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**NB Private Equity Partners Limited**

1 April 2020

**Total Voting Rights**

In accordance with DTR 5.6.1R, NB Private Equity Partners Limited (“NBPE” or the “Company”) notifies the market of the following:

As at 31 March 2020, NBPE had the following shares in issue and where appropriate admitted to trading on a regulated or prescribed market:

<b>Class of Share</b>	<b>Number in issue as at 31 March 2020</b>	<b>Voting Entitlement pursuant to the Articles of Incorporation</b>	<b>Number held in Treasury as at 31 March 2020</b>	<b>Voting Rights as at 31 March 2020</b>
Class A Ordinary	46,761,030	May attend and vote at general meetings	3,150,408	43,610,622
Class A Shareholders have the right to receive notice of general meetings of the Company and shall have the right to attend and vote at all general meetings, provided that the Class A Shareholders shall have no right to vote on a 2022 ZDP Liquidation Resolution, a 2024 ZDP Liquidation Resolution, a 2022 ZDP Reconstruction Resolution or a 2024 ZDP Reconstruction Resolution.				
B Shares	10,000	Except in certain circumstances, do not carry voting rights	0	10,000
Class B Shareholders do not have the right to receive notice of or have the right to attend and vote at any general meetings. However, there are limited circumstances where the Company shall not act, without the prior approval of the Class B Shareholders by ordinary resolution passed at a separate general meeting of the Class B Shareholders. Separately, the Directors shall, at appropriate times carry out the FPI Test and, if they determine that the US Shareholding Percentage had exceeded the FPI Specified Percentage as at such FPI Calculation Date, with effect from the date on which the Directors make such determination, the Class B Shares in issue shall, with respect to any Director Resolution, carry a positive number of voting rights as per the calculation referenced in the Articles.				
Zero Dividend Preference 2022 Shares	50,000,000	No	0	0
ZDP Shareholders shall not have the right to receive notice of or attend or vote at any general meeting of the Company. However, there are limited circumstances where the Company shall not act, without the prior approval of the 2022 ZDP Shareholders by ordinary resolution passed at a separate general meeting of the 2022 ZDP Shareholders.				

Zero Dividend Preference 2024 Shares	50,000,000	No	0	0
ZDP Shareholders shall not have the right to receive notice of or attend or vote at any general meeting of the Company. However, there are limited circumstances where the Company shall not act, without the prior approval of the 2024 ZDP Shareholders by ordinary resolution passed at a separate general meeting of the 2024 ZDP Shareholders.				
<b>Total Voting Rights</b>				43,610,622

**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 vast 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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#### **About Neuberger Berman**

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 23 countries, Neuberger Berman's diverse team has 2,200 professionals. For six 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). The firm was awarded an A+ in every category in the latest 2019 PRI report for our approach to ESG integration across asset classes. The firm manages \$356 billion in client assets as of December 31, 2019. For more information, please visit our website at [www.nb.com](http://www.nb.com).

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