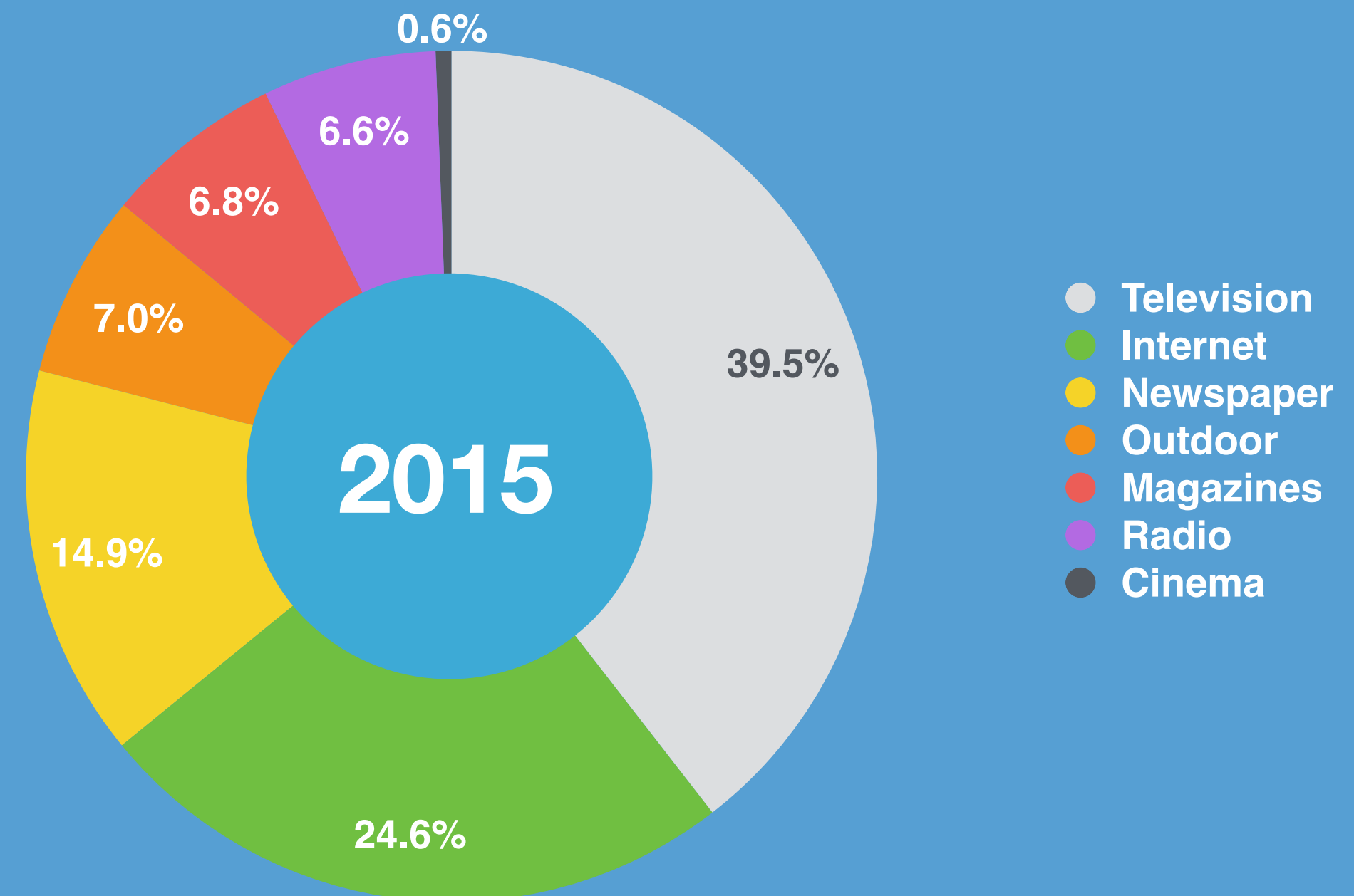
The pricing model is in contrast to the traditional online advertising model of cost-per-mille (CPM), being the cost per 1000 views of the ad, which provides the lowest return on investment for the advertiser and typically only achieves consumer awareness. The advertiser pays for awareness regardless of the sales outcome



THE MARKET OPPORTUNITY

ADSPEND BY MEDIUM 2015

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

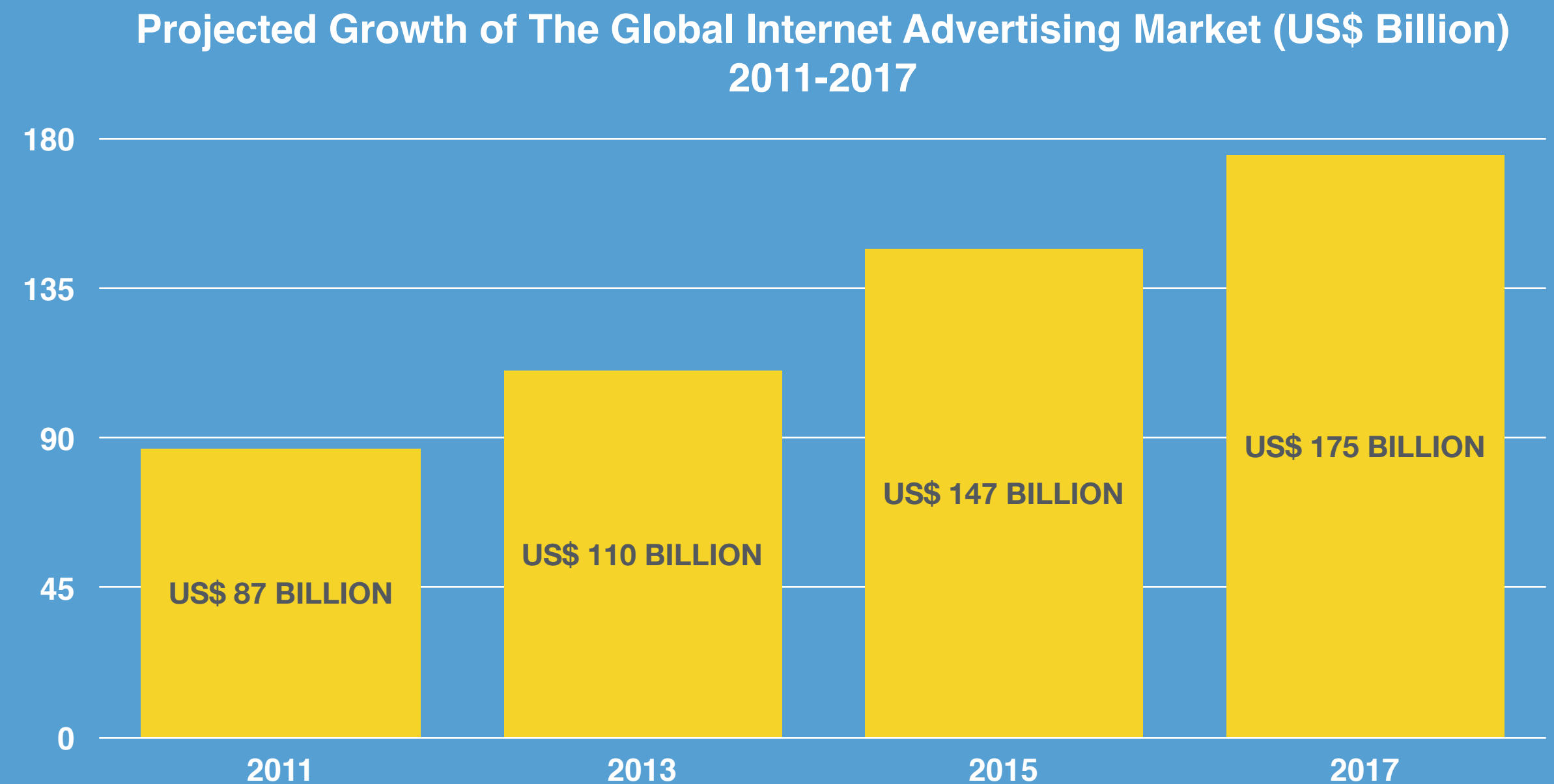


Source: ZenithOptimedia

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**



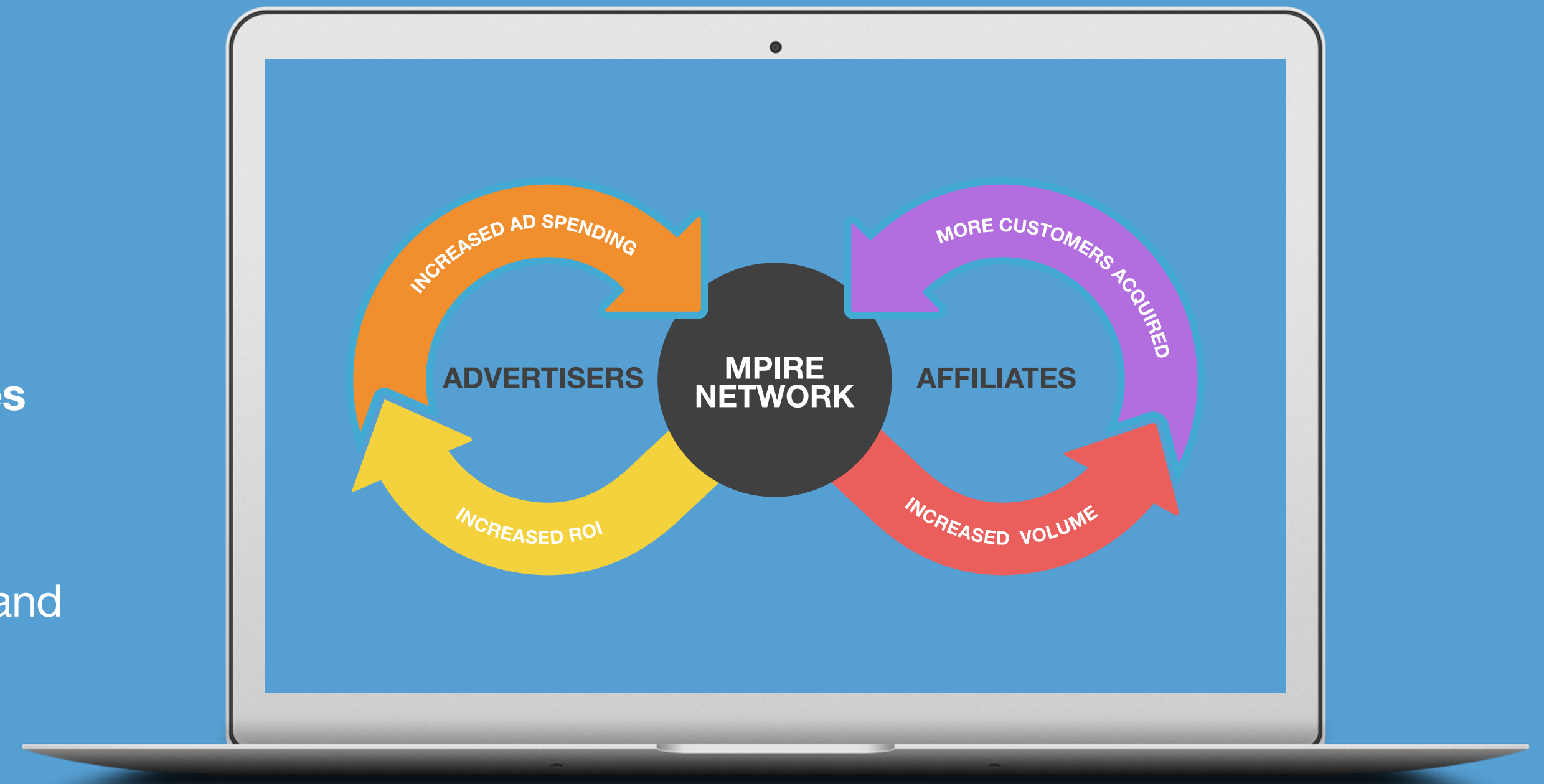
Source: Zenith Optimedia and PwC Global Entertainment & Media Outlook

OUR BUSINESS

AFFILIATE NETWORK MODEL

Mpire (the network) acts as an intermediary between the affiliates and advertisers;

- Managing the offers and selectively sourcing affiliates to develop comprehensive customer acquisition solutions for the advertiser; and
- Providing valuable attribution tracking and reporting tools



Advertiser Benefits

Any advertiser intent on driving a high volume of sales can benefit from Mpire.

- Pay only for performance
- The media spend risk is reduced
- Cost of sale can now be tracked in real time
- Faster route to market
- High value customers compared to other channels
- Valuable insights into each part of the user journey and purchase behaviour
- ROI can be reinvested into increased consumer acquisition

Affiliate Benefits

Mpire can benefit affiliates via:

- Large range of appropriate campaigns
- Access advertisers that would be difficult to otherwise engage
- Realtime tracking & aggregated campaign statistics
- Better payment terms
- Ultimately leading to higher revenue volumes
- ROI can be reinvested into increased consumer acquisition

HOW AFFILIATE MARKETING WORKS



An affiliate is a company or person that deploy advertiser marketing campaigns to consumers.

Affiliates increase consumer reach through most digital advertising and marketing disciplines including email, display, content, search, social media and audience targeting, across both desktop and mobile platforms, and are now establishing exciting offline opportunities.

Affiliate partners benefit from a monetisation solution that meets both advertiser demand and the consumers 'any device, anywhere, at any time' consumption.

The affiliates uses an array of methods to funnel consumers through to Mpire's network.

Mpire's network makes it simple for affiliates to access a large range of advertisers that would be difficult to otherwise engage, whilst its customers (advertisers), can expose their offers to a vast number of affiliates that would be difficult to otherwise engage.

The consumer passes through Mpire's network to the advertiser's website. Mpire's proprietary technology analyses data from all transactions across its network giving valuable insights into each part of the user journey and purchase behaviour.

Mpire only charges the advertiser when actual pre-defined, results are achieved, such as a service or product sale, software and mobile app installation, customer acquisition, or other measurable goal. This reduces the media spend risk for Mpire's customers and ensures they can gain consumer acquisitions on a true win-win basis.

OUR BUSINESS



nxus is a SaaS product to help performance marketers manage their business through efficient, simple-to-use tools and real-time attribution tracking and analytics.

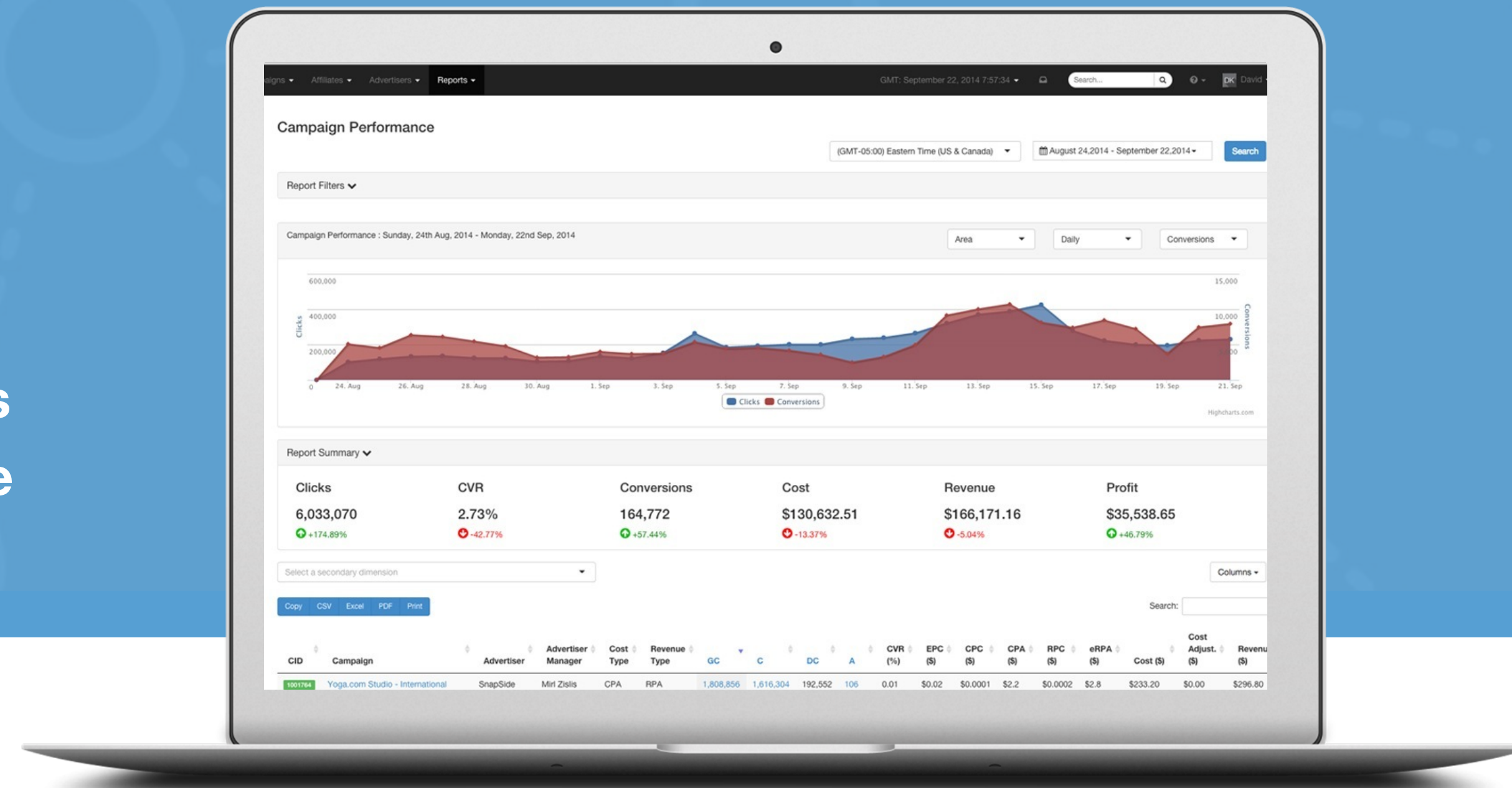
Mpire has developed nxus over the last 2 years due to the need for a scalable and comprehensive network platform to build revenues, measure conversions and optimise digital spend. nxus provides a suite of easy to use features which allows Mpire to enhance the effectiveness and efficiency of performance marketing.

Proven

- Currently manages the entire life-cycle of our Affiliate Networks
- Since inception
 - 260 million clicks delivered in over 180 countries
 - 3.6 million attributions analysed and reported
 - Over 30 billion consumer journey data points recorded

Innovation

- Fraud Detection
- Cookie-less and Mobile Unique Identifier Tracking
- ROI Optimisation



- **Accurate, real-time analytics**
- **Scalable and comprehensive**
- **Transparency into consumer sales flow**
- **Operational efficiency**
- **ROI focused tools and workflows**
- **SaaS enterprise solution**

A significant opportunity exists to deliver nxus as a SaaS product to third parties. It is Mpire's intention to commercialise nxus post completion of the Proposed Transaction, which will form a significant part of the growth potential of the business.

CASE STUDY

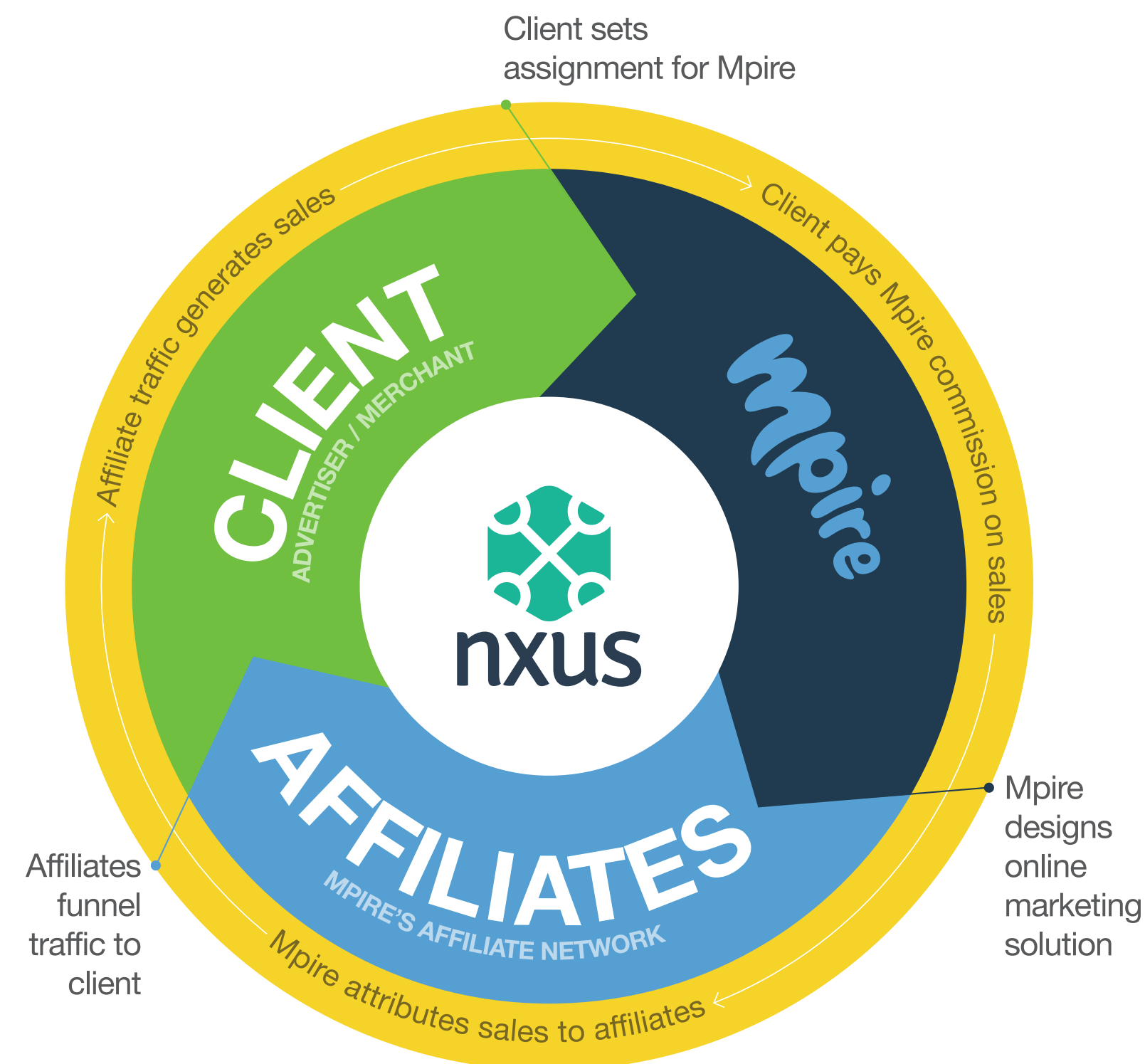
A leading US brand providing residential and commercial electronic security, fire protection and related alarm monitoring services.

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 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 in an efficient manner that consistently yielded great results

BUSINESS GROWTH

Since inception Mpire has had strong activity. Enhancements in data and technology optimise efficiency.

HISTORICALLY
2012 - 2014 servicing
the Zhenya group



200 advertisers...



8,000,000

...paid Mpire \$8m
for advertising...



...driving 260m clicks
by consumers in
over 180 countries...



3,500,000

...to generate 3.5m
consumer purchases.



630,000,000

630m consumer
transactions
are analysed.

Mpire shows consistent growth since breaking out of the Zhenya Group.
Continued advertiser acquisition will result in future revenue growth.

ADVERTISER
TIERS

TIER 1

TIER 2

TIER 3

TIER 4

TIER 5

TIER 6

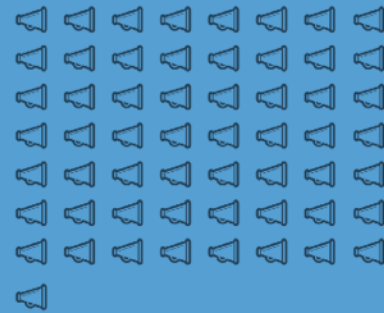
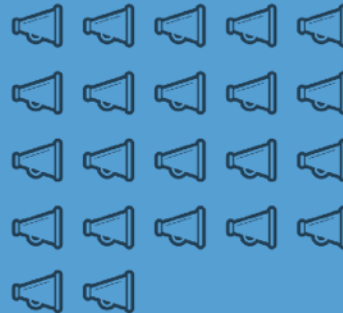
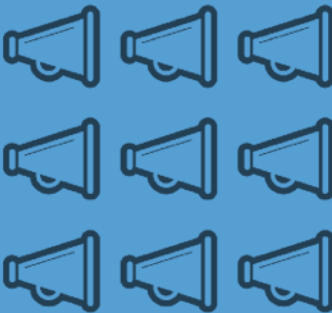
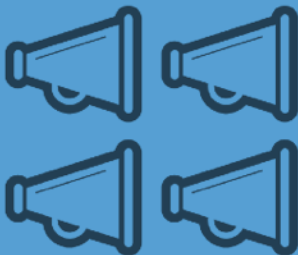
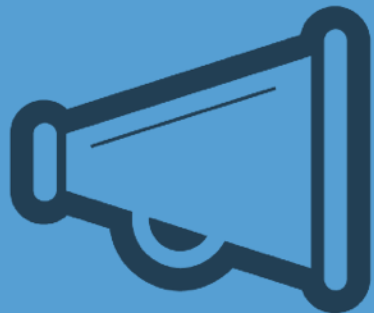
TIER 7

ANNUAL
REVENUE

YEAR 1



YEAR 2



REVENUE PER
ADVERTISER

\$1,000,000/month

\$250,000/month

\$100,000/month

\$50,000/month

\$25,000/month

\$10,000/month

\$1,000/month

CORPORATE STRUCTURE

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



TECH MPIRE LIMITED

Proposed new name for
Lithex Resources Ltd



LIVELYNK GROUP PTY LTD (Australian Private Co.)



MPIRE MEDIA PTY LTD

Perth - (Australian Private Co.)

- Providing online performance-based advertising services to the Zhenya Group since 2009
- Successfully applied a performance-based model
- Currently focused on continued development of nxus

Departments (staff)

Corporate, Finance & Administration (4)
Operations, Product, Technology, Engineering (5)

Proposed (staff)

Operations, Product, Technology, Engineering (+18)



MAROON TECH LTD

Dublin - (Irish Private Co.)

- 2013: took over from Mpire as dedicated network
- Proven performance based business model.
- Mobile focused Network
- Mobile advertising to grow by an average of 50% per annum between 2013 and 2016

Departments (staff)

Sales & Marketing - Mobile (5)
Finance & Administration (1)

Proposed (staff)

Sales & Marketing - Product (+14)
Finance & Administration (+3)



MPIRE NETWORK INC

Toronto - (Canadian Private Co.)

- 2014: incorporated to strategically target the North American market
- Performance-based advertising comprised 66% of total US online advertising spend in 2012
- Proven performance based business model

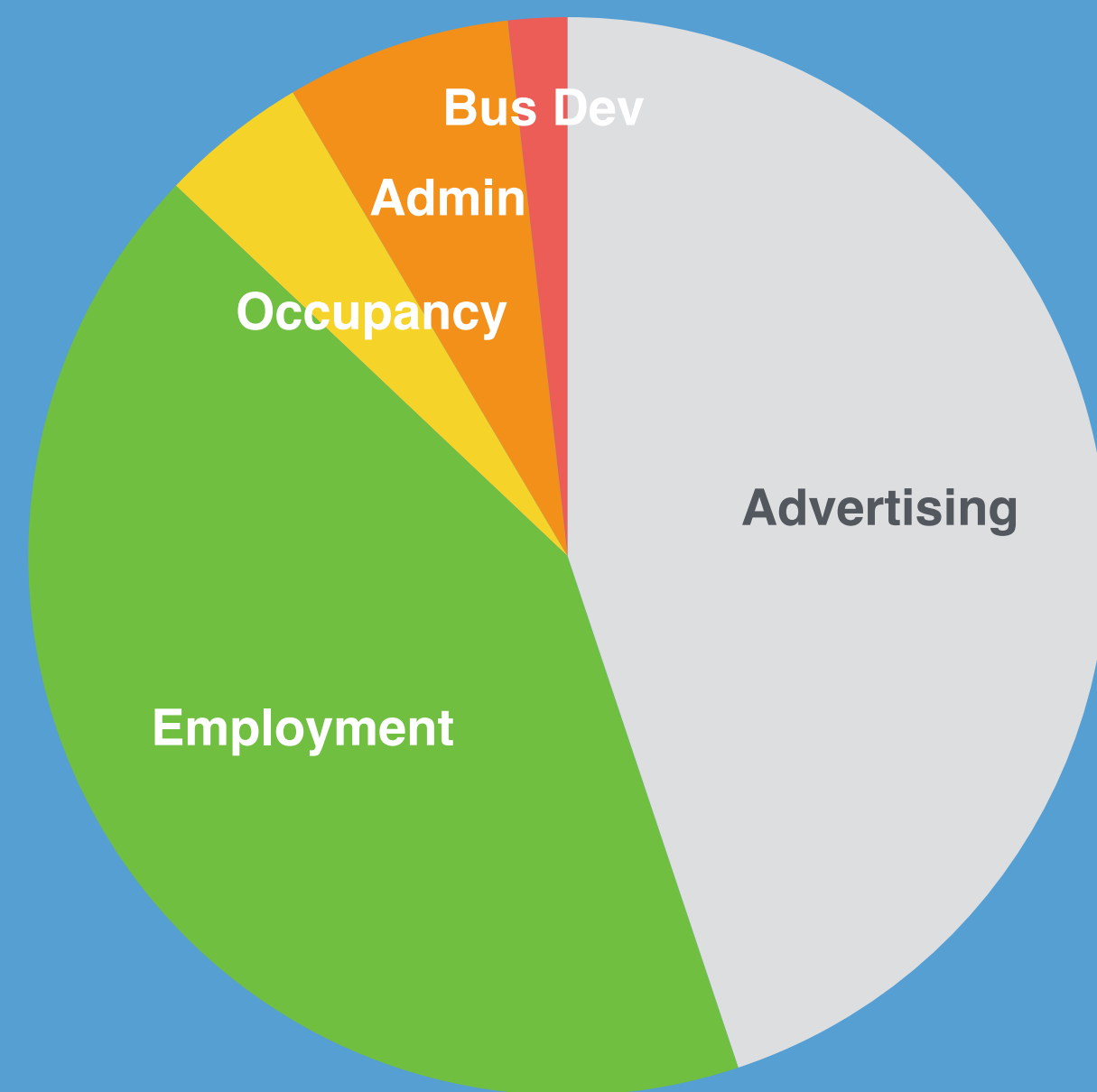
Departments (staff)

Sales & Marketing - Performance (11)
Finance & Administration (1)

Proposed (staff)

Sales & Marketing - Performance (+12)
Finance & Administration (+4)

FINANCIAL SNAPSHOT



- Advertising costs currently approximate 83% of revenue
- Employment and commission costs currently approximate \$238,000 per month and are expected to increase significantly with the expansion of the marketing and development teams
- Occupancy costs currently approximate \$25,000 per month. Additional office space is not expected to be necessary in the near term
- Administration and compliance costs currently approximate \$38,000 per month
- Business development costs currently approximate \$10,000 per month but have been significantly higher in months where trade shows, summits and conferences are attended
- Current monthly cash burn is between \$250,000 and \$300,000

MANAGEMENT TEAM

LUKE TAYLOR
Managing Director
Chief Executive Officer
Perth, Australia

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 has served as executive management of Mpire for the last 5 years, utilising his expertise in digital marketing, internet and mobile technology to dramatically improved ROI and 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.

Luke has recruited the current management team to grow the digital performance-based network and bring the company to the next level of performance and execution.

JEFF BOTNICK
Executive Director
Chief Marketing Officer
Toronto, Canada

Jeff is a sales and marketing professional with over 12 years of experience across digital media, e-marketing and business development in the United States and Canada.

Having managed and grown two of the largest performance based agencies in the USA. Jeff has earned a strong reputation 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.

MANAGEMENT TEAM

ZHENYA TSVETNENKO

Non Executive Director

Founder

Perth, Australia

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 Digital CC Limited (ASX: DCC).

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.

STEPHEN BELBEN

Non Executive Chairman

Perth, Australia

Stephen has been an executive and non-executive director of a number of public and private companies over the past 18 years, prior to which he was a partner in the Perth Office of Ernst & Young for 9 years.

He has an accounting background having qualified as a Chartered Accountant in both South Africa and Australia. He has worked extensively in Africa, the United Kingdom and Australia with practical experience from both an advisor and management perspective in a variety of industries.

Stephen has completed a large number of transactions including a variety of IPOs, back door listings, capital and debt raisings and has acted in a number of executive and non-executive positions including chairman, director and company secretary, and has an extensive network of contacts in the capital markets and regulatory authorities.

FIONA MUIR

Chief Financial Officer

Perth, Australia

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.

TRANSACTION SUMMARY

- Consolidation of the existing share capital of Lithex Resources Limited – expected to be on a 5 for 1 basis
- Capital raising via a prospectus to raise a minimum of \$7 million and a maximum of \$10 million through the issue of up to 50 million shares (post consolidation) at an issue price of \$0.20 each
- Consideration to the Livelynk Vendor: 23.5 million shares (post consolidation) at a deemed issue price of \$0.20 per share
23.1 million Class A Performance Shares
15.4 million Class B Performance Shares
- Performance Shares to incentivise key management and staff:
 - Luke Taylor 10.8 million Class A Performance Shares; 7.2 million Class B Performance Shares
 - Jeff Botnick 5.4 million Class A Performance Shares; 3.6 million Class B Performance Shares
 - Staff 945k Class A Performance Shares; 630k Class B Performance Shares
- Class A Performance shares convert on a 1 for 1 basis (post consolidation) if Mpire generates gross revenue of \$15 million in the 18 months following Tech Mpire being readmitted to quotation on ASX
- Class B Performance shares convert on a 1 for 1 basis (post consolidation) if Mpire generates gross revenue of \$25 million in the 24 months following Tech Mpire being readmitted to quotation on ASX
- Transaction introduction fees: 4.1 million shares (post consolidation) at a deemed issue price of \$0.20 per share
6 million unlisted options (post consolidation) with \$0.25 exercise price and 30 June 2017 expiry date

PRO FORMA CAPITAL STRUCTURE

Shares	Number
Total Shares on issue pre-consolidation	135,632,437
Shares on issue post consolidation	27,126,487
Promoter Shares	4,125,000
Vendor Shares	23,500,000
Capital Raising Shares	50,000,000
TOTAL	104,751,487
Performance Shares	
Existing Performance Shares on issue	-
Issue of Performance Shares pursuant to the acquisition	67,075,000
TOTAL	67,075,000
Options	
Existing Options on issue pre-consolidation	60,412,754
Existing Options on issue post-consolidation	12,082,551
Promoter Options	6,000,000
TOTAL	18,082,551

PRO-FORMA BALANCE SHEET & USE OF FUNDS

Current assets	\$
Cash and cash equivalents	9,296,331
Trade and other receivables	1,598,750
Prepayments	26,952
Deferred tax assets	57,491
TOTAL	10,979,524
Non-current assets	
Intangible assets	494,908
Plant and equipment	108,749
TOTAL	603,657
TOTAL ASSETS	11,583,181
Current liabilities	
Trade and other payables	460,720
Borrowings: Vendor Loan	1,226,170
Provision for employee entitlements	125,203
Provision for income tax	962,430
TOTAL	2,774,523
TOTAL LIABILITIES	2,774,523
NET ASSETS	8,808,658

Source of Funds	\$
Cash raised from capital raising*	9,499,688
Performance Shares	
Costs of the offer	(846,653)
Repayment of working capital loan from Vendor	(725,809)
Development costs: Mobile Affiliate Network	(443,821)
Expansion of sales and marketing team: Affiliate Network	(3,357,802)
Development costs: Affiliate Network Platform (SaaS)	(513,525)
Development costs: Performance Advertising Platform (SaaS)	(307,123)
Establishment of sales and marketing team: SaaS Products	(1,080,000)
Working capital	(2,224,955)
TOTAL	(9,499,688)

• Application for shares from Vendor offset against Vendor Loan

Pro-forma Balance Sheet Notes:

- Audited financial statements of Livelynk and Lithex adjusted for actual and anticipated material transactions to 31 October 2014
- Assumed that capital raising of \$10 million completed

INDICATIVE TIMETABLE

Action	Target Dates
Lodgement of Prospectus for Capital Raising with ASIC and ASX	30 October 2014
Despatch Notice of Meeting and Independent Expert's Report to LTX shareholders	25 October 2014
Opening Date of offer for Capital Raising under the Prospectus	7 November 2014
General Meeting of LTX shareholders	26 November 2014
LTX Shares suspended from trading	26 November 2014
Closing Date of offer of Capital Raising under the Prospectus	28 November 2014
Completion of Share Purchase Agreement and issue of Shares	4 December 2014
Satisfaction of requirements of Chapters 1 & 2	4 December 2014
Re-instatement to trading on ASX	12 December 2014

THANK YOU

For further information please contact:

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