SUSI



Preserving the Upside: Non-dilutive asset financing for scalable energy transition companies

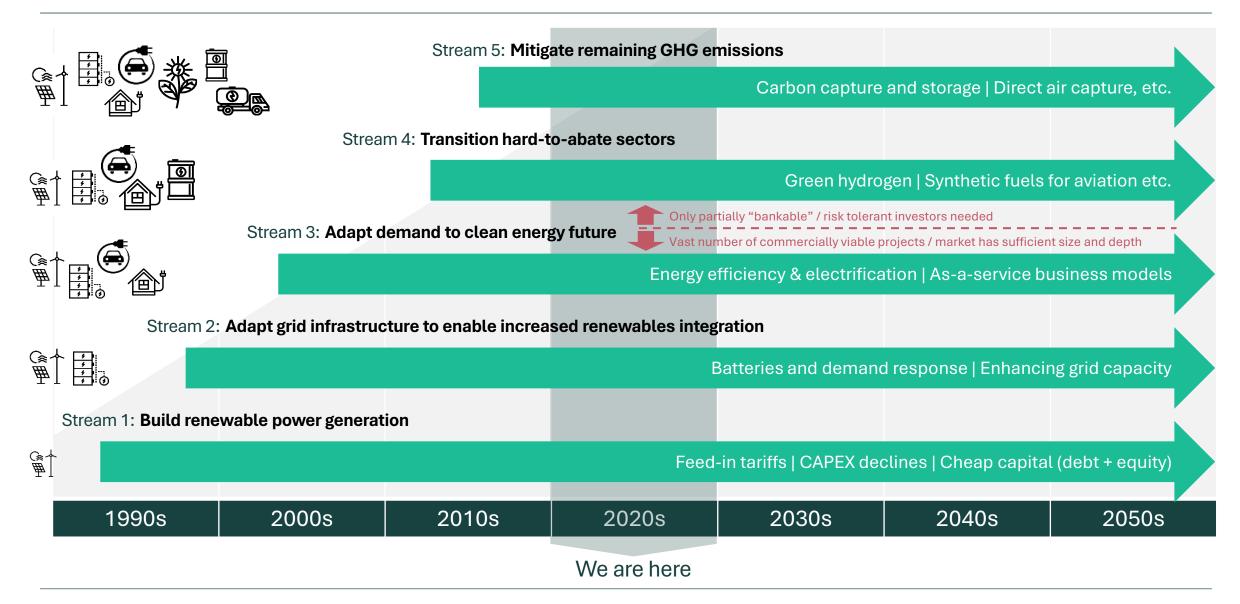
Fabian Karger | MD, Credit Investments | SUSI Partners AG

Why should founders consider debt financing

Short practical guide

01 WHY SHOULD FOUNDERS CONSIDER DEBT FINANCING

Assets are still critical to the success of the energy transition





The energy transition is assetheavy by nature.

And yet...

Founders are constantly facing the dilemma of trading away massive equity stakes just to build physical infrastructure which is needed to roll-out their business models.

1	Conventional term loans
	Conventional term loans making it difficult to secur

: Limited/ no balance sheet capacity, re financing based on corporate rating



Conventional project finance structures: Require significant equity contribution (e.g. 20-30%) and minimum volume

Higher risk = higher cost of capital: Gearing and other risk 3 factors may amplify cost of debt to critical level



Insufficient financing volume: Project might not be sizable enough to justify time and resources allocation from lender



Transaction costs: Transaction costs can be prohibitive/ disproportionally high, especially for small to mid-sized projects



"Bankability": Traditional lending institutions may lack knowledge or suitable solutions for the specific financing need



Conventional term loans: Limited/ no balance sheet capacity, making it difficult to secure financing based on corporate rating



Conventional project finance structures: Require significant equity contribution (e.g. 20-30%) and minimum volume

Higher risk = higher cost of capital: Gearing and other risk factors may amplify cost of debt to critical level



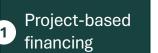
Insufficient financing volume: Project might not be sizable enough to justify time and resources allocation from lender

Transaction costs: Transaction costs can be prohibitive/ disproportionally high, especially for small to mid-sized projects



"Bankability": Traditional lending institutions may lack knowledge or suitable solutions for the specific financing need

...nonetheless, compelling alternative debt financing solutions exist and are widely used in the industry



- Debt sizing in line with actual Capex needs
- Match debt repayment with project cash flows

- 2 Insolvency remoteness
- Project sponsor/operator is the "weakest link in the chain"
- Isolate financing risk from sponsor/operator to the extent possible



Start with a small, but sufficient size and rapidly scale portfolio through standardized projects/contracts and efficient drawdowns

End **Project Pipeline Financing Agreement** Customer(s) Service Contract Portfolio 1 Total financing volume in EUR m Mgmt & Service 12 Contract €150K (Sub-)Service €450K 10 3rd party i Contracts Management Subcontractors & Asset SPV €250K Company €850K service providers €450K 6 €450K Borrower €350K €950K €650K Finance Agreement(s) €450K incl. securities Portfolio 1 Portfolio 2 Portfolio 3 Contract

Financing structure designed to minimize impact from a potential default of the original project sponsor/operator: i) projects legally "survive" default, ii) financier can assume control over portfolio

Tailored underwriting approach that can be replicated across multiple projects/portfolios with standardised contracts allowing for rapid scale up of the business, while keeping transaction costs low

Mitigation of operator risk: insolvency remoteness

Efficient build up of sizeable portfolios

SHORT PRACTICAL GUIDE

Your checklist

Transaction Readiness	Complete documentation in place before engaging with lenders to proceed efficiently through DD
Transaction Structure	Ex-ante set up of right legal structure to maximize insolvency remoteness
Project Risk Allocation	Outsourcing of certain project risks to eligible third-parties as borrower/ sponsor risk is already high
Standardizatio	Homogenous project portfolio will allow for efficient scaling/ drawdowns, while keeping DD costs low
Financing Volume	Sufficient initial financing volume and low pipeline risk to attract lenders and avoid substantial upfront fees
Ongoing Management	Clear understanding & management of ongoing obligations as lenders are less flexible than equity sponsors
Asset Liability Matching (ALM	Allonment of dent renavment schedule with project's cash tiow profile to prevent refinancing risk





...but we are.

SUSI Partners offers non-dilutive asset financing solutions which help companies scale without bleeding out ownership along the way.

PARTNERS

SUSI PARTNERS

SUSI Partners

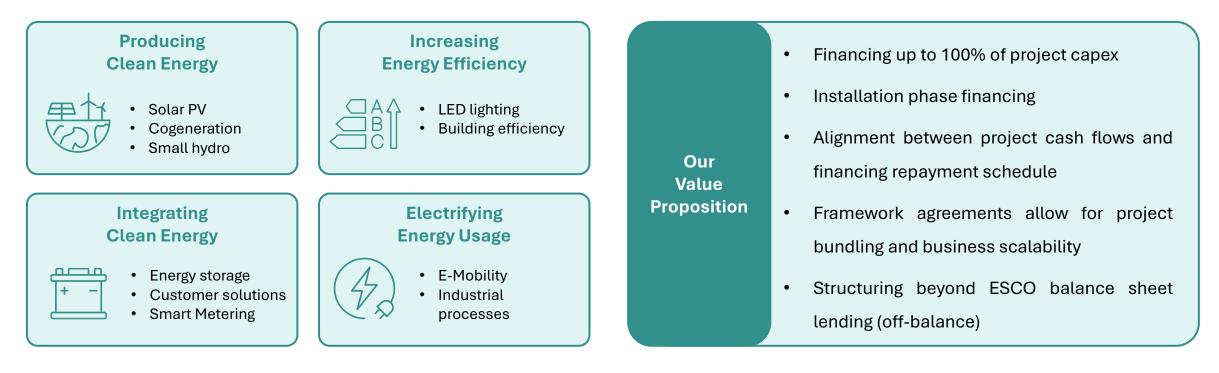
Global independent leader in sustainable infrastructure and a onestop shop investment manager with EUR 2.3bn in capital commitments from institutional investors raised since inception.

Our investment strategy focuses on private equity and credit infrastructure opportunities across the energy transition spectrum:

SUSI Credit Funds

Currently investing the 3rd credit fund, with 10+ years of experience financing over 4,400 energy efficiency and transition projects across 19 countries amounting to more than EUR 725m.

Leveraging on our longstanding track record, we offer bespoke financing solutions for Energy-as-a-Service business models:





Thank You

Disclaimer Slide (1)

This material is a marketing communication. Please refer to the PPM/Prospectus/information document applicable to the relevant investment product before making any financial decisions.

This material is strictly confidential and may not be reproduced for, disclosed to or otherwise provided in any format without prior consent by the issuer. It has been created for use with and is for distribution to Professional Clients and Qualified Investors (or as such term may apply in local jurisdictions) only, and should not be relied upon by any other persons. It is neither an offer to sell nor a solicitation of any offer to invest in a fund or vehicle. You may not rely upon this material as it contains solely general information and is not intended to represent specific (nor general) investment, legal, tax, or financial advice. The information does not take into account your financial circumstances. An assessment should be done by you as to whether information is appropriate for you also with regards to your objectives, financial situation and needs. Certain information has been obtained from public sources, government agencies and from other third parties. Although the issuer believes the obtained sources to be reliable for the purposes used herein, it however assumes no responsibility for the accuracy or completeness of such information. In addition, surveys, forecasts or market research have not been independently verified and the issuer makes no representation as to the accuracy or completeness of such information contained in this material constitutes forward-looking statements which can be identified by forward looking terminology. Due to various risks and uncertainties inherent in the capital markets or otherwise facing the financial industry, actual events or results or the actual performance of the described investment products may differ from those reflected or contemplated in such forward-looking statement. The opinions expressed are as of January 2023 and may change as subsequent conditions vary.

The investment product(s) mentioned herein is/are considered to be illiquid. This means that it may be difficult to buy or sell the product on short notice, or at all.

In relation to each member state of the EEA (each a "Member State") which has implemented the Alternative Investment Fund Managers Directive (Directive (2011/61/EU)) (the "AIFMD") (and for which transitional arrangements are not/no longer available), this material may only be distributed and shares of a fund mentioned in this presentation may only be offered or placed in a Member State to the extent that: (1) the investment product is permitted to be marketed to professional investors in the relevant Member State in accordance with AIFMD (as implemented into the local law/regulation of the relevant Member State); or (2) this material may otherwise be lawfully distributed and the shares may otherwise be lawfully offered or placed in that Member State (including at the initiative of the investor). In relation to each Member State of the EEA which, at the date of this material, has not implemented AIFMD, this material may only be distributed and shares may only be offered or placed to the extent that this material may be lawfully distributed and the shares may lawfully be offered or placed in that Member State).

Notes for investors in **France**: Shares/Interests in the investment product may only be lawfully offered or placed in the Republic of France if (i) the investment product is permitted to be marketed to Professional Investors or (ii) to the extent that this material may otherwise be lawfully distributed.

Notes for investors in **Germany**: This presentation is a marketing material/communication and not a financial analysis in the sense of the (German) Securities Trading Act. Therefore, the information contained in this communication does not meet all legal requirements to ensure the impartiality of financial analyses and there is no legal prohibition on trade before publication of the advertising notice. Interested investors are advised to discuss the tax implications with their tax consultant prior to their participation. A possible investment decision should be based on the examination of all relevant legal documents, including the risks. Distribution of this material to private/retail investors within the meaning of the KAGB is prohibited. Interests may in particular not be distributed or marketed in any way to German retail investors if the products is not admitted for distribution to this investor category by the (German) Federal Financial Supervisory Authority (BaFin).

Notes for investors in **United Kingdom**: Certain information contained in this material constitutes forward-looking statements which can be identified by forward looking terminology. Due to various risks and uncertainties inherent in the capital markets or otherwise facing the financial industry, actual events or results or the actual performance of the fund may differ from those reflected or contemplated in such forward-looking statement.

Disclaimer Slide (2)

Risks associated with an investment in the investment product include, but are not limited to, operational, technical and counterparty risks. Buying shares or interests in such a product may carry a high level of risk, and may not be suitable for all investors. Before deciding to review the fund information you should carefully consider your investment objectives, level of experience, and risk appetite. You may sustain a loss of some or all of your investment, and therefore you should not invest money that you cannot afford to lose. You should be aware of all the risks associated with an investment in such a product, and seek advice from an independent financial advisor if you have any doubts. Infrastructure assets may be subject to operating and technical risks, including the risk of mechanical breakdown, spare parts shortages, failure to perform according to design specifications, strikes, disputes, and other interruptions and other unanticipated events which adversely affect operations. While the investment product will seek investments in which creditworthy and appropriately insured third parties bear most of risks, there can be no assurance that any or all risks will be mitigated and that third parties will perform their obligations or that insurance will be available. An operating failure may result in a material adverse effect on the investment in the relevant project. Investments may be affected by deleterious substances and other environmental problems. Furthermore, the issuers or instruments on which the underlying funds invest may be or may become subject to unduly burdensome and restrictive regulation affecting commercial freedom and this in turn may have an adverse impact on the value of the investment product's investments.

Nothing contained herein should be deemed to be a prediction or projection of future performance or returns of any investment or fund and past performance is not a guide to current or future performance. The value of investments and the income from them can fall as well as rise and is not guaranteed.

The internal rate of return ("IRR") is the implied discount rate calculated from a series of cash flows. It is the return that equates the present value of all invested capital in an investment to the present value of all returns (incl. unrealized returns) or the discount rate that will provide a net present value of all cash flows, plus any residual value, equal to zero. The gross IRR represents the IRR before management fees, organizational expenses and the general partner's allocation of profit, but in some instances (where indicated), net of the underlying general partner's fees and expenses. The net IRR represents the IRR after management fees, organizational expenses and the general partner's allocation of profit. Actual realized returns on unrealized investments will depend on, among other factors, future operating results, the value of the assets, market conditions at the time of disposition, any related transaction costs, and the timing and manner of sale, all of which may differ from the assumptions and circumstances on which the valuations used in the performance data contained herein are based. Accordingly, the actual realized returns may differ materially from the returns indicated herein.

Sustainability-related, or disclosures in relation to Articles 23 and 37 to 49 of SFDR Delegated Regulation (EU) 2022/1288 for all investment products contained in this document as "Article 9" funds can be viewed at https://www.susi-partners.com at the following links provided for the respective funds:

SUSI Energy Transition Fund (OECD), SCSp-RAIF 🛙 click here

SUSI Energy Efficiency & Transition Credit Fund, SCSp-RAIF I click here

SUSI Asia Energy Transition Fund, SCSp 2 click here

The funds are currently categorised under SFDR Article 9. However, it should be noted that this designation may be subject to change in the future. The fund's compliance with SFDR Article 9 is based on the information available at the time of its classification and may be subject to review and re-evaluation in the future.