Perennial Partners

Private to Public Opportunities Fund

Quarterly Report December 2023

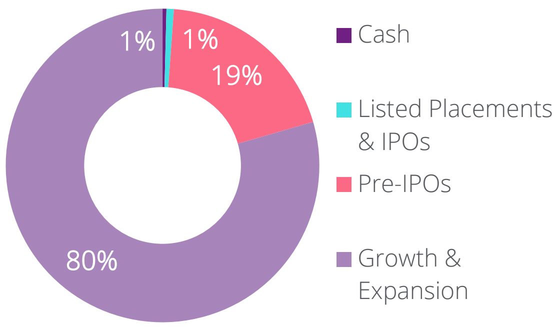
			Since Inception[1]	
	NAV ($)	Quarter (%)	CAGR[2] (%)	Cumulative (%)
Perennial Private to Public Opportunities Fund No.1	1.831	-1.1	+21.3	+131.9

Performance Update

The Private to Public Opportunities Fund (PPP1) returned -1.1% (net of fees) for the quarter ending December 2023. Since inception in August 2019, PPP1 has delivered +131.9% (net of fees). This PPP1 performance includes the four distributions made to date which total 48.8c.

During the quarter, there were two offsetting transactions which resulted in the overall small decline in performance of PPP1. The positive contribution was from an uplift to the carrying value of an HR tech investment following the conversion of our existing convertible notes into preference equity.

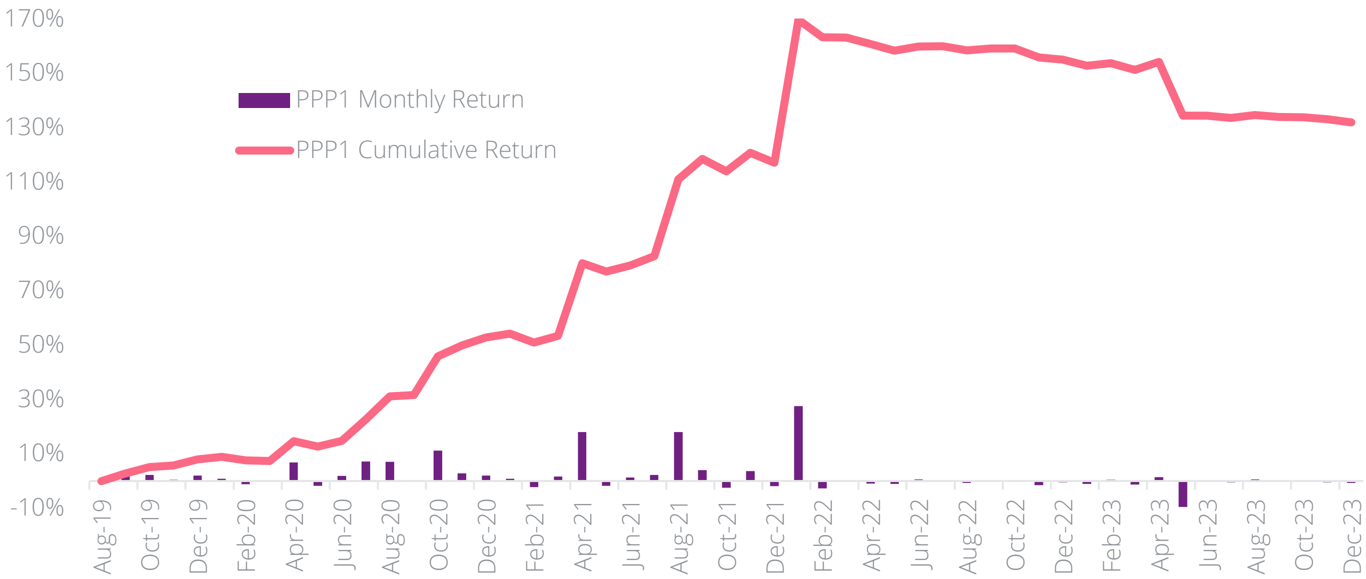
Current Fund Allocation



The negative impact during the quarter was due to a reduction in the carrying value of a digital infrastructure investment. This followed a material primary capital raise at a lower implied valuation, with the company using the proceeds to fund working capital. The strength of the $A during the period also negatively impacted the valuation for PPP1's foreign currency domiciled companies. During the quarter, PPP1 also reduced its listed exposure across the Fund.

With PPP1 now in the last 12 months of its 5-year life, we have started to fast-track alternate exit options for companies where an IPO looks less likely. To this end, a number of M&A approaches have been made to PPP1 companies in recent months. In our view, the ability to conduct successful IPOs in the year ahead will depend on steady equity markets, greater macro certainty and reduced geopolitical risks.

Return Since Inception[1] Net of Fees (%)



[1] Inception date for PPP1 is 19 August 2019. Performance shown is net of fees. It does not take into account any taxes payable by an investor. Past performance is not a reliable indicator of future performance.

[2] Return calculations include the 4 distributions paid in July 2020, 2021, 2022, 2023. CAGR is compound annual growth rate

Private Markets in 2023

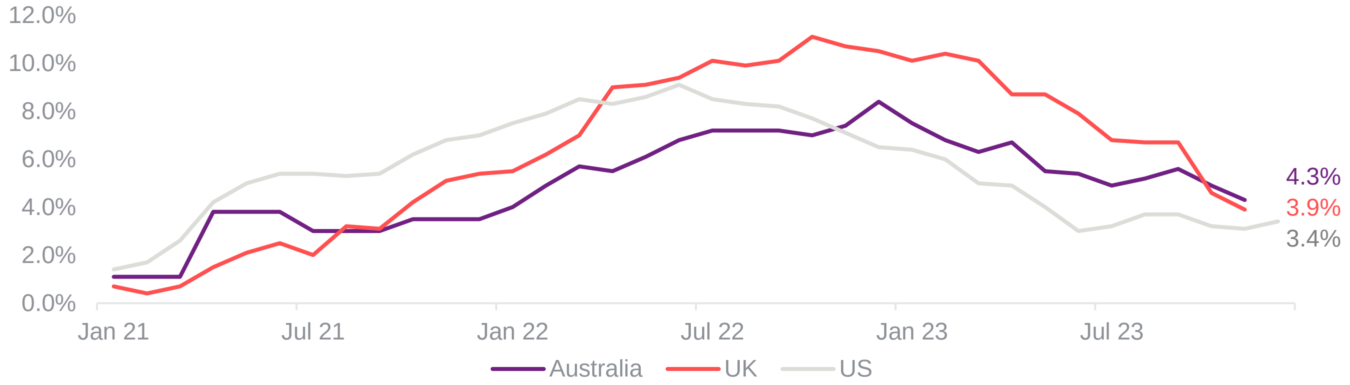
It is often said that 'no two years in the market are the same', and that was certainly the case in 2023. It was a volatile year characterised by high interest rates, persistent inflation, macro uncertainty, slow decision-making and increased geopolitical risks. It was also a year where private companies focused on their cost base, cashflow and balance sheet, with growth & expansion less of a priority. While this market uncertainty has created good investment opportunities in private markets, general confidence was low and deal cadence remained slow over the last year. IPO activity was again subdued in 2023, however M&A activity increased, with a number of our portfolio companies either executing or investigating mergers in order to generate greater scale and synergies.

As a general market theme, private companies are opting to 'stay private for longer' which ensures that Perennial continues to see a strong pipeline of high-quality proprietary deal flow. Our ability to be a funder of private companies to IPO and beyond often makes Perennial the partner of choice for many founders. In addition, we have seen a reduced number of other private capital providers in the market in the last two years. During 2023, we undertook approximately 30 transactions across our 5 private funds which included both follow-ons in our existing portfolio companies as well as new private investments. The current market uncertainty has enabled us to execute these transactions on favourable terms for our investors. These various themes in private markets are discussed in more detail below.

Economic Trends

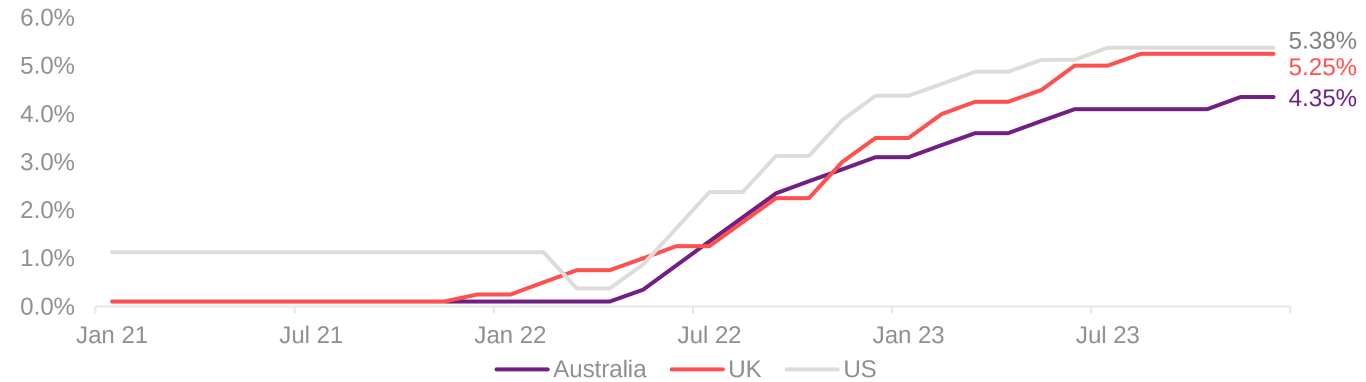
Macroeconomic trends were again a key driver of private & public markets in 2023. While the consensus view is that interest rates are now top of the cycle (or close to it), there is widespread debate about the timing of rate cuts given the persistent level of high inflation globally. While consumer & business demand has reduced as a result of the successive rate increases, cost-push inflation remains a key concern given high government spending, strong wage rises, higher energy prices and ongoing supply chain issues. At present, Australia has higher inflation and lower interest rates than the USA and UK.

Consumer Price Index (year-on-year % change) – Australia, UK, USA



Source: RBA, Office for National Statistics and U.S. Bureau of Labour Statistics
Note: Australia CPI is on a quarter by quarter basis until monthly data was available from January 2022

Central Bank Policy Rate (%) – Australia, UK, USA



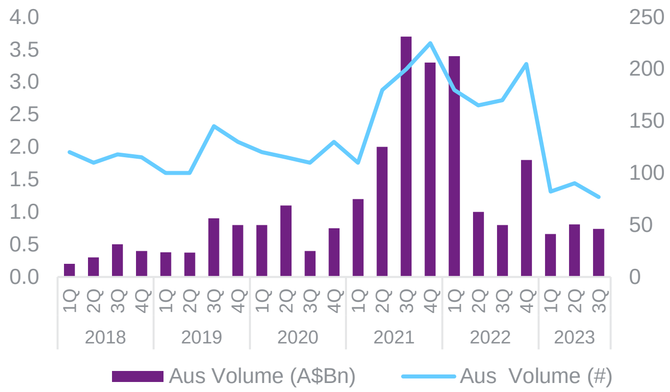
Source: RBA, Bank of England and Forbes
Note: The US rate is calculated as the mid-point of the Fed Funds Rate range at that point in time

Private Deal Flow

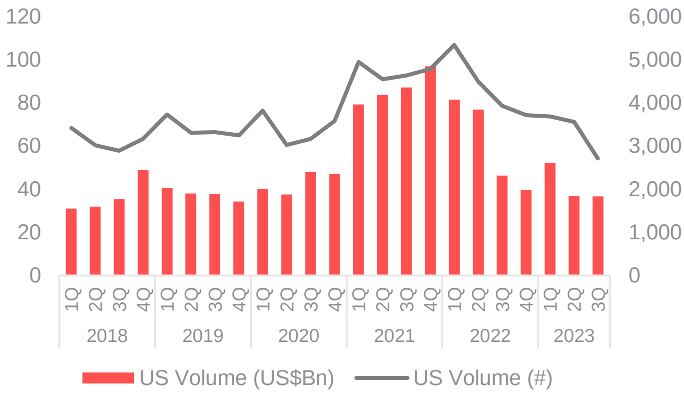
During 2023, private markets transaction activity remained subdued in terms of both volume and value, and was below 2022 levels in most quarters. As highlighted on the first two charts below, 2023 represented the second year in a row of lower activity compared to the frothy levels experienced in 2021 (the data shown is up to 3Q CY23). In addition, deal cadence was slow, with many transactions taking longer to negotiate and close than in previous years.

However, the combination of cautious markets, lower valuations, better deal terms and limited suppliers of private capital has resulted in much more investor-friendly markets. This is highlighted on the second chart below which outlines the valuation reset for Australian and American listed technology companies over the last two years.

Australian Quarterly Deal Volume & Value

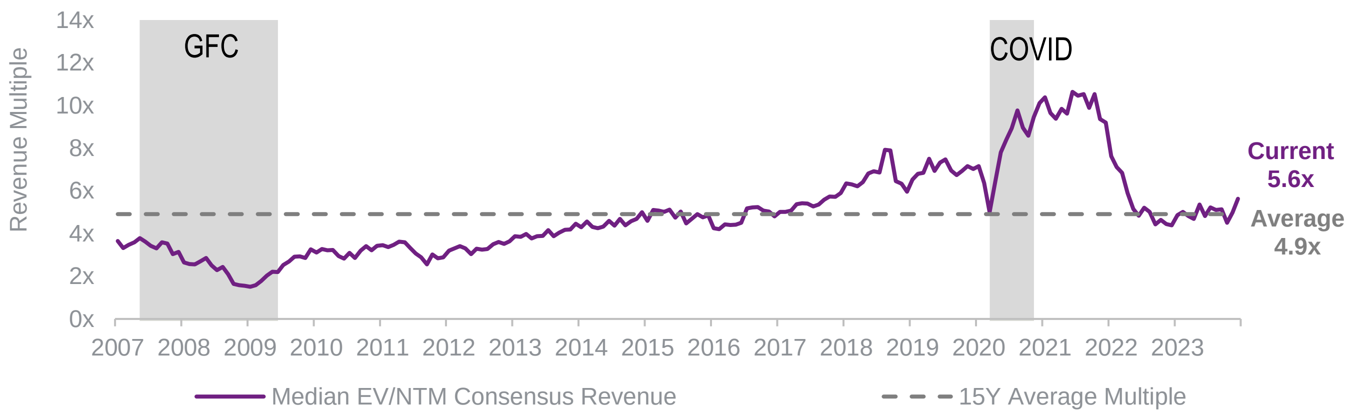


USA Quarterly Deal Volume & Value



Source: Cut Through Ventures and Pitch Book

Valuation Reset for Australia and US Technology Companies - EV / NTM Consensus Revenue



Source: Citi, Factset, Perennial

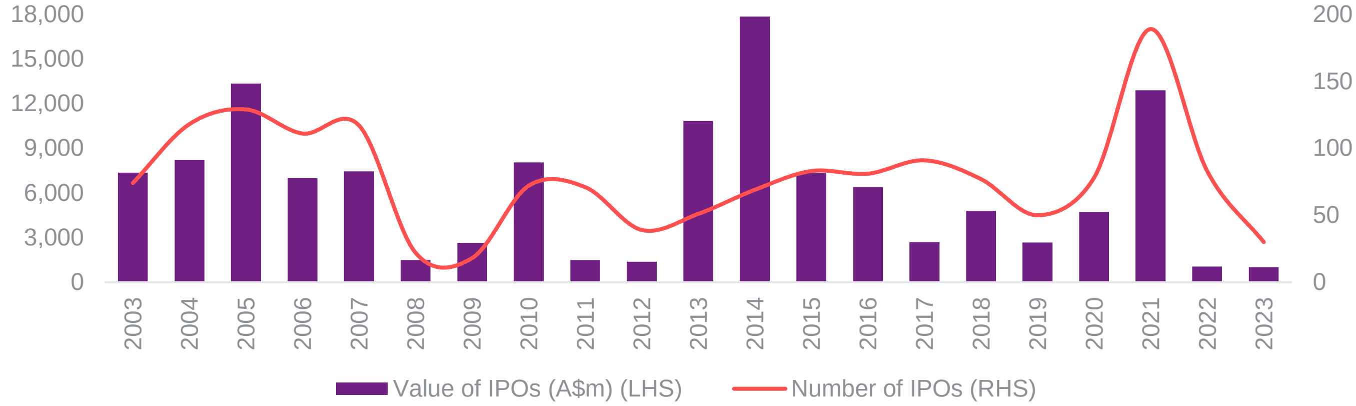
IPO and M&A Activity

We saw an ongoing low level of IPO activity on ASX in 2023. The 30 IPOs in 2023 represented a 64% decline from 2022 and an 84% decline from 2021. In addition, the vast majority of the IPOs last year were in resources & energy - two sectors that our private funds do not invest in due to their inherent cyclicality. In terms of share price performance, last year's IPOs were again mixed with the majority trading below issue price by year end. As we have commented in previous newsletters, overall IPO performance in Australia has been very poor over the last four years due to a combination of high pricing, unfavourable deal structure and volatile equity markets. The US market exhibited a slight improvement in IPO activity in 2023, however like the ASX, it remains at low levels.

On a more positive note, M&A activity in both the listed and private market persisted during 2023. We have successfully exited a number of private investments via trade sale over the last year, and several portfolio companies are in discussions regarding M&A transactions. While some of these transactions may not be successful, we expect private takeovers to remain a driver of fund performance in 2024.

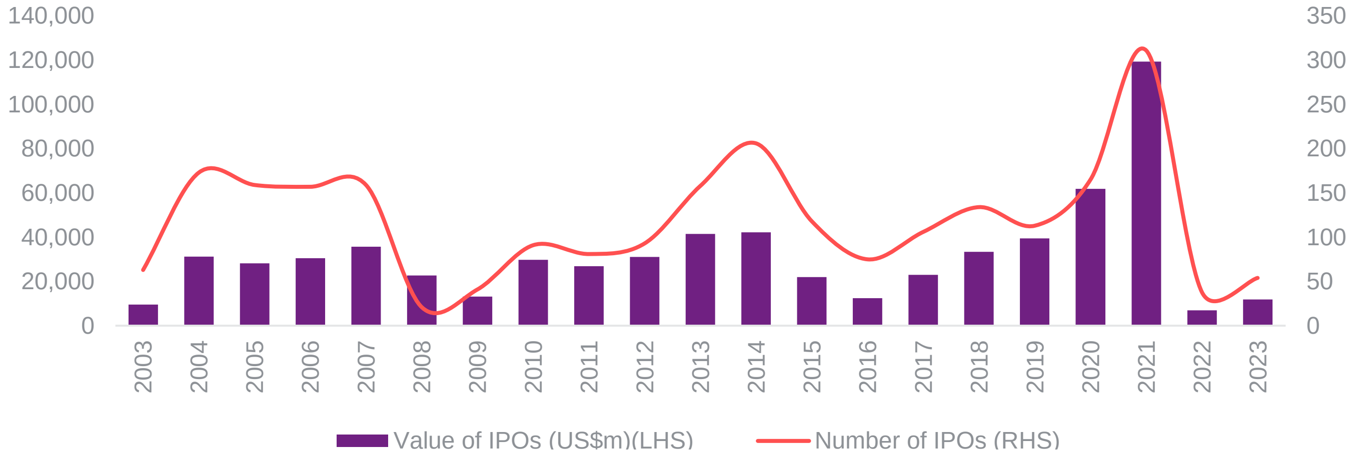
IPO and M&A Activity (continued)

Annual IPOs on ASX by Volume & Value over the Last 20 Years



Source: Ord Minnett, ASX, Perennial

Annual IPOs on NYSE / NASDAQ by Volume & Value over the Last 20 Years



Source: University of Florida, Perennial

Outlook for 2024

In terms of the outlook for 2024, in the near term we are likely to see a continuation of global market uncertainty given a mixed macroeconomic environment and increasing geopolitical risks. Within the domestic private market specifically, the recent trends of tight capital, slow deal cadence and a focus on profitability are likely to remain key drivers this year. Whether a private company wants to attract new investors or consider an IPO and/or trade sale, it will need to display a compelling combination of an existing strong revenue base, profitable & predictable growth, unique IP & competitive advantage, committed founders and supportive counterparties.

The domestic IPO market is unlikely to be tested until March/April 2024 at the earliest, and will take its lead from the behaviour of listed equity markets between now & then. In our view, it will need to be a period of 'no more surprises' for any sizeable IPOs to get away in 1H CY24. Given the high level of M&A activity we are currently seeing across our private portfolios, this will remain an important dynamic in the next year. In an environment of mixed global growth, large companies will increasingly look to bolt-on acquisitions in order to drive earnings and valuation. Merger activity will also continue in the private market as smaller players look to create scale and capture synergies prior to the next transaction. While many private companies on an IPO pathway will continue to wait for an optimal window, others will pursue a private takeover instead, which can often be executed at a higher valuation than the listed market given the premium paid for control.

In our view, the pipeline of private investment opportunities will continue to expand into 2024, as founders will opt to stay private for longer should the capital be available to support them. Many of the structural growth businesses that we have invested in can thrive in any environment, as they did during the various COVID interruptions over the past few years. Following the recent reset in valuations & terms in private markets, we expect the opportunity to make great investments into great companies will continue in 2024 for our Perennial private funds.

Company Snapshot – Koala

Sector	Investment Stage	Brief Description
Retail	Unlisted Expansion and Growth	Vertically integrated e-commerce furniture retailer

PPP1 has been invested in Koala since 2019 and holds a mixture of ordinary shares, preference shares and convertible notes.

Led by co-founder and CEO Mitch Taylor, Koala is a vertically integrated furniture e-commerce company which has transformed the furniture experience for consumers. Since launching in 2015, Koala has become a key player in the furniture and mattress market in Australia. The business has successfully expanded globally into Japan and South Korea since then.

The global furniture & mattress market has historically been characterised by inefficient production, poor supply chains, unnecessary middleman costs and the reliance on traditional retail channels. Koala has been a pioneer in re-shaping the mattress & furniture industry through an efficient production process and supply chain and selling directly to the end consumer.

From an ESG perspective, the company remains BCorp certified and continues to work on new designs to further reduce the environmental footprint of its products.

koala Product Overview

Mattresses

Sofa Beds

Bed Bases

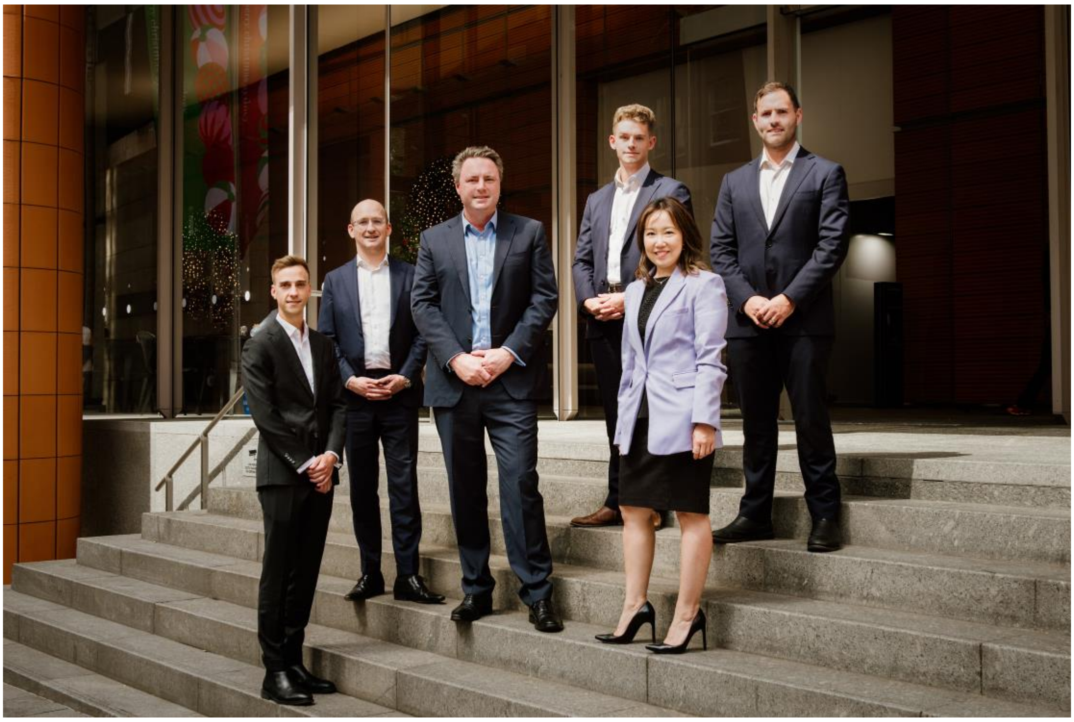
Sofas

The Koala investment case can be summarised as:

- A restructure in August 2022 allowed the business to reach underlying operating profit. These initiatives reduced the fixed cost base of the business;
- Koala has delivered modest top line growth despite difficult market conditions in the last 12-24 months for retail. Gross margins and cash flows have both improved, and in 1H FY24, the company has continued to experience growth in Japan and Australia;
- The successful build out of its Japan and South Korea businesses has demonstrated the global demand for its furniture products and the convenience of the offering;
- 2H FY24 will see entry into the US market via a low-cost model. This represents a significant addressable market which will support top line growth;
- The roll out of new products in recent years, expanding from the bedroom into the living room and other areas of the house, will enable the business to extract further value from its customer base; and
- Koala's proprietary technology enables end-to-end supply chain management and a delivery performance that is better than most retailers, and results in strong unit economics.

Thank you for your continued interest in PPP1.

Yours sincerely,
The Perennial Private Investments Team



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