

WELCOME TO DBAG'S CAPITAL MARKETS DAY

FRANKFURT/MAIN, 8 SEPTEMBER 2020

AGENDA AND PARTICIPANTS



14:00	Roland Rapelius	Welcome, introduction of the program and participants
14:05	Torsten Grede, Susanne Zeidler	Identifying opportunities. Driving developments.
14:45		Q&A
14:55	Tom Alzin	Market update – M&A transactions in Germany
15:15		Q&A
15:25	Jannick Hunecke	How we create value – Example broadband telecommunications sector
15:45		Q&A
15:55	Roland Rapelius	Farewell



Torsten Grede Spokesman of the Board of Management



Tom Alzin Managing Director



Susanne ZeidlerChief Financial Officer



Jannick Hunecke Managing Director



IDENTIFYING OPPORTUNITIES. DRIVING DEVELOPMENTS.

INVESTOR PRESENTATION

CAPITAL MARKETS DAY, 8 SEPTEMBER 2020

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DISCLAIMER



This presentation contains forward-looking statements. Forward-looking statements are statements that do not describe facts or past events; they also include statements about our assumptions and expectations.

Any statement in this report that states our intentions, assumptions, expectations or predictions and the underlying assumptions is a forward-looking statement. These statements are based on plans, estimates and projections currently available to the Board of Management of Deutsche Beteiligungs AG. Therefore, forward-looking statements only relate to the date on which they are made. We do not assume any obligation to update such statements in light of new information or future events.

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MANAGEMENT TEAM WITH MORE THAN 60 YEARS OF COMBINED EXPERIENCE IN PRIVATE EQUITY



TORSTEN GREDE SPOKESMAN OF THE BOARD OF MANAGEMENT



JOINED DBAG IN 1990 MEMBER OF THE BOARD OF MANAGEMENT SINCE 2001 (APPOINTED UNTIL DEC 2023)

Main responsibilities:

- Strategy and Business Development
- Investment Business and Investment Process
- Fund Investors

SUSANNE ZEIDLER



JOINED DBAG IN 2012 MEMBER OF THE BOARD OF MANAGEMENT SINCE 2012 (APPOINTED UNTIL OCT 2025)

Main responsibilities:

- Finance and Accounting
- Corporate Functions
- Investor Relations

DR ROLF SCHEFFELS MEMBER OF THE BOARD OF MANAGEMENT



JOINED DBAG IN 1997 MEMBER OF THE BOARD OF MANAGEMENT SINCE 2004 (APPOINTED UNTIL FEB 2021)

Main responsibilities:

- Investment Business
- Investment Team Development
- Fund Investors

Presenting today

AGENDA



- **▶ INTRODUCTION TO DBAG**
- ► THE GERMAN MARKET FOR PRIVATE EQUITY INVESTMENTS
- OUR PLATFORM AND COMPETITIVE STRENGTHS
- OUR MARKET POSITION
- RESULTING IN SUSTAINABLE INCREASE OF DBAG'S VALUE

DBAG'S TRACK RECORD AS PRIVATE EQUITY INVESTOR IN THE GERMAN MITTELSTAND



2.7x

3.4x
LONG-TERM INVESTMENTS¹

Strong consistent investment returns in terms of average capital multiples

€472.1mnNAV PRIVATE EQUITY
INVESTMENTS

13.5% NAV GROWTH (CAGR)² NAV representing diversified portfolio of 28 companies

Value of Private Equity Investments increased with double digit growth rate

8.3%FEE INCOME FROM FUND INV. SERVICES GROWTH (CAGR³)

€3.0mnNET INCOME FROM FUND INV. SERVICES (2018/2019)

Growing income from Fund Investment Services

18
AV. EXPERIENCE PER SENIOR TEAM MEMBER (YEARS)

€20mnPERSONAL INVESTMENT

Highly experienced investment team of 26 professionals, with aligned interest through significant personal investment and incentivised through carried interest

¹ Realized gross MM of MBOs 1997-2020 and growth investments 1995-2020; ² CAGR 2014/2015-2018/2019 adj. for dividend payments and capital increase, NAV as at 30 Sep 2019, ³ CAGR 2014/2015-2018/2019

RECENT DEVELOPMENTS DRIVING MOMENTUM



MAY 2020

NEW FLAGSHIP FUND INCREASED AuM TO €2.5bn



JULY 2020

INVESTMENT TEAM SIZE
INCREASED,
MITTELSTAND EQUITY
PLATFORM EXTENDED



JULY/AUGUST 2020

FOUR NEW MBOS,
ONE EXIT TO STRATEGIC
BUYERS, ONE STRUCTURAL
REALIGNMENT



THE GERMAN MARKET OPPORTUNITY



#3 IN WORLD ECONOMIC FORUM GLOBAL COMPETITIVENESS INDEX1

- > Largest economy in Europe and fourth-largest in the world
- > Mittelstand as key driver of the German economy

9,000

- Almost 9,000 Mittelstand companies in Germany, which are primarily family-owned
- > Driving innovation and economic growth

69%

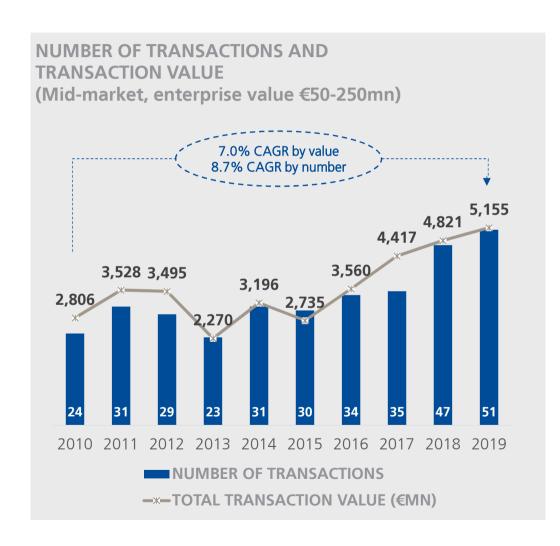
OF GERMAN MID-MARKET MBOS SOLD BY FAMILY OWNERS & FOUNDERS

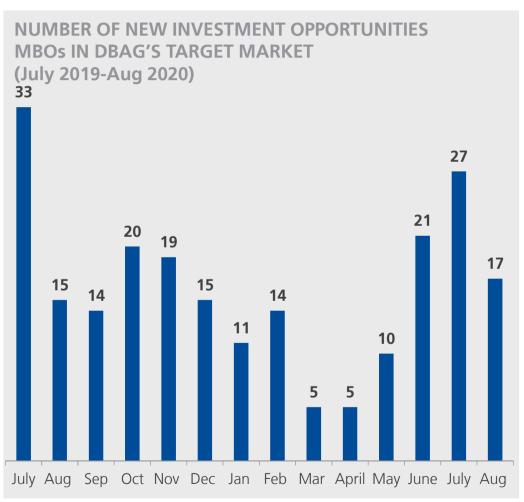
- New generation of founders, mainly from the technology sector, are increasingly open to private equity solutions
- > 69% 2019 compares to 10y historic average figure of 26%

¹ Source: World Economic Forum, The Global Competitiveness Report 2018, FINANCE magazine, DBAG

NEED FOR ADDITIONAL EQUITY IN GERMAN MITTELSTAND ALSO DRIVEN BY COVID-19

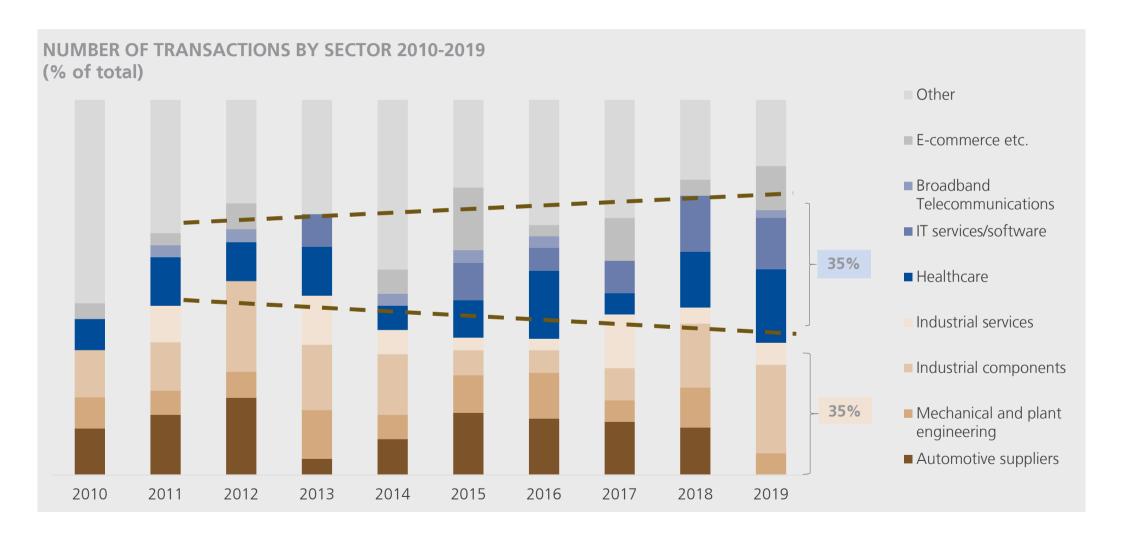






MARKET SHARE OF NEW GROWTH SECTORS INCREASING OVER TIME





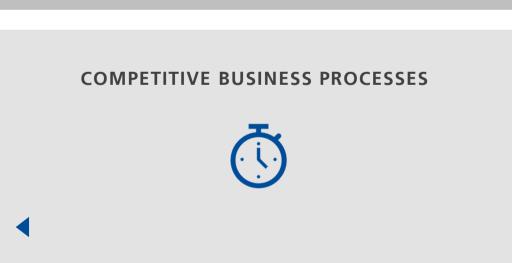
DBAG IS WELL POSITIONED WITHIN THIS ATTRACTIVE AND GROWING MARKET











HIGHLY EXPERIENCED INVESTMENT TEAM AND ACTIVE NETWORK



Investment team of 26 (+24% yoy), senior members with 18 years of average private equity experience

- > Strong alignment of interest through coinvestment by senior team members worth €20mn
- > Highly incentivised by carried interest

Supported by "Executive Circle" network

- Consisting of experienced group (70 individuals) of industrial partners and senior advisers
- Sourcing deals and chairing supervisory boards in portfolio companies



STRONG BRAND PROVIDES ACCESS TO PROMISING INVESTMENT OPPORTUNITIES



Pioneer in German private equity for more than five decades (founded 1965)

Excellent reputation, based on 65 MBOs and Long-term Investments since 2000



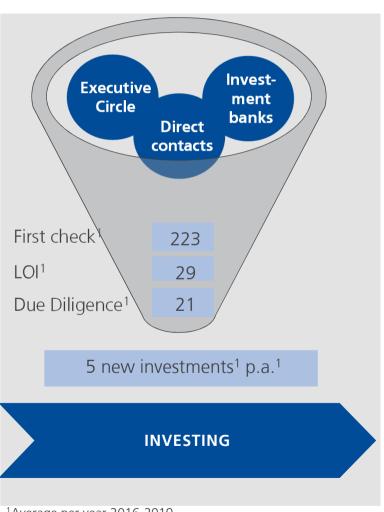
"Partner of choice" for founders, family owners and management teams

Stock listing differentiates DBAG from competitors, providing a seal of quality



HIGHLY COMPETITIVE BUSINESS PROCESSES





Strategic re-positioning, accelerated through add-on acquisitions

- > Broadening of product portfolio
- > Geographical market development
- > Sector consolidation

Operational improvements

Management and governance

- Investment team members serve on advisory boards
- Introducing comprehensive compliance and sustainability standards

CREATING VALUE

Re-positioning of business models attracting strategic buyers (2/3 of all investments realised)

REALISING
THE
VALUE
CREATED

¹Average per year 2016-2019

ONE-STOP SHOP FOR EQUITY SOLUTIONS FOR MITTELSTAND COMPANIES



PRODUCT PORTFOLIO FOR EQUITY SOLUTIONS

Management buyouts alongside DBAG Funds

- > Equity investment €40-220mn
- > Holding period up to five years

Long-term investments

- > Equity investment €15-35mn
- > Holding period seven years and longer
- > Family-owned businesses
 - Growth financings
 - Predominantly minority interests
- > Companies with performance driven equity requirements, e.g. resulting from the pandemic
 - Corporate spin-offs
 - Predominantly majority interests

INVESTMENT CRITERIA

INVESTMENT CASE

- Strong market position
- > Value creation potential

SECTORS

- General industry
- New growth sectors

REGIONS

- > D/A/CH
- Northern Italy

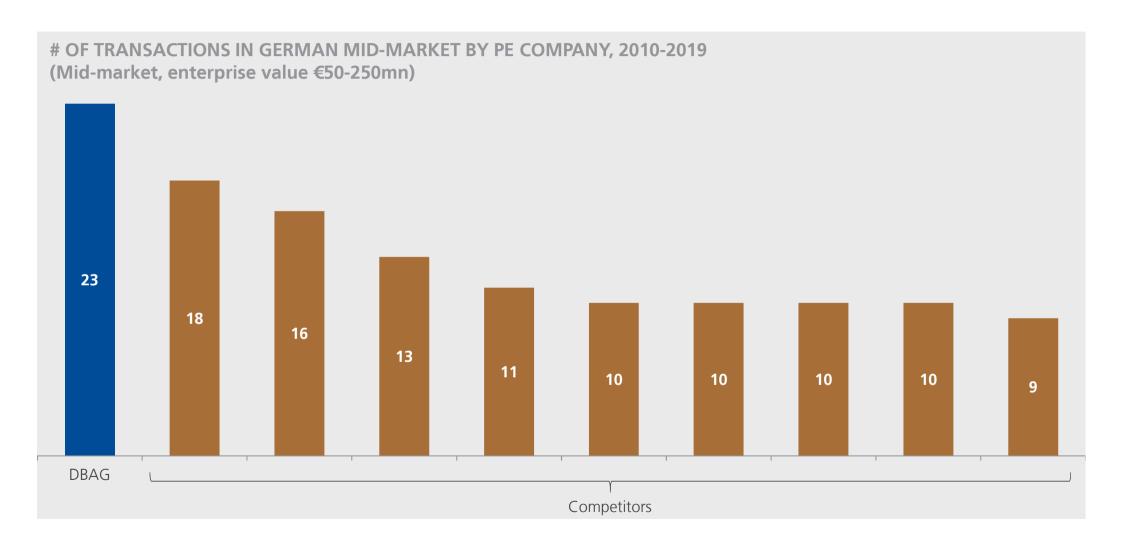
MANAGEMENT

- Entrepreneurial management team
- Alignment through own investment in portfolio company

OUR MARKET POSITION

DBAG`S COMPETITIVE STRENGTH, MIRRORED IN A MARKET-LEADING POSITION DEMONSTRATED BY # OF TRANSACTIONS...

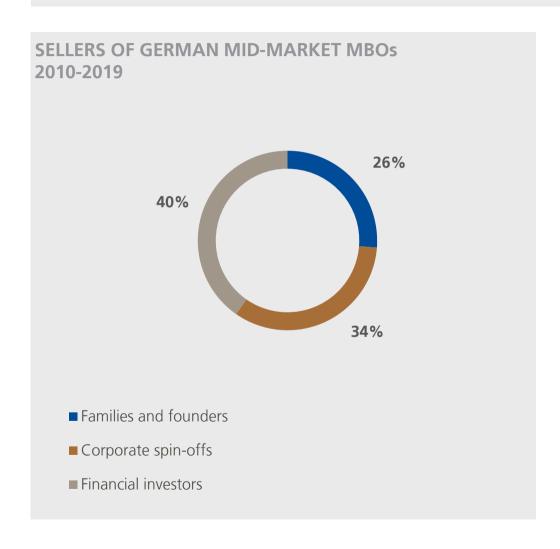


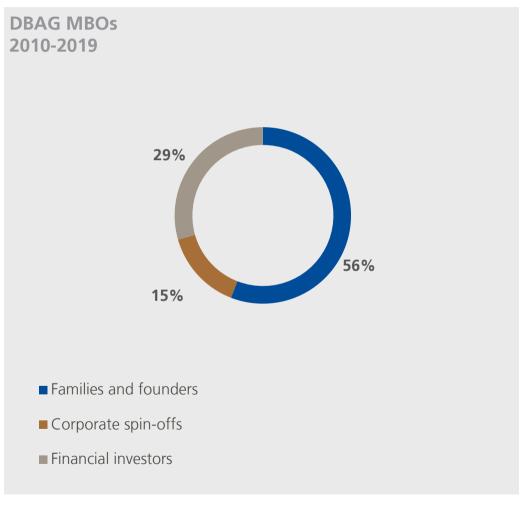


OUR MARKET POSITION

... AND SHARE OF TRANSACTIONS DIRECTLY WITH FAMILIES AND FOUNDERS (56% VS. 26%)







DBAG CREATES VALUE FOR SHAREHOLDERS THROUGH TWO BUSINESS LINES



PRIVATE EQUITY INVESTMENTS

FUND INVESTMENT SERVICES

CO-INVESTMENTS
ALONGSIDE DBAG FUNDS



DBAG FUNDS

INVESTMENTS BY DBAG AND INSTITUTIONAL INVESTORS AT A RATIO OF 23: 771



FUND MANAGEMENT & ADVICE

LONG-TERM INVESTMENTS (INDEPENDENT OF DBAG FUNDS)

NET ASSET VALUE



NET INCOME

¹ DBAG Fund VIII

DIVERSIFICATION OF PORTFOLIO FOLLOWING INVESTMENTS IN NEW GROWTH SECTORS IMPROVES RESILIENCE AND ...



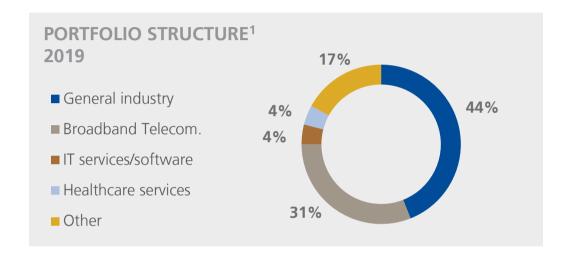
Portfolio Value as at 30 Sep 2019: € 422mn

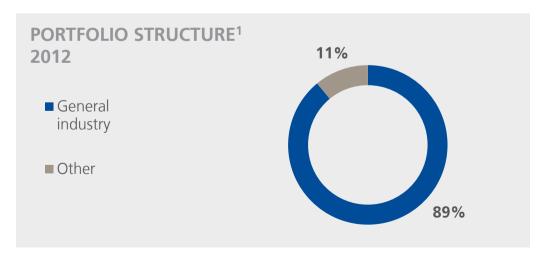
- > Relative to cost: 1.35x
- > 27 companies
- > Average holding period: 2.7 years

Diversification significantly increased since 2012...

- Until 2012, DBAG invested predominantly in industrial business models
- Since then, investments in broadband/ telecommunications, IT services/software and healthcare

... and improved resilience of portfolio, as evidenced during Covid-19 pandemic





¹ Portfolio structure by value

... PAYS OFF IN COVID-19 PANDEMIC



COVID-19 impact on portfolio value

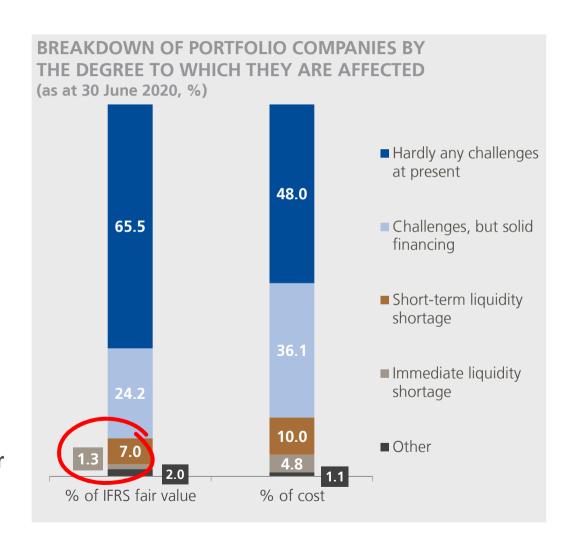
- > Substantial valuation drop-down in Q2 (-€98mn)
- > Followed by partial recovery in Q3 (+€60mn)

Portfolio value as at 30 June 2020: €368mn

- > Relative to cost: 1.04x
- > 28 companies

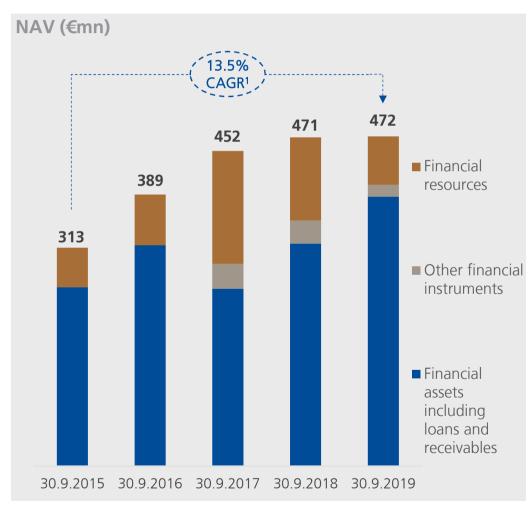
Only six COVID-19 related follow-on investments of altogether €5.5mn within active portfolio in 9M, partly in connection with state guaranteed loans

Despite challenging market environment trade sale of R&M, structural realignment of Pfaudler



PRIVATE EQUITY INVESTMENTS: NAV GROWTH EXPECTED TO CONTINUE IN THE MEDIUM TERM





Growth drivers:

- Improvement of NAV structure following reinvestment of proceeds from exits 2017
- > Value increase of the carrying portfolio
- Value increase of new investments

(€mn)	FORECAST 9+3 2020	AMBITION 30 SEP 2023	CAGR ¹
NAV	405-425	565-595	14-16%

1 Adj. for all dividend payments and capital increase Sep 2016

FUND INVESTMENT SERVICES: SUSTAINABLE GROWTH EXPECTED TO PERSIST







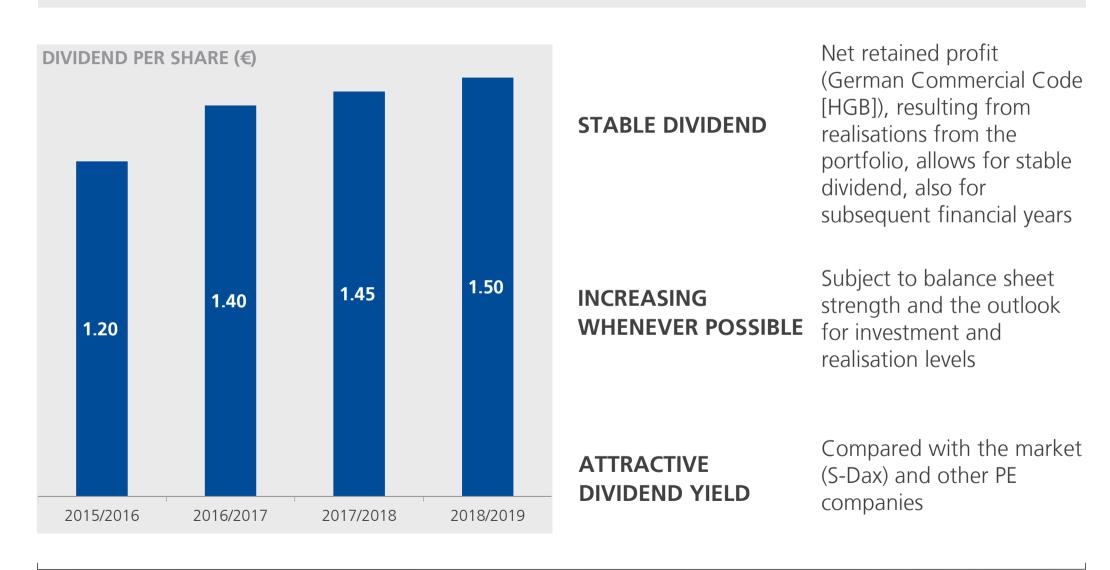
Growth drivers:

- Launch of a new fund
- > Rapidity of investment progress
 - Investment period DBAG Fund VII six years
 - Start of DBAG Fund VIII already four years later
- Partly offset by
 - Reduced fee income after disposals
 - Further built-up of platform preparing for growth

(€mn)	FORECAST 9+3 2020	AMBITION 2022/2023	CAGR
Fee income	30	42-46	12-15%
Net income	8-9	10-11	8-11%

FINANCIAL OBJECTIVE TO HAVE SHAREHOLDERS PARTICIPATE IN DBAG'S SUCCESS THROUGH DIVIDENDS









IDENTIFYING OPPORTUNITIES. DRIVING DEVELOPMENTS.

CAPITAL MARKETS DAY, 8 SEPTEMBER 2020



MARKET UPDATE – M&A TRANSACTIONS IN GERMANY

TOM ALZIN

MANAGING DIRECTOR

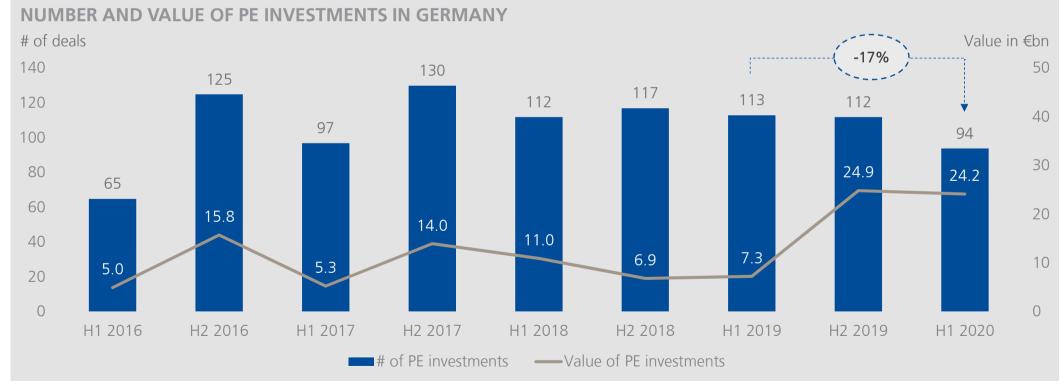
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MARKET UPDATE

NUMBER OF TRANSACTIONS IN GERMANY DECLINED 17% YOY MITIGATED BY STRONG Q1; VOLUME SUPPORTED BY SINGLE LARGE TRANSACTION



- > COVID-19 effect on German PE market appears to be moderate in H1 2020, mitigated by a strong first quarter
- > However, values are distorted due to the strong first quarter, which experienced no COVID-19 impact, yet
- > Total deal value increased strongly yoy, driven by the major €17.2bn acquisition of Thyssen Krupp's elevator division by Advent, Cinven and RAG Stiftung. Adjusted, total PE transaction value in Germany was roughly flat yoy in H1 2020.



Source: EY, DBAG

MARKET UPDATE

ON A MONTHLY BASIS, C-19 WEIGHED ON OPPORTUNITIES IN MARCH/APRIL, STRONG MARKET RECOVERY THEREAFTER

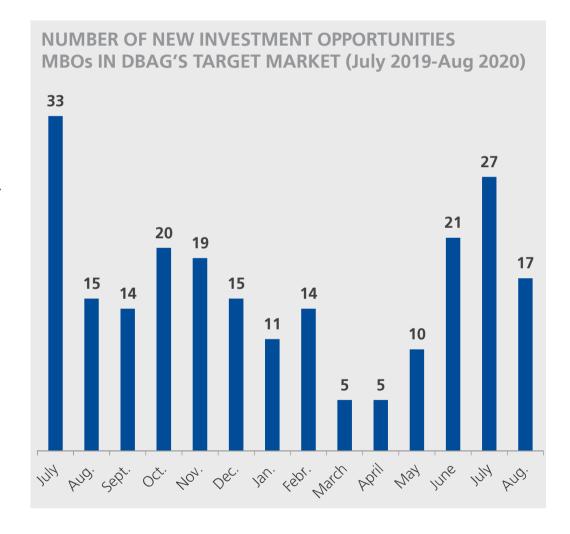


Revival of the M&A market – Investment opportunities picking up since May 2020

- markedly lower number of investment opportunities overall (Q1-Q3: 120; FY 2018/2019: 258)
- March and April most impacted months this year

Market recovery since May 2020 driven by broad range of sectors

- New investment opportunities since June driven both by core and focus sector companies
- Sharp recovery in July (27 investment opportunities) suggesting that transaction pipeline is well filled



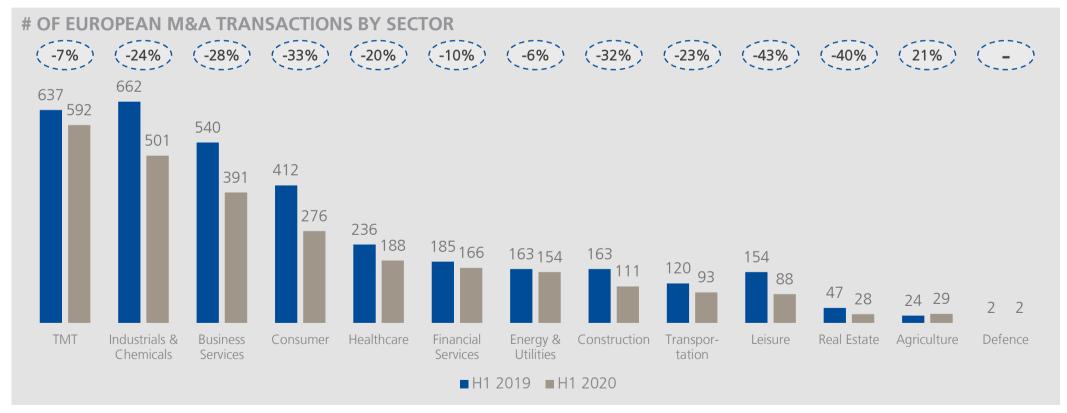
Source: DBAG

MARKET UPDATE

TECHNOLOGY SECTOR SHOWING HIGHER RESILIENCE DURING COVID-19



- > Core industrials sector incl. chemicals strongly impacted in H1 2020 with a drop of c. 24% in M&A transactions in Europe
- > Technology sector transactions in Europe only faced a moderate decline yoy, underscoring the sector's attractiveness and confirming DBAG's strategy to also engage in technology sector investments

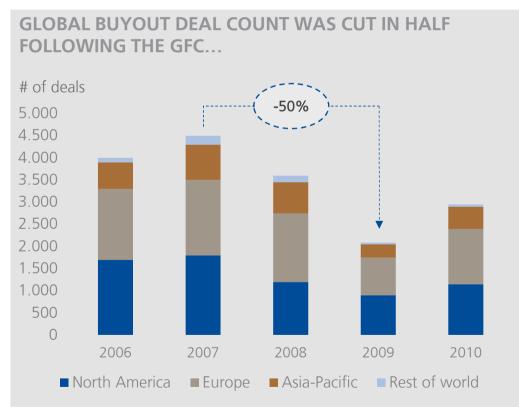


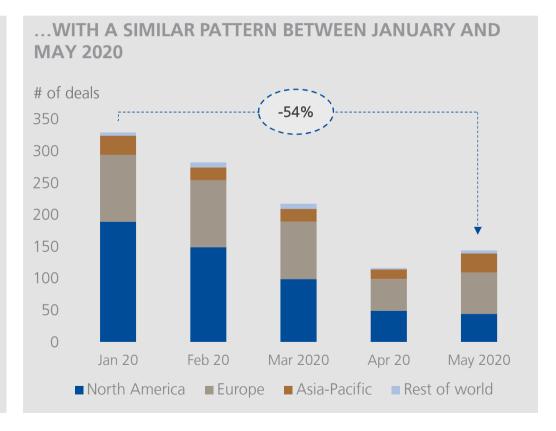
Source: Mergermarket, DBAG

MARKET DROP IN GLOBAL BUYOUTS COMPARABLE TO GFC...



- > Relative drop in overall deals with H1 2020 similar to the aftermath of the GFC
- > January and February 2020 in line with past years average followed by significant drop in March and bottom in April
- May with first signs of recovery



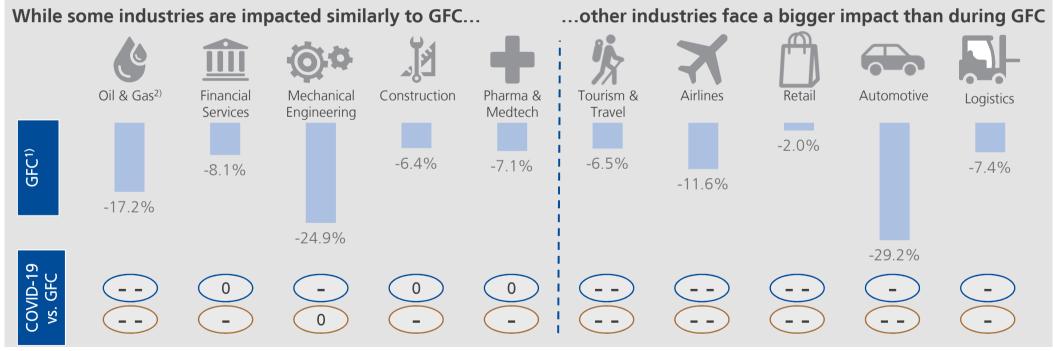


Source: Bain & Company, Dealogic, DBAG

...BUT FUNDAMENTAL SITUATION TODAY DOES NOT SEEM COMPARABLE, OPENING UP GROWTH OPPORTUNITIES



- > While the GFC led to a financing shortage, C-19 induced a supply/demand shock with a more abrupt economic effect
- > Compared to GFC, the severity of impact/time to recovery of C-19 is expected to differ by industries. Drivers are diverse: travel restrictions, transformation efforts, shop closures, border closures, oil price slump, digital transformation needs, etc. ...
- Opening up growth opportunities for longer-term oriented investors



1) Growth rate of Gross Value Added

Source: Roland Berger, DBAG

2) Oil & Gas also severely affected by Saudi/Russian price war

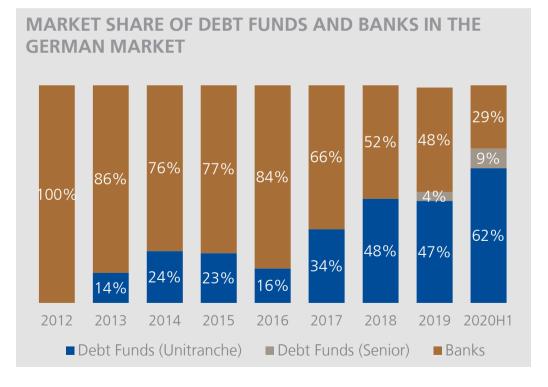
- Significantly higher impact/much longer recovery time
- Higher impact/longer recovery time
- O Similar impact/similar recovery time

DEBT FUNDS PROVIDE ADDITIONAL SOURCES OF FINANCING



- > COVID-19 with significant impact on German LBO market in Q2 2020 with only 11 mostly small completed transactions, down 45% from the average Q2 number between 2017 and 2019
- > The strong y-o-y increase of debt fund market share reflects higher flexibility to price risks, more flexible structuring approaches, less portfolio issues, but also the lower average size of deals done in Q2
- > Rise in debt fund activity provides buyout companies with more flexibility in uncertain times





Source: GCA Altium, DBAG

STRATEGIC EXPANSION TO NORTHERN ITALY



Strong interest in expanding to Northern Italy...

- High number of privately owned niche champions in DBAG's industrial sectors
- Proven fundamental attractiveness despite COVID-19 impacts
- Current market turmoil creates opportunity to acquire good companies at attractive prices
- > DBAG has been building a network to analyse and identify businesses over last few years

...underlined by successful first MBO

- DBAG Fund VII acquired PM Plastic Materials in a family succession arrangement
- Generated €101mn in revenues with staff of 120
- Successful niche player in industrial components



Regional broadening of investment strategy will significantly increase investment opportunities





MARKET UPDATE – M&A TRANSACTIONS IN GERMANY

TOM ALZIN

MANAGING DIRECTOR

CAPITAL MARKETS DAY, 8 SEPTEMBER 2020



HOW WE CREATE VALUE - EXAMPLE BROADBAND/ TELECOMMUNICATIONS SECTOR

JANNICK HUNECKE

MANAGING DIRECTOR

CAPITAL MARKETS DAY, 8 SEPTEMBER 2020

DBAG'S VALUE CREATION PROCESS





DBAG Research Centre: identifying market potential

Here: Identify the fibreoptics market as a sustainable growth market Executive circle: build up network of industry experts



Fundamental aspect of DBAG's investment strategy: build up own expertise of various business models of a sector

Identifying opportunities, broadening investment universe

- > Starting off with comprehensive investment experience in general industrial sectors
- DBAG has systematically broadened its investment universe
- Reflecting a strategic choice of attractive industries and expansion of know-how

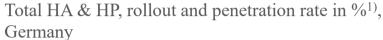
Create further value: through internal and external growth

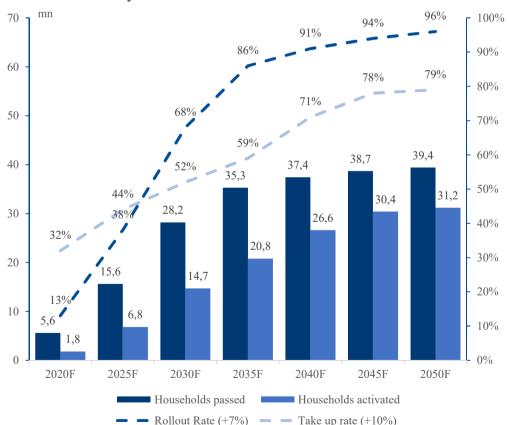
In-depth analysis: identify subsegments and attractive targets



OPPORTUNITIES FOR INVESTMENTS IN THE BROADBAND/TELECOMMUNICATIONS SECTOR







Market growth driven by several factors, including:

- Strong demand for fast internet connections driven by various private and business applications
- > Public subsidies
- New technologies (such as 5G and e-mobility)

Rising demand for higher bandwidths coupled with lack of fibre-networks rollout capacity opens up attractive growth opportunities

Source: Arthur D. Little. 1) Market coverage with fibre=HP/Homes, Penetration rate=HA/HP

HOW WE CREATE VALUE

EARLY IDENTIFICATION OF GROWTH MARKET FIBRE-OPTICS, CHALLENGES FACED AND SOLUTIONS PROVIDED



DBAG was early to identify broadband/telecommunications sector as an attractive new growth opportunity, however...

Challenges faced

- > Large number of smaller, mostly family owned businesses, often lacking organisational structures
- > In part: only minority investments possible
- > Low degree of capital allocation for DBAG

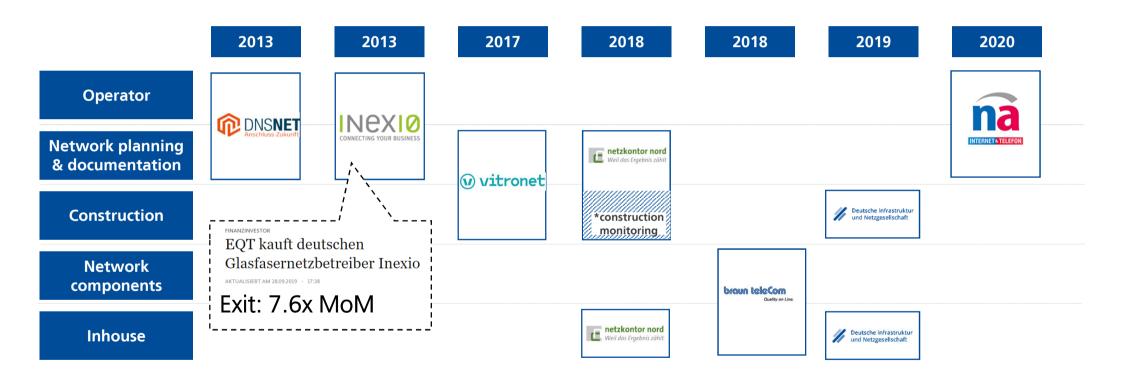
Solutions provided

- DBAG well positioned as experienced provider of succession solutions for family owned businesses, perceived as market leader in Germany by several market participants: companies often consider investment by DBAG as status enhancing
- > DBAG can provide one stop shop equity solutions for German Mittelstand
- > Initiation of buy-and-build concepts to achieve (1) capital allocation for DBAG (2) improved positioning of portfolio company

HOW WE CREATE VALUE

EARLY IDENTIFICATION OF GROWTH MARKET FIBRE-OPTICS AND CONSEQUENT IMPLEMENTATION





Since 2012 DBAG developed in-depth expertise across major sub-segments in the broadband telecommunications industry

ACCELERATION OF DEVELOPMENT THROUGH EXECUTION OF A BUY-AND-BUILD STRATEGY WITH FOUR CONSOLIDATING PLATFORMS



Portfolio company









Add-on acquisitions (non-exhaustive list)



 Acquisition year: 2017

Ennety

Acquisition year: 2017



Acquisition year: 2018



Acquisition year: 2019



Acquisition year: 2019



 Acquisition year: 2019

(Detailed case study on next page)

- BTV Multimedia, netzkontor nord and vitronet executed 11 add-on transactions in the last 24 months
- > Fragmented market with numerous regional small-/mid-sized companies mirrored in long list of several targets
- opportunities for new Longterm Investments product

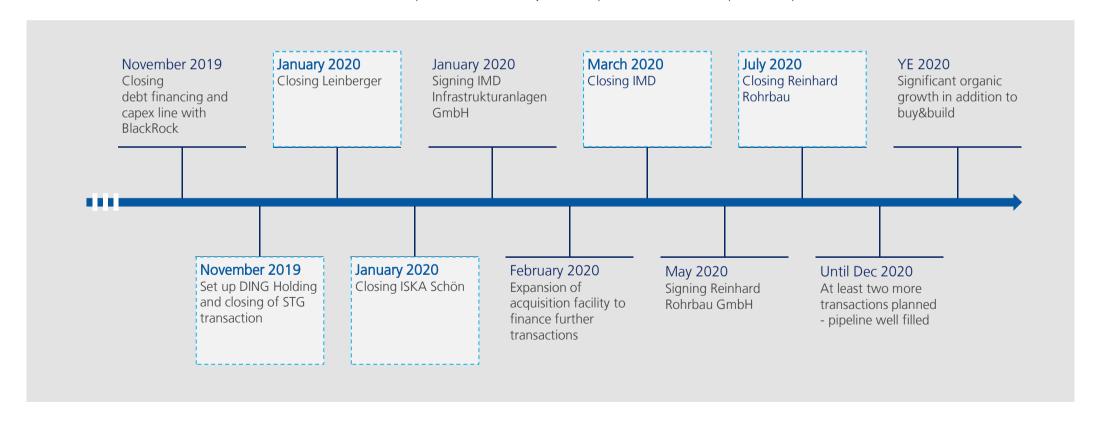
CASE STUDY (I/II) - DEUTSCHE INFRASTRUKTUR UND NETZ-GESELLSCHAFT (DING), RAPID GROWTH THROUGH BUY-AND-BUILD



Strong growth in total output during the last 12 months through M&A and organic growth



> Annual sales increased from €20mn (nucleus STG, 2018) to €150mn (2020e)



CASE STUDY (II/II) - DEUTSCHE INFRASTRUKTUR UND NETZGESELLSCHAFT (DING) TODAY









- Financina
- M&A
- Scaling



- FTTH Infrastructure **Pipeline**
- Construction Maintenance



- · FTTH Infrastructure
- Inhouse Cabling
- Network Operation



- FTTH Infrastructure
- **Pipeline** Construction
- Energy Cabling



- FTTH Infrastructure
- Pipeline Construction
- **Energy Cabling**



- Pipeline Construction
- FTTH Infrastructure
- Pipeline Construction



General contractor for broadband infrastructure



More than 800 own and 1500 external employees



Targeting 150M€ revenue in 2020



Construction capacity for more than 5.000 km backbone and 30.000 house connections



>50.000 homes wired inhouse (FTTH) per year HOW WE CREATE VALUE

OUR LEARNINGS FROM ENTERING FIBRE-OPTICS MARKET ALSO DRIVES DEVELOPMENT OF "LONG-TERM INVESTMENTS" PRODUCT



Financing solely from DBAG's balance sheet

 No limitations for holding periods (which are typical for funds)

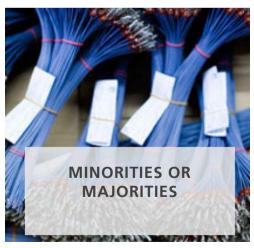
Focus: family-owned businesses

- > Growth financing, requiring external capital
- > Predominantly minority interests

Focus: companies with performance driven equity requirements, e.g. resulting from the pandemic

- > Performance-driven equity requirements
- Corporate spin-offs
- > Improvement of the capital structure
- > Predominantly majority interests













HOW WE CREATE VALUE - EXAMPLE BROADBAND TELECOMMUNICATIONS SECTOR

JANNICK HUNECKE

MANAGING DIRECTOR

CAPITAL MARKETS DAY, 8 SEPTEMBER 2020



DBAG'S CAPITAL MARKETS DAY SUMMARY

TORSTEN GREDE

SPOKESMAN OF THE BOARD OF MANAGEMENT

FRANKFURT/MAIN, 8 SEPTEMBER 2020

WELL-POSITIONED PLATFORM FOR THE COMING YEARS, PORTFOLIO VALUATION CURRENTLY LOW



PLATFORM

- > DBAG's recent investments underscoring recovery of M&A markets
- > COVID-19 opening up new investment opportunities
- > Mittelstand equity platform extended
- > Experienced investment team of 26 professionals

PORTFOLIO

- Growth driven by value increase of the portfolio, co-investments and long-term investments
- > Current low portfolio valuation

FINANCIAL OUTLOOK

- > NAV CAGR 14-16%¹
- > Fee income CAGR 12-15%¹

¹ Based on mid-term planning 2023