The Case For Emerging Market Private Equity
Introduction

IFC has a long-standing commitment to developing the private equity asset class in Emerging Markets.

We are now approaching ten years of experience with a Dedicated approach to investing in Funds and we think other investors may benefit from sharing this experience.

Based on our experience and analysis of data from over 90 funds holding over 800 companies, we make the following observations:

1) The returns on Emerging Market Private Equity are driven by Growth and Efficiency rather than leverage or multiple expansion.

2) Economic forecasts suggest that the Emerging Markets will continue to grow for the foreseeable future, supporting growth-based private equity.

3) Significant growth-oriented private equity opportunities are available beyond the small number of countries in which most Emerging Market Private Equity investment is currently concentrated.

4) Many of the Risks of Emerging Market Private Equity are over-stated and we provide data which places these risks in perspective.
Presentation

We intend that this become a living document.

We have based the content of this presentation on conversations with investors about the issues they have when they think about investing in Emerging Market Private Equity.

There will be other issues of interest beyond the ones presently covered, so we have used power point to make the information available as it is easy to up-date and add new information in response to requests.

We encourage you to ask us questions and, if we have the information with which to answer or provide some insight, we will add it to the presentation posted on our website: http://www.ifc.org/funds

If you find the information useful and use it in your own presentations, we would appreciate an acknowledgement of IFC.
Acknowledgements

It is possible to present this information due to the cooperation and hard work of a large number of people. We would particularly like to thank:

- The Managers of IFC invested funds who have been very generous in responding to our requests for information.

- The Emerging Markets Private Equity Association (EMPEA) for providing market data and insights.

- Cambridge Associates for providing benchmark data.

- Markus Taussig, a doctoral student at Harvard, for gathering and analyzing the data.
Private Equity in Emerging Markets is Driven by Growth & Efficiency
There are Four Basic Ways to Create IRR

A Private Equity Fund can achieve the same IRR through any of four basic strategies: Leverage, Multiple Expansion, Growth and Efficiency.

Most Funds use a blend of the Four.

In Emerging Markets IRR is driven by Growth & Efficiency (see Slide 7)

<table>
<thead>
<tr>
<th></th>
<th>IRR</th>
<th>Equity</th>
<th>Cash out by Dividend, Stock Purchase etc</th>
<th>P/E at Entry</th>
<th>P/E at Exit</th>
<th>Revenue Growth p.a</th>
<th>Margin Improves from 5% to x%</th>
<th>Holding Period Years</th>
</tr>
</thead>
<tbody>
<tr>
<td>Leverage</td>
<td>25%</td>
<td>30%</td>
<td>55%</td>
<td>6</td>
<td>6</td>
<td>0%</td>
<td>5%</td>
<td>5</td>
</tr>
<tr>
<td>Multiple Expansion</td>
<td>25%</td>
<td>75%</td>
<td>10%</td>
<td>6</td>
<td>14</td>
<td>0%</td>
<td>5%</td>
<td>5</td>
</tr>
<tr>
<td>Growth</td>
<td>25%</td>
<td>75%</td>
<td>10%</td>
<td>6</td>
<td>6</td>
<td>20%</td>
<td>5%</td>
<td>5</td>
</tr>
<tr>
<td>Efficiency</td>
<td>25%</td>
<td>75%</td>
<td>85%</td>
<td>6</td>
<td>6</td>
<td>0%</td>
<td>30%</td>
<td>5</td>
</tr>
</tbody>
</table>

Source: IFC model
Returns on Private Equity in Emerging Markets are Driven More by Growth than Leverage

Higher growth and lower leverage makes the source of Risk in Private Equity in Emerging Markets less Cyclical and more Operational

Companies in IFC-invested Funds:

<table>
<thead>
<tr>
<th></th>
<th>Emerging Markets Median</th>
<th>Emerging Markets Average</th>
</tr>
</thead>
<tbody>
<tr>
<td>Annual Revenue Growth *</td>
<td>19.5%</td>
<td>37.8%</td>
</tr>
<tr>
<td>Debt-to-Equity Ratio **</td>
<td>0.33</td>
<td>0.74</td>
</tr>
</tbody>
</table>

Sample: * 527 companies in IFC-invested funds with holding time of at least one year  ** 604 companies in IFC-invested Funds, not including financial services
The Growth Focus in Emerging Market Private Equity is Also Apparent in the High Rate of Job Creation and Support for Smaller Companies

Companies in IFC-invested Funds since 2000: 706

Jobs Created: 299,066

Annual Rate of Job Growth:
- Median: 11.9%
- Mean: 22.3%

Comparable Regional Average Job Growth: 2-3%

SMEs Supported (250 or fewer employees): 64%

Sample: * 552 firms for which data on employment at entry and at exit/present is available. ** Further subset of 412 firms with holding period of at least one year. *** 579 firms for which employment at entry or exit/present is available. **** ILO
Continued Growth in Emerging Markets Supports Private Equity

GDP Growth Predicted to Continue in Emerging Markets in 2009 and 2010

GDP Growth Predicted to Remain Positive in Most Emerging Markets

Source: International Monetary Fund, World Economic Outlook Database, April 2009
Share of World GDP is Dynamic

Differential Rates of Growth, Over Time, Have a Significant Effect on the Distribution of Investment Opportunities

Source: Angus Maddison, University of Groningen
The Opportunity is Larger Than You Think
Both the Breadth and the Quality of the Emerging Market Private Equity Opportunity Have Improved Since 2000

• Since 2000 the number of countries in which there is a meaningful volume of deal flow suited to Private Equity (equity with real influence) has increased considerably.

• Having adequate deal flow to support local country-based teams improves the quality of the opportunity as deal origination, structuring and providing advice to the companies, can be done in close proximity and in real time by people embedded in the local market.
2000 - the Start of a Rapidly Growing Opportunity

- Developed Markets
- Emerging Markets with Private Equity Opportunity
2009 - The Opportunity is Very Broad

- Developed Markets
- Emerging Markets with Private Equity Opportunity, mostly single country, some regional
What Has Driven the Growth of the PE Opportunity?

Private equity requires (i) interesting businesses in which to invest, and (ii) access to equity stakes with influence over the business. Three trends have increased both the number of businesses and the ability to acquire influence.

* The move to market-based economies since the 1990s is increasing entrepreneurial activity and the number of businesses of interest to Private Equity (see slide 16).

• The opening of trade and capital flows since 2000 increases both opportunities to expand and competitive pressure, leading to more business owners seeing third party capital as a solution (see slide 17).

• The close identification of family status and wealth with direct ownership of a company reduces as portfolio wealth becomes an option and is seen to work, reducing reluctance to allow in third party equity.
Improved Local Conditions Create Businesses

The scale of the improvement in conditions for private business in Emerging Markets since 1990 is Significant.

Source: Fraser Institute, Economic Freedom of the World (EFW) Index
Increased Openness Creates PE Deal Flow

Emerging markets have opened their Trade and Capital Accounts since 2000, increasing both opportunities to expand and competition in domestic markets. This creates more situations where sale of equity with influence over the business is seen as desirable by owners in order to attract the capital or the skills needed to expand, to compete, or to increase focus on core business by sale of non-core business.

**Exports + Imports as a Percentage of GDP**

- **China**: 86% (Increased)
- **India**: 110% (Increased)
- **Brazil**: 41% (Increased)

*Increase Over Period*
- 86% China
- 110% India
- 41% Brazil
Domestic or Regional Companies Provide the Deal Flow

As a result of the trends in deregulation and openness, most of the Private Equity opportunities in Emerging Markets are companies targeting growth in Domestic or Intra-Emerging-Market markets.

**Target Market - Focus**
- Domestic, 72%
- Regional, 12%
- Emerging Markets, 8%
- Industrialized Markets, 5%
- Global, 3%

**Target Market - Return**

Sample: * 833 companies with clearly indicated market focus ** 300 companies that were fully exited
Low Penetration - Room to Grow Further

Even in the BRICs, fundraising as a percentage of GDP is low in Emerging Markets compared to the US, indicating much more room to grow.

2007 Fundraising as a % of GDP

- **China**: 0.12%
- **Russia**: 0.14%
- **Brazil**: 0.19%
- **India**: 0.42%
- **United States**: 2.27%

Source: EMPEA
Taking Advantage of the Broader Opportunity Improves Returns
Private Equity Performance Benefits from Diversification

<table>
<thead>
<tr>
<th></th>
<th>Sep-08</th>
<th>Dec-08</th>
<th>Mar-09</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>IFC Private Equity Funds (calendar year)</strong> *</td>
<td>24.6%</td>
<td>17.9%</td>
<td>16.2%</td>
</tr>
<tr>
<td>Cambridge EM Top Quartile</td>
<td>16.9%</td>
<td>10.7%</td>
<td>9.4%</td>
</tr>
<tr>
<td>Cambridge Asia ex-Japan Top Quartile</td>
<td>14.9%</td>
<td>10.6%</td>
<td>6.6%</td>
</tr>
<tr>
<td>Cambridge US Top Quartile</td>
<td>19.5%</td>
<td>14.2%</td>
<td>12.0%</td>
</tr>
<tr>
<td>MSCI (IFC Fund cash flows) **</td>
<td>10.1%</td>
<td>-1.4%</td>
<td>-1.1%</td>
</tr>
</tbody>
</table>

The Emerging Market Index has outperformed the Asia-only Index, although close to 70% of the Emerging Market Index is Asia.

IFC has out-performed the Emerging Market Index with a much more geographically diversified exposure.

Source: * All Private Equity funds invested by IFC since 2000, calendar year. If listed equity funds are included the corresponding numbers are Sept: 24.3%, Dec: 16.3%, Mar: 15%. Excludes debt, infrastructure & real estate funds. ** Matching cash flows invested/divested from MSCI. Cambridge Numbers from Cambridge Associates.
Myth Busters: Frequently Cited Risks with Private Equity in Emerging Markets
Minority Positions Are NOT Too Risky

Minority positions (blue) have performed well in all forms of exit, indicating that the risks associated with minority positions can be managed effectively.

Median IRR

Average IRR

Sample: Exits of 61 majority positions and 251 minority positions from IFC invested funds
Smaller Companies Are NOT Too Risky

Experience in deals as small as $2 million has been positive, suggesting that smaller companies are less risky than commonly perceived.

Sample: * 313 exits from IFC invested funds ** 323 exits from IFC invested funds
Attractive Exits ARE Available

Attractive exits are happening despite less developed capital markets, although access to an IPO improves returns.

Average Holding Period = 4.9 years

Number of Exits *

<table>
<thead>
<tr>
<th>Exit Type</th>
<th>Number of Exits</th>
</tr>
</thead>
<tbody>
<tr>
<td>IPO</td>
<td>~120</td>
</tr>
<tr>
<td>Trade sale</td>
<td>~140</td>
</tr>
<tr>
<td>MBO</td>
<td>~80</td>
</tr>
<tr>
<td>Structured Exit</td>
<td>~20</td>
</tr>
<tr>
<td>Write Off</td>
<td>~50</td>
</tr>
</tbody>
</table>

Sample: * 325 exits from IFC invested Funds ** 266 non-write-off exits

IRR on Exits **

<table>
<thead>
<tr>
<th>Exit Type</th>
<th>Median</th>
<th>Mean</th>
</tr>
</thead>
<tbody>
<tr>
<td>IPO</td>
<td>~40%</td>
<td></td>
</tr>
<tr>
<td>Trade sale</td>
<td>~30%</td>
<td></td>
</tr>
<tr>
<td>MBO</td>
<td>~10%</td>
<td></td>
</tr>
<tr>
<td>Structured Exit</td>
<td>~20%</td>
<td></td>
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A Fund Manager With the Right Skills CAN Overcome 1st Time Fund & Frontier Risks

IFC’s experience is that the differentiating factor in fund quality is the Manager’s skill set, not 1st time fund risk or a frontier focus.

<table>
<thead>
<tr>
<th></th>
<th>IRR as of March 2009 (simple average %)</th>
<th>Development Impact Score</th>
<th>1st Time Funds %</th>
<th>IDA % (&lt;$1000 GDP per capita)</th>
<th>Average Deal Quality Score Score Max = 1 Min = 0</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Top 10%</strong></td>
<td>46.6%</td>
<td>2.10</td>
<td>53%</td>
<td>27%</td>
<td>0.97</td>
</tr>
<tr>
<td><strong>Bottom 10%</strong></td>
<td>-38.3%</td>
<td>0.14</td>
<td>53%</td>
<td>13%</td>
<td>0.17</td>
</tr>
</tbody>
</table>

Sample: 150 Funds currently in IFC portfolio, excluding those in the J-curve
First Time Funds are NOT as Risky as Expected

Pre-Crisis 50% of 1st Time Funds Backed by IFC had IRRs above 20%

Post-Crisis the Return Distributions for 1st Time and non-1st Time Funds are Similar, suggesting 1st Time Managers have been able to manage through the period.

Source: IFC Equity Fund investments since 2000 matured enough to be out of the J-Curve