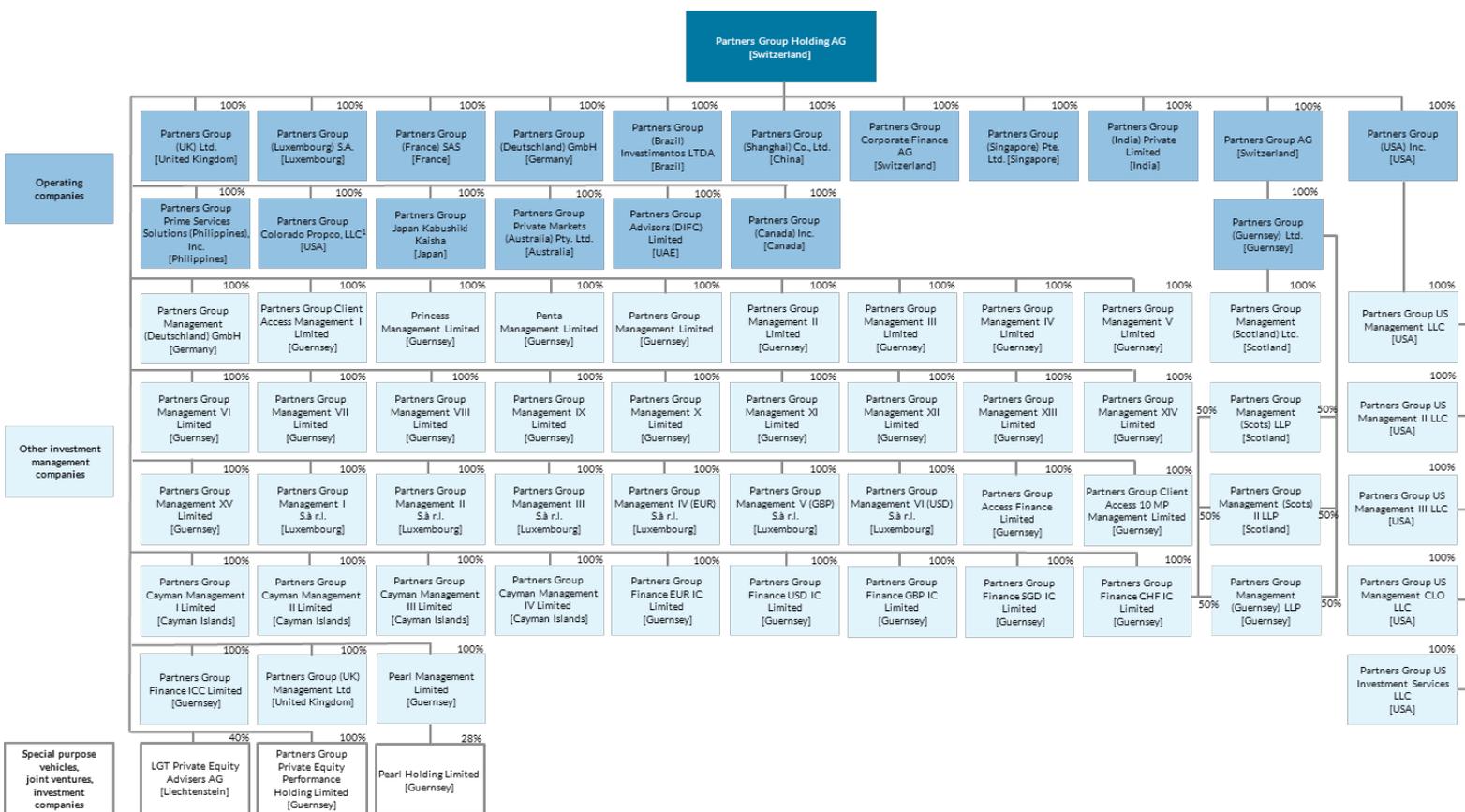


Corporate Governance Report

Partners Group is committed to meeting high standards of corporate governance, with the aim of guiding the firm to further success. Partners Group prepares its Corporate Governance Report according to the “Directive on Information relating to Corporate Governance” issued by the SIX Exchange Regulation and also takes into account the “Swiss Code of Best Practice for Corporate Governance” issued by economiesuisse. With entities regulated in various jurisdictions, including the Swiss Financial Market Supervisory Authority (FINMA), the U.S. Securities and Exchange Commission (SEC), the Financial Conduct Authority (FCA) and the Monetary Authority of Singapore (MAS), we further uphold the requirements that these regulations imply. The corporate governance section contains information on the following:

1. Group structure and shareholders
2. Capital structure
3. Board of Directors
4. Executive Committee
5. Global Executive Board
6. Compensation, shareholdings and loans
7. Shareholders’ participation rights
8. Changes of control and defense measures
9. Auditors
10. Information policy
11. Non-applicability/negative disclosure

In this Corporate Governance Report, references to “Partners Group”, the “firm”, the “company”, the “entity”, “we”, “us” and “our” are to Partners Group Holding AG together with its consolidated subsidiaries, unless the context requires otherwise.



1) Partners Group Colorado Propco, LLC was formed for the sole purpose of purchasing and owning land and property for Partners Group’s permanent office in Colorado, USA. As of 22 January 2019 (Partners Group). The purpose of the chart above is to provide an overview of the group structure of Partners Group Holding AG and its subsidiaries/affiliates. The ownership percentages reflected in the chart are meant for illustrative purposes and are rounded.

Corporate Governance Report

1. Group structure and shareholders

1.1. Group structure

1.1.1. Description

Partners Group operates through majority or wholly owned direct or indirect subsidiaries in Switzerland, the United States, the United Kingdom, Guernsey, Singapore and other jurisdictions. The chart on the previous page provides an overview of the group structure as of 22 January 2019.

1.1.2. Listed companies belonging to the Group

Partners Group Holding AG is a stock corporation incorporated under Swiss law with its registered office and headquarters at Zugerstrasse 57, 6341 Baar-Zug. The shares of Partners Group are listed pursuant to the International Reporting Standard on the SIX Swiss Exchange AG under the Valor number 2460882 and ISIN CH0024608827. The market capitalization of the company as of 31 December 2018 was CHF 15.9 billion. All other group companies are privately held.

1.1.3. Non-listed companies belonging to the Group

For more detailed information on the non-listed subsidiaries of the group, including names, domiciles, share capital and ownership interests, please see section 6 of the notes to the financial statements of Partners Group Holding AG in the Annual Report 2018. For more detailed information on the non-listed operating subsidiaries of the group, including principal activity, place of incorporation and ownership interests, please see section 17 of the notes to the consolidated financial statements in the Annual Report 2018.

1.2. Significant shareholders

Partners Group has the following significant shareholders holding over 3% of the shares and voting rights of the company as of 13 February 2019.

The founding partners and largest shareholders of Partners Group, Dr. Marcel Erni and Messrs. Alfred Gantner and Urs Wietlisbach ("the founding partners"), each hold 2'673'659 shares, corresponding to 10.01% each of the total share capital. On 3 December 2015, Dr. Marcel Erni and Messrs. Alfred Gantner and Urs Wietlisbach entered into a five-year derivative transaction. This derivative transaction concerns up to 4.1% of Partners Group's total share capital for each founding partner and involves so-called collars that expire on 17 June 2021. In order to coordinate the associated share transaction, the

founding partners entered into an organized group, comprising 12.37% (4.12% each) of the total share capital. Within this group, each member entered into a separate collar transaction, with Morgan Stanley & Co. International plc as counterparty, involving the purchasing of put options and the writing of call options. In parallel, and in relation to the collar transactions with Morgan Stanley & Co. International plc, the founding partners entered into a separate lock-up group which concerned the remaining shares of each founding partner not subject to the collar transaction. On 20 February 2017, the founding partners extended their existing derivative agreement concerning up to 4.1% of Partners Group's total share capital for each founding partner by another 0.9%. This transaction involves another collar that also expires on 17 June 2021, subject to early termination, including optional early termination by the three founding partners. This transaction does not intend any change in the size of the three founding partners' stakes in the Company during the period until the maturity of the collars.

On 13 February 2019, a group controlled by Morgan Stanley, c/o The Corporation Trust Company (DE), Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware, DE 19801, USA, disclosed shareholdings of 4'222'150 shares, corresponding to 15.81% of the total share capital.

In addition, on 2 September 2017, a group controlled by BlackRock, Inc., 55 East 52nd Street, New York, NY 10055, USA, disclosed an acquisition of shares resulting in a shareholding of 1'639'500 shares, corresponding to 6.14% of the total share capital.

On 27 November 2018, a group controlled by Allianz SE, 80802 Munich, Germany, disclosed shareholdings of 809'775 shares, corresponding to 3.03% of the total share capital.

As of 31 December 2018, Partners Group held 207'805 treasury shares, corresponding to 0.78% of the total share capital.

All disclosures according to art. 120 of the Financial Market Infrastructure Act (FMIA), including further details on the lock-up group and organized group referred to above as well as on option plans, can be found on the SIX Exchange Regulation homepage: www.six-exchange-regulation.com/en/home/publications/significant-shareholders.html.

1.3. Cross-shareholdings

Partners Group has no cross-shareholdings of 5% or more with another company or group of companies.

Corporate Governance Report

2. Capital structure

2.1. Capital

The issued nominal share capital of Partners Group amounts to CHF 267'000, comprising 26'700'000 fully paid-in registered shares with a nominal value of CHF 0.01 each. Please see section 2.2 below for information on authorized and conditional capital.

2.2. Authorized and conditional share capital

Partners Group has no authorized share capital as of 31 December 2018 and no changes in capital have occurred during the last three years.

The Annual General Meeting (AGM) of shareholders held on 27 April 2007 approved the increase of the conditional share capital to a maximum of CHF 40'050, divided into 4'005'000 fully paid-in registered shares of a nominal value of CHF 0.01 each.

The share capital may be increased through the exercise of options granted to the members of the Board of Directors and employees of Partners Group in the aggregate amount of the conditional share capital. Preemptive rights and the shareholders' advance subscription rights are excluded in favor of the option holders. The Board of Directors will determine all details of the terms of any issue of conditional share capital, such as the amount of each issue, date of dividend entitlement, and kind of contribution, and will establish the related equity investment plan. The acquisition of the registered shares by exercising the option rights and the further transfer of the shares are subject to the transfer restrictions set forth in section 2.6.

2.3. Changes in capital

No changes in capital have occurred during the last three years.

2.4. Shares and participation certificates

Partners Group has issued 26'700'000 fully paid-in registered shares with a nominal value of CHF 0.01 each and transferability in accordance with our articles of association (available at <http://www.partnersgroup.com/articlesofassociation>), as described in section 2.6. The shares have been issued in the form of book-entry securities. Shareholders do not have the right to ask for printing and delivery of share certificates. A shareholder may, however, at any time demand that Partners Group issue a confirmation of such shareholder's holding.

Each share carries one vote at shareholders' meetings. All shares have equal rights. Voting rights and certain other non-economic rights attached to the shares, including the right to call and to attend shareholders' meetings, may be exercised only after a shareholder has been registered in the share register of Partners Group as a shareholder with voting rights. Such registration requires the approval of the Board of Directors and is restricted, see section 2.6. All shares are entitled to full dividend rights.

Partners Group has not issued (non-voting) participation certificates (*Partizipationsscheine*).

2.5. Dividend-right certificates

Partners Group has not issued any dividend-right certificates (*Genussscheine*).

Corporate Governance Report

2.6. Limitations on transferability and nominee registration

Any transfer of shares will not be recognized for the purpose of having voting rights with respect to such shares unless a transfer is approved by the Board of Directors. This limitation also applies to the establishing of a usufruct. If the application of a transferee for recognition is not declined by the Board of Directors within 20 days, this transferee is deemed to have been recognized as a shareholder. According to art. 6 of the articles of association, the Board of Directors may refuse to register a transferee as a shareholder with voting rights to the extent that said transferee's total shareholding would exceed 10% of the total share capital as registered in the commercial register. The Board of Directors may also refuse to register a transferee as a shareholder with voting rights if the transferee does not expressly declare that it has acquired the shares in its own name and for its own account. If the shares pass by inheritance or matrimonial property law, the transferee may not be refused as a shareholder with voting rights. Entries in the share register may be cancelled if they are based on false information on the part of the transferee.

Partners Group has issued special provisions for the registration of nominees. Nominees may be entered in the share register with voting rights for a maximum of 5% of the total share capital as set forth in the commercial register. The Board of Directors may allow a nominee to exceed this limit if such nominee discloses the name, address and shareholding of any person for whose account it is holding 0.5% or more of the share capital as set forth in the commercial register. The Board of Directors shall conclude agreements with such nominees concerning disclosure requirements, representation of shares and exercise of voting rights.

Any reversal or amendment of the statutory rules governing the transfer limitation require a quorum of at least two-thirds of the represented votes at the shareholders' meeting and the absolute majority of the represented nominal value of shares.

No exceptions to the limitations on transferability and nominee registration were granted during the financial year 2018.

2.7. Convertible bonds and options

Partners Group currently has no convertible bonds outstanding.

On 7 June 2017, Partners Group issued its first corporate bond, raising CHF 300 million through a fixed-rate senior unsecured CHF-denominated issue. The bond was issued with a seven-year term and a coupon of 0.15% and matures on 7 June 2024. Please see section 13 of the notes to the consolidated financial statements in the Annual Report 2018 for comprehensive information on the bond issued by the firm.

Since 30 June 2000, Partners Group has established regular share and option programs that entitle management personnel and a large number of employees to purchase and/or hold shares in the entity. The options can be settled either by the issuance of shares out of conditional share capital or by the delivery of existing shares (treasury shares). Please see section 4 of the notes to the consolidated financial statements in the Annual Report 2018 for comprehensive information on the share and option program of the firm.

Partners Group has not issued any further options or warrants.

Corporate Governance Report

3. Board of Directors

The Board of Directors of Partners Group is entrusted with the overall strategy and direction of the company and with the supervision of its management. As of 31 December 2018, the Board of Directors consists of ten members. All members were elected by shareholders for a one-year tenure with the possibility of re-election.

The table below shows the current composition of the Board of Directors:

Name	Independent Director	Strategy Committee	Investment Oversight Committee	Client Oversight Committee	Risk & Audit Committee	Nomination & Compensation Committee
Steffen Meister, Chairman						
Dr. Peter Wuffli, Vice Chairman ¹⁾						
Dr. Charles Dallara ¹⁾						
Dr. Marcel Erni						
Michelle Felman ²⁾					2)	2)
Alfred Gantner						
Grace del Rosario-Castaño						
Dr. Eric Strutz						
Patrick Ward						
Urs Wietlisbach						
 Member	 Chair	 Lead Independent Director				

1) Dr. Peter Wuffli and Dr. Charles Dallara will retire from the Board of Directors. Therefore, they will not be eligible for re-election at the AGM to be held on 15 May 2019.

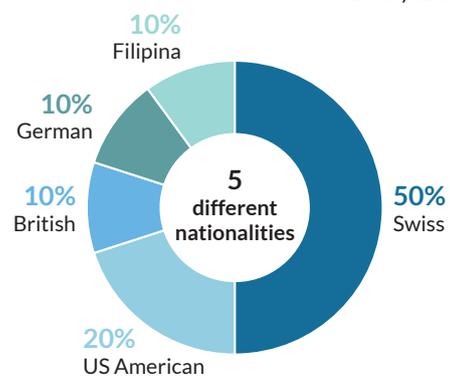
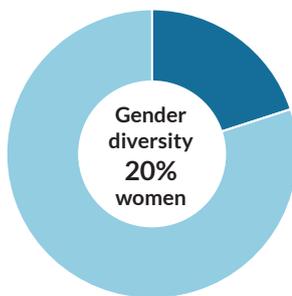
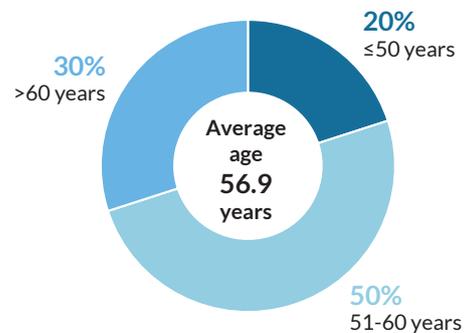
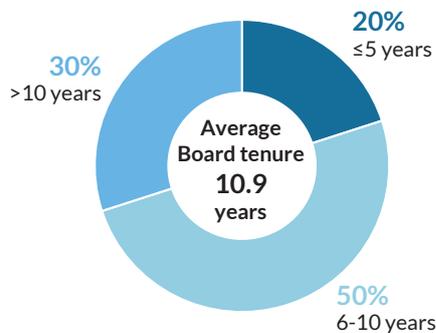
2) Michelle Felman will be proposed as a candidate for the Nomination & Compensation Committee at the AGM to be held on 15 May 2019. Subject to her election, the Board of Directors will propose Michelle Felman as a candidate for the Risk & Audit Committee.

Corporate Governance Report

All Board members exhibit:

- Strong alignment with shareholders
- Deeply active engagement with focus on value creation
- Bias towards trusted, long-term relationships
- A commitment to the long-term success of Partners Group
- A proven record of success
- High integrity
- Strong Board leadership skills in shaping and directing strategy
- Knowledge of corporate governance requirements and practices
- A commitment to sustainability and corporate responsibility extending beyond our direct stakeholders

Our Board members exhibit an effective and broad mix of skills, experience and diversity



■■■■■■■■■■■ 9
Private markets industry know-how¹⁾



■■■■■■■ 5
Risk management experience³⁾



■■■■■■■■■■■■■■■■■■■■ 10
Broad international exposure⁵⁾



■■■■■■■■■■■ 8
C-level experience²⁾



■■■■■■■■■ 7
Operational experience⁴⁾



■■■■■■■■■■■ 9
Investment experience⁶⁾

1) Have had at least **5 years** of experience in the private markets industry

2) Have had at least **5 years** of C-level experience

3) Have had at least **5 years** of involvement in risk management activities

4) Have had at least **5 years** of operational experience (through line or general management roles that included profit and loss responsibility)

5) Have had at least **10 years** of international business exposure

6) Have had at least **10 years** of investment management experience

Corporate Governance Report

3.1. Members of the Board of Directors

All members of the Board of Directors of Partners Group Holding AG are also members of the Board of Directors of Partners Group AG. Individual members of the Board of Directors of Partners Group Holding AG are also members of the Board of Directors of other operating entities of the firm such as the Group entities in the UK, US and the Philippines.

The texts below provide information on the independence criteria for members of the Board of Directors and on the professional history and education of each member of the Board of Directors, including other significant activities in governing and supervisory bodies of important financial organizations, institutions and foundations under private and public law, permanent management and consultancy functions for important Swiss and foreign interest groups, official functions and political posts.

Independence statement for members of the Board

Best practice in corporate governance calls for the independence of selected Board members as an important element of its quality and integrity. However, codes of best practice, regulators and proxy advisors tend to use different criteria and no globally accepted standard has yet emerged. In addition, many of the suggested criteria follow formal legal or financial concepts that do not necessarily reflect the substantive independence in background, perspective and judgment of Board members that are conducive to high levels of quality and integrity in corporate governance. Finally, each company has its specific characteristics in terms of its business model and its governance and ownership structure as a result of which certain criteria take precedence over others.

Having reviewed a series of possible criteria from different sources, ranging from financial market authorities, other stock exchanges and codes of best practice to foundations and independent asset managers with a focus on sustainable corporate development, Partners Group recognizes differences in the definition of Board member independence. Some apply more formal criteria while others tend to focus more on substance. For example, more formal criteria for the definition of independence assess direct compensation received from the firm within a certain period of time or focus on the current employment status with the firm, whereas criteria that focus more on substance to determine independence also take into account specific circumstances, such as other functions a Board member performs for the firm. Partners Group follows the general corporate governance principle of “comply or explain” and therefore applies the following criteria to evaluate the independence of its Board members.

First and foremost, when searching for an additional external member of the Board, Partners Group looks for accomplished, distinctive and competent personalities who are respected based on their achievements, contribute relevant professional skills, commit substantial capacity and add to the diversity of the Board in terms of background and unbiased perspectives. In our view, these selection criteria represent the essence of true independence.

In addition, Partners Group applies several formal criteria for Board member independence:

- no line management function (i.e. positions with substantial decision-making authority) for Partners Group, or any of its affiliates, currently or in the prior three years;
- no employment or affiliation with our external auditor currently or in the prior three years;
- less than ten years as an existing Partners Group Board member.

The materiality of the following additional criteria is evaluated on a case-by-case basis:

- limited financial dependence on Partners Group in terms of employment, income and shareholding relative to an individual's overall situation; and
- no material direct or indirect business relationship with Partners Group or any of its affiliates (except as an investor in Partners Group products).

Whether or not a Board member has an employment contract with Partners Group, or any of its affiliates, the extent to which a Board member is active on behalf of Partners Group, and the level of compensation received from Partners Group are, in our assessment, not valid criteria to challenge independence. On the contrary, Partners Group appreciates active Board members and views high levels of involvement as valuable contributions to the quality and integrity of corporate governance.

As a result of this evaluation process (which is reviewed annually) we consider the following current Board members as independent: Dr. Charles Dallara, Michelle Felman, Grace del Rosario-Castaño, Dr. Eric Strutz, Patrick Ward and Dr. Peter Wuffli. Neither of the independent Board members, nor any of their close family members, have ever been members of the senior (executive) management of Partners Group, nor any of its subsidiaries, nor do they have any significant business connections with either Partners Group or one of its subsidiaries. None of the independent Board member exercise any official functions or hold a political post, nor do they have any permanent management/consultancy functions for significant domestic and foreign interest groups.

Corporate Governance Report

History and education of each member of the Board of Directors, including other activities and functions

Steffen Meister



Steffen Meister is a Partner of the firm and Executive Chairman of the Board of Directors of Partners Group Holding AG, based in Zug. Steffen Meister has been with Partners Group since 2000 and served as Delegate of the Board from 2013 to 2018 and as Chief Executive Officer from 2005 to 2013. Prior to joining Partners Group, he worked at Credit Suisse Financial Products and had assignments at Swiss Reinsurance Co. and the Department of Mathematics of the Swiss Federal Institute of Technology (ETH) in Zurich. He has 23 years of industry experience and holds a master's degree in mathematics from the Swiss Federal Institute of Technology (ETH), Switzerland.

Director since: 2013

Age: 48

Nationality: Swiss

Board Committees:

Strategy Committee (Chairman), Client Oversight Committee

Other board mandates:

Crossiety AG (Co-Founder and Chairman), FAIRTIQ AG

Key qualifications and skills



Private markets industry know-how



C-level experience



Risk management experience



Operational experience



Broad international exposure



Investment experience

Dr. Peter Wuffli



Dr. Peter Wuffli is the Vice Chairman and Lead Independent Director of the Board of Directors of Partners Group Holding AG. Previously, he served as the Chairman of the Board from 2014 to 2018. From 1984 to 1993, he worked for McKinsey & Company as a management consultant where he became a Partner and member of the Swiss office leadership team in 1990. In 1994, he joined the Swiss Bank Corporation (today UBS) as Chief Financial Officer. Following the merger of the Swiss Bank Corporation and the Union Bank of Switzerland in 1998, he continued to serve as Chief Financial Officer until 1999, when he became Chairman and CEO of UBS Global Asset Management. From 2001, he was President, and from 2003 onwards, Group CEO of UBS until his resignation in 2007. Dr. Peter Wuffli studied economics at the University of St. Gallen (HSG), Switzerland, where he gained his PhD in 1984.

Director since: 2009

Age: 61

Nationality: Swiss

Board Committees:

Strategy Committee, Risk & Audit Committee, Nomination & Compensation Committee

Other board mandates:

elea Foundation for Ethics in Globalization (Co-Founder and Chairman), Foundation and Supervisory Boards of IMD business school (Chairman), MAS International Advisory Panel, PG Impact Investment foundation (Board of Trustees), Zurich Opera House (Vice-Chairman)

Key qualifications and skills



Private markets industry know-how



C-level experience



Risk management experience



Operational experience



Broad international exposure



Investment experience

Corporate Governance Report

Dr. Charles Dallara



Dr. Charles Dallara is a Partner of the firm and an independent member of the Board of Directors of Partners Group Holding AG. He is also the Chairman of the Americas. Prior to joining Partners Group, he was the Managing Director and Chief Executive Officer of the Institute of International Finance. Previously, he was a Managing Director at J.P. Morgan & Co. In addition, he held the following positions in the George H.W. Bush and Ronald Reagan administrations: Assistant Secretary of the Treasury for International Affairs, Assistant Secretary of the Treasury for Policy Development and Senior Advisor for Policy to the Secretary of the Treasury, United States Executive Director of the IMF, and, concurrently, Senior Deputy Assistant Secretary of the Treasury for International Economic Policy and US Alternate Executive Director at the IMF. He has 43 years of industry experience and holds a Master of Arts, a Master of Arts in Law & Diplomacy and a PhD from the Fletcher School of Law and Diplomacy at Tufts University, Massachusetts, USA, and a bachelor's degree in economics from the University of South Carolina, USA.

Director since: 2013

Age: 70

Nationality: US American

Board Committees:

Client Oversight Committee

Other board mandates:

Middle East Investment Initiative (MEII), National Bureau of Economic Research (NBER) (Director at large), Scotiabank, Canada and Scotia Holdings (US) Inc.

Key qualifications and skills



Private markets industry know-how



C-level experience



Broad international exposure



Investment experience

Dr. Marcel Erni



Dr. Marcel Erni co-founded Partners Group in 1996. He is a Partner of the firm and an executive member of Partners Group Holding AG's Board of Directors, based in Zug. Previously, he served as the Chief Investment Officer of Partners Group until June 2017. Prior to founding Partners Group, he worked at Goldman Sachs & Co. and McKinsey & Co. He has 27 years of industry experience and holds an MBA from the University of Chicago Booth School of Business, Illinois and a PhD in finance and banking from the University of St. Gallen (HSG), Switzerland.

Director since: 1997

Age: 53

Nationality: Swiss

Board Committees:

Strategy Committee, Investment Oversight Committee

Other board mandates:

PG3 AG

Portfolio company board mandates:¹⁾

AMMEGA, Global Blue, GlobalLogic

Key qualifications and skills



Private markets industry know-how



C-level experience



Broad international exposure



Investment experience

¹⁾ Partners Group representatives are a member of the board of a portfolio company or a special purpose vehicle (SPV) established in connection with the respective investment.

Corporate Governance Report

Michelle Felman



Michelle Felman is an independent member of the Board of Directors of Partners Group Holding AG. She is a senior advisor to Turner Impact Capital, a US investment platform focused on social impact investing in education. Furthermore, she teaches at Columbia University in New York. From 1997 to 2010, Michelle Felman was Executive Vice President (EVP), Acquisitions and Capital Markets, at Vornado Realty Trust. Before joining Vornado, she was Managing Director, Global Business Development, at GE Capital, with responsibility for structuring and evaluating new markets and products globally (1994-1997). Prior to this, she spent three years in investment banking at Morgan Stanley. She has more than 28 years of experience in the real estate and investment business. She earned her undergraduate degree in economics from the University of California in Berkeley and her MBA from Wharton Business School at the University of Pennsylvania, USA.

Director since: 2016

Age: 56

Nationality: US American

Board Committees:
Investment Oversight Committee (Chairwoman)

Other board mandates:
Cumming, USA, JAM Holdings LLC (founder), Reonomy, Turner Impact Fund

Key qualifications and skills



Alfred Gantner



Alfred Gantner co-founded Partners Group in 1996. He is a Partner of the firm and an executive member of Partners Group Holding AG's Board of Directors, based in Zug. Previously, Alfred Gantner served as Chief Executive Officer of Partners Group from 1996 to 2005 and subsequently as Executive Chairman from 2005 to 2014. He was also Chairman of Partners Group's Global Investment Committee from 2011 until June 2017. Prior to founding Partners Group, he worked at Goldman Sachs & Co. He has 27 years of industry experience and holds an MBA from the Brigham Young University Marriott School of Management in Utah, USA.

Director since: 1997

Age: 50

Nationality: Swiss

Board Committees:
Strategy Committee, Investment Oversight Committee

Other board mandates:
PG3 AG, PG Impact Investments Foundation (Board of Trustees)

Portfolio company board mandates:¹⁾

Fermaca, PCI Pharma Services, United States Infrastructure Corporation

Key qualifications and skills



¹⁾ Partners Group representatives are a member of the board of a portfolio company or a special purpose vehicle (SPV) established in connection with the respective investment.

Corporate Governance Report

Grace del Rosario-Castaño



Grace del Rosario-Castaño is an independent member of the Board of Directors of Partners Group Holding AG. She spent 22 years at Johnson & Johnson, joining in 1990 as Brand Manager and ending her tenure as Company Group Chairwoman, Asia-Pacific, in July 2014. In that role, Grace del Rosario-Castaño was responsible for all markets in the Asia-Pacific region. In her early years at Johnson & Johnson, she worked for the Consumer Products Worldwide division in the United States. Prior to joining Johnson and Johnson, Grace del Rosario-Castaño spent the formative years of her career with Unilever. She holds a Bachelor of Science, magna cum laude, in Business Administration from the University of the Philippines. She has also completed the Senior Management Programs at the Asian Institute of Management, Smith-Tuck Global Leadership For Women, at the Tuck School of Business in Hanover, New Hampshire and the Advanced Management Program at the University of California in Berkeley, USA.

Director since: 2015

Age: 55

Nationality: Filipina

Board Committees:

Investment Oversight Committee, Nomination & Compensation Committee (Chairwoman)

Key qualifications and skills



C-level experience



Operational experience



Broad international exposure

Dr. Eric Strutz



Dr. Eric Strutz is an independent member of the Board of Directors of Partners Group Holding AG. Dr. Eric Strutz was Chief Financial Officer and a member of the Board of Managing Directors of Commerzbank AG until March 2012. Prior to joining Commerzbank AG, Dr. Eric Strutz was employed by the Boston Consulting Group from 1993, where he was Vice President, Director and Partner as from 2000. He studied at the Universities of Erlangen-Nürnberg, Germany, and St. Gallen (HSG), Switzerland, and holds an MBA from the University of Chicago, Illinois, USA, as well as a Doctorate, summa cum laude, in Business Administration from the University of St. Gallen (HSG), Switzerland.

Director since: 2011

Age: 54

Nationality: German

Board Committees:

Risk & Audit Committee (Chairman)

Other board mandates:

HSBC Bank plc., HSBC Trinkaus & Burkhardt AG

Portfolio company board mandates:¹⁾

Global Blue, Techem

Key qualifications and skills



Private markets industry know-how



C-level experience



Risk management experience



Operational experience



Broad international exposure



Investment experience

¹⁾ Partners Group representatives are a member of the board of a portfolio company or a special purpose vehicle (SPV) established in connection with the respective investment.

Corporate Governance Report

Patrick Ward



Patrick Ward is an independent member of Partners Group Holding AG's Board of Directors and Chairman UK and Middle East. Prior to joining Partners Group, he was Advisory Director and Chairman of Goldman Sachs Asset Management International. Previously, he was Deputy Chairman and Co-Chief Executive Officer of Goldman Sachs International and a member of the firm's management committee, having previously Co-Headed the equities division globally. He has 39 years of industry experience and holds a master's degree in management from Northwestern University, Illinois, USA, and an MBA from the University of the Witwatersrand in Johannesburg, South Africa.

Director since: 2013

Age: 65

Nationality: British

Board Committees:

Client Oversight Committee

Key qualifications and skills



Private markets industry know-how



C-level experience



Operational experience



Broad international exposure



Investment experience

Urs Wietlisbach



Urs Wietlisbach co-founded Partners Group in 1996. He is a Partner of the firm and an executive member of Partners Group Holding AG's Board of Directors, based in Zug. Prior to founding Partners Group, he worked at Goldman Sachs & Co. and Credit Suisse. He has 30 years of industry experience and holds a master's degree in business administration from the University of St. Gallen (HSG), Switzerland.

Director since: 2011

Age: 57

Nationality: Swiss

Board Committees:

Strategy Committee, Client Oversight Committee (Chairman)

Other board mandates:

Entrepreneur Partners AG, HSG Foundation (Board of Trustees), PG Impact Investments AG, PG Impact Investments Foundation (Board of Trustees), PG3 AG, Schweizer Sporthilfe (President of Board of Trustees), Stiftung Passion Schneesport (President of Board of Trustees), Swiss Startup Factory AG (Advisory Board member)

Portfolio company board mandates:¹⁾

KR Group (Board observer)

Key qualifications and skills



Private markets industry know-how



Broad international exposure



Investment experience

¹⁾ Partners Group representatives are a member of the board of a portfolio company or a special purpose vehicle (SPV) established in connection with the respective investment.

Corporate Governance Report

Organizational changes to the Board of Directors

At the Annual General Meeting of shareholders on 9 May 2018, Steffen Meister was elected Executive Chairman, succeeding Dr. Peter Wuffli, who was reelected and appointed as Vice Chairman of the Board.

On 7 March 2019, the Board of Directors announced its intention to nominate Dr. Martin Strobel for election as an independent member of the Board and member of the Risk & Audit Committee and Nomination & Compensation Committee at the Annual General Meeting of shareholders to be held on 15 May 2019.

Dr. Strobel's background is in technology and he gained a PhD in business computer science while beginning his career as a consultant at The Boston Consulting Group. He subsequently joined the Swiss insurer Baloise Group to oversee technology, before ultimately spending seven years of his 17-year tenure there as Group CEO. After leaving Baloise Group in April 2016, Dr. Strobel spent almost three years as an operating partner at private equity firm Advent International. He is a board member at RSA Insurance Group plc., a British-headquartered insurer, where he chairs the Risk Committee. At Partners Group, he will contribute to general strategic Board-level initiatives, with a particular focus on technology and operations.

Dr. Peter Wuffli, current Vice Chairman of Partners Group, will retire from the Board of Directors as of 15 May 2019 after ten years as an independent member of the Board.

Dr. Charles Dallara, current member of the Board of Directors and Chairman of the Americas, will retire from the Board of Directors as of 15 May 2019 after six years as an independent member of the Board. Both have provided invaluable guidance in support of Partners Group's growth. Dr. Peter Wuffli was instrumental in further institutionalizing the firm, while safeguarding its entrepreneurial governance approach. Dr. Charles Dallara has significantly contributed in further building out the firm's business and client relationships in the US and internationally.

3.2. Other activities and vested interests

Please see note 3.1.

3.3. Ordinance against excessive compensation in listed joint stock companies – Number of mandates pursuant to the OaEC

The ordinance against excessive compensation in listed joint stock companies ("OaEC") inter alia obliges listed joint stock companies to annually submit the Board of Directors' and executive management's compensation to shareholders for a

binding vote. At the Annual General Meeting on 13 May 2015, shareholders approved a revised version of the firm's articles of association comprising the changes as required by the OaEC and as proposed by the Board of Directors.

In accordance with art. 12 para. 1 of the OaEC and art. 25 of the articles of association, each member of the Board of Directors may assume a maximum of four additional mandates in listed corporations and a maximum of five additional mandates in other legal entities. The following mandates are exempt from this limitation: mandates in legal entities controlled by the Company or controlling the Company; mandates that are carried out on behalf of or as directed by the Company or any of its controlled companies in legal entities that are not part of the group, whereby each member of the Board of Directors may assume a maximum of ten of such mandates; mandates in associations, non-profit organizations, foundations, trusts, and employee pension foundations, whereby each member of the Board of Directors may assume a maximum of ten of such mandates; and mandates in legal entities serving the sole purpose of managing private assets, whereby each member of the Board of Directors may assume a maximum of ten of such mandates.

The term "mandate" as used in the articles of association includes activities within other superior governing or administrative bodies of legal entities that are obliged to register themselves in the Swiss commercial registry or a corresponding foreign registry. Mandates in several legal entities that are under joint control or joint beneficial ownership, are considered one mandate.

3.4. Elections and terms of office

The Board of Directors consists of at least three members. All members as well as the Chairman of the Board of Directors are elected individually at the shareholders' meeting, for a term of one year in accordance with the OaEC. The year that each member of the Board of Directors was first appointed is listed in the table at the beginning of this section. Re-election is possible. There are no rules in the articles of association that differ from the statutory legal provisions with regard to the appointment of the chairman, the members of the compensation committee and the independent proxy.

3.5. Internal organizational structure

The Board of Directors has adopted written internal regulations for the management of the company and of its subsidiaries pursuant to art. 716b of the Swiss Code of Obligations, the rules of the SIX Exchange Regulation, the company's articles of association and the Swiss Federal Act on Collective Investment Schemes.

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The Board of Directors has ultimate responsibility for the management of Partners Group. Please see the table at the beginning of this section for information on the allocation of tasks within the Board of Directors.

Once a year, during the first Board meeting following the Annual General Meeting of shareholders, the Board of Directors appoints its secretary, who does not need to be a member of the Board of Directors. The Board of Directors meets as often as business requires, but no less than four times a year as set forth in the company's Rules of the Organization and of Operations (the "Rules"; Organisationsreglement); in 2018, five formal meetings were held, which lasted between three and eight hours each. The majority of all Board members were present at all meetings. The meetings of the Board of Directors were also attended by relevant non-members of the Board of Directors who hold key functions or responsibilities within the firm. The formal meetings were complemented by regular and considerable informal interactions with management and employees across the firm.

The Board of Directors can deliberate if the majority of its members are present. Resolutions are adopted with the majority of the votes of the members present. In the event of a tie, the Chairman casts the deciding vote. Resolutions by circular letter require the absolute majority of all members of the Board of Directors unless higher quorums are provided by applicable provisions.

The Board of Directors has established further committees to promulgate and monitor related directives and policies: the Risk & Audit Committee, the Nomination & Compensation Committee, the Strategy Committee, the Client Oversight Committee and the Investment Oversight Committee. Each committee advises the Board of Directors on the matters specified below, often with the assistance of the Executive Committee and others involved in the management of Partners Group. The members and Chairs of these committees are determined by the Board of Directors, apart from the members of the Nomination & Compensation Committee who are elected individually at the Annual General Meeting for a term of one year in accordance with the OaEC. Please see the table at the beginning of this section for the composition of these committees.

Any of the committee members may call committee meetings. In order for resolutions to be valid, the majority of a committee's members must be present (physically or by phone/video conference) at the meeting or the resolution must be adopted by way of a circular resolution.

Risk & Audit Committee (RAC)

The RAC is in charge of ensuring the diligent performance of internal and external auditing as well as financial controlling in addition to performing other tasks related to risk management. In particular, the RAC (i) approves internal audit's organization and tasks, (ii) orders the performance of specific audits, (iii) supervises internal audit's activities, (iv) ensures the execution of the external audit, (v) monitors the financial review processes and (vi) ensures the review of the management and internal control processes. The role of the RAC is primarily supervisory and its decision making authority is limited to those areas which are ancillary to its supervisory role (see also section 3.7.1.5). Subject to limitations provided under the law and the Articles of Association, the RAC shall be presided over by independent members and only consist of independent Board members. As of 31 December 2018, the members of the RAC were Dr. Eric Strutz (Chair) and Dr. Peter Wuffli. The RAC held four formal meetings in 2018, which each lasted approximately two to four hours. In addition, the external auditors attended all meetings of the RAC in 2018. All committee members were present at all meetings. The meetings of the RAC were also attended by other non-voting members of the Board of Directors and relevant non-members of the Board of Directors who hold key functions or responsibilities within the firm. The formal meetings were complemented by regular and considerable informal interactions with management and employees across the firm on legal, compliance and audit-related matters or projects.

Nomination & Compensation Committee (NCC)

The NCC advises and supports the Board of Directors in particular with regard to the determination of the compensation system and principles, as well as with regard to the nomination of members of the Board of Directors and the promotion of executive officers of the company or its controlled companies, as applicable. It assesses the compensation proposals for the company or its controlled companies with regard to compliance with the determined principles. It also prepares the Compensation Report and the motions on the Board of Directors' and executive management's compensation to be submitted to the shareholders' meeting. The Board of Directors may assign further tasks, responsibilities and powers in compensation and nomination matters to the NCC. Subject to limitations provided under the law and the Articles of Association, the NCC shall be presided over by independent members and only consist of independent Board members. As of 31 December 2018, the members of the NCC were Grace del Rosario-Castaño (Chair) and Dr. Peter Wuffli. The NCC held two formal meetings in 2018, which each lasted approximately two to three hours, to discuss the annual compensation for the Board of Directors and the Executive Committee as well

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as to confirm the overall compensation policy. All committee members were present at all meetings. The meetings of the NCC were also attended by other non-voting members of the Board of Directors and relevant non-members of the Board of Directors who hold key functions or responsibilities within the firm. The formal meetings were complemented by regular and considerable informal interactions with management and employees across the firm on promotion considerations and leadership development projects.

Strategy Committee (SC)

The SC directs the firm's major strategic initiatives and advises the Board of Directors on, in particular, major business, corporate and organizational initiatives. It further oversees fundamental initiatives in terms of the firm's human capital development, financial planning and use of financial resources. As of 31 December 2018, the members of the SC were Steffen Meister (Chair), Dr. Marcel Erni, Alfred Gantner, Urs Wietlisbach and Dr. Peter Wuffli. The SC held six formal meetings in 2018, which each lasted approximately three to four hours. The majority of the meetings were attended by all members. The meetings of the SC were also attended by other non-voting members of the Board of Directors and relevant non-members of the Board of Directors who hold key functions or responsibilities within the firm. The formal meetings were complemented by regular and considerable informal interactions with management and employees across the firm to implement key strategic growth projects.

Client Oversight Committee (COC)

The COC coordinates global marketing and (key) client activities, drives strategic fundraising initiatives and identifies new key product and fundraising themes. In addition, it oversees the coverage of the firm's key client prospects, the global consultant network, the firm's global public relations strategy as well as its advisory network. As of 31 December 2018, the members of the COC were Urs Wietlisbach (Chair), Dr. Charles Dallara, Steffen Meister and Patrick Ward. The COC held seven formal meetings in 2018 which lasted approximately two hours each. The majority of the meetings were attended by all members. The meetings of the COC were also attended by other non-voting members of the Board of Directors and relevant non-members of the Board of Directors who hold key functions or responsibilities within the firm. The formal meetings were complemented by regular and considerable informal interactions with management and employees across the firm on key client-related matters or projects.

Investment Oversight Committee (IOC)

The IOC provides advice and support to the Board of Directors, the management and the Investment Committees on the assessment of quality and consistency of decision processes, the investment performance achieved, the realization of the projected appreciation on individual investments, and the investment risks incurred. It defines quality standards and measurement methods and proposes any measures that may be required. The Board retains the right to discuss any investment proposal in the IOC and therefore it designated Dr. Marcel Erni and Alfred Gantner as voting members in the Global Investment Committee as of 1 January 2018. The two IOC voting members have the right to cast a total of one vote on a particular transaction. In case of absences of standing members, each IOC voting member may cast one vote in the Global Investment Committee. As of 31 December 2018, the members of the IOC are Michelle Felman (Chair), Dr. Marcel Erni, Alfred Gantner and Grace del Rosario-Castaño. The IOC held two meetings in 2018, which lasted approximately two hours each. The meetings of the IOC were also attended by other non-voting members of the Board of Directors and relevant non-members of the Board of Directors who hold key functions or responsibilities within the firm. The formal meetings were complemented by regular and considerable informal interactions with management and employees across the firm on key investment-related matters or projects.

Meeting attendance

The members of the Board are encouraged to attend all meetings of the Board and the committees on which they serve.

Meeting attendance

	BoD	SC	IOC	COC	RAC	NCC
Meetings held in 2018	5	6	2	7	4	2
Number of members who missed no meetings	7	4	3	2	3 ¹⁾	2
Number of members who missed one meeting	3	1	1	0	0	0
Number of members who missed two or more meetings	0	0	0	2	0	0
Meeting attendance in %	94%	97%	88%	75%	100%	100%

BoD: Board of Directors, **RAC:** Risk & Audit Committee, **NCC:** Nomination & Compensation Committee, **SC:** Strategy Committee, **COC:** Client Oversight Committee, **IOC:** Investment Oversight Committee

1) After the AGM held on 9 May 2018, the RAC and NCC consist of two members only (previously: three). For the two RAC meetings held in March and May 2018 prior to this change, the table above shows the attendance of three members

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3.6. Definition of areas of responsibility

The Board of Directors has delegated the day-to-day management of Partners Group to the Executive Committee unless provided otherwise by law, the articles of association or as described below. The Board of Directors has the right to issue specific rules for this purpose and to form the respective committees to determine the principles of the business policy, the risk policy of the various business sectors and the authority and responsibilities of each of the company's bodies. The positions of Chairman of the Board of Directors and of the Co-Chief Executive Officers are held by separate people, thus ensuring a system of internal checks and balances and an independence of the Board of Directors from the day-to-day management of the company.

Apart from the non-transferable functions mentioned in the law and in the articles of association, the Board of Directors has a number of additional duties and powers, including (among others) resolutions regarding essential features of the group's organization, all transactions in connection with real estate (outside of investment activities), the establishment of employment conditions, all activities pertaining to the shareholder register, acceptance and handling of audit reports and budgets, and the periodic review of the internal organization. Responsibilities delegated to the Executive Committee of Partners Group are set forth in the company's Rules. The delegated responsibilities are the following:

1. Direct management as well as continual monitoring of business activities within the scope of, and in line with, the regulations, guidelines, competencies, individual resolutions and restrictions imposed by the Board;
2. Conclusion of transactions provided these lie within the limits as determined by the Rules and particularly by the determined authorities and responsibilities set forth in the Rules or by the regulations, guidelines, competencies, individual resolutions and restrictions imposed by the Board of Directors;
3. Establishing subsidiaries and founding new group companies (branches);
4. Developing and issuing directives, policies and job descriptions for employees to the extent that such tasks are not reserved for the Board of Directors;
5. Employment and termination of employees within the authorities and responsibilities set forth in the Rules;
6. Initiating legal actions and concluding settlements according to the authorities and responsibilities set forth in the Rules;

7. Organization, management and implementation of accounting, financial planning and reporting, including preparation of the company's management report and annual financial statements for the attention of the Board of Directors;
8. Preparation of the budget for the attention of the Board;
9. Execution of the Board of Directors' resolutions;
10. Organizing, assisting and coordinating the employment benefit plans;
11. Organizing insurance management;
12. Organizing risk management as well as implementing and monitoring the internal control system and compliance;
13. Informing the senior management of relevant resolutions made by the Board of Directors and the Executive Committee;
14. Proposals for all transactions that have to be submitted to the Board of Directors according to the Rules and the authorities and responsibilities set forth in the Rules;
15. Exercising the company's shareholder rights as a shareholder within group companies, including the entitlement to vote on the composition of the members of management, accepting the annual financial statements and matters related to this.

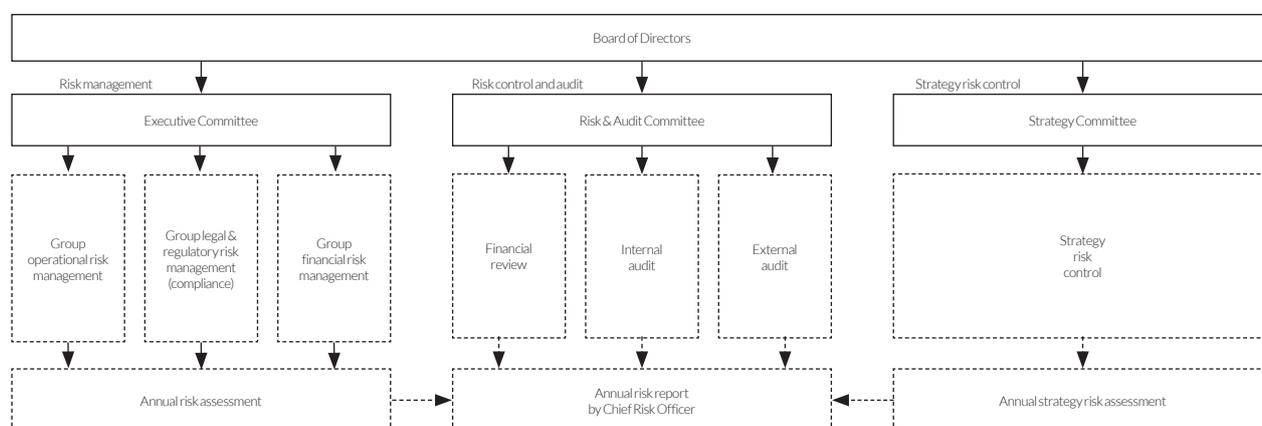
3.7. Information and control instruments vis-à-vis the senior management

The Board of Directors is kept informed of the activities of the Executive Committee through a number of information and control instruments. The Co-Chief Executive Officers, Co-Heads of Group Finance & Corporate Development ("Co-Heads GF&CD"), Chief Operating Officer and respective operating officers with line management functions are in a regular dialogue with the Chairman of the Board of Directors regarding the general course of business, the financial situation of the company and any developments or events of importance to the company and its business. In the event of extraordinary incidents or developments, the Executive Committee notifies the Chairman of the Board without delay.

The Executive Committee submits decisions beyond the scope of ordinary management or decisions that carry major implications to the relevant Board Committee or Board of Directors, including (but not limited to) decisions specifically reserved for the relevant Board Committee or Board of Directors.

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Partners Group's risk governance framework



3.7.1. Group risk governance

3.7.1.1. Scope and elements

Partners Group identifies, assesses and monitors risks and controls risk management processes on an aggregate consolidated basis for all business activities across the organization.

Partners Group's risk governance framework comprises the following elements:

- Risk management;
- Risk control and audit; and
- Strategy risk control.

Responsibilities for each element are separated as illustrated on the following page.

3.7.1.2. Executive Committee

The ongoing risk management of Partners Group's activities is delegated to the Executive Committee. In establishing appropriate processes regarding risk management, the Executive Committee shall distinguish between:

- the group operational risk management;
- the group legal and regulatory risk management (compliance); and
- the group financial risk management.

Within these categories, the Executive Committee sets qualitative and quantitative standards consistent with the risk appetite in Partners Group's business activities by issuing appropriate policies or otherwise. Risk identification and categorization is explained in more detail in section 3.7.2.3.

Partners Group's management has established an operational Internal Control System ("ICS") and maintains an internal control structure that monitors compliance with established policies and procedures. The ICS is established and refreshed based on assessment of the risks facing Partners Group. Partners Group selects and develops control activities that contribute to the mitigation of risks.

The ICS consists of the following three pillars: (i) a risk management culture is embedded in the operational activities of the business teams, with the core responsibility for the implementation, effectiveness and documentation of controls lying with the respective owners of Group Processes; (ii) oversight and monitoring of Group Processes is performed annually by the Department Heads as ensured and facilitated by the Head Operational Risk Management – a risk assessment is performed annually by the Chief Risk Officer, Chief Operating Officer and the Head Operational Risk Management; and (iii) Group Internal Audit, as a business and operations independent function, periodically verifies and assesses the ICS, thus contributing to its improvement.

Overall responsibility for the ICS lies with the senior management of Partners Group. In addition, the Board of Directors carries out its oversight responsibilities by defining, maintaining, and periodically evaluating the skills and expertise needed among its members to enable them to ask probing questions of senior management and take commensurate actions. The Board of Directors retains oversight responsibility for management's design, implementation, and the conduct of internal control with regards to the individual components of internal control: control environment, risk assessment, control activities, information and communication and monitoring activities.

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Partners Group has engaged PricewaterhouseCoopers AG (“PwC”) to report on the suitability of the design of the ICS and the operating effectiveness of the control activities related to its investment management services, in accordance with the International Standard on Assurance Engagements 3402 (“ISAE 3402”) issued by the International Auditing and Assurance Standards Board. In 2018, Partners Group issued an ISAE 3402 Type II controls report with no qualification relating to its investment management services as of year-end 2017, thereby confirming the operational effectiveness of the controls.

3.7.1.3. Risk & Audit Committee (RAC)

Within the Board of Directors, the RAC is responsible for the review of the risk profile of Partners Group and for ensuring appropriate processes regarding the ongoing group risk control and audit are in place, relating specifically to:

- the financial reviewing;
- the internal auditing; and
- the external auditing.

The RAC’s responsibilities are further defined in the Rules of the Organization and of Operations (ROO) for Partners Group Holding AG.

Group Internal Audit supports the Board of Directors, the RAC and the Executive Committee of the company in their supervisory and risk management tasks. In doing so, Group Internal Audit provides an independent view based on objective analysis regarding material risks and quality issues at Partners Group and develops and suggests recommendations for improvement. Group Internal Audit reports to the Chairman of the Board of Directors and works closely with the Chairman of the RAC and the Executive Committee. The scope, responsibilities, tasks and priorities of Group Internal Audit are regularly discussed with and approved by the RAC and are reflected in the Group Internal Audit Directive.

The International Standards for the Professional Practice of Internal Auditing as well as the Definition of Internal Auditing and Code of Ethics guide the Group Internal Audit practice.

3.7.1.4. Strategy Committee (SC)

Within the Board of Directors, the SC is responsible for identifying and assessing strategic and business risks and establishing appropriate processes for the group’s strategy risk control. The SC’s responsibilities are further defined in the Rules of the Organization and of Operations (ROO) for Partners Group Holding AG.

3.7.1.5. Risk Control Function

To support the risk governance bodies set out above (under sections Executive Committee, RAC and SC), Partners Group has established a Risk Control Function currently carried out by the CRO. From time to time, the Executive Committee shall propose amendments to the Risk Control Function to the Board, thereby ensuring that the function is allocated adequate resources and authority, in line with the size and complexity of the business and organization, as well as the risk profile of Partners Group.

As an independent controlling function, the Risk Control Function includes the following responsibilities:

- Supporting the RAC and the Board in reviewing the risk profile (risk policy, risk appetite and risk limits) of the organization;
- Collecting, consolidating and assessing risk information from within the organization to enable the RAC and the Board to supervise Partners Group’s risk profile;
- Monitoring Partners Group’s risk profile by defining and procuring the implementation of adequate systems and methods for risk supervision, and adjusting such systems and methods to new business lines and products;
- Supervising the adequacy and effectiveness of the organization’s systems for risk management in light of Partners Group’s risk profile.

The Head of the Risk Control Function has unrestricted access to the Executive Committee and a direct reporting line to the Co-CEOs. Unrestricted access to information, locations and documents is also granted within the scope of the Risk Control Function.

The Head of the Risk Control Function typically reports to the Executive Committee every six months or on an ad-hoc basis, as needed. The Head informs the RAC about their activities and findings at the Committee’s regular meetings. In between meetings, the Chairman of the RAC and the Head of the Risk Control Function liaise to prepare meetings and address specific issues on an ad-hoc basis.

On an annual basis, the Head of the Risk Control Function shall provide a risk report to the Board of Directors comprising the risk assessments of the Executive Committee, the RAC and the SC.

3.7.1.6. Conflict resolution

Partners Group strives to avoid situations that result in conflicts of interest. However, in certain situations conflicts cannot be avoided and for such instances the Conflict Resolution Board

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has been appointed by the group companies as the governing committee for handling all relevant conflicts of interest within the group. The members of the Conflict Resolution Board are Board member and Chairman of the RAC Dr. Eric Strutz (Chair), Steffen Meister (Executive Chairman of the Board of Directors) and Andreas Knecht (Chief Operating Officer and General Counsel).

3.7.2. Risk management process

3.7.2.1. Objectives

Partners Group's risk management is an ongoing process under the leadership and supervision of the Executive Committee that wants to ensure that:

- Risk is consistently and comprehensively identified, measured, monitored and reported across all of its businesses, locations and risk types;
- Risk is monitored in a coordinated way within clear roles and responsibilities;
- Risk is within Partners Group's risk appetite; and
- Risk is governed by the appropriate Partners Group bodies and functions in order to provide reasonable assurance regarding the achievement of Partners Group's objectives.

Risk identification, measurement, monitoring and reporting is addressed by dedicated and tailored risk management processes.

3.7.2.2. Responsibilities

The coordination and implementation of Partners Group's operational risk management is the responsibility of each Department Head for his/her business or staff department. Adherence to the internal core processes is based on compliance with the applicable directives, policies and instructions issued by the Executive Committee.

The coordination and implementation of Partners Group's legal and regulatory risk management is the responsibility of the General Counsel. Adherence to the firm's core instructions is based on compliance with applicable directives, policies and instructions issued by the Executive Committee.

The coordination of the financial risk management is the responsibility of the Co-Heads GF&CD. Financial controls are based on the internal control system for finance and a dedicated Management Information System (MIS).

3.7.2.3. Risk identification and categorization

Within the responsibility of the Executive Committee, the Board of Directors has identified the following main risk categories for Partners Group's business activities:

- **Strategic and business risks** refer to those risks that could cause Partners Group's business vision and strategic direction to become unfeasible, cause Partners Group to lose its competitiveness and erode the firm's business profitability due to changes in the environment, failures in the firm's choice or execution of strategy, or other reasons. These risks are inherent to Partners Group's business model and dependent on how well this is adapted to the business environment in which the firm competes.
- **Investment risks** refer to the risk that assets might underperform and also consider a potential loss of an investment made on behalf of Partners Group's clients. They further include the risk of significant concentration of specific investments in client portfolios. These risks could cause the erosion of Partners Group's track record and impact the firm's competitiveness for future client demand and its potential to generate future performance fees.
- **Operational risks** are those risks that could cause Partners Group to suffer a loss directly or indirectly from inadequate or failed internal processes, people, systems or external events. They are inherent to all of Partners Group's business and support activities and comprise a large number of disparate risks, including losses resulting from events such as human error, IT failures and fraud.
- **Compliance risks** refer to the risk of non-compliance with legal and regulatory requirements, rules of professional conduct as well as common standards and Partners Group's own standards. They are inherent to all of Partners Group's business and support activities and dependent on the awareness of applicable laws, rules and regulations and their application and enforcement.

Risk management and control of obligations directly related to external parties/regulators is based on the firm's Product Obligations and Procedures (POPs) and Regulatory Obligations and Procedures (ROPs) task control system, which consists of an electronic task list with which adherence to all major corporate regulatory/legal and contractual requirements is automatically monitored and documented.

Compliance risks are monitored by Partners Group's Compliance team and regularly reported to the Risk and Audit Committee by the General Counsel and Head of Global Compliance. Risk management and risk control related to key operational internal processes is covered by Partners Group's Operational Internal Control System which is described in the Operational Internal Control System Directive.

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- **Financial risks** are risks of loss of financial resources that could affect Partners Group's profit and loss statement or balance sheet. They comprise credit risks, liquidity risks and market risks.

(a) Credit risks refer to the possibility that Partners Group may suffer a loss from the failure of counterparties and customers to meet their financial obligations, including failing to meet them in a timely manner. Credit risks arise as a result of activities that support the firm's business model.

Credit risks are monitored and controlled by the Co-Heads GF&CD and are periodically reported to the RAC.

(b) Liquidity risks refer to the risk that Partners Group may not have sufficient financial resources to meet its financial obligations when these fall due.

The coordination and monitoring of the liquidity risk is the responsibility of the Co-Heads GF&CD, based on a risk framework established by the CRO and Co-Heads GF&CD. The cash flow forecasting (including adapting the dividend policy) is discussed on a regular basis in the RAC.

(c) Market risks refer to the possibility that Partners Group may suffer a loss resulting from the fluctuations in the values of, or income from, proprietary assets and liabilities. As an asset manager, Partners Group does not deliberately seek exposure to market risks to generate profit as this is not the central business of Partners Group.

The market risk management process aims to ensure that all market risks undertaken by Partners Group's own account are identified, measured, monitored and controlled at all times. This is achieved by applying suitable, comprehensively documented risk measures. The trading book is monitored on a daily basis and periodically reported on to the RAC by the CRO.

- **Reputational risks** can result from events in any of the above mentioned risk categories. Hence, this type of risk is measured through the business risk framework and monitored on an ongoing basis by the Executive Committee.

3.7.2.4. Additional activities in relation to investment risk management for clients

Scope and elements

Partners Group identifies, assesses and monitors risks and controls risk management processes on an aggregate consolidated basis for all activities in relation to investment activities for clients.

Partners Group's investment risk governance framework comprises the following elements:

(a) Risk management in relation to single investments

Responsibilities are highlighted below:

- Investment selection and allocation: Investment Committees,
- Investment monitoring: as applicable, Fund Review Committee, Operational Value Creation Committee and Investment Committees,
- Direct asset valuation: Valuation Committees.

Further details on the purpose and powers of the respective committees are highlighted in the relevant policies and directives.

(b) Risk management in relation to portfolio risk management

Responsibilities are highlighted below:

- Assessment of macro and strategy risks: Relative Value Committees,
- Asset allocation and portfolio implementation and risk: Global Portfolio Committee.

Further details on the purpose and powers of the respective committees are highlighted in the relevant policies and directives.

(c) Investment process oversight

Within the Board of Directors the responsibility to oversee processes in relation to investment activities for clients rests with the Investment Oversight Committee (IOC). The IOC provides i) advice and support to the Board in relation to investment risks incurred and ii) oversight of investment, value creation and governance processes. The IOC monitors and improves the quality of the investment and decision-making process. It supports efforts to prevent severe setbacks to Partners Group's track record, develops a consensus on investment-related issues and risks and provides guidance to investment committees. In addition, the IOC monitors track record sensitivities and oversees the monitoring, value creation and board work performed on direct investments. The IOC's responsibilities are further defined in the Rules of the Organization and of Operations (ROO) for Partners Group Holding AG.

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4. Executive Committee

The table below shows the current composition of the Executive Committee:

Name	Joined Partners Group in	Nationality	Age	Position
André Frei	2000	Swiss	43	Co-Chief Executive Officer
David Layton	2005	US American	37	Co-Chief Executive Officer and Head Private Equity ²⁾
Christoph Rubeli ¹⁾	1998	Swiss	57	Co-Head Entrepreneurial Governance/Operating Directors ²⁾
Juri Jenkner	2004	German	43	Head Private Infrastructure
Andreas Knecht	2009	Swiss	49	Chief Operating Officer and General Counsel
Marlis Morin	2003	Swiss/Italian	48	Head Client Services
Dr. Michael Studer	2001	Swiss	46	Chief Risk Officer and Head Portfolio Solutions

1) Member and Co-Chief Executive Officer until 31 December 2018.

2) Effective from 1 January 2019, David Layton, Partner and Head Private Equity, succeeded Christoph Rubeli as Co-Chief Executive Officer.

4.1. Members of the Executive Committee

As mentioned in section 3.6 above, the Board of Directors has delegated the operational management of the company to the Executive Committee, unless otherwise required by law, the articles of association or otherwise defined in section 3.6. Next to day-to-day investment and client activities, the Executive Committee considers firm-wide and cross-departmental aspects, such as human resources, compliance with legal and regulatory requirements, and salary steering.

History and education of each member of the Executive Committee, including other activities and functions



André Frei

is the Co-Chief Executive Officer of Partners Group, based in Zug. Together with David Layton, he leads the Executive Committee and the Global Executive Board. He has been with Partners Group since 2000 and has 19 years of industry experience. Previously,

he served as the Chief Risk Officer of Partners Group between 2008 and 2013 and he was the Head of the Client Services business department. He holds a master's degree in mathematics from the Swiss Federal Institute of Technology (ETH) in Zurich, Switzerland. He is also a CFA charterholder.



David Layton

is the Co-Chief Executive Officer of Partners Group, based in the firm's Americas headquarters in Colorado. Together with André Frei, he leads the Executive Committee and the Global Executive Board. He is also the Head of the Private Equity business

department. Previously, he was the Head of Partners Group's Private Equity business in the Americas and he has been active on the firm's Global Investment Committee. He is a member of the Board of Directors of the firm's portfolio companies KinderCare Learning Centers and Pacific Bells. He has been with Partners Group since 2005 and has 16 years of industry experience. He holds a bachelor's degree in finance from Brigham Young University's Marriott School of Management.

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Juri Jenkner

is Head of the Private Infrastructure business department, based in Zug. He is a member of the Executive Committee and the Global Executive Board. He is a member of the Global Investment Committee and the Private Infrastructure Investment Committee.

Previously, he served as Co-Head of the Private Debt business department and Head of the European Private Debt business unit. He has been with Partners Group since 2004 and has 19 years of industry experience. Prior to joining Partners Group, he worked at Privatbankiers Merck Finck & Co. He holds a master's degree in finance from the Lorange Institute of Business Zurich, Switzerland. He is also a Certified European Financial Analyst.



Andreas Knecht

is the Chief Operating Officer and General Counsel of Partners Group, based in Zug. He is Head of the Corporate Operations business department and Head of the Corporate Legal business unit. He is a member of the Executive Committee and the

Global Executive Board. He has been with Partners Group since 2009 and has 23 years of industry experience. Prior to joining Partners Group, he worked at a number of different law firms, including Niederer Kraft & Frey, and at Man Group. He holds a master's degree in law from the University of Zurich, Switzerland and an LLM from New York University. He is also admitted to the Swiss bar.



Marlis Morin

is Head of the Client Services business department, based in Zug. She is a member of the Executive Committee and the Global Executive Board. She has been with Partners Group since 2003 and has 25 years of industry experience. Prior to joining Partners Group, she

worked at Credit Suisse Asset Management Funds, Raiffeisen Landesbank Südtirol and Raiffeisenkasse Eisacktal. She holds a master's degree in international economics and business studies from the University of Innsbruck, Austria and Marquette University, Wisconsin.



Christoph Rubeli

is Co-Head of the Entrepreneurial Governance/Operating Directors business unit, based in Zug and Singapore. Until 31 December 2018, he was Co-Chief Executive Officer of Partners Group and co-led the Executive Committee and Global

Executive Board and was a member of the Global Investment Committee. He is a member of the Board of Directors of the firm's portfolio companies Cerba HealthCare and Foncia. He has been with Partners Group since 1998 and has 33 years of industry experience. Prior to joining Partners Group, he worked at UBS. He holds an MBA from INSEAD Paris, France.



Dr. Michael Studer

is the Chief Risk Officer of Partners Group and Head of the Portfolio Solutions business department, based in Zug. He is a member of the Executive Committee, the Global Executive Board and the Global Investment Committee.

He has been with Partners Group since 2001 and has 22 years of industry experience. He holds a PhD in mathematics from the Swiss Federal Institute of Technology (ETH) in Zurich, Switzerland.

Organizational changes to senior management

Partners Group reviews its organizational structure on an ongoing basis and implements adjustments to its organizational structure that will support and enable the continued successful growth of its investment platform to the benefit of the firm's clients and shareholders, while ensuring continuity and stability in its core leadership team.

Effective from 1 January 2019, Partners Group implemented a change in the firm's Co-CEO office. David Layton, Partner and Head of Private Equity, succeeded Christoph Rubeli as Co-CEO. He joined André Frei, who has been Co-CEO since 2013, in the Co-CEO office. Christoph Rubeli additionally stepped down from Partners Group's Executive Committee and Global Executive Board by 31 December 2018, but he will remain a Partner of the firm. Christoph Rubeli will support the further build-out of the investment platform globally, with a particular emphasis on the entrepreneurial governance of our portfolio companies.

Corporate Governance Report

4.2. Other activities and vested interests

None of the members of the Executive Committee is a member of a governing or supervisory body of important Swiss or foreign organizations outside of Partners Group. None of the members of the Executive Committee hold permanent management or consultancy functions for important Swiss or foreign interest groups, and none of the members have official functions or hold political posts. None of the members of the Executive Committee have carried out tasks for Partners Group prior to joining the firm.

4.3. Number of mandates pursuant to the OaEC

In accordance with art. 12 para. 1 of the OaEC and art. 29 of the articles of association, each member of the executive management may assume a maximum of one additional mandate in listed corporations and a maximum of four additional mandates in other legal entities. The other provisions under art. 25 of the articles of association, as referred to in section 3.3, above apply mutatis mutandis.

4.4. Management contracts

Partners Group has not entered into any management contracts with companies or individuals not belonging to the group.

Corporate Governance Report

5. Global Executive Board

In addition to the Executive Committee members, the Global Executive Board includes the following members:

Name	Joined Partners Group in	Nationality	Age	Position
Bill Berry	2016	US American	52	Head Private Debt
René Biner	1999	Swiss	48	Chairman Global Investment Committee
Mike Bryant	2016	British	51	Co-Head Private Real Estate
Fredrik Henzler ¹⁾	2012	Swedish	47	Head Industry Value Creation and Head Industrials
Adam Howarth	2007	US American	40	Head Portfolio Management Americas
Sergio Jovele	2005	Italian	49	Client Solutions Europe
Dr. Kevin Lu	2014	Chinese	45	Chairman Asia and Head Client Solutions Asia
Stefan Näf	2000	Swiss	45	Head Client Solutions
Amelia Räss-Fernandez	2016	Swiss	52	Head Human Resources
Dr. Stephan Schäli	1999	Swiss	50	Chief Investment Officer
Dr. Yves Schneller	2008	Swiss	41	Head Investment Services
Dr. Raymond Schnidrig	2010	Swiss	50	Chief Technology Officer
Martin Scott	2008	Australian	45	Head Client Solutions Australia
Anthony Shontz	2007	US American	41	Co-Head Private Equity Integrated Investments Americas
Marc Weiss	2007	US American	53	Co-Head Private Real Estate

1) Member as of 1 January 2019.

The Global Executive Board is a diverse global leadership team at group level, charged with driving forward the global business and corporate development of the firm. Members include Partners and Managing Directors from different business lines across the firm's offices in Denver, New York, London, Singapore and Sydney, as well as its headquarters in Zug, Switzerland. The team works closely with the firm's Executive Committee. Executive Committee members are also members of the extended Global Executive Board (see also section 4.1).

In line with the changes in the Executive Committee (see also section 4.1), Christoph Rubeli stepped down from Partners Group's Global Executive Board by 31 December 2018. Fredrik Henzler will join the Global Executive Board as of 01 January 2019.

Members of the Global Executive Board



Bill Berry

is Head of the Private Debt business department, based in London. He has 23 years of industry experience. Prior to joining Partners Group, he was Co-President of Capula Investment Management and worked at Bank of America/Merrill Lynch in a variety of senior roles including Global Co-Head of Counterparty Portfolio Management (CPM) and Head of EMEA Structured Credit and Securitization and Solutions. He holds a bachelor's degree in economics from Princeton University, New Jersey and an MBA from the Wharton School of the University of Pennsylvania, USA.

Corporate Governance Report



René Biner

is Chairman of the Global Investment Committee at Partners Group, based in Zug. He is a member of the Global Executive Board. He has been with Partners Group since 1999 and has 25 years of industry experience. Prior to joining Partners Group, he worked

at PricewaterhouseCoopers. He holds a master's degree in economics and business administration from the University of Fribourg, Switzerland. He is also a Swiss certified public accountant.



Mike Bryant

is Co-Head of the Private Real Estate business department, based in London. He is a member of the Private Real Estate Directs Investment Committee, the Private Real Estate Secondaries Investment Committee and the Private Real Estate Primaries Investment

Committee. He has over 30 years of industry experience. Prior to joining Partners Group he worked at GE Capital Real Estate, HVB Real Estate Capital, Erste Bank, Coopers and Lybrand, and Cushman and Wakefield. He holds a Master of Arts in Land Economy from the University of Cambridge, UK. He is also a qualified chartered surveyor.



Fredrik Henzler

is Head of the Industry Value Creation business department and Head of the Industrials Industry Value Creation business unit, based in Zug. He is a member of the Global Executive Board, the Global Investment Committee, the Private Equity Directs Investment

Committee and the Global Direct Debt Investment Committee. He is a member of the Board of Directors of the firm's portfolio companies AMMEGA, CSS Corp., Form Technologies, Hofmann Menue Manufaktur and United States Infrastructure Corporation. He has been with Partners Group since 2012 and has 24 years of industry experience. Prior to joining Partners Group, he worked at BrainNet Supply Management Group AG where he led more than 50 operational efficiency projects for portfolio companies of private equity sponsors including APAX, Bridgepoint, Cinven, KKR and Permira. He holds a master's degree in finance and accounting from the University of St. Gallen (HSG), Switzerland.



Adam Howarth

is Head of Partners Group's New York office and Head of Portfolio Management for the Americas. He is a member of the Private Equity Integrated Investment Committee and was previously the Co-Head Private Equity Integrated Investments

Americas. He has been with Partners Group since 2007 and has 19 years of industry experience. Prior to joining Partners Group, he worked at HarbourVest Partners, LLC and Credit Suisse. He holds an MBA from the New York University Stern School of Business, USA.



Sergio Jovele

is Head of Partners Group's London office and part of the European Client Solutions business unit. He is a member of the Global Executive Board. He has been with Partners Group since 2005 and has 19 years of industry experience. Prior to joining Partners Group,

he worked at Initiative Europe on private equity research assignments. He has published academic papers on American literature and holds a degree in literature from the Istituto Universitario Orientale di Napoli, Italy.



Dr. Kevin Lu

is Chairman of Asia and Head of Partners Group's Singapore office as well as Head of the Asian Client Solutions business unit. He is a member of the Global Executive Board. He has been with Partners Group since 2014 and has 21 years of industry experience.

Prior to joining Partners Group, he was a member of the senior management team at the World Bank Group's Multilateral Investment Guarantee Agency, as its CFO and Asia-Pacific Regional Director. He holds a PhD in international finance and public policy from New York University, USA.



Stefan Näf

is Head of the Client Solutions business department and Head of the European Client Solutions business unit, based in Zug. He is a member of the Global Executive Board. Previously, he was part of the Private Equity Directs and Primaries business unit and

subsequently founded the firm's London office. He has been with Partners Group since 2000 and has 23 years of industry

Corporate Governance Report

experience. Prior to joining Partners Group, he worked at the European Institute for Risk Management (EIRM). He holds a master's degree in banking and finance from the University of St. Gallen (HSG), Switzerland.



Amelia Räss-Fernandez

is Head of the Human Resources business department, based in Zug. She is a member of the Global Executive Board. She has 25 years of industry experience. Prior to joining Partners Group, she worked at Salt Mobile/ Orange Communications Switzerland,

Zurich Financial Services and PricewaterhouseCoopers. She holds an executive MBA from the University of Zurich, Switzerland and a graduate degree in human resources management from the University of Manchester, UK.



Dr. Stephan Schäli

is the Chief Investment Officer of Partners Group, based in Zug. He is a member of the Global Executive Board. He is the Deputy Chairman of the Global Investment Committee and the Chairman of the Global Portfolio Committee. He has been with Partners

Group since 1999 and has 22 years of industry experience. Prior to joining Partners Group, he worked at UBS and Goldman Sachs & Co. He holds an MBA from the University of Chicago, Booth School of Business, Illinois and a PhD in business administration from the University of St. Gallen (HSG), Switzerland.



Dr. Yves Schneller

is Head of the Investment Services business department and Co-Head of the Transaction Services business unit, based in Zug. He has been with Partners Group since 2008 and has twelve years of industry experience. Prior to joining Partners Group, he worked at Baer &

Karrer. He holds a PhD in business law from the University of St. Gallen (HSG), Switzerland. He is also admitted to the Swiss bar.



Dr. Raymond Schnidrig

is the Chief Technology Officer of Partners Group and Head of the Technology business unit, based in Zug. He is a member of the Global Executive Board. He has been with Partners Group since 2010 and has 26 years

of industry experience. Prior to joining Partners Group, he worked at Goldman Sachs and Finance Online GmbH. He holds a PhD in computer science from the Swiss Federal Institute of Technology (ETH) in Zurich, Switzerland.



Martin Scott

is Head of Partners Group's Sydney office and Head of the Australian Client Solutions business unit. He is a member of the Global Executive Board. He has been with Partners Group since 2008 and has 26 years of industry experience. Prior to joining Partners

Group, he worked at Zurich Investments, Tyndall Investment Management and Citigroup. He holds a marketing diploma from the Macquarie Graduate School of Management, Australia and studied business at the University of Technology Sydney, Australia.



Anthony Shontz

is Head of Partners Group's Denver office and Co-Head of Private Equity Integrated Investments Americas. He is a member of the Private Equity Integrated Investment Committee. He has been with Partners Group since 2007 and has 17 years of industry

experience. Prior to joining Partners Group, he worked at Pacific Private Capital and Prudential Capital Group. He holds an MBA from the Northwestern University Kellogg School of Management in Illinois, USA.



Marc Weiss

is Co-Head of the Private Real Estate business department, based in New York. He is a member of the Global Executive Board, the Global Investment Committee and Chairman of the Private Real Estate Investment Committee. He has been with Partners

Group since 2007 and has 32 years of industry experience. Prior to joining Partners Group, he worked at Commonfund, Kenneth Leventhal & Company, Ernst & Young, LLP, UBS Asset Management and Pension Consulting Alliance, Inc., whose discretionary asset management business was integrated into Partners Group. He holds an MBA from the Cornell University Samuel Curtis Johnson Graduate School of Management in New York, USA. He was also a certified public accountant.

Corporate Governance Report

6. Compensation, shareholdings and loans

6.1. Principles, content and method of determining the compensation

Pursuant to art. 14 and 15 of the OaEC, all compensation paid in 2018 to the members of the Board of Directors and the Executive Committee, and the outstanding loans, if any, granted to the members of the Board of Directors and the Executive Committee, are disclosed in sections 4 and 5 in the Compensation Report 2018. In the Compensation Report 2018, the firm outlines its compensation principles, components and method. The Compensation Report can be found in the Annual Report 2018 or on the firm's website.

6.2. Loans

Members of the Board of Directors and Executive Committee may apply for loans and fixed advances, subject to an internal review and approval process. Such loans are made on substantially the same terms as those granted to other employees, including interest rates and collateral. A detailed overview of loans outstanding as of 31 December 2018 for the Board of Directors and the Executive Committee can be found in the Compensation Report in sections 5 and 6.

Pursuant to art. 12 para. 2 section 1 of the OaEC, the maximum amount of loans and credits for members of the Board of Directors and the executive management must be fixed in the articles of association in order to allow the company to grant such loans and credits to members of the Board of Directors and the Executive Committee. Art. 27 and Art. 31 of Partners Group's articles of association state that the members of the Board of Directors and Executive Committee may be granted loans, credits and provided collateral up to certain limits at arm's length conditions. All loans listed in the Compensation Report 2018 were granted before the entering into force of the OaEC.

7. Shareholders' participation

7.1. Voting rights & representation measures

Each share entitles to one vote. The shareholders who are entitled to attend shareholders' meetings and to exercise voting rights are those recorded with voting rights in the shareholder register as of a qualifying date prior to the shareholders' meeting set by the Board of Directors.

Registration in the shareholder register with the attached voting rights is restricted by the limits on transferability and nominee registration as set forth in section 2.6. All registered shareholders are invited to attend shareholders' meetings. If they do not wish to attend, any shareholder may be represented at the shareholders' meeting by a legal representative who needs not be a shareholder, or the independent proxy. The Board of Directors issues further rules in relation to attendance and representation at shareholders' meetings, including the electronic issuance of proxies and instructions to the independent proxy.

7.2. Quorums required by the articles of association

The articles of association for Partners Group provide that, unless provided otherwise by mandatory provisions of law, the following resolutions of the shareholders' meeting require at least two-thirds of the represented votes and the absolute majority of the represented nominal value of shares:

The cases provided for by law in art. 704 para. 1 of the Swiss Code of Obligations;

Reversal or amendment of the transfer limitation as set forth in section 2.6.

Corporate Governance Report

7.3. Convocation of the general meeting of shareholders

The AGM of shareholders takes place within six months after the close of the financial year. All registered shareholders receive a written invitation to the AGM including detailed descriptions of the items to be discussed and the motions of the Board of Directors no later than 20 days before the date of the AGM. In 2019, the AGM for shareholders is scheduled for 15 May.

Shareholders representing at least one-tenth of the share capital may at any time request that a shareholders' meeting be called. The request must be submitted in writing at least 45 days ahead of the meeting by stating the items on the agenda and the motions to be introduced by the shareholders.

7.4. Inclusion of items on the agenda

Shareholders representing at least one-tenth of the share capital may submit proposals to be placed on the agenda at a shareholders' meeting, provided these items are received by the Board of Directors no later than 45 days prior to the meeting by stating the items on the agenda and the motions to be introduced by the shareholders.

7.5. Entries in the share register

The general rules for registration as a shareholder apply as described in sections 2.4 and 2.6. The qualifying date for the registration of shares is defined by the Board of Directors for every shareholder meeting.

8. Changes of control and defense measures

8.1. Opting-out

Partners Group has elected to opt out of the rule that an investor acquiring 33 1/3 % of all voting rights has to submit a public offer for all outstanding shares.

8.2. Clauses on change of control

The contracts with the members of the Board of Directors and the Executive Committee do not contain any change of control clauses.

In particular, no protection measures such as

- severance payments in the event of a takeover ("golden parachutes");
- special provisions on the cancellation of contractual arrangements;
- agreements concerning special notice periods or longer-term contracts where they exceed 12 months (in line with OaEC);
- the waiver of lock-up periods (e.g. no options that can be exercised with immediate effect);
- shorter vesting periods/accelerated vesting; and/or
- additional contributions to pension funds

exist that protect the above-mentioned persons by certain contractual conditions against the consequences of takeovers.

Corporate Governance Report

9. Auditors

9.1. Duration of mandate and term of office

The consolidated financial statements and the statutory accounts of Partners Group Holding AG are audited by KPMG AG. The statutory and group auditors are elected for one-year periods at the Annual General Meeting of shareholders. KPMG AG was first elected statutory and group auditor on 21 November 2001. The lead auditor, Thomas Dorst, has been in charge of the mandate since 10 May 2017 and is subject to a seven-year rotation interval.

9.2. Auditing fees

In the financial year 2018, KPMG AG and other KPMG companies received a total of CHF 1.6 million (2017: CHF 1.3 million) for audit services.

9.3. Additional fees

In addition, KPMG AG and other KPMG companies received CHF 0.1 million (2017: CHF 0.2 million) in fees for non-audit related services such as consulting services (tax, regulatory and IFRS) rendered to Partners Group and its subsidiaries in the financial year 2018.

9.4. Supervision and control vis-à-vis the external auditors

The Board of Directors is responsible for the acceptance and processing of the reports from the statutory and group auditors. In this, the Board of Directors is supported by the Risk & Audit Committee, which periodically interacts with and monitors the qualification, independence and performance of the external auditors.

Based on the constant dialogue with KPMG AG and its annual presentation to the Board of Directors evaluating all audit findings, the Risk & Audit Committee conducts its assessment. This assessment further includes oral and written statements made by KPMG AG throughout the year concerning individual aspects or factual issues in connection with the accounting and audit. During the 2018 financial year, the external auditors participated in all four meetings of the Risk & Audit Committee in order to discuss audit processes as well as regulatory guidelines and monitoring. Among others, the external auditors were also involved in evaluating findings on risk factors and processes.

Key factors in assigning the external audit mandate to KPMG AG were:

- Detailed audit budget proposal containing expected hours and the relevant hourly rate
- Comprehensive debriefing after completion of audit, during which suggestions for improvement are discussed from both sides
- Quality of service provided
- International expertise in regard to audit and accounting
- Independence and reputation of the audit firm
- Industry knowledge and qualifications
- Competitive fees

The Risk & Audit Committee reviews and assesses the auditor's performance on an annual basis. In this context and in the spirit of upholding good corporate governance, Partners Group periodically conducts appraisals of the audit mandate, in which budget issues, in particular, are reviewed to ensure audit fees are kept at a competitive level in the best interests of shareholders.

Please also refer to the sections 3.5 as well 3.7.1.3 concerning the Risk & Audit Committee.

Corporate Governance Report

10. Information policy

As a company with its shares listed on the SIX Swiss Exchange AG, Partners Group is committed to pursuing an open, transparent and consistent communication strategy vis-à-vis its shareholders as well as the financial community.

Key dates for 2019 are as follows:

Event	Date
Annual General Meeting of shareholders	15 May 2019
Ex-dividend date	17 May 2019
Dividend record date	20 May 2019
Dividend payment date	21 May 2019
AuM announcement as of 30 June 2019	16 July 2019
Publication of Interim Report as of 30 June 2019	10 September 2019

Partners Group's Interim and Annual Reports are available for download on the website at www.partnersgroup.com/financialreports.

Partners Group also distributes all current news via regular press releases. All published press releases are available on the website at www.partnersgroup.com/pressreleases.

To receive all information automatically upon publication via email, shareholders and other interested parties may subscribe to press releases at www.partnersgroup.com/subscriptionform.

Partners Group's Compensation Report outlining the 2018 compensation recommendations for the Board of Directors and Executive Committee can be found on the Partners Group website at www.partnersgroup.com/compensation-report or in the 2018 Annual Report.

For all investor enquiries Philip Sauer can be reached as follows:

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11. Non-applicability/negative disclosure

It is expressly noted that any information not contained or mentioned herein is non-applicable or its omission is to be construed as a negative declaration (as provided for in the SIX Exchange Regulation Corporate Governance Directive and the Commentary thereto).