### **Petershill Partners**

Operated by Goldman Sachs Asset Management

# Full Year Results 2022 Presentation

PETERSHILL PARTNERS PLC

28 March 2023

# Important Notice

Petershill Partners plc commenced conditional trading on the London Stock Exchange on 28 September, 2021, on which date the initial acquisition of the portfolio of Partner-firms by the Company was completed. The Company was incorporated in March 2021, but did not trade prior to the end of September 2021. In addition, for completeness and transparency, this document provides results for our interests in the Partner-firms in aggregate, including operating metrics for periods prior to the initial acquisition date, presented as if the Company's assets as at the time of the IPO had been owned by the Company on September 28, 2021.

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#### Alternative Performance Measures ("APMs")

Throughout this presentation, reference is made to adjusted measures which the Company considers to be alternative performance measures ("APMs") or Operating Metrics. As part of the initial acquisition of the portfolio of Partner-firms on 28 September 2021, the Company acquired interests in several trusts ("Issuers"), which previously issued \$350m of long term debt with a 5% coupon and a maturity date of 2039, which has been refinanced on 24 August 2022 with \$500m debt, the proceeds of which were used, in part, to pay off the prior \$350m secured debt. The \$500m debt was issued on an unsecured basis and the Company has fully guaranteed repayment of the debt. This consolidation results in reflecting all of the assets and liabilities of these entities in the consolidated statement of financial position and all of the income, investment gain and finance cost in the consolidated statement of comprehensive income. However, shareholder returns are only affected by the interests that the Company owns. The APM basis, which presents the financial information on a non IFRS basis, excluding the impact of the assets, liabilities, income, investment gain and finance cost which do not affect shareholder returns, aids shareholders in assessing their investment in the Company. The IFRS and APM basis numbers discussed and presented herein include significant 'unrealised' and non-cash items that include unrealised change in fair value of investments and it should be noted that while permitted, it is not the Company's core strategy to exit or realise these investments. Therefore, management results are also presented excluding the unrealised change in fair value of investments at fair value through profit and loss and related unrealised divestment fee. APMs are used by the Directors and the Directors and the Directors and the passage and they also reflect more closely the cash flow of the Company. The Directors believe that these APMs are used by investors, analysts and other interested parties as supplemental measures of performa

# 2022 Preliminary Results – Resilience in a Tough Market Environment

Strong Adjusted Profit After Tax and Cash Flow Generation Supports Investment and Capital Return

Strong 2022 asset raising from Partner-firms surpassing previous guidance and average industry growth

Partner-firm FRE growth reflects growth in management fees offset by higher operating costs

PRE growth particularly encouraging given tough market backdrop in 2022 and strong 2021 comparable period

Completed \$50 million share buyback programme and proposed final dividend of \$125m (\$165m total for 2022¹). Intend to launch new \$50m buyback programme

Positive FRE momentum into 2023, supported by strong 2022 Partnerfirm fundraising activity, funds yet to be activated and 2023 outlook 2022 PARTNER-FIRM GROSS FEE PAYING AUM RAISE<sup>1</sup>

\$60bn

ON AN ORGANIC BASIS WITH \$24BN 2H 2022

**PARTNER-FIRM FRE GROWTH (2022)** 

+1%

62% FRE MARGIN (2022)

**ADJUSTED EBIT MARGIN (2022)** 

89%

2022 TOTAL CAPITAL RETURN<sup>2</sup>

\$215mm

2022 \$165MM DIVIDEND + \$50MM BUYBACK

2022 PARTNER-FIRM FEE-PAYING AUM GROWTH

+23%

\$194BN FY 2022 VS \$158BN FY 2021

**PARTNER-FIRM PRE GROWTH (2022)** 

+2%

26% PRE % OF TOTAL REVENUE (2022)

**ADJUSTED EPS (2022)** 

23.7¢

-39.4¢ IFRS EPS (2022)<sup>3</sup>

IFRS TOTAL SHAREHOLDERS' EQUITY

\$4.7bn

416¢ / 344p BOOK VALUE PER SHARE<sup>3</sup>

As a reminder, certain key operating metrics, including AUM, Partner Private Markets Accrued Carried Interest and Investment Capital reflect data reported to the Operator on a three-month lag. FRE refers to Partner-Firm Fee Related Earnings, PRE refers to Partner-Firm Realized Performance Revenues. 1. Represents fee eligible AUM raised in 2022, some of which may have fees activated in 2023. 2.Includes proposed final dividend of \$125 million. 3.¢ refers to USD cents. p refers to pence sterling. Exchange rate as at 31 Dec 2022; 1 GBP = 1.2098 USD.

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# Delivering on Our Strategy

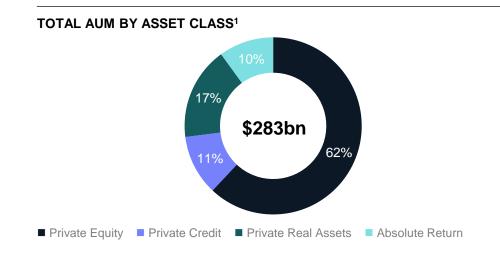
# Petershill Partners PLC – Overview

### Global Alternatives Investment Group with Diversified Exposure to Leading Partner-Firms

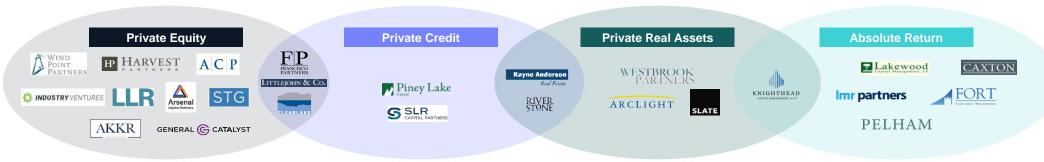
**Diversified** global alternative investment group with stakes in 25 Partner-firms predominately focused on private capital strategies across all asset classes

**Proven** track record of returns and growth with Partner-firm assets under management (AUM) CAGR (2018-2022) of ~28%.

**Resilient** business model with a high proportion of recurring revenues with 8.9 years weighted average capital duration, attractive fee related earnings margins and high cash flow conversion supporting strong capital return







1. Represents Total AUM at end of 2022, reported with a one-period (3-month) lag due to the timing of the financial information received by the Operator from the Partner-firms

# Petershill Partners Proposition

Business Model Offers Diversified Exposure with Strong Cash Flows Supporting Growth and Capital Return



### **AUM growth above industry**

Partners-firms ~28% AUM CAGR (2018-22) ahead of industry ~14% AUM CAGR (2018-22)<sup>1</sup>

### **Long Duration Capital**

Partners-firms AUM is long duration with a weighted life of c.8.9 years

### **Recurring revenues & high profitability**

Management fees in 2022 represented c.69% of Partner-firm revenues and FRE margins of 62%, above industry average

### **Strong cashflow position**

High cash flow generation and significant cash available on balance sheet

### Inorganic growth opportunities

Opportunities to augment organic growth with selective earnings accretive M&A (\$100-300m p.a.)

### **Attractive Capital Return**

Progressive ordinary dividend policy with scope for additional returns (\$215m of total capital return in 2022<sup>2</sup>)

- 1. Source: Preqin. Alternatives industry assets under management figure for December 2022 is Preqin forecast data as of October 2022.
- 2. Includes 2022 proposed final dividend of \$125 million.

# Partner-Firms Key Highlights

### **Strong Momentum Across Partner-Firms**

### SIGNIFICANT MOMENTUM / MILESTONES ACHIEVED IN 2022



'Francisco Partners Announced Completion of Fundraising, Closes on nearly \$17 Billion in New Capital'



'Clearlake Capital Closes Seventh Flagship Private Equity Fund with more than \$14.1bn Billion in Commitments'



'Industry Ventures Secondary VIII named a **Top Performing Private** Equity Fund of 2022 by Pregin'



'Arsenal Capital Partners Announces Final Closes of Two New Funds Totaling \$5.4 Billion'

GENERAL (C) CATALYST

'General Catalyst Named No. 1 Most Prominent Digital Health Investors'



'SLR Capital Partners Secures \$2.2 billion of Equity Commitments to its Direct Lending Strategies'

### LARGEST 5 PARTNER-FIRMS BY FP AUM



### **SMALLEST 5 PARTNER-FIRMS BY FP AUM**

















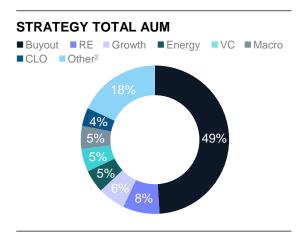




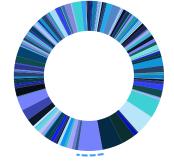
# Our Earnings are Drawn from a Diversified Asset and Product Base with Embedded Fee Growth

### PETERSHILL PARTNERS' PARTNER-FIRMS HAVE RAISED CAPITAL EVERY YEAR<sup>1</sup>

	Pre-'12	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022
Petershill Partners Operated by Goldman Sarch Asset Management	•	•	•	•	•	•	•	•	•	•	•	•
AKKR	•	•		•	•			•	•	•		•
ARCLIGHT	•				•		•			•	•	
A C P	•					•			•			
Arsenal Capital Partners	•					•			•	•	•	•
11111111	•	•			•	•		•	•	•	•	•
FP	•				•	•	•			•	•	•
GENERAL (© CATALYST								•	•	•	•	•
H HARVEST	•	•				•		•	•	•		•
INDUSTRY VENTURES	•		•	•		•		•		•	•	
Kayne Anderson Real Estate	•		•		•	•	•	•	•	•	•	•
EXTENSION OF	•								•	•		
Littlejohn & Co.	•			•	•	•	•	•	•	•	•	
LLR				•				•		•		
RIVER	•		•		•	•	•	•	•	•		
SLATE				•		•	•	•		•	•	•
S SLR CAPITAL PARTNERS						•		•	•	•		
STG	•							•		•	•	
WESTBROOK PARTNERS	•	•		•	•	•	•		•	•	•	
WIND POINT PARTNERS	•					•			•		•	•



### PARTNER AUM BY FUND



largest Partner-firm fund of ~\$14.0bn represents ~5% of total Partner-firm AUM

<sup>1.</sup> Dots represent the vintage year in which a GP launched a fund, as of 31-Dec-2022. There is no guarantee the firms listed above will launch any funds in the future. For illustrative purposes only. Diversification does not protect an investor from market risk and does not ensure a profit. Partner-firms shown represent all private capital investments in Petershill Partners plc.

<sup>2.</sup> Other includes Infrastructure, Direct lending / Senior, Secondaries, Multi-Strategy, Equity Long/Short, Systematic, Credit, Distressed / Special Situations and Fixed Income RV.

# Delivering on Acquisition Strategy

\$180mm

**COMMITTED DURING 2022** 

\$7bn

PARTNER-FIRM AUM ADDED FROM NEW DEALS IN 2022

\$7bn

PARTNER-FIRM FP AUM ADDED FROM **NEW DEALS IN 2022** 

### PETERSHILL PARTNERS' 2022 NEW ACQUISITIONS

Partner-firm	Date	Committed	Incremental Total AUM	Incremental FP AUM	Sector Exposure
STG TECHNOLOGY	3Q21	\$60mm	\$6bn	\$3bn	MM Buyout, Tech
Arsenal Capital Partners	4Q21	230mm	8bn	3bn	MM Buyout, Healthcare, Industrials
WIND POINT PARTNERS	4Q21	50mm	3bn	2bn	MM Buyout, Industrials, Consumer Products
ARLINGTON CAPITAL PARTNERS	4Q21	97mm	3bn	2bn	MM Buyout, A&D, Healthcare, Tech
NDUSTRY VENTURES	4Q21	21mm	-	-	Tech
Kayne Anderson Real Estate	3Q22	100mm	-	-	Real Estate
LLR	3Q22	40mm	4bn	3bn	MM Buyout, Healthcare, Tech
S SLR CAPITAL PARTNERS	3Q22	40mm	3bn	4bn	Private Credit
Total 2022 Acquisitions		180mm	7bn	7bn	
<b>Total Acquisitions</b>		\$638mm	\$27bn	\$17bn	

M&A outlook at IPO



\$100-300m investments annually



Healthcare PE 🗸



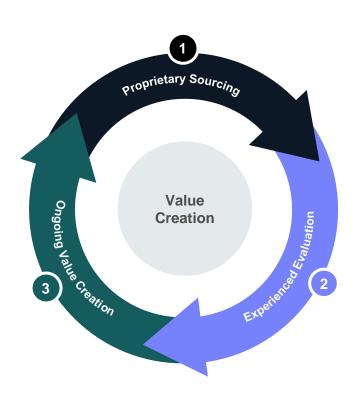
**Real Assets** 

Private Credit 🗸

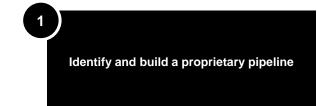


# Value-Add Strategic Partnerships

### PETERSHILL PARTNERS VALUE CREATION CYCLE



### LEVERAGING ACCESS TO GS PLATFORM



Leverage insights, analysis and evaluation

Leverage global platform and dedicated GP Services team to drive value creation

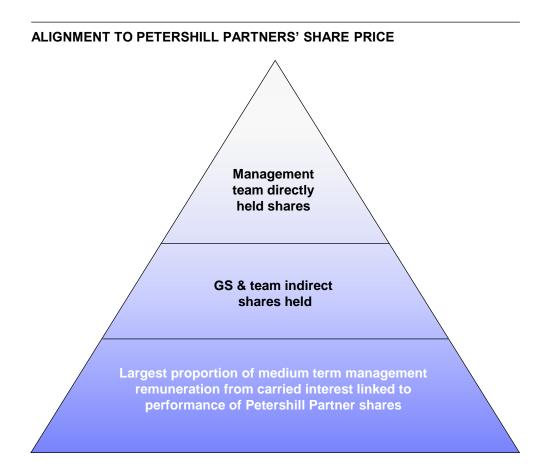
### **GP SERVICES ENGAGEMENTS IN 2022<sup>1</sup>** ■ Capital Formation ■ Product Dev. & Benchmarking ■ Strategy, Corp. Fin., M&A ■ HR & ESG ■ Operations ■ Inv. Portfolio Svc ■ Monitoring, Reporting & Comms Investment Portfolio & Capital & Product Reporting Development 89 314 183 42 Firm 12 Infrastructure &

Operations

<sup>1.</sup> Includes 2022 engagements, inclusive of all Partner-firms across the Petershill platform.

# Governance and Alignment

# Fully independent Board adhering to the AIC code Profit share linked to accretive M&A post two-year holiday and hurdle Formal Operator Agreement with provisions for managing potential conflicts of interest Management alignment with Petershill Partners PLC



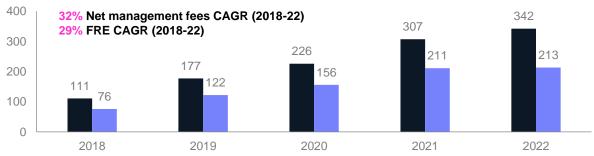
Operator charge aligned to Partner-firm profitability

# Strong Medium-Term Growth Momentum



### ROBUST NET MANAGEMENT FEES AND FRE GROWTH

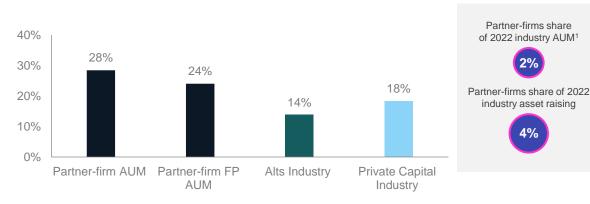
■ Net management fees ■ FRE



### ATTRACTIVE DISTRIBUTABLE EARNINGS (TOTAL INCOME) GROWTH



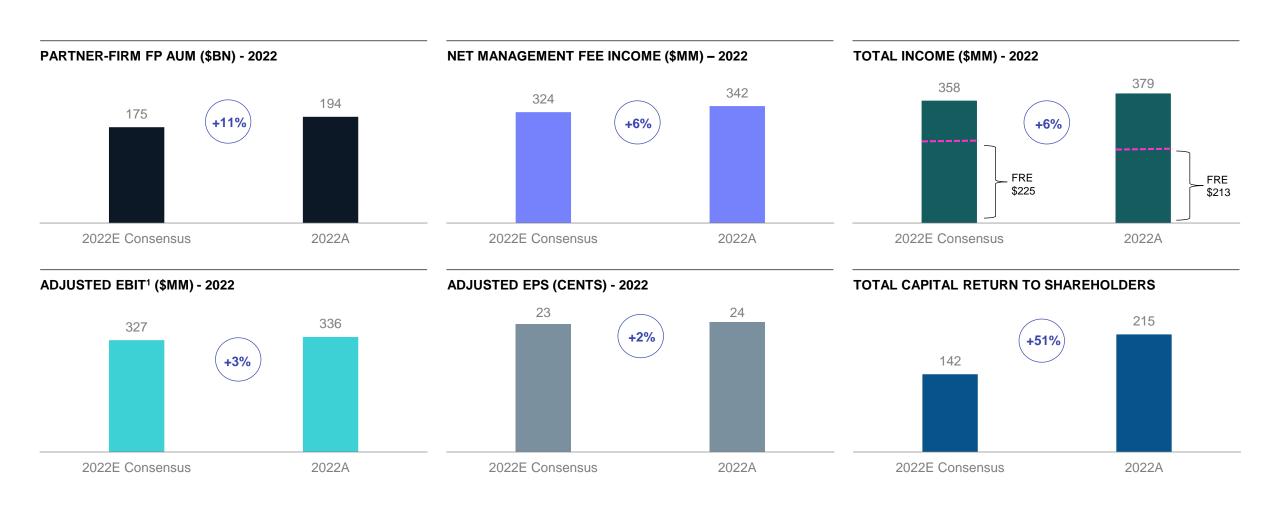
### MEDIUM TERM AUM CAGR (2018-22) OUTPACING INDUSTRY GROWTH<sup>1</sup>



<sup>1.</sup> Source: Preqin. Industry assets under management figures for December 2022 are Preqin forecast data as of October 2022, Company data.

# Delivery on 2022 Key Metrics Relative to Expectations at IPO

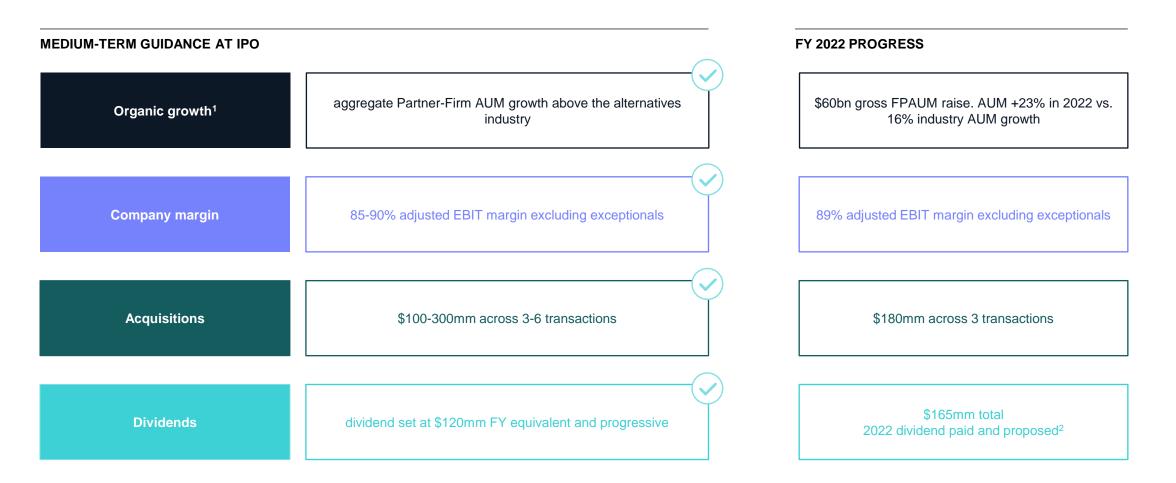
2022A Relative to 2022 Consensus Expectations at IPO



Source: Consensus expectations for FY22 as of 8 Nov 2021, 1 Adjusted EBIT is an Alternative Performance Metric and is defined as the sum of revenues including other income and expenses before net finance result and income taxes

# Strong Progress Against Our Goals

Delivery vs Headline Guidance, and FY23 Expectations



<sup>1.</sup> Organic growth guidance FY 2023 is representative of private capital Partner-firms only. 2. Includes proposed final dividend of \$125 million.

# 2

# FY 2022 Performance Highlights

# Management Results (Non-IFRS)

### Adjusted Profit After Tax of \$273mm and Adjusted EPS of 23.7 cents

1%

PARTNER-FIRM FRE GROWTH FY22

2%

PARTNER FIRM PRE GROWTH FY22

89%

ADJUSTED EBIT MARGIN FY22

39%

FY22 DPS INCREASE VS FY21 PRO-FORMA

				FY			
(in \$millions, except as noted and per share data)	2022	2021	(Δ%)				
Partner Fee Related Earnings (Partner FRE)	(\$mm)	213	211	1%			
Partner Realised Performance Revenues (Partner PRE)	(\$mm)	132	129	2%			
Partner Realised Investment Income	(\$mm)	25	42	(40%)			
Partner Distributable Earnings	(\$mm)	370	382	(3%)			
Interest Income from investments in money market funds	(\$mm)	9	-	-			
Total Income APM	(\$mm)	379	-	-			
Other operating expenses	(\$mm)	(15)	-	-			
Operator charge	(\$mm)	(28)	-	-			
Adjusted earnings before interest and tax (EBIT)	(\$mm)	336	-	-			
Adjusted EBIT margin	(%)	89%	-	-			
Interest Expense	(\$mm)	(28)	-	-			
Tax and related expenses <sup>1</sup>	(\$mm)	(35)	-	-			
Adjusted profit after tax	(\$mm)	273	-	-			
Adjusted EPS	(Cents)	23.7	-	-			
Dividend <sup>3</sup>	(\$mm)	165	-	-			
Dividend per share	(cents)	14.5	-	-			
Adjusted tax & related expense rate <sup>2</sup>	(%)	11.5%	-	-			
Excluded non-recurring exceptional items	(\$mm)	19	-	-			
Totals may not add due to rounding.							

<sup>1.</sup> Tax and related expense includes current tax plus expected payment under the TRA.

<sup>2.</sup> Adjusted tax & expense rate includes estimated TRA payment, which will be recorded cashflow statements rather than IFRS profit and loss statements.

<sup>3.</sup> Includes proposed final dividend of \$125 million.

### 2022 Robust AUM Growth

Diversified Asset Raising Across Leading Alternative Asset Managers Supports AUM Growth



# Partner-Firm Management Fee Growth Despite Lower Transaction Fees

Management Fee Income Generation from Diversified Funds with Fee Rate Inline with 5-Year Average

### \$342mm

PARTNER-FIRM MANAGEMENT FEES FY22

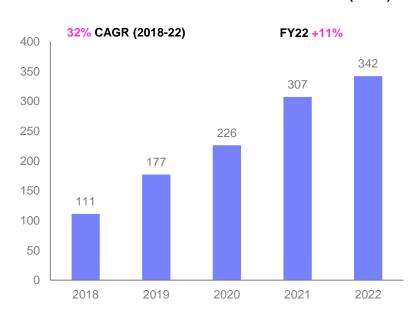
### 1.41%

PARTNER-FIRM BLENDED NET MANAGEMENT FEE RATE FY22

### 13.5%

IMPLIED BLENDED PARTNER-FIRM FRE OWNERSHIP FY22<sup>1</sup>

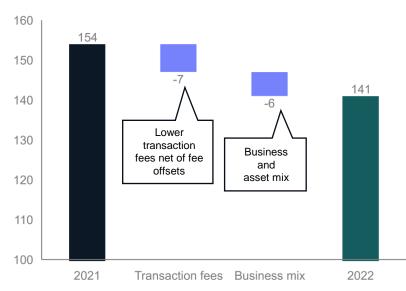
### PARTNER-FIRM NET MANAGEMENT FEE GROWTH (£ MM)



# PARTNER-FIRM NET MANAGEMENT FEE RATE MODESTLY AHEAD OF MEDIUM-TERM AVERAGE (BPS)



# 2022 PARTNER-FIRM NET MANAGEMENT FEE RATE CHANGE (BPS)



<sup>1.</sup> Represents the Average Implied Blended Partner-firm FRE Ownership at 31-Dec-2021 and 31-Dec-2022. Excludes acquisition of LLR.

# Partner-Firm FRE Impacted by Growth Investment & Inflation Backdrop

Modest Growth in FRE Impacted by Lower FRE Margins

### \$129mm

PARTNER-FIRM OPERATING COSTS FY22

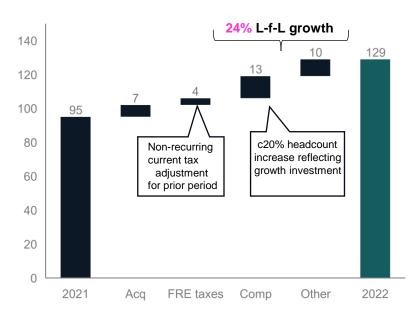
# \$213mm

PARTNER FEE RELATED EARNINGS (FRE) FY22

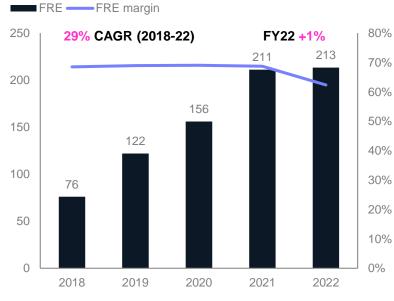
### 62%

PARTNER FRE MARGIN FY22

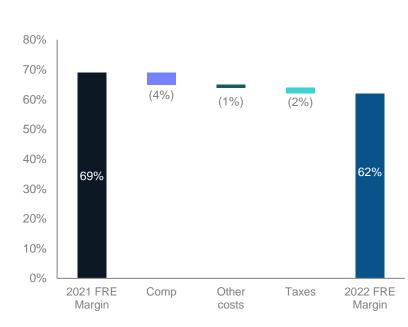
### PARTNER-FIRM 2022 OPERATING COST MOVEMENT



### PARTNER-FIRM FRE AND FRE MARGINS

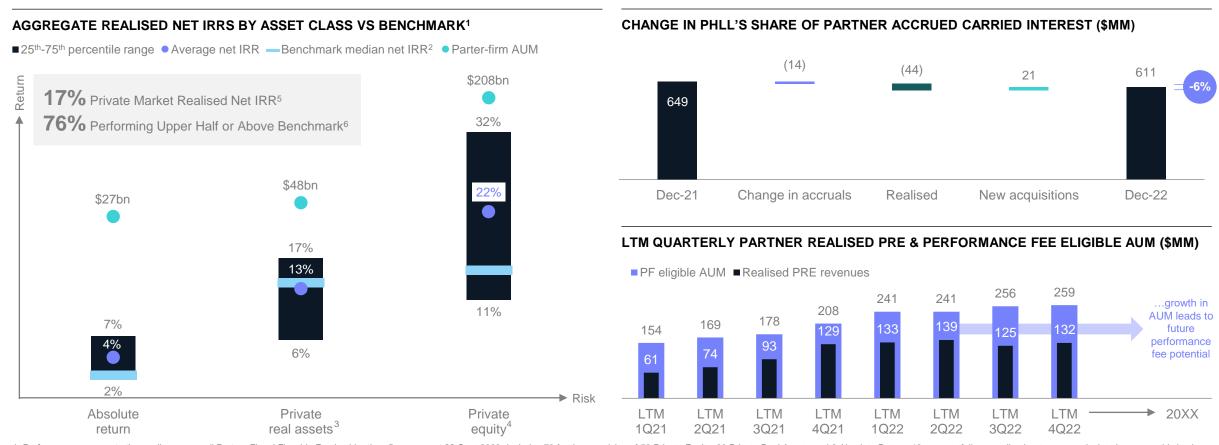


### 2022 PARTNER-FIRM FRE MARGIN MOVEMENT



# Strong Investment Returns and Accrued Carried Interest Supports PRE

\$132mm Realised PRE Represents 26% of Total Partner-Firm Revenues in Tough Market Environment



<sup>1.</sup> Performance represents the median across all Partner Firms' Flagship Funds older than 5 years as at 30-Sept-2022. Includes 79 funds comprising of 53 Private Real Assets and 6 Absolute Return. 10 year portfolio annualised net returns calculated on a monthly basis starting from 2012. 2. Median net IRR of private market funds, per Preqin, averaged across the vintages between 1980 and 2017. 10-year annualised net returns of absolute return funds, per HFRX Absolute Return Index. 3. Private Real Assets include Private Real Estate, Private Infrastructure and Private Natural Resources. 4. Private Equity includes Private Credit. 5. Partner-firms' performance based on the 73 Partner-firms' Flagship Funds older than 5 years. 6. Private markets performance based on realised net IRR quartiling based on percentage of Aggregate Partner-firm AuM, and absolute return by Aggregate Partner-firm AuM over 10 years relative to HFRX Absolute Return Index. Private markets weighted at 90% and absolute return at 10% in line with 31-Dec-2022 Aggregate Partner-firm AuM split. Past performance does not predict future returns.

### Overview of Current Balance Sheet

Fair Value of Investments Impacted by Unrealized Reduction in Holding Value of Investments

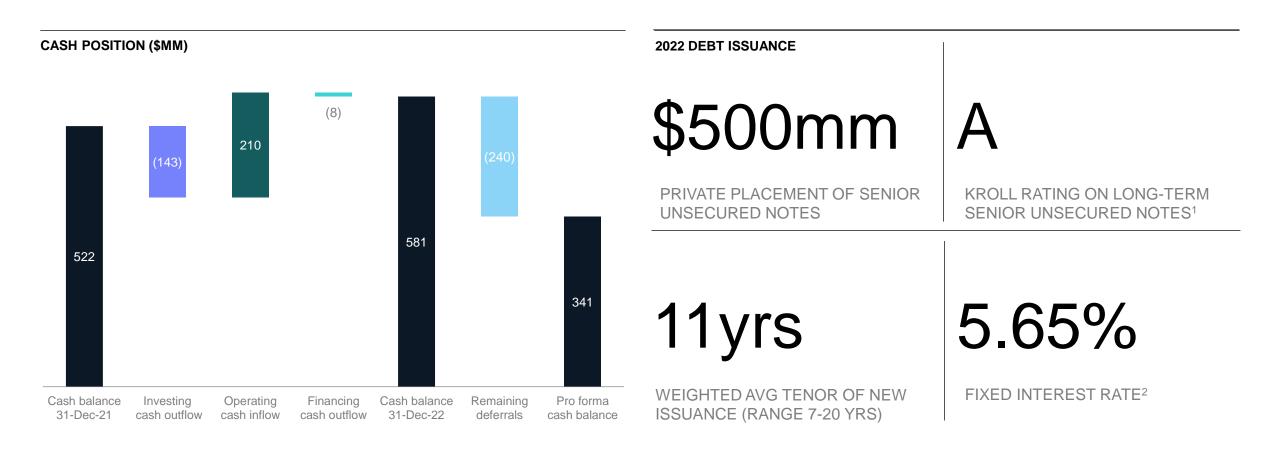


WEIGHTED AVERAGE GROSS FAIR VALUE DISCOUNT RATE OF PRIVATE MARKET INVESTMENTS OF 17% (15% FY21)

<sup>1.</sup> Investments at fair value includes \$44m of deferred tax assets

<sup>2.</sup> FY21 Adjusted Performance Metric (APM) and excludes \$0.5bn fair value of transferred interest held as collateral that have been released to the Petershill Funds and the Subsidiaries of the Company

# Strong Cash Position and Attractive Long Duration Debt Funding



<sup>1.</sup> Kroll Rating published on 25 August 2022. 2. Weighted average interest rate across tranches

# Cash Flow Generation Supports Investment, Dividend Growth and Capital Return

### FREE CASH FLOW CONVERSION **KEY STATS** Proposed final DPS of 11.0 cents, total FY22 DPS of 14.5 cents. Total FY22 dividend of \$165mm<sup>1</sup> \$257m Free Cash Flow \$180mm of M&A in 2022, across 2 new investments and 1 follow on investment \$336m **Adjusted EBIT** \$50m buyback in 2022 completed and intend to launch \$[50]mm buyback for 2023 76% **Net leverage target <1.5x LTM EBIT.** Free Cash Flow Conversion\* Capacity for up to 3x LTM EBIT for additional acquisitions \*Absolute Return strategies realized PRE crystalize at end of

\$215mm total capital proposed and returned to shareholders in 2022

Dec, with cash expected in the subsequent quarters

<sup>1.</sup> Includes 2022 proposed final dividend of \$125 million.

# 3

# Business and Outlook

# We Have Clear Strategic Direction and Goals for 2023 and Beyond

Support and assist our Partner-firm development

Continue to identify and enter attractive growth markets through acquisitions

Drive capital efficiency and total shareholder returns

Broaden and deepen market understanding of the business

# Private Markets Industry Growth Remains Compelling

Medium Term Outlook Remains Attractive

# Fundraising (\$bn) --- Avg Raise 837 1,082 1,173 1,229 1,310 1,262 1,359 471 622 709

2018

2019

2020

2021

2017



### GLOBAL BUYOUT DEAL IRR BY YEAR OF ENTRY<sup>2</sup>

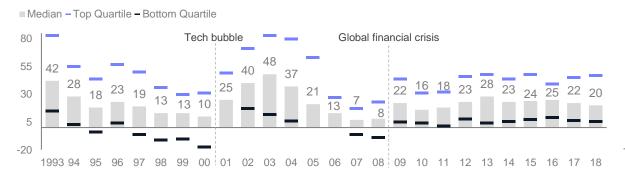
2015

2016

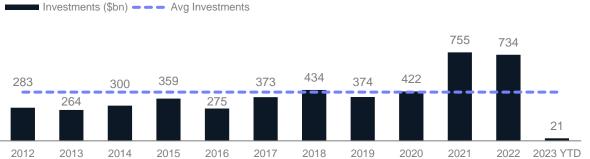
2013

2012

2014



### PRIVATE MARKETS INVESTING CONTINUES AMID HIGHER UNCERTAINTY<sup>3</sup>



<sup>1.</sup> Preqin, as of February 2023. Private capital includes private equity, real estate, infrastructure, private debt and natural resources and timberland fund types only to avoid double counting. Figure for 2023 is YTD based on data as of February. Average fundraising based on years 2012-2022. \*Note: 2022F based on data to June 2022. 2. Bain Global Private Equity Report 2023. Includes fully and partially realized deals; all figures calculated in US dollars; post-2018 data not shown, as many deals entered later than 2018 are still unrealized. 3.Preqin, as of February 2023. Figure for 2023 is YTD based on data as of February.

2022

2023 YTD

# We Built Our Business to be Resilient in Different Market Conditions

2022 was a More Nuanced Fundraising and Operating Environment

#### **CHALLENGES**

### **Nuanced Fundraising**

Compressed fundraising environment, rapid raises with slower realisations means LPs are selective

### Interest Rates

Rising interest rate environment

### Inflation

Inflation impact on growth, profits

### **Recession risk**

Potential GDP decline in western economies

### **SECTOR MITIGANTS**

- 2022 industry asset raising 2<sup>nd</sup> highest year on record <sup>1</sup>
- · Greater bifurcation in fundraising
- Medium term growth remains attractive with new channels for growth
- Credit financing over past decade has shifted from banks to private credit,
- Demonstrated prior sector growth in 2016-19 interest hike period
- Debt availability less constrained for mid-market sized transactions
- Real asset portfolios can perform well in inflationary environments
- Ability to hold assets to duration in order to achieve return targets
- Private market firms able to restructure businesses through active control, and can pick entry/exit timing
- Performance fees sometimes delayed as asset sales put on hold, but can still be realised when markets recover

#### PHP DIFFERENTIATION

- Demonstrated strong fundraising activity in 2022 (+\$60bn)
- Largest fund is ~5% of AuM and asset raising diversified across Partner-firms, with no make or break raises
- Strongest private capital firms can distinguish themselves and limited first-time funds
- · Business driven by long-term lockup FRE centric revenue model
- Exposure across credit and liquid alternatives
- · PHP debt at fixed interest rate
- Real asset earnings footprint at 28% of Aggregate Partner AuM
- 91% of AuM in North America, with lower inflation outlook
- Highly profitable business model with limited fixed costs
- Risk management through diversified footprint of exposures
- Majority of Partner-firm revenues derived from recurring management fees

<sup>1.</sup> Preqin, as of February 2023. Industry asset raising included includes private equity, real estate, infrastructure, private debt and natural resources includes natural resources and timberland fund types only to avoid double counting. Figure for 2023 is YTD based on data as of February.

# Diversified Fund Raising in a Challenging Market Environment

2023E Partner-Firm AUM Raises and AUM Yet to Start Paying Fees Supports Management Fee Income Growth

c.\$20-25bn

2023E PARTNER-FIRM ORGANIC GROSS FP AUM RAISE<sup>1</sup>

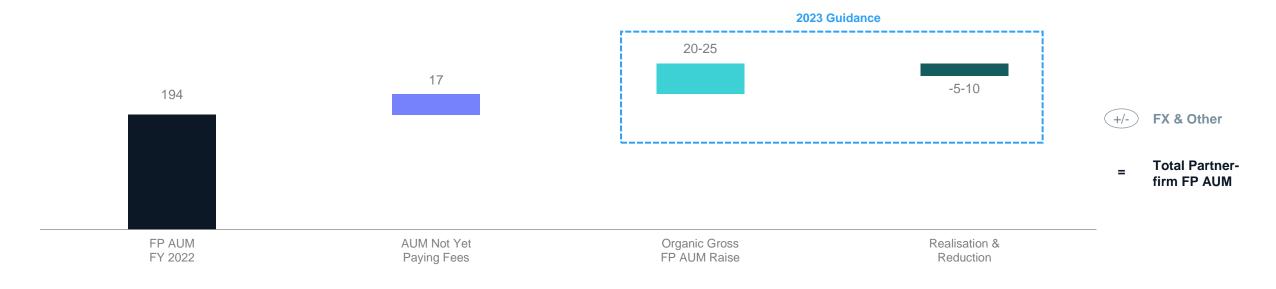
+10

PARTNER-FIRMS EXPECTED TO RAISE IN 2023

\$5-10bn

2023E PARTNER-FIRM GROSS FP REALISATION AND REDUCTION

### PROGRESSION OF ORGANIC GROSS AGGREGATE FP AUM RAISE (\$BN)



<sup>1.</sup> Organic growth guidance FY 2023 is representative of private capital Partner-firms only. Represents fee eligible AUM expected to be raised in 2023, some of which may not have fees activated in 2023.

# 2023 Guidance Reflects Strong Performance in FY22 and Confidence in Our Outlook

### Guidance

### Organic AUM growth<sup>1</sup>

\$20-25bn FY 2023 gross aggregate fee paying AUM raise

### Acquisitions

\$100-300m

### **Partner FRE**

\$220-250m FY 2023

### **Company margin**

85%-90% adjusted EBIT margin

### PRE revenue mix

20-30% of total Partner revenues

### **Dividends**

Progressive dividend policy

<sup>1.</sup> Organic growth guidance FY 2023 is representative of private capital Partner-firms only. Represents fee eligible AUM expected to be raised in 2023, some of which may not have fees activated in 2023.

<sup>2.</sup> Partner FRE Margin, Partner FRE Ownership and Partner Blended Net Management Fee Rate to remain broadly stable with 2022

# **Concluding Remarks**

Petershill Partners 2022 Year in Review

**GROWTH capturing the fastest growing segments of private markets** 

PROFITABILITY with high proportion of recurring revenues supported by PRE

**DURATION** with predominantly locked up capital base

**RISK MANAGEMENT** with earnings drawn across diversified Partner-Firms

**CAPEX-LIKE** repeatable M&A driving further upside

VALUE-ADD strategic partner in Goldman Sachs to drive proprietary sourcing and value creation through dedicated GP Services team

**CAPITAL RETURN demonstrated through progressive dividend and share buybacks** 

\$60bn asset raising and total Partner-firm AuM growth of 23% in FY 2022

Management fees represent 69% of Partner-firm revenues with a 62% FRE margin and Group EBIT margin of 89%

8.9 year weighted average capital duration

25 leading Partner-firms with a total of over 220 funds

6 new acquisitions since IPO resulting in +13% FY23 EPS accretion at date of acquisition

314 GP Services engagements across Operator platform in 2022<sup>1</sup>

\$215m of capital returned to shareholders in 2022 through ordinary dividends and buybacks<sup>2</sup>

<sup>1.</sup> Includes 2022 engagements, inclusive of all Partner-firms across the Petershill platform. <sup>2</sup> Includes proposed final dividend of \$125 million.



# Appendix

# Financial Results Highlights

(in \$millions, except as noted and per share data)

IFRS Results & Dividend	Profit after tax Total liabilities and shareholders equity Investments at fair value	<b>FY22</b> \$(453) \$5,722 \$4,959	Per Share <sup>1</sup> (40¢) 504¢ 437¢
Company Financial Measures	Total Income APM Adjusted Profit after tax Adjusted Fee Related Earnings Adjusted EBIT Adjusted EBIT Margin	\$379 \$273 \$213 \$336 89%	Per Share <sup>1</sup> 33¢ 24¢ 19¢ 30¢ 89%
Operating Metric Measures	Partner Distributable Earnings Partner Fee Related Earnings Partner FRE Margin Implied Blended Partner-firm FRE Ownership	\$370 \$213 62% 13.5%	\$382 \$211 69% 14.2%
Assets Under Management	Aggregate Partner-firm AuM (\$bn) Aggregate Fee-paying Partner-firm AuM (\$bn) Aggregate Performance-fee Eligible Partner-firm AuM (\$bn)	FY22 \$283 \$194 \$259	FY21 \$234 \$158 \$208

<sup>1. ¢</sup> refers to USD cents.

# Breakdown of Balance Sheet Valuation Methodologies<sup>1</sup>

Summary of Fair Value of Investment Components (Based on Net APM Balance Sheet Values)

### The Weighted Average Gross Fair Value Discount Rate of Private Market Investments Increased from 15% FY 2021 to 17% FY 2022

			Fair Value	FY 2022 Range	Wtd Avg	Fair Value	FY 2021 Range	Wtd Avg	
	Dainete Maulete	FRE	\$2,712m	10.5%-21.3%	13.3%	\$2,702m	10.5%-15.0%	12.1%	COST OF EQUITY DISCOUNT RATE  Values are derived from a combination of discounted cashflows, trading comparables and transaction comparables. Each business is modeled on
Private Markets	PRE	\$1,298m	13.0%-42.0%	25.2%	\$1,372m	14.0%-36.0%	22.1%	a fundamental basis, with key inputs based on the prospects for that business. A lower discount rate is generally used on management fee income, and a higher rate on performance and investment income.	
	+								PROFIT MULTIPLE INPUTS
	Absolute Detum	FRE <sup>2</sup>	\$415m	6.3x-8.3x	7.6x	\$394m	6.4x-10.2x	8.1x	Values are derived from trading comparables and transaction comparables. Each business is modeled on a run rate basis, with key
	Absolute Return	PRE <sup>3</sup>	\$150m	3.4x-5.8x	5.1x	\$267m	3.8x-10.2x	6.5x	inputs based on the prospects for that business. A higher multiple is generally used on management fee income, and a lower multiple on performance and investment income.
	+								
	Investment Capital		\$383m	1.0x-1.1x	1.0x	\$359m	1.0x-1.1x	1.0x	ASSET BASED MULTIPLE These are holdings in funds or the balance sheet of the underlying Partner-firms. Values are derived from NAVs produced from Capital Statements produced by the underlying Partner-firms.
	=								
	Gross Fair Value of Investments		\$4,959m			\$5,094m <sup>4</sup>			

<sup>1.</sup> Represents the significant unobservable inputs used in the fair value measurement categorized within Level 3 of the fair value hierarchy by valuation technique as at 31-December-2022. The fair value of any one instrument is determined using multiple valuation techniques. This includes IPO transaction multiple, weighted average of market comparable and discounted cash flows that are then weighted together to determine fair value. Therefore, the level 3 balance encompasses both of these techniques. 2. The range consists of multiples on management fee related earnings ("FRE") and may represent historical or forward looking multiples. 3. The range consists of multiples on performance related earnings ("PRE") and may represent historical or forward looking multiples. 4. Gross fair value of investments are shown on an APM basis. Gross fair value as at 31-December-2021 excludes the calibrated price of investments made during 4Q 2021 of \$430.1m. These investments are now reflected in the private markets values for FY 2022.

# Summary of Ownership Weighted AUM by Asset Class and Partner-Firm

### OWNERSHIP WEIGHTED TOTAL AUM BY TOP 5 PARTNER-FIRMS (\$M)

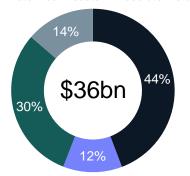
■ Clearlake ■ Kayne Anderson RE ■ Harvest ■ Caxton ■ ArcLight ■ Remaining OW weighted AUM



Partner Firm	Number of Funds	OW Total AUM		
■ Clearlake	16	6,187		
Kayne Anderson Real Estate	23	5,297		
Harvest	7	2,634		
■ Caxton	4	2,614		
■ ArcLight	6	2,381		
Remaining Exposure	164	17,173		
Total	220	36,286		
of which North America	88%	87%		
of which Europe	12%	13%		

### OWNERSHIP WEIGHTED AUM BY ASSET CLASS (\$M)

■ Private Equity ■ Private Credit ■ Private Real Assets ■ Absolute Return



Partner Firm	Total AUM	FP AUM	Blended Fee Rate	Blended FRE Ownership <sup>1</sup>	Partner Mgt Fee Revenue
■ Private Equity	16,051	9,443	1.87%	9.4%	162
Private Credit	4,236	3,906	0.59%	14.6%	20
■ Private Real Assets	11,048	8,419	1.10%	22.5%	78
Absolute Return	4,951	4,951	1.61%	16.9%	82
Total FRE Revenue					342

<sup>1.</sup> Represents the Average Implied Blended Partner-firm FRE Ownership by asset class, including any new acquisitions.

# How the Model Works

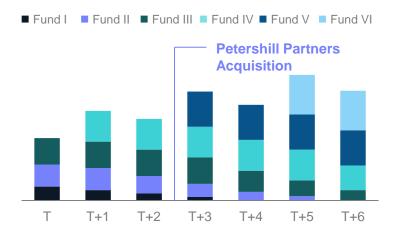
# How Does a Partner-Firm Generate Cash Flow?<sup>1</sup>

### Acquisitions of Partner-Firms Provides Access to Distinct Cash Flow Streams

#### **PARTNER FRE**

- Partner-Firm's operating income associated with managing the business
- Expenses include employee compensation and standard operating expenses of the firm, subject to expense protection

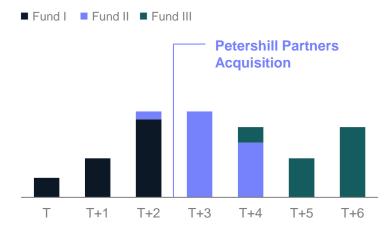
### illustrative FRE transaction Level Cash Flows



### PARTNER REALISED PERFORMANCE REVENUES

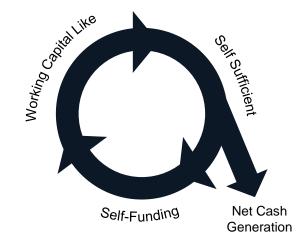
- · Performance based fees earned on fund's profits
- Structured as fixed revenue share, i.e. no expenses against carried interest
- Absolute Return typically generates performance fees subject to high watermark

### **Illustrative PRE Transaction Level Cash Flows**



### PARTNER REALISED INVESTMENT INCOME

- Returns associated with GP commitments invested in the fund, typically ~2% of the fund size, of which PHP contributes its minority share<sup>2</sup>
- Represents "working capital" and self-funding

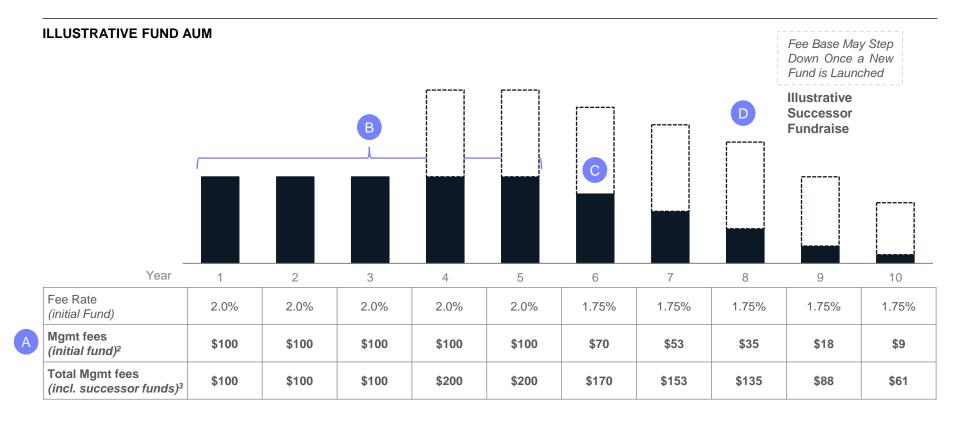


<sup>1.</sup> The results shown are illustrative and do not represent actual data. Illustrative results do not reflect actual investments and have certain inherent limitations. There is no guarantee that the same or similar portfolio characteristics will be achieved for any current or future portfolio of GP stakes investments made by Petershill Partners. 2. Assumes returns exceed any preferred return threshold.

# How do Partner-Firm Management Fees Work?<sup>1</sup>

### Management Fees are Contractually Agreed for Each Fund's Life

- Management fees are <u>recurring</u> in nature, as they extend through the fund's life
- B Typically charged on committed AuM during the fund's investment period, with both fee and fee base contractually fixed
- Post the investment period (i.e. harvesting period), management fees step down and the fee base shifts to invested capital
- Typically, successor funds are established 3-4 years into the investment period



<sup>1.</sup> The results shown are illustrative and do not represent actual data. Illustrative results do not reflect actual investments and have certain inherent limitations. There is no guarantee that the same or similar portfolio characteristics will be achieved for any current or future portfolio or GP stakes investment made by Petershill Partners. 2 Represents management fees on illustrative original \$5bn fund only (i.e. does not contemplate management fees on successor fund).

# How do Partner-Firm Performance Fees Work?<sup>1</sup>

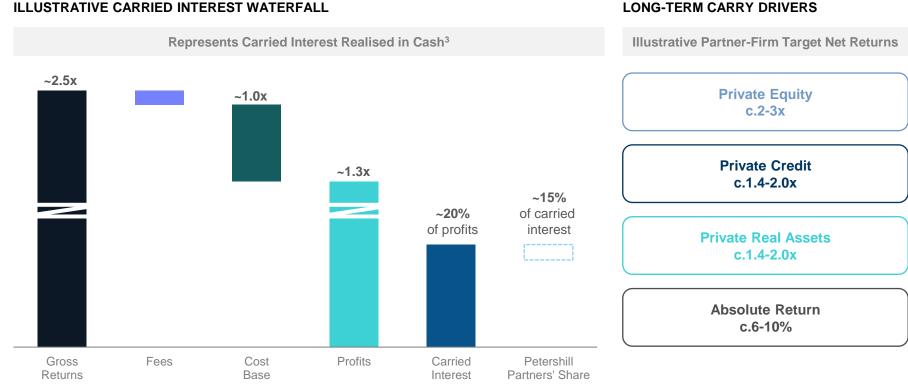
### Carried Interest is a Performance-Based Fee Generated by Partner-Firms

#### PERFORMANCE FEE RECOGNITION

- Performance fees are recognised on a realised basis
- Fees are typically recognised once assets are sold in the fund's realisation period, which is typically 5+ years into the fund's life<sup>2</sup>

### **FACTORS AFFECTING CARRIED INTEREST**

- Waterfall type (American, European)
- Waterfall structure (catch-up, etc.)
- Preferred return, i.e. minimum threshold return that LPs must receive
- · Partner-Firm investment performance
- Percentage of total fund profits



<sup>1.</sup> The results shown are illustrative and do not represent actual data. Illustrative results do not reflect actual investments and have certain inherent limitations. There is no guarantee that the same or similar portfolio characteristics will be achieved for any current or future portfolio or GP stakes investment made by Petershill Partners. Targets are subject to change and are current as of the date of this presentation. Targets are objectives and do not provide any assurance as to future results. 2. Absolute return incentive fees are recognised when the fees crystallise with no risk of reversal. 3. For simplicity, Illustrative example assumes LP preferred return threshold is cleared, i.e. does not consider the preferred return proceeds that are delivered to the LPs prior to distribution of carried interest. Typically funds have a 100% GP catch up once preferred return hurdle is met. Note, preferred interest affects timing but not aggregate amount of carried interest.

# How Does the Investment Income and GP Commit Work?<sup>1</sup>

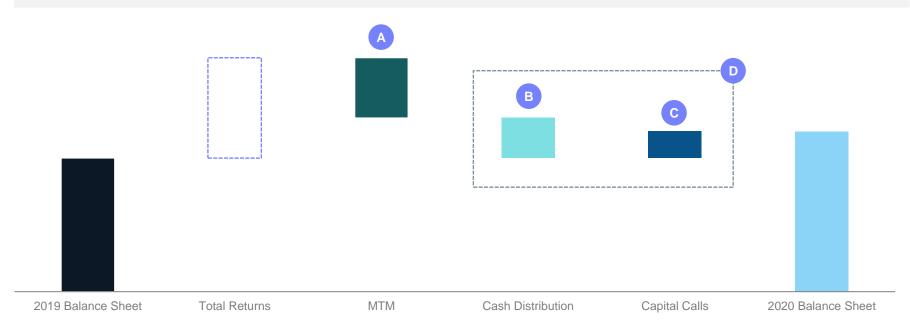
Petershill Generates Net Positive Cash Flows from its GP Commitments

### GP Commit Represents Working Capital and Generates Net Positive Cash Flow

- A GP commitment marked to market each year
- B A portion of the annual balance sheet returns may be realised income received in cash. This represents Petershill Partners revenue
- As the firm grows, additional capital calls for either an existing or newly establish fund may be required
- For Petershill Partners, capital calls are self-financing given they are exceeded by cash distributions

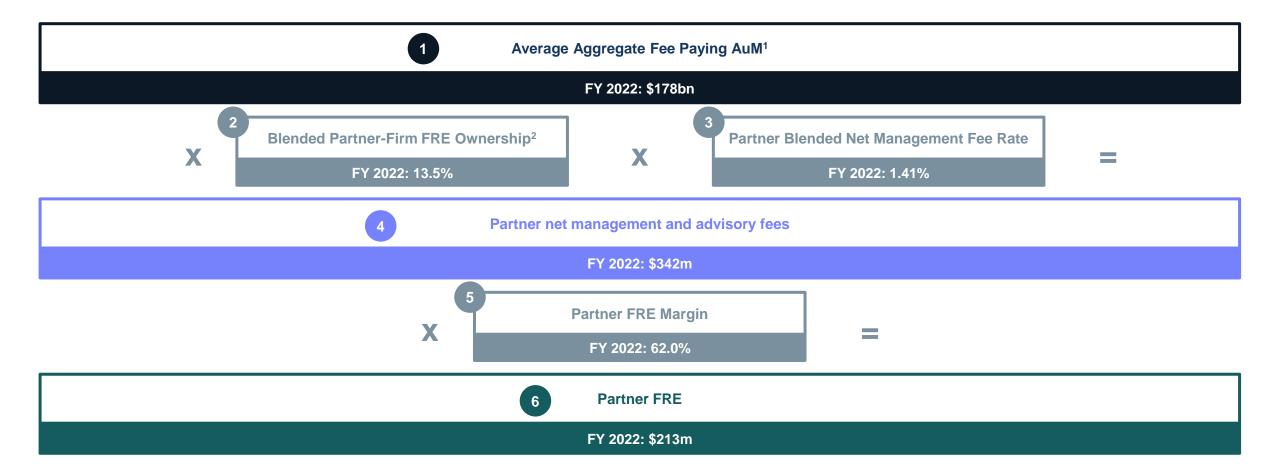
### **ILLUSTRATIVE GP COMMIT BALANCE SHEET**

The number of GP commitments increases inflows/outflows, so the net cash outflow would be limited given the ability to net balance sheet cash flows from different Partner-Firms



<sup>1.</sup> The results shown are illustrative and do not represent actual data. Illustrative results do not reflect actual investments and have certain inherent limitations. There is no guarantee that the same or similar portfolio characteristics will be achieved for any current or future portfolio or GP stakes investment made by Petershill Partners.

# Understanding the Build-Up of Our Revenue Model - Partner FRE



<sup>1.</sup> Average Aggregate AUM figures represent the simple average over a twelve months period based on Beginning and End of Period AUM. For Example, 31-Dec-2022 Average AUM figures are based the average between 31-Dec-2021 and 31-Dec-2022. Excludes acquisitions made in 4Q 2022. 2. Represents the Average Implied Blended Partner-firm FRE Ownership at 31-Dec-2021 and 31-Dec-2022. Excludes acquisitions made in 4Q 2022.

# Disclosures

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