# **NB Private Equity Partners**

27 August 2013

Financial Information as of 31 July 2013

## **Neuberger Berman Private Equity Platform**

# Top-tier, fully integrated private equity platform provides superior deal flow and enhanced due diligence and execution capabilities

| PRIMARY INVESTMENT<br>PORTFOLIOS<br>AUM: \$9.8 billion                                                                                                                          | SECONDARY<br>AUM: \$3.7 billion                                                                                  | CO-INVESTMENTS<br>AUM: \$2.7 billion                                                                                                                                                | DIRECT YIELDING STRATEGIES<br>AUM: \$1.8 billion                                                                                                                                                                 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul> <li>Focus on tactical allocations<br/>among top performing mid &amp;<br/>large-cap buyout, venture &amp;<br/>growth capital and special<br/>situations PE funds</li> </ul> | Focus on seasoned private<br>equity investments at attractive<br>valuations from investors<br>desiring liquidity | • Focus on co-investing with<br>high-quality private equity<br>sponsors in attractive<br>investment opportunities in their<br>core areas of expertise, with<br>attractive economics | <ul> <li>Private Debt: Focus on junior<br/>private debt investments in<br/>private equity-backed<br/>companies</li> <li>Healthcare Credit Investments</li> <li>Hedge fund manager minority<br/>stakes</li> </ul> |

- Over 25 years as private equity investors
- Approximately \$18 billion of commitments managed
- Over \$1 billion of capital committed to private equity investments annually
- ~60 private equity investment professionals with extensive networks, supported by ~110 investor services professionals
- · Global presence with investment offices in the U.S., Europe and Asia
- Leverages the resources of Neuberger Berman

#### Private Equity Dedicated Back Office Service Team: "Capital Analytics"

- Capital Analytics is the private equity fund and portfolio administration business of NB Alternatives
- Tracks 650 funds and 12,000+ portfolio companies

## **NB Private Equity Partners**

NBPE is a closed end private equity investment company providing investors with a diversified exposure to the private equity investment asset class and the opportunity for both capital gains as well as current income

- Listed in July 2007, NBPE is a private equity investment vehicle primarily focused on direct equity and debt investments generated across the NB Alternatives platform
- Focused primarily on direct private equity co-investments and debt investments in private equity-backed companies
  - Equity co-investments and direct yielding investments now constitute 52% of NAV
- Ordinary shares trade on both Euronext Amsterdam (NBPE AS) and the LSE (NBPE LN); ZDP shares trade on the LSE
- 2013 Dividend Activity
  - Dividend Yield (Annualized): 4.6% on share price<sup>1</sup>, 3.5% on NAV per Share<sup>1</sup>
  - On a run rate basis, the 2013 dividend is 71% covered by the cash yield from the direct yielding portfolio; we expect the dividend to be 100% covered by the cash yield on a run rate basis by the end of 2013

As of 31 July 2013. See endnote three for important information related to the dividend.

<sup>1.</sup> Based on the NYSE Euronext closing share price of \$9.10 on 31 July 2013 and the 31 July 2013 unaudited, restated NAV of \$11.98 per share.

## **NBPE Highlights Year to Date**

NBPE is successfully executing on its stated strategy. The direct investment portfolio is 52% of NAV and direct yielding investments are generating cash of \$14.3 million on a run-rate basis, or 71% of the 2013 dividend

Increasing percentage of the portfolio in Direct Yielding Investments and Equity Co-investments and reduced exposure to private equity funds

- Increased direct investment exposure from 37% of NAV at 31 December 2012 to 52% of NAV as of 31 July 2013
- 16 direct investments completed year to date



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#### Funding new investments through cash generated from a maturing private equity fund portfolio

Received \$65.6 million in distributions (80% from Funds) and funded \$94.4 million to investments (93% to direct investments)

27% of Net Asset Value in Direct Yielding Investments with a total estimated yield to maturity of 12.0% and a cash yield of 9.7%, generating run-rate cash income of \$14.3 million

- Cash generated from Direct Yielding Investments covers 71% of the annual dividend
- Expect to fully cover the dividend on a run rate basis by the end of 2013 from the cash generated from our Direct Yielding Investments

#### Strong performance in Equity Co-investment Portfolio during 2013

- Early liquidity events from two 2012 vintage Equity Co-investments
  - Dividend re-capitalizations as a result of strong underlying company performance; proceeds received in July

## **NAV Update**

PORTFOLIO

**ACTIVITY** 

On a total return basis, including dividends, NBPE's NAV per share increased 4.9% during the first seven months of 2013

#### JULY 2013 NAV UPDATE

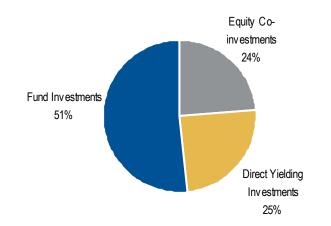
| (\$ in millions, except per share values)                   | 31 July 2013<br>(Unaudited, Restated) | 31 December 2012<br>(Audited) |
|-------------------------------------------------------------|---------------------------------------|-------------------------------|
| Fund Investments                                            | \$328.5                               | \$350.6                       |
| Direct / Co-investments                                     |                                       |                               |
| Direct Yielding Investments                                 | \$155.9                               | \$82.9                        |
| Equity Co-investments                                       | \$150.6                               | \$130.6                       |
| Total Direct / Co-investments                               | \$306.4                               | \$213.4                       |
| Total Private Equity Fair Value                             | \$635.0                               | \$564.0                       |
| Private Equity Investment Level                             | 109%                                  | 98%                           |
| Cash and Cash Equivalents                                   | \$38.3                                | \$67.4                        |
| Credit Facility                                             | -                                     | -                             |
| ZDP Share Liability, including Forward Currency Contract    | (\$68.5)                              | (\$66.9)                      |
| Net Other Assets (Liabilities), including Minority Interest | (\$20.0)                              | \$12.1                        |
| Net Asset Value                                             | \$584.8                               | \$576.6                       |
| Net Asset Value Including Dividends                         | \$604.8                               | \$576.6                       |
| Net Asset Value per Share                                   | \$11.98                               | \$11.81                       |
| Net Asset Value per Share Including Dividends               | \$12.39                               | \$11.81                       |

- · Significant amount of investment and realization activity in 2013
  - Direct/co-investments and Capital calls of ~\$94 million YTD 2013
  - Sale proceeds and Distributions of ~\$66 million YTD 2013

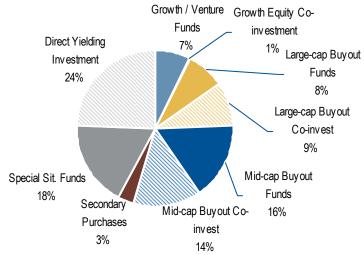
Note: As of 31 July 2013 (unaudited, restated). Past performance is not indicative of future results. Numbers may not sum due to rounding.

## **Diversified Private Equity Exposure**

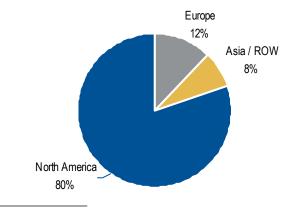
The portfolio is well diversified and includes a meaningful and increasing exposure to equity coinvestments and direct yielding investments, as well as a tactical over allocation to investments in North America **INVESTMENT TYPE BY FAIR VALUE** 



#### **ASSET CLASS BY FAIR VALUE**

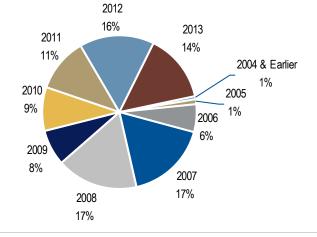


#### **GEOGRAPHIC DIVERSIFICATION BY FAIR VALUE**



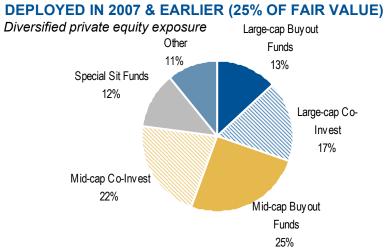
Note: As of 31 July 2013 (unaudited, restated). Numbers may not sum due to rounding.

#### YEAR OF INVESTMENT BY FAIR VALUE

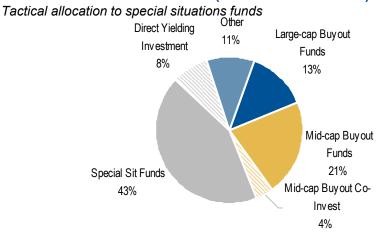


## **Tactical Approach to Asset Allocation**

#### NBPE has adjusted its tactical asset allocations over time to optimize its private equity exposure

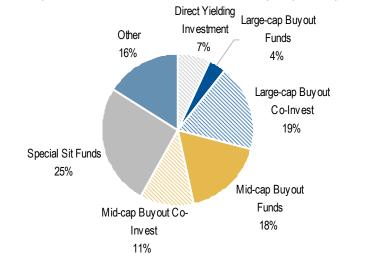


#### DEPLOYED IN 2008 AND 2009 (25% OF FAIR VALUE)



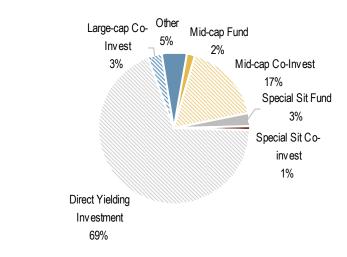
#### DEPLOYED IN 2010 & 2011 (21% OF FAIR VALUE)

Continued special situations and increased mid-cap buyout exposure



#### DEPLOYED IN 2012 - YTD 2013 (30% OF FAIR VALUE)

Increase in direct co-investments and yielding investments

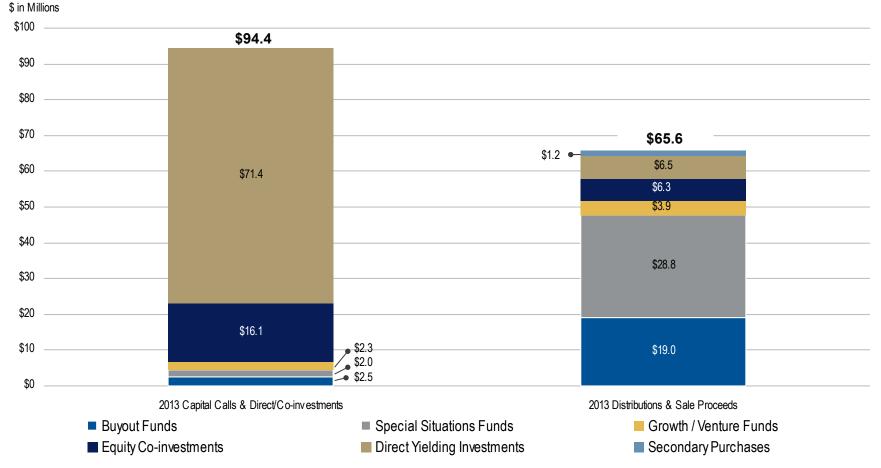


Note: Other includes NB Crossroads Fund XVII and Growth/Venture. Based on private equity fair value as of 31 July 2013 (unaudited, restated). Numbers may not sum due to rounding.

# **Recent Portfolio Activity**

### NBPE has funded \$94.4 million and received \$65.6 million of distributions in 2013

#### YTD 2013 NBPE PORTFOLIO ACTIVITY



Note: As of 31 July 2013. Past performance is not indicative of future results. Contributions are net of returns of capital from the NB Alternatives Direct Co-investment Program. Numbers may not sum due to rounding.

## **Portfolio Company Performance Metrics**

We analyzed the operational performance and valuation metrics of the 50 largest buyout companies based upon fair value at 30 June 2013

#### TRADITIONAL BUYOUT INVESTMENTS

- Traditional buyout investments that were valued based on a multiple of cash flow (total enterprise value as a multiple of EBITDA<sup>1</sup>)
  - 38 companies with approximately \$129.5 million of fair value, representing 21% of private equity fair value and 42% of buyout fair value
- Summary metrics for the traditional buyout investments:
  - Weighted average valuation multiple of 10.1x LTM EBITDA
  - Weighted average leverage multiple of 4.3x LTM EBITDA
  - Weighted average LTM revenue growth of 6.9%
  - Weighted average LTM EBITDA growth of 14.5%

#### **OTHER BUYOUT INVESTMENTS**

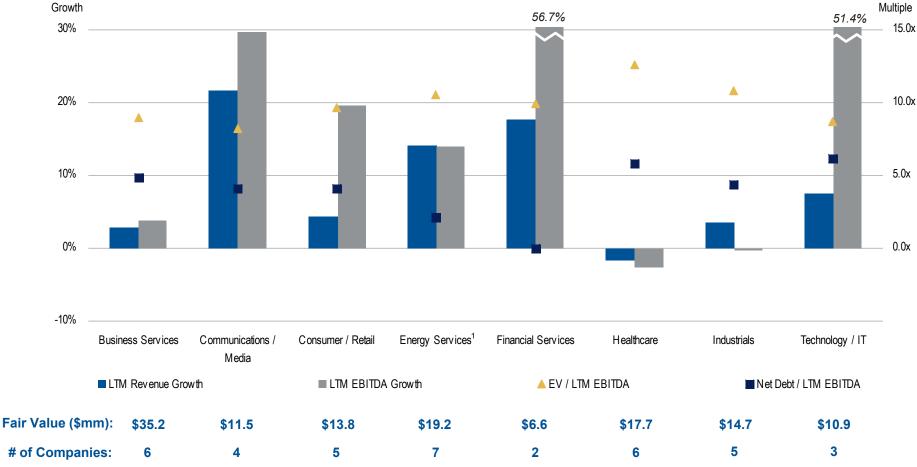
- Power generation and utility companies, financial institutions and publicly traded companies
  - 12 companies with approximately \$63.7 million of fair value, representing 10% of private equity fair value and 21% of buyout fair value
- Six privately held financial institutions (\$30.3 million of fair value) grew book value by 9% over the last twelve months and were valued at 1.4x book value on a weighted average basis
- Two power generation and utility companies (\$12.2 million of fair value) were valued based on a variety of metrics, including price per kilowatt hour of generation capacity
- Four publicly traded companies (\$21.2 million of fair value) generated a weighted average total return of 13% during 2013

Note: As of 30 June 2013 (unaudited). Portfolio company metrics are based on the most recently available information (unaudited). Numbers may not sum due to rounding. 1. One energy services company was valued based on normalized EBITDA.

## **Company Performance Metrics: Buyout**

Of NBPE's top 50 buyout assets by fair value, 38 were traditional buyout companies with an aggregate fair value of \$129.5 million as of 30 June 2013

#### WEIGHTED AVERAGE PERFORMANCE & VALUATION METRICS BY INDUSTRY SECTOR: TRADITIONAL BUYOUT

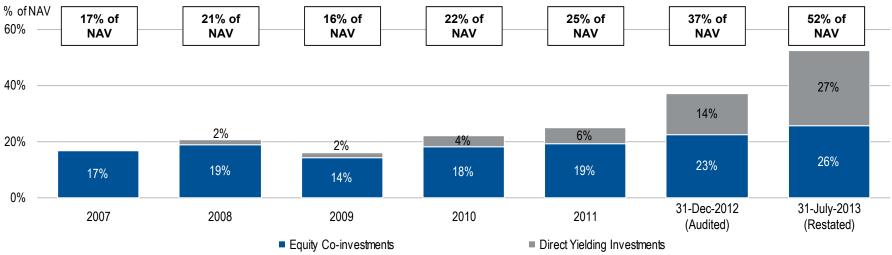


Note: As of 30 June 2013 (unaudited). Portfolio company metrics are based on the most recently available information (unaudited). Numbers may not sum due to rounding. 1. One energy services company was valued based on normalized EBITDA.

## **Investment Strategy**

#### Actively pursuing equity co-investments and direct yielding investments

- · New investments are predominantly equity co-investments or direct yielding investments
  - Equity co-investments: equity investments alongside premier private equity sponsors in their core areas of expertise
  - Direct yielding investments: junior debt generating strong cash yields and in many cases additional upside through PIK and / or equity
- We expect this strategy to:
  - Reduce the expected duration of our private equity portfolio
  - Increase transparency for shareholders
  - Reduce our overall effective expense ratio



#### DIRECT INVESTMENTS: INCREASINGLY SIGNIFICANT<sup>1</sup>

Note: As of 31 July 2013 (unaudited, restated). Numbers may not sum due to rounding.

1. The percent of NAV is based on the NAV of NBPE and may differ from the percent of private equity fair value.

# **New Equity Co-investments in 2013**

# Nine new equity co-investments from 1 January 2013 through 31 July 2013 totaling \$19.7 million or 3.4% of NBPE NAV at 31 July 2013

Portfolio of

|                        |                                                              |                                     |                                                                                        |                                                             | Portfolio of<br>Insurance              |                               |                                                 |                                                 |                         |
|------------------------|--------------------------------------------------------------|-------------------------------------|----------------------------------------------------------------------------------------|-------------------------------------------------------------|----------------------------------------|-------------------------------|-------------------------------------------------|-------------------------------------------------|-------------------------|
|                        | CADVANTAGE*<br>Resources for Humans. Solutions for Business* | SHELF<br>DRILLING                   | INTO <sup>⊗</sup>                                                                      | ÓTICAS   CAROL                                              | Industry Loss<br>Warranties            | <u>Gardner</u><br>Denver      | Formation Energy                                | Saguaro<br>Resources Ltd                        | DIGITAL<br>INSIGHT.     |
| Investment<br>Date     | Mar. 2013                                                    | Mar. 2013                           | Apr. 2013                                                                              | Apr. 2013                                                   | June 2013                              | July 2013                     | July 2013                                       | July 2013                                       | July 2013               |
| Asset Class            | Buyout                                                       | Buyout                              | Buyout                                                                                 | Growth<br>Equity                                            | Buyout                                 | Buyout                        | Buyout                                          | Buyout                                          | Buyout                  |
| Situation              | Sponsor to<br>sponsor<br>transaction                         | Carve-out                           | New Buyout                                                                             | Growth<br>Equity                                            | Portfolio of<br>Insurance<br>Contracts | Take-Private                  | Oil and Gas<br>Exploration<br>and<br>Production | Oil and Gas<br>Exploration<br>and<br>Production | Carve-out               |
| Lead PE<br>Firm        | Compass<br>Investment<br>Partners                            | Castle<br>Harlan<br>Partners        | Leeds Equity                                                                           | 3i                                                          | Cartesian                              | KKR                           | Lindsay<br>Goldberg                             | Pine Brook                                      | Thoma<br>Bravo          |
| Industry               | Professional<br>Employer<br>Organization                     | Offshore Oil<br>and Gas<br>Drilling | Collegiate<br>recruitment,<br>placement<br>and<br>education in<br>the U.K. and<br>U.S. | 2 <sup>nd</sup> largest<br>eyewear<br>retailer in<br>Brazil | Financial<br>Services                  | Chemicals<br>and<br>Materials | Energy                                          | Energy                                          | Financial<br>Technology |
| Range of<br>% NBPE NAV | 0% — 1%                                                      | 0% – 1%                             | 0% – 1%                                                                                | 0% – 1%                                                     | 0% – 1%                                | 0% – 1%                       | 0% – 1%                                         | 0% – 1%                                         | 0% – 1%                 |

## **New Direct Yielding Investments in 2013**

# In 2013, NBPE has participated in seven direct yielding investments. These investments totaled \$68.6 million or 11.7% of NBPE NAV at 31 July 2013

| Investment<br>Description  | Heartland<br>Dental <sup>1</sup> | Internal<br>Medication<br>Royalty Notes         | Term Loan to<br>Medical Device<br>Company<br>(Cardiac Device) | KIK Custom<br>Products | Term Loan to<br>Diagnostic<br>Laboratory<br>Company<br>(Genetic Testing) | Term Loan to<br>a Medical<br>Device<br>Company<br>(Cosmetics) | Blue Coat           |
|----------------------------|----------------------------------|-------------------------------------------------|---------------------------------------------------------------|------------------------|--------------------------------------------------------------------------|---------------------------------------------------------------|---------------------|
| Investment Date            | Jan. 2013                        | Jan. 2013                                       | Feb. 2013                                                     | May 2013               | June 2013                                                                | July 2013                                                     | July 2013           |
| Security<br>Description    | Second Lien<br>Debt              | Synthetic<br>Healthcare<br>Royalty <sup>2</sup> | Senior Secured<br>Term Loan                                   | Second Lien<br>Debt    | Senior Secured<br>Loan                                                   | Senior<br>Secured Loan                                        | Second Lien<br>Debt |
| OID / Purchase<br>Discount | 1.5% OID <sup>1</sup>            | N/A                                             | 1.5% OID                                                      | 2.0% OID               | N/A                                                                      | N/A                                                           | 1.0% OID            |
| Cash Interest              | 9.8%                             | 11.0%                                           | 13.5%                                                         | 9.5%                   | 10.0%                                                                    | 10.5%                                                         | 9.5%                |
| PIK Interest               | N/A                              | N/A                                             | N/A                                                           | N/A                    | N/A                                                                      | N/A                                                           | N/A                 |
| Maturity Profile           | 2020                             | 2024                                            | 2018                                                          | 2019                   | 2018                                                                     | 2018                                                          | 2020                |
| Range of<br>% NBPE NAV     | 3% – 4%                          | 0% – 1%                                         | 0% – 1%                                                       | 3% – 4%                | 0% – 1%                                                                  | 0% – 1%                                                       | 3% – 4%             |

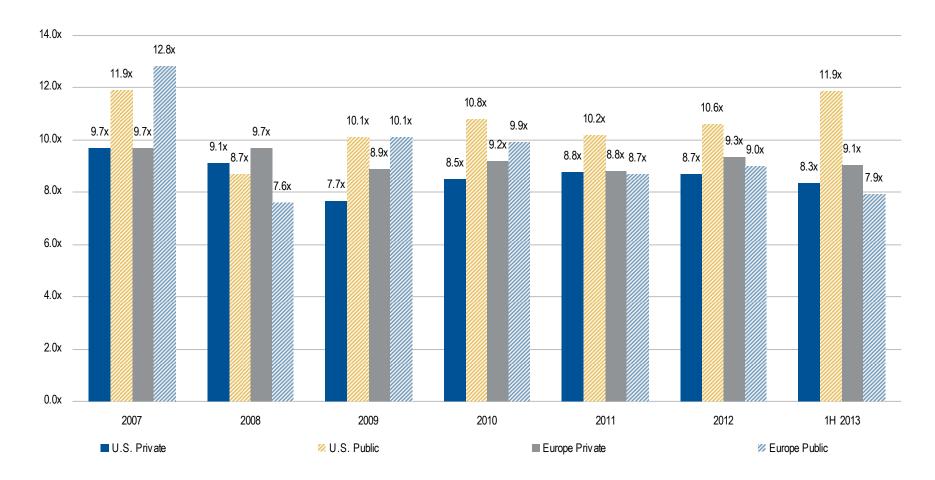
Note: As of 31 July 2013 (unaudited, restated). Past performance is not indicative of future results.

<sup>1.</sup> NBPE participated in the primary issuance of the second lien debt in January 2013. The notes purchased in this transaction were issued at a 1.5% OID. Subsequent to this financing, NBPE made an additional purchase of the second lien notes through a secondary transaction.

<sup>2.</sup> NBPE holds an unsecured note that is serviced by a royalty from the sales of an internal medication drug.

## Relative Value: U.S. & Europe Buyouts vs. Public Markets

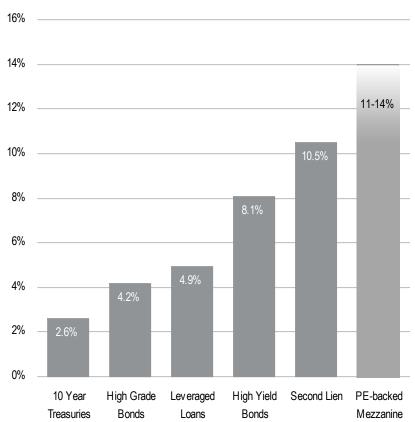
Private EV/EBITDA multiples in the U.S. offer compelling investment opportunities relative to public markets. Private EV/EBITDA multiples in the U.S. are also below European private multiples



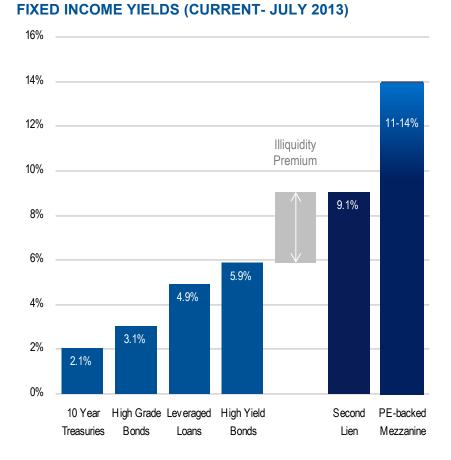
Source: Bloomberg, S&P LCD. Public multiples based on Russell 2000 and MSCI Europe Small Cap.

## Advantages of Private Debt – Capture Illiquidity Premium

We believe private debt can provide an attractive illiquidity premium in most environments and a compelling opportunity currently



#### FIXED INCOME YIELDS (HISTORICAL- 5 YEAR MEDIAN)



#### Source: Bloomberg, Credit Suisse, Barclays, S&P LCD. Data YTD as of July 2013.

Vields represent: US Government Generic 10 Year Index, Barclays Corporate Investment Grade Index, Credit Suisse Leveraged Loans Index; Barclays Corporate High Yield Bond Index, Average New-Issue Spread from S&P LCD (includes LIBOR floor and upfront fee), Latest Report from Lincoln International's Debt Advisory Group (March 2013).

Note: There can be no assurance that the Fund will be able to achieve comparable results. Past performance is not necessarily indicative of future returns.

## **Capital Position**

### NBPE has \$20.3 million of excess capital resources with a 109% commitment coverage level

- As of 31 July 2013, NBPE had unfunded commitments of \$218.0 million
  - Total capital resources were \$238.3 million, including cash and cash equivalents (including restricted cash) plus the undrawn credit facility
- NBPE has a \$200 million revolving credit facility with a term expiring in April 2017, which is currently undrawn

| NBPE Financial Position &                             | & Liquidity Me | trics - 31 July 2013 (Unaudited, Restated) |         |
|-------------------------------------------------------|----------------|--------------------------------------------|---------|
| Unfunded Commitments:                                 |                | Fair Value:                                |         |
| Equity Co-investments <sup>1</sup>                    | \$100.6        | Equity Co-investments                      | \$150.6 |
| Direct Yielding Investments                           | 32.7           | Direct Yielding Investments                | 155.9   |
| Fund Commitments                                      | 84.7           | Fund Investments                           | 328.5   |
| Total Unfunded Commitments                            | \$218.0        | Total Private Equity Fair Value            | \$635.0 |
| Cash and Cash Equivalents (Including Restricted Cash) | \$38.3         | Net Asset Value                            | \$584.8 |
| Undrawn Credit Facility                               | 200.0          | Private Equity Investment Level            | 109%    |
| Total Capital Resources                               | \$238.3        | Commitment Level <sup>2</sup>              | 146%    |
| Excess Capital Resources                              | \$20.3         | Commitment Coverage Level                  | 109%    |

• As of 31 July 2013, \$43.8<sup>3</sup> million of NBPE's unfunded commitments shown above are past their investment period

Note: As of 31 July 2013 (unaudited, restated).

<sup>1.</sup> Approximately \$99.2 million of this amount was unfunded commitments to our NB Alternatives Direct Co-investment Program.

<sup>2.</sup> The Commitment Level is calculated by adding the Unfunded Private Equity Commitments to Fair Value of Private Equity Investments and dividing that value by the Net Asset Value. Numbers may not sum due to rounding.

<sup>3.</sup> Some portion of this amount may be called in future periods for fees, expenses, and/or follow-on investments.

### **Dividends**

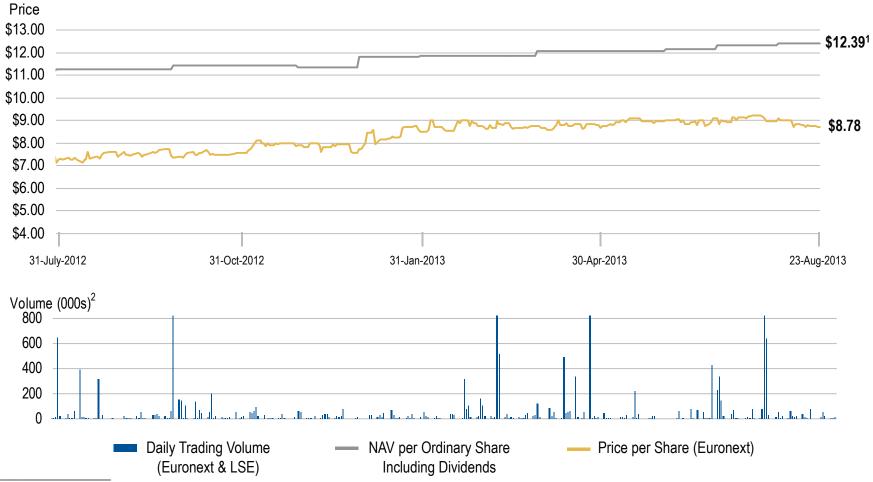
# NBPE intends to pay sustainable dividends to Shareholders from the cash yield generated on Direct Yielding Investments

- NBPE's intends to pay sustainable dividends to Shareholders from the cash yield generated on the Direct Yielding Investment portfolio
  - Dividend Yield (Annualized): 4.6% on share price<sup>1</sup>, 3.5% on NAV per Share<sup>1</sup>
  - 2013 dividends are 71% covered by the cash yield on a run rate basis
- Our current goal is to have the dividend fully supported by the end of the year on a run rate basis from the cash yield generated on the Direct Yielding Investments

Note: See endnote three for important information related to the dividend. 1. Based on the NYSE Euronext closing share price of \$9.10 on 31 July 2013 and the 31 July 2013 unaudited, restated NAV of \$11.98 per share.

## NBPE Share Price vs. NAV per Share Including Dividends

Over the last 12 months, NBPE's share price has increased 17.2% and NAV per Share including dividends has increased 10.0%. NAV per Share including dividends was \$12.39 at 21 August 2013<sup>1</sup>



Source: Bloomberg. Market data as of 23 August 2013. Past performance is not indicative of future results.

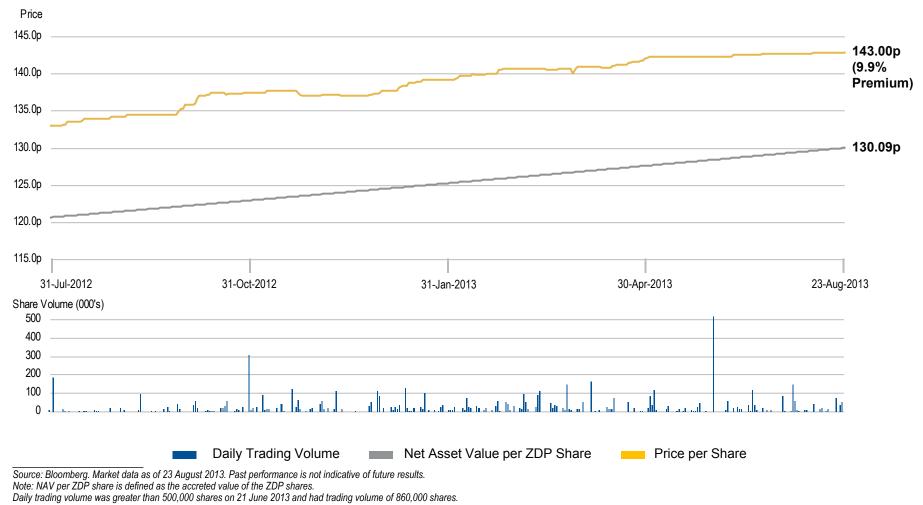
Note: Daily Trading Volume includes combined volume of ordinary shares traded on NYSE Euronext and London Stock Exchange as well as over-the-counter trades reported via Markit BOAT.

2. Daily trading volume was greater than 800,000 shares on 28 September 2012, 7 March 2013, 22 April 2013 and 17 July 2013 and had trading volume of 1.1 million, 12.1 million, 1.2 million, and 4.1 million shares, respectively.

<sup>1.</sup> Includes paid and accrued dividends.

## **ZDP Price and NAV per ZDP Share**

NBPE's ZDP shares have consistently traded at a premium to accreted value since they were issued in late 2009. The GRY is currently 4.6% at the prevailing market price **ZDP PRICE PERFORMANCE AND NAV PER ZDP SHARE OVER THE LAST TWELVE MONTHS** 



## **Trading Liquidity**

# NBPE's ordinary shares generated greater liquidity than reported by NYSE Euronext and the London Stock Exchange

- YTD 2013, NBPE's cumulative trading volume was approximately 24.6 million shares of which 7.2 million shares were traded on the NYSE Euronext and the London Stock Exchange and 17.4 million shares were traded over-the-counter
  - YTD 2013, including over-the-counter trades, daily average trading volume was approximately 174,300 shares and daily average trading volume on-exchange was approximately 50,326 shares
- Over-the-counter trading volume was not reported by the exchanges but instead was reported via the Markit BOAT platform

## **Attractive Value Proposition**

#### We believe that NBPE offers a compelling investment opportunity

#### **VALUE PROPOSITION**

- Experienced Investment Manager with a strong long-term track record in direct investing
- High quality private equity portfolio
- Equity co-investment and direct yielding investment exposure funded by a mature, cash generative, diversified portfolio of private equity fund interests
- · Capital available for new investments
- Dual share class with ordinary shares and ZDP shares
  - Ordinary shares admitted to trading on both Euronext Amsterdam and the LSE
  - -ZDP shares admitted to trading on the LSE and CISX

#### STEPS TO ADDRESS THE DISCOUNT

- Increased exposure to direct investments increases transparency and reduces duration of the portfolio
- Dividend Policy to the benefit of the shareholders; additional flexibility to repurchase shares through the Share Buy-back Programme
  - The Board of Directors has approved an extension of the Share Buyback Program from 31 August 2013 to 30 November 2013; the documentation for such extension is currently in progress
- Market leading investor reporting

# **Trading Information**

#### **ORDINARY SHARE INFORMATION**

| Trading Symbol: | NBPE                                          |
|-----------------|-----------------------------------------------|
| Exchanges:      | Euronext Amsterdam & London Stock<br>Exchange |
| 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<br>Islands Stock Exchange |
| Base Currency:             | GBP                                                       |
| Bloomberg:                 | NBPEGBP LN                                                |
| Reuters:                   | NBPEO.L                                                   |
| ISIN:                      | GG00B4ZXGJ22                                              |
| SEDOL:                     | B4ZXGJ2                                                   |
| Gross Redemption Yield:    | 7.30% at issuance                                         |
| Share Life:                | 7.5 years to 31 May 2017                                  |
| Final Capital Entitlement: | 169.73 pence per share at maturity                        |

# **Contact Information**

| Registered Office:  | NB Private Equity Partners Limited<br>P.O. Box 225<br>Heritage Hall, Le Marchant Street<br>St. Peter Port, Guernsey GY1 4HY<br>Channel Islands<br>Tel: +44.(0).1481.716.000 | Corporate Brokers: | Oriel Securities<br>Neil Winward<br>Tel: +44.20.7710.7600<br>Jefferies International Limited<br>Gary Gould/Stuart Klein<br>Tel: +44.20.7029.8766                                                                                                                                                                                            |
|---------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
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APPENDIX: PORTFOLIO & VALUATION

# **NBPE Equity Co-investment Portfolio**

## Diversified portfolio of equity co-investments

|                                      |                    | Investment |                                     |            | % of     |
|--------------------------------------|--------------------|------------|-------------------------------------|------------|----------|
| Company Name                         | Asset Class        | Year       | Lead Sponsor                        | Fair Value | NBPE NAV |
| Acteon                               | Mid-cap Buyout     | 2012       | KKR                                 | -          | 0% - 1%  |
| ADPI                                 | Mid-cap Buyout     | 2012       | JLL Partners                        | -          | 0% - 1%  |
| Avaya                                | Large-cap Buyout   | 2007       | TPG / Silver Lake Partners          | -          | 0% - 1%  |
| Blue Coat Systems                    | Mid-cap Buyout     | 2012       | Thoma Bravo                         | -          | 0% - 1%  |
| Boa Vista                            | Mid-cap Buyout     | 2012       | TMG Capital                         | -          | 0% - 1%  |
| Capsugel                             | Large-cap Buyout   | 2011       | KKR                                 | -          | 1% - 2%  |
| CoAdvantage                          | Mid-cap Buyout     | 2013       | Compass Investment Partners         | -          | 0% - 1%  |
| CommScope                            | Large-cap Buyout   | 2011       | Carlyle Group                       | -          | 0% - 1%  |
| Deltek                               | Mid-cap Buyout     | 2012       | Thoma Bravo                         | -          | 0% - 1%  |
| Digital Insight                      | Mid-cap Buyout     | 2013       | Thoma Bravo                         | -          | 0% - 1%  |
| Edgen Group                          | Mid-cap Buyout     | 2007       | Jefferies Capital Partners          | -          | 0% - 1%  |
| Energy Future Holdings               | Large-cap Buyout   | 2007       | KKR / TPG                           | -          | 0% - 1%  |
| Fairmount Minerals                   | Mid-cap Buyout     | 2010       | American Securities Partners        | -          | 0% - 1%  |
| First Data                           | Large-cap Buyout   | 2007       | KKR                                 | -          | 0% - 1%  |
| Firth Rixson Equity                  | Mid-cap Buyout     | 2007       | Oak Hill                            | -          | 0% - 1%  |
| Formation Energy                     | Mid-cap Buyout     | 2013       | Lindsay Goldberg                    | -          | 0% - 1%  |
| Freescale Semiconductor              | Large-cap Buyout   | 2006       | Blackstone / Carlyle/ Permira / TPG | -          | 0% - 1%  |
| Gabriel Brothers                     | Special Situations | 2012       | A&M Capital                         | -          | 0% - 1%  |
| Gardner Denver                       | Large-cap Buyout   | 2013       | KKR                                 | -          | 0% - 1%  |
| GazTransport & Technigaz             | Mid-cap Buyout     | 2008       | Hellman & Friedman                  | -          | 0% - 1%  |
| Group Ark Insurance                  | Mid-cap Buyout     | 2007       | Aquiline Capital Partners           | -          | 3% - 4%  |
| nsurance Industry Loss Warranties    | Mid-cap Buyout     | 2013       | Cartesian                           | -          | 0% - 1%  |
| NTO University Partnerships          | Mid-cap Buyout     | 2013       | Leeds Equity Partners               | -          | 0% - 1%  |
| I.Crew Group                         | Large-cap Buyout   | 2011       | TPG / Leonard Green                 | -          | 0% - 1%  |
| Kyobo Life Insurance                 | Mid-cap Buyout     | 2007       | Corsair Capital Partners            | -          | 0% - 1%  |
| Dticas Carol                         | Growth / Venture   | 2013       | 3i Brazil                           | -          | 0% - 1%  |
| Pepcom                               | Mid-cap Buyout     | 2011       | STAR                                | -          | 0% - 1%  |
| Press Ganey Associates               | Mid-cap Buyout     | 2008       | Vestar Capital                      | -          | 0% - 1%  |
| RAC                                  | Large-cap Buyout   | 2011       | Carlyle Group                       | -          | 0% - 1%  |
| Revspring                            | Mid-cap Buyout     | 2012       | Compass Investment Partners         | -          | 0% - 1%  |
| Sabre                                | Large-cap Buyout   | 2007       | TPG / Silver Lake Partners          | -          | 3% - 4%  |
| Saguaro Resources                    | Mid-cap Buyout     | 2013       | Pine Brook                          | -          | 0% - 1%  |
| Salient Solutions                    | Mid-cap Buyout     | 2010       | Frontenac Company                   | -          | 0% - 1%  |
| Seventh Generation                   | Growth / Venture   | 2008       | Catamount Ventures                  | -          | 0% - 1%  |
| Shelf Drilling                       | Mid-cap Buyout     | 2013       | Castle Harlan Partners              | -          | 0% - 1%  |
| SonicWall (Equity) <sup>1</sup>      | Mid-cap Buyout     | 2010       | Thoma Bravo                         | -          | 0% - 1%  |
| Swissport                            | Mid-cap Buyout     | 2011       | PAI                                 | -          | 0% - 1%  |
| Syniverse                            | Large-cap Buyout   | 2011       | Carlyle Group                       | -          | 0% - 1%  |
| aylor Precision Products             | Mid-cap Buyout     | 2012       | Centre Partners                     | -          | 0% - 1%  |
| The SI Organization                  | Mid-cap Buyout     | 2012       | Veritas Capital                     | -          | 0% - 1%  |
| IPF Genco                            | Mid-cap Buyout     | 2006       | Tenaska Capital Management          | -          | 1% - 2%  |
| Univar                               | Large-cap Buyout   | 2010       | Clayton, Dublier & Rice             | -          | 0% - 1%  |
| Total Equity Co-investment Portfolio | 20.90 00p 20,000   | 20.0       |                                     | \$150.6    | 25.7%    |

Note: As of 31 July 2013 (unaudited, restated). 1. SonicWall is a mostly realized investment with escrow proceeds as remaining unrealized value which we expect to be fully realized in the future.

## **Direct Yielding Investment Portfolio**

#### Approximately \$155.9 million of direct yielding investments generating a current yield of 9.7%

|                                             |                      | Investment |            | Cash + PIK       | OID / Purchase |            |           | Est. Yield  |
|---------------------------------------------|----------------------|------------|------------|------------------|----------------|------------|-----------|-------------|
| Investment Name                             | Investment Type      | Date       | Fair Value | Coupon           | Discount       | Cash Yield | PIK Yield | to Maturity |
|                                             |                      |            |            |                  |                |            |           |             |
| Corporate Debt Investments                  |                      |            |            |                  |                |            |           |             |
| Blue Coat                                   | Second Lien Debt     | Jul-13     | -          | 9.5%             | 1.0%           | 9.6%       | -         |             |
| CPG International I Inc.                    | Mezzanine Debt       | Sep-12     | -          | 12.0%            | 2.5%           | 12.1%      | -         | -           |
| CPG International I Inc.                    | Equity               | Sep-12     | -          | N/A              | N/A            | -          | -         | N/A         |
| Deltek <sup>2</sup>                         | Second Lien Debt     | Oct-12     | -          | 10.0%            | 1.5%           | 10.1%      | -         | -           |
| Evans Network of Companies                  | Mezzanine Debt       | Jun-12     | -          | 14.0%            | 2.0%           | 12.1%      | 2.0%      | -           |
| Evans Network of Companies                  | Equity               | Jun-12     | -          | N/A              | N/A            | -          | -         | N/A         |
| Firth Rixson Mezzanine <sup>2</sup>         | Mezzanine Debt       | May-08     | -          | 11.0%            | 1.0%           | 4.5%       | 5.4%      | -           |
| Firth Rixson Equity                         | Equity               | May-08     | -          | N/A              | N/A            | -          | -         | N/A         |
| Firth Rixson 2011 PIK Notes                 | Senior Unsecured PIK | Nov-11     | -          | 18.0%            | N/A            | -          | 18.0%     | -           |
| Firth Rixson 2012 PIK Notes                 | Senior Unsecured PIK | Dec-12     | -          | 19.0%            | 3.0%           | -          | 20.0%     | -           |
| KIK Custom Products                         | Second Lien Debt     | May-13     | -          | 9.5%             | 2.0%           | 9.5%       | -         | -           |
| Heartland Dental <sup>2</sup>               | Second Lien Debt     | Jan-13     | -          | 9.8%             | N/A            | 9.7%       | -         | -           |
| Petroleum Place <sup>2</sup>                | Second Lien Debt     | Dec-12     | -          | 10.0%            | N/A            | 10.0%      | -         | -           |
| Total Corporate Debt Investments            |                      |            | \$132.3    | 10.8%            | -              | 9.4%       | 1.4%      | 11.6%       |
|                                             |                      |            |            |                  |                |            |           |             |
| Healthcare Credits                          |                      |            |            |                  |                |            |           |             |
| Royalty Notes (Medication Delivery)         | Royalty Backed Note  | Feb-12     | -          | N/A <sup>3</sup> | N/A            | N/A        | -         | -           |
| Royalty Notes (Internal Medication)         | Royalty Backed Note  | Jan-13     | -          | 11.0%            | N/A            | 11.4%      | -         | -           |
| Royalty Notes (Hormone Therapy)             | Royalty Backed Note  | Apr-11     | -          | 17.0%            | 2.3%           | 15.4%      | -         | -           |
| Senior Secured Term Loan (Genetic Testing)  | Senior Secured Loan  | Jun-13     | -          | 10.0%            | N/A            | 10.0%      | -         | -           |
| Senior Secured Term Loan (Cardiac Device)   | Senior Secured Loan  | Feb-13     | -          | 13.5%            | 1.5%           | 14.0%      | -         | -           |
| Senior Secured Term Loan (PCR)              | Senior Secured Loan  | Aug-12     | -          | 10.0%            | 1.0%           | 10.8%      | -         | -           |
| Senior Secured Term Loan (Public Company)   | Senior Secured Loan  | Dec-12     | -          | 11.5%            | N/A            | 12.8%      | -         | -           |
| Senior Secured Term Loan (Cosmetics Device) | Senior Secured Loan  | Jul-13     | -          | 10.5%            | N/A            | 10.4%      | -         | -           |
| Total Healthcare Credit Investments         |                      |            | \$23.6     | 12.4%            | -              | 12.4%      | -         | 14.8%       |
| Total Direct Yielding Portfolio             |                      |            | \$155.9    | 10.9%            | -              | 9.7%       | 1.2%      | 12.0%       |

Note: As of 31 July 2013 (unaudited, restated).

1. The mezzanine debt investments include equity investments completed as part of the mezzanine transaction. The senior secured term loans include warrants acquired during the loan issuance. The fair value in the table above includes the value of these equity investments and warrants, but the cash, PIK and current yields and internal rates of return (IRR) are calculated based on only the debt investments.

The Firth Rixson Mezzanine cash interest is based on LIBOR plus 450 basis points. The cash interest for Deltek and Petroleum Place is based on LIBOR plus 875 basis points subject to a 1.25% LIBOR floor. The cash interest for Heartland Dental is based on LIBOR plus 850 basis points subject to a 1.25% LIBOR floor. The cash interest for KIK Custom Products is based on LIBOR plus 825 basis points subject to a 1.25% LIBOR floor.

3. The obligations of medication delivery royalty notes were satisfied in March 2013. NBPE received an initial distribution in March 2013 and expects to receive an additional distribution in Q1 2014. NBPE also received a preferred equity security in connection with the realization of the royalty notes.

# **NBPE Fund Investment Portfolio**

|                                                 |                         | Vintage     | Unfunded   |            | % of     |
|-------------------------------------------------|-------------------------|-------------|------------|------------|----------|
| Investment Name                                 | Asset Class             | Year        | Commitment | Fair Value | NBPE NAV |
| NB Crossroads Fund XVII                         | Fund XVII (Diversified) | Diversified | \$1.9      | \$28.8     | 4.9%     |
| NB Crossroads Fund XVIII Mid-cap Buyout         | Mid-cap Buyout          | Diversified | 7.1        | 30.4       | 5.2%     |
| Sankaty Credit Opportunities III                | Special Situations      | 2007        | 0.0        | 17.5       | 3.0%     |
| First Reserve Fund XI                           | Large-cap Buyout        | 2006        | 0.0        | 21.3       | 3.6%     |
| Centerbridge Credit Partners                    | Special Situations      | 2008        | 0.0        | 19.8       | 3.4%     |
| Platinum Equity Capital Partners II             | Special Situations      | 2007        | 3.7        | 13.4       | 2.3%     |
| OCM Principal Opportunities Fund IV             | Mid-cap Buyout          | 2007        | 2.0        | 14.4       | 2.5%     |
| Wayzata Opportunities Fund II                   | Special Situations      | 2007        | 18.4       | 8.7        | 1.5%     |
| NB Crossroads Fund XVIII Large-cap Buyout       | Large-cap Buyout        | Diversified | 2.2        | 11.6       | 2.0%     |
| Avista Capital Partners                         | Mid-cap Buyout          | 2006        | 0.7        | 11.7       | 2.0%     |
| OCM Opportunities Fund VIIb                     | Special Situations      | 2008        | 3.0        | 8.8        | 1.5%     |
| Daktree Opportunities Fund VIII                 | Special Situations      | 2009        | 0.0        | 9.4        | 1.6%     |
| Lightyear Fund II                               | Mid-cap Buyout          | 2006        | 1.4        | 10.0       | 1.7%     |
| NB Crossroads Fund XVIII Venture Capital        | Growth / Venture        | Diversified | 1.7        | 9.7        | 1.7%     |
| CVI Global Value Fund                           | Special Situations      | 2006        | 0.8        | 8.9        | 1.5%     |
| Bertram Growth Capital I                        | Growth / Venture        | 2007        | 1.3        | 8.8        | 1.5%     |
| NB Crossroads Fund XVIII Special Situations     | Special Situations      | Diversified | 0.9        | 7.4        | 1.3%     |
| Sun Capital Partners V                          | Special Situations      | 2007        | 2.4        | 8.4        | 1.4%     |
| Catalyst Fund III                               | Special Situations      | 2011        | 6.8        | 8.5        | 1.5%     |
| NB Fund of Funds Secondary 2009                 | Mid-cap Buyout          | 2009        | 1.6        | 7.7        | 1.3%     |
| Nayzata Opportunities Fund II (Secondary)       | Special Situations      | 2011        | 5.3        | 6.3        | 1.1%     |
| Corsair III Financial Services Capital Partners | Mid-cap Buyout          | 2007        | 1.3        | 6.6        | 1.1%     |
| NG Capital Partners                             | Growth / Venture        | 2010        | 0.7        | 6.3        | 1.1%     |
| Aquiline Financial Services Fund                | Mid-cap Buyout          | 2005        | 0.0        | 5.7        | 1.0%     |
| Doughty Hanson & Co IV                          | Large-cap Buyout        | 2003        | 0.1        | 3.8        | 0.6%     |
| ArcLight Energy Partners Fund IV                | Mid-cap Buyout          | 2007        | 4.6        | 6.2        | 1.1%     |
| Carlyle Europe Partners II                      | Large-cap Buyout        | 2003        | 0.7        | 4.2        | 0.7%     |
| Trident IV                                      | Mid-cap Buyout          | 2007        | 0.6        | 4.7        | 0.8%     |
| American Capital Equity II                      | Mid-cap Buyout          | 2005        | 1.2        | 4.2        | 0.7%     |
| Summit Partners Europe Private Equity Fund      | Growth / Venture        | 2010        | 2.9        | 2.4        | 0.4%     |
| Bertram Growth Capital II                       | Growth / Venture        | 2010        | 5.1        | 3.6        | 0.6%     |
| J.C. Flowers II                                 | Large-cap Buyout        | 2006        | 0.3        | 2.8        | 0.5%     |
| Highstar Capital II                             | Mid-cap Buyout          | 2004        | 0.1        | 2.6        | 0.4%     |
| Clessidra Capital Partners                      | Mid-cap Buyout          | 2004        | 0.1        | 1.2        | 0.2%     |
| Prospect Harbor Credit Partners                 | Special Situations      | 2007        | 0.0        | 0.7        | 0.1%     |
| Strategic Value Global Opportunities Fund I-A   | Special Situations      | 2010        | 0.1        | 0.8        | 0.1%     |
| Strategic Value Special Situations Fund         | Special Situations      | 2010        | 0.0        | 0.6        | 0.1%     |
| nvestitori Associati III                        | Mid-cap Buyout          | 2000        | 0.5        | 0.2        | 0.0%     |
| DBAG Expansion Capital Fund                     | Growth / Venture        | 2012        | 5.1        | 0.2        | 0.0%     |
| Total Fund Portfolio                            |                         |             | \$84.7     | \$328.5    | 56.2%    |

Note: As of 31 July 2013.

# **Equity Co-investment Portfolio Performance**

Our current equity co-investment portfolio has generated a 1.19x multiple of invested capital to date

| Equity Co-investments                 |                                      |                      |                           |                                   |                    |  |  |
|---------------------------------------|--------------------------------------|----------------------|---------------------------|-----------------------------------|--------------------|--|--|
| (\$ in millions)<br>Asset Class       | # of Unique Equity<br>Co-investments | Realized<br>Proceeds | 31 Jul 2013<br>Fair Value | Total Value to<br>Paid-in Capital | % of<br>Fair Value |  |  |
| Mid-cap Buyout & Growth Equity        | 29                                   | \$12.9               | \$91.1                    | 1.30x                             | 60.5%              |  |  |
| Large-cap Buyout & Special Situations | 13                                   | 6.8                  | 59.4                      | 1.04x                             | 39.5%              |  |  |
| Total Equity Co-investments           | 42                                   | \$19.6               | \$150.6                   | 1.19x                             | 100.0%             |  |  |

| Equity Co-investments              |                                      |                      |                           |                                   |                    |
|------------------------------------|--------------------------------------|----------------------|---------------------------|-----------------------------------|--------------------|
| (\$ in millions)<br>Multiple Range | # of Unique Equity<br>Co-investments | Realized<br>Proceeds | 31 Jul 2013<br>Fair Value | Total Value to<br>Paid-in Capital | % of<br>Fair Value |
| Greater than 2.0x                  | 5                                    | \$4.0                | \$27.5                    | 2.52x                             | 18.3%              |
| 1.0x to 2.0x                       | 18                                   | 12.7                 | 79.6                      | 1.43x                             | 52.9%              |
| Cost                               | 10                                   | -                    | 19.2                      | 1.00x                             | 12.7%              |
| 0.5x to 1.0x                       | 7                                    | 3.0                  | 19.6                      | 0.75x                             | 13.0%              |
| Less than 0.5x                     | 2                                    | -                    | 4.7                       | 0.27x                             | 3.1%               |
| Total Equity Co-investments        | 42                                   | \$19.6               | \$150.6                   | 1.19x                             | 100.0%             |

# Equity Co-investment Portfolio Performance (continued)

## Continued

| Equity Co-investments            |                                      |                      |                           |                                   |                    |
|----------------------------------|--------------------------------------|----------------------|---------------------------|-----------------------------------|--------------------|
| (\$ in millions)<br>Vintage Year | # of Unique Equity<br>Co-investments | Realized<br>Proceeds | 31 Jul 2013<br>Fair Value | Total Value to<br>Paid-in Capital | % of<br>Fair Value |
| 2006 & 2007                      | 9                                    | \$3.4                | \$61.5                    | 1.01x                             | 40.8%              |
| 2008 & 2009                      | 4                                    | 3.2                  | 7.9                       | 1.63x                             | 5.2%               |
| 2010                             | 5                                    | 3.6                  | 10.4                      | 1.56x                             | 6.9%               |
| 2011                             | 7                                    | 4.6                  | 29.1                      | 1.48x                             | 19.3%              |
| 2012                             | 8                                    | 4.9                  | 22.1                      | 1.21x                             | 14.7%              |
| 2013                             | 9                                    | -                    | 19.7                      | 1.06x                             | 13.1%              |
| Total Equity Co-investments      | 42                                   | \$19.6               | \$150.6                   | 1.19x                             | 100.0%             |

## **Current Equity Co-investment Valuation<sup>1</sup>**

The equity co-investment portfolio was held at a weighted average valuation multiple of 10.1x LTM EBITDA and a weighted average leverage multiple of 4.9x LTM EBITDA as of 30 June 2013<sup>1</sup>

| (\$ in millions)<br>EV / LTM EBITDA Valuation Ranges | # of Unique Equity<br>Co-investments | Realized<br>Proceeds | 31 Jul 2013<br>Fair Value | Total Value to<br>Paid-in Capital | % of<br>Fair Value |
|------------------------------------------------------|--------------------------------------|----------------------|---------------------------|-----------------------------------|--------------------|
| < 7x                                                 | 5                                    | \$0.1                | \$25.9                    | 2.03x                             | 18.5%              |
| 7x - 8x                                              | 6                                    | 3.5                  | 12.7                      | 0.96x                             | 9.1%               |
| 8x - 9x                                              | 5                                    | 3.3                  | 28.5                      | 1.25x                             | 20.4%              |
| 9x - 10x                                             | 10                                   | 5.6                  | 33.3                      | 1.34x                             | 23.8%              |
| 10x+                                                 | 11                                   | 3.5                  | 39.5                      | 0.94x                             | 28.2%              |
| Total Equity Co-investments                          | 37                                   | \$15.9               | \$139.8                   | 1.20x                             | 100.0%             |

| (\$ in millions)<br>Net Debt / LTM EBITDA Ranges | # of Unique Equity<br>Co-investments | Realized<br>Proceeds | 31 Jul 2013<br>Fair Value | Total Value to<br>Paid-in Capital | % of<br>Fair Value |
|--------------------------------------------------|--------------------------------------|----------------------|---------------------------|-----------------------------------|--------------------|
| < 2x                                             | 10                                   | \$0.7                | \$36.6                    | 1.58x                             | 26.2%              |
| 2x - 3x                                          | 2                                    | 0.7                  | 5.9                       | 1.87x                             | 4.2%               |
| 3x - 4x                                          | 1                                    | 0.0                  | 1.3                       | 1.10x                             | 0.9%               |
| 4x - 5x                                          | 11                                   | 2.2                  | 52.1                      | 1.61x                             | 37.3%              |
| 5x+                                              | 13                                   | 12.4                 | 43.9                      | 0.83x                             | 31.4%              |
| Total Equity Co-investments                      | 37                                   | \$15.9               | \$139.8                   | 1.20x                             | 100.0%             |

Note: Fair value and investment performance as of 31 July 2013. Portfolio company operating and valuation metrics are based on information as of 30 June 2013. Weighted average is weighted by fair value. One energy services company was valued based on normalized EBITDA.

1. The charts reflect only the number of unique unrealized buyout co-investments (excluding escrow) which were valued based on a multiple of EBITDA and exclude public companies, realized investments and companies valued on a multiple of revenue, book value or other metrics.

Source: Company financials.

## **NBPE Credit Facility & Covenants**

### As of 31 July 2013, NBPE has no debt outstanding under the credit facility

• NBPE has a revolving credit facility with Lloyds Banking Group for up to \$200 million with a term expiring in April 2017

- Borrowings under the credit facility bear interest at tiered rates based on loan value
  - LIBOR/EURIBOR plus 2.80% per annum for loan value less than or equal to \$65 million
  - LIBOR/EURIBOR plus 3.30% per annum for loan value in excess of \$65 million and less than or equal to \$150 million
  - LIBOR/EURIBOR plus 3.65% per annum for a loan value greater than \$150 million

#### TOTAL ASSET RATIO (DEBT TO VALUE)

- Defined as total debt and current liabilities divided by Restricted NAV
  - Restricted NAV is defined as the value of private equity investments (less any excluded value) plus cash and cash equivalents
- The total asset ratio is not to exceed 50.0%
- At 31 July 2013, the total asset ratio was 3.4%

#### SECURED ASSET RATIO

COMMITMENT

RATIO

- Defined as total debt and current liabilities divided by Secured Assets
  - Secured Assets are defined as the value of secured private equity investments plus cash and cash equivalents
- The secured asset ratio is not to exceed 80.0%
- At 31 July 2013, the secured asset ratio was 4.9%
- Defined as Potential Total Exposure divided by the aggregate of shareholder's equity and the total amount of the credit facility
  - Potential Total Exposure is defined as the value of private equity investments plus unfunded private equity commitments
- If the total asset ratio is greater than 25.0% and the commitment ratio is greater than 130.0%, then NBPE is
  restricted from making new private equity investments
- At 31 July 2013, the commitment ratio was 108.7%

#### Endnotes

- 1. The diversification analysis by asset class and investment type is based on the fair value of underlying fund investments and direct/co-investments. Determinations regarding asset class and investment type represent the Investment Manager's estimates. Accordingly, the actual diversification of our investment portfolio and the diversification of our investment portfolio on an ongoing basis may vary from the foregoing information. For the NB Alternatives Direct Co-investment Program and the NB Healthcare Credit Investment Program commitments, total exposure only reflects the funded investments to date. Unfunded amounts and unfunded percentages within each of these programs are excluded from the analysis, as capital deployment is opportunistic and cannot be accurately forecast at this time.
- 2. The diversification analysis by geography is based on the diversification of underlying portfolio company investments at fair value as estimated by the Investment Manager. Determinations regarding geography and industry also represent the Investment Manager's estimates. Accordingly, the actual diversification of our investment portfolio on an ongoing basis may vary from the foregoing information. For the NB Alternatives Direct Co-investment Program and the NB Healthcare Credit Investment Program commitments, total exposure only reflects the funded investments to date. Unfunded amounts and unfunded percentages within each of these programs are excluded from the analysis, as capital deployment is opportunistic and cannot be accurately forecast at this time.
- 3. Guidance regarding NBPE's future portfolio and performance is a target only and not a profit forecast. There can be no assurance that this target will be met or that the Company will make any future distributions whatsoever. Any such changes will be notified to shareholders through a regulatory information service. NBPE's Board of Directors will continue to evaluate the Company's financial position, annual dividend target and the timing of future dividends. Future dividend payments will be announced by NBPE after the Board of Directors have completed such evaluation.

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