Welcome to the latest edition of Infrastructure Spotlight, the monthly newsletter from Preqin providing insights into infrastructure performance, investors, deals and fundraising. Infrastructure Spotlight uses information from our online product Infrastructure Online.

November 2012

FEATURED PUBLICATION:

2012 Pregin Infrastructure Review



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Infrastructure Spotlight

November 2012

Feature Article

Infrastructure Fundraising: Future Prospects

The feature article this month analyzes the latest unlisted infrastructure fundraising data in order to explore the prospects for fundraising over the coming year. How long can funds expect to take to reach a final close? What can fund managers do to stand out?

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Pregin Industry News

This month's industry news looks at which investors are increasing their allocation to the infrastructure asset class. Take advantage of the most up-to-date intelligence and find out what these investors will be targeting.

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Fundraising Update

A geographical breakdown of the latest fundraising data.

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The Facts

Deals - An insight into the current infrastructure deal market. Page 9

Top 100 Institutional Investors in Infrastructure - A breakdown of the largest investors. Page 11

Top 30 Fund Managers- Which are the top 30 unlisted infrastructure fund managers? Page 12



You can download all the data in this month's Spotlight in Excel.

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Infrastructure Fundraising: Future Prospects

As fundraising levels remain low in light of the financial crisis, Elliot Bradbrook analyzes Preqin's latest fundraising data to explore the realistic prospects for infrastructure funds in 2013.

The unlisted infrastructure fundraising landscape has changed significantly as a result of the global financial crisis. Since 2008, institutional investor sentiment has generally shifted from that of confident optimism to more measured caution. As a result, infrastructure fund managers now face a tough challenge when trying to stand out from the crowd and successfully attract fresh investor commitments. This has led to a saturated marketplace, with fund managers targeting lower levels of capital despite calls for greater private sector investment in infrastructure assets.

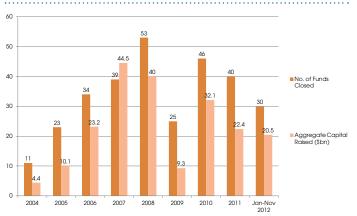
As we move into the final month of 2012, this article explores what infrastructure fund managers can realistically expect to achieve in the coming year, and the prospects for successfully raising a fund in 2013.

The Evolution of the Fundraising Market

Fig. 1 illustrates the severe impact of the global financial crisis on infrastructure fundraising levels, with the total capital raised by fund managers in 2008 and 2009 falling 10% and 79% respectively from the record \$44.5bn raised in 2007. During this period, investor confidence and appetite for infrastructure funds slumped in light of growing economic volatility, which lead to a lack of new fund commitments. The market rebounded positively in 2010, although much of the \$32.1bn raised by funds reaching a final close during the year was committed pre-crisis, with little in the way of fresh capital.

The majority of infrastructure vehicles that remained in market at the turn of 2011 had launched since the financial crisis and at the

Fig. 1: Unlisted Infrastructure Fundraising, 2004 - November 2012



Source: Pregin Infrastructure Online

start of a long fundraising process. In essence, the infrastructure fundraising market started afresh, with a large number of fund managers seeking capital from a highly cautious investor base. Therefore, although fundraising levels fell 30% between 2010 and 2011, much of the \$22.4bn raised during the year came from capital commitments secured since the onset of the financial crisis, a positive sign for infrastructure GPs.

This trend continued in 2012, with an encouraging level of fresh capital raised by infrastructure fund managers holding both interim (\$14.4bn) and final closes (\$20.5bn) between January and November. Admittedly, the \$8.25bn final close of Global Infrastructure Partners II in October 2012 contributed to these encouraging figures, but fresh capital is still being raised by infrastructure GPs.

The Current Fundraising Market

There are currently 142 unlisted infrastructure funds on the road seeking institutional investor capital. These vehicles have an aggregate target of \$86.9bn, considerably less than the record \$114.6bn sought by the 119 unlisted funds that were in market in Q1 2010. These figures show that fundraising targets have, on average, decreased over the past few years as a result of investor caution and economic volatility. The geographic focus of these vehicles is illustrated in Fig. 2.

Of these 142 unlisted infrastructure funds in market, 72 (51%) have already held at least one interim close and secured \$23.2bn in total capital. Since securing the initial seed capital needed to kick start

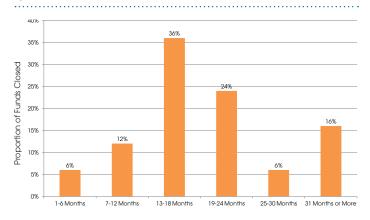
Fig. 2: Proportion of Unlisted Infrastructure Funds on the Road by Manager Location and Fund Focus



Source: Preqin Infrastructure Online



Fig. 3: Breakdown of Funds Closed in the Last 18 Months by Time Spent on the Road



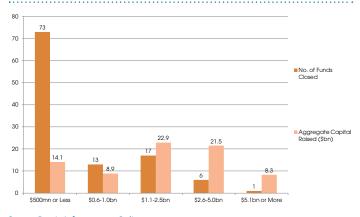
Source: Pregin Infrastructure Online

the fundraising process is a key issue for many fund managers, this shows that over half of infrastructure funds on the road have already managed this, a positive sign for the market. We would therefore expect many of these vehicles to work towards further interim and final closes going forward, likely adding at least another \$20-30bn to aggregate fundraising levels over the coming 12-18 months.

Future Fundraising Prospects

Since June 2011, 47 unlisted infrastructure funds have reached a final close having raised an aggregate \$32.8bn. The length of time each of these vehicles spent in market is outlined in Fig. 3. Thirty-six percent of these funds took between 13 and 18 months to complete the fundraising process, while 24% spent between 19 and 24 months on the road. A considerable 22% of funds took over two years to

Fig. 4: Unlisted Infrastructure Fundraising by Fund Size, 2010 - November 2012



Source: Preqin Infrastructure Online

reach a final close, including 16% that took over 31 months. Just 18% of funds managed to reach a final close within a year, again highlighting the tough conditions faced by GPs.

The average unlisted infrastructure fund to reach a final close between January and November 2012 spent 24 months on the fundraising trail; this represents a slight increase from both 2011 and 2010 when the average time spent on the road in each year was 20 months. Going forward, this timeframe is unlikely to reduce significantly as institutional investors continue to operate conservative investment strategies and take more time to finalize fund commitments. When applied to the current fundraising market, 29 of the 142 funds on the road have already spent 24 months actively raising capital and could potentially hold final closes in the coming 12 months. These vehicles are seeking an aggregate \$23.7bn in investor capital.

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In terms of fund size, a significant 73 of the 110 unlisted infrastructure funds that reached a final close since January 2010 attracted \$500mn or less in total investor capital. As shown in Fig. 4, despite accounting for 66% of the total number of funds raised, these vehicles contributed just \$14.1bn, or 19%, of the \$75.8bn raised during the period. Relatively few funds closed with over \$1bn in investor commitments, but those vehicles that did accounted for a significant 70% (\$52.7bn) of aggregate capital commitments. Just one vehicle, Global Infrastructure Partners II, raised over \$5bn.

Fund managers are generally lowering their fundraising targets in the current environment and this looks set to continue to going forward. The average unlisted infrastructure fund currently on the road is targeting \$617mn, and only 35 vehicles (25% of all funds) are looking to raise upwards of \$1bn in total capital. Just eight "mega" funds, those looking to raise over \$2bn, are currently in market targeting an aggregate \$18.1bn. Based on this trend, the average amount of capital raised per fund is likely to be lower in the coming 12-18 months than in the past.

The lower proportion of funds meeting or exceeding their initial fundraising goals over recent years is another indication of the challenging nature of the unlisted infrastructure fund market. Prior to the downturn, infrastructure fund managers were able to raise much higher levels of investor capital, but this has been restricted since 2008. In 2007, a significant 73% of unlisted infrastructure funds either met or exceeded their fundraising targets, a figure which has now fallen considerably. As shown in Fig. 5, the proportion of funds meeting or exceeding their pre-determined fundraising goals sunk to 41% in 2010, 52% in 2011 and 41% between January and November 2012.

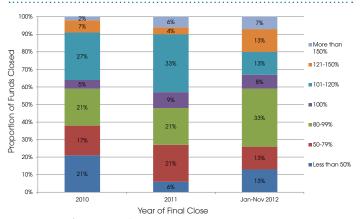
In the coming 12 to 18 months, therefore, there is unlikely to be a significant rise in the aggregate capital raised by fund managers meaning the proportion of vehicles meeting or exceeding their fundraising targets is likely to remain subdued. Although many managers are now targeting lower and perhaps more realistic levels of capital, the average fund to close between January and November 2012 achieved just 88% of its initial fundraising target. If this trend continues as expected the 142 infrastructure funds currently on the road will likely not reach their current aggregate capital target of \$86.9bn; once or if these vehicles reach a final close, the actual aggregate capital raised is likely to be lower.

What Can Fund Managers Do to Stand Out?

The prospect of successfully raising capital in 2013 will therefore in many instances be determined by the fund manager's ability to effectively distinguish themselves in a crowded fundraising market. The reality is that many of the 142 funds currently on the road will struggle to secure any capital commitments due to intense competition.

The use of a placement agent to assist in the fundraising process can help to market a fund to a wider investor audience, particularly in a tough fundraising climate. Of the infrastructure funds to reach a final close since January 2010, a significant 65% utilized the services of a placement agent. Fifty-eight percent of the 29 funds to close between

Fig. 5: Final Close as a Percentage of Target Value, 2010 - November 2012



Source: Preqin Infrastructure Online

January and November 2012 that used a placement agent either met or exceeded their fundraising targets, compared to 38% that did not use a placement agent.

Institutional investors are seeking managers with a well thought out, cohesive and clear plan for their investments. Fund managers that have strong past performance, team experience and a deal pipeline will likely attract fresh investor capital. Those managers able to intelligently approach investors and with sufficient compromises at hand if necessary will be successful going forward.

Outlook

Infrastructure fund managers can therefore expect another tough 12 months in the search for investor commitments despite increasing LP appetite for unlisted infrastructure funds and growing demand for private sector investment in the asset class. Many first-time fund managers will struggle to raise capital in such a crowded marketplace and even experienced firms may find they need to adapt to survive the impending log jam of funds on the road.

The infrastructure fundraising market is now characterized by a greater number of funds on the road targeting lower levels of capital than ever before. GPs will be forced to spend longer on the fundraising trail going forward and may have to accept falling short of their pre-determined fundraising goals. Those fund managers willing to consider LP demands, make concessions if necessary, and present a clear and defined investment proposal will stand out going forward and will have the best chance of success in 2013.

Subscriber Quicklink:

Subscribers can click <u>here</u> to to access a full list of the 142 unlisted infrastructure funds in market as of November 2012.

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2012 Pregin Infrastructure Review



The 2012 Pregin Infrastructure Review, now in its fifth edition, represents the largest and most comprehensive review of the unlisted infrastructure asset class available. With detailed analysis covering the breadth of the industry, including investors, fundraising, performance and more, plus in-depth profiles of GPs, funds and LPs across the world, this year's larger than ever Infrastructure Review is a must have purchase for infrastructure fund managers, investors and third-party service providers.

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Pregin Industry News

Olivia Harmsworth provides an analysis of the latest infrastructure industry news. Pregin Infrastructure Online subscribers can click on the investor/firm/asset names to view the full profiles.

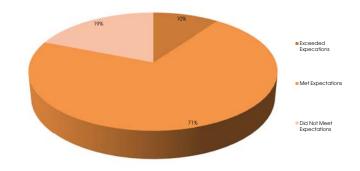
Recent developments in the infrastructure industry indicate that investors are continuing to demonstrate interest in the asset class, with many looking at increasing their allocations to infrastructure over the coming months. The Chart of the Month shows the proportion of investors that are satisfied with their infrastructure investments. A significant proportion of investors surveyed feel that their investments have lived up to expectations (71%), 10% feel that their investments have exceeded expectations, and 19% state that their infrastructure investment have not met their expectations.

A number of insurance companies have demonstrated an interest in increasing their exposure to infrastructure. California-based Pacific Life Insurance Company targets the North American energy and power sectors, and will continue to invest in funds on a global scale, typically committing between \$15mn and \$25mn to a single vehicle via its private equity allocation. The company's investments provide exposure to energy, distribution/storage and natural resources assets throughout North America. Manitoba Public Insurance will mainly target core infrastructure assets such as transportation, telecommunications and utilities projects primarily in North America. The insurance company is looking to increase its infrastructure commitments through opportunistic investments in both unlisted funds and direct investments in order to work towards its 7% infrastructure target allocation. Gothaer Insurance Company invests in infrastructure as part of a 10% real estate allocation; the company expects to focus on late-stage greenfield projects over the next 12 months and will make commitments to unlisted infrastructure funds with a specific focus on Europe and North America. The company also considers secondary stage projects, PPP/PFI investments, and will invest with spin-off teams but not with first-time fund managers.

A significant number of pension funds also display interest in making additional commitments to the asset class. Omaha School Employees' Retirement System focuses on infrastructure investments purely in the energy industry, and does not target opportunities in traditional infrastructure sectors. The \$1bn public pension fund is looking to increase its exposure to infrastructure via its private equity allocation, and specifically targets North Americafocused unlisted vehicles, having previously invested in Tenaska Power Fund and Tenaska Power Fund II. Teachers' Retirement Allowances Fund is looking to invest opportunistically in private infrastructure funds over the next 12 months, primarily in North American and European markets, although it is also looking to increase its exposure to China and India. The fund is looking to move closer to its 5% target infrastructure allocation, and will consider coinvestments through a club-deal arrangement.

Elsewhere, Michigan Department of Treasury expects to reach its 3% target allocation to infrastructure within the next two years, and is looking to boost its exposure to the infrastructure asset class

Chart of the Month: Proportion of Investors that Feel Their Infrastructure Investments Have Lived up to Expectations



Source: 2012 Preqin Infrastructure Review - August 2012 Preqin Investor Study

through unlisted fund commitments in the next 12 months. It is also looking to make its debut direct investment in infrastructure, likely through investment in a US-based telecoms company. Japan-based Shiseido Pension Fund, which has an allocation of 1% to the asset class, may increase this allocation over the next 12 months. The pension fund looks to focus on Europe and the US, although it is not interested in infrastructure opportunities targeting developing economies.

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Pregin Infrastructure Online is the industry's leading source of intelligence on the unlisted infrastructure fund industry. This constantly updated resource includes details for all aspects of the asset class, including fund performance, fundraising data, institutional investor profiles, fund manager profiles and more.

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Fundraising Update

Elliot Bradbrook provides an rundown on the latest fundraising data.

Fig. 1: Key Facts - Infrastructure Funds on the Road

Funds on the Road	North America	Europe	Asia	Rest of World	Total
Number	28	56	24	34	142
Total Target Value (\$bn)	19.7	40.1	12	15.8	87.6
Average Size (\$mn)	704	716	500	465	617

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Source: Preqin Infrastructure Online

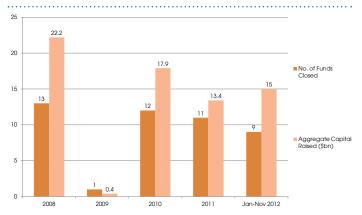
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Subscribers can click here to view a complete list of the 29 unlisted infrastructure funds to reach a final close between January and November 2012.

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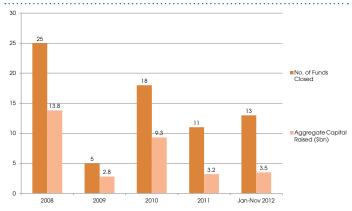
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Fig. 2: Unlisted Infrastructure Fundraising: North America-Focused Funds, 2008 - November 2012



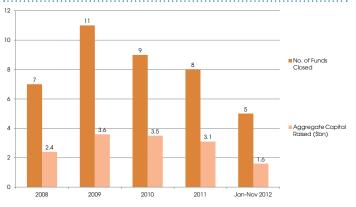
Source: Pregin Infrastructure Online

Fig. 3: Unlisted Infrastructure Fundraising: Europe-Focused Funds, 2008 - November 2012



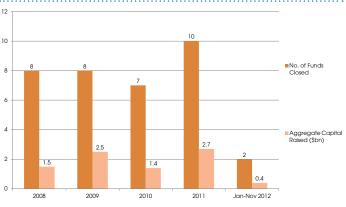
Source: Preqin Infrastructure Online

Fig. 4: Unlisted Infrastructure Fundraising: Asia-Focused Funds, 2008 - November 2012



Source: Preqin Infrastructure Online

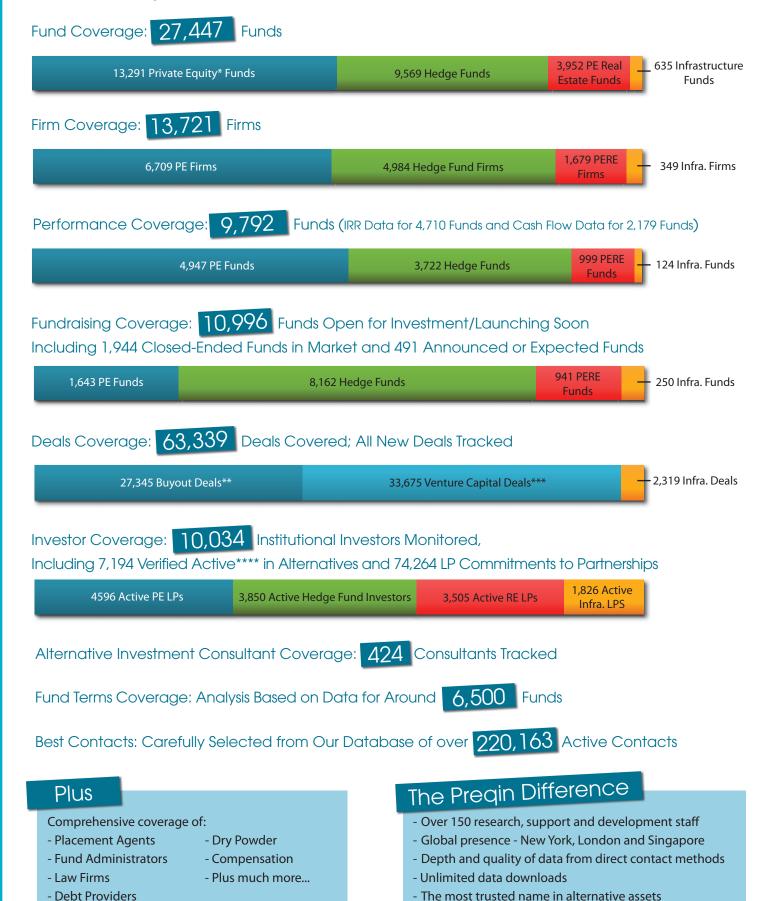
Fig. 5: Unlisted Infrastructure Fundraising: Rest of World-Focused Funds, 2008 - November 2012



Source: Preqin Infrastructure Online



Pregin Global Data Coverage



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announced venture capital rounds when the capital is committed to a company

^{****}Preqin contacts investors directly to ensure their alternatives programs are active. We emphasize active investors, but clients can also view profiles for investors no longer investing or with programs on hold.



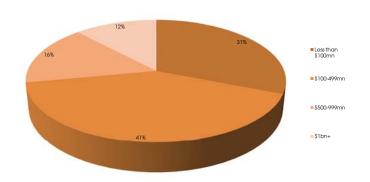
Infrastructure Deals

Elliot Bradbrook explores latest figures on infrastructure deals.

Fig. 1: Annual Number of Deals Made by Unlisted Infrastructure Fund Managers, 2004 - November 2012

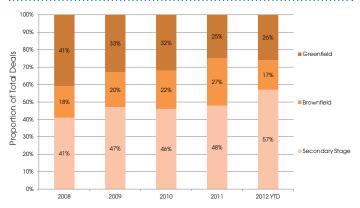


Fig. 3: Breakdown of Infrastructure Deals by Transaction Value, January - November 2012



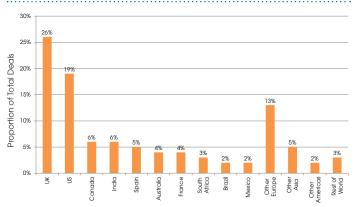
Source: Preqin Infrastructure Online

Fig. 2: Breakdown of Deals Made by Unlisted Infrastructure Fund Managers by Project Stage, 2008 - November 2012



Source: Preqin Infrastructure Online

Fig. 4: Breakdown of Infrastructure Deals by Asset Country, January - November 2012



Source: Preqin Infrastructure Online

Fig. 3: Five Most Active Unlisted Infrastructure Fund Managers in the Last 12 Months

Fund Managers	No. of Investments in Last 12 Months	No. of Investments in Last Three Years	Total Raised Through Unlisted Infrastructure Funds (bn)
Macquarie Infrastructure and Real Assets (MIRA)	12	37	USD 24
InfraRed Capital Partners	11	21	GBP 1.2
Equitix	8	28	GBP 0.5
AMP Capital Investors	7	23	-
First Reserve Corporation	6	9	USD 1.2

Source: Pregin Infrastructure Online

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Subscribers can click <u>here</u> to access a full list of the 160 deals made by unlisted infrastructure fund managers between January and November 2012.

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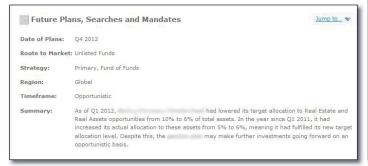
Future Searches and Mandates

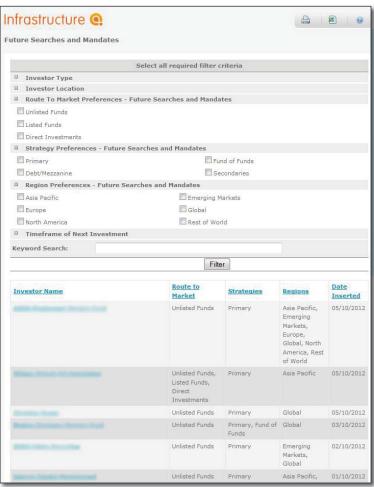
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Top 100 Institutional Investors in Infrastructure

Stephen Yates gives an overview of the largest institutional investors in infrastructure.

Fig. 1: Key Facts - Top 100 Institutional Investors in Infrastructure by Committed Capital

Number of Investors	100
Median AUM (\$bn)	33.1
Mean AUM (\$bn)	85.3
Mean Current Allocation to Infrastructure (% of AUM)	9.6
Mean Target Allocation to Infrastructure (% of AUM)	9.8

Source: Preqin Infrastructure Online

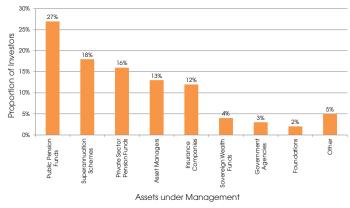
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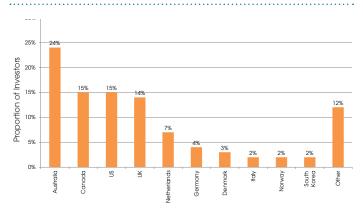
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Fig. 2: Breakdown of Top 100 Institutional Investors in Infrastructure by Type



Source: Preqin Infrastructure Online

Fig. 3: Breakdown of Top 100 Institutional Investors in Infrastructure by Location



Source: Preqin Infrastructure Online

Fig. 4: 10 Largest Institutional Investors in Infrastructure by Committed Capital

Investor	Туре	Location	Currently Committed to Infrastructure (\$bn)	Preferred Routes to Market
OMERS	Public Pension Fund	Canada	14.6	Direct
Corporación Andina de Fomento (CAF)	Government Agency	Venezuela	8.4	Unlisted, Direct
Ontario Teachers' Pension Plan	Public Pension Fund	Canada	8.0	Unlisted, Direct
APG - All Pensions Group	Asset Manager	Netherlands	7.6	Unlisted, Direct
AustralianSuper	Superannuation Scheme	Australia	6.9	Unlisted, Direct
TIAA-CREF	Private Sector Pension Fund	US	6.5	Unlisted, Direct
QIC	Asset Manager	Australia	6.4	Unlisted, Direct
CDP Capital - Private Equity Group	Asset Manager	Canada	5.9	Listed, Unlisted, Direct
Future Fund	Sovereign Wealth Fund	Australia	4.8	Listed, Unlisted, Direct
Public Sector Pension Investment Board	Public Pension Fund	Canada	3.6	Listed, Unlisted, Direct

Source: Preqin Infrastructure Online



Top 30 Infrastructure Fund Managers

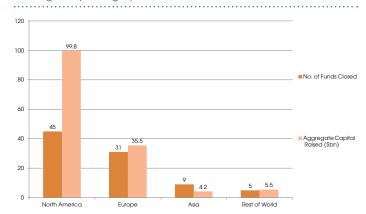
Paul Bishop analyzes the 30 largest unlisted infrastructure fund managers by total capital raised.

Fig. 1: Key Facts - Top 30 Unlisted Closed-End Infrastructure Fund Managers

Number of Managers	30
Number of Funds Closed (All Time)	90
Aggregate Capital Raised (\$bn)	145
Number of Funds on the Road	13
Aggregate Capital Sought (\$bn)	20.2

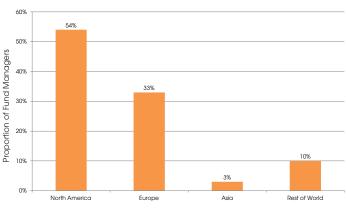
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Fig. 2: Breakdown of Funds Raised by Top 30 Infrastructure Fund Managers by Geographic Focus



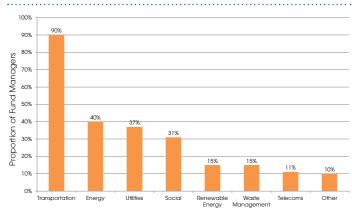
Source: Preqin Infrastructure Online

Fig. 3: Breakdown of Top 30 Infrastructure Fund Managers by Geographic Location



Source: Preqin Infrastructure Online

Fig. 4: Breakdown of Top 30 Infrastructure Fund Managers by Industry Focus



Source: Preqin Infrastructure Online

Fig. 5: Top 10 Largest Fund Managers By Total Capital Raised

Fund Manager	Manager Location	Total Capital Raised (\$bn)
Macquarie Infrastructure and Real Assets (MIRA)	Australia	24.1
Global Infrastructure Partners	US	13.9
ArcLight Capital Partners	US	10.1
GS Infrastructure Investment Group	US	9.6
EIG Global Energy Partners	US	7.9
Alinda Capital Partners	US	7.4
Energy Capital Partners	US	7.2
Highstar Capital	US	6.3
Brookfield Asset Management	Canada	4.9
LS Power Group	US	4.3

Source: Preqin Infrastructure Online

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Pregin Investor Network

Want to view a potential fund manager's performance? See which strategies other investors are allocating capital to? We can help you pin down investments and build portfolios.

Pregin Investor Network is a continually updated online resource that provides accredited institutional investors interested in infrastructure, private equity and private real estate, with complimentary access to up-to-date intelligence in the following main areas:

- Track Record up-to-date and transparent performance data for managers of funds currently in market.
- Investment Opportunities constantly updated intelligence regarding infrastructure, private equity, and private real estate funds currently on the road seeking capital.
- Fund Terms and Conditions fund listings detailing key headline terms and conditions, plus a calculator to allow assessment of the impact of various key terms on net-to-LP performance.
- Research Centre access to a wide variety of research reports and regular newsletters containing vital analysis of the latest infrastructure, private equity and real estate industry trends.
- Private Equity Returns benchmarking tools, industry horizon IRRs by fund type, and the PrEQIn Quarterly Private Equity Index

And more — we are constantly improving and updating the Pregin Investor Network.

To register for complimentary access to the Preqin Investor Network, please visit: www.preqin.com/pin

For more information, please contact: info@pregin.com

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