

# Third Quarter 2023 Results

EARNINGS PRESENTATION



# Legal Disclaimer

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Some of the statements in this presentation may constitute "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, Section 21E of the Securities Exchange Act of 1934 and the Private Securities Litigation Reform Act of 1995. Words such as "will," "expect," "believe," "estimate," "continue," "anticipate," "intend," "plan" and similar expressions are intended to identify these forward-looking statements. Forward-looking statements discuss management's current expectations and projections relating to our financial position, results of operations, plans, objectives, future performance and business. The inclusion of any forward-looking information in this presentation should not be regarded as a representation that the future plans, estimates or expectations contemplated will be achieved. Forward-looking statements are subject to various risks, uncertainties and assumptions. Forward-looking statements reflect management's current plans, estimates and expectations and are inherently uncertain. All forward-looking statements are subject to known and unknown risks, uncertainties and other important factors that may cause actual results to be materially different, including risks relating to: global and domestic market and business conditions; successful execution of business and growth strategies and regulatory factors relevant to our business; changes in our tax status; our ability to maintain our fee structure; our ability to attract and retain key employees; our ability to manage our obligations under our debt agreements; as well as assumptions relating to our operations, financial results, financial condition, business prospects, growth strategy; and our ability to manage the effects of events outside of our control. The foregoing list of factors is not exhaustive. For more information regarding these risks and uncertainties as well as additional risks that we face, you should refer to the "Risk Factors" included in our annual report on Form 10-K for the year ended December 31, 2022, filed with the SEC on March 27, 2023, and in our subsequent reports filed from time to time with the SEC. The forward-looking statements included in this presentation are made only as of the date hereof. We undertake no obligation to update or revise any forward-looking statement as a result of new information or future events, except as otherwise required by law. The forward-looking statements included in this presentation are made only as of the date hereof. We undertake no obligation to update or revise any forward-looking statement as a result of new information or future events, except as otherwise required by law.

## CAUTION REGARDING FINANCIAL AND OPERATING PROJECTIONS

All financial and operating projections, forecasts or estimates about or relating to the Company included in this document, including statements regarding pro-forma valuation and ownership, have been prepared based on various estimates, assumptions and hypothetical scenarios. Forecasts and projections of financial performance, valuation and operating results are, by nature, speculative and based in part on anticipating and assuming future events (and the effects of future events) that are impossible to predict and no representation of any kind is made with respect thereto. The Company's future results and achievements will depend on a number of factors, including the accuracy and reasonableness of the assumptions underlying any forecasted information as well as on significant transaction, business, economic, competitive, regulatory, technological and other uncertainties, contingencies and developments that in many cases will be beyond the Company's control. Accordingly, all projections or forecasts (and estimates based on such projections or forecasts) contained herein should not be viewed as an assessment, prediction or representation as to future results and interested parties should not rely, and will not be deemed to have relied, on any such projections or forecasts. Actual results may differ substantially and could be materially worse than any projection, forecast or scenario set forth in this document. The Company expressly disclaims any obligation to update or revise any of the projections, forecasts, models or scenarios contained herein to reflect any change in the Company's expectations with regard thereto or any changes in events, conditions or circumstances on which any such statement is based.

## FEE-PAYING ASSETS UNDER MANAGEMENT, OR FPAUM

FPAUM reflects the assets from which we earn management and advisory fees. Our vehicles typically earn management and advisory fees based on committed capital, and in certain cases, net invested capital, depending on the fee terms. Management and advisory fees based on committed capital are not affected by market appreciation or depreciation.

## USE OF NON-GAAP FINANCIAL MEASURES BY P10, INC.

The non-GAAP financial measures contained in this presentation (including, without limitation, Adjusted EBITDA, Adjusted Net Income ("ANI") and fee-paying assets under management are not GAAP measures of the Company's financial performance or liquidity and should not be considered as alternatives to net income (loss) as a measure of financial performance or cash flows from operations as measures of liquidity, or any other performance measure derived in accordance with GAAP. A reconciliation of such non-GAAP measures to their most directly comparable GAAP measure is included later in this presentation. The Company believes the presentation of these non-GAAP measures provide useful additional information to investors because it provides better comparability of ongoing operating performance to prior periods. It is reasonable to expect that one or more excluded items will occur in future periods, but the amounts recognized can vary significantly from period to period. Adjusted EBITDA and adjusted net income should not be considered substitutes for net income or cash flows from operating, investing, or financing activities. You are encouraged to evaluate each adjustment to non-GAAP financial measures and the reasons management considers it appropriate for supplemental analysis. Our presentation of these measures should not be construed as an inference that our future results will be unaffected by unusual or non-recurring items.



# Presenters



**LUKE SARSFIELD**  
CEO & Director



**ROBERT ALPERT**  
Executive Chairman &  
Chairman of the Board



**C. CLARK WEBB**  
Executive Vice  
Chairman & Director



**FRITZ SOUDER**  
COO



**AMANDA COUSSENS**  
CFO & CCO



**MARK HOOD**  
EVP of Operations &  
Investor Relations



# Third Quarter 2023 Financial Highlights

## Strong organic growth drives durable earnings power

- ✓ Fee paying assets under management (FPAUM) were \$22.7Bn, an increase of 20% compared to September 30, 2022.
- ✓ In the quarter, \$699MM of fundraising and capital deployment was offset by \$168MM in stepdowns and expirations.<sup>1</sup>

Financial Results (\$ in Millions)	Three Months Ended		Q3'23 vs Q3'22	Nine Months Ended		YTD'23 vs YTD'22
	September 30, 2023	September 30, 2022		September 30, 2023	September 30, 2022	
Actual FPAUM (\$Bn)	\$ 22.7	\$ 19.0	20%	\$ 22.7	\$ 19.0	20%
Pro Forma FPAUM (\$Bn) <sup>(2)</sup>	\$ 22.7	\$ 20.7	10%	\$ 22.7	\$ 20.7	10%
<b>GAAP Financial Metrics</b>						
Revenue	\$ 58.9	\$ 50.0	18%	\$ 178.7	\$ 140.0	28%
Operating Expenses	\$ 58.6	\$ 39.7	47%	\$ 163.1	\$ 102.4	59%
GAAP Net (Loss) Income	\$ (8.8)	\$ 5.6	-256%	\$ (5.9)	\$ 24.6	-124%
Fully Diluted GAAP EPS	\$ (0.07)	\$ 0.05	-240%	\$ (0.05)	\$ 0.20	-125%
<b>Non-GAAP Financial Metrics</b>						
GAAP Revenue	\$ 58.9	\$ 50.0	18%	\$ 178.7	\$ 140.0	28%
Adjusted EBITDA <sup>(3)</sup>	\$ 29.6	\$ 27.8	7%	\$ 92.9	\$ 76.0	22%
Adjusted EBITDA Margin	50%	56%	N/A	52%	54%	N/A
Adjusted Net Income <sup>(3)</sup>	\$ 24.3	\$ 25.1	-3%	\$ 76.5	\$ 70.6	8%
Fully Diluted ANI EPS <sup>(4)</sup>	\$ 0.20	\$ 0.21	-5%	\$ 0.62	\$ 0.58	7%

### NOTES:

- For the trailing twelve months, expirations and stepdowns totaled \$1.5Bn. We estimate an additional \$120MM in stepdowns and expirations in the remainder of 2023, for a total estimated stepdown and expiration of \$1.5Bn for the FY 2023.
- FPAUM on a pro forma basis assumes the acquisition of WTI was completed as of January 1, 2022.
- Adjusted EBITDA and Adjusted Net Income are non-GAAP financial measures. Please refer to the Non-GAAP Financial Measures slide for a reconciliation of non-GAAP to GAAP measures.
- Fully Diluted ANI EPS calculations include the total of all common shares, stock options under the treasury stock method, and the redeemable non-controlling interests of P10 Intermediate converted to Class A stock as of each period presented.



# Third Quarter 2023 Highlights

## Key Business Drivers

- ✓ Fee paying assets under management (FPAUM) were \$22.7Bn, an increase of \$3.7Bn, or 20%, when compared to September 30, 2022 actuals.
- ✓ Organic FPAUM<sup>1</sup> grew by \$2.0Bn, or 10%, when compared to September 30, 2022 pro forma FPAUM.
- ✓ Year-over-year revenue growth of 18% was driven by \$699MM of fundraising and deployment.

## Capital Markets

- ✓ In the third quarter, we made a net paydown of \$7.5MM on the revolver.
- ✓ As of today, we have \$274MM in outstanding debt, \$204.5MM on the term portion of the loan, and \$69.5MM on the revolver. There is \$93MM available on the credit facility.
- ✓ No shares were repurchased in the quarter. The stock buyback program has \$18.9MM available.
- ✓ On November 9, 2023, we declared a quarterly cash dividend of \$0.0325 per share for Class A and Class B stock, payable on December 20, 2023, for holders as of the close of business on November 30, 2023.
- ✓ On September 30, 2023, Class A shares outstanding were 44,932,190 and Class B shares outstanding were 71,343,739.

### NOTES:

1. Organic FPAUM on a pro forma basis assumes the acquisition of WTI was completed as of January 1, 2022.



# Third Quarter 2023 Highlights

## Corporate Governance

- ✓ On October 23, 2023, the Company appointed Luke Sarsfield as Chief Executive Officer and a member of the Board of Directors.
- ✓ Robert Alpert, Co-Founder and formerly Co-CEO, was elected Executive Chairman and will continue as Chairman of the Board.
- ✓ Clark Webb, Co-Founder and formerly Co-CEO, was elected Executive Vice Chairman and will continue as a member of the Board.



# Performance Summary

Preeminent investment teams with a superior track record across portfolio solutions<sup>1</sup>



Fund	Vintage	Fund Size (\$M)	Called Capital	Net IRR	Net ROIC
<b>Fund-of-Funds (Fund size as of 9/30/23, performance as of 6/30/23)</b>					
Fund I	2003	\$92	105%	13.6%	1.8x
Fund II	2005	\$140	109%	8.1%	1.5x
Fund III	2006	\$225	107%	6.7%	1.4x
Fund IV	2007	\$265	110%	14.5%	2.0x
Fund V	2008	\$355	121%	13.4%	1.7x
Fund VI	2009	\$285	114%	15.5%	2.0x
Fund VII	2011	\$300	111%	16.8%	2.2x
Fund VIII	2012	\$268	114%	20.5%	2.3x
Fund IX	2014	\$350	112%	16.6%	1.9x
Fund X	2015	\$332	112%	17.8%	1.9x
SEF	2017	\$104	98%	24.9%	2.0x
Fund XI	2017	\$315	101%	18.4%	1.7x
Fund XII	2018	\$382	103%	18.9%	1.5x
Fund XIII	2019	\$397	90%	16.5%	1.3x
Fund XIV	2020	\$394	72%	14.7%	1.2x
SEF II	2020	\$123	46%	20.7%	1.2x
SEF III	2023	\$36	0%	-	-
Fund XV	2021	\$435	54%	-	-
Fund XVI	2022	\$433	21%	-	-
Fund XVII	2022	\$334	1%	-	-
Fund XVIII	2023	\$204	-	-	-
<b>Secondary Funds (Fund size as of 9/30/23, performance as of 6/30/23)</b>					
SOF I	2009	\$264	112%	21.1%	1.7x
SOF II	2013	\$425	110%	10.4%	1.3x
SOF III	2018	\$400	100%	38.1%	1.7x
SOF III Overage	2020	\$87	89%	31.8%	1.5x
SOF IV	2021	\$797	22%	-	-
<b>Co-Investment Funds (Fund size as of 9/30/23, performance as of 6/30/23)</b>					
Direct I	2010	\$109	82%	42.8%	3.0x
Direct II	2014	\$250	88%	26.2%	2.5x
Direct III	2018	\$385	92%	22.6%	1.7x
Direct IV	2021	\$645	46%	-	-
<b>Combination Funds (Fund size as of 9/30/23, performance as of 6/30/23)</b>					
Multi-Strat I	2022	\$301	28%	-	-
Multi-Strat II	2023	\$161	-	-	-

**NOTES:**

1. See performance disclosure notes at the back of this presentation.

Fund	Vintage	Fund Size (\$M)	Called Capital	Net IRR	Net ROIC
<b>Fund-of-Funds (Fund size as of 9/30/23, performance as of 6/30/23)</b>					
Fund I	2007	\$311	93%	13.2%	2.9x
Fund II	2010	\$342	83%	20.6%	4.9x
Fund III	2013	\$409	92%	18.9%	3.3x
Fund IV	2015	\$408	91%	29.1%	3.3x
Fund V	2017	\$460	89%	31.4%	2.3x
Fund VI	2019	\$611	96%	15.8%	1.3x
Fund VII	2021	\$769	31%	-	-
Fund VIII	2023	\$335	1%	-	-
Seed & Micro I	2019	\$174	72%	-	-
Seed & Micro II	2022	\$180	10%	-	-
Blockchain I	2022	\$61	22%	-	-
<b>Secondary Funds (Fund size as of 9/30/23, performance as of 6/30/23)</b>					
Secondaries I	2022	\$96	11%	-	-
<b>Co-Investment Funds (Fund size as of 9/30/23, performance as of 6/30/23)</b>					
Direct Fund I	2015	\$125	96%	34.1%	3.1x
Direct Fund II	2019	\$196	100%	12.8%	1.3x
Direct Fund III	2021	\$188	39%	-	-

## Enhanced Capital

Fund	Vintage	Fund Size (\$M)	Called Capital	Net IRR	Net ROIC
<b>Impact Funds (Fund size as of 9/30/23, performance as of 6/30/23)</b>					
Impact Credit	-	\$1,097	-	7.4%	1.1x
Impact Equity	-	\$606	-	20%+	1.2x

## Bonaccord Capital Partners

Fund	Vintage	Fund Size (\$M)	Called Capital	Net IRR	Net ROIC
<b>GP Stakes Funds (Fund size as of 9/30/23, performance as of 6/30/23)</b>					
Fund I	2019	\$724	67%	18.0%	1.4x
Fund II	2022	\$669	24%	-	-
Co-invest	2022	\$36	52%	-	-



## Performance Summary (continued)

Preeminent investment teams with a superior track record across portfolio solutions<sup>1</sup>



Fund	Vintage	Fund Size (\$M)	Called Capital	Net IRR	Net ROIC
<b>Credit Funds (Fund size as of 9/30/23, performance as of 6/30/23)</b>					
VLL I	1994	\$47	100%	63.3%	5.9x
VLL II	1997	\$110	100%	61.4%	2.7x
VLL III	2000	\$217	75%	4.3%	1.2x
VLL IV	2004	\$250	100%	15.9%	2.2x
VLL V	2007	\$270	75%	9.8%	1.8x
VLL VI	2010	\$294	95%	14.0%	1.9x
VLL VII	2012	\$375	100%	11.8%	1.8x
VLL VIII	2015	\$424	98%	10.7%	1.5x
VLL IX	2018	\$460	100%	14.9%	1.4x
WTI X	2021	\$500	41%	10.6%	1.1x



Fund	Vintage	Fund Size (\$M)	Called Capital	Net IRR	Net ROIC
<b>Equity Funds (Fund size as of 9/30/23, performance as of 6/30/23)</b>					
Fund I	1998	\$101	94%	12.7%	2.1x
Fund II	2007	\$152	100%	12.5%	1.7x
Fund III	2013	\$230	95%	25.3%	2.5x
Fund IV	2019	\$230	66%	-	-
<b>Credit Funds (Fund size as of 9/30/23, performance as of 6/30/23)</b>					
Fund I	2006	\$162	93%	12.2%	2.0x
Fund II	2011	\$227	100%	8.6%	1.7x
Fund III	2016	\$289	74%	24.8%	2.5x
Fund IV	2022	\$324	33%	-	-



Fund	Vintage	Fund Size (\$M)	Called Capital	Net IRR	Net ROIC
<b>NAV Lending Funds (Fund size as of 9/30/23, performance as of 6/30/23)</b>					
Fund I	2013	\$106	119%	11.0%	1.3x
Fund II	2017	\$202	75%	11.3%	1.5x
Fund III	2021	\$400	77%	12.2%	1.1x
Fund IV	2022	\$336	11%	-	-

### NOTES:

1. See performance disclosure notes at the back of this presentation.







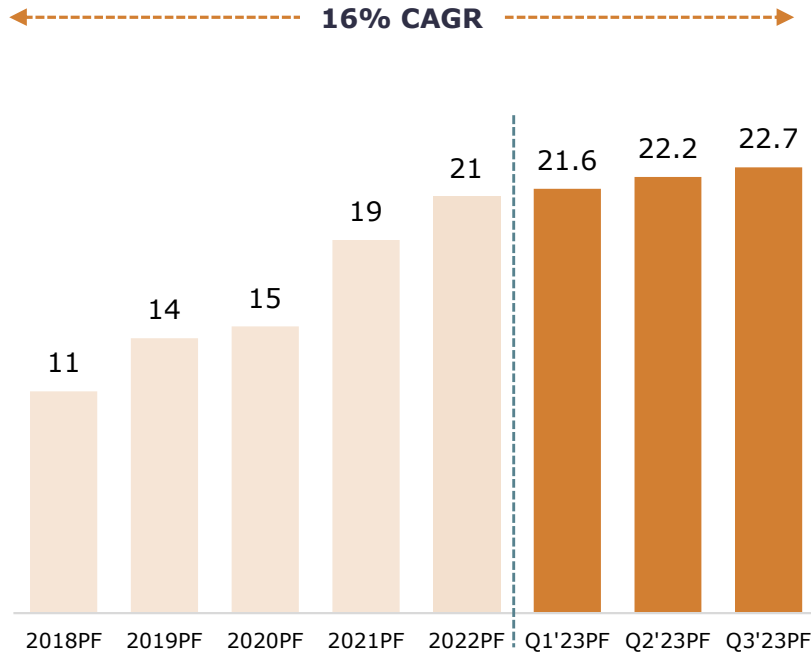
# Fee Paying Assets Under Management



# FPAUM and Average Fee Rate Detail

Robust organic FPAUM growth and stable, attractive fee rates

## ORGANIC FPAUM GROWTH<sup>1</sup> (\$Bn)



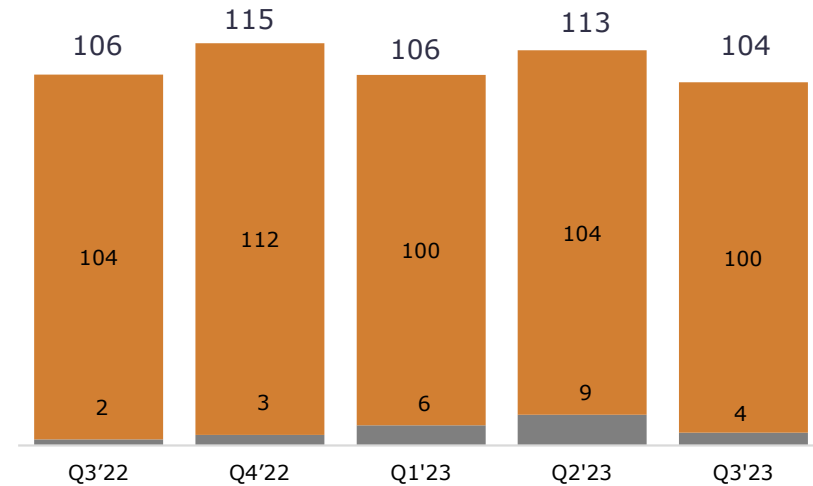
### Organic FPAUM Growth<sup>4</sup>



## AVERAGE FEE RATE<sup>2</sup> (Bps)

Average Q3'23 Actual Fee Rate: 104bps

Quarterly average fee rates show the basis points attributable to base management fees and catch-up fees<sup>3</sup>.



### Average FPAUM (\$Bn)



### NOTES:

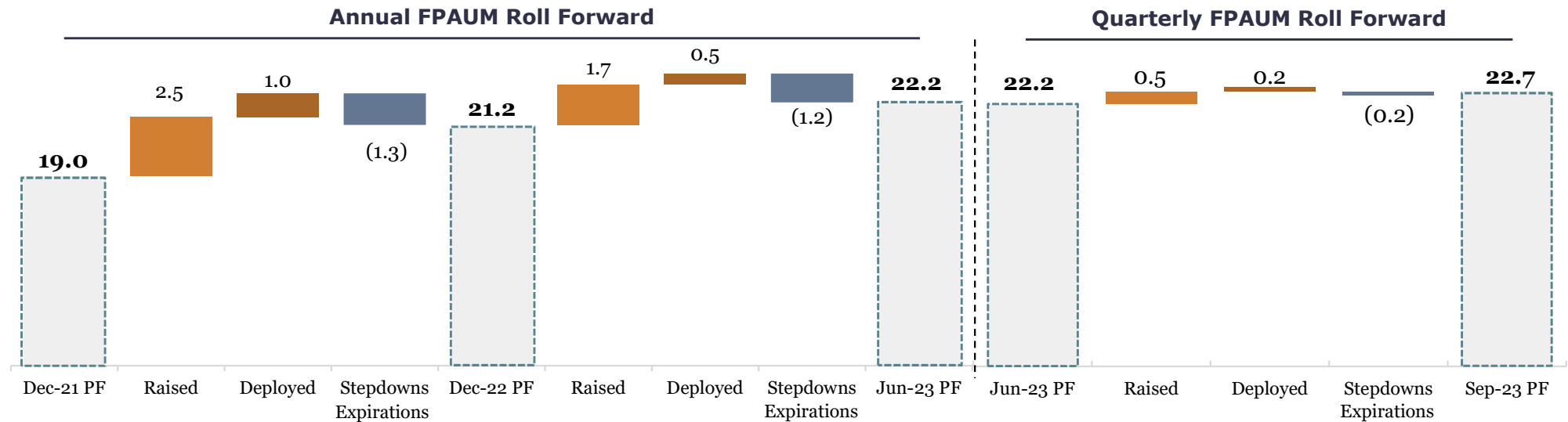
- Organic FPAUM is calculated on a pro forma basis assuming the acquisitions of WTI, Five Points, TrueBridge, Enhanced, Bonaccord, and Hark were completed as of January 1, 2018.
- The average fee rates shown in the graph are calculated as actual average FPAUM as a quotient of actual revenue.
- Catch-up fees are earned from investors that committed during the fundraising period of funds originally launched in prior periods, and as such, the investors are required to pay a catch-up fee as if they had committed to the fund at the first closing. While catch-up fees are not a significant component of our overall revenue stream, they may result in a temporary increase in our revenues in the period in which they are recognized.
- Q1'23 organic FPAUM growth is the pro forma FPAUM growth from Q1'22 to Q1'23. Q2'23 organic FPAUM growth is the pro forma FPAUM growth from Q2'22 to Q3'23. Q3'23 organic FPAUM growth is the pro forma FPAUM growth from Q3'22 to Q3'23.

Note: "PF" refers to calculations made on a pro forma basis. "A" refers to calculations made on an actual basis.



# Organic Fee Paying AUM Growth Model<sup>1</sup>

Long-term, contractually locked-up funds ensure highly sticky FPAUM base



## BREAKDOWN OF FPAUM FLOWS

Increase/Decrease	Impact	Description	Increase/Decrease	Impact	Description
Capital Raised	↑↑	Represents new commitments to funds that earn fees on a committed capital fee base.	Scheduled Fee Base Stepdowns <sup>3</sup>	↓	Contractual reduction in fee-base timing known at outset of vehicle launch. Most vehicles do not change the charging basis from committed to invested capital upon stepdown.
Capital Deployed	↑	In certain vehicles, fees are based on capital deployed, as such increasing FPAUM.	Fee Period Expirations <sup>3</sup>	↓	Decreases in FPAUM due to fund expirations.
NAV Change <sup>2</sup>	—	NAV change consists primarily of the impact of market value appreciation (depreciation) from vehicles that earn fees on a NAV basis.			

### NOTES:

- Organic FPAUM on a pro forma basis assumes the acquisitions of WTI, Enhanced, TrueBridge, Bonaccord and Hark were completed as of January 1, 2020.
- NAV change impact on P10's overall FPAUM is de minimis. For simplicity, the NAV change impact on FPAUM is grouped with the Stepdown and Expiration amounts.
- Decreases in FPAUM from fee based stepdowns and expirations are combined with NAV changes in the above graph. In the trailing twelve months, stepdowns and expirations totaled \$1.5Bn. We expect an additional \$120MM in stepdowns and expirations in the remainder of 2023, for a total estimated stepdown and expiration of \$1.5Bn for the FY 2023.



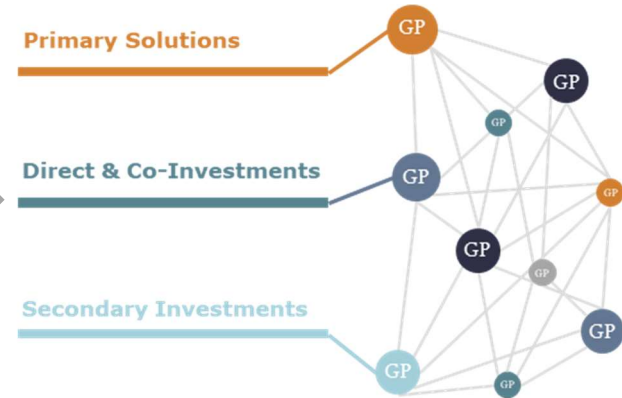
# Private Markets Ecosystem

Premier private markets solutions provider

P10 is a specialized private markets solutions provider. As LPs entrust us with capital, we strengthen our relationships with high performing, difficult-to-access fund managers. These relationships drive additional investment opportunities, source more data, enable portfolio optimization, enhance returns, and in turn, attract new LPs. Our position within the private markets ecosystem is reinforced by our synergistic multi-asset class solutions, extracting sourcing opportunities from our vast network of GPs and portfolio companies.

## Limited Partners (LPs)

- Public Pensions
- Family Offices
- High Net Worth
- Wealth Managers
- Endowments & Foundations
- Corporate Pensions
- Financial Institutions
- Sovereign Wealth Funds



Global LP base of 3,500+ Institutional and HNW Investors

Proprietary database and analytics platform supported by 110 seasoned professionals

Unified private markets solutions network of 270+ GPs driving sourcing



# Premier Private Markets Solutions Provider

Comprehensive suite of private market vehicles<sup>1</sup>

	Primary Solutions	Direct and Co-Investments	Secondary Investments
Asset Classes	<ul style="list-style-type: none"> <li>✓ Private Equity</li> <li>✓ Venture Capital</li> </ul>	<ul style="list-style-type: none"> <li>✓ Private Equity</li> <li>✓ Venture Capital</li> <li>✓ Private Credit</li> <li>✓ Impact Investing</li> </ul>	<ul style="list-style-type: none"> <li>✓ Private Equity</li> <li>✓ Venture Capital</li> </ul>
Structure Description	<ul style="list-style-type: none"> <li>✓ Invests in diversified portfolio of funds across asset classes with defined investment strategies</li> </ul>	<ul style="list-style-type: none"> <li>✓ Direct and co-investments alongside leading GPs</li> <li>✓ Invests in secured unitranche, second lien, mezzanine loans, and equity</li> <li>✓ GP stakes</li> </ul>	<ul style="list-style-type: none"> <li>✓ Secondary purchaser of LP interests in private equity funds</li> <li>✓ Focused exclusively on middle and lower middle market private equity funds</li> </ul>
Value Proposition	<ul style="list-style-type: none"> <li>✓ Provides instant fund diversification to investors</li> <li>✓ Differentiated access to relationship-driven middle and lower middle market sectors</li> <li>✓ Specialized underwriting skills and expertise to select the best managers</li> <li>✓ Offered in both commingled investment vehicles and customized separate accounts</li> <li>✓ Robust database and analytics platform</li> </ul>	<ul style="list-style-type: none"> <li>✓ Extensive built-in network of fund managers results in significant actionable deal flow</li> <li>✓ Deals sourced from GP relationships and trusted advisors with preferred economic terms</li> <li>✓ Ability to leverage extensive fund manager diligence and insights as part of investment selection process</li> <li>✓ Well-diversified portfolio across industry, sponsor, and geography</li> <li>✓ Offered in both commingled investment vehicles and customized separate accounts</li> <li>✓ Robust database and analytics platform</li> </ul>	<ul style="list-style-type: none"> <li>✓ Ability to purchase interests at a discount</li> <li>✓ Ability to leverage extensive fund manager diligence and insights as part of investment selection process</li> <li>✓ Shorter holding period and earlier cash returns</li> <li>✓ Countercyclical nature</li> <li>✓ Reduced blind pool risk</li> <li>✓ Offered through commingled investment vehicles</li> <li>✓ Robust database and analytics platform</li> </ul>
<b>FPAUM<sup>2</sup></b>	<b>\$13.2Bn</b>	<b>\$8.0Bn</b>	<b>\$1.5Bn</b>

## NOTES:

1. Any discussion in this presentation of past, committed to, or potential transactions should not be relied upon as any indication of future deal flow. There can be no assurance that any potential transactions described herein will be consummated. Diversification does not guarantee a profit or protect against a loss in declining markets.

2. FPAUM as of September 30, 2023.



# Fee Paying Assets Under Management Across Diversified Vehicles

Multi-asset investment platform with strong organic growth

## DIVERSIFIED BASE AND GROWTH ACROSS VEHICLES

FPAUM Composition (As of Q3'23)



FPAUM Composition (As of Q3'23)



## KEY METRICS

### Primary Solutions

**\$13.2Bn**

FPAUM as of Q3'23

**19%**

Organic FPAUM CAGR  
Q4'20 PF – Q3'23

### Direct & Co-Investments

**\$8.0Bn**

FPAUM as of Q3'23

**15%**

Organic FPAUM CAGR  
Q4'20 PF – Q3'23

### Secondary Investments

**\$1.5Bn**

FPAUM as of Q3'23

**22%**

Organic FPAUM CAGR  
Q4'20 PF – Q3'23

### NOTES:

1. Organic FPAUM on a pro forma basis assumes the acquisitions of WTI, Bonaccord, and Hark were completed as of December 31, 2020.





# Financial Highlights



# Consolidated Statements of Operations (unaudited)

	Three Months Ended		Nine Months Ended		GAAP	GAAP
	September 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022	Q3'23 vs Q2'22	YTD'23 vs YTD'22
<i>(Dollars in thousands except share and per share amounts)</i>						
<b>Revenues</b>						
Management and advisory fees	\$ 58,078	\$ 49,479	\$ 176,322	\$ 138,957	17%	27%
Other revenue	864	517	2,345	1,058	67%	122%
<b>Total revenues</b>	<b>\$ 58,942</b>	<b>\$ 49,996</b>	<b>\$ 178,667</b>	<b>\$ 140,015</b>	<b>18%</b>	<b>28%</b>
<b>Operating Expenses</b>						
Compensation and benefits	42,175	23,984	114,128	60,293	76%	89%
Professional fees	3,357	4,064	10,191	9,416	-17%	8%
General, administrative and other	5,315	4,031	15,209	12,393	32%	23%
Contingent consideration expense	80	1,380	550	1,367	-94%	-60%
Amortization of intangibles	7,319	6,153	21,893	18,487	19%	18%
Strategic alliance expense	313	124	1,118	429	152%	161%
<b>Total operating expenses</b>	<b>\$ 58,559</b>	<b>\$ 39,736</b>	<b>\$ 163,089</b>	<b>\$ 102,385</b>	<b>47%</b>	<b>59%</b>
<b>Income From Operations</b>	<b>\$ 383</b>	<b>\$ 10,260</b>	<b>\$ 15,578</b>	<b>\$ 37,630</b>	<b>-96%</b>	<b>-59%</b>
<b>Other (Expense)/Income</b>						
Interest expense, net	(5,482)	(2,358)	(16,080)	(5,268)	132%	205%
Other (expense)/income	(1,851)	183	(2,570)	1,303	-1111%	-297%
<b>Total other (expense)</b>	<b>\$ (7,333)</b>	<b>\$ (2,175)</b>	<b>\$ (18,650)</b>	<b>\$ (3,965)</b>	<b>237%</b>	<b>370%</b>
<b>Net (loss)/income before income taxes</b>	<b>\$ (6,950)</b>	<b>\$ 8,085</b>	<b>\$ (3,072)</b>	<b>\$ 33,665</b>	<b>-186%</b>	<b>-109%</b>
Income tax expense	(1,800)	(2,468)	(2,807)	(9,102)	-27%	-69%
<b>Net (loss)/income</b>	<b>\$ (8,750)</b>	<b>\$ 5,617</b>	<b>\$ (5,879)</b>	<b>\$ 24,563</b>	<b>-256%</b>	<b>-124%</b>
Less: net (loss)/income attributable to noncontrolling interests in P10 Intermediate	334	—	(169)	—	N/A	N/A
<b>Net (loss)/income attributable to P10</b>	<b>\$ (8,416)</b>	<b>\$ 5,617</b>	<b>\$ (6,048)</b>	<b>\$ 24,563</b>	<b>-250%</b>	<b>-125%</b>
<b>Earnings per share</b>						
Basic earnings per share	\$ (0.07)	\$ 0.05	\$ (0.05)	\$ 0.21	-240%	-124%
Diluted earnings per share	\$ (0.07)	\$ 0.05	\$ (0.05)	\$ 0.20	-240%	-125%
Dividends paid per share	\$ 0.03	\$ 0.03	\$ 0.09	\$ 0.06	0%	50%
Weighted average shares outstanding, basic	116,235	117,210	116,134	117,210	-1%	-1%
Weighted average shares outstanding, diluted	116,235	121,532	116,134	121,362	-4%	-4%





## Adjustments to EBITDA (unaudited)

	Three Months Ended	Three Months Ended		Nine Months Ended	Nine Months Ended	
	September 30, 2023	September 30, 2023	September 30, 2023	September 30, 2023	September 30, 2023	September 30, 2023
		Adjustments to	Adjusted Line Item		Adjustments to	Adjusted Line Item
		EBITDA			EBITDA	
<i>(Dollars in thousands except share and per share amounts)</i>						
<b>Revenues</b>						
Management and advisory fees	\$ 58,078	\$ 375	\$ 58,453	\$ 176,322	\$ 1,098	\$ 177,420
Other revenue	864	-	864	2,345	-	2,345
<b>Total revenues</b>	<b>\$ 58,942</b>		<b>\$ 59,317</b>	<b>\$ 178,667</b>		<b>\$ 179,765</b>
<b>Operating Expenses</b>						
Compensation and benefits <sup>(1)</sup>	31,076	(9,418)	21,658	87,858	(23,230)	64,628
Non-cash stock based compensation <sup>(2)</sup>	11,099	(11,099)	-	26,270	(26,270)	-
Professional fees <sup>(3)</sup>	3,357	(787)	2,570	10,191	(3,796)	6,395
General, administrative and other	5,109	(268)	4,841	14,674	(385)	14,289
Depreciation	206	(206)	-	535	(535)	-
Contingent consideration expense <sup>(4)</sup>	80	(80)	-	550	(550)	-
Amortization of intangibles	7,319	(7,319)	-	21,893	(21,893)	-
Strategic alliance expense	313	-	313	1,118	-	1,118
<b>Total operating expenses</b>	<b>\$ 58,559</b>		<b>\$ 29,382</b>	<b>\$ 163,089</b>		<b>\$ 86,430</b>
<b>Income From Operations</b>	<b>\$ 383</b>		<b>\$ 29,935</b>	<b>\$ 15,578</b>		<b>\$ 93,335</b>
<b>Other (Expense)/Income</b>						
Interest expense, net	(5,482)	5,482	-	(16,080)	16,080	-
Other (expense)/income	(1,851)	1,546	(305)	(2,570)	2,100	(470)
<b>Total other (expense)</b>	<b>\$ (7,333)</b>		<b>\$ (305)</b>	<b>\$ (18,650)</b>		<b>\$ (470)</b>
<b>Adjusted EBITDA</b>			<b>\$ 29,630</b>			<b>\$ 92,865</b>

### NOTES:

1. Compensation and benefits, excluding all non-cash stock based compensation. Includes the accrual of the earnout related to the WTI acquisition.
2. Non-cash stock based compensation including acquisition related RSUs and option expense granted in connection with the Hark, Bonaccord, and WTI acquisitions.
3. Professional fees, inclusive of one-time and acquisition related items.
4. Valuation adjustment of the earnout due to Abrdn related to the Hark and Bonaccord acquisitions.



## Non-GAAP Financial Measures (unaudited)

	Three Months Ended		Nine Months Ended		Q3'23 vs Q2'22	YTD'23 vs YTD'22
	September 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022		
<i>(Dollars in thousands except share and per share amounts)</i>						
<b>GAAP Net (Loss)/Income</b>	<b>\$ (8,750)</b>	<b>\$ 5,617</b>	<b>\$ (5,879)</b>	<b>\$ 24,563</b>	<b>-256%</b>	<b>-124%</b>
<b>Adjustments:</b>						
Depreciation & amortization	7,900	6,284	23,526	18,824	26%	25%
Interest expense, net	5,482	2,358	16,080	5,268	132%	205%
Income tax expense	1,799	2,468	2,806	9,102	-27%	-69%
Non-recurring expenses	5,493	3,779	10,668	6,717	45%	59%
Non-cash stock based compensation	7,871	2,771	16,269	7,003	184%	132%
Non-cash stock based compensation - acquisitions	1,122	4,495	7,895	4,495	N/A	N/A
Non-cash stock based compensation - CEO transition	2,106	-	2,106	-	N/A	N/A
Earn out related compensation	6,607	-	19,394	-	N/A	N/A
<b>Adjusted EBITDA</b>	<b>\$ 29,630</b>	<b>\$ 27,772</b>	<b>\$ 92,865</b>	<b>\$ 75,972</b>	<b>7%</b>	<b>22%</b>
<b>Less:</b>						
Cash interest expense, net	(5,048)	(2,332)	(15,051)	(4,622)	116%	226%
Net cash paid on income taxes	(245)	(310)	(1,332)	(738)	-21%	80%
<b>Adjusted Net Income</b>	<b>\$ 24,337</b>	<b>\$ 25,130</b>	<b>\$ 76,482</b>	<b>\$ 70,612</b>	<b>-3%</b>	<b>8%</b>
<b>ANI Earnings per Share</b>						
Shares outstanding	116,235	117,210	116,134	117,210	-1%	-1%
Fully Diluted Shares outstanding	124,495	121,532	124,124	121,362	2%	2%
ANI per share	\$ 0.21	\$ 0.21	\$ 0.66	\$ 0.60	0%	10%
Fully diluted ANI per share <sup>(1)</sup>	\$ 0.20	\$ 0.21	\$ 0.62	\$ 0.58	-5%	7%

Above is a calculation of our unaudited non-GAAP financial measures. These are not measures of financial performance under GAAP and should not be construed as a substitute for the most directly comparable GAAP measures, which are reconciled in the table above. These measures have limitations as analytical tools, and when assessing our operating performance, you should not consider these measures in isolation or as a substitute for GAAP measures. Other companies may calculate these measures differently than we do, limiting their usefulness as a comparative measure.

We use Adjusted Net Income, or ANI, as well as Adjusted EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortization) to provide additional measures of profitability. We use the measures to assess our performance relative to our intended strategies, expected patterns of profitability, and budgets, and use the results of that assessment to adjust our future activities to the extent we deem necessary. ANI reflects our actual cash flows generated by our core operations. ANI is calculated as Adjusted EBITDA, less actual cash paid for interest and federal and state income taxes.

In order to compute Adjusted EBITDA, we adjust our GAAP Net Income for the following items:

- ✓ Expenses that typically do not require us to pay them in cash in the current period (such as depreciation, amortization and stock-based compensation)

- ✓ The cost of financing our business
- ✓ One-time expenses related to restructuring of the management team including signing bonus, severance, and placement/search fees:
  - Acquisition-related expenses which reflects the actual costs incurred during the period for the acquisition of new businesses, which primarily consists of fees for professional services including legal, accounting, and advisory, as well as bonuses paid to employees directly related to the acquisition; and
  - The effects of income taxes.
  - Adjusted Net Income reflects net cash paid for federal and state income taxes. In the Second Quarter of 2022 the Company received a state tax refund of \$353,000, thus increasing Adjusted Net Income. In the Second Quarter of 2023 the Company received a state tax refund of \$327,000, thus increasing Adjusted Net Income.

(1) Fully Diluted ANI EPS calculations include the total of all common shares, stock options under the treasury stock method, restricted stock awards, and the redeemable non-controlling interests of P10 Intermediate converted to Class A stock as of each period presented.



## Consolidated Balance Sheets (unaudited)

	September 30, 2023	December 31, 2022
<i>(Dollars in thousands except share amounts)</i>		
<b>Assets</b>		
Cash and cash equivalents	\$ 20,041	\$ 20,021
Restricted cash	2,177	9,471
Accounts receivable	19,700	16,551
Notes receivable	4,429	4,231
Due from related parties	52,864	36,538
Investment in unconsolidated subsidiaries	1,585	2,321
Prepaid expenses and other assets	4,779	5,089
Property and equipment, net	3,368	2,878
Right-of-use assets	17,375	15,923
Contingent payments to customers	12,531	13,629
Deferred tax assets, net	39,349	41,275
Intangibles, net	130,522	151,795
Goodwill	506,038	506,638
<b>Total assets</b>	<b>\$ 814,758</b>	<b>\$ 826,360</b>
<b>Liabilities And Stockholders' Equity</b>		
<b>Liabilities</b>		
Accounts payable	\$ 2,107	\$ 2,578
Accrued expenses	13,152	8,052
Accrued compensation and benefits	52,144	18,900
Due to related parties	806	2,157
Other liabilities	1,439	8,715
Contingent consideration	8,201	17,337
Accrued contingent liabilities	14,305	14,305
Deferred revenues	12,419	12,651
Lease liabilities	20,695	18,558
Debt obligations	261,935	289,224
<b>Total liabilities</b>	<b>\$ 387,203</b>	<b>\$ 392,477</b>
<b>Stockholders' Equity</b>		
Class A common stock, \$0.001 par value; 510,000,000 shares authorized; 45,869,964 issued and 44,932,190 outstanding as of September 30, 2023, and 43,303,040 issued and 42,365,266 outstanding as of December 31, 2022, respectively	\$ 45	\$ 42
Class B common stock, \$0.001 par value; 180,000,000 shares authorized; 71,467,190 shares issued and 71,343,739 shares outstanding as of September 30, 2023, and 73,131,826 shares issued and 73,008,374 shares outstanding as of December 31, 2022, respectively	71	73
Treasury stock	(9,926)	(9,926)
Additional paid-in-capital	628,783	628,828
Accumulated deficit	(231,927)	(225,879)
Noncontrolling interests	40,509	40,745
<b>Total stockholders' equity</b>	<b>\$ 427,555</b>	<b>\$ 433,883</b>
<b>Total Liabilities And Stockholders' Equity</b>	<b>\$ 814,758</b>	<b>\$ 826,360</b>



# Consolidated Statements of Cash Flows (unaudited)

	Nine Months Ended	
	September 30, 2023	September 30, 2022
<i>(Dollars in thousands)</i>		
<b>Cash Flows From Operating Activities</b>		
Net (loss)/income	\$ (5,879)	\$ 24,563
Adjustments to reconcile net (loss)/income to net cash provided by operating activities:		
Stock-based compensation	18,607	11,498
Depreciation expense	535	336
Amortization of intangibles	21,893	18,487
Amortization of debt issuance costs and debt discount	1,080	643
Loss/(Income) from unconsolidated subsidiaries	220	(1,296)
Deferred tax expense	1,926	7,830
Amortization of contingent payment to customers	1,098	-
Remeasurement of contingent consideration	550	1,367
Post close purchase price adjustment	-	11
Change in operating assets and liabilities:		
Accounts receivable	(3,149)	(2,552)
Due from related parties	(16,326)	(18,002)
Prepaid expenses and other assets	310	1,093
Right-of-use assets	2,086	2,627
Accounts payable	(471)	1,500
Accrued expenses	5,133	(1,051)
Accrued compensation and benefits	31,664	1,156
Due to related parties	(1,351)	(739)
Other liabilities	(7,276)	(1,206)
Contingent Consideration	(3,210)	-
Deferred revenues	(232)	(205)
Lease liabilities	(1,401)	(2,114)
Net cash provided by operating activities	<u>\$ 45,807</u>	<u>\$ 43,946</u>
<b>CASH FLOWS USED IN INVESTING ACTIVITIES</b>		
Purchase of intangible assets	\$ (20)	\$ -
Draw on notes receivable	(212)	(1,456)
Proceeds from notes receivable	14	7
Proceeds from investments in unconsolidated subsidiaries	516	962
Software capitalization	-	(148)
Purchases of property and equipment	(1,025)	(919)
Net cash used in investing activities	<u>\$ (727)</u>	<u>\$ (1,554)</u>
<b>CASH FLOWS USED IN FINANCING ACTIVITIES</b>		
Borrowings on debt obligations	\$ 28,000	\$ -
Repayments on debt obligations	(56,369)	(41,000)
Repurchase of Class A common stock for employee tax withholding	(5,181)	(1,683)
Payments to settle exercise of employee stock options	-	(72)
Repurchase of Class B common stock	(851)	-
Repurchase of Class A common stock	-	(1,485)
Payment of contingent consideration	(6,476)	-
Cash settlement of stock options	-	(12,466)
Dividends paid	(11,031)	(7,041)
Distributions to partners	(446)	-
Debt issuance costs	-	(1,365)
Net cash used in financing activities	<u>\$ (52,354)</u>	<u>\$ (65,112)</u>
Net change in cash, cash equivalents and restricted cash	<u>\$ (7,274)</u>	<u>\$ (22,720)</u>
<b>Cash And Cash Equivalents And Restricted Cash, Beginning of Period</b>	<u>\$ 29,492</u>	<u>\$ 43,482</u>
<b>Cash And Cash Equivalents And Restricted Cash, End of Period</b>	<u>\$ 22,218</u>	<u>\$ 20,762</u>

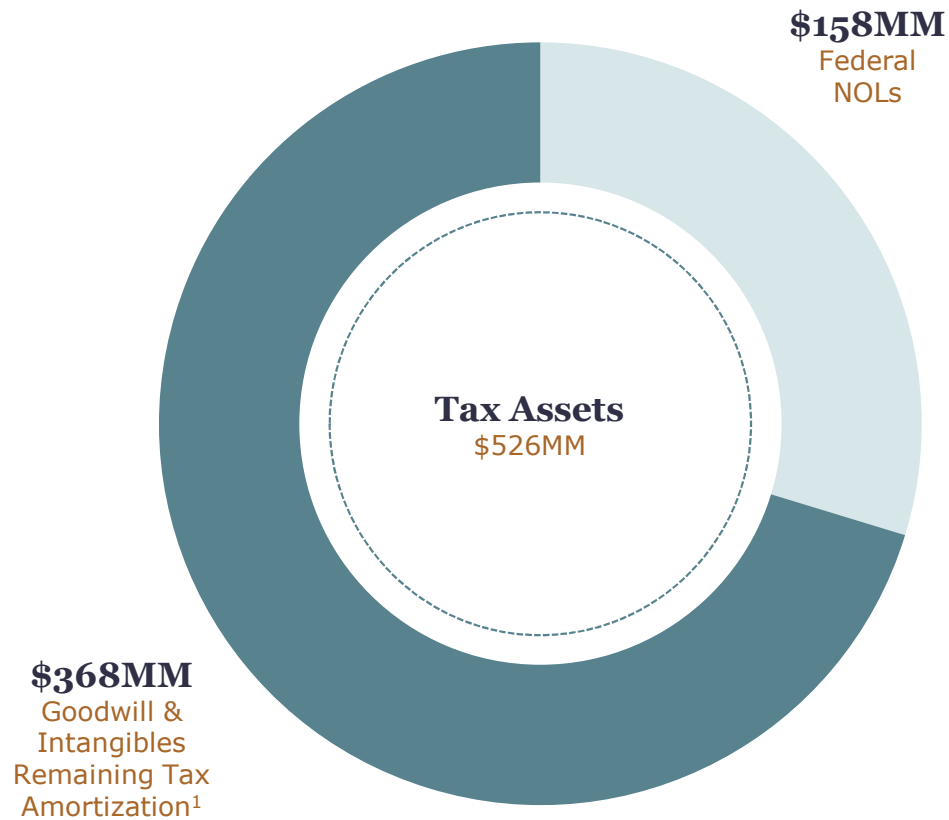


# Tax Assets

Combination of intangible assets, goodwill, and NOLs generating sustained, long-term tax benefits

## LONG-TERM TAX BENEFITS

Tax Assets



## COMMENTARY

- ✓ Tax basis intangible assets and tax-deductible goodwill—which are more than half of our tax assets—are available to reduce federal income tax ratably over fifteen years.
- ✓ Currently, tax amortization relates to goodwill and intangibles acquired in tax years 2017 – 2022.
- ✓ Management plans to pursue disciplined growth through acquisitions, which creates a step-up in basis that will likely generate additional intangibles and goodwill amortization that provides an additional federal and state tax deduction over fifteen years.
- ✓ Federal NOLs are generally expected to be fully utilized before expiration.
- ✓ With annual tax amortization and the use of the remaining NOL balance, the Company anticipates federal taxable income at \$0 for several years.<sup>2</sup>

### NOTES:

1. Goodwill and intangibles remaining tax amortization is the goodwill and intangibles balance net of tax amortization deducted from inception through September 30, 2023. On a tax basis, the potential \$70MM earnout attributable to the WTI acquisition will be included in goodwill & intangibles when paid.
2. While we anticipate \$0 of federal taxable income for several years, we will have some state and local income taxes.



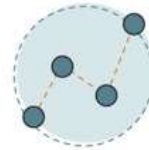
# Highly Compelling Value Proposition

Attractive investment thesis



## MEANINGFUL PARTNERSHIPS

- ✓ Premier, specialized private markets solutions provider operating in **large and growing** markets with **increasing investor allocations**



## SUPERIOR TRACK RECORD

- ✓ Attractive and growing revenue base with **highly recurring** and **well diversified revenue and strong margins**



## UNRIVALED ACCESS

- ✓ Highly recurring revenue composed **almost entirely of management and advisory fees** earned primarily on committed capital from long-term, contractually locked up funds



## DEEP TALENT

- ✓ Experienced management team with **significant insider ownership, proven M&A track record**, and supported by a deep bench of investment talent



## DATA ADVANTAGE

- ✓ **Strong investment performance** across private markets driven by experience, investment process, and **data advantage** supporting the ability to grow and attract future funds



## Key Terms & Supplemental Information

Below is a description of our unaudited non-GAAP financial measures. These are not measures of financial performance under GAAP and should not be construed as a substitute for the most directly comparable GAAP measures. These measures have limitations as analytical tools, and when assessing our operating performance, you should not consider these measures in isolation or as a substitute for GAAP measures. Other companies may calculate these measures differently than we do, limiting their usefulness as a comparative measure.

### FEE PAYING ASSETS UNDER MANAGEMENT (FPAUM)

FPAUM reflects the assets from which we earn management and advisory fees. Our vehicles typically earn management and advisory fees based on committed capital, and in certain cases, net invested capital, depending on the fee terms. Management and advisory fees based on committed capital are not affected by market appreciation or depreciation.

### ADJUSTED EBITDA

- ✓ In order to compute Adjusted EBITDA, we adjust our GAAP net income for the following items:
  - Expenses that typically do not require us to pay them in cash in the current period (such as depreciation, amortization and stock-based compensation);
  - The cost of financing our business;
  - Acquisition-related expenses which reflects the actual costs incurred during the period for the acquisition of new businesses, which primarily consists of fees for professional services including legal, accounting, and advisory, as well as bonuses paid to employees directly related to the acquisition;
  - Registration-related expenses includes professional services associated with our prospectus process incurred during the period, and does not reflect expected regulatory, compliance, and other costs associated with which may be incurred subsequent to our Initial Public Offering; and
  - The effects of income taxes

### ADJUSTED NET INCOME (ANI):

- ✓ We use Adjusted Net Income, or ANI, as well as Adjusted EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortization) to provide additional measures of profitability. We use the measures to assess our performance relative to our intended strategies, expected patterns of profitability, and budget and use the results of that assessment to adjust our future activities to the extent we deem necessary. ANI reflects our actual cash flows generated by our core operations. ANI is calculated as Adjusted EBITDA, less actual cash paid for interest and federal and state income taxes.

**FULLY DILUTED ANI EPS** Fully diluted Adjusted Net Income Earnings Per Share is a calculation that assumes all the Company's securities were converted into shares, not just shares that are currently outstanding.

**NET IRR** Refers to Internal Rate of Return net of fees, carried interest and expenses charged by both the underlying fund managers and each of our solutions.

**NET ROIC** Refers to return on invested capital net of fees and expenses charged by both the underlying fund managers and each of our solutions.

**FUND SIZE** Refers to the total amount of capital committed by investors and, when applicable, the U.S. Small Business Administration to each fund disclosed.

**CALLED CAPITAL** Refers to the amount of capital provided from investors, expressed as a percent of the total fund size.

**PF** Refers to "pro forma" and indicates a number that was adjusted from actual.

**A** Refers to "actual" and indicates a number that is unadjusted.

**SUPPLEMENTAL SHARE INFORMATION** Class A shares (CUSIP # 69376K106) trade on the NYSE as PX and have one vote per share. Class B shares (CUSIP # 69376K205) are not tradeable in the open market and have ten votes per share. The Class B shares are convertible at any time at the option of the holder into Class A shares on a one-for-one basis, irrespective of whether or not the holder is planning to sell shares at that time. All previous shareholders of P10 Holdings, Inc. (OTC: P10E) had their shares converted to Class B shares of P10 at the time the Company was listed on the NYSE. The simplest way to sell Class B shares is to first contact your broker and convert them to Class A shares, which can then be sold on the NYSE. Further note that Class B shares held by P10 insiders are under a lock up agreement. Please refer to our amended and restated certificate of incorporation for a full description of the Class A and Class B shares.

**OWNERSHIP LIMITATIONS** P10's Certificate of Incorporation contains certain provisions for the protection of tax benefits relating to P10's net operating losses. Such provisions generally void transfers of shares that would result in the creation of a new 4.99% shareholder or result in an existing 4.99% shareholder acquiring additional shares of P10.



# Additional Disclaimers

## PERFORMANCE DISCLAIMER

The historical performance of our investments should not be considered as indicative of the future results of our investments or our operations or any returns expected on an investment in our Class A common stock.

In considering the performance information contained in this prospectus, prospective Class A common stockholders should be aware that past performance of our specialized investment vehicles or the investments that we recommend to our investors is not necessarily indicative of future results or of the performance of our Class A common stock. An investment in our Class A common stock is not an investment in any of our specialized investment vehicles. In addition, the historical and potential future returns of specialized investment vehicles that we manage are not directly linked to returns on our Class A common stock. Therefore, you should not conclude that continued positive performance of our specialized investment vehicles or the investments that we recommend to our investors will necessarily result in positive returns on an investment in our Class A common stock. However, poor performance of our specialized investment vehicles could cause a decline in our ability to raise additional funds and could therefore have a negative effect on our performance and on returns on an investment in our Class A common stock. The historical performance of our funds should not be considered indicative of the future performance of these funds or of any future funds we may raise, in part because:

- ✓ market conditions and investment opportunities during previous periods may have been significantly more favorable for generating positive performance than those we may experience in the future;
- ✓ the performance of our funds is generally calculated on the basis of net asset value of the funds' investments, including unrealized gains, which may never be realized;
- ✓ our historical returns derive largely from the performance of our earlier funds, whereas future fund returns will depend increasingly on the performance of our newer funds or funds not yet formed;
- ✓ our newly established funds typically generate lower returns during the period that they initially deploy their capital;
- ✓ changes in the global tax and regulatory environment may affect both the investment preferences of our investors and the financing strategies employed by businesses in which particular funds invest, which may reduce the overall capital available for investment and the availability of suitable investments, thereby reducing our investment returns in the future;
- ✓ in recent years, there has been increased competition for investment opportunities resulting from the increased amount of capital invested in private markets alternatives and high liquidity in debt markets, which may cause an increase in cost and reduction in the availability of suitable investments, thereby reducing our investment returns in the future; and
- ✓ the performance of particular funds also will be affected by risks of the industries and businesses in which they invest.

## ENHANCED CAPITAL PERFORMANCE DISCLOSURES:

- ✓ Performance information shown for deal activity from 05/06/02 through 6/30/23. All investments bear the risk of loss. Risks include non-payment of loans by borrowers and recapture of tax credits due to lack of following program compliance rules. Past performance is not indicative of future results. All statistics exclude "Outreach Deals" which are transactions that Enhanced executes for pure impact, without expectation of financial return. A list of these deals is available upon request.
- ✓ Total Blended Net is hypothetical and assumes .75x leverage, leverage cost of 4% per annum from 2002 through 2021 and 5% in 2023, 1.5% management fee on capital deployed, 45% leverage paydown per period, based on available cashflow, 15% carried interest above 7% hurdle with an 80% carry catch up. The unrealized component of the returns is based on the 6/30/23 fair value of the investment and assumes liquidation at that FMV on 7/01/23. All investments bear the risk of loss. Risks include non-payment of loans by borrowers. Excludes fund-level professional fees. An investor's return will be reduced by the fees and expenses incurred by their account or the private fund in which they invest. Past performance is not indicative of future results. Actual returns may differ materially.
- ✓ Impact Equity excludes Low-Income Housing Tax Credits and New Markets Tax Credits which are not offered to non-bank investors.
- ✓ Impact Equity returns are hypothetical. Historic Tax Credit deals with a 1-year credit assume a 0% Management Fee and a 30% Profit Share. Historic Tax Credit deals with a 5-year credit assume a 0.5% Management Fee and a 20% Profit Share. IRRs for Historic Tax Credit transactions are not recorded as the credits trade at a discount to par. The IRRs reflected only represent Renewable Energy Tax Credit transactions and are the product of a very short hold period. All investments bear the risk of loss. Risks include recapture due to lack of following program compliance rules. Investments in tax credits are not securities investments and returns shown do not reflect a return achieved on investment securities. Excludes fund-level professional fees. An investor's return will be reduced by the fees and expenses incurred by their account or the private fund in which they invest. Past performance is not indicative of future results. Actual returns may differ materially.





# Disclaimers

## RCP ADVISORS PERFORMANCE DISCLOSURES:

- ✓ Past performance does not predict, and is not a guarantee of, future results. The historical returns of RCP Advisors are not necessarily indicative of the future performance of a Fund and there can be no assurance that the returns described herein or comparable returns will be achieved by any Fund. RCP's investment strategy is subject to significant risks and there is no guarantee that any RCP Fund will achieve comparable results as any prior investments or prior investment funds of RCP.
- ✓ Performance metrics are presented for the limited partners of each respective Fund as a single class, taken as a whole. Certain limited partners, who have met specific requirements, may have different preferred returns, as well as different carry percentages. In addition, the General Partner of each Fund may agree to reduce the management fees for certain limited partners in accordance with the applicable Fund's Partnership Agreement. The actual performance returns of each investor may vary and are dependent upon the specific preferred return hurdles, management fees, and carried interest expense charged to such investor and the timing of capital transactions for such investor.
- ✓ The performance information presented reflects 6/30/23 cash flows with 6/30/23 underlying investment valuations unless stated otherwise. Performance metrics are preliminary, estimated and subject to change. Performance information for RCP's later vintage-year funds is not included in the performance tables contained herein; RCP believes that the results are not yet meaningful, and analysis of later vintage fund data may be irrelevant. Funds that are fully liquidated (Fund I, Fund II, Fund III). Funds that are currently investing (SEF III, Multi-Strategy II, Fund XVIII, SOF IV, Direct IV).
- ✓ Net Performance Metrics (Highest Fee Rate). Net ROIC, Net D/PI, and Net IRR reflects the return of a "representative investor" in a particular Fund that: (i) is in good standing; (ii) where more than one investment vehicle is established to accommodate investors with different tax and/or regulatory requirements, invested in such Fund via the Delaware "onshore" vehicle; (iii) subscribed at the earliest closing in which unaffiliated LPs paying the highest level of fees and expenses (including, without limitation, management fees, carried interest and, in the case of certain earlier vintage RCP Funds, "due diligence fees," if applicable) chargeable to an investor in such Fund were admitted; (iv) is not affiliated with the Fund's general partner; and (v) is/was not excused or excluded from any underlying investments made by such Fund.
- ✓ Selection Criteria. The performance tables herein reflect the past performance of RCP's commingled (i) funds-of-funds and dedicated secondary funds which are at least 50% funded (in the aggregate) at the underlying investment level and (ii) dedicated co-investment funds which have called at least 50% of capital commitments at the RCP Fund level; accordingly, certain other investment vehicles (including discretionary and non-discretionary separate accounts) which RCP has sponsored, advised, or sub-advised have been excluded. Performance information for RCP's later vintage-year funds is not included in the performance tables contained herein; RCP believes that the results are not yet meaningful, and analysis of later vintage fund data may be irrelevant. Performance metrics are preliminary, estimated and subject to change.
- ✓ The actual performance returns of each investor may vary (in some cases, materially) and are dependent on a number of factors including, but not limited to, (a) the timing of an investor's capital contributions, including as a result of a later subscription date and lower preferred return, (b) differences in fees or expenses allocable to certain investors as a result of taxes or other considerations, (c) the fact that certain investors may have negotiated reduced, waived or otherwise modified management fee and/or carried interest rates with the Fund's general partner, and (d) the excuse or exclusion of an investor from one or more of such Fund's investments. Accordingly, the actual performance of an individual investor may differ from the returns presented herein. In addition, because RCP typically utilizes a subscription-based credit facility to bridge capital calls for its commingled Funds, many investments have been initially funded using a subscription line of credit. For purposes of the fund-level Net IRR calculation, the use of a subscription line of credit increases the IRR (in situations where the IRR is positive), as the IRR calculation takes into account the amount of time capital is outstanding and is based upon the capital call due date, rather than the date the relevant Fund made the underlying investment with borrowed funds. Accordingly, the related delay of capital calls will increase the fund-level Net IRR reflected herein (in some cases, materially). Furthermore, the fund-level Net IRR and Net ROIC calculations used herein measure the actual value of realized investments and estimated fair value of unrealized investments (as reported to RCP by the general partners of the underlying investments). There can be no assurance that unrealized investments will be realized at the valuations used to calculate the Net IRRs and Net ROICs contained herein, and additional fund expenses and investment related expenses to be incurred during the remainder of a particular Fund's term remain unknown and, therefore, are not factored into the Net IRR and Net ROIC calculations. Any anticipated carried interest reduces the net returns of unrealized investments. Calculations used herein which incorporate estimations of the net "unrealized value" of remaining investments represent valuation estimates made by RCP using the most recent valuation data provided by the general partners of the underlying investments. Such estimates are subject to numerous variables which change over time and therefore amounts actually realized in the future will vary (in some cases materially) from the estimated net "unrealized values" used in connection with calculations referenced herein.



# Disclaimers

## RCP ADVISORS PERFORMANCE DISCLOSURES (CONTINUED):

- ✓ RCP Fund performance – Explanatory Notes:
- ✓ RCP SEF Performance. Because RCP's inaugural "small and emerging manager" fund (which was structured using two distinct parallel investment vehicles – RCP Small and Emerging Fund, LP ("SEF (Main)") and RCP Small and Emerging Parallel Fund, LP ("RCP SEF Parallel") – only accepted commitments from two unaffiliated (anchor) investors, the performance returns of SEF (Main) and RCP SEF Parallel contained herein reflect fee/carry rates not typically associated with RCP's commingled funds (specifically, unaffiliated investors in such vehicles pay 0% management fees and 10% carried interest). The SEF (Main) and RCP SEF Parallel returns would be reduced by the effect of typical management fees charged to investors in RCP's commingled funds. Performance information for RCP SEF Parallel is not included in the performance tables contained herein. As of 3/31/23, RCP SEF Parallel has a Net IRR of 25.3%, Net ROIC of 1.9x, and Net D/PI of 0.57.
- ✓ Direct Fund Performance. With limited exceptions, Direct Funds generally do not pay third-party management fees since the Direct Funds invest directly (or indirectly through special purpose vehicles) in equity investments and not in other private equity funds. The Direct Fund returns would be reduced by the effect of typical third-party management fees charged to RCP's commingled primary and secondary funds. With respect to Direct IV only, an investor who contemporaneously made (or agreed to make) aggregate capital commitments to one or more RCP primary fund(s) (e.g., Fund XVI) or secondary fund(s) (e.g., SOF IV) in an amount no less than two (2) times the amount of such investor's commitment to Direct IV, was eligible to be designated as a "Platform Limited Partner" and thus pay discounted management fees and carried interest in connection with its investment in Direct IV. The Direct IV returns of a non-Platform Limited Partner would be lower than the returns of a Platform LP due to the effect of higher fees/carried interest charged to such non-Platform LP.
- ✓ Realized vs. Unrealized Investments. The fund-level Net IRR and Net ROIC calculations used herein measure the actual value of realized investments and estimated fair value of unrealized investments (as reported to RCP by the general partners of the underlying investments), which involves significant elements of subjective judgment and analysis. There can be no assurance that unrealized investments will be realized at the valuations used to calculate the Net IRRs and Net ROICs contained herein, and additional fund expenses and investment related expenses to be incurred during the remainder of a

## RCP ADVISORS PERFORMANCE DISCLOSURES (CONTINUED):

- particular Fund's term remain unknown and, therefore, are not factored into the Net IRR and Net ROIC calculations. Any anticipated carried interest reduces the net returns of unrealized investments. Calculations used herein which incorporate estimations of the net "unrealized value" of remaining investments represent valuation estimates made by RCP using the most recent valuation data provided by the general partners of the underlying investments. Such estimates are subject to numerous variables which change over time and therefore amounts actually realized in the future will vary (in some cases materially) from the estimated net "unrealized values" used in connection with calculations referenced herein.
- ✓ Effects of Leverage on IRRs. Because RCP typically utilizes a subscription-based credit facility to bridge capital calls for its commingled Funds, many investments have been initially funded using a subscription line of credit. For purposes of the fund-level Net IRR calculation, the use of a subscription line of credit increases the IRR (in situations where the IRR is positive), as the IRR calculation takes into account the amount of time capital is outstanding and is based upon the capital call due date, rather than the date the relevant Fund made the underlying investment with borrowed funds. Accordingly, the related delay of capital calls will increase the fund-level Net IRR reflected herein (in some cases, materially).



# Disclaimers

## HARK PERFORMANCE DISCLOSURES:

- ✓ ROIC: Represents the return on invested capital. ROIC is calculated by dividing the sum of distributions plus total partners' capital by capital contributed. Total partners' capital balance is the book assets (fair value of unrealized investments plus cash on hand and miscellaneous assets) less the liabilities at the measurement date.
- ✓ IRR: Represents the internal rate of return of the Fund. IRR is a time-weighted average expressed as a percentage. The IRR of an investment is the discount rate at which the net present value of costs (negative cash flows) of the investment equals the net present value of the benefits (positive cash flows) of the investment, including the current value of unrealized investments.
- ✓ Net ROIC, Net D/PI, and Net IRR: Reflects limited partner returns after allocation of management fees, general fund expenses, investment expenses, income earned on cash and cash equivalents, any carried interest to the general partner, and any other fees and expenses. Based on the highest applicable rate of management fees and carried interest to the general partner, as of 9/30/22, Hark II would have generated an 11.15% Net IRR and Hark III would have generated a 13.23% Net IRR.
- ✓ Not all limited partners pay the same management fee or carried interest. Furthermore, limited partners' IRRs may vary based on the dates of their admittance to the Fund. There can be no assurance that unrealized investments will be realized at the valuations used to calculate the ROICs and IRRs contained herein and additional fund expenses and investment related expenses to be incurred during the remainder of the Fund's term remain unknown and, therefore, are not factored into the calculations. Any anticipated Carried Interest reduces the net returns of unrealized investments. Calculations used herein which incorporate estimations of the net "unrealized value" of remaining investments represent valuation estimates made by RCP using the most recent valuation data provided by the general partners of the underlying funds. Such estimates are subject to numerous variables which change over time and therefore amounts actually realized in the future will vary (in some cases materially) from the estimated net "unrealized values" used in connection with calculations referenced herein. Past performance is not a guarantee of future results, and there can be no assurance that any fund will achieve comparable results.

## BONACCORD PERFORMANCE DISCLOSURES:

- ✓ Net Performance for Bonaccord Capital Partners I is determined assuming a limited partner was admitted at the first closing and is subject to a 2.0% management fee during the investment period and a 1.5% management fee thereafter, a 20.0% carry, an 8.0% preferred return, and a 3.9% expense ratio (determined by dividing (a) inception-to-date LP contributions attributable to expenses by (b) inception-to-date LP contributions). Certain investors were subject to lower management fee rates and/or carried interest, and accordingly experienced higher net returns.
- ✓ Bonaccord values its investments at estimated fair value as determined in good faith by Bonaccord. Valuations involve a significant degree of judgment. Due to the generally illiquid nature of the securities held, fair values determined Bonaccord may not reflect the prices that actually would be received when such investments are realized. The actual realized returns on unrealized investments will depend on, among other factors, future operating results and cash flows, future fundraising, the performance of the investment funds now existing or subsequently launched by the relevant sponsors, any related transaction costs, market conditions at the time of disposition and manner of disposition of investments, all of which could differ from the assumptions on which the valuations used in the performance data contained herein are based. Thus, the return for each such investment calculated after its complete realization most likely will vary from the return shown for that investment in this presentation. Similarly, the return for BCP I calculated after the complete realization of all of its investments most likely will vary from the return shown herein in the aggregate.





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