



KKR

KKR Private Equity Conglomerate LLC

2024 Repurchase Schedule

SHARE REPURCHASE PLAN SCHEDULE¹

KKR Private Equity Conglomerate LLC (“K-PEC” or the “Company”) intends but is not obligated to conduct quarterly repurchases for up to 5.0% of the aggregate NAV per calendar quarter (measured using the average aggregate NAV attributable to shareholders as of the end of the immediately preceding calendar quarter).

Share Repurchase Plan Schedule ¹				
	First Quarter	Second Quarter	Third Quarter	Fourth Quarter
Repurchase Window Opens	1/3/2024	4/2/2024	7/2/2024	10/2/2024
Repurchase Request Deadline	2/5/2024	5/6/2024	8/5/2024	11/5/2024
Repurchase Pricing Date	12/31/2023	3/31/2024	6/30/2024	9/30/2024
Repurchase Payment Date	2/8/2024	5/9/2024	8/8/2024	11/8/2024

Repurchase Window Opens – the date on which shareholders may submit repurchase requests.

Repurchase Request Deadline – the date by which the Company must receive repurchase requests submitted by shareholders. If a repurchase request is received after 4:00 p.m. (Eastern Time) on the Repurchase Request Deadline, such request will not be executed and, if a shareholder still wishes to have its shares repurchased, the request will need to be resubmitted after the start of the next calendar quarter.

Repurchase Pricing Date – the reference date of the transactional NAV applicable to the repurchase of the Company's shares.

Repurchase Payment Date – the date by which the Company intends to pay shareholders for any shares accepted by the Company for repurchase.

Any share repurchases will be made in accordance with, and subject to the conditions of, the Company's share repurchase plan and its limited liability company agreement, each as amended or amended and restated from time to time. The Company may choose to purchase fewer shares than have been requested in any particular quarter, or none at all, in its discretion at any time. A copy of the Company's latest share repurchase plan and limited liability company agreement can be found in our periodic filings with the U.S. Securities and Exchange Commission (the "SEC"), which are accessible on its website at www.sec.gov.

www.kkrpec.com

1. Dates are estimated as of January 2024 and are subject to change.

Special Note Regarding Forward-Looking Statements

This communication contains forward-looking statements, which reflect our current views with respect to, among other things, expectations with respect to our distributions and share repurchases. You can identify these forward-looking statements by the use of words such as “outlook,” “believe,” “expect,” “potential,” “continue,” “may,” “estimated,” “seek,” “approximately,” “predict,” “intend,” “will,” “plan,” “estimate,” “anticipate,” the negative version of these words, other comparable words or other statements that do not relate strictly to historical or factual matters. Without limiting the foregoing, forward-looking statements are subject to various risks and uncertainties. Accordingly, there are or will be important factors that could cause actual outcomes or results to differ materially from those indicated in these statements. We believe these factors include those described herein under “Risk Disclosures and Other Important Information” and in the sections entitled “Risk Factors” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations” in our Annual Report on Form 10-K, our quarterly reports on Form 10-Q and in our other filings with the SEC, as such factors may be updated from time to time in our periodic filings with the SEC, which are accessible on the SEC’s website at www.sec.gov. These factors should be read in conjunction with the other cautionary statements that are included in this prospectus supplement and in our other periodic filings. You should keep in mind that any forward-looking statement we make in this communication speaks only as of the date on which we make it. We anticipate that subsequent events and developments will cause our views to change. We do not undertake any obligation to publicly update or review any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by law.

Risk Disclosures and Other Important Information

Investors should consider the investment objectives, risks, charges and expenses of the Company carefully before investing. This and other information are contained in the Company's Confidential Private Placement Memorandum (the “PPM”), which may be obtained by contacting your financial advisor. Please read the PPM carefully before investing.

Key Risk Factors

Potential Loss of Investment – No guarantee or representation is made that the investment program used by KKR will be successful. K-PEC represents a speculative investment and involves a high degree of risk. An investment in K-PEC should be discretionary capital set aside strictly for speculative purposes. Investors must have the financial ability, sophistication/experience and willingness to bear the risks of an investment in K-PEC. An investment in K-PEC is not suitable for all investors. An investor could lose a substantial portion of his/her/its investment. Because of the nature of K-PEC’s business strategy, the results of K-PEC’s operations may be volatile from month to month and from period to period. **Investors should understand that past performance is not indicative of future results.** KKR expects that K-PEC will typically have returns that have a low correlation to the major market indices. Investors should be aware that K-PEC may incur losses both when major indices are rising and falling.

Use of Leverage – Where provided for in K-PEC’s documents, K-PEC may use leverage for the purposes of financing any acquisition-related activities of K-PEC and/or to enhance overall returns; however, any event that adversely affects the value of an acquisition by K-PEC would be magnified to the extent leverage is used. No assurance can be given that financing for K-PEC’s acquisitions will be obtained by K-PEC or obtained on favorable or acceptable terms. If K-PEC is unable to obtain financing, including on favorable terms that reflect its underlying acquisition, this could have a material adverse effect on K-PEC’s ability to achieve its business objectives and provide attractive returns to its investors. Like other leveraged investments, trading in these securities may result in losses in excess of the amount invested.

Regulatory Risk – K-PEC is expected to operate its business in a manner permitting it to be excluded from the definition of “investment company” under the Investment Company Act of 1940, as amended (the “Investment Company Act”). As a result, investors will not receive the protections of the Investment Company Act afforded to investors in registered investment companies (i.e. “mutual funds”) and may pay higher fees as a result. If required to register as an “investment company” under the Investment Company Act, K-PEC would not be able to operate its business according to its business plans, and K-PEC may be forced to commence an orderly liquidation. K-PEC’s offering documents are not reviewed or approved by federal or state regulators, and its privately placed interests are not federally or state registered. In addition, K-PEC may engage in trading other securities on non-U.S. exchanges and in non-U.S. markets. These markets and exchanges may exercise less regulatory oversight and supervision over transactions and participants in transactions. In addition, compliance with environmental laws and regulations may result in substantial costs to K-PEC.

Valuations – The net asset value of K-PEC will be determined by KKR in accordance with K-PEC’s valuation policies and procedures approved by K-PEC’s board of directors. Certain portfolio holdings are expected to be illiquid and without a readily ascertainable market value, and accuracy of valuations may be difficult to determine. Since the value assigned to portfolio holdings affects K-PEC’s manager’s compensation, K-PEC’s manager’s involvement in the valuation process creates a potential conflict of interest. The value assigned to such securities may differ substantially from the value K-PEC is able to realize. As described in K-PEC’s PPM, Warehoused Assets contributed at cost will be marked to fair value, which may impact K-PEC’s return.

Fees and Expenses – K-PEC may be subject to substantial charges for management, advisory and brokerage fees and the performance participation allocation. It may be necessary for those pools that are subject to these charges to make substantial trading profits to avoid depletion or exhaustion of their assets. Please refer to K-PEC’s PPM for a more complete description of risks and a comprehensive description of each expense to be charged to K-PEC.

Limited Operating History – K-PEC has a limited operating history upon which prospective investors may evaluate its performance. There can be no assurance that K-PEC will be able to locate and complete suitable acquisitions, or that such acquisitions will be successful. K-PEC may make a limited number of acquisitions and, as a consequence, the aggregate return of K-PEC may be adversely affected by the unfavorable performance of even a single portfolio company. Its diversification by geographical region or sector may be limited which may adversely affect the performance of K-PEC if these regions or sectors experience an economic slowdown. Investors should not place undue reliance on pro forma performance. K-PEC’s actual performance may differ substantially and may be volatile.

Limited Liquidity – There is no current public trading market for shares of K-PEC, and K-PEC does not expect that such a market will ever develop. Therefore, repurchase of shares by K-PEC will likely be the only way for a shareholder to dispose of its shares. While K-PEC intends to conduct quarterly repurchases of shares, there is no guarantee that K-PEC will elect to conduct repurchases. Moreover, even if K-PEC conducts a repurchase, there is no guarantee that shareholders will be able to sell all of the shares that they desire to sell in any particular quarter. Investment in K-PEC requires a long-term commitment, with no certainty of return. K-PEC’s holdings are expected to be predominantly illiquid and there can be no assurance that K-PEC will be able to generate returns for investors, or that returns will be commensurate with the risk of investing in the underlying portfolio companies.

Market and Economic Risks – K-PEC and its portfolio companies may be materially affected by market, economic and political conditions globally and in the jurisdictions and sectors in which they operate, including factors affecting interest rates, the availability of credit, currency exchange rates and trade barriers. For example, inflation rates have recently increased, and there can be no assurance that such higher inflation rates will decrease during the terms of K-PEC, which could have an adverse effect on K-PEC and its holdings. Further, the full-scale invasion of Ukraine by Russia, as well as the Israel and Hamas war, as of the date hereof, are ongoing armed conflicts. These factors are outside KKR’s control and could adversely affect the liquidity and value of K-PEC’s holdings and may reduce the ability of K-PEC to pursue attractive new acquisitions.

Tax Risks – Investors in K-PEC are subject to pass-through tax treatment of their investment. Since profits generally will be reinvested in K-PEC rather than distributed to investors, investors may incur tax liabilities during a year in which they have not received a distribution of any cash from K-PEC.

Volatile Markets – Market prices are difficult to predict and are influenced by many factors, including: changes in interest rates, weather conditions, government intervention and changes in national and international political and economic events. K-PEC’s costs may increase or decrease as a result of currency and exchange rate fluctuations. Please refer to K-PEC’s PPM for a more comprehensive description of volatility factors.

Management Risk – K-PEC will depend on its manager and KKR to achieve its business objectives. The K-PEC executive committee is ultimately responsible for making significant capital allocation decisions proposed by the manager. KKR and its subsidiaries hold all of the voting power of K-PEC. As the sole holder of K-PEC’s voting shares, KKR is able to control the appointment and removal of all members of K-PEC’s board of directors, including K-PEC’s independent directors, and, accordingly, exercises substantial influence over K-PEC and its portfolio companies. K-PEC’s success will therefore depend on the ability of KKR to identify and consummate suitable acquisitions and to sell portfolio companies of K-PEC at a profit. K-PEC will rely on the skill and expertise of its manager and the KKR Private Equity Team, and others providing advice and services with respect to K-PEC. There can be no assurance that these key business professionals or other persons will continue to be associated with or available to the manager or its affiliates throughout the life of the Company. The loss or reduction of the services of one or more of such persons could have an adverse impact on K-PEC. In addition, K-PEC’s Management Agreement with its manager requires K-PEC to make significant payments to its manager if K-PEC terminates the Management Agreement through the payment of a termination fee.

The above summary is not a complete list of the risks, tax considerations and other important disclosures involved in investing in K-PEC. See “Risk Factors” in our Form 10-Q, Form 10-K and in our other filings with the SEC. K-PEC’s PPM is subject to more complete disclosures, which must be reviewed carefully prior to making an investment.

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