London Stock Exchange

GNW Result of AGM

NB Private Equity: Results of AGM

NB PRIVATE EQUITY PARTNERS LIMITED

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NB Private Equity Partners Announces Results of Annual General Meeting

15 September 2021

NB Private Equity Partners Limited (the "Company") is pleased to announce that at the Annual General Meeting of its Class A Shareholders held at 1.45 p.m. on 15 September 2021, each of the Resolutions tabled were duly passed without amendment.

The details of each resolution are as follows:

ORDINARY RESOLUTIONS

Resolution 1

THAT the Audited Financial Statements, the Directors' report, and the auditors' report for the financial year ended 31 December 2020 be received and considered.

For (including discretionary)	19,221,717 votes
Against	0 votes
Withheld	1,105 votes

Resolution 2

THAT the Directors' remuneration for the financial year ended 31 December 2020 as provided in the Directors' report be approved.

For (including discretionary)	19,219,540 votes
Against	2,177 votes
Withheld	1,105 votes

Resolution 3

THAT William Maltby as a Director of the Company, retiring in accordance with the AIC Code be re-elected.

For (including discretionary)	19,220,965 votes
Against	752 votes
Withheld	1,105 votes

Resolution 4

THAT John Falla as a Director of the Company, retiring in accordance with the AIC Code be re-elected.

For (including discretionary)	18,451,187 votes
Against	27,206 votes
Withheld	744,429 votes

Resolution 5

THAT Trudi Clark as a Director of the Company, retiring in accordance with the AIC Code be re-elected.

For (including discretionary)	19,143,525 votes
Against	78,192 votes
Withheld	1,105 votes

Resolution 6

THAT Wilken von Hodenberg as a Director of the Company, retiring in accordance with the AIC Code be re-elected.

For (including discretionary)	19,221,124 votes
Against	593 votes
Withheld	1,105 votes

Resolution 7

THAT Louisa Symington-Mills as a Director of the Company. Retiring in accordance with the AIC Code and Article 26.2 of the Company's Articles of Incorporation be re-elected.

For (including discretionary)	19,221,717 votes
Against	0 votes
Withheld	1,105 votes

Resolution 8

THAT KPMG Channel Islands Limited, who have indicated their willingness to continue in office, be re-appointed as auditors of the Company and to hold office from the conclusion of this AGM until the conclusion of the next AGM to be held in 2022.

For (including discretionary)	17,982,097 votes
Against	1,239,938 votes
Withheld	787 votes

Resolution 9

THAT the Directors be authorised to determine the remuneration of KPMG Channel Islands Limited.

For (including discretionary)	19,221,558 votes
Against	159 votes
Withheld	1,105 votes

Resolution 10

THAT the interim dividend of $0.31 cents per share in respect of the period 1 July 2020 to 31 December 2020 and the interim dividend of $0.41 cents per share in respect of the period 1 January 2021 to 30 June 2021, declared by the Company, be ratified and approved.

For (including discretionary)	19,179,154 votes
Against	42,881 votes
Withheld	787 votes

In accordance with LR 9.6.18, details of those resolutions passed, which were not ordinary business of the AGM, follow:-

Resolution Type	Votes For (including discretionary)	Votes Against	Votes Withheld*
11 - Special	19,221,283	752	787
12 - Special	19,018,240	203,477	1,105
13 - Special	18,082,346	1,139,370	1,106

*A vote withheld is not a vote in law and is therefore not counted towards the proportion of votes “for” or “against” the Resolution.

The full wording of these resolutions can be found below:

SPECIAL RESOLUTIONS

Resolution 11

THAT the Company be and is hereby authorised, in accordance with section 315 of the Companies (Guernsey) Act 2008, as amended (the **“Companies Law”**), subject to the Listing Rules made by the United Kingdom Financial Conduct Authority and all other applicable legislation and regulations, to make market acquisitions (within the meaning of section 316 of the Companies Law) of its own Class A Shares (as defined in the Company’s Articles) which may be cancelled or held as treasury shares, provided that:

(i) The maximum number of Class A Shares authorised to be purchased under this authority shall be 7,009,473 Class A Shares (being 14.99 per cent. of the Class A Shares in issue (excluding Class A Shares held in treasury) as at the latest practicable date;

(ii) The minimum price (exclusive of expenses) which may be paid for a Class A Share is US$0.01;

(iii) the maximum price (exclusive of expenses) which may be paid for a Class A Share shall be not more than an amount equal to the higher of

a. 5 per cent. above the average mid-market value of the Class A Shares on the regulated market where the repurchase is carried out for the five business days prior to the day the purchase is made; and

b. the higher of (i) the price of the last independent trade; and (ii) the highest current independent bid price, in each case on the regulated market where the purchase is carried out, and

such authority to expire on the date which is 15 months from the date of passing of this resolution or, if earlier, at the end of the Annual General Meeting of the Company to be held in 2022 (unless previously renewed, revoked or varied by the Company by special resolution) save that the Company may make a contract to acquire Class A Shares under this authority before its expiry which will or may be executed wholly or partly after its expiration and the Company may make an acquisition of Class A Shares pursuant to such a contract.

Resolution 12

THAT the Directors be and are hereby authorised, pursuant to Article 5.7 of the Articles, to allot and issue or make offers or agreements to allot and issue, grant rights to subscribe for, or to convert any securities into, Class A Shares (including by way of sale of Class A Shares from treasury) (**“Relevant Securities”**) for cash in to the aggregate number of Class A Shares equal to 4,671,426 (being 9.99 per cent. of the Class A Shares in issue as at the Latest Practicable Date) (excluding any Class A Shares held in treasury and after giving effect to the exercise of any warrants, options or other convertible securities outstanding as at such date) as if Article 5.2 of the Articles did not apply to any such allotment and issue, such authority to expire on the date which is 15 months from the date of the passing of this resolution or, if earlier, at the end of the Annual General Meeting of the Company to held in 2022 (unless previously renewed, revoked or varied by the Company by a special resolution) save that the Company may, before such expiry, make an offer or agreement which would or might require Relevant Securities to be allotted and issued after such expiry and the directors may allot and issue Relevant Securities in pursuance of such an offer or agreement as if the authority conferred by this resolution had no expired.

Resolution 13

THAT in accordance with Section 42 of the Law, the new articles of the Company (as produced to the meeting and signed by the Chairman of the Meeting for the purposes of identification) be and are hereby approved and adopted as the new articles of incorporation of the Company in substitution for and to the exclusion of the existing articles of incorporation of the Company.

For further information, please contact:

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About NB Private Equity Partners Limited
NBPE invests in direct private equity investments alongside market leading private equity firms globally. NB Alternatives Advisers LLC (the “Investment Manager”), an indirect wholly owned subsidiary of Neuberger Berman Group LLC, is responsible for sourcing, execution and management of NBPE. The vas

majority of direct investments are made with no management fee / no carried interest payable to third-party GPs, offering greater fee efficiency than other listed private equity companies. NBPE seeks capital appreciation through growth in net asset value over time while paying a bi-annual dividend.

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Neuberger Berman, founded in 1939, is a private, independent, employee-owned investment manager. The firm manages a range of strategies—including equity, fixed income, quantitative and multi-asset class, private equity, real estate and hedge funds—on behalf of institutions, advisors and individual investors globally. With offices in 25 countries, Neuberger Berman's diverse team has over 2,300 professionals. For seven consecutive years, the company has been named first or second in Pensions & Investments Best Places to Work in Money Management survey (among those with 1,000 employees or more). In 2020, the PRI named Neuberger Berman a Leader, a designation awarded to fewer than 1% of investment firms for excellence in Environmental, Social and Governance (ESG) practices. The PRI also awarded Neuberger Berman an A+ in every eligible category for our approach to ESG integration across asset classes. The firm manages $429 billion in client assets as of March 31, 2021. For more information, please visit our website at www.nb.com.

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