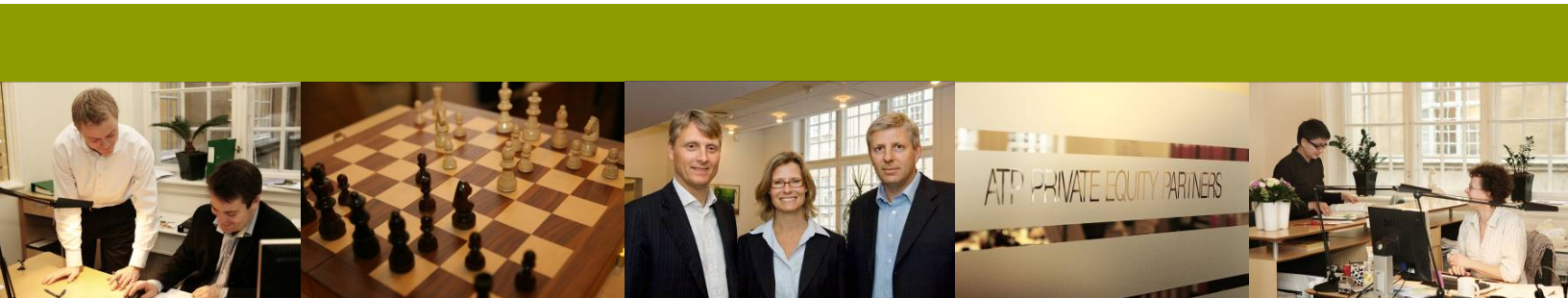


ATP PEP II
Annual Report 2008

atp pep=





Company details

ATP Private Equity Partners II K/S
Sjæleboderne 2, 1st floor
DK - 1122 Copenhagen K

Telephone: 33 19 30 70
Fax: 33 19 30 71

Website: www.atp-pep.com
E-mail: info@atp-pep.com

Registration No: 28 51 75 21
Date of establishment: 1 April 2005
Registered office: Copenhagen
Financial year: 1 January – 31 December
4th financial year

Supervisory Board

Bjarne Graven Larsen (Chairman)
Lars Röhde
Lars Damgaard Sørensen

Auditors

PricewaterhouseCoopers
Statsautoriseret Revisionsaktieselskab
Strandvejen 44
2900 Hellerup

Ownership

ATP owns more than 50 % of the share capital.

Annual general meeting

The annual general meeting is to be held on 4 February 2009.

Contents

CONTENTS	3
FINANCIAL HIGHLIGHTS	4
MANAGEMENT'S REVIEW FOR 2008	6
AUDITORS' REPORTS	13
INCOME STATEMENT	18
BALANCE SHEET AT 31 DECEMBER	19
CASH FLOW STATEMENT	20
NOTES	21
PORTFOLIO	27
VENTURE CAPITAL	27
SMALL BUYOUT	29
MID MARKET BUYOUT	33
LARGE BUYOUT	36
CO-INVESTMENTS	39

Financial highlights

ATP Private Equity Partners II K/S (ATP PEP II)

DKK'000	2008 1/1-31/12	2007 1/1-31/12	2006 1/1-31/12	2005 1/4-31/12
Income statement:				
Profit (loss) from investment activities	(805,852)	207,369	193,770	(9,638)
Ordinary operating profit (loss)	(813,022)	177,407	172,006	(26,391)
Profit from financial items	1,105	1,353	282	88
Profit (loss) for the year	(821,797)	178,113	171,980	(26,303)
Balance sheet:				
Total assets	5,744,860	4,152,232	1,480,463	180,500
Equity	5,397,016	4,028,515	1,459,302	171,717
Cash flows:				
Operating activities	(2,207,569)	(2,330,660)	(1,110,892)	(191,436)
Financing activities	2,190,297	2,391,099	1,115,605	198,020
Employees:				
Average number of full-time employees for ATP Private Equity Partners III K/S, ATP Private Equity Partners II K/S, ATP Private Equity Partners I K/S and ATP Private Equity K/S	0*	0*	17	15
Financial ratios:				
Total Value to Paid In	0.91x	1.06x	1.07x	0.80x
Distributed to Paid In	0.11x	0.07x	0.08x	0.00x
IRR	-6.8%	9.8%	19.2%	-46.8%

For terms and definitions please see the accounting policies page 16

* There are no employees in ATP PEP II K/S. The employees of the company were transferred to Private Equity Advisors ApS on 23 November 2006

Key figures for ATP Private Equity Partners II K/S (ATP PEP II)¹

IRR (gross since establishment)	-6.8 %
TVPI	0.91 x
DPI	0.11 x
Number of portfolio funds	33
Number of co-investments	7

Benchmarking as of 30 June 2008²

ATP PEP II was established on 1 April 2005 and is considered a vintage 2005 fund. In the table below, ATP PEP II has been benchmarked against data from a group of 59 private equity fund-of-funds, collected by Private Equity Intelligence. The ATP PEP II and benchmark data is as of 30 June 2008.

As the table shows, ATP PEP II valued the portfolio at level with top quartile benchmark funds mid year 2008 (TVPI). The IRR of ATP PEP II was higher than median but below the top quartile in the benchmark. On the other hand, the distributed to paid in capital of ATP PEP II was significantly higher than the top quartile benchmark.

Vintage 2005	Benchmark (top quartile)	ATP PEP II
IRR	9.1 %	5.1 %
Total value to paid in	1.0 x	1.0 x
Distributed to paid in	0.058 x	0.125 x

1. The multiples are net to ATP PEP II, i.e. net of payment of management fee to portfolio funds, but before deduction of administrative expenses to ATP PEP II. IRR is calculated on the basis of realized cash flows and the value of the equity at the end of the period. Total Value to Paid In (TVPI): Distributions to investors added to the value of the remaining portfolio divided by paid-in capital by the investors. Distributed to paid in (DPI): Distributions to investors divided by paid-in capital by the investors.
2. Source: The 2009 Fund of Funds Review, Private Equity Intelligence Ltd. 2009. Benchmark data shows net return to investors. Performance data for ATP PEP II is net to ATP PEP II, but before deduction of administrative expenses to ATP PEP II amounting to DKK 76, which affect multiples negatively by 0.010x.

Management's review for 2008

Highlights of the year

- The recession and falling stock prices during the fourth quarter of 2008 had a negative effect on the value of the private equity owned companies.
- Portfolio funds had limited access to leverage and the terms for bank financing grew stricter during the year.
- DKK 2.6 bn were paid in to finance investments by portfolio funds in 2008 (2007: DKK 2.8 bn). A further 3 co-investments with portfolio funds were made totaling DKK 503 m.
- ATP PEP II made distributions of DKK 477 m to ATP in 2008 and has currently distributed a total of DKK 763 m to ATP.

Main activity

ATP PEP II has a commitment of DKK 11.25 bn from ATP. The portfolio is made up of commitments to private equity funds in Europe and North America, as well as co-investments with portfolio funds in Europe.

The investment period for making commitments to private equity funds has ceased. The investment period for making co-investments with portfolio funds will continue until the end of 2009.

Investing via a fund-of-funds such as ATP PEP II entails a very long term strategy. ATP PEP II made commitments to funds over a period of 2.5 years. After receiving the commitments the funds in general have a period of 3-5 years to make investments in companies. Portfolio funds usually exit these companies after 3-7 years of ownership. This means that it may take 14 years from the time ATP PEP II made the first commitment to a fund until the final company has been exited. ATP PEP II is approximately 4 years into this term.

Portfolio composition

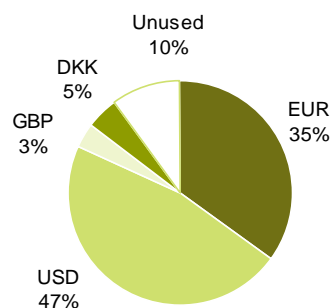
ATP PEP II has a well diversified portfolio of private equity funds, all of which have strong competences in each of their investment strategies.

The goal has been to build a portfolio comprised of private equity funds following different strategies of investment with a limited degree of overlap.

Co-investments in companies are made with funds in the portfolio with no payment of management fee or carry to the funds.

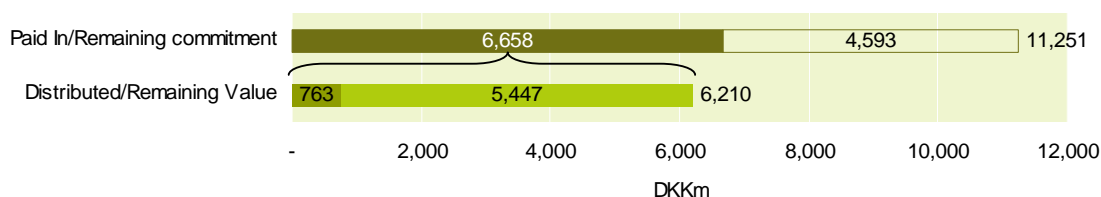
ATP PEP II has made commitments to 31 private equity funds (of which 2 are secondary fund-of-funds), acquired 2 secondary positions in funds and made 7 co-investments at the end of 2008.

Commitments by currency

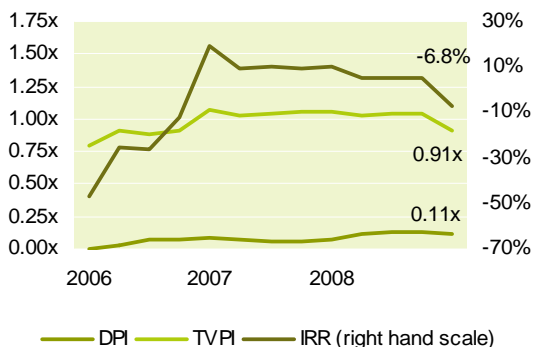


The chart shows the currency split of commitments made based on the exchange rates at 31 December 2008. New co-investments made and fluctuations in the exchange rates will affect the future currency split over time.

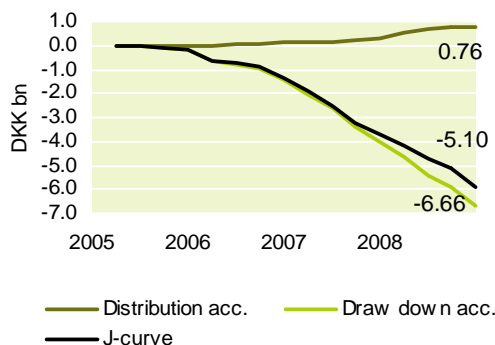
Commitments, distributions and remaining value



Key figure development



J curve



Cash flows

The ATP PEP II investors paid in DKK 2.6 bn during the year in order to finance investments made by the portfolio funds. At the end of 2008, ATP PEP II had drawn a total of DKK 6.7 bn on the commitment from ATP, corresponding to 59 % of the total commitment to ATP PEP II of DKK 11.25 bn.

The ATP PEP II investors received distributions from portfolio funds and from co-investments of DKK 477 m versus DKK 170 m in 2007. At the end of 2008 total distributions to ATP reached DKK 763 m or 11 % of the capital paid in.

The early distributions to ATP PEP II mostly come from secondary positions in funds. Moreover some early distributions are the result of extraordinarily attractive opportunities to refinance debt in portfolio companies during 2006 and 2007.

Cash flows since the establishment of ATP PEP II

The J curve illustrates accumulated net payments to and distributions from ATP PEP II. During the early days in the first couple of years of the investment period the J curve shows net negative cash flows until distributions to investors exceed new cash calls. It is no surprise that the J-curve reflected a negative development for ATP PEP II in 2008.

At the end of 2008 the net cash calls by ATP PEP II were 53 % of the commitment by ATP to ATP PEP II. In comparison the maximal net draw down by ATP PEP I was just short of 40 % of the total commitment when the j-curve bottomed out 4 years into the establishment of ATP PEP I.

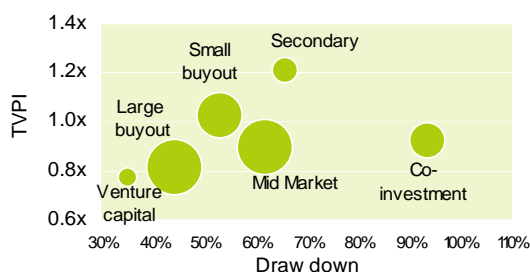
It is considered likely that the funds in the portfolio are awaiting a positive development in the pricing of companies before attempting to exit companies. That is why distributions are expected to be modest and the j curve is not likely to take a positive turn during 2009.



Performance

The x axis of the chart below shows the draw downs made by the funds against commitments made by ATP PEP II. The y axis shows the fair value of portfolio investments plus distributions made relative to the paid-in capital for each segment (TVPI). If TVPI is below 1, value has not yet been created for investors as Management fees etc. affect TVPI negatively. A value above 1 shows that the value addition to the investors exceed the management fees paid to the funds. The circles show the individual segments' share of ATP PEP II's investment portfolio (measured relative to commitments made).

Portfolio fund development*



Venture funds comprise 4 % of the total commitments split on 5 different funds. The TVPI has fallen from 0.82x to 0.77x during 2008. The venture funds in the portfolio have drawn 35 % on their capital commitments. The venture companies will be in development stage for a number of years ahead while the value creation by the funds will usually not be visible until companies are sold or listed on a stock exchange. The TVPI of venture funds are further affected negatively by the relatively costly payments of management fees to this type of funds during the investment period. This is reflected in the table in the right hand column showing no signs of value creation in the venture funds as of yet with TVPI values ranging from 0.51x to 0.94x.

Small buyout funds (11 funds) comprise 21 % of total commitments made and these funds so far have drawn 53 % on their commitments. The TVPI of 1.02x is on level with the TVPI at the end of 2007. The spread of TVPI values are already considerable as shown in the table in the right hand column.

*Segment	Enterprise Value EURm
Small buyout	0-249
Mid market buyout	250-999
Large buyout	1000+

Commitments to mid market funds comprise 27 % of total commitments split on 8 different funds. The TVPI average 0.89x in an interval ranging from 0.71x to 1.00x. The mid market funds in the portfolio have been relatively active making investments and on average have drawn 62 % of their capital commitments.

The large buyout funds comprise 28 % of total commitments split on 6 different funds. The average TVPI for the segment is 0.81x ranging in an interval from 0.64x to 1.04x. In general the large buyout funds have taken a hard hit in the current credit crisis as portfolio companies are typically highly geared. The funds in the segment have drawn less than half the capital commitments though and it may be assumed that the remaining investments will be made at lower price levels compared to the levels of 2006 and 2007.

The secondary positions (7 % of the commitment split on 4 funds) are commitments to funds and portfolios of funds taken over from other investors. Distributions from these positions often fall relatively early, as the funds typically are well into their investments periods at the point in time when ATP PEP II makes the commitment. This has a positive effect on the TVPI and the IRR of the secondary funds during the first couple of years. The TVPI average for the segment is 1.21x.

The 7 co-investments comprise 13 % of the total commitments and have an average TVPI of 0.94x. A couple of the investments in the segment are highly sensitive to the current recession and the USD denominated investments have been written down in value due to the falling USD. The currency hedging by ATP PEP II to some extent reduces the negative value adjustment of the co-investments due to currency fluctuations.

At the end of the year there were a total of 331 investments made in companies by portfolio funds versus 223 companies at the end of 2007.

Total value to paid in

TVPI	Min.	Max.
Venture	0.51x	0.94x
Small buyout	0.46x	1.44x
Mid market buyout	0.71x	1.00x
Large buyout	0.64x	1.04x
Secondary	0.89x	2.98x
Co-investments	0.51x	1.11x

Loss for the year

The loss of DKK -822 m was considerably below the expectations early in 2008. It was expected that the profit for 2008 would surpass the profit for 2007 of DKK 178 m. This was assuming less of an impact from the credit crisis arising mid 2007 though.

Loss for 2008

DKKm	
Management fee to portfolio funds and administrative expenses	(89.9)
Foreign exchange adjustment of assets (including currency hedges)	0.8
Realised value adjustments of funds and companies	(97.6)
Unrealised value adjustments of funds and companies	(723.9)
Interest/dividends/realized gains	<u>98.7</u>
Loss before tax	<u>(811.9)</u>
Tax	<u>(9.9)</u>
Loss for the year	<u>(821.8)</u>

The loss is not satisfactory, but is seen as a consequence of the market turmoil in 2008. Since ATP PEP II is still in the early stages of development, the result offers no indications with regards to the final return from the investing activity of ATPPEP II.

A value adjustment of DKK -98 m was realized in 2008 (2007: DKK 29 m). Unrealised value adjustments were DKK -724 m in 2008 (2007: DKK 377 m). The values of the companies were adjusted in 2008 due to the recession and the resulting negative price development in the market.

Management fees and internal administrative expenses were DKK 90 m versus DKK 128 m in 2007. Administrative expenses have been reduced from DKK 30 m in 2007 to DKK 7 m in 2008. In comparison to similar fund-of-funds internal administrative expenses are low. The administrative expenses at 6 basis points of total commitments to the fund in 2008 are comparable to 50–100 basis points in other fund-of-funds.

Foreign exchange adjustments and hedging resulted in a net gain of DKK 0.8 m versus DKK -72 m in 2007. The hedging activity of ATP PEP II increased in 2008.

Balance sheet

Total assets have grown by DKK 1.5 bn to DKK 5.7 bn along with the development of the investment portfolio during 2008. As the funds build up their portfolios over a period of 4 – 6 years the assets are expected to keep growing during the next 2 years.

Portfolio value

The value of the investments was DKK 5.4 bn at the end of the year.

The valuation of investments in non-listed companies is associated with special risks. The funds' own fair value valuations are normally used if the funds report in accordance with the International Private Equity and Venture Capital Valuation Guidelines. In a few cases, fair value estimates are made using a valuation model based on the market value in the most recent comparable market transactions based on data from Standard & Poor's.

With regard to the investments made by venture funds, the valuation is based on the reporting from the funds. Venture funds typically value companies in accordance with the pricing in most recent financing rounds.

By monitoring the development in the valuations of underlying private equity funds' portfolio investments, ATP PEP II receives current information on the fair market value of the portfolio and is able to monitor the investment activity and the reporting from the portfolio funds. The investment activity is monitored through regular communication with the funds and participation on advisory boards. ATP PEP II is represented on advisory boards in 26 out of 33 portfolio funds.



Investment risk

Risk hedging of financial risks in the portfolio funds is facilitated by undertaking a sufficient diversification of investments and making fairly uniform investment commitments depending on the investment type. For high risk funds such as venture funds investment commitments are made in the amount of DKK 50-150m, whereas commitments to buyout funds, which are associated with lower risks, typically range from DKK 150-750m.

Currency risks

Investments are made in a number of currencies and earnings, cash flows and equity are subject to currency fluctuations. It is company policy to hedge financial risks in currencies other than EUR.

The currency hedging comprises forward exchange contracts. Current positions are hedged on a monthly basis, while risks on unused capital commitments to portfolio funds are not.

Accordingly, for risk assessment purposes it is essential that ATP PEP II is able to identify the fair value of the underlying assets to be able to properly hedge currency risks.

Currency fluctuations will affect the company the most when relating to changes in the USD and GBP exchange rates. The effect on the actual investments and remaining commitments is specified in the table below.

USD/GBP sensitivity analysis

Effect in DKK'000 of:	On actual investments	On remaining commitment
a 1% increase in USD/DKK	24,727	23,429
a 1% increase in GBP/DKK	1,067	25,579

Please notice that the sensitivity calculations in the table are merely theoretical, as they do not take the currency hedging into account.

Interest rate risks

Apart from trade balances with suppliers and forward contracts, ATP PEP II has no liabilities. Debt is often raised in the funds' portfolio investments, and consequently an indirect interest rate risk exists, which could affect future investment results.

Credit risks

The company's credit risks partly relate to primary financial assets and partly to derivative financial instruments with a positive market value. The company is not subject to any material risks in respect of customers or business partners.

Liquidity risks

The limited partner ATP is an acknowledged financial institutional investor who is under the supervision of the Danish Financial Supervisory Authority. The general partner's capital base is fully paid-in and the unused capital is placed as cash funds at an acknowledged North American bank. For this reason the liquidity risk is assessed as being extremely low.

Social responsibility guidelines

The investments of ATP PEP II are mainly made through private equity funds in Europe and North America. Social responsibility is often a prerequisite for lasting, sound earnings and maintaining the value of shareholdings. In order to ensure accordance between ATP's social responsibility principles and the portfolio fund's investments, a separate agreement to this effect is always made with the fund in the form of a side letter. This agreement among others requires compliance with laws and rules established by national authorities on the Company's markets or by international organisations following Denmark's accession. In addition, investments are not to be made in countries that are subject to a trade embargo enforced by the UN, the EU and acceded by Denmark.

Organization and company management

Private Equity Advisors ApS (PEA) is a management company which offers advice to the ATP PEP funds on private equity investments and monitoring.

The day-to-day management of PEA is the responsibility of the partner group. Members of the partner group are Klaus Rühne, Susanne Forsingdal and Torben Vangstrup.



Susanne Forsingdal and Torben Vangstrup make up the investment committee.

At the end of 2008, PEA had 18 employees placed in Copenhagen and New York.

The New York office is run by Klaus Rühne and in addition to Klaus Rühne the office had 4 employees by the end of 2008.

The Copenhagen office is run by Torben Vangstrup and Susanne Forsingdal. At the end of 2008 the office had an additional 11 employees.

General meetings

The general meetings have supreme authority in all the affairs of the company. Any business transacted at a general meeting is decided by a simple majority of votes. The limited partners and the general partner are entitled to vote at the general meeting in proportion to the capital commitment. The members of the supervisory board, counting three to five members, are elected at the general meeting for a one-year period. Members are eligible for re-election.

Supervisory Board

The supervisory board constitutes the supreme management body of the company and makes decisions of a strategic nature or on grounds of principle, including the investment strategy for the coming year.

The duties of the supervisory board and the segregation of duties between the management company and the supervisory board are governed by rules of business procedures and the management agreement.

Supervisory board meetings are convened four to six times a year, including a meeting each quarter to approve the quarterly reporting.

The chairman of the supervisory board and the general partner or two supervisory board members make investment decisions etc. based on advice from PEA.

No supervisory board remuneration was paid during the year.

ATP PEP II's investors

ATP is a limited partner. The general partner, ATP PEP GP II ApS is owned by existing and former employees of ATP PEP and PEA.

Investment in the general partnership

The limited partner wishes to align the interests of the employees of the management company with those of the limited partner, especially in the long term. For this reason an investment program has been established for employees via the general partnership.

The partners in the management company are required to invest in the general partnership, whereas the other employees are offered shares. Shares in the general partnership are acquired by cash payment.

As a general partner the company has unlimited liability for the limited partnership's liabilities. The general partnership's acquisition of shares in the limited partnership is made at a premium.

The general partnership will receive proportionately larger distributions than the limited partner when the limited partner has received a minimum return of 8% p.a.

This carried interest and its scope are disclosed in note 9.

Outlook for 2009

A better outcome is expected for 2009 compared to 2008. However, the outcome is expected to be weak compared to what would be achievable under normal market circumstances.

The market conditions affecting the value of the investments in 200) are extremely difficult to predict though. The duration of the current credit crunch is likely to have a significant effect on the private equity activity. Distributions from the portfolio funds are expected to be limited in 2009.

Events after the balance sheet date

No relevant significant events have taken place after the 2008 year end.

Statement by Private Equity Advisors and the Supervisory Board

Statement by Private Equity Advisors and the Supervisory Board

Private Equity Advisors ApS and the Supervisory Board today discussed and approved the annual report of ATP Private Equity Partners II K/S for the financial year 1 January - 31 December 2008.

The annual report has been prepared in accordance with the Danish Financial Statements Act. We consider the accounting policies used and the estimates made to be appropriate. Accordingly, the annual report gives a true and fair view of the Company's financial position at 31 December 2008 and of the results of the Company's operations and cash flows for the financial year 1 January - 31 December 2008. We recommend that the annual report be approved at the annual general meeting.

Copenhagen, 27 January 2009

Private Equity Advisors ApS:

Torben Vangstrup

Susanne Forsingdal

Supervisory Board:

Bjarne Graven Larsen
Chairman

Lars Rohde

Lars Damgaard Sørensen

Auditors' reports

Internal auditor's report

We have audited the annual report of ATP Private Equity Partners II K/S for the financial year 2008. The annual report has been prepared in accordance with the Danish Financial Statements Act.

Basis of opinion

We conducted our audit in accordance with Danish Standards on Auditing. Those standards require that we plan and perform the audit to obtain reasonable assurance whether the annual report is free from material misstatement.

We conducted our audit in accordance with the distribution of work agreed upon with the external auditors and our work comprised assessment of established business procedures and internal control, including Management's risk management procedures for reporting processes and significant business risks. Based on materiality and risk, we have examined, on a test basis, the basis of the amounts and disclosures in the annual report, including evidence supporting the amounts and disclosures in the annual report. Our audit also included assessing the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management as well as evaluating the overall presentation of the annual report.

We have participated in the audit of significant areas and risk areas. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Our audit did not result in any qualification.

Opinion

In our opinion, the established business procedures and internal control, including Management's risk management procedures for reporting processes and significant business risks, are satisfactory.

Further, it is our opinion that the annual report gives a true and fair view of the Company's financial position at 31 December 2008 and of the results of the Company's operations and cash flows for the financial year 1 January - 31 December 2008 in accordance with the Danish Financial Statements Act.

Hillerød, 27 January 2009

Peter Jochimsen
Internal Auditor

Independent auditor's report

To the investors of ATP Private Equity Partners II K/S

We have audited the annual report of ATP Private Equity Partners II K/S for the financial year 1 January - 31 December 2008, which comprises the Statement by the General Partner and the Supervisory Board, Management's review, accounting policies, income statement, balance sheet, statement of changes in equity, cash flow statement and notes. The annual report has been prepared in accordance with the Danish Financial Statements Act.

Management's responsibility for the annual report

Management is responsible for the preparation and fair presentation of this annual report in accordance with the Danish Financial Statements Act. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of an annual report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' responsibility and basis of opinion

Our responsibility is to express an opinion on the annual report based on our audit. We conducted our audit in accordance with Danish Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the annual report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the annual report. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the annual report, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the Company's preparation and fair presentation of the annual report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as evaluating the overall presentation of the annual report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion. Our audit did not result in any qualification.

Opinion

In our opinion, the annual report gives a true and fair view of the Company's financial position at 31 December 2008 and of the results of the Company's operations and cash flows for the financial year 1 January - 31 December 2008 in accordance with the Danish Financial Statements Act.

Copenhagen 27 January 2009
PricewaterhouseCoopers
Statsautoriseret Revisionsaktieselskab

Mikael Sørensen
State Authorised Public Accountant

A photograph of a glass wall with the text "ATP PRIVATE EQUITY PARTNERS" etched in a gold color. The wall is part of a modern building with other glass panels visible in the background.

ATP PRIVATE EQUITY PARTNERS

Accounting policies

The annual report of ATP Private Equity Partners II K/S for 2008 has been prepared in accordance with the provisions applying to medium-sized reporting class C enterprises under the Danish Financial Statements Act.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

In accordance with section 11(3) of the Danish Financial Statements Act, the presentation of the income statement, balance sheet and accounting items has been changed. Accordingly, it is Management's opinion that the annual report gives a true and fair view of the Company's special activities.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the Company and the value of the asset can be reliably measured.

Liabilities are recognised in the balance sheet when an outflow of economic benefits is probable and when the liability can be reliably measured.

On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described below for each individual item.

In recognising and measuring assets and liabilities, any gains, losses and risks occurring prior to the presentation of the annual report that evidence conditions existing at the balance sheet date are taken into account.

Income is recognised in the income statement as earned, including value adjustments of financial assets and liabilities measured at fair value or amortised cost. Equally, costs incurred to generate the year's earnings are recognised, including impairment losses.

Foreign currency translation

Transactions denominated in foreign currencies are translated into DKK at the exchange rates at the transaction date. Investments, receivables and payables denominated in foreign currencies are translated into DKK at the exchange rates at the balance sheet date. Realised and unrealised foreign exchanges gains and losses are recognised in the income statement.

Derivative financial instruments

Derivative financial instruments are initially recognised in the balance sheet at cost and subsequently measured at fair value. Positive and negative fair values of derivative financial instruments are included in other receivables and payables, respectively, and set-off of positive and negative values is only made when the Company has the right and the intention to settle several financial instruments net.

Changes in the fair value of derivative financial instruments designated as and qualifying for recognition as a fair value hedge of recognised assets and liabilities are recognised in the income statement together with changes in the value of the hedged asset or liability as far as the hedged portion is concerned.

Changes in the portion of the fair value of derivative financial instruments designated as and qualifying as a cash flow hedge that is an effective hedge of changes in the value of the hedged item are recognised in receivables or payables and in equity. If the hedged transaction results in gains or losses, amounts recognised in equity are transferred to the same item as the hedged item.

For derivative financial instruments that do not qualify for hedge accounting, changes in fair value are recognised in the income statement as capital gains and losses.

Income statement

Gains on other securities and investments comprise realised and unrealised value adjustments of investments and foreign exchange gains and losses on transactions in foreign currencies.

Administrative expenses comprise costs incurred during the year on the Company's investment activities. Administrative expenses comprise fee to ATP in respect of the administrative work performed by ATP on behalf of the Company.

Financial income comprises interest income on cash and cash equivalents.

Tax for the year comprises current tax and changes in deferred tax for the year. The tax expense relating to the profit/loss for the year is recognised in the income statement, and the tax expense relating to amounts directly recognised in equity is recognised directly in equity.

Balance sheet

Investments in associates and other securities and investments comprise investments in portfolio funds and portfolio companies and are measured at fair value at the balance sheet date. Value adjustments are recognised in the income statement on a current basis.

Management fees paid to portfolio companies are capitalised together with the investment in the individual portfolio company. Management fees are amortised over the period to which they relate.

Investments in portfolio companies that do not have a quoted market price are measured based on the latest trading price either in the form of a capital increase or a partial sale based on the value of comparable companies and using traditional valuation methods.

If the fair value cannot be determined reliably, cost is used, which comprises acquisition costs.

Fixtures and IT equipment are capitalised and depreciated on a straight-line basis over the expected useful lives ranging from two to five years. Assets with a cost of less than DKK 100,000 per unit are recognised as cost in the year of acquisition.

Receivables are measured at amortised cost. Write-down is made for bad debt losses based on an individual assessment of receivables.

Accrued income comprise costs incurred concerning subsequent financial years.

Liabilities are measured at net realisable value.

Deferred income comprises payment received concerning income in subsequent years.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities based on the planned use of the asset or settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry forwards, are recognised at the expected value of their utilisation.

Deferred tax is measured according to the tax rules and at the tax rates applicable in the respective countries at the balance sheet date when the deferred tax is expected to crystallise as current tax. The change in deferred tax as a result of changes in tax rates is recognised in the income statement. For the financial year a tax rate of 25% has been used.

Cash flow statement

The cash flow statement shows the cash flows from operating and financing activities for the year, the year's changes in cash and cash equivalents as well as the Company's cash and cash equivalents at the beginning and end of the year.

Cash flows from operating activities comprise administrative expenses adjusted for changes in working capital, including cash flows between the Company and funds that are invested in and direct investments.

As the Company's primary activity is investment activity, investment activities are not disclosed separately.

Cash flows from financing activities comprise paid-in capital and distributions to the limited partners and the general partner of the limited partnership.

Cash and cash equivalents comprise cash and short-term marketable securities which are subject to an insignificant risk of changes in value.

Financial ratios

The financial ratios stated in the survey of financial highlights have been calculated as follows:

Total Value to Paid In:

Value of distributions to investors + value of remaining portfolio / paid-in capital from investors.

Distributed to Paid In:

Value of distributions to investors / paid-in capital from investors.

IRR :

Calculated based on realised cash flows plus the value of equity at year end.

Income statement

ATP PEP II

DKK'000	Note	2008	2007
Interest and dividends			
Interest, investments		5,654	(2,718)
Dividends and distributions		107,426	57,962
Total interest and dividends		113,080	55,244
Capital gains and losses			
Other securities and investments	1	(918,934)	152,124
Total capital gains and losses		(918,934)	152,124
Profit from investment activities			
		(805,852)	207,369
Administrative expenses	2	(7,170)	(29,962)
Ordinary operating profit		(813,022)	177,407
Financial items			
Financial income		1,105	1,353
Loss before tax		(811,917)	178,760
Tax		(9,880)	(647)
Loss for the year		(821,797)	178,113
Proposed loss appropriation:			
Loss for the year		(821,797)	178,113
Transferred to equity		(821,797)	178,113

Balance sheet at 31 December

ATP PEP II

DKK'000	Note	2008	2007
Assets			
Non-current assets			
Investments			
Other securities and investments	3	5,447,209	3,996,887
Total investments		5,447,209	3,996,887
Total non-current assets		5,447,209	3,996,887
Current assets			
Receivables			
Other receivables	4	243,187	83,609
Cash at bank and in hand		54,464	71,736
Total current assets		297,651	155,345
Total assets		5,744,860	4,152,232
Equity and liabilities			
Equity			
Contributions by limited partners and general partner		5,895,022	3,704,725
Retained earnings		(498,006)	323,790
Total equity	5	5,397,016	4,028,515
Current liabilities			
Trade and other payables		27	60
Amounts owed to group enterprises		63	7,400
Other payables	6	347,755	116,257
Total current liabilities		347,844	123,717
Total liabilities		347,844	123,717
Total equity and liabilities		5,744,860	4,152,232
Contingent and other liabilities	7		
Related party disclosures	8		
Share purchase programme in the general partner	9		

Cash flow statement

ATP PEP II

DKK'000	2008	2007
Payments to investors	(2,823,825)	(2,843,976)
Distributions from investors	532,815	356,477
Cash flows, interest and dividends	113,081	55,244
Interest income, cash and cash equivalents	1,105	1,353
Realised foreign exchange gains and losses	(5,409)	4,505
Administrative expenses	(7,170)	(29,962)
Changes in working capital	(18,166)	125,698
	<u>(2,207,569)</u>	<u>(2,330,660)</u>
Cash flows from operating activities		
Cash contributions from investors	2,666,593	2,561,230
Distributions to investors	(476,297)	(170,130)
	<u>2,190,297</u>	<u>2,391,099</u>
Cash flows from financing activities		
Changes in cash and cash equivalents	(17,273)	60,439
Cash and cash equivalents at 1 January	71,736	11,297
	<u>71,736</u>	<u>11,297</u>
Cash and cash equivalents at 31 December	54,464	71,736
	<u><u>54,464</u></u>	<u><u>71,736</u></u>

Notes

DKK'000	2008	2007
1 Capital and foreign exchange gains and losses, other securities and investments		
Realised capital gains, investments	71,666	58,814
Realised foreign exchange gains, investments	5,303	29
Unrealised capital gains, investments	151,099	397,047
Unrealised foreign exchange gains, investments	121,839	1,488
Foreign exchange gains, forward contracts	3,078	98,200
Foreign exchange gains, cash accounts	-	4,505
Total capital and foreign exchange gains	<u>352,985</u>	<u>560,083</u>
Realised capital losses, investments	(87,056)	(84,980)
Realised foreign exchange losses, investments	(11,953)	(9,568)
Unrealised capital losses, investments	(1,055,526)	(146,945)
Unrealised foreign exchange losses, investments	(36,061)	(159,295)
Foreign exchange losses, forward contracts	(75,915)	(7,171)
Foreign exchange losses, cash accounts	(5,410)	-
Total capital and foreign exchange losses	<u>(1,271,921)</u>	<u>(407,959)</u>
Total capital and foreign exchange gains and losses, other securities and investments	<u>(918,934)</u>	<u>152,124</u>
2 Administrative expenses		
There are no employees in the Company.		

DKK'000	2008	2007
3 Other securities and investments		
Cost at 1 January	3,814,397	1,362,604
Additions for the year	2,823,825	2,843,976
Disposals on sale	(554,855)	(392,183)
Cost at 31 December	<u>6,083,367</u>	<u>3,814,397</u>
Impairment losses at 1 January	(344,915)	(143,633)
Reversal of previous impairment losses	71,009	37,376
Prior year adjustments	(679,427)	-
Impairment losses for the year	-	(238,658)
Impairment losses at 31 December	<u>(953,333)</u>	<u>(344,915)</u>
Revaluations at 1 January	527,405	233,826
Reversal of previous revaluations	(327,522)	(67,583)
Revaluations for the year	117,292	361,162
Disposals on sale	-	-
Revaluations at 31 December	<u>317,175</u>	<u>527,405</u>
Carrying amount at 31 December	<u><u>5,447,209</u></u>	<u><u>3,996,887</u></u>
4 Other receivables		
Positive fair value of forward exchange contracts	238,682	83,609
Receivable dividend tax	4,505	-
	<u>243,187</u>	<u>83,609</u>

DKK'000	2008	2007
5 Equity		
Contributions by limited partners and general partner:		
Subscribed and paid-in at 1 January	3,704,725	1,313,625
Subscribed and paid-in during the year	2,666,594	2,561,230
Distributed during the year	(476,297)	(170,130)
	<u>5,895,022</u>	<u>3,704,725</u>
Retained earnings:		
Retained at 1 January	323,791	145,677
Retained earnings for the period	(821,797)	178,113
	<u>(498,006)</u>	<u>323,790</u>
Total equity	<u>5,397,016</u>	<u>4,028,515</u>
In accordance with the limited partnership agreement, on an ongoing basis the investors have agreed to pay up to DKK 11,251,000 thousand as the capital requirement arises in the Company.		
At 31 December the investors' remaining commitments totalled	<u>4,592,978</u>	<u>7,259,571</u>
Changes in commitments within the last 4 years:		
Subscribed and paid-in 2005	198,020	
Subscribed and paid-in 2006	1,231,879	
Distributed in 2006	(116,274)	
Subscribed and paid-in 2007	2,561,230	
Distributed in 2007	(170,130)	
Subscribed and paid-in 2008	2,666,594	
Distributed in 2008	(476,297)	
	<u>5,895,022</u>	
6 Other payables		
Negative fair value of forward exchange contracts	344,927	2,288
Payable regarding investment commitment	2,828	113,938
Payable costs	-	31
	<u>347,755</u>	<u>116,257</u>

DKK'000	2008	2007
7 Contingent and other liabilities		
Investment commitment regarding investments	<u>3,761,424</u>	<u>6,391,460</u>
8 Related party disclosures		
Parties exercising control		
Arbejdsmarkedets Tillægspension (ATP) Kongens Vænge 8 DK-3400 Hillerød	Owns 99.995%	Owns 99.995%
The annual report is included in the consolidated financial statements of The consolidated financial statements are available at www.atp.dk .		
ATP PEP GP II ApS Sjæleboderne 2, 1. sal DK-1122 København K	Owns 0.005%	Owns 0.005%
Private Equity Advisors ApS	<u>Acquired</u> <u>6,844</u>	<u>Acquired</u> <u>29,981</u>

Related party transactions are carried out on an arm's length or cost basis.

The transactions are carried out according to the Service Level Agreement with ATP.

9 Share purchase programme in the general partner ATP PEP GP II ApS

Owner	Date of establishment of programme	Market value of shares	Number of shares	Acquisition price
Executive Board	01-04-2005	223,111	63,746	3.5
Executive employees	01-04-2005	111,556	31,873	3.5
Other employees	01-04-2005	199,476	56,993	3.5
Unallocated	01-04-2005	165,858	47,388	3.5

Parameters for carried interest	Entitlement
Hurdle rate	8% p.a. Entitlement to 85% in 4.5 years
Carried interest cap (as % of commitment to fund)	0.33% Entitlement to balance until 2015
Carried interest	0.66%

Scenarios for carried interest

Return in ATP PEP II K/S as % p.a.	DKKm (2005 prices)	% of investment commitment
0	0	0
10	5	0.05
12	11	0.09
15	19	0.17
20	37	0.33
25	37	0.33

Comments

ATP PEP GP II ApS has a share capital comprising 200,000 shares of DKK 1 each.

The general partner ATP PEP GP II ApS will receive a carried interest on returns in the general partnership above 8% p.a.

A cap has been established on the value of the carried interest programme, corresponding to 0.33% of the capital commitment to ATP Private Equity Partners II K/S or DKK 36.75m, calculated in 2005 prices.

The carried interest will be paid to ATP PEP GP II ApS by 0.66% until the cap is reached.




Share offers are conditional on employment in Private Equity Advisors ApS.

The calculation assumes a commitment from ATP of DKK 11.25bn.



Portfolio

Venture Capital

	Abingworth Bioventure V	
Investment date	January 2007	
Commitment	GBP 15 m	
Share of ATP PEP II	1.03 %	
Fund size	GBP 308 m	
Ownership share	4.87 %	
Advisory board seat	Torben Vangstrup	
Investment strategy	Abingworth Bioventure primarily invests in the life sciences sector on both sides of the Atlantic. In the UK, investments are made in seed and early-stage companies. In the USA, the number of experienced entrepreneurs and venture capital firms is larger than in Europe, and therefore the strategy is to make fewer seed investments and relatively more early-stage investments. The fund may invest up to 15% of its committed capital in listed life science companies.	
Website	www.abingworth.com	
	CHL Medical III	
Investment date	September 2006	
Commitment	USD 20 m	
Share of ATP PEP II	0.95 %	
Fund size	USD 111 mio.	
Ownership share	18,01 %	
Advisory board seat	Susanne Forsingdal	
Investment strategy	CHL Medical makes early-stage investments in US companies operating within the development of biotechnology, healthcare service or development of medical and surgical instrumentation. The two founders of the fund have specialised in these investments since 1982.	
Website	www.chlmedical.com	
	Core Capital II	
Investment date	December 2003	
Commitment	USD 12 m	
Share of ATP PEP II	0.57 %	
Fund size	USD 200 m	
Ownership share	5.99 %	
Advisory board seat	Susanne Forsingdal	
Investment strategy	Core Capital participates in early and later-stage investment rounds in IT companies. Core Capital focuses primarily on investment opportunities in the US Mid-Atlantic region, but occasionally also undertakes investments in other parts of the USA. Core Capital I was established in 2000.	
Website	www.core-capital.com	

Investment date
Commitment
Share of ATP PEP II
Fund size
Ownership share
Advisory board seat

Investment strategy

Website

JK&B V

September 2006
USD 25 m
1.19 %
USD 200 m
12.50 %
Susanne Forsingdal



In the last ten years JK&B has made early-stage investments in US IT companies and to a limited extent outside the USA. The fund is divided into two investment teams focusing on communications (semiconductors) and software, respectively.

www.jkbcapital.com

Investment date
Commitment
Share of ATP PEP II
Fund size
Ownership share
Advisory board seat

Investment strategy

Website

Novak Biddle V




November 2006
USD 11 m
0.52 %
USD 227 m
4.85 %
No



The strategy of the fund is primarily to invest in early-stage IT companies ranging from USD 100,000 to USD 7m. However, the fund invests in development-stage companies when it is estimated that the fund may create considerable value, equivalent to 3-4 times the investment costs. The investments are concentrated on wireless communication, security and software.

www.novakbiddle.com

Small Buyout

Investment date	July 2007	
Commitment	USD 25 m	
Share of ATP PEP II	1.19 %	
Fund size	USD 171 m	
Ownership share	14.62 %	
Advisory board seat	Søren Brøndum Andersen	
Investment strategy	Arbor is a Chicago-based buyout fund focusing on acquisition of small food and beverage companies in North America.	
Website	www.arborpic.com	
	Arsenal II	
Investment date	September 2006	
Commitment	USD 40 mio.	
Share of ATP PEP II	1,9 %	
Fund size	USD 500 mio.	
Ownership share	8,00 %	
Advisory board seat	Søren Brøndum Andersen	
Investment strategy	Arsenal is a New York-based buyout fund focusing on acquisition of small and medium-sized companies within niche manufacturing, chemicals and health care.	
Website	www.arsenalcapital.com	
	Axcel III	
Investment date	June 2005	
Commitment	DKK 250 m	
Share of ATP PEP II	2.22 %	
Fund size	DKK 3,017 m	
Ownership share	8,9 %	
Advisory board seat	Nils Johannessen	
Investment strategy	Axcel's investment activities are opportunity-focused on medium-sized Danish and Southern Swedish companies in relation to business succession, delisting and expansion within companies with revenue of DKK 0.5 to 3.0bn.	
Website	www.axcel.dk	

Brazos II	
Investment date	May 2006
Commitment	USD 25 m
Share of ATP PEP II	1.19 %
Fund size	USD 400 m
Ownership share	6.25 %
Advisory board seat	Søren Brøndum Andersen
Investment strategy	Brazos is a Dallas-based buyout fund focusing on acquisition of small and medium-sized companies within the manufacturing, service and distribution industries. The geographical focus is primarily on South-Western USA.
Website	www.brazosinv.com



Deutsche Beteiligungs AG V (DBAG V)	
Investment date	May 2006
Commitment	EUR 30 m
Share of ATP PEP II	1.98 %
Fund size	EUR 434 m
Ownership share	6.91 %
Advisory board seat	Søren Brøndum Andersen
Investment strategy	DBAG is a Frankfurt-based buyout fund focusing on acquisition of small and medium-sized companies in Germany/Austria within traditional manufacturing.
Website	www.deutsche-beteiligung.de



Gresham IV	
Investment date	June 2006
Commitment	GBP 35 m
Share of ATP PEP II	2.39 %
Fund size	GBP 347 m
Ownership share	10.10 %
Advisory board seat	Klaus Rühne
Investment strategy	The firm invests in companies engaged in service-related assignments involving significant access barriers. In addition, the firm focuses on companies with excellent growth prospects, e.g. through a broadening of the business concept. The firm also supports existing managements.
Website	www.greshampe.com




Housatonic Equity Investors IV

Investment date	July 2007	
Commitment	USD 25 m	
Share of ATP PEP II	1.19 %	
Fund size	USD 250 m	
Ownership share	10 %	
Advisory board seat	Torben Vangstrup	
Investment strategy	<p>The investment strategy for fund IV has been adhered to since the establishment in 1994. The fund focuses on investment opportunities within buyouts and growth capital requiring maximum USD 5-15m in equity investments. Focus is on cash flow positive companies within service, media and communications industries.</p>	
Website	www.housatonicpartners.com	

InvestIndustrial III

Investment date	September 2005	
Commitment	EUR 45 m	
Share of ATP PEP II	2.98 %	
Fund size	EUR 500 m	
Ownership share	9.00 %	
Advisory board seat	Christian Raaby Brønden	
Investment strategy	<p>The fund invests in Southern European mid-market companies with an EV of EUR 75-350m. The strategy is focused on acquiring controlling interests in companies with a strong market position, competitive products and a strong management team. The fund's activities usually relate to business successions where family-owned businesses are transferred into professionally managed companies.</p>	
Website	www.investindustrial.com	

Shamrock II

Investment date	May 2006	
Commitment	USD 30 m	
Share of ATP PEP II	1.43 %	
Fund size	USD 312 m	
Ownership share	9.63 %	
Advisory board seat	Klaus Rühne	
Investment strategy	<p>The fund invests in enterprises in the media, entertainment and communications industries with considerable experience, network and insight. The fund invests relatively early in an enterprise's development or later on when the fund's connections through the Disney family network can create additional value. The fund's investment strategy is split between growth and management buyouts.</p>	
Website	www.shamrock.com	

Waterland III	
Investment date	February 2006
Commitment	EUR 50 m
Share of ATP PEP II	3.31 %
Fund size	EUR 404 m
Ownership share	12.38 %
Advisory board seat	Torben Vangstrup
Investment strategy	Waterland is a Dutch mid-market buyout fund focused on companies with revenue of EUR 10-150m in which the fund can invest EUR 5-15m. The companies are situated in the Rhineland area and relate to the following trends: outsourcing & efficiency, ageing population and leisure & luxury. The fund is a majority investor.
Website	www.waterland.nu



Mid market buyout

	Bridgepoint Europe III	Bridgepoint
Investment date	April 2005	
Commitment	EUR 75 mio.	
Share of ATP PEP II	4.96 %	
Fund size	EUR 2.5 bn	
Ownership share	3.00 %	
Advisory board seat	Susanne Forsingdal	
Investment strategy	<p>Bridgepoint makes investments out of seven offices in a number of European primary private equity markets. Bridgepoint diversifies its mid-market investments in companies within various sectors and European countries. However, Bridgepoint aims to have an opportunity-based investment strategy, meaning that Bridgepoint seeks to select the most attractive investments in the various sectors and regions.</p>	
Website	www.bridgepoint-capital.com	
	EQT V	EQT
Investment date	October 2006	
Commitment	EUR 70 m	
Share of ATP PEP II	4.63 %	
Fund size	EUR 4.25 bn	
Ownership share	1.65 %	
Advisory board seat	No	
Investment strategy	<p>The fund primarily focuses on enterprises in Scandinavia and Germany that have a unique industrial approach. At the minimum, the enterprises must be based in the region and be market leaders within their range of activities and their products should have the potential of being competitive in the world market. Value creation primarily takes place through management support and assistance in respect of financing structure.</p>	
Website	www.eqt.se	
	Lindsay Goldberg II	LINDSAY GOLDBERG
Investment date	July 2006	
Commitment	USD 100 m	
Share of ATP PEP II	4.76 %	
Fund size	USD 3.1 bn	
Ownership share	3.24 %	
Advisory board seat	Torben Vangstrup	
Investment strategy	<p>The fund invests in traditional and established industries in the mid-market where enterprises may grow based on a buy-and-build strategy and focus is on having proper management in place and expansion. The fund uses a large network from Bessemer Trust to family-owned enterprises in the USA.</p>	
Website	www.lgblp.com	

Investment date
Commitment
Share of ATP PEP II
Fund size
Ownership share
Advisory board seat

Investment strategy

Website

LS Power I

May 2005
USD 60 m
2.86 %
USD 1,200 m
5.00 %
Søren Brøndum Andersen



LS Power Equity Partners is a New York based buyout fund focusing on investments in gas and coal-fired power plants and related activities in North America. LS Power is also engaged in advisory and development services and manages an independent hedge fund.

www.lspower.com

Investment date
Commitment
Share of ATP PEP II
Fund size
Ownership share
Advisory board seat

Investment strategy

Website

Nordic Capital VI

December 2005
EUR 70 m
4.63 %
EUR 1.9 bn
3.68 %
Torben Vangstrup



The fund invests in medium-sized mature enterprises, primarily based in the Nordic countries and secondarily in the rest of Europe. The fund focuses on enterprises in which operating improvements, restructurings, consolidations or other strategic actions may take place. The fund also focuses on enterprises which may grow based on a buy-and-build strategy.

www.nordiccapital.se

Investment date
Commitment
Share of ATP PEP II
Fund size
Ownership share
Advisory board seat

Investment strategy

Website

Quad-C Partners VII

December 2005
USD 25 m
1.19 %
USD 858 m
2,91 %
No




The fund invests in small to medium-sized companies in the USA with a significant growth potential, a strong management team and a market niche.

www.quadcmangement.com




Quad-C Partners VII Co-investment Fund

Investment date	March 2007	
Commitment	USD 4.6 m	
Share of ATP PEP II	0.22 %	
Fund size	USD 158 m	
Ownership share	2.91 %	
Advisory board seat	No	
Investment strategy	The fund invests in small to medium-sized companies in the USA with a significant growth potential, a strong management team and a market niche.	
Website	www.quadcmanagement.com	

Roark Capital Partners II

Investment date	July 2007	
Commitment	USD 50 m	
Share of ATP PEP II	2.38 %	
Fund size	USD 997 m	
Ownership share	4.98 %	
Advisory board seat	Søren Brøndum Andersen	
Investment strategy	Roark Capital Partners is an Atlanta-based buyout fund focusing on acquisitions of small and medium-sized companies. Roark has a niche strategy combining a geographical focus on South-Eastern USA with a sector focus on in particular franchise, but also within packaging, consumer products, financial services and niche production.	
Website	www.roarkcapital.com	

Large buyout

	Apollo VI	
Investment date	October 2005	
Commitment	USD 75 m	
Share of ATP PEP II	3.57 %	
Fund size	USD 10 m	
Ownership share	0.74 %	
Advisory board seat	Torben Vangstrup	
Investment strategy	<p>Apollo is an American sector-focused buyout fund with offices in New York, Los Angeles and London focusing on investments in companies in the USA and EU with an equity capital investment need of USD 150-600m. Since the beginning of the 90s Apollo has made buyouts via three different models; classic buyouts, corporate partner buyouts and distressed buyouts depending on the macroeconomic conditions.</p>	
Website	<p>www.apolloalternativeassets.com</p>	
	BC European Capital VIII	
Investment date	June 2005	
Commitment	EUR 75 m	
Share of ATP PEP II	4.96 %	
Fund size	EUR 5.8 mia.	
Ownership share	1.28 %	
Advisory board seat	Nej	
Investment strategy	<p>BC Partners is a buyout fund focusing on investments in the European large cap segment. The fund is usually the only or the largest private equity fund investing in its target companies. The fund has five offices in large private equity markets in Europe, and the fund also undertakes investments in Scandinavia and Spain where the fund does not have any offices.</p>	
Website	<p>www.bcpartners.com</p>	
	Cinven IV	
Investment date	February 2006	
Commitment	EUR 60 m	
Share of ATP PEP II	3.97 %	
Fund size	EUR 6.5 bn	
Ownership share	0.92 %	
Advisory board seat	Susanne Forsingdal	
Investment strategy	<p>Cinven is a pan-European buyout fund operating out of four offices in Europe which invests in companies with an enterprise value around EUR 1bn. Typical transactions comprise non-core activities, delisting, consolidation or split-up of conglomerates.</p>	
Website	<p>www.cinven.com</p>	

First Reserve XI

Investment date
 Commitment
 Share of ATP PEP II
 Fund size
 Ownership share
 Advisory board seat

July 2006
 USD 95 m
 4.52 %
 USD 7.8 bn
 1.22 %
 No



Investment strategy

The fund invests globally in enterprises supplying services or capital goods to the energy industry or enterprises directly involved in this industry e.g. oil field services such as drilling services and lease of equipment for exploration and production of oil and gas, and operation and manufacturing of energy infrastructure equipment. In addition, the fund invests directly in the production of oil, gas and coal. Investments typically have an enterprise value of USD 100m to USD 4bn.

Website

www.frcorp.com

Providence VI

Investment date
 Commitment
 Share of ATP PEP II
 Fund size
 Ownership share
 Advisory board seat

November 2006
 USD 100 m
 4.76 %
 USD 12 bn
 0.83 %
 No



Investment strategy

The fund focuses on major transactions in the telecommunications and media business, i.e. usually companies with an equity value of USD 100-400m. Value creation primarily consists of assistance with the management of a strategic refocusing or a growth strategy, financing of acquisitions and development of management teams.

Website

www.provequity.com

Silver Lake Partners III

Investment date
 Commitment
 Share of ATP PEP II
 Fund size
 Ownership share
 Advisory board seat

January 2007
 USD 100 m
 4.76 %
 9,3 bn
 1.07 %
 Torben Vangstrup






Investment strategy


Silver Lake is an American buyout fund focused on investments in the technology sector. The fund typically invests between USD 200-1,000m in companies with an enterprise value of USD 500m - USD 20bn. The investments are directed towards companies that are market leaders in their respective niches. Value creation is attributable to the fund's involvement in the development of the companies and their products.

Website




www.silverlake.com

Secondary


	Coller Capital V	
Investment date	October 2006	
Commitment	USD 75 m	
Share of ATP PEP II	3.57 %	
Fund size	USD 4.8 bn	
Ownership share	1.57 %	
Advisory board seat	Søren Brøndum Andersen	
Investment strategy	Coller Capital is one of the largest international funds with focus on acquiring secondary interests in other funds from the original investors. The fund operates out of its head office in London and another office in New York.	
Website	www.collercapital.com	
	W Capital II	
Investment date	February 2007	
Commitment	USD 20 m	
Share of ATP PEP II	0.95 %	
Fund size	USD 706 m	
Ownership share	2.83%	
Advisory board seat	No	
Investment strategy	W Capital is a New York-based fund specialising in secondary acquisitions of portfolios of companies from other funds, companies and financial investors.	
Website	www.wcapgroup.com	
	Waterland II	
Investment date	October 2006	
Commitment	EUR 3.1 m	
Share of ATP PEP II	0.13 %	
Fund size	EUR 172 m	
Ownership share	1.79 %	
Advisory board seat	Torben Vangstrup	
Investment strategy	Waterland is a Dutch mid-market buyout fund focused on companies with revenue of EUR 10-150m in which the fund can invest EUR 5-15m. The companies are situated in the Rhineland area and relate to the following trends: outsourcing & efficiency, ageing population and leisure & luxury. The fund is a majority investor.	
Website	www.waterland.nu	

	Goldman Sachs PEP III	
Investeringsstidspunkt	January 2006	
Tilsagn	USD 35 m	
Andel af ATP PE	1.67 %	
Fondens størrelse	USD 799 m	
Ejerandel	10.20 %	
	<p>Goldman Sachs PEP III is the third fund-of-funds raised by GS PEP in 1998. The fund made commitments to 24 buyout/venture funds in The United States and Europe during 1998 – 2003 and has made 21 co-invest with these funds. ATP PEP II made a secondary acquisition from an original limited partner in the fund.</p>	
Investeringsstrategi		
Hjemmeside	www.goldmansachs.com	

Co-Investments

	Avio (Co-investment with Cinven IV)
Investment date	December 2006
Commitment	EUR 15 m
Share of ATP PEP II	1.00 %
Fund size	EUR 852 m
Ownership share	1.76 %
Advisory board seat	Avio is an internationally leading aerospace company manufacturing components for aircraft engines. The company is headquartered in Turin, Italy.
Investment strategy	www.aviogroup.com
	
	Bradshaw (Co-investment with Arbor II)
Investment date	October 2008
Commitment	USD 12 mio.
Share of ATP PEP II	0,57 %
Fund size	USD 51,7 mio.
Ownership share	23,21 %
Advisory board seat	Bradshaw is a leading US based producer and distributor of kitchen, baking, frying and cleaning products. The Bradshaw main office is based in Los Angeles, California.
Investment strategy	www.goodcook.com
	
	Brock (Co-investment with Lindsay Goldberg & Bessemer II)
Investment date	October 2007
Commitment	USD 15.5 mio.
Share of ATP PEP II	0.52 %
Fund size	USD 708 m
Ownership share	2.19 %
Advisory board seat	Brock is a "specialty contractor" specialising in insulation, scaffolding, lacquering, painting etc. to industrial customers. The company is the market leader in the US, and through its acquisition of Steeplejack has also obtained a strong market position within the Canadian "oil sand" market.
Investment strategy	www.brockgroup.com
	


Gambro, GHC (Co-investment with Bridgepoint III)

Investment date	September 2007	
Commitment	EUR 20 m	
Share of ATP PEP II	1.32 %	
Fund size	EUR 288 m	
Ownership share	6.99 %	
Advisory board seat	GHC is a leading provider of kidney dialysis with 12,000 patients on 163 clinics in 14 countries. GHC has generated strong sales and earnings growth in the period 2004-2006.	
Investment strategy	www.gambro.com	

Realogy (Co-investment with Apollo VI)

Investment date	April 2007	
Commitment	USD 9 m	
Share of ATP PEP II	0.43 %	
Fund size	USD 919 m	
Ownership share	0.98 %	
Advisory board seat	The company is a leading provider of real estate and relocation services.	
Investment strategy	www.realogy.com	

Polynt (Co-investment with InvestIndustrial IV)

Investment date	April 2008	
Commitment	EUR 10.9 m	
Share of ATP PEP II	0.99 %	
Fund size	EUR 95.8 m	
Ownership share	11.38 %	
Advisory board seat	Polynt is engaged in the production of chemicals that go into the production of plastic products in a broad range of sectors.	
Investment strategy	www.polynt.it	

KMD (Co-investment with EQT V)

Investment date
Commitment
Share of ATP PEP II
Fund size
Ownership share

Expecting approval in Q1 2009

DKK 302 m

2.68 %

DKK 1025 m

7.5 %



Advisory board seat

KMD develops, delivers and runs IT packages. The local government segment is a large part of the market demand for the company's services, but KMD is also focusing on particular parts of the Danish corporate and government market.

Investment strategy

www.kmd.dk

ATP PEP
Sjæleboderne 2, 1st floor
1122 Copenhagen K

Telephone 33 19 30 70
Fax 33 19 30 71
info@atp-pep.com
www.atp-pep.com