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Market Highlights LP-Led > GP-Led > Preferred Equity > Returns & 2025 > Infrastructure > Credit

Introductory Remarks

FY'24 Highlights

\$160bn

Secondary Transaction Volume

41% Transaction Volume

Growth (y-o-y)

56% / 44%

LP-Led / GP-Led Volume 44%

SACV of Total GP-Led Transactions

\$216bn

Estimated Dry Powder \$115bn

NTM Fundraising Target

Evercore PCA FY'24 Highlights

#1 Market Share 126
Transactions Closed

233

Unique Investors in FY'24

158
Evercore PCA
Professionals

2024 has been an extraordinary year for the secondary market, achieving a record-breaking transaction volume of an estimated \$160 billion. This landmark achievement not only underscores the rapid growth of the market but also surpasses the historic high set in 2021, firmly establishing 2024 as the most active year on record for secondaries. The sustained momentum reflects the market's exceptional ability to innovate and adapt, attracting a broader range of participants and delivering tailored solutions to meet the growing demands for liquidity and portfolio management.

The LP-led segment maintained remarkable momentum throughout 2024 culminating in a record 2024, having grown 41% y-o-y. Liquidity pressure, coupled with a favorable pricing environment, have prompted a diverse range of LPs – including pension funds, asset managers, FoFs, and family offices – to turn to the secondary market as a strategic tool for managing their private investment portfolios. The rise of '40 Act funds and evergreen vehicles has boosted demand, adding new dimensions to the market and fostering heightened competitive dynamics while enabling buyers to deploy larger capital commitments. Pricing has remained robust, with strategies such as buyout, credit, infrastructure, and tail-end assets performing at or above historical averages. Opportunistic sellers have also emerged given attractive pricing levels. Despite record volumes, the secondary market is expected to maintain its strength as retail fundraising accelerates and larger institutional flagship funds are raised, supporting pricing in the near to medium term.

The GP-led market also made new high in 2024, driven by robust dynamics on both demand and supply sides. The continued adoption of multi-asset and single-asset CVs – whether by GPs leveraging these structures for the first time or building on prior successes – highlights their growing appeal as a powerful tool for re-underwriting high-performing assets, aligning stakeholder interests, and resetting holding periods. The expansion of secondary funds with larger check sizes, the rapid rise of retail capital, and the increasing willingness of primary LPs to directly participate in CVs have further fueled market growth. As buyside capital continues to address the supply-demand imbalance, the GP-led market remains well-positioned for continued expansion, offering innovative, win-win solutions that deliver value to all stakeholders.

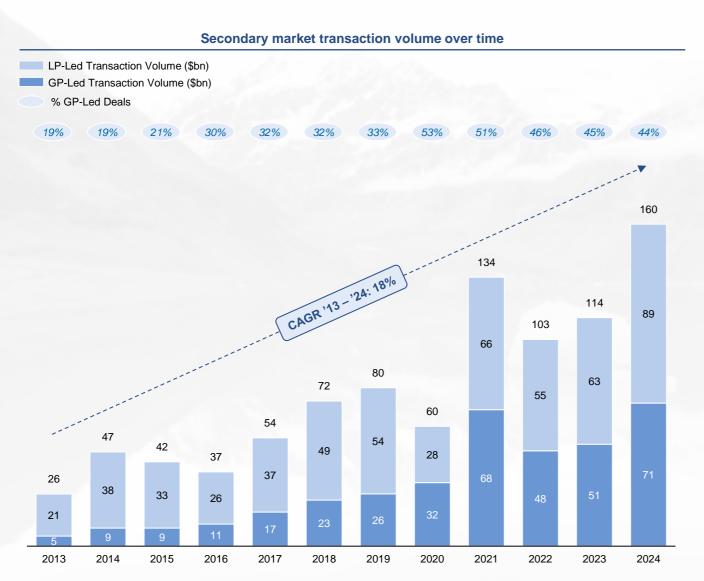
Looking ahead, the secondary market is poised to sustain its robust trajectory into 2025. As secondary fundraising activity strengthens, the market continues to benefit from a diverse range of factors, including rising demand for liquidity solutions, the expansion of secondary strategies into credit, infrastructure, real estate, and venture capital, greater adoption of innovative structures across both GP-led and LP-led transactions, and the entry of new participants driving competitive dynamics. Improved pricing conditions and greater transparency, supported by more exits and performance data, are further solidifying the secondary market's role as a critical tool for portfolio management and capital formation.

At Evercore, we are proud to have played a pivotal role in shaping the secondary market's record-breaking year, facilitating landmark transactions and providing tailored solutions that meet our clients' evolving needs. Evercore has the largest secondary team in the market with #1 market share in both GP-led and LP-led transactions in 2024. As we look ahead to 2025, we remain committed to leveraging our expertise and innovation to navigate opportunities and challenges alongside you. Your continued trust and feedback are invaluable as we strive to build on the successes of 2024 and deliver even greater value in the years to come.

Market Highlights LP-Led Preferred Equity Returns & 2025 Infrastructure Credit

FY'24 Secondary Market Transaction Volume

Secondary market achieves unprecedented \$160bn transaction volume in 2024, setting a new benchmark for growth



Key trends & market drivers

LP-Led

Selling Momentum Through Pricing Strength



Pricing conditions remained favorable, extending the positive trend from H1 2024, with single-digit discounts for high-quality buyout portfolios. Broadly improved pricing levels attracted a diverse range of sellers, including an increasing number of opportunistic sellers capitalizing on favorable pricing

Broadening Capital Base Reshaping Demand



The rise of '40 Act funds and evergreen vehicles in 2024 significantly boosted demand for LP-led deals, empowering buyers to deploy larger capital commitments. This influx of retail and institutional capital intensified competition across transactions and bolstered pricing levels

GP-Led

Rising Complexity, Maturity & Innovation

GP-led deals in 2024 demonstrated greater sophistication, with features such as concurrent refinancings and dual-track processes to balance liquidity needs with long-term value creation. Sponsors and investors collaborated closely and innovatively to address valuation gaps and pricing challenges, reflecting the market's continued evolution

evolution



Expanding Investor Base & Strategic Focus
New entrants, including traditional GPs and
primary LPs, are increasingly participating in CVs,
driving heightened activity in the GP-led market.
Dedicated vehicles targeting niche strategies
including infrastructure and credit gained
significant traction, broadening the market's scope

Market Highlights LP-Led Preferred Equity Returns & 2025 Infrastructure Credi

FY'24 Secondary Market Key Characteristics

Continued market strength observed in H2 2024, with consistent contributions across transaction types and geographies

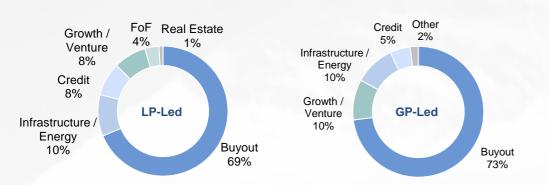
LP-Led Transaction Volume (\$bn) GP-Led Transaction Volume (\$bn) 88 72 48

Buyout accounted for the highest volume across strategies

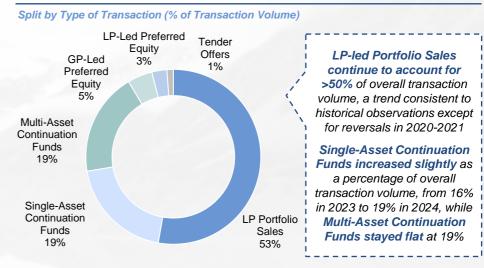
H2 2024

Split by Strategy (% of Transaction Volume)

H1 2024

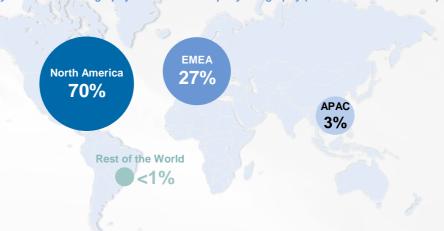


LP portfolio sales accounted for 53% of transaction volume



North America remained the most dominant geography by volume

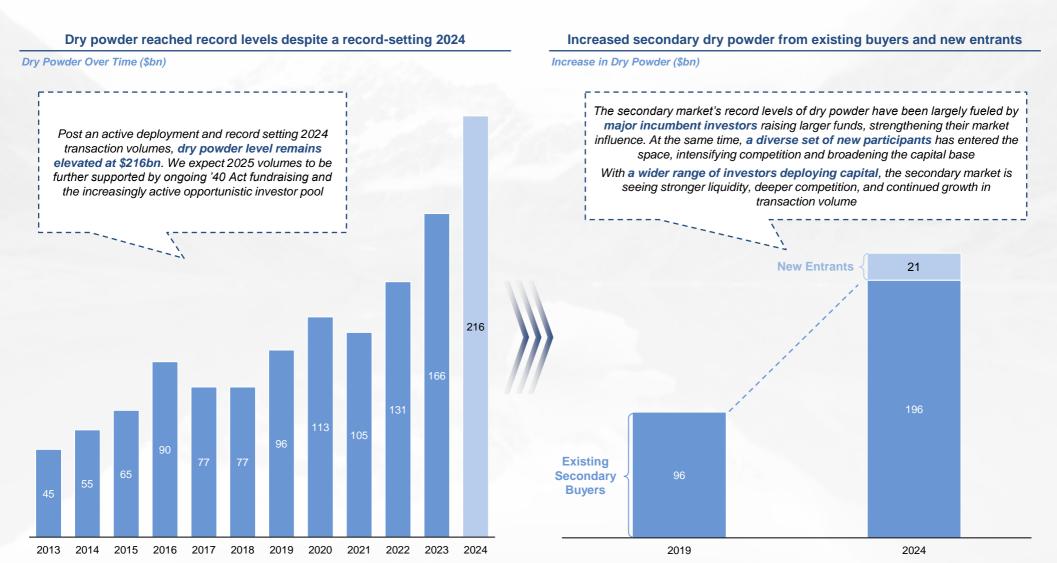
Split by LP-led Fund Geography and GP-led Company Geography (% of Transaction Volume)



Market Highlights LP-Led Preferred Equity Returns & 2025 Infrastructure Credit

Secondary Dry Powder Availability

Dry powder continues to set record highs, while additional retail capital and opportunistic investors further support market demand

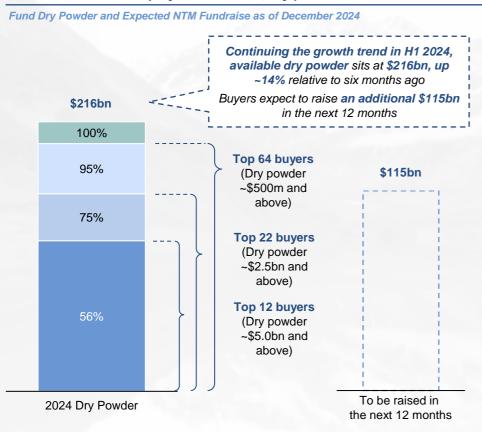


Market Highlights LP-Led Preferred Equity Returns & 2025 Infrastructure Credit

Secondary Dry Powder Availability (Cont'd)

Ample dry powder and market overhang position secondaries for continued strength in 2025

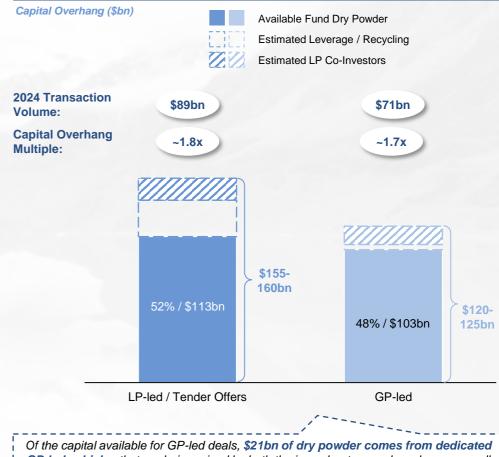
After active deployment in FY'24, dry powder sits at \$216bn...



Multiple buyers announced record-setting closings in H2'24, underpinning all-time high levels of available capital amidst challenging private market fundraising environments

The rise of retail capital vehicles further contribute to dry powder capacity, with additional \$25-30bn of '40 Act capital expected to be raised in the next twelve months

... and overhang provides sufficient capacity for a strong 2025



Of the capital available for GP-led deals, \$21bn of dry powder comes from dedicated GP-led vehicles that are being raised by both the incumbent secondary players as well as traditional GPs entering the space

In addition, a growing number of opportunistic investors such as traditional LPs further support secondary transactions in the coming years, alongside the increasingly active '40 Act vehicles

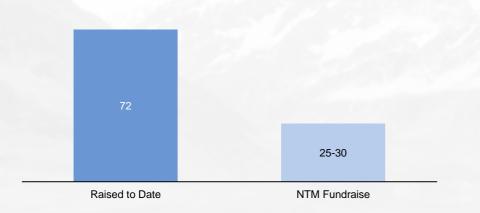
Market Highlights LP-Led GP-Led Preferred Equity Returns & 2025 Infrastructure Cred

'40 Act Funds Summary

'40 Act funds continue to reshape secondaries with meaningful, regular fundraises, but remain below target allocation

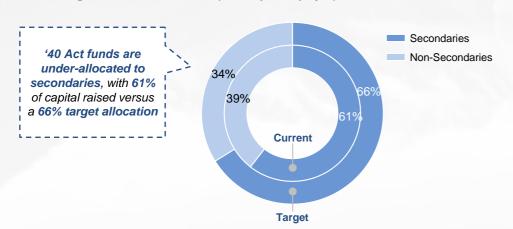
'40 Act funds continue to raise billions in dry powder quarterly

Capital Raised to Date & Expected NTM Fundraise (\$bn)



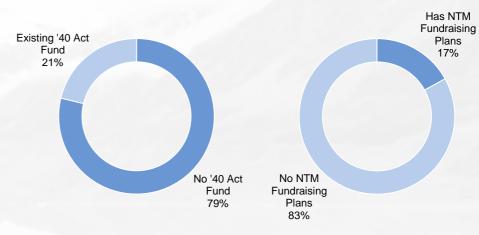
'40 Act funds remain under-allocated to secondaries vs. target allocation

Current & Target Secondaries Allocation (% of Capital Deployed)



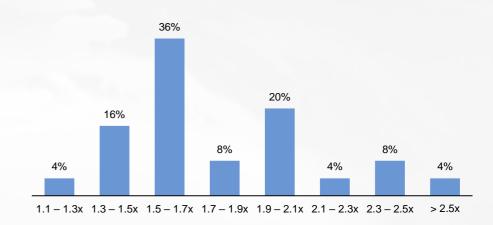
>20% of all respondents have an existing '40 Act fund

Buyers with a '40 Act Fund & Future Plans to Raise (% of Respondents)



36% of '40 Act funds target gross returns of 1.5x - 1.7x

Buyer Target Returns – Gross / Pre-Buyer Economics (% of Respondents)

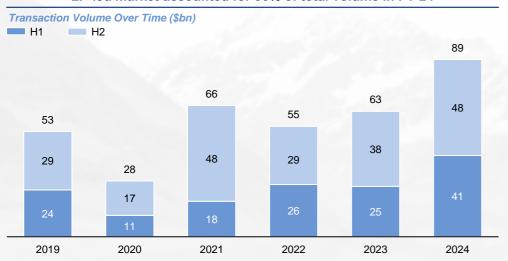


LP-Led

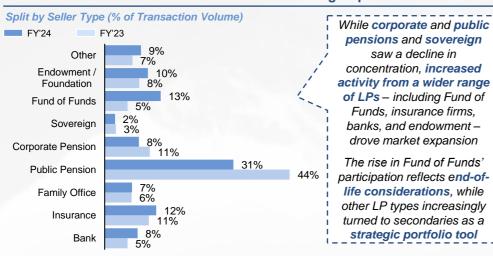
Deep Dive: LP-Led Market Overview

Record-breaking LP-led activity in 2024, surging 41% YoY as sustained demand and favorable pricing drive unprecedented market depth

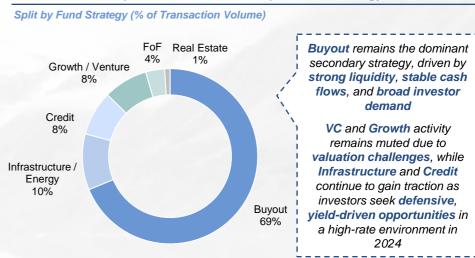
LP-led market accounted for 56% of total volume in FY'24

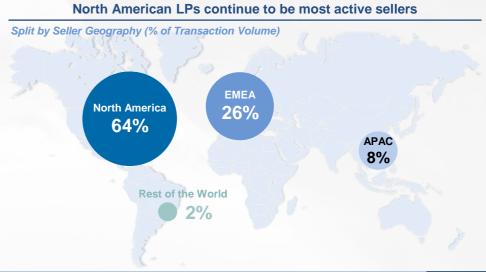


Reversal in seller concentration as wider LP groups enter market



Buyout remains the most prevalent strategy





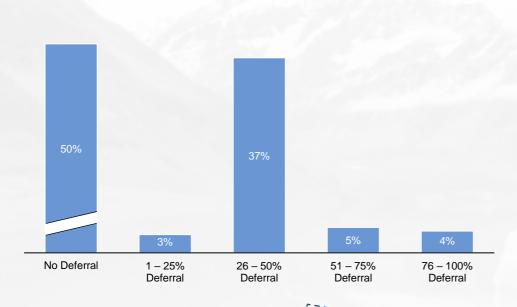
larket Highlights LP-Led Credit

Deep Dive: LP-Led Market Overview (Cont'd)

Increasing adoption of deferred payment structures and the continued high intermediation rate are driving greater liquidity and transaction efficiency in the LP-led secondary market

Buyers increasingly utilized deferral structures in 2024 transactions

Split by Deferred % of Purchase Price (% of Respondents)

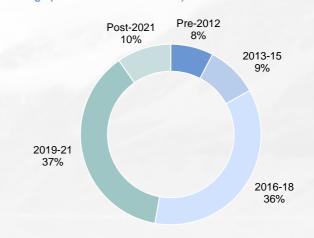


Deferred payment structures continue to be a **key mechanism** for bridging valuation gaps in LP-led transactions. **Their use increased in 2024**, enabling buyers to enhance pricing while improving IRR dynamics while sellers have also become more receptive to deferrals

The 26–50% deferral range remains the most prevalent, offering a balance between higher overall pricing for sellers and manageable cash outlay for buyers. This structure provides sufficient upfront liquidity while allowing buyers to structure payments in a way that optimizes capital deployment

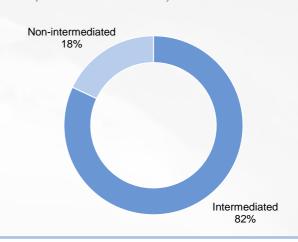
Funds with near-term liquidity and upside potential most traded in 2024

Split by Fund Vintage (% of Transaction Volume)



Majority of LP transactions were intermediated

Split by Intermediation (% of Transaction Volume)

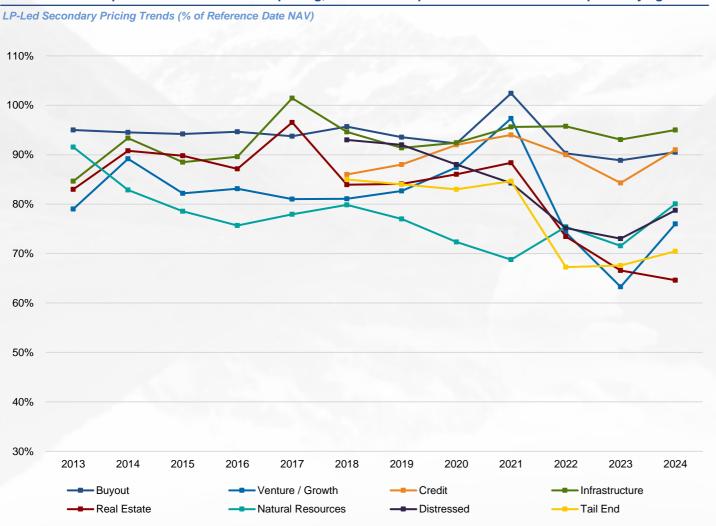


arket Highlights **LP-Led** GP-Led Preferred Equity Returns & 2025 Infrastructure Credi

Deep Dive: LP-Led Pricing

Pricing has continued to recover in 2024 with appetite growing across the board. Buyout pricing has further increased to its highest level in two years, while Venture / Growth pricing sharply rebounds

Elevated competitive tension enhances pricing, as diversified portfolios can be sold competitively again



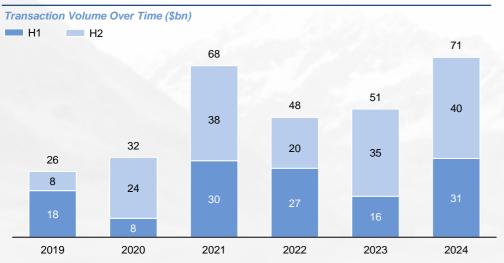
Commentary

- Pricing for highest volume strategies are trending upwards
 - Appetite for buyout, credit, infrastructure and tail-end portfolios has risen in recent quarters and has been a catalyst for increasing prices, with some recent transactions in the high 90s to par
 - Pricing for venture funds have improved, as strong public markets push up return outlook for funds with near-term IPO prospects
- Diversified portfolios can be sold competitively again
 - ▶ Large buyers with record available dry powder are increasingly writing larger check sizes and willing to include lesser conviction funds in large, diversified portfolios. Buyers also have greater willingness to syndicate large portfolios with their co-investors (a helpful dynamic for buyers when actively fundraising)
 - An increasing number of small/mid-size buyers are stretching on price to provide fuller portfolio solutions as well, driving competitive tension up
 - Mosaic solutions continue to offer constructive alternatives to optimizing price and forcing portfolio buyers to remain competitive

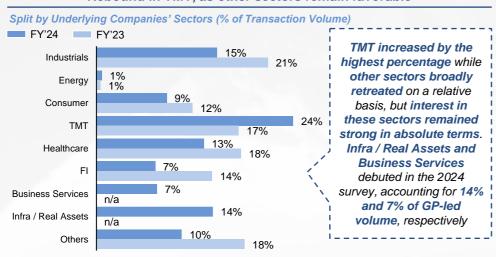
Deep Dive: GP-Led Market

GP-led volume in 2024 surpassed 2021 records, growing ~39% y-o-y. Strong momentum going into 2025 is observed, further supported by wider buyer interest, GPs' focus on generating DPI and quality assets coming to market

GP-Led market accounted for 44% of total volume in FY'24

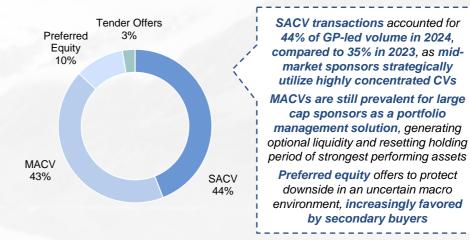


Rebound in TMT, as other sectors remain favorable

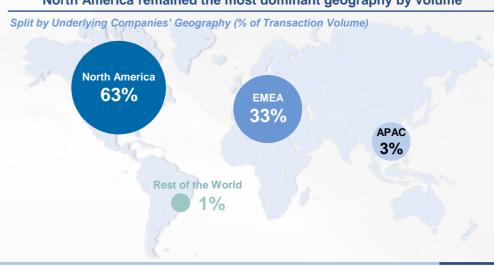


SACV marginally higher than MACV in transaction volume





North America remained the most dominant geography by volume



GP-Led

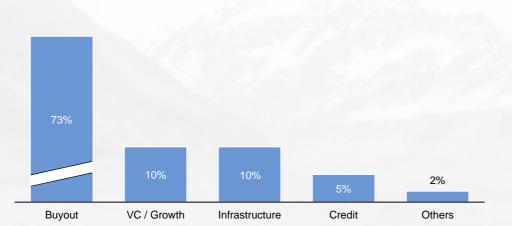
Deep Dive: GP-Led Market (Cont'd)

Evolving GP-led landscape as participants write increasingly large checks in concentrated transactions

Deals Closed Involving Third-Party Sponsor

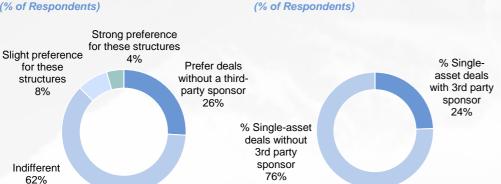
Buyout remains the dominant strategy

Split by Strategy (% of Transaction Volume)



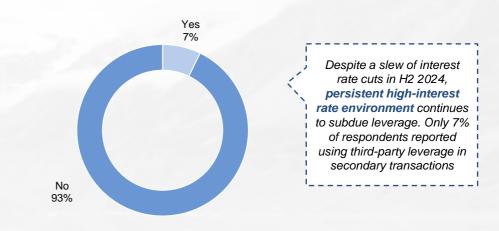
Increased acceptance of third-party sponsors

Buyer Perception of Third-Party Sponsor (% of Respondents)



Subdued use of third-party leverage in a high-rate environment

Split by Use of Third-Party Leverage (% of Respondents)



Larger buyer universe for SACV transactions

Split by Maximum SACV Check Size (% of Respondents)



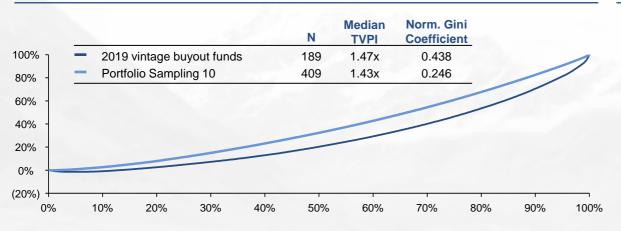
Buyers' SACV check sizes converged to the \$50-150m range, in response to attractive and expanding opportunity sets from midmarket sponsors bringing their best assets to market. The volume of large checks (>\$300m) have also increased, as buyers build conviction in high-quality concentrated transactions

arket Highlights 📄 LP-Led 💮 GP-Led Preferred Equity 🦒 Returns & 2025 🖒 Infrastructure 🗦 Credit

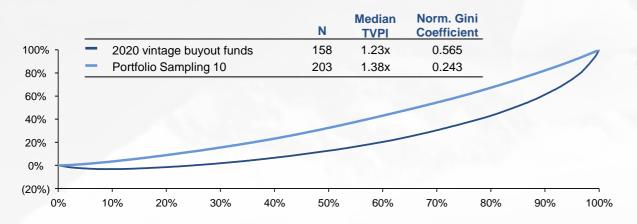
HEC Continuation Fund Performance Study

HEC, in partnership with Evercore, recently refreshed their independent study of continuation funds to assess how this fast-growing asset class is performing relative to the broader private equity market

2019 Vintage Return Dispersion¹



2020 Vintage Return Dispersion¹



Key Highlights

- The study includes Q2 2024 key performance metrics for 252 continuation fund vehicles ("CVs") formed between 2018-2023, a period during which the CV market became an exit path for assets that have performed well and ones that GPs would like to own for another investment cycle. This represents an 80% increase from the 140 CVs included in the inaugural study
- The study compares performance of CVs based on composition, size, geography and underlying company sector:
 - ► Similar to the inaugural study, (i) TVPIs for single-asset CVs ("SACVs") are slightly higher than multi-asset CVs ("MACVs"), reflecting the higher risk premium associated with underwriting concentration in SACVs, and (ii) TVPIs across CV size, geography and sector do not differ statistically
 - ▶ DPI patterns have, however, started to emerge in this study with MACVs beginning to show earlier DPI than SACVs given the diversification and earlier realization potentials
- For this benchmarking exercise, HEC compared simulated baskets of 10 SACVs to buyout funds as a proxy for "coinvestments"
 - While still early days, the results continue to suggest that SACVs perform largely in line with buyout funds but with lower return dispersion
 - ► This is in line with the thesis underpinning the CV asset class

 a positive selection bias of good performers that GPs
 wish to "buy again" for another investment cycle

Sources: HEC "Continuation Funds" Performance and determinants White Paper, October 2024

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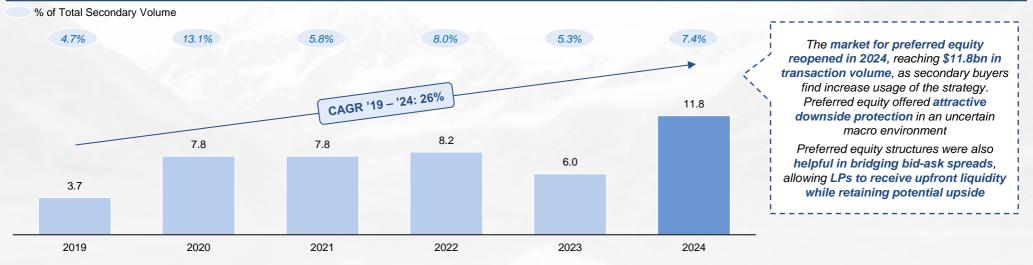
The curves capture what percentage v of returns is attributable to the percentage x of funds, ordered from lowest to highest performance. Subcategories where returns are uniform would have a curve close to the 45° diagonal

Market Highlights > LP-Led > GP-Led **Preferred Equity** Returns & 2025 > Infrastructure > Credit

Deep Dive: Preferred Equity Deals

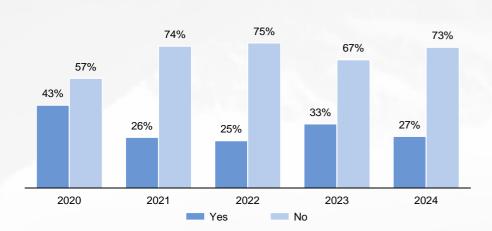
Preferred equity transactions rebounded in 2024 following a decline in 2023, with volume over \$10bn for the first time

Preferred Equity Transaction Volume (\$bn)



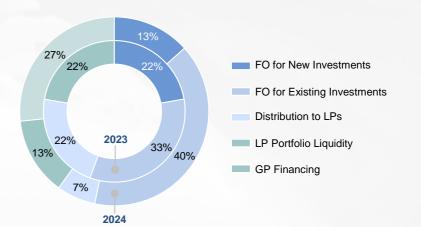
Percentage of buyers that offered preferred equity decreased

Buyers that Offered Preferred Equity Solutions (% of Respondents)



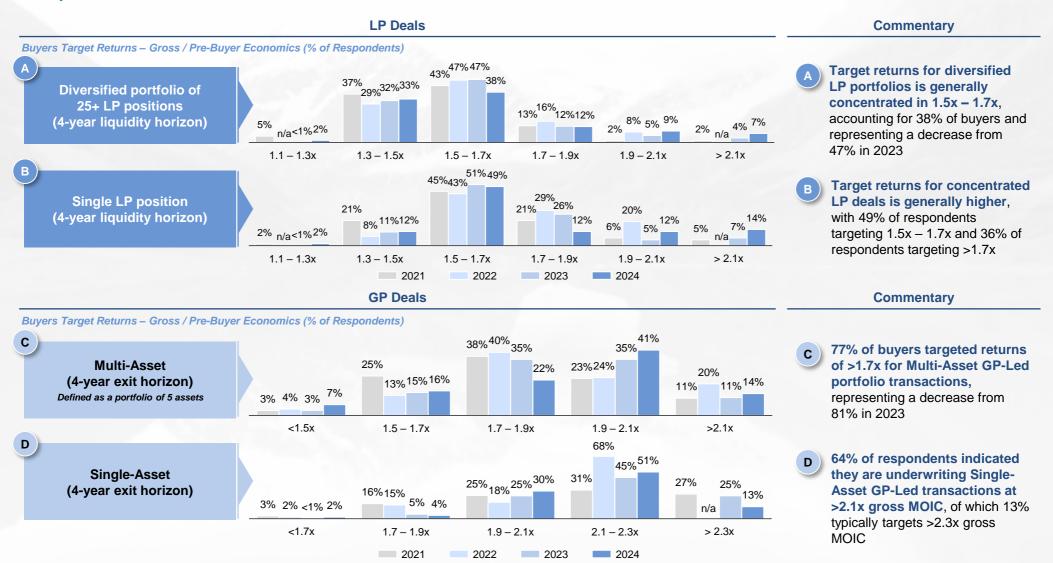
Follow-on capital for existing investments remain the main use





Buyer Target Returns

Buyer target returns have remained in line with prior years, while an increasingly larger pool of buyers target varying returns across the spectrum



larket Highlights LP-Led Credit

The Outlook for 2025

Transaction volumes across LP-Led and GP-Led exceeded expectations in 2024, with strong momentum set to continue into 2025

2024 transaction volume buyer predictions vs. actuals

	2024 Prediction	2024 Actual	Actual vs. Prediction
LP-Led	\$67-72bn	\$89bn	
Single-Asset GP-Led	\$27-32bn	\$31bn	=
Multi-Asset GP-Led	\$25-30bn	\$31bn	_
Other	\$7-11bn	\$9bn	=

What to expect in 2025?

Supply / Sellers

The supply side in 2025 is expected to remain robust, driven by a growing number of LPs leveraging the secondary market for proactive portfolio management rather than reacting to liquidity pressure. The expanding adoption of strategies such as infrastructure and credit is broadening opportunities across both GP-led and LP-led transactions. This diversification of supply is poised to sustain transaction volumes and offer buyers a wider array of options

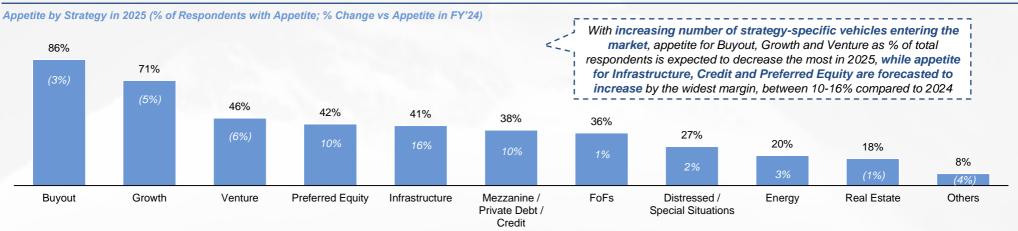
Demand / Buyers

With dry powder reaching a historic high of \$216bn, the demand side in 2025 is expected to remain dynamic. Retail-focused vehicles, such as '40 Act funds, will continue to inject substantial capital into the market, complementing the growing participation of institutional investors. Established secondary funds are anticipated to raise larger vehicles, enabling them to write bigger checks and target high-value opportunities across both GP-leds and LP-leds

Pricing

The pricing environment in 2025 is expected to remain stable, according to most survey respondents, with strong competition among buyers supporting valuations for high-quality assets and portfolios. Narrowing bid-ask spreads and improved macroeconomic conditions – including increased exit activity and easing interest rates – are likely to enhance liquidity and boost confidence, creating a favorable market for both GP-leds and LP-leds

Buyout remains the favored strategy, while an influx of specialized buyers is driving increased appetite for infrastructure, credit and preferred equity



larket Highlights 〉 LP-Led Preferred Equity **Returns & 2025** Infrastructure Credit

Buyers' Predictions for 2025

Investor confidence remains strong for 2025, with valuations expected to hold steady and support sustained transaction activity



	2024 Actual	2025 Prediction	Prediction vs. 2024
LP-Led	\$89bn	\$92-97bn	
Single-Asset GP- Led	\$31bn	\$29-34bn	=
Multi-Asset GP- Led	\$31bn	\$38-43bn	
Other	\$9bn	\$3-8bn	•

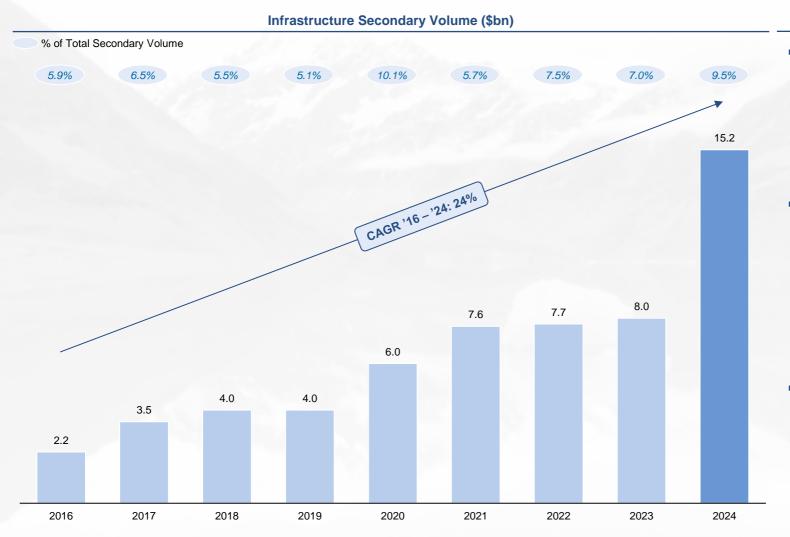
<u>2025 Secondary Market Outlook</u>: The secondary market is set to continue its recordbreaking trajectory in 2025, with survey respondents expecting total transaction volume to exceed \$162-182bn, driven by robust LP-led activity, expanding GP-led solutions, and increased capital inflows from diversified investors

LP-Led Market: LP-led transactions are projected to reach \$92-97bn in 2025, maintaining their dominant share of the market. A combination of strong pricing, narrowed bid-ask spreads, and continued liquidity needs will sustain momentum. Institutional investors, '40 Act funds, and fund-of-funds are expected to drive demand for diversified LP portfolios, further boosting transaction flow

GP-Led Market: While single-asset continuation funds are expected to stabilize at \$29-34bn, multi-asset GP-led transactions are set to expand significantly to \$38-43bn, as buyers favor diversification and reduced concentration risk. With capital increasingly allocated toward structured GP-led solutions, larger, more diversified portfolios are forecasted to be a key focus area in 2025 arket Highlights 〉 LP-Led Credi

Focus on the Infrastructure Secondary Market

Infrastructure secondaries reach record transaction volumes of \$15.2bn, reinforcing their position as a rapidly expanding market segment



Commentary

- The infrastructure secondary market experienced record expansion in 2024, fueled by growing institutional demand, inflation-hedged returns, and increasing LP liquidity needs. Infrastructure-dedicated secondary funds continued to scale, deepening market participation and enabling greater transaction volumes
- Amid rising interest rates and macroeconomic uncertainty, investors sought infrastructure secondaries for their stable cash flows and inflationlinked revenue streams. The market also saw a surge in renewable energy and digital infrastructure transactions, reflecting investors' prioritization of ESG-aligned assets and the increasing demand for datadriven infrastructure
- GP-led infrastructure transactions gained momentum, with multi-asset continuation funds becoming a preferred structure for sponsors managing high-quality infrastructure portfolios. Pricing remained strong, particularly for income-generating assets with proven resilience, reinforcing the strategy's growing importance within secondaries

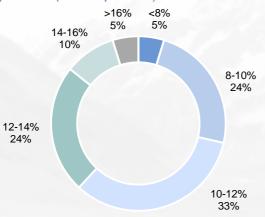
arket Highlights 〉 LP-Led Credi

Focus on the Infrastructure Secondary Market (Cont'd)

Infrastructure secondaries continue to grow, driven by strong capital reserves, evolving deal types, and stable return targets

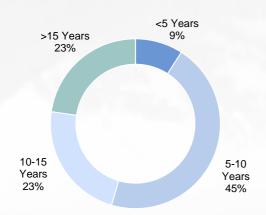
Most respondents expect returns in the high single digits to mid-teens

Minimum Net IRR Expectations (% of Respondents)



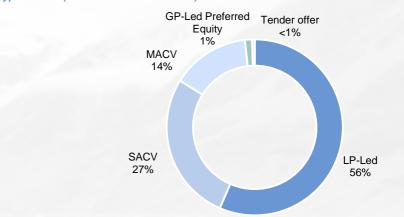
5-10 year durations dominate, but longer-term holds stay strong

Maximum Duration (% of Transaction Volume)



LP-led secondaries account for the majority

Type of Deal (% of Transaction Volume)



Infrastructure-focused dry powder hits \$14bn

Dedicated Dry Powder (% of Total Dry Powder)



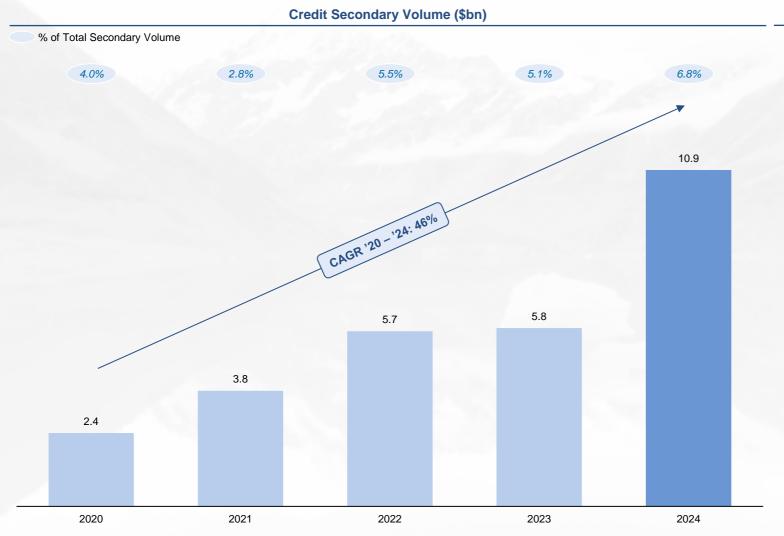
The \$14bn in infrastructure dry powder highlights the sector's evolving capital dynamics, with investors balancing fundraising momentum against disciplined deployment

A growing share of this capital is being allocated toward complex transactions as investors seek differentiated strategies to enhance returns

larket Highlights 〉 LP-Led Credit

Focus on the Credit Secondary Market

Credit secondaries reached a record-breaking \$10.9bn in 2024, accounting for 6.8% of total transaction volume



Commentary

- Credit secondaries transaction volume has consistently reached new highs each year post 2020, reaching \$10.9bn in 2024, with increasing supply supplemented by greater buyer demand. Credit continues to be an emerging strategy with a growing pool of dedicated buyers and funds
- While the current Credit market is skewed towards LP-led transactions, there is also a growing trend in GPled deals as GPs increase adoption of the strategy
 - ▶ In 2024, GPs were motivated to adopt secondaries as the M&A market slows, to effectively re-align holding periods with the expected repayment that is correlated to M&A events
 - GPs are further encouraged by high profile credit sponsors pursuing secondary transactions, validating utilization of the strategy
- Buyers are also seen writing larger checks in an increasingly competitive market, further establishing strong momentum going into 2025

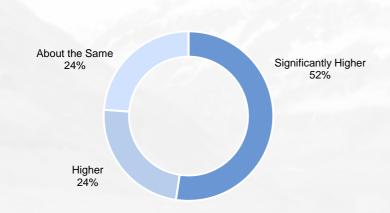
larket Highlights 〉 LP-Led GP-Led Preferred Equity Returns & 2025 Infrastructure Credit

Focus on the Credit Secondary Market (Cont'd)

Credit secondaries is expected to be a key area of growth as buyers raise dedicated pools of capital

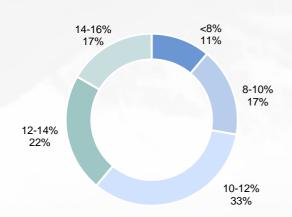
Over 50% of buyers experienced significantly higher transaction supply

Transaction Supply vs. FY'23 (% of Respondents)



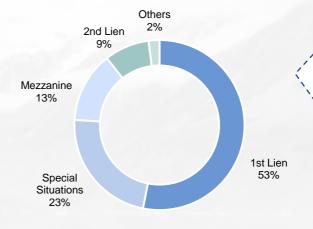
55% of buyers target 10-14% minimum unlevered IRR

Minimum Unlevered IRR Target (% of Respondents)



1st lien is the dominant strategy by transaction volume

Split by Strategy (% of Transaction Volume)

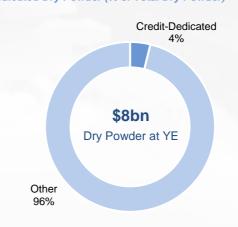


Dedicated credit secondary players are continuing to raise capital both in flagship funds for senior secured focused opportunities but also smaller funds for the more junior capital stack

Opportunities in strategies outside of senior secured is expected to grow

Credit dedicated dry powder reaches \$8bn

Dedicated Dry Powder (% of Total Dry Powder)



Dedicated dry powder for credit secondaries represented 4% of the total secondary market dry powder by end of 2024

With the growing interest in Credit secondaries, dry powder for the Credit strategy is also expected from non-dedicated pools of capital

Methodology & Key Definitions

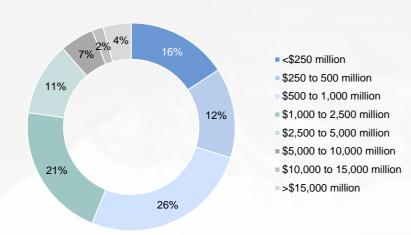
The Evercore Private Capital Advisory Team would like to sincerely thank respondents for record-breaking participation and continued partnership

Evercore PCA survey methodology

- The data and insights that are laid out in this presentation are derived directly from responses received and Evercore PCA's proprietary market leading information database
- References to prior data, unless indicated otherwise, were sourced from prior editions of Evercore PCA's Secondary Market Survey

Survey participants range from small-cap investors to market leaders

Breakdown of Participants by Current Secondary Investment Vehicle Size



Key definitions & acronyms

- APAC Asia Pacific
- Capital Overhang Multiple Total Capital Available (dry powder at end of FY'24) / FY'24 transaction volume
- EMEA Europe, Middle East and Africa
- Evercore PCA Professionals Includes all investment and operations professionals
- FoF Fund of Funds
- FY Full-Year
- GP-Led Transactions Include Single-Asset Continuation Funds, Multi-Asset Continuation Funds, GP-Led Preferred Equity and Tender Offers
- LP-Led Transactions LP Portfolio Sales and LP Portfolio Preferred Equity
- MACV Multi-Asset Continuation Vehicle; includes Multi-Asset Continuation Vehicles and Strip Sales for 2023 statistics
- **SACV** Single-Asset Continuation Vehicle
- Transaction Volume Measured by purchase price + unfunded commitments

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