# NB Private Equity Partners Limited

### **CONTACT INFORMATION**

For questions about NBPE, please contact the Investor Relations department of the Investment Manager at the phone number or email address listed below:

#### **INVESTMENT MANAGER**

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## **ORDINARY SHARE INFORMATION**

Trading Symbol: NBPE Exchanges: Euronext Amsterdam & London Stock Exchange Euronext Admission Date: 25 July 2007

LSE Admission Date: 25 July 2007 LSE Admission Date: 30 June 2009

Base Currency: USD

Bloomberg: NBPE NA, NBPE LN Reuters: NBPE.AS, NBPE.L ISIN: GG00B1ZBD492 COMMON: 030991001

# **ZDP SHARE INFORMATION**

Trading Symbol: NBPZ Exchanges: London Stock Exchange & Channel Islands Stock Exchange Admission Date: 1 December 2009 Base Currency: GBP Bloomberg: NBPEGBP LN

Reuters: NBPEO.L ISIN: GG00B4ZXGJ22 SEDOL: B4ZXGJ2 GRY at Issuance: 7.30%

Share Life: 7.5 Years to 31 May 2017 Final Capital Entitlement: 169.73 pence

As of 30 April 2010, the investment portfolio included exposure to 58 underlying investments and over 2,300 underlying portfolio companies.

\*\*\* Excludes the premium on the ZDP tap issue. As of 30 April 2010, there were 32,999,999 ZDP shares outstanding. As of 31 March 2010, there were 30,000,000 ZDP shares outstanding.

30 April 20101

#### **COMPANY OVERVIEW**

NB Private Equity Partners Limited ("NBPE" or "the Company") is a closed-end investment company registered under the laws of Guernsey managed by NB Alternatives Advisers LLC (the "Investment Manager"), an indirect wholly owned subsidiary of Neuberger Berman Group LLC. NBPE invests in private equity funds managed by leading sponsors, including fund of funds managed by the Investment Manager, and makes direct private equity investments alongside leading sponsors ("co-investments"). NBPE's investment objective is to produce attractive returns on its capital from its private equity investments while managing investment risk through portfolio diversification across asset class, vintage year, geography, industry and sponsor.

#### **INVESTMENT MANAGER COMMENTARY**

On 16 April 2010, NBPE announced the placing of 2,999,999 new zero dividend preference shares ("ZDP Shares") pursuant to a tap issue. The issue price per ZDP Share (before expenses) was 106.25p, a premium to the estimated net asset value per ZDP Share at the time of issuance. The new ZDP Shares were admitted to trading on the Specialist Fund Market of the London Stock Exchange on 20 April 2010. The new ZDP Shares rank pari passu with the existing ZDP Shares of the Company.

During April, NBPE completed the previously announced sale of its remaining interest in a certain large-cap buyout fund. The Company received the proceeds of the final sale in April. The sales of this interest resulted in a small increase in liquidity and reduced unfunded commitments by an aggregate \$13.9 million. We believe NBPE can generate more attractive risk-adjusted returns by re-deploying this capital into other private equity investments.

Including this activity, NBPE invested \$2.7 million in private equity investments and received \$6.2 million of distributions and sale proceeds during the month. As a result of this investment activity, the Company's private equity investment level stayed constant at 110% of net asset value at 30 April 2010. During April, approximately 75% of the capital calls were invested in special situations / distressed funds, 18% were invested in buyout funds and 7% were invested in growth equity and venture capital funds. The distributions received in April were diversified across a number of investments, including the sales proceeds of the large-cap buyout fund interest, distributions from two special situations funds — Wayzata Opportunities Fund II and Platinum Equity Capital Partners II — as well as distributions from certain buyout funds and NB Crossroads Fund XVII.

As of 30 April 2010, the unaudited net asset value per share was \$9.58, which represents an increase of 0.2% compared to the unaudited net asset value per share of \$9.55 at 31 March 2010. During April, NBPE's portfolio value increased due to \$2.2 million of unrealized gains on public equity securities and \$1.7 million of unrealized gains on credit-related fund investments. These gains were offset by \$0.2 million of negative foreign exchange adjustments. In addition, net unrealized losses of \$1.6 million were attributable to the receipt of Q1 2010 valuation information for certain fund investments and private co-investments.

### **NET ASSET VALUE DEVELOPMENT**

(\$ in millions, except per share data)

Summary of Net Asset Value of Ordinary Shares	30 A pril 2010 M onthly	31 M arch 2010 M onthly
Direct Fund Investments and Fund of Funds Investments	\$462.2	\$460.6
Co-investments *	\$74.9	\$77.9
Total Private Equity Investments	\$537.1	\$538.5
Cash and Cash Equivalents	\$31.0	\$24.9
Credit Facility Outstanding	(\$25.0)	(\$25.0)
ZDP Share Liability, Including Forward Currency Contract	(\$54.6)	(\$48.8)
Net Other Assets (Liabilities), Including Minority Interest	\$0.6	(\$ 1.6)
Net Asset Value	\$489.1	\$488.0
Net Asset Value per Share **	\$9.58	\$9.55
Closing Share Price (Euronext Amsterdam)	\$6.45	\$6.30
Premium (Discount)	(32.6%)	(34.1%)
Summary of Private Equity Exposure		
Estimated Fair Value of Private Equity Investments	\$537.1	\$538.5
Unfunded Private Equity Commitments	\$146.5	\$ 157.4
Total Private Equity Exposure	\$683.6	\$695.8
Private Equity Investment Level	110%	110%
Cash + Undrawn Committed Credit Facility	\$256.0	\$249.9
Commitment Cover Ratio	175%	159%

Summary of the Zero Dividend Preference Shares		
ZDP Net Asset Value per Share***	102.96p	102.36p
Closing ZDP Share Price (London Stock Exchange)	109.00p	105.00p
Premium (Discount)	5.9%	2.6%
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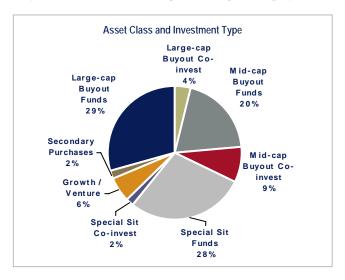
<sup>\*</sup> Includes both equity and mezzanine coinvestments.

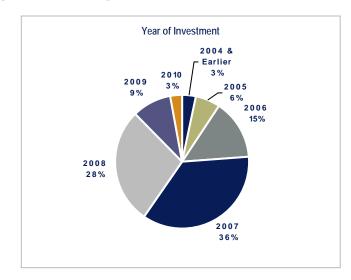
<sup>\*\*</sup> As of 30 April 2010 and 31 March 2010, there were 51,059,592 Class A ordinary shares and 10,000 Class B ordinary shares outstanding, with 3,150,408 Class A ordinary shares held in treasury.

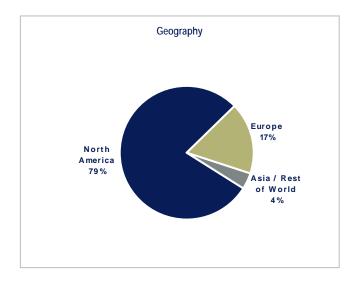
#### 30 April 20101

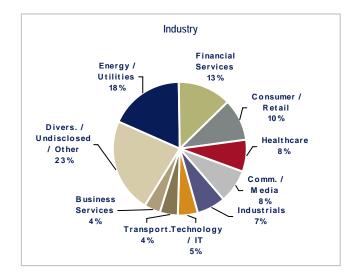
#### PRIVATE EQUITY PORTFOLIO DIVERSIFICATION

Key information about NBPE's portfolio of private equity investments based upon fair value at 30 April 2010 was as follows: 2









Based on total private equity exposure, which includes unfunded commitments, the diversification of NBPE's portfolio of private equity investments at 30 April 2010 was as follows: <sup>2</sup>

- Asset class and investment type large-cap buyout funds: 28%; large-cap buyout co-investments: 3%; mid-cap buyout funds: 21%; mid-cap buyout co-investments: 8%; special situations funds: 28%; special situations co-investments: 1%; growth / venture: 8%; secondary purchases: 3%
- Geography North America: 77%; Europe: 18%; Asia / rest of world: 5%
- Industry energy / utilities: 18%; financial services: 13%; consumer / retail: 10%; industrials: 10%; communications / media: 9%; healthcare: 7%; technology / IT: 5%; business services: 5%; transportation: 5%; diversified / undisclosed / other: 18%

The diversification of NBPE's unfunded private equity commitments at 30 April 2010 was as follows: <sup>2</sup>

- Asset class and investment type large-cap buyout funds: 27%; mid-cap buyout funds: 25%; mid-cap buyout co-investments: 4%; special situations funds: 26%; growth / venture: 14%; secondary purchases: 4%
- Vintage year of fund or co-investment 2004 & Earlier: 2%; 2005: 7%; 2006: 32%; 2007: 38%; 2008: 9%; 2009: 8%; 2010: 4%

#### 30 April 20101

#### **VALUATION METHODOLOGY**

The Company carries its private equity investments on its books at fair value using the best information it has reasonably available to determine or estimate fair value. Publicly traded securities are valued based on quoted prices as of the last day of the relevant period less discounts to reflect legal restrictions, if any, that affect marketability. The Company determines such values for publicly traded securities held directly as well as known public positions held in the underlying private equity investments on a look-through basis. The Company estimates fair value for private interests based on a methodology that begins with the most recent information available from the general partner of the underlying fund or the lead investor of a direct co-investment, and considers subsequent transactions, such as drawdowns or distributions, as well as other information judged to be reliable that reports or indicates valuation changes, including realizations and other portfolio company events. The Company proactively revalues its investments before it has received updated information from the fund manager or lead sponsor if it becomes aware of material events that justify a change in valuation. If the Company concludes that it is probable an investment will be sold, the Company will adjust the carrying value to the amount the Company expects to realize from the sale, exclusive of transaction costs.

NBPE expects to issue its interim management report for the quarter ended 31 March 2010 in mid to late May. The report will include unaudited financial information prepared in accordance with accounting principles generally accepted in the United States. NBPE is required to consider, and will consider, all known material information in preparing such financial report, including information that may become known subsequent to the issuance of this monthly report. Accordingly, amounts included in the interim management report may differ from this monthly report.

#### LIQUIDITY ENHANCEMENT AGREEMENT

On 21 July 2008, the Company entered into a Liquidity Enhancement Agreement with ABN AMRO Bank N.V. London Branch ("ABN") in order to enhance and strengthen the liquidity in the trading of NBPE's Class A ordinary shares on Euronext Amsterdam by NYSE Euronext ("Euronext Amsterdam"). Under the terms of the Liquidity Enhancement Agreement the Company has granted to ABN sole discretion, in the name and for the account for the Company, to effect (subject to any required shareholder authority, all applicable legal and regulatory requirements and within certain agreed parameters) repurchases and sales out of treasury of the Company's Class A ordinary shares on Euronext Amsterdam. During April 2010, there were no shares repurchased under the Agreement. As of 30 April 2010, there were 51,059,592 Class A ordinary shares and 10,000 Class B ordinary shares outstanding, with 3,150,408 Class A ordinary shares held in treasury.

This document is not intended to be an investment advertisement or sales instrument; it constitutes neither an offer nor an attempt to solicit offers for the securities described herein. This report was prepared using financial information contained in NBPE's books and records as of the reporting date. This information is believed to be accurate but has not been audited by a third party. This report describes past performance, which may not be indicative of future results. NBPE does not accept any liability for actions taken on the basis of the information provided.

NBPE is registered with the Dutch Authority for the Financial Markets as a collective investment scheme which may offer participations in The Netherlands pursuant to article 2:66 of the Financial Markets Supervision Act (Wet op het financiael toezicht). All investments are subject to risk. Past performance is no guarantee of future returns. Prospective investors are advised to seek expert legal, financial, tax and other professional advice before making any investment decision. The value of investments may fluctuate. Results achieved in the past are no guarantee of future results.

<sup>1.</sup> Figures provided are unaudited and subject to change. Certain numbers may not total due to rounding.

<sup>2.</sup> The diversification analysis by asset class and investment type is based on the fair value of underlying fund investments and co-investments (including unfunded commitments on a total private equity exposure basis). The diversification analysis by year of investment, geography and industry is based on the diversification of underlying portfolio company investments at fair value as estimated by the Investment Manager. The year of investment is calculated at the portfolio company level and is defined as the date of capital deployment into a particular underlying investment. For primary investments and co-investments, the vintage year is defined as the date of the first portfolio investment or the date of the co-investment. For secondary investments, the vintage year is defined as the date of the secondary acquisition. The diversification by year of investment also includes an allocation of net cash flows and valuation adjustments made since financial statements were last received from the investment sponsor. Determinations regarding asset class, investment type, the actual diversification of the Company's investment portfolio on an ongoing basis may vary from the foregoing information.