

# Invesco Mortgage Capital Inc.

February 2010

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CODE 9/09

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# Disclaimer

Invesco Mortgage Capital Inc. has filed a registration statement (including a prospectus) with the Securities and Exchange Commission (“SEC”) for the offering to which this presentation relates. Before you invest, you should read the prospectus in that registration statement for more complete information about us and this offering. You obtain the prospectus for free by visiting the SEC website at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by contacting Credit Suisse Securities (USA) LLC, Attention: Prospectus Department, One Madison Avenue, New York, New York 10010, or by calling 1-800-221-1037; you may also contact Morgan Stanley & Co. Incorporated, Attention: Prospectus Department, 180 Varick Street, 2nd Floor, New York, New York 10014, or by calling 1-866-718-1649.

We make forward-looking statements in this presentation that are subject to risks and uncertainties many of which are difficult to predict and are generally beyond our control. These forward-looking statements include information about possible or assumed future results of our business, financial condition, liquidity, results of operations, plans and objectives. When we use the words “believe,” “expect,” “anticipate,” “estimate,” “plan,” “continue,” “intend,” “should,” “may” or similar expressions, we intend to identify forward-looking statements.

Statements regarding the following subjects, among others, may be forward-looking:

- use of proceeds of this offering;
- our business and investment strategy;
- our projected operating results;
- actions and initiatives of the U.S. Government and changes to U.S. government policies and financing programs;
- our ability to obtain additional financing arrangements;
- financing and advance rates for our target assets;
- our expected leverage;
- general volatility of the securities markets in which we invest;
- our expected investments;
- interest rate mismatches between our target assets and our borrowings used to fund such investments;
- changes in interest rates and the market value of our target assets;
- the success of our loan level credit analysis;
- changes in prepayment rates on our target assets;
- effects of hedging instruments on our target assets;
- rates of default or decreased recovery rates on our target assets;
- modifications to whole loans or loans underlying securities;
- the degree to which our hedging strategies may or may not protect us from interest rate volatility;
- changes in governmental regulations, tax law and rates, and similar matters;
- our ability to qualify as a REIT for U.S. federal income tax purposes;
- our ability to maintain our exemption from registration under the 1940 Act;
- availability of investment opportunities in mortgage-related, real estate-related and other securities;
- availability of qualified personnel;
- estimates relating to our ability to make distributions to our shareholders in the future;
- our understanding of our competition; and
- market trends in our industry, interest rates, real estate values, the debt securities markets or the general economy.

The forward-looking statements are based on our beliefs, assumptions and expectations of our future performance, taking into account all information currently available to us. You should not place undue reliance on these forward-looking statements. These beliefs, assumptions and expectations can change as a result of many possible events or factors, not all of which are known to us. Some of these factors are described in our prospectus under the headings “Summary,” “Risk Factors,” “Management’s Discussion and Analysis of Financial Condition and Results of Operations” and “Business.” If a change occurs, our business, financial condition, liquidity and results of operations may vary materially from those expressed in our forward-looking statements. Any forward-looking statement speaks only as of the date on which it is made. New risks and uncertainties arise over time, and it is not possible for us to predict those events or how they may affect us. Except as required by law, we are not obligated to, and do not intend to, update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

All material presented is compiled from sources believed to be reliable and current, but accuracy cannot be guaranteed. This is not to be construed as an offer to buy or sell any securities and should not be relied upon as the sole factor in an investment-making decision. As with all investments, there are associated inherent risks. Please obtain and review all financial material carefully before investing. All data is as of September 30, 2009, unless otherwise noted.



# Presenters



## **Richard King, CEO, Invesco Mortgage Capital Inc.**

### **Experience**

- 22 years in MBS
- 25 years of investment management experience
- 8 years with Invesco Advisers, Inc.

### **Background:**

- Previous investment experience with Ohio PERS, Criterion, Bear Stearns, and Security Management
- 



## **John Anzalone, CIO, Invesco Mortgage Capital Inc.**

### **Experience**

- 16 years in MBS
- 7 years with Invesco Advisers, Inc.

### **Background:**

- Previous investment experience with Union Trust, AgriBank, FCB, Advantus Capital Management
- 



## **Donald Ramon, CFO, Invesco Mortgage Capital Inc.**

### **Experience**

- 24 years banking/financial services
- 6 years experience working with public and private REITs including formation

### **Background:**

- Previous experience with SunTrust Bank, Inc, GE Capital Corporation and HomeBanc Corp
- 



## **Rob Kuster, Head of Research, Invesco Mortgage Capital Inc.**

### **Experience**

- 9 years in MBS
- 7 years with Invesco Advisers, Inc.

### **Background:**

- Previous experience with Bank One Capital Markets

# Why Invesco Mortgage Capital?

## ✓ **Successful implementation of IPO strategy**

- Successfully invested initial capital at a Gross ROE of 19.4% for 3<sup>rd</sup> Qtr 2009
- Declared first “fully-ramped dividend” of \$1.05/share on December 17, 2009
- Delivered attractive total return to shareholders of 22.1% from IPO to 12/31/09<sup>(1)</sup>
- Realized benefits of available government financing under TALF
- Increased the number of financing counterparties from 9 to 17
- Completed initial investment in Invesco PPIP Fund chaired by Wilbur Ross

## ✓ **Great investment opportunities continue to exist**

- Nimble investment strategy fits current economic environment
- Opportunities across various sectors of the mortgage market
- Large market and ample supply of assets allow IVR to be selective
- Continued opportunity to capture non-recourse government financing through PPIP, TALF and FDIC programs

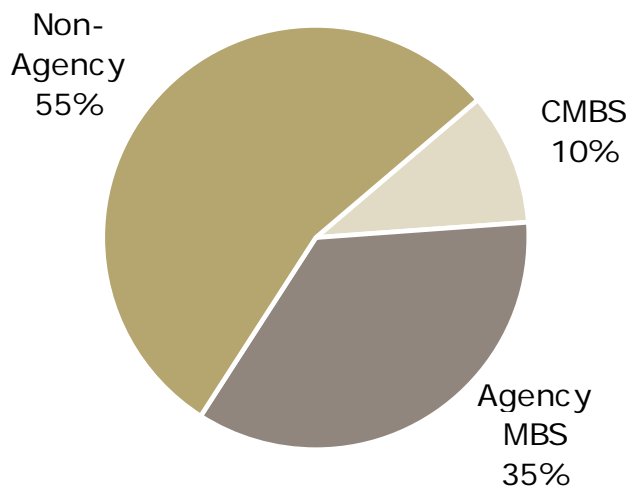
## ✓ **Breadth and depth of our manager’s resources**

<sup>(1)</sup> Assumes re-investment of \$1.05/share dividend at ex-date

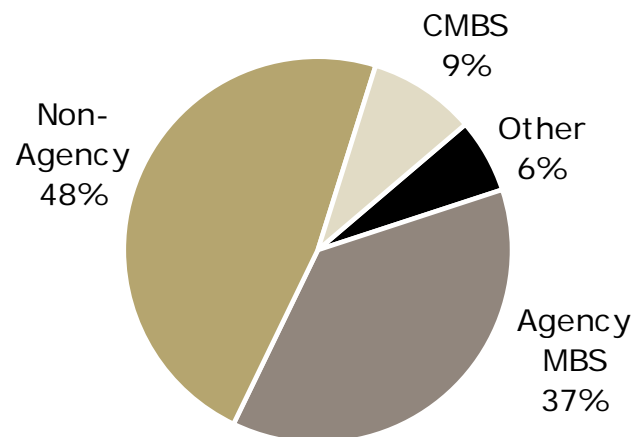


# IVR has executed on its plan from IPO

**IPO Proposition**  
(Equity allocation)



**Actual Portfolio at Q3 2009**  
(Equity allocation)



Gross ROE	19.0%
Leverage	3.0x
Agency MBS Duration Gap	~0.5 years
CMBS Leverage	TALF

Gross ROE	19.4%
Leverage	3.2x
Agency MBS Duration Gap	~0.5 years
CMBS Leverage	TALF

Diversified, high yielding portfolio with balanced risk

# IVR has delivered to its shareholders

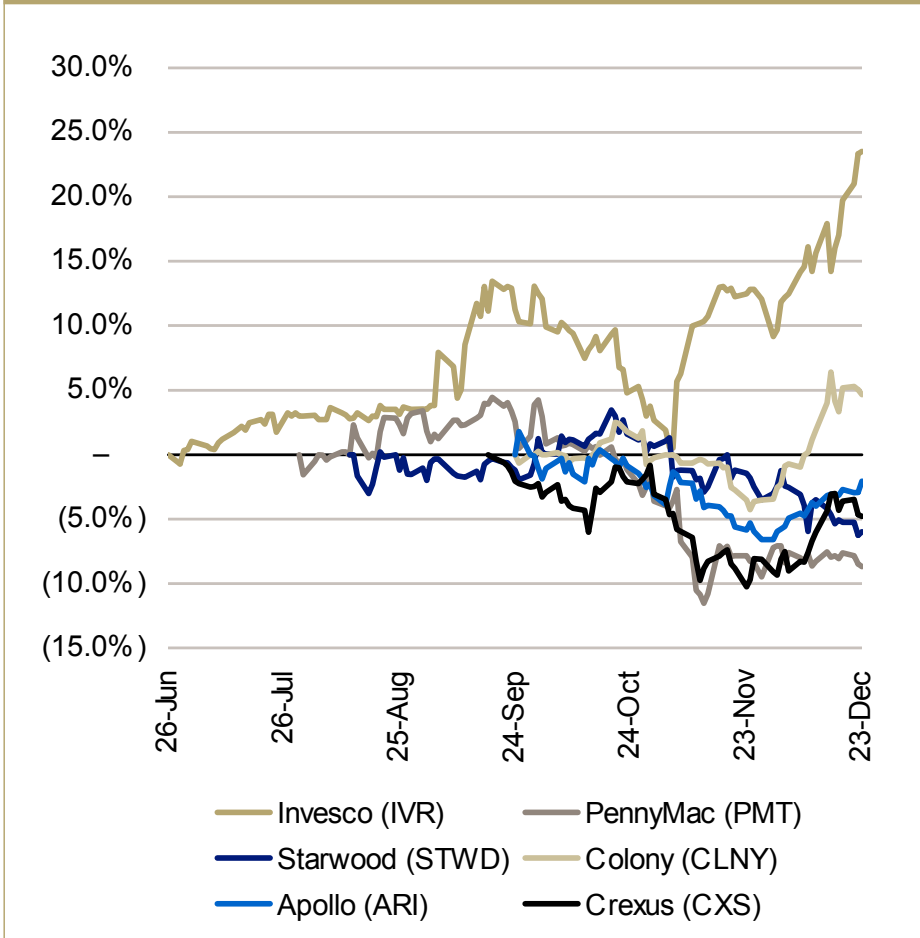
## IVR outperformed all other 2009 mortgage REIT IPOs

### Recent results

■ Total return from IPO <sup>(1)</sup> -12/31/09	22.10%
■ 9/30 BV (ex-dividend)	\$20.21
■ 3Q Gross ROE	19.4%
■ 3Q EPS	\$0.70
■ Dividends per share since IPO	\$1.66

- Successful execution of strategy communicated during the IPO
- Quick deployment of capital into assets yielding attractive returns
- Benefit of capturing government-sponsored, non-recourse financing

### 2009 REIT IPOs – Total Returns



Source: Bloomberg

(1) Assumes \$1.05/share dividend reinvestment at ex-date.

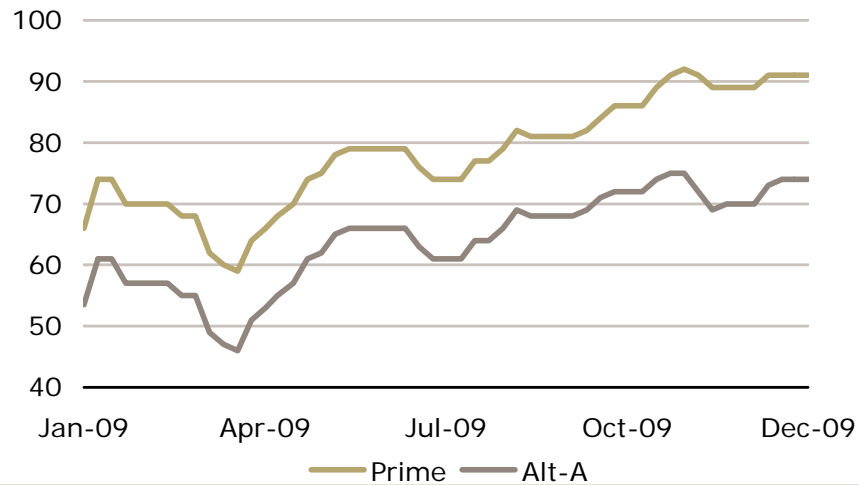


# Compelling market to invest new capital

- ✓ **RMBS Remains Attractive**
  - Non-Agency spreads remain wide
  - The Fed exiting the Agency MBS market may provide an attractive entry point
- ✓ **Flexible Strategy Provides Access to Opportunities Across the Mortgage Spectrum**
  - Access to Invesco PPIP Fund with no additional management or performance fees
  - TALF funded legacy CMBS
  - Residential and commercial loans
- ✓ **IVR has Unique Access to Attractive Financing**
  - IVR leverages Invesco's repo relationships
  - Ability to use several forms of available private and government financing

# Opportunity remains attractive

## Non-Agency markets remains attractive

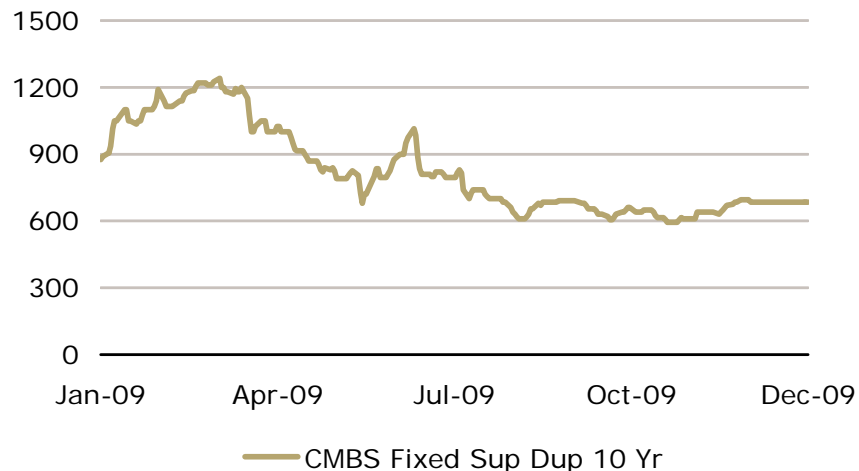


Source: JP Morgan

## Attractive spreads and available supply

- Non-Agency spreads are still wide compared to historical levels
- We see \$500mm – \$2bn of asset flow per day and can be selective based on IVR's size
- Better liquidity has helped bring back private financing, which further supports non-Agencies
- The PPIP program has helped support the market, providing an underlying bid to the sector

## CMBS market has stabilized



Source: JP Morgan

## Available financing and attractive returns

- Legacy TALF program runs through March 2010
- New Issue CMBS market is returning
- Given current spreads, it is vital to select the top quartile credits
- Mid teen ROE's are available with TALF financing



# Agency Trade remains attractive

Agency net interest margin remains wide

Blend 50% 30 yr 5.5's and 50% 15yr 5's minus libor



Source: Barclays

Fed is exiting the market, but widening expected to remain contained

- GSE portfolio caps were relaxed eliminating their need to sell securities to make room for buyouts
- Production is slowing as rates increase
- Bank reserves are over \$1T, providing another source of demand for Agency RMBS
- Natural buyers – hedge funds, foreign governments and money managers – will step back into the market

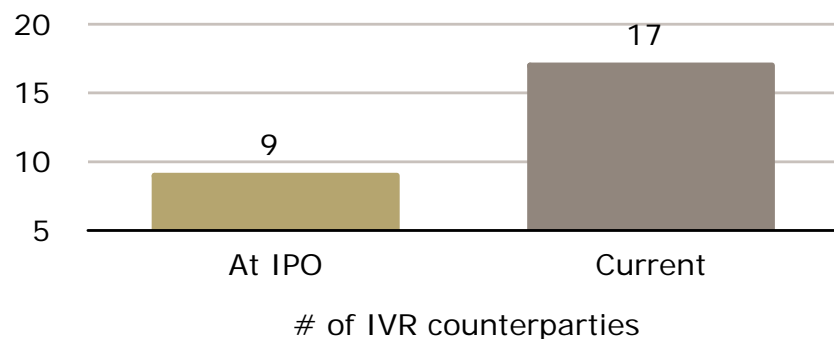
IVR's strategy

- Avoid high coupon, credit-impaired pools susceptible to GSE buyouts
- Buy low loan balance pools which offer prepay protection and are less vulnerable to GSE buyouts
- Buy 15 year collateral in lieu of high dollar priced hybrids
- Maintain a tight duration gap to hedge against rising rate environment

# Capturing attractive funding is a competitive advantage

## Attractive financing drives returns

### Ample funding capacity



### Attractive interest rate environment

Fed funds:	0–0.25%
1-months LIBOR:	0.23%
Agency REPO:	0.25%
CMBS REPO:	1.50%
Non-Agency REPO:	1.50%
2's – 10's UST:	2.75%

As of 1/5/09

### TALF/PPIP/FDIC

- TALF - match funded 5-yr non-recourse financing from NY Fed
- PPIP - long-term (8 – 10yr) limited-recourse funding at LIBOR + 100bps with 1x leverage
- FDIC - funding for loans up to 10 years at 4 – 6x leverage at a low fixed rate

### Private Market

- IVR has a significant funding advantage as Invesco Money Market complex repo's \$20BN-\$30BN a day to our counterparties
- IVR currently has ample untapped repo capacity for our target assets

# IVR is supported by Invesco Ltd.

Specialist real estate resources support the REIT and will allow IVR's shareholders to benefit from new investment opportunities

## Invesco Fixed Income

### PPIP Program

- Large experienced team
- Expertise/Scale in target assets
- Strong performance
- Breadth of repo relationships
- Strong credit culture
- PPIP fund fees waived for IVR

## WL Ross and Co.

### FDIC Loan Program

- Joint bids for loan packages out of FDIC
- Hired Jim Lockhart
- One of the largest residential servicing platforms
- Direct interaction with IVR's management
- WL Ross and Rich King are investment committee members of Invesco PPIP Fund

## Invesco Real Estate

### CMBS and CRE Loans

- Direct real estate investing expertise
- Fundamental real estate analysis and valuation critical to the credit underwriting process
- Direct interaction with IVR and joint work on commercial mortgage loans



# Central Focus on Risk Management

## Investment Committee

Responsible for oversight of risk measurement & management

### Key Risks

### Mitigation Strategies

#### Credit

- CMBS—Risk Score determination; loan and portfolio-level collateral loss projections
- RMBS—Prepayment, default and loss severity assumptions based on collateral, recent performance and macro outlook
- Structural analysis for base case and stress scenario cashflow projections

#### Interest Rate

- Monitoring of reset periods, selective hedging, stress testing

#### Financing

- Counterparty diversification, selectively extend terms
- Non-Agency and CMBS non-recourse financing under TALF

#### Prepayment

- Focus on security selection and diversification (issuer, geography, rate reset, and other key features)



# Experienced team that has delivered to investors

Average team experience: [16] years

Name	Position	Industry Experience
<b>IVR Management</b>		
Richard J. King, CFA	CEO, Head of U.S. Investment Grade Fixed Income	25
Donald Ramon, CPA	CFO of Invesco Mortgage Capital	23
John M. Anzalone, CFA	CIO, Head of MBS (RMBS & CMBS focus)	20
<b>Credit Analysis</b>		
Robson J. Kuster, CFA	Head of Research, Structured Securities	14
Dave B. Lyle	Sr. Analyst, RMBS Structured Securities	8
Kevin M. Collins	Sr. Analyst, CMBS Structured Securities	7
Glenn Bowling	Sr. Analyst, ABS Structured Securities	20
Aaron Kemp	Analyst, RMBS Structured Securities	4
Daniel Saylor	Analyst, CMBS Structured Securities	2
<b>Trading and Portfolio Management</b>		
Jason L. Marshall	Portfolio Manager, MBS, RMBS and CMBS	12
Brian P. Norris, CFA	Portfolio Manager, MBS, Agency MBS	11
Clint W. Dudley, CFA	Portfolio Manager, MBS, Agency MBS	11
<b>Repo Trading and Cash Management</b>		
Laurie F. Brignac	Sr. Portfolio Manager, Cash Management	20
Lyman Missimer III, CFA	Head of Cash Management	28
Thomas Gerhardt	Portfolio Manager, Cash Management	14
<b>Risk Management</b>		
Mark V. Matthews, Ph.D.	Head of Risk Management	10

Structured Asset Team are Invesco Institutional (NA), Inc. employees associated with management of the Invesco Mortgage Capital Inc. portfolio.



# Well positioned to benefit from additional opportunities

## Residential and Commercial Loans

- Increased FDIC focus on resolutions results in a bigger pool of assets for sale
- Collaboration with WL Ross and American Home Mortgage Servicing provides a unique advantage
  - IVR/WLR are approved bidders in FDIC auctions – IVR has already jointly bid on FDIC assets
  - Loan level analysis, valuation, diligence and servicing expertise
- FDIC is expected to dramatically increase its auctions in early 2010, increasing asset flow
- Significant opportunities in both residential and commercial mortgage markets

## CMBS

- IVR has successfully proven its access to the TALF program
- Older vintage securities remain attractive with non-recourse financing
- New issue market is coming back with deals in Q4 and a growing pipeline

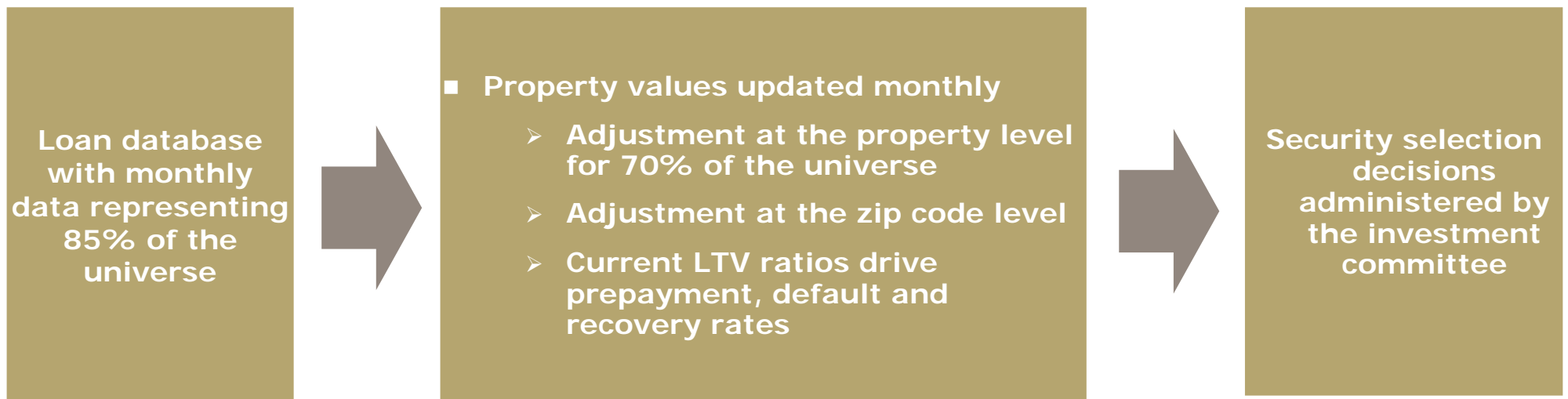


## PPIP program

- Access to limited-recourse funding for REIT-eligible assets
- Ability to invest in mortgage assets with attractive leverage
- Benefits from in-house expertise of WL Ross-owned companies

# Loan level credit analysis drives security selection

- ✓ Invesco provides resources and expertise across the mortgage market
- ✓ Credit process includes focus on macro outlook, originator and servicer due diligence, and loan level analytics to support investment decisions
- ✓ Sophisticated analytical tools focus on relative value trends across securities
- ✓ Intensive loan level work provides unique insights that drives security selection and investment decisions



# IVR has outperformed

- **Proven ability to execute on strategy**
  - Delivered attractive total returns to shareholders
- **Nimble structure and experienced team ideally positioned to benefit from various market cycles**
  - Flexibility to invest in the most compelling opportunities across the U.S. mortgage market
- **Opportunity to partner with a market leader**
  - Extensive resources of a leading asset manager with collaboration between Invesco's three centers of mortgage excellence