

# INVESTOR DAY 2021

VISION for VISIONARIES.

December 9, 2021

#### Safe Harbor



#### Special Note Regarding Forward-Looking Statements

Some of the information in this presentation may contain forward-looking statements. Forward-looking statements give our current expectations, contain projections of results of operations or of financial condition, or forecasts of future events. Words such as "may," "assume," "forecast," "position," "praidit," "strategy," "expect," "intend," "plan," "estimate," "anticipate," "budget," "potential," "continue," "will and similar expressions are used to identify forward-looking statements. They can be affected by assumptions used or by known or unknown risks or undertaints. Consequently, no forward-looking statements can be guaranteed. When considering these forward-looking statements and other cautionary statements in this presentation. Actual results have a secure of the considering statements and other cautionary statements. They can be a completed to relate the statement of all potential risks and undertaintes. Forsts that could cause our actual results to differ material from the results contemplated by such forward-looking statements include the impact and duration of the outbreak of the novel contravirus, fluctuations in wealth management fees, our reliance on our partner firms and the principals who manage their businesses, our solility to make successful acquisitions, unknown liabilities of or poor performance by acquired businesses, our inability to actual cause our acquired partner firms, our inability to acquired to account the partner firms, our inability to acquired to acquire to a successful planning atom partner firms, our inability to acquired to acquire insurance coverage, the termination of management perfect firms to complex, our residue of our partner firms to complex, our residue of our partner firms to complex, our residue of our partner firms to complex. Successful processing, the termination of management signements by management or our partner firms to complex, our reliance of the stress and our proceedings and governments by management companies, our inability to generate sufficient cash

#### Non-GANP Financial Measure

Adjusted EBITDA is a non-GAAP measure. Adjusted EBITDA is defined as net income (loss) excluding interest income, interest expense, income tax expense (benefit, amortization of doot financing costs, intangible amortization and other amortization, non-assh equity compensation expense, non-cash changes in fair value of estimated contingent consideration, gain on sale of investment, isoson extinguishment of borrowings, other expense/income, net, impairment of equity method investment, management contract buyout, delayed offering cost expense, secondary offering expenses and other one time transaction expenses. We believe that Adjusted EBITDA, viewed in addition to and not in lieu of, our reported GAAP results, provides additional useful information to investors regarding our performance and overall results of operations for various reasons, including the following: (i) non-assh equity grants made to employees or non-employees at a certain price and point in timed on on the exessarily reflect how our business is performing at any particular time; stool-board comparation expenses is not alky measure of our operating performance, and (iii) annotation expenses on any substantially from comparing our operating performance and in annotation expenses can vary substantially from period of period depending upon each contingent consideration is not considered at key measure in operating performance, and (iii) annotation expenses can vary substantially from period depending upon each company's financing and accounting mentions are not considered at key measure of operating performance. In comparing our operating performance, and (iii) to expense and average expensed life of acquired intengible assets and the method by which assets were acquired; the amortization of intangible assets obtained in acquisitions are not considered at least expense of our business and considered in acquisitions are not considered at least expense of our counting expensions and (iv) to evaluate the effectiveness of our business strategies. Adjusted

We analyze our performance using Adjusted Net Income Evoluting Tax Adjustments Per Share, Adjustment Net Income Evoluting Tax Adjustment Adjustment Net Income Evoluting Tax Adjustment Per Share are non-GAAP measures. We define Adjusted Net Income Evoluting Tax Adjustments Per Share are non-GAAP measures. We define Adjustment Net Income Evoluting Tax Adjustments of Evoluting Tax Adjustments of Evoluting Tax Adjustments of Evoluting Tax Adjustment of Evoluting Tax Adjustment of Evoluting Tax Adjustment of Evoluting Tax Adjustment of Portrowings, measurement contrast buyone, if any, deayed offering cost expense, secondary ordering expenses and other one time transaction expenses. The calculation of Adjusted Net Income Evoluting Tax Adjustments to reflect a pro-forma 27% income tax rates epiciosite to corporations in the jurisdictions we conduct business.

We believe that Adjusted Net Income Excluding Tax Adjustments and Adjusted Net Income Excluding Tax Adjustments Per Share, viewed in addition to and not in lieu of, our reported GAAP results, provide additional useful information to investors regarding our performance and overall results of operations for rescribing (i) non-cash equity glants made to employees at a derivative principle and point in time do not necessarily reflect how our business is performing attanty perticular time; stook-based compensation expenses and new resource or our operating performance, (ii) contrigent consideration or earn outs can vary substantially from company to company and depending upon each company's growth metrics and accounting assumption metrics; the non-cash changes in fair value of estimated contingent consideration is not considered a key measure in comparing our operating performance, and (iii) amortization expenses can vary substantially from company to company and from period to period depending upon each company's financing and accounting methods; the fair value and average expected life of acquired intengible assets obtained in acquired the amortization of intengible assets obtained in acquired the amortization of intengible assets obtained in acquired as key measure in companing our operating performance.

Adjusted Net Income Excluding Tax Adjustments and Adjusted Net Income Excluding Tax Adjustments Per Share do not purport to be an alternative to net income (loss) or cash flows from operating activities. The terms Adjustments Per Share are not defined under GAAP, and Adjustment and Adjusted Net Income Excluding Tax Adjustments Per Share are not a measure of net income (loss), operating income or any other performance or liquidity measure derived in accordance with GAAP. Therefore, Adjusted Net Income Excluding Tax Adjustments Per Share have limitations as an analytical tool and should not be considered in isolation or as a substitute for analysis of our results as reported under GAAP. Some of these limitations are: (i) Adjusted Net Income Excluding Tax Adjustments Per Share do not reflect all cash expenditures, furture requirements for capital expenditures or contravaluation community may calculated Net Income Excluding Tax Adjustments Per Share do not reflect all cash requirements for working capital expenditures or contravaluation community may calculate Adjustments and Adjusted Net Income Excluding Tax Adjustments Per Share do not reflect of the adjustments for working capital reeds, and (iiii) Other companies in the financial services industry may calculated Net Income Excluding Tax Adjustments Per Share dand (iii) Other companies on the Income Excluding Tax Adjustments and Adjusted Net Income Excluding Tax Adjustments Per Share dand (iii) Other Companies on the Income Excluding Tax Adjustments and Adjusted Net Income Excluding Tax Adjustments Per Share dand capital investments. We compensate for these limitations by relying also on the GAAP results and use Adjusted Net Income Excluding Tax Adjustments and Adjusted Net Income Excluding Tax Adjustments Per Share as supplemental performance.

To supplement our statements of cash flows presented on a GAAP basis, we use non-GAAP liquidity measures on a trailing 4-quarter basis to analyze cash flows generated from our operations. We consider Adjusted Free Cash Flow and Cash Flow Available for Capital Allocation to be liquidity measures that provide useful information to investors about the amount of cash generated by the business and are two factors in evaluating the amount of cash Flow and Cash Flow was cash flow and Cash Flow and Cash Flow are two factors in evaluating the for discretionary expenditures as they do not deduct our mandatory debt service requirements and other non-discretionary expenditures. We define Adjusted Free Cash Flow as net cash provided by operating activities, less purchase of fixed assets, distributions for unitholders and payments under tax receivable agreements (if any). We define Cash Flow Available for Capital Allocation as Adjusted Free Cash Flow and Cash Flow Available for Capital Allocation are not defined under GAAP and should not be considered as alternatives to net cash from operating, investing or financing activities. In addition, Adjusted Free Cash Flow Available for Capital Allocation are not defined under GAAP and Should not be considered as alternatives to net cash from operating, investing or financing activities. In addition, Adjusted Free Cash Flow Available for Capital Allocation are not defined under GAAP and Should not be considered as alternatives to net cash from operating, investing or financing activities. In addition, Adjusted Free Cash Flow Available for Capital Allocation are not defined under GAAP and Should not be considered as alternatives to net cash from operating investing or financing activities. In addition, Adjusted Free Cash Flow Available for Capital Allocation are not defined under GAAP and Should not be considered as alternatives to net cash from operating activities.

#### Client Asset Terms User

Regulatory assets under management or "RAUM" refers to the RAUM reported in the Form ADVs filed with the SEC by our partner firms. RAUM data does not include client assets managed or advised by non-SEC registered firms, including international firms. RAUM does not include call client assets that our partner firms harge fees on and does include assets that our partner firms do not charge fees on. Furthermore, some of our partner firms before assets that our partner firms do not charge fees on. Furthermore, some of our partner firms advised and the amount of the clients' assets, and charge a number of fees for services unrelated to client assets. RAUM data is only as of the deats stated in the respectate in the respectate of the partner firms from ADVs, and may be as of a different date than a year-end date. There may have been material charges in our partner firms from ADVs and make the second of the partner firms plus additional assets overseen by our partner firms that do not meet the SEC'S RAUM definition as well as assets overseen by our partner firms that do not meet the SEC'S RAUM definition as well as assets overseen by our partner firms that do not meet the



# Our founding principle











Never turn a successful entrepreneur into an employee."







## Our bold new vision for 2025



#### FOCUS 2025

November 2019 Investor Day **FOCUS 2025** 



Versus Original Vision:

Q3 LTM 2019

Results:

~\$1.1

billion revenues

~\$241

million Adjusted EBITDA<sup>(1)</sup>

~21%

Adjusted EBITDA Margin<sup>(3)</sup>

63

partner firms(4)

Original Vision:

~\$3.5

billion revenues

~\$840

million Adjusted EBITDA<sup>(2)</sup>

~24%

Adjusted EBITDA Margin<sup>(3)</sup>

~100

partner firms

New Vision:

~\$4.0

billion revenues

~\$1.1

billion Adjusted EBITDA<sup>(2)</sup>

~28%

Adjusted EBITDA Margin<sup>(3)</sup>

~125

partner firms

+14%

+31%

+4 ppts

+25%

<sup>(1)</sup> Non-GAAP financial measure. See Appendix for reconciliations.

<sup>(2)</sup> Non-GAAP financial measure. The Company is not providing a quantitative reconciliation of its forward-looking estimate of Adjusted EBITDA or Adjusted EBITDA margin to its most directly comparable GAAP financial measure because such GAAP measure, which is not included in the Company's outlook, is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties such as the items noted under the heading "Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.

<sup>(3)</sup> Adjusted EBITDA divided by revenue.

<sup>(4)</sup> As of November 20, 2019.

# Significant progress since our 2019 Investor Day



Record revenues, Adjusted EBITDA(1) and cash flow Increased M&A momentum Launched Connectus Wealth Advisers globally Accelerated international expansion Expanded value-added services Strategic joint ventures: Orion(2), Hinduja Group(3) Generated total shareholder return of >145%(4)

\$350+ billion client assets<sup>(5)</sup>

82 partner firms<sup>(6)</sup>

4 countries

4,800+
principals
& employees<sup>(7)</sup>

- Non-GAAP financial measure.
- (2) Joint venture between Orion Advisor Solutions and Focus Client Solutions announced January 27, 2021.
- (3) Joint venture between Focus and the Hinduja Group to establish Beryllus Capital announced March 22, 2021.
- (4) Based on closing share price as of November 20, 2019 and December 8, 2021.
- (5) Regulatory assets under management or "RAUM" refers to the RAUM reported in the Form ADVs filed with the SEC by our partner firms. RAUM data does not include client assets managed or advised by non-SEC registered firms, including international firms. RAUM does not include all client assets that our partner firms charge fees on and does include assets that our partner firms do not charge fees on. Furthermore, some of our partner firms also charge file fees, an hourly rate or a combination of fees, which are not based on the amount of the clients' assets, and charge a number of fees for services unrelated to client assets. RAUM data is only as of the dates stated in the respective Form ADVs and may be of a different date than a year-end date. There may have been material changes in our partner firms' RAUM since such dates. "Client assets" as of November 1, 2021 includes RAUM of our partner firms plus additional assets overseen by our partner firms that do not meet the SEC's RAUM definition as well as assets overseen by non-SEC registered firms, including international firms.
- (6) As of December 1, 2021. Includes signed and pending close transactions.
- (7) As of November 1, 2021.

# **Excellent financial performance**





#### LTM Q3 2019 Versus LTM Q3 2021

+21% +31% +3.6% +41% +21%

CAGR CAGR ppt increase CAGR CAGR

Revenues Adjusted EBITDA(2) Adjusted Net Income Excluding Tax Adjustments(4)

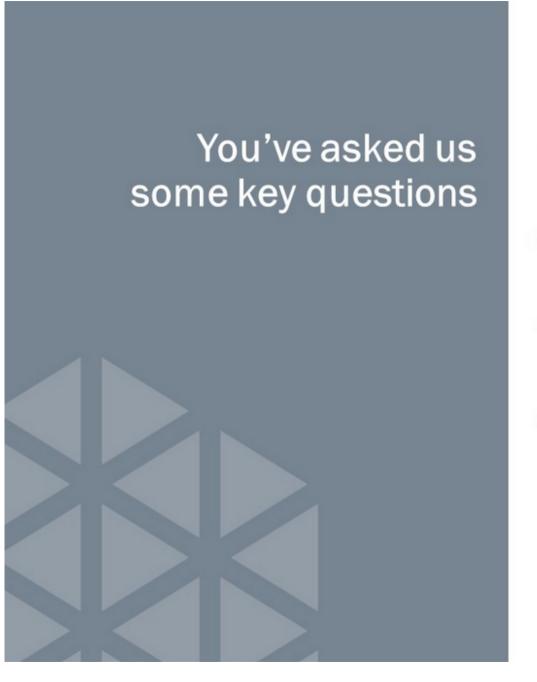
Margin(3) Adjustments(2)

<sup>(1)</sup> Fiscal 2021 estimate is comprised of actual results for the 9 months ended September 30, 2021, plus the mid-point of the Q4 2021 guidance for revenues (\$475 to \$485 million).

<sup>(2)</sup> Non-GAAP financial measure. See Appendix for reconciliations.

<sup>(3)</sup> Adjusted EBITDA divided by revenue.

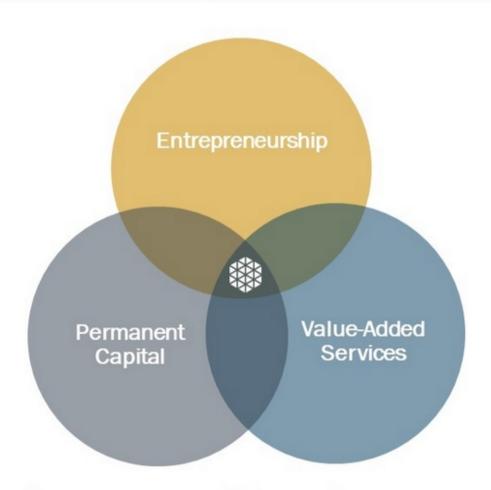
<sup>(4)</sup> Tax Adjustments represent the tax benefits of intangible assets, including goodwill, associated with deductions allowed for tax amortization of intangible assets in the respective periods based on a pro-forma 27% income tax rate. Such amounts were generated from acquisitions completed where the Company received a step-up in basis for tax purposes. Acquired intangible assets may be amortized for tax purposes, generally over a 15-year period. Due to the Company's acquisitive nature, tax deductions allowed on acquired intangible assets provide additional significant supplemental economic benefit. The tax benefit from amortization is identified to show the full economic benefit of deductions for acquired intangible assets with the step-up in tax basis.



- **1** Why do partner firms join Focus?
- What returns do you achieve?
- What is your organic growth?
- 4 How sustainable is your long-term growth?



# Our value proposition is unique

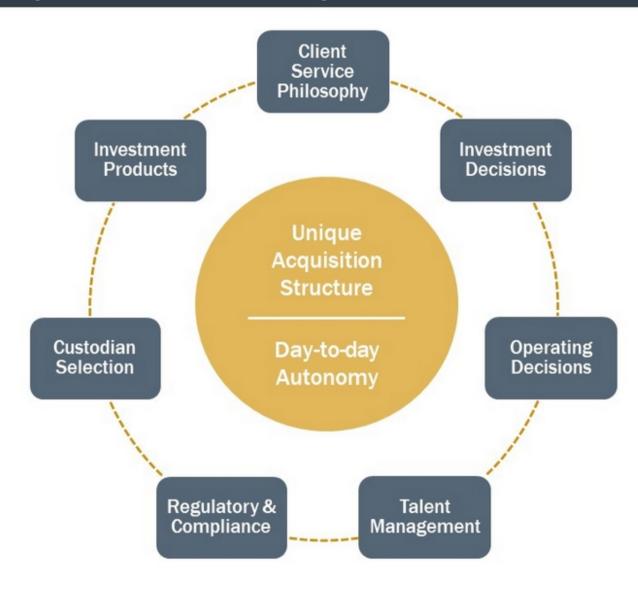


"By entrepreneurs. For entrepreneurs."



# \*\*

# We empower successful entrepreneurs







# We provide access to resources, capital, and expertise

Established track record

Deep industry relationships

**Extensive COI network** 

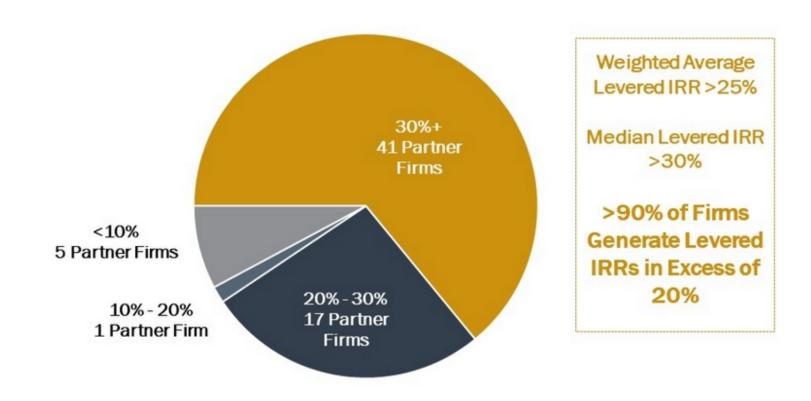
Broad, diverse partnership





# As we have grown, our returns have improved

#### Partner Firm Levered IRRs(1)

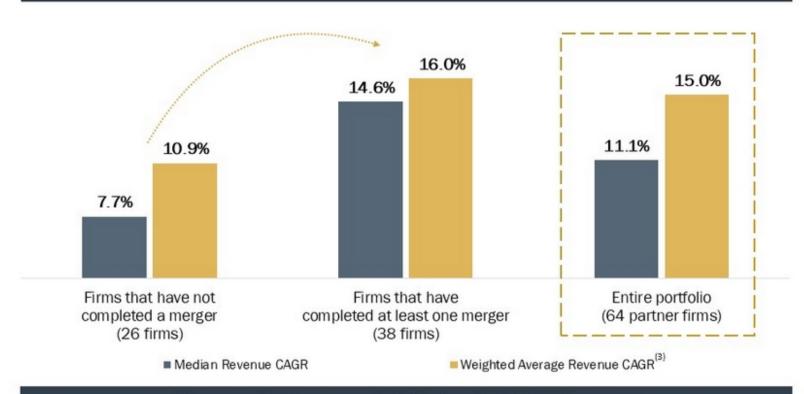


<sup>(1)</sup> Based on the 84 firms that were with us for at least 2 years as of September 30, 2021. Reflects Focus capital structure as of September 30, 2021: 2.5% pre-tax cost of debt and 27.0% tax rate offset by tax intangibles generated by partner firms since joining Focus. Capital deployed based on cash and stock consideration since inception. Terminal value based on each partner firm's respective weighted average acquired Adjusted EBITDA multiple, inclusive of mergers, multiplied by Q3 2021 LTM Adjusted EBITDA and Q3 2021 run-rate Adjusted EBITDA for firms that completed an M&A transaction within the past 12 months.



# Our organic growth is strong, both including mergers...

## Revenue CAGR Since Inception(1,2)



#### 64 partner firms represented ~95% of our Q3 2021 LTM revenues

As of September 30, 2021

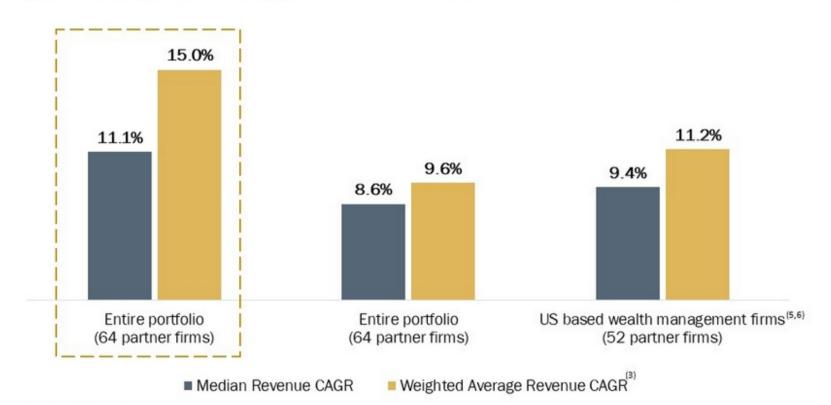
<sup>(2)</sup> Inception means first full four quarters as a Focus partner firm and reflects activity through all market cycles during that time. The analysis includes the 84 firms since inception (out of the 76 firms) that have been with us for at least 2 years as of September 30, 2021 in order to determine a baseline revenue growth rate. If Focus partner firms merged together, their financials have been combined.

<sup>(3)</sup> Weightings are based on the September 30, 2021 LTM revenues of the respective partner firms.

# ...And excluding mergers, driven by U.S. wealth managers



Revenue CAGR Since Inception – Excluding Mergers (1,2,3,4)



<sup>1)</sup> As of September 30, 2021

<sup>(2)</sup> Inception means first full four quarters as a Focus partner firm and reflects activity through all market cycles during that time. The analysis includes the 84 firms since inception (out of the 76 firms) that have been with us for at least 2 years as of September 30, 2021, in order to determine a baseline revenue growth rate. If Focus partner firms merged together, their financials have been combined.

<sup>(8)</sup> The weightings are based on the September 30, 2021 LTM revenues of the respective partner firms.

<sup>(4)</sup> Excluded the first full annual revenue from all the mergers made by our partner firm portfolio since joining Focus.

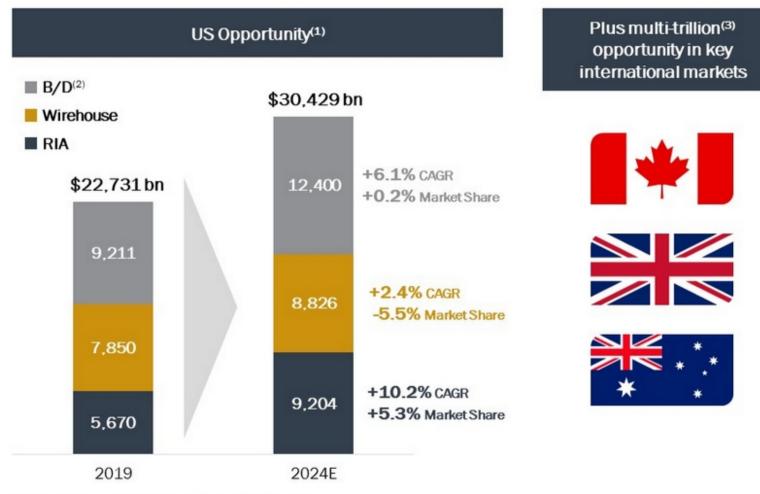
<sup>(5)</sup> The 52 US based wealth management firms have been with Focus for a weighted average of ~6 years and a median period of ~5 years. Revenues are inclusive of all affiliated business lines.

<sup>(8)</sup> Excludes dedicated family office type partner firms, international firms as well as partner firms affiliated with Third Party Administration revenues.





# RIAs will continue to be the winning segment



<sup>(1)</sup> Sources: Cerulli US Advisor Metrics 2020; Envestnet Industry Trends (March 2021).

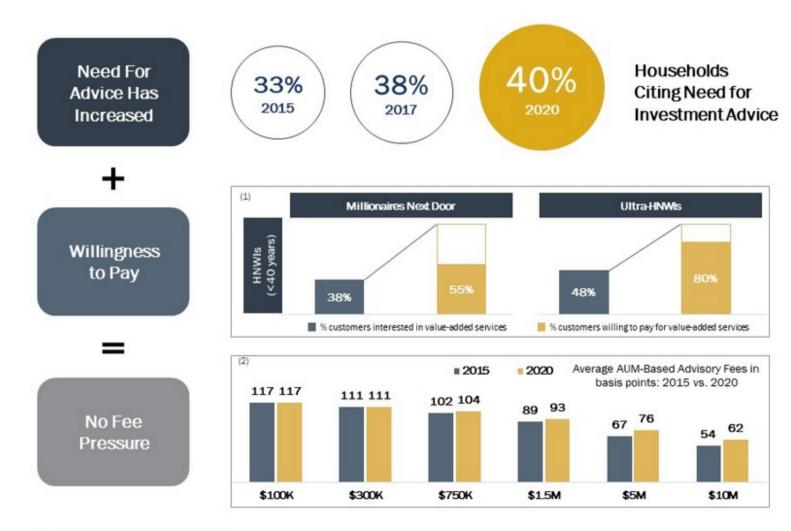
15

<sup>(2)</sup> Broker Dealers include National and regional B/D, IBD, Insurance B/D and Retail bank B/D.

<sup>(</sup>S) Sources: Advocis - The Financial Advisors Association of Canadia; Canadian Investment Funds Industry: Recent Developments and Outlook (2019). Includes private wealth, full-service brokerage and financial advisor assets; IBIS World Report on UK Financial Advice, July 2020; PIMFA, January 2021; 2019 Australian Financial Advice Landscape. Note: Total may not add up due to rounding.



# Demand for advice drives growth and limits fee pressure



<sup>(1)</sup> Source: Capgemini Financial Services Analysis, 2020.

<sup>(2)</sup> Source: Cerulli U.S. Retail Investor Advice Relationships 2020, U.S. RIA Marketplace 2020. Envestnet State of The RIA Market, January 2021.



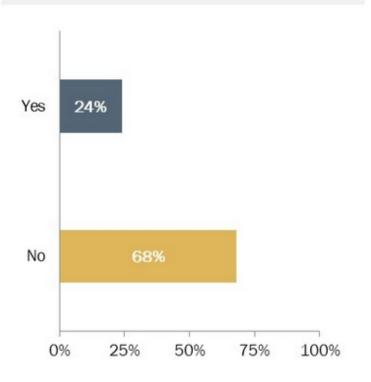


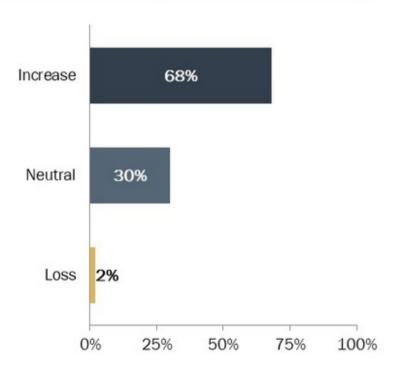
# Feedback from our partner firms supports this thesis

#### Informal Survey of Partner Firm Principals - Fall 2021(1)

Have you made changes to your pricing in 2020 / 2021?

What has been the net impact of the re-pricing on revenues?





# But industry consolidation will require substantial capital



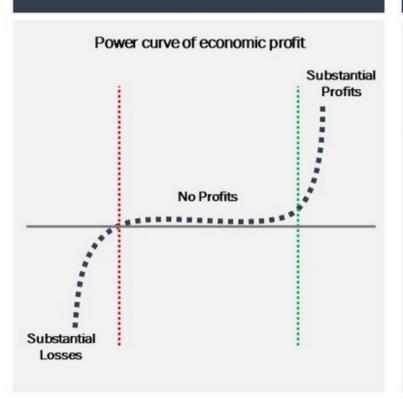
In the U.S. alone, the RIA industry will need ~\$60-\$100B of capital to support needed consolidation over the next 5+ years



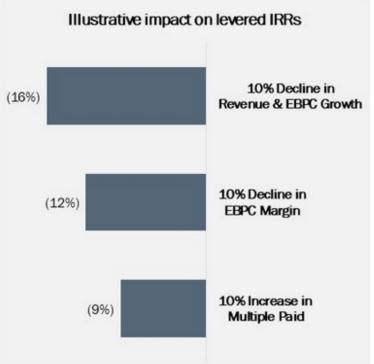


# Only a few winners will emerge

## How we generate strong returns(1)



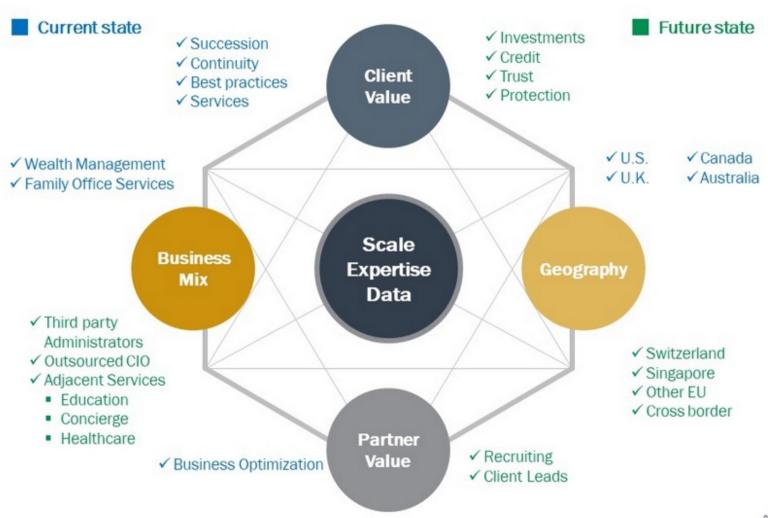
## Illustrative impact of adverse scenarios



19 (1) Source: McKinsey & Co.

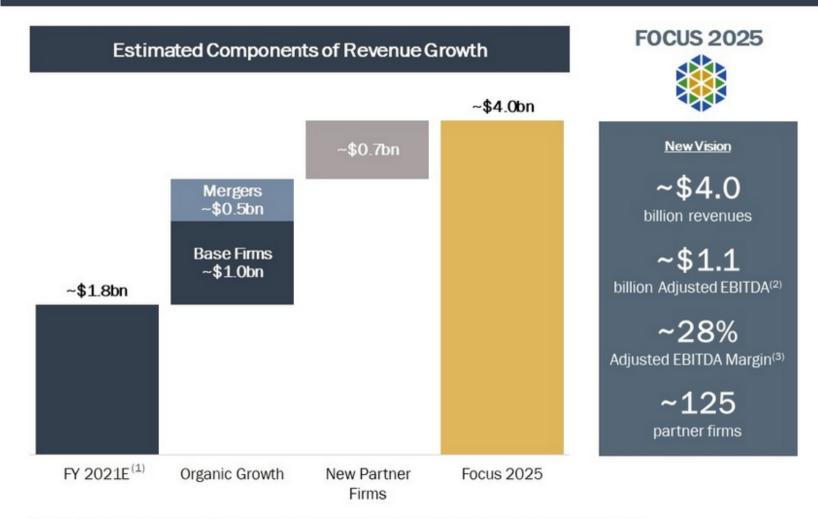
# Our model positions us to win globally





# **Enabling Focus 2025**





<sup>(1)</sup> Fiscal 2021 estimate is comprised of actual results for the 9 months ended September 30, 2021 plus the mid-point of the Q4 2021 guidance for revenues (\$475 to \$485 million).

<sup>(2)</sup> Non-GAAP financial measure. The Company is not providing a quantitative reconciliation of its forward-looking estimate of Adjusted EBITDA or Adjusted EBITDA margin to its most directly comparable GAAP financial measure because such GAAP measure, which is not included in the Company's outlook, is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties such as the items noted under the heading "Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.

<sup>(3)</sup> Adjusted EBITDA divided by revenue.



## Our bold new vision for 2025



#### FOCUS 2025

November 2019 Investor Day FOCUS 2025



Versus Original Vision:

Results:

Q3 LTM 2019

~\$1.1

billion revenues

~\$241

million Adjusted EBITDA<sup>(1)</sup>

~21%

Adjusted EBITDA Margin<sup>(3)</sup>

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partner firms(4)

Original Vision:

~\$3.5

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~24%

Adjusted EBITDA Margin<sup>(3)</sup>

~100

partner firms

New Vision:

~\$4.0

billion revenues

~\$1.1

billion Adjusted EBITDA<sup>(2)</sup>

~28%

Adjusted EBITDA Margin<sup>(3)</sup>

~125

partner firms

+14%

+31%

+4 ppts

+25%

<sup>(1)</sup> Non-GAAP financial measure. See Appendix for reconciliations.

<sup>(2)</sup> Non-GAAP financial measure. The Company is not providing a quantitative reconciliation of its forward-looking estimate of Adjusted EBITDA or Adjusted EBITDA margin to its most directly comparable GAAP financial measure because such GAAP measure, which is not included in the Company's outlook, is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties such as the items noted under the heading "Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.

<sup>(3)</sup> Adjusted EBITDA divided by revenue.

<sup>(4)</sup> As of November 20, 2019.

# Driven by four targets that create shareholder value



~23% CAGR to achieve ~\$4.0 billion in revenues

~3% increase in Adjusted EBITDA<sup>(1)</sup> Margin<sup>(1,2)</sup> to ~28%

3 20%+ Adjusted Net Income Excluding Tax Adjustments Per Share<sup>(3)</sup> CAGR

Remain within our

3.5x – 4.5x Net Leverage Ratio<sup>(4)</sup>

Revenue Growth

Operating Leverage & Earnings

Capital & Returns

<sup>(1)</sup> Non-GAAP financial measure. The Company is not providing a quantitative reconciliation of its forward-looking estimate of Adjusted EBITDA or Adjusted EBITDA margin to its most directly comparable GAAP financial measure because such GAAP measure, which is not included in the Company's outlook, is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties such as the items noted under the heading "Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.

<sup>(2)</sup> Calculated as Adjusted EBITDA divided by revenues.

<sup>(3)</sup> Non-GAAP financial measure. We are not providing a quantitative reconciliation of the forward-looking estimate of Adjusted Net Income Excluding Tax Adjustments. Per Share to its most directly comparable GAAP financial measure because such GAAP measure is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties, such as items noted under the heading 'Disclosure - Special Note Regarding Forward-Looking Statements'. In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.

<sup>(4)</sup> Net Leverage Ratio represents the First Lien Leverage Ratio (as defined in the Credit Facility) and means the ratio of amounts outstanding under the First Lien Term Loan and First Lien Revolver plus other outstanding debt obligations secured by a lien on the assets of Focus LLC (excluding letters of credit other than unpaid drawings thereunder) minus unrestricted cash and cash equivalents to Consolidated EBITDA (as defined in the Credit Facility).



- Unpacking our new targets
- Why our targets are achievable
- 3 A solid foundation that drives results



# Significant progress since our 2019 Investor Day

Stated Objectives 2019 Investor Day Targets Tangible Results
Two Year Progress

20%

Revenue CAGR

21.2%

Revenue CAGR(1)

+0.4%

Average Annual Adjusted EBITDA Margin<sup>(2)</sup> Expansion



+1.8%

Average Annual Adjusted EBITDA Margin<sup>(2)</sup> Expansion

3.5x - 4.5x

Net Leverage Ratio<sup>(3)</sup>



3.54x

Net Leverage Ratio<sup>(3,4)</sup>

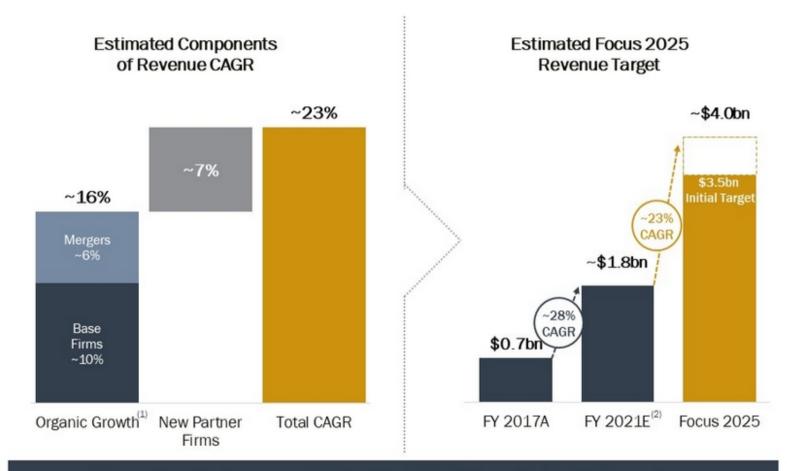
<sup>(1)</sup> QS 2019 LTM to QS 2021 LTM CAGR.

<sup>(2)</sup> Adjusted EBITDA is a non-GAAP financial measure. See Appendix for reconciliations. Adjusted EBITDA margin is calculated as Adjusted EBITDA divided by revenues.

<sup>(3)</sup> Net Leverage Ratio represents the First Lien Leverage Ratio (as defined in the Credit Facility) and means the ratio of amounts outstanding under the First Lien Term Loan and First Lien Revolver plus other outstanding debt obligations secured by a lien on the assets of Focus LLC (excluding letters of credit other than unpaid drawings thereunder) minus unrestricted cash and cash equivalents to Consolidated EBITDA (as defined in the Credit Facility).

<sup>(4)</sup> As of September 30, 2021.

# Supporting the ~\$500 million increase in our revenue target

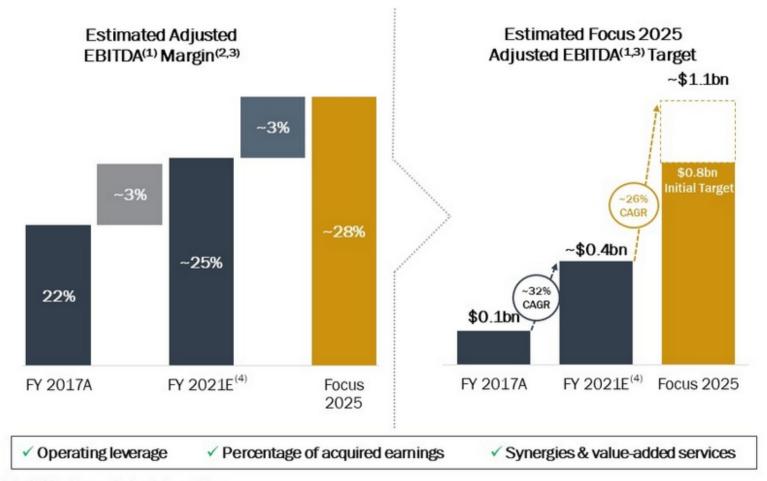


Average organic revenue<sup>(1)</sup> growth of 15.4% over the last 16 quarters

<sup>(1)</sup> Organic revenue growth represents the period-over-period growth in revenue related to partner firms, including growth related to acquisitions of wealth management practices and customer relationships by such partner firms, including Connectus, and partner firms that have merged, that would be included in our consolidated statement of operations for both periods in the future.

<sup>(2)</sup> Fiscal 2021 estimate is comprised of actual results for the 9 months ended September 30, 2021 plus the mid-point of the Q4 2021 guidance for revenues (\$475 to \$485 million).

# And the over \$250 million increase in our Adjusted EBITDA(1) target



<sup>(1)</sup> Non-GAAP financial measure. See Appendix for reconciliations.

<sup>(2)</sup> Calculated as Adjusted EBITDA divided by revenues.

<sup>(3)</sup> Non-GAAP financial measure. We are not providing a quantitative reconciliation of the forward-looking estimate of Adjusted EBITDA or Adjusted EBITDA margin to its most directly comparable GAAP financial measure because such GAAP measure is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties, such as items noted under the heading "Disclosure - Special Note Regarding Forward-Looking Statements". In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.

<sup>(4)</sup> Fiscal 2021 estimate is comprised of actual results for the 9 months ended September 30, 2021 plus the mid-point of the Q4 2021 guidance for revenues (\$475 to \$485 million) and Adjusted EBITDA margin guidance of ~25%.



## We have a diverse partnership of leading firms with scale

# >50% of our partner firms have over \$10m in annual run rate revenues(1)







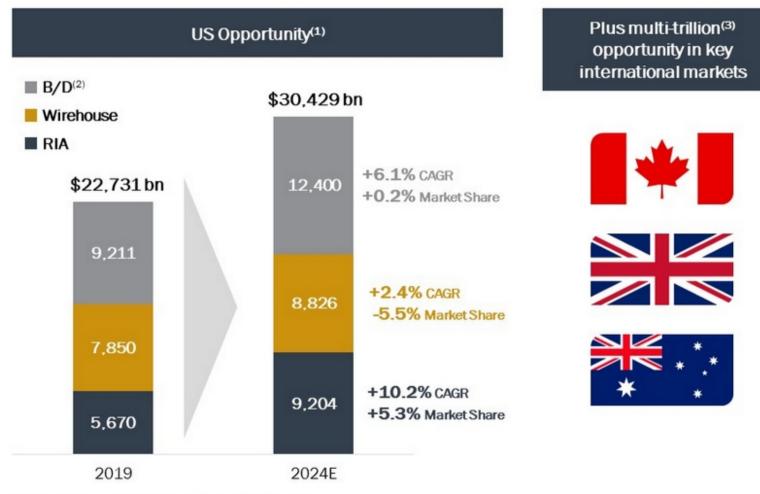
KOVITZ

<sup>(2)</sup> As of December 1, 2021. Includes signed and pending close transactions.

<sup>(3)</sup> Represents primary type of business.



# We operate in a large, high-growth and global industry



<sup>(1)</sup> Sources: Cerulli US Advisor Metrics 2020; Envestnet Industry Trends (March 2021).

30

<sup>(2)</sup> Broker Dealers include National and regional B/D, IBD, Insurance B/D and Retail bank B/D.

<sup>(3)</sup> Sources: Advocis – The Financial Advisors Association of Canada; Canadian Investment Funds Industry: Recent Developments and Outlook (2019). Includes private wealth, full-service brokerage and financial advisor assets; IBIS World Report on UK Financial Advice, July 2020; PIMFA, January 2021; 2019 Australian Financial Advice Landscape.
Note: Total may not add up due to rounding.





# We have capital flexibility and a strong credit profile

Credit Overview			
	First Lien Term Loan Tranche A <sup>(1)</sup>	First Lien Term Loan Tranche B <sup>(1)</sup>	Revolver
Amount	\$1,615.1 million	\$648.4 million (plus \$150 million 6 month delayed draw we plan to draw late December 2021)	\$0 million drawn (\$650 million facility size)
Maturity	July 2024	June 2028	July 2023
Margin	\$765.1 million at L+200 bps / \$850 million hedged at ~2.62%	L+250 bps	L+175 bps on drawn and 50 bps undrawn between 3.50x and 4.00
LIBOR Floor	0.00%	0.50%	0.00%
Amortization	1.00% / \$16.7 million per annum	1.00% / \$8.0 million per annum when fully drawn	n/a
Net Leverage Ratio <sup>(2)</sup>	'	6.25x	

#### Q3 2021 LTM Cash Flow Available For Capital Allocation<sup>(3)</sup> was \$300 million



<sup>(1)</sup> As of September 30, 2021.

Covenant

<sup>(2)</sup> Net Leverage Ratio represents the First Lien Leverage Ratio (as defined in the Credit Facility) and means the ratio of amounts outstanding under the First Lien Term Loan and First Lien Revolver plus other outstanding debt obligations secured by a lien on the assets of Focus LLC (excluding letters of credit other than unpaid drawings thereunder) minus unrestricted cash and cash equivalents to Consolidated EBITDA (as defined in the Credit Facility).

<sup>(3)</sup> Non-GAAP financial measure. See Appendix for reconciliations.





# Our financial model is well designed

Revenue

- 95%+(1) fee based and recurring revenues
- 22%<sup>(1)</sup> non-market correlated revenues
- Diversified revenues across 82<sup>(2)</sup> partner firms in 4 countries

Expenses

- Variable management fee expense tied to profitability
- Strong cost control managed by entrepreneurs
- · Capex lite model

Cash **Flows** 

- Strong and increasing operating leverage
- \$2.0bn+(3) unamortized gross tax shield(4)
- Q3 21 LTM Cash Flow Available For Capital Allocation<sup>(5)</sup> was ~\$300m

Legal

- · Non-compete and non-solicits
- Earnings preference
- Generally, buy 40-60% of earnings before partner compensation of new partner firms

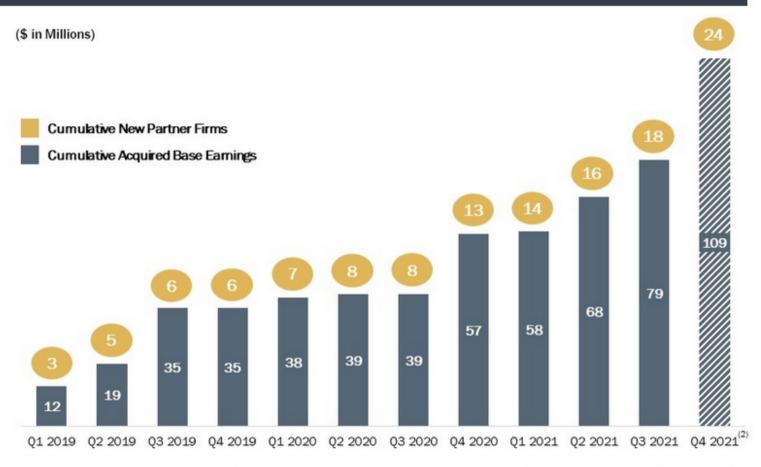
#### Committed to Net Leverage Ratio<sup>(6)</sup> Target of 3.5x - 4.5x

- (1) For the 3 months ended September 30, 2021.
- (2) As of December 1, 2021. Includes signed and pending close transactions.
- (4) Focus partner firms typically have limited tangible assets on acquisition date. Focus typically purchases customer lists, management contracts and goodwill. Consideration is typically paid in cash. Each incremental M&A transaction creates an additional tax shield which generates substantial value for shareholders and enhances our cash flows. Each tax shield is amortized over 15 years (as required under internal Revenue Code
- Non-GAAP financial measure. See Appendix for reconciliations.
- Net Leverage Ratio represents the First Lien Leverage Ratio (as defined in the Credit Facility) and means the ratio of amounts outstanding under the First Lien Term Loan and First Lien Revolver plus other outstanding debt obligations secured by a lien on the assets of Focus LLC (excluding letters of credit other than unpaid drawings thereunder) minus unrestricted cash and cash equivalents to Consolidated EBITDA (as defined in the



# Generating substantial Acquired Base Earnings(1)

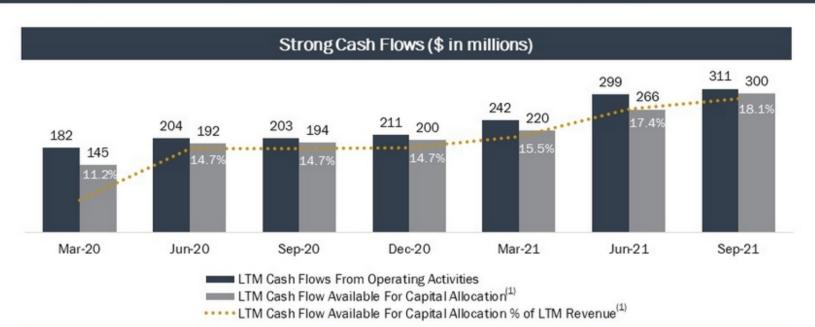
#### Cumulative New Partner Firms and Acquired Base Earnings(1) Since Q1 2019



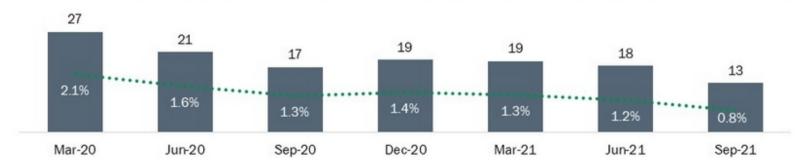
<sup>(1)</sup> The terms of our management agreements entitle the management companies to management fees typically consisting of all future EBPC of the acquired wealth management firm in excess of Base Earnings up to Target Earnings, plus a percentage of any EBPC in excess of Target Earnings. Acquired Base Earnings is equal to our collective preferred position in Base Earnings or comparable measures. We are entitled to receive these earnings notwithstanding any earnings that we are entitled to receive in excess of Target Earnings. Base Earnings may change in future periods for various business or contractual matters.

<sup>(2)</sup> Q4 2021 Estimated Acquired Base Earnings of \$30.3 million as of December 1, 2021, including signed and pending close transactions.

# Strong and increasing cash flow generation supported by a capex lite model

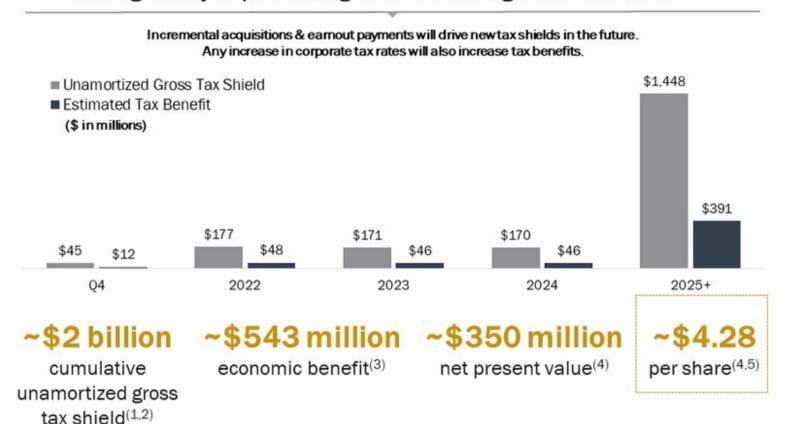


#### Capex Lite Model (LTM Capex in \$ millions and as % of LTM revenue)



# Our tax-efficient structure enhances our cash flow growth

#### Focus generally acquires intangible assets which generate tax shields(1)



<sup>(1)</sup> Focus partner firms typically have limited tangible assets on acquisition date. Focus typically purchases customer lists, management contracts and goodwill. Consideration is typically paid in cash. Each incremental M&A transaction creates an additional tax shield which generates substantial value for shareholders and enhances our cash flows. Each tax shield is amortized over 15 years (as required under internal Revenue Code Section 197).

<sup>(2)</sup> As of September 30, 2021.

<sup>(3)</sup> Based on 27% pro forma tax rate.

<sup>(4)</sup> Based on assumed 8% discount rate.

<sup>(5)</sup> Based on QS 2021 Adjusted Shares Outstanding, See Appendix for reconciliation of number of shares.

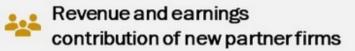




# We implemented quarterly guidance at Covid-19 onset



Organic revenue growth(1)





Adjusted EBITDA margin(2)



Net Leverage Ratio(3)



Cash earnout payments

<sup>(1)</sup> Organic revenue growth represents the period-over-period growth in revenues related to partner firms, including growth related to acquisitions of wealth management practices and customer relationships by our partner firms, including Connectus, and partner firms that have merged, that for the entire periods presented, are included in our consolidated statements of operations for each of the entire periods presented. We believe these growth statistics are useful in that they present full period revenue growth of partner firms on a "same store" basis exclusive of the effect of the partial period results of partner firms that are acquired during the

<sup>(2)</sup> Adjusted EBITDA is a non-GAAP financial measure. See Appendix for reconciliations. Adjusted EBITDA margin is calculated as Adjusted EBITDA divided by revenues.

<sup>(3)</sup> Net Leverage Ratio represents the First Lien Leverage Ratio (as defined in the Credit Facility) and means the ratio of amounts outstanding under the First Lien Term Loan and First Lien Revolver plus other outstanding debt obligations secured by a lien on the assets of Focus LLC (excluding letters of credit other than unpaid drawings thereunder) minus unrestricted cash and cash equivalents to Consolidated EBITDA (as defined in the

## We consistently delivered despite extreme market volatility





<sup>(1)</sup> Non-GAAP financial measure. See Appendix for reconciliations.

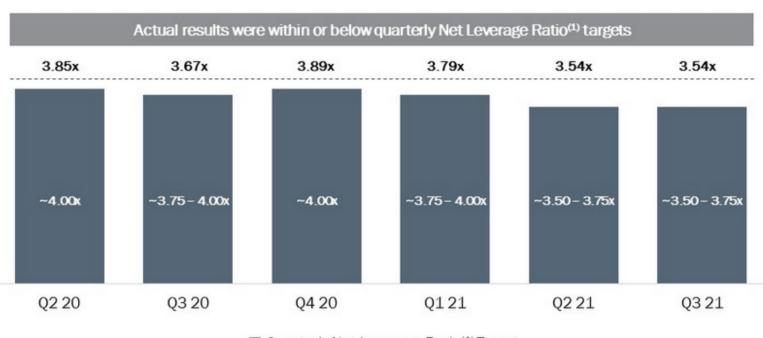
<sup>(2)</sup> Q4 2020 was positively impacted by non-recurring and incentive type revenues.





## And we stayed within or below our net leverage targets

#### Net Leverage Ratio(1)



■ Quarterly Net Leverage Ratio(1) Target

Supports Long Term Net Leverage Ratio<sup>(1)</sup> Target of 3.5x – 4.5x

<sup>(1)</sup> Net Leverage Ratio represents the First Lien Leverage Ratio (as defined in the Credit Facility) and means the ratio of amounts outstanding under the First Lien Term Loan and First Lien Revolver plus other outstanding debt obligations secured by a lien on the assets of Focus LLC (excluding letters of credit other than unpaid drawings thereunder) minus unrestricted cash and cash equivalents to Consolidated EBITDA (as defined in the





#### Our financial model demonstrated stability and resiliency



Business model supports Net Leverage Ratio<sup>(3)</sup> target of 3.5x - 4.5x

<sup>(1)</sup> Non-GAAP financial measure. See Appendix for reconciliations.

<sup>(2)</sup> Calculated as Adjusted EBITDA divided by revenues.

<sup>(3)</sup> Net Leverage Ratio represents the First Lien Revolver plus other outstanding under the First Lien Term Loan and First Lien Revolver plus other outstanding debt obligations secured by a lien on the assets of Focus LLC (excluding letters of credit other than unpaid drawings thereunder) minus unrestricted cash and cash equivalents to Consolidated EBITDA (as defined in the

## We are well positioned to deliver significant shareholder value





#### Our bold new vision for 2025



#### FOCUS 2025

November 2019 Investor Day FOCUS 2025



Versus Original Vision:

Results:

Q3 LTM 2019

~\$1.1

billion revenues

~\$241

million Adjusted EBITDA<sup>(1)</sup>

~21%

Adjusted EBITDA Margin<sup>(3)</sup>

63

partner firms(4)

Original Vision:

~\$3.5

billion revenues

~\$840

million Adjusted EBITDA<sup>(2)</sup>

~24%

Adjusted EBITDA Margin<sup>(3)</sup>

~100

partner firms

New Vision:

~\$4.0

billion revenues

~\$1.1

billion Adjusted EBITDA<sup>(2)</sup>

~28%

Adjusted EBITDA Margin<sup>(3)</sup>

~125

partner firms

+14%

+31%

+4 ppts

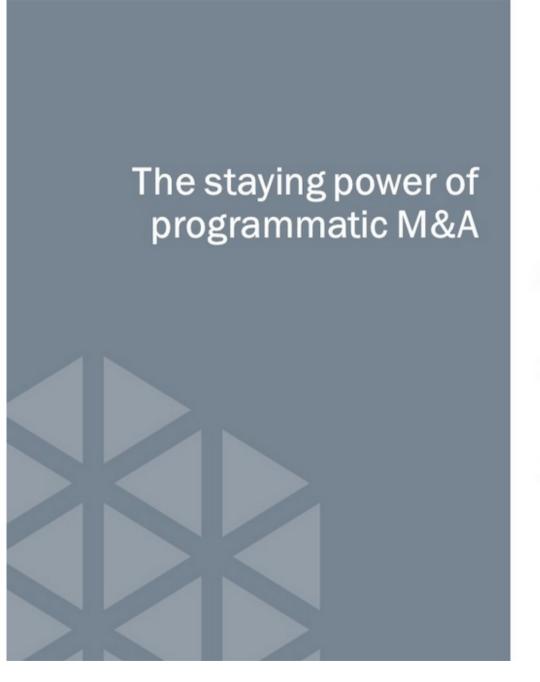
+25%

<sup>(1)</sup> Non-GAAP financial measure. See Appendix for reconciliations.

<sup>(2)</sup> Non-GAAP financial measure. The Company is not providing a quantitative reconciliation of its forward-looking estimate of Adjusted EBITDA or Adjusted EBITDA margin to its most directly comparable GAAP financial measure because such GAAP measure, which is not included in the Company's outlook, is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties such as the items noted under the heading "Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.

<sup>(3)</sup> Adjusted EBITDA divided by revenue.

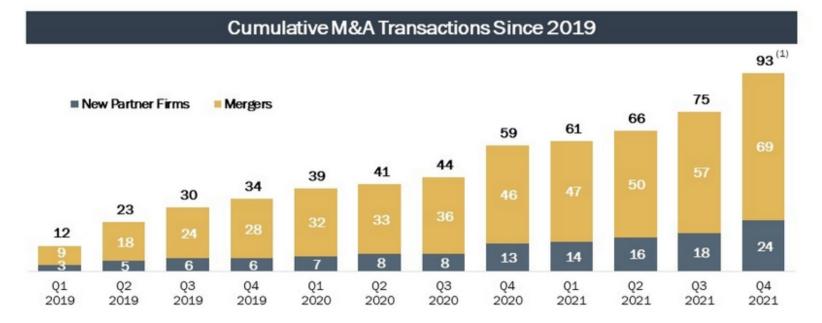
<sup>(4)</sup> As of November 20, 2019.



- 1 Accelerating deal velocity
- 2 A differentiated model
- 3 Sustainable M&A momentum
- 4 Achieving our new 2025 vision



## Deal velocity is accelerating





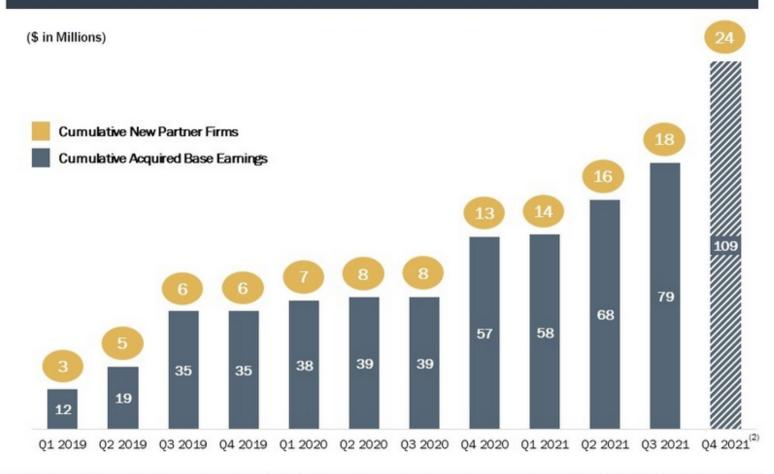
<sup>(1)</sup> Includes signed and pending close transactions as of December 1, 2021.

<sup>(2)</sup> Includes mergers for Focus partner firm Connectus Wealth Advisers.

# 〇

## Generating substantial Acquired Base Earnings(1)

#### Cumulative New Partner Firms and Acquired Base Earnings(1) Since Q1 2019



<sup>(1)</sup> The terms of our management agreements entitle the management companies to management fees typically consisting of all future EBPC of the acquired wealth management firm in excess of Base Earnings up to Target Earnings, plus a percentage of any EBPC in excess of Target Earnings. Acquired Base Earnings is equal to our collective preferred position in Base Earnings or comparable measures. We are entitled to receive these earnings notwithstanding any earnings that we are entitled to receive in excess of Target Earnings. Base Earnings may change in future periods for various business or contractual matters.

<sup>(2)</sup> Q4 2021 Estimated Acquired Base Earnings of \$30.3 million as of December 1, 2021, including signed and pending close transactions.





#### A diverse mix of transactions

Alliance Benefit Group Of Michigan 

Alley Company 

Alpern Wealth Management Altman, Greenfield & Selvaggi
 Ancora
 Anthony Smith Advisors
 ARS Wealth Advisors • Aspiri Financial Services • Aurora Financial Advisors • Badgley Phelps Wealth Managers • Baldwin & Associates • Berg • Brady/Yipp • Brede • Bullard, McLeod & Associates • Capital Advisors • Cardinal Point • Carolina Capital Consulting • Catamount Management Group • Collins Investment Group • Confluence Wealth Management • CornerStone Partners • CRM Management • Dan Goldie Financial Services • David Weise & Associates • Deaton • Decker Wealth Management • Derby & Company • Escala Partners • Fairway Wealth Management • Foster Dykema Cabot • Gavin Group • George Ferizis Group • Glass Malek • GreenCourse • Griffon Financial Planning • Harrison McCarthy • Harvest Capital Management • Hill Investment Group • Hines & Warner Wealth Management • Horan Capital Management • HORNE Wealth Advisors • Howard Capital Management • Insero Wealth Strategies • Integer Wealth Advisors Group • InterOcean • Investment Counsel • Collings • Kavar Capital Partners • Lake Mary Wealth Management • Legacy Wealth Partners • Link Financial Services • Lodestar Investment Counsel . MacGuire. Cheswick & Tuttle . Matheys Lane Capital Management • Massingale • McAdams • MEDIQ Financial Services • Misso Wealth Management • Mosaic Family Wealth • New England Investment & Retirement Group • Neuman + Associates • New Providence Asset Management • Nexus Investment Management • Northcoast • Northern Capital Management • Nova Wealth Management Group • Oak Asset Management • Pitt • Prairie Capital Management • Prime Quadrant • RNP Advisory Services • Rollins Financial • Roof Advisory Group • Seasons of Advice • Siena Investments • Skeet Kaye Hopkins • Smiley . Sonora Investment Management . Soundview Wealth Advisors . Steinberg Global Asset Management • Stellar Capital Management • Stevens First Principles Inv Advisors • The Planned Approach • TMD & Associates • Trident Financial Planning • Ullmann Wealth Partners • Waterson Financial Planning • Weatherstone Capital Management • Wechter Feldman Wealth Management • Westwood • WG&S, LLP . Williams, Jones & Associates

Transactions Since Q1 2019(1,2)

U.S.	Canada	Australia	U.K.
77	4	9	3

Partners	Mergers	Connectus
24	57	12

U.S. RIA Non-U.S. RIA **22** 

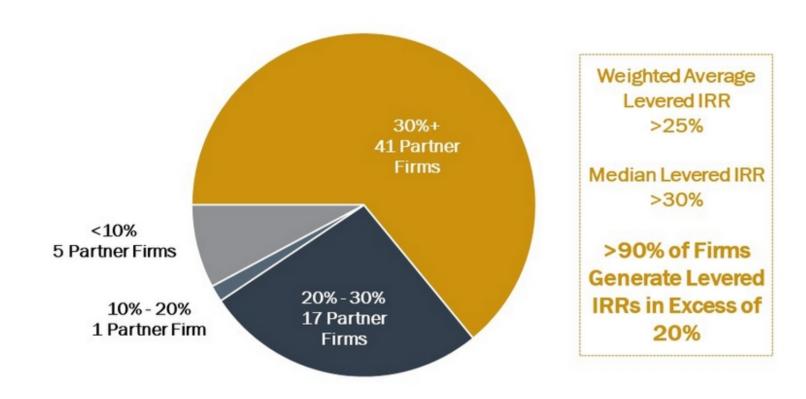
<sup>(1)</sup> Includes 2021 announced and pending close transactions through December 1, 2021.

<sup>(2)</sup> Inclusive of customer list acquisitions.



## Our portfolio returns are compelling

#### Partner Firm Levered IRRs(1)

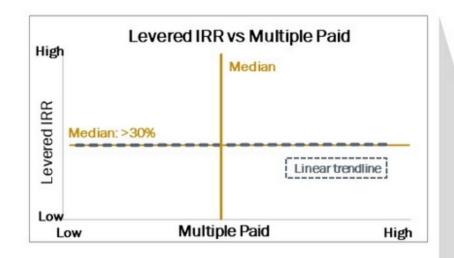


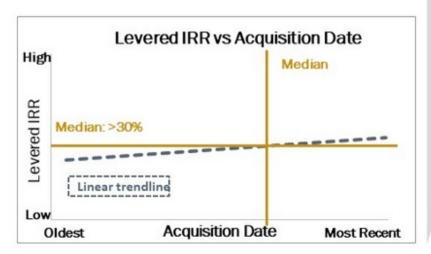
<sup>(1)</sup> Based on the 84 firms that were with us for at least 2 years as of September 30, 2021. Reflects Focus capital structure as of September 30, 2021: 2.5% pre-tax cost of debt and 27.0% tax rate offset by tax intangibles generated by partner firms since joining Focus. Capital deployed based on cash and stock consideration since inception. Terminal value based on each partner firm's respective weighted average acquired Adjusted EBITDA multiple, inclusive of mergers, multiplied by Q3 2021 LTM Adjusted EBITDA and Q3 2021 run-rate Adjusted EBITDA for firms that completed an M&A transaction within the past 12 months.





## Programmatic M&A is a core competency

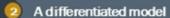






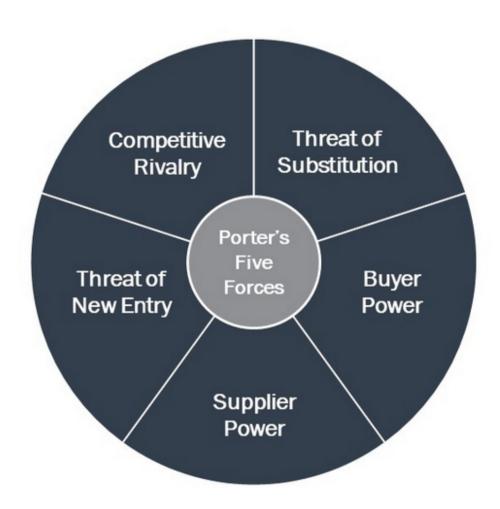
Pricing efficiency

Increasing returns over time





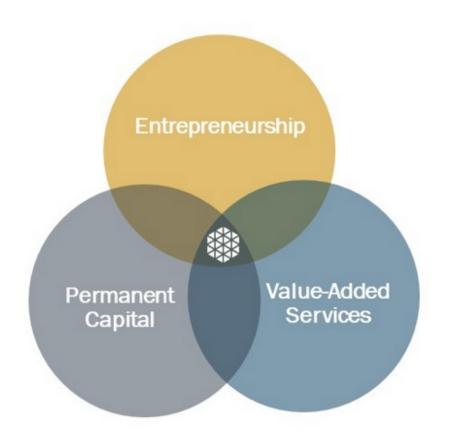
## Analyzing our competitive dynamics







## A unique value proposition for the discerning target



#### Who is our target?

Client-centric, trusted, unconflicted advisors

Value boutique business models and legacy

Want to ensure career pathing for "next-gen" talent

> Place a premium on our value-added services

"By entrepreneurs. For entrepreneurs."



## A relationship-based approach



<sup>(1)</sup> Methodology: Uses internal Practiff information from Q2 & Q3 2021. "Outbound Contact" defined as recorded texts, emails & voicemails. "Meetings" only includes documented meetings and video call.

<sup>(2)</sup> Includes 2021 announced and pending close transactions through December 1, 2021.

## Multiple models to address the needs of founders & next gen

# 1

#### DIRECT PARTNER FIRM

Firms led by entrepreneurs who continue to manage their business autonomously while having access to Focus' growth capital and value-added services.

## 2

#### **MERGERS ON BEHALF OF PARTNER FIRMS**

Firms seeking to merge with a larger firm for succession planning, expanded capabilities and operational support.



#### **CONNECTUS**

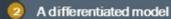
Firms who want to retain their boutique client management and culture while gaining the operational efficiencies of a shared services platform.





## A consistent and rigorous due diligence process







#### A broad array of resources and expertise

#### **BUSINESS SOLUTIONS**

Accelerates growth through the extension of resources, capital and scale



#### **CLIENTSOLUTIONS**

Enhances client outcomes by improving our partners' service offerings







## A long track record of success



Cumulative Transactions(1)





#### Creates true differentiation



- ✓ Clients
- ✓ Partners
- ✓ Shareholders

Banks & Asset Managers No independence Poor integration Cross-selling pressure

Private Equity

Temporary capital No value-add No independence

Large RIAs Roll-Ups

Limited capital No independence

Integrated Acquirors & Platforms

Ever-changing models Service providers

Internal Sale

Limited liquidity
Long time frame



## Winning a disproportionate share of industry M&A

13.7%

3 Year Avg. Share of Acquired US RIA Deals<sup>(1)</sup>



14.6%

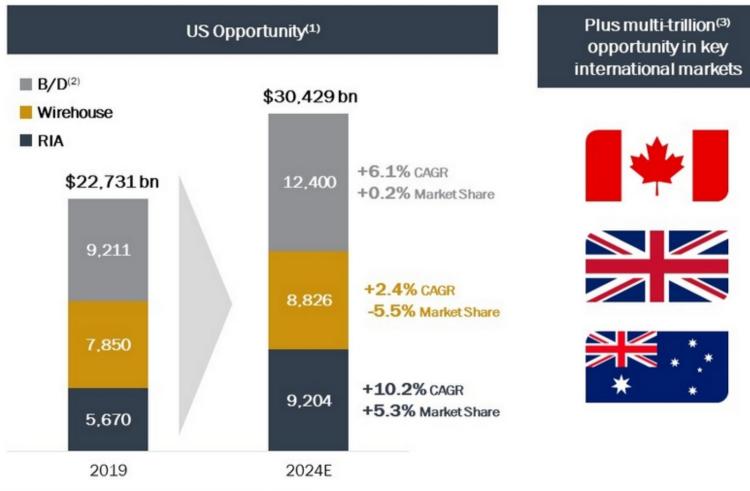
2021 YTD Share of Acquired US RIA Deals<sup>(2)</sup>

<sup>(1)</sup> Fidelity 2019-2021 Wealth Management M&A Transaction Report. Average of 2019, 2020 and 2021YTD through October.

<sup>(2)</sup> As of September 30, 202:



## Large, high-growth addressable market



<sup>(1)</sup> Sources: Cerulli US Advisor Metrics 2020; Envestnet Industry Trends (March 2021).

58

<sup>(2)</sup> Broker Dealers include National and regional B/D, IBD, Insurance B/D and Retail bank B/D.

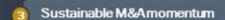
<sup>(3)</sup> Sources: Advocis – The Financial Advisors Association of Canada; Canadian Investment Funds Industry: Recent Developments and Outlook (2019). Includes private wealth, full-service brokerage and financial advisor assets; IBIS World Report on UK Financial Advice, July 2020; PIMFA, January 2021; 2019 Australian Financial Advice Landscape.
Note: Total may not add up due to rounding.



## Advisor demographics are driving industry consolidation



There are almost 45,000 advisors aged 65+ managing over \$3 trillion in client assets





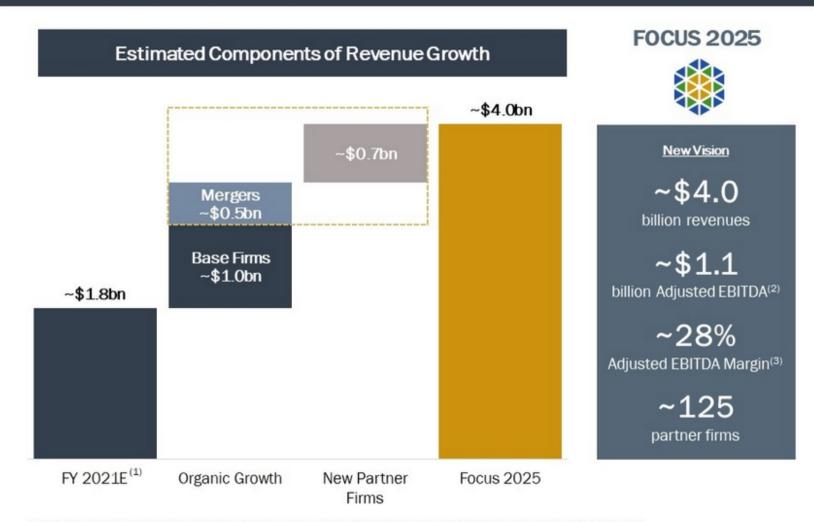
## A competitive moat in a high-growth industry







#### **Enabling Focus 2025**



<sup>(1)</sup> Fiscal 2021 estimate is comprised of actual results for the 9 months ended September 30, 2021 plus the mid-point of the Q4 2021 guidance for revenues (\$475 to \$485 million).

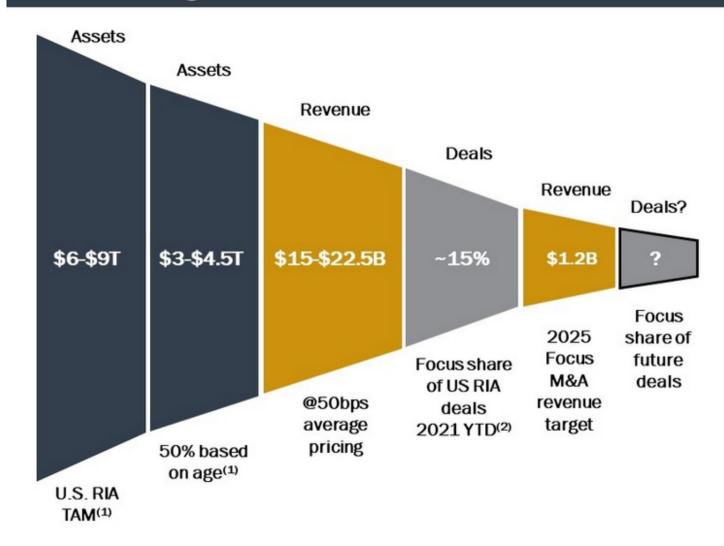
<sup>(2)</sup> Non-QAAP financial measure. The Company is not providing a quantitative reconciliation of its forward-looking estimate of Adjusted EBITDA or Adjusted EBITDA margin to its most directly companable QAAP financial measure because such GAAP measure, which is not included in the Company's outlook, is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties such as the items noted under the heading "Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.

<sup>(3)</sup> Adjusted EBITDA divided by revenue.





## How do we get there?

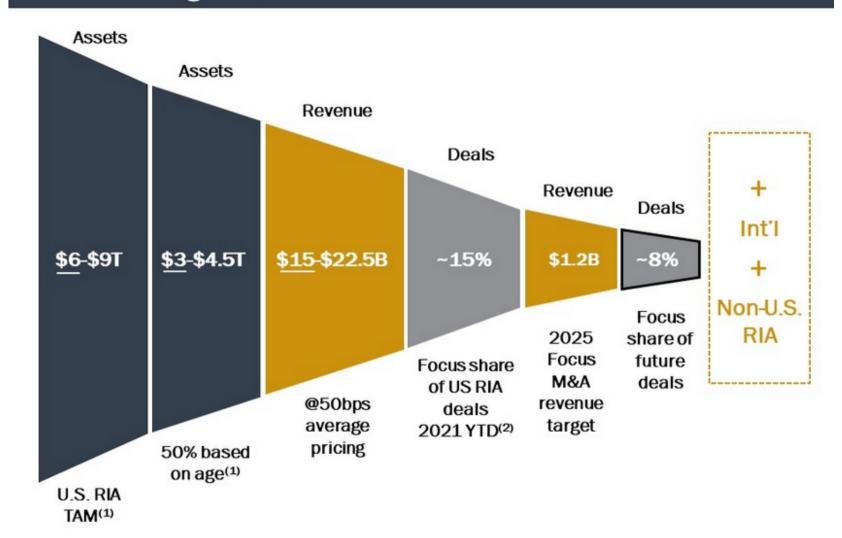


<sup>(1)</sup> Sources: Cerulli US Advisor Metrics 2020; Envestnet Industry Trends (March 2021).

<sup>(2)</sup> As of October 2021.



## How do we get there?



<sup>(1)</sup> Sources: Cerulli US Advisor Metrics 2020; Envestnet Industry Trends (March 2021).

<sup>(2)</sup> As of October 2021.



#### Our bold new vision for 2025



#### Q3 LTM 2019

Results:

~\$1.1

billion revenues

~\$241

million Adjusted

EBITDA(1)

~21%

Adjusted EBITDA

Margin<sup>(3)</sup>

63

partner firms(4)

**FOCUS 2025** 

November 2019 Investor Day

#### Original Vision:

~\$3.5 billion revenues

~\$840

million Adjusted EBITDA(2)

~24%

Adjusted EBITDA Margin<sup>(3)</sup>

~100

partner firms

#### FOCUS 2025



Versus Original Vision:

#### New Vision:

~\$4.0 billion revenues

~\$1.1

billion Adjusted EBITDA(2)

~28%

Adjusted EBITDA Margin<sup>(3)</sup>

~125

partner firms

+14%

+31%

+4 ppts

+25%

<sup>(1)</sup> Non-GAAP financial measure. See Appendix for reconciliations.

<sup>(2)</sup> Non-GAAP financial measure. The Company is not providing a quantitative reconciliation of its forward-looking estimate of Adjusted EBITDA or Adjusted EBITDA margin to its most directly comparable GAAP financial measure because such GAAP measure, which is not included in the Company's outlook, is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties such as the items noted under the heading "Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.

<sup>(3)</sup> Adjusted EBITDA divided by revenue.

<sup>(4)</sup> As of November 20, 2019.

# Driving growth through differentiated value-added services

- 1 Why our value-added services matter
- What we offer
- 3 How we execute
- 4 Looking ahead





#### We have a partnership at scale...



(1) Regulatory assets under management or "RAUM" refers to the RAUM reported in the Form ADVs filed with the SEC by our partner firms. RAUM data does not include client assets managed or advised by non-SEC registered firms, including international firms. RAUM does not include all client assets that our partner firms charge fees on and does include assets that our partner firms do not charge fees on. Furthermore, some of our partner firms also charge flat fees, an hourly rate or a combination of fees, which are not based on the amount of the clients' assets, and charge a number of fees for services unrelated to client assets. RAUM data is only as of the dates stated in the respective Form ADVs and may be of a different date than a year-end date. There may have been material changes in our partner firms' RAUM since such dates. "Client assets" as of November 1, 2021 includes RAUM of our partner firms plus additional assets overseen by our partner firms that do not meet the SEC's RAUM definition as well as assets overseen by non-SEC registered firms, including

Principals & employees(3)

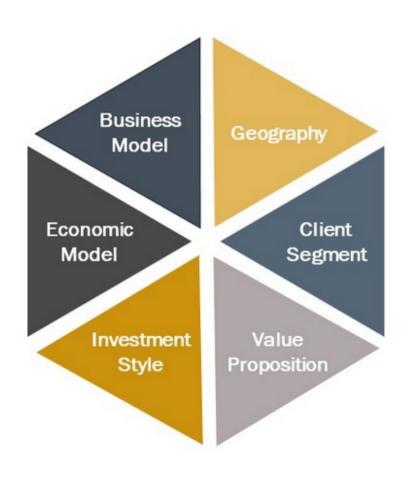
(2) As of December 1, 2021. Includes signed and pending close transactions.

(3) As of November 1, 2021.





## ...That is highly diversified, creating unique advantages









## Trust is a major factor in working with an advisor

#### Client Trust in Financial Advisors is Increasing

of investors increased both confidence & trust in their advisor during the pandemic

Believe they grew their account balance because of help provided by their advisor during the crisis





## And client priorities continue to evolve







## RIAs can differentiate by offering more services...

#### Offered By >75% of RIAs

- Asset Allocation (92%)
- Retirement Income Planning (87%)
- Retirement Accumulation Planning (85%)
  - Table Stakes
  - Differentiated Services

#### Offered By 50% - 75% of RIAs

- Education Funding (62%)
- Cash Management / Budgeting (61%)
- Estate Planning (60%)
- Tax Planning (59%)
- Insurance (57%)
- Retirement Benefits Consulting (57%)
- Charitable Planning (56%)
- Investment Manager Due Diligence (56%)

#### Offered By <50% of RIAs

- Intergenerational Planning (49%)
- Business Planning (43%)
- Eldercare Planning (39%)
- Evaluating 3<sup>rd</sup> Party Loans (21%)
- Trust Services (20%)
- Concierge & Lifestyle Services (18%)
- Private Banking (7%)





#### ...And positioning themselves to meet differing client needs

#### Client needs vary based on the complexity of their wealth and assets

























#### Mass Affluent Clients

- Investment Management
- Retirement Planning
- Cash Management/ Budgeting
- Educating Funding
- Tax Planning
- Insurance
- Lending: Mortgage

#### Increasing complexity of wealth

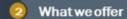
#### Ultra-High Net Worth Clients

- Investment
   Management
- Retirement Planning
- Cash Management/ Budgeting
- Educating Funding
- Tax Planning
- Insurance
- Lending: Mortgage, Marine & Airplane Financing, Specialty, Succession Financing & more...

- Access to Alternatives: Real Estate, Private Equity, ESG
- Estate Planning
- Charitable Giving
- Inter-Generational Planning
- Trust Services
- Business Planning
- 3<sup>rd</sup> Party Due Diligence
- Concierge & Lifestyle Services
- Health Care Services
- Family Office Services

#### To stay competitive RIAs also need to upgrade their business practices

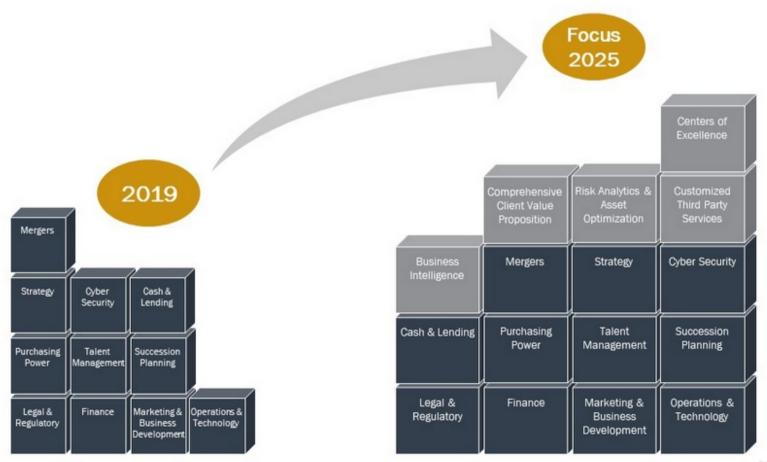
RIAs Face Key Challenges Scale Is Increasingly Important Succession Planning Next-Gen Advisors, Internal Successors Capacity to Grow Access to Capital, National Brands Institutional Processes Professional Management Teams **Ecosystem Consolidation** Pricing Power, Economies of Scale

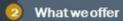




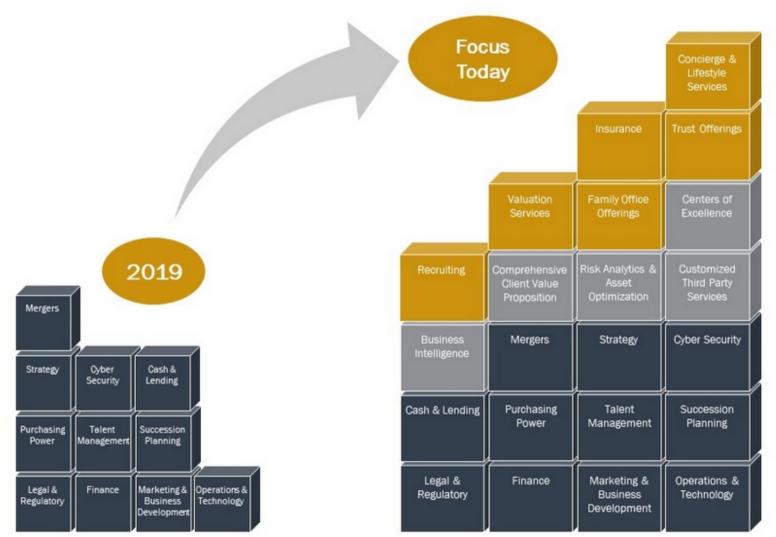
# We enable our partner firms to meet those needs

#### Our Vision in 2019





# We have exceeded our original plan for adding new services







### We offer a comprehensive array of solutions

#### **CLIENTSOLUTIONS**

Enhances client outcomes by improving our partners' service offerings



#### **BUSINESS SOLUTIONS**

Accelerates growth through the extension of resources, capital and scale





### Built for clients designed for advisors

We build from the bottom up by listening to the needs of our partners and their clients

- Input from Partnership of 82<sup>(1)</sup> partner firms
- Insights from firms' Advisors & their Clients
- Access & Knowledge of Technology Landscape
- Focus Expertise Backed by Big Data and Knowledge Repository

- √ Bespoke, Open Architecture Solutions
- ✓ Powered by Best-In-Class Technology
- √ Easy to Use by Advisors
- Equally Easy to Use by Clients
- √ Highly Scalable











# A deeper dive

#### **CLIENT SOLUTIONS**

Enhances client outcomes by improving our partners' service offerings

Cash & Credit Solutions

Portfolio & Asset Optimization

#### **BUSINESS SOLUTIONS**

Accelerates growth through the extension of resources, capital and scale

Talent Management & Recruiting

Operations, Technology & Cyber Security









#### Cash & credit solutions

#### A Fiduciary Private Bank without the Baggage



Dedicated Team of 11

30 Active Lending Institutions

40 Active Partner Firms

Proprietary Loan Portal

**Orion Joint Venture** 

We have a Securities Backed Line of Credit in process - the team has been extremely proactive and immediately responsive. The systems are SO EASY to use, to track and see where things stand.

~ Baystate Financial (Orion Firm)

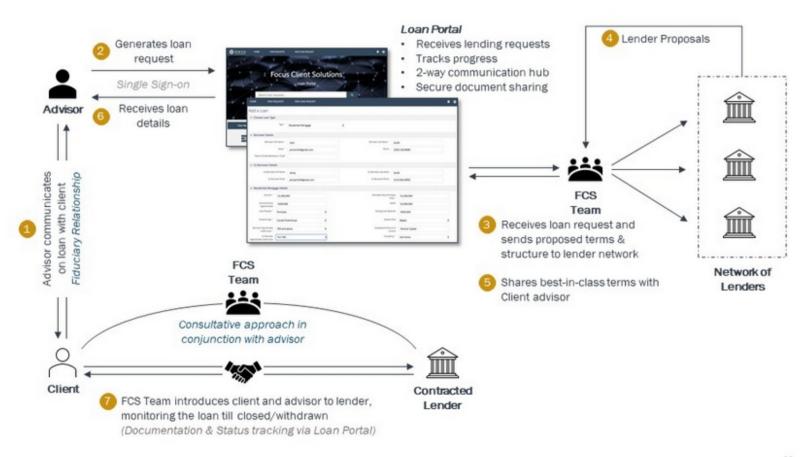
FCS has made a big difference for our clients & operations. Prior to FCS we would reach out to at least 3-4 banks for client lending needs. Now we simply go to the FCS portal as a one-stop-shop. The team is very responsive and have added a ton of value negotiating the best rates and structures for our clients.

- Harry Jones, Edge Capital Group



### Cash & credit solutions: Designed for easy access

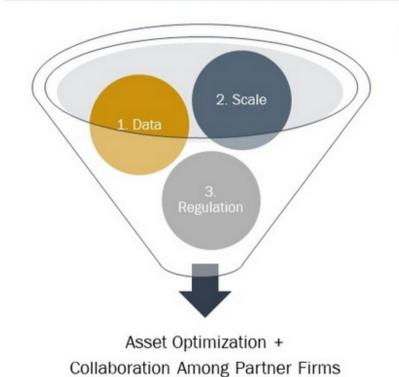
The FCS Loan Portal provides advisors with a user-friendly technology platform designed to facilitate lending requests via a centralized 2-way communication hub





### Portfolio & asset optimization

Focus has built an ecosystem where partners can leverage each other's investment strategies to create better outcomes for their clients



#### Select Examples

Alternative Investments



Real Estate Investments



Equity Strategies



ESG Strategies



No requirement to cross sell investment strategies



### Case study: access to alternative investments





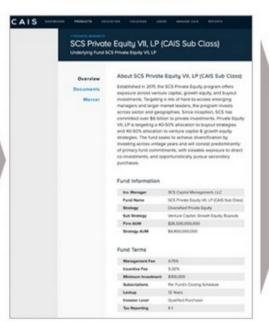




# CAIS







\$100+ Million Invested \$200+ Million Committed

Source: SCS PEVII 8-2021 Sales Materials Assets Under Management

Notes: Assets Under Management as of June 30, 2021. Employee count as of July 15, 2021. Private Equity performance includes Private Equity II-VI and Private Co-investment Opportunities I as of March 31, 2021 and shown net of underlying manager fees and net of an SCS management fee (75bps) and incentive fee as applicable (5% above an 8% preferred return for private equity, 12.5% above an 8% preferred return for co-investment vehicles).

Past performance may not be indicative of future results.

(1) Data as of September 30, 2021.

### Talent management & recruiting: more important than ever before

#### The industry is facing a talent crisis...

- In 2019 retirees began to outpace entrants to the field<sup>(1)</sup>
- Average advisor is 50 years old and 12% of advisors are under 35<sup>(2)</sup>
- A massive wave of advisor retirement is expected in the next 10 years

# ...and our partners believe recruiting will only get harder

- 61% believe recruiting is harder today than 3 years ago<sup>(1)</sup>
- Only 5% believe recruiting is easier today<sup>(1)</sup>
- >45% said they are either worried or very worried about a talent shortage over the next 5 years<sup>(1)</sup>

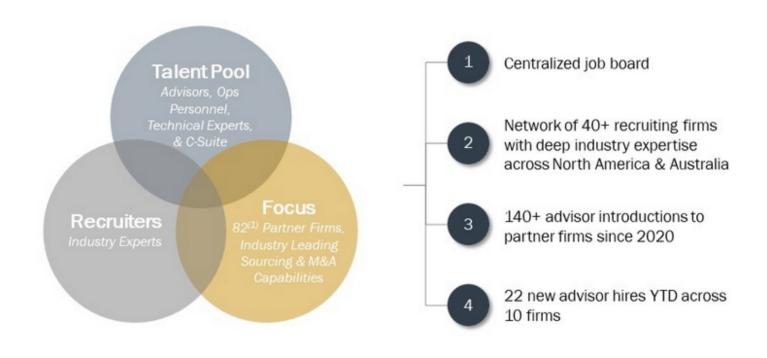
<sup>(1)</sup> Based on internal survey of Focus Partners.

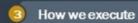
<sup>(2)</sup> Rethinking your Talent Strategy to Drive Long-term Sustainability, Fidelity Investments.



#### Talent management & leadership: recruiting support & resources

We work with our partner firms to address their unique organizational needs and help them build new competencies





#### Talent management & recruiting: best practices & knowledge sharing

We provide our partner firms with the knowledge and resources to create best-in-class talent management programs







### Three key ingredients of digital enablement

We help our partner firms offer premier client experiences via a highly curated technology stack

Z

#### Curation at Scale

Partner firms using curated tech eco-systems to address different client segments

Bespoke Solutions

# Volume & Speed of Change

80%+ of partners have upgraded their infrastructure after joining Focus

> Quick Adoption

### **Enterprise Pricing**

Most favored nation pricing and service standards due to scale

> Best-In-Class Pricing

to the Custodian



#### Building a highly curated & scalable wealth tech stack

#### An integrated wealth tech platform suite

#### CLIENT PORTAL White-labeled, highly customized RISK ANALYTICS & client portal complete with secure BUSINESS INTELLIGENCE STRESS TESTING bi-directional Client and COI Business management insights Proprietary Risk Management document vault to improve operational & strategic tools available to implement decision making sophisticated stress testing & scenario analysis INVESTMENTS & RESEARCH CRM Access to consulting, research, Al Fully integrated with 360° tools and an expanded client views, enhanced client investment platform to monitor service dashboards, and portfolios, personalize market **BUILT AROUND** actionable business insights, and access SMAs. development analytics COI alternatives and ESG strategies **ADVISORS &** tracking to help drive new business TRADING & THEIR CLIENTS REBALANCING Tax sensitive trading tools that IT INFRASTRUCTRE track models and streamline Externally managed, secure trade execution (start to cloud-based IT infrastructure. finish) consistently across all Communication technology security types enabling prospect, client & employee engagement DIGITAL CLIENT ONBOARDING Enhanced client and advisor PERFORMANCE & ANALYTICS paperwork experience through a Sophisticated data aggregation, highly efficient end-to-end & fully visualization and reporting tools that FINANCIAL & TAX PLANNING digital onboarding process: track complex client structures and assets. straight through from your CRM Multiple tools available to support distinct

client segments and level of complexity



### Backed by a holistic approach to cyber security

We help our partner firms anticipate threats and keep client data safe

10 tenets of our cyber security program

Pre-Closing Security Assessment

6 IT Technical Controls

NIST Based Cyber Maturity Model

Ongoing Cyber
Training Modules & Phishing Tests

Post Transaction Close Recommendations 8 Periodic 3<sup>rd</sup> Party Audits

Actionable Written
Information Security Policies

- Incident Support Through Beazley Cyber Insurance
- Incident Response, Business
  Continuity and Disaster Recovery Plans
- 10 2021 Ransomware Table-Top Exercise





### **In Summary**

We continuously work to enhance value for our partners and their clients. We...







### We will focus on deepening our existing capabilities

#### Resources



✓ Arming them with

practices

resources to create



√ Hiring senior level experts

best-in-class experiences

√ Capturing knowledge and institutionalizing best







- Building advisor and client friendly tools
- Ongoing education for Focus partners on valueadd enhancements
- Continued enhancement of value-add expertise

#### Outcomes





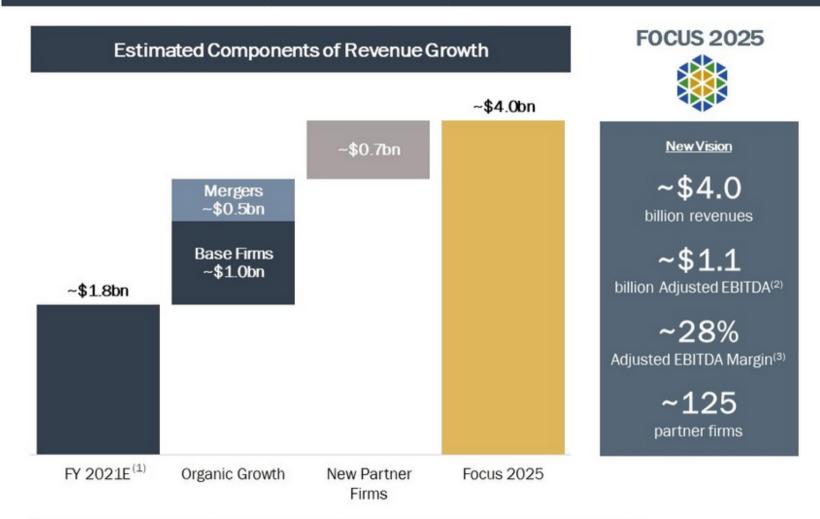


- ✓ Enhancing advisor and client satisfaction
- √ Improving margins and driving organic growth for partners
- √ Further establishing us as the destination of choice as a value-add partner





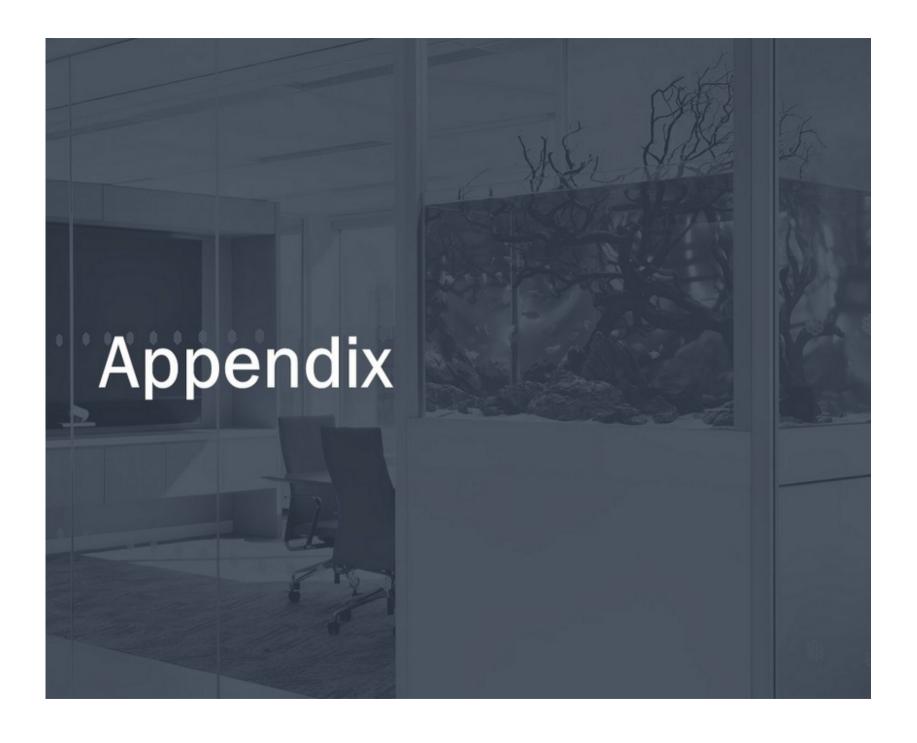
### To enhance our organic revenue growth



<sup>(1)</sup> Fiscal 2021 estimate is comprised of actual results for the 9 months ended September 30, 2021 plus the mid-point of the Q4 2021 guidance for revenues (\$475 to \$485 million).

<sup>(2)</sup> Non-GAAP financial measure. The Company is not providing a quantitative reconciliation of its forward-looking estimate of Adjusted EBITDA or Adjusted EBITDA margin to its most directly comparable GAAP financial measure because such GAAP measure, which is not included in the Company's outlook, is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties such as the items noted under the heading "Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.

<sup>(3)</sup> Adjusted EBITDA divided by revenue.



# Net Income (Loss) to Adjusted EBITDA Reconciliation

	Nine months ended								Trailing 4-Quarters ende				
in thousands)	2017	2018	2019	2020	Sept. 30, 2018	Sept. 30, 2019	Sept. 30, 2020	Sept. 30, 2021	Sept. 30, 2019	Sept. 30, 2021			
Net income (loss)	\$ (48,359)	\$ (41,087)	\$ (12,025)	\$ 48,965	\$ (58,634)	\$ 666	\$ 41,291	\$ 9,505	\$ 18,213	\$ 17,179			
Interest income	(222)	(1,266)	(1,164)	(453)	(809)	(827)	(412)	(310)	(1,284)	(351)			
Interest expense	41,861	56,448	58,291	41,658	45,480	43,135	32,546	37,893	54,103	47,005			
Income tax expense (benefit)	(1,501)	9,450	7,049	20,660	5,667	(3,701)	16,512	6,038	82	10,186			
Amortization of debt financing costs	4,084	3,498	3,452	2,909	2,716	2,483	2,200	2,856	3,265	3,565			
Intangible amortization	64,367	90,381	130,718	147,783	65,400	94,860	108,759	133,041	119,841	172,065			
Depreciation and other amortization	6,686	8,370	10,675	12,451	6,121	7,535	9,131	10,835	9,784	14,155			
Non-cash equity compensation expense	34,879	44,468	18,329	22,285	31,612	13,375	15,588	24,569	26,231	31,266			
Non-cash changes in fair value of													
estimated contingent consideration	22,294	6,638	38,797	19,197	28,879	25,696	(621)	96,241	3,455	116,059			
Gain on sale of investment	_	(5,509)	-	-	(5,509)	_	-	-	_	-			
Loss on extinguishment of borrowings	8,106	21,071	-	6,094	21,071	-	6,094	-	-	-			
Other expense (income), net	3,191	2,350	1,049	214	229	695	(25)	219	2,816	458			
Impairment of equity method investment	_	-	11,749	-	-	-	-	-	-	_			
Management contract buyout	-	-	1,428	-	-	1,428	-	-	1,428	-			
Delayed offering cost expense	9,840	-	-	-	-	-	-	-	_	-			
Secondary offering expenses	_	-	-	-	-	-	-	1,409	_	1,409			
Other one-time transaction expenses (1)		8,590	1,486	_	6,969	1,486	_		3,107				
Adjusted EBITDA	\$145,226	\$203,402	\$269,834	\$321,763	\$149,192	\$186,831	\$231,063	\$322,296	\$ 241,041	\$ 412,996			

# **Net Income to Adjusted EBITDA Reconciliation**



(\$ in thousands)	Q1 2020	Q2 2020		Q3 2020		Q4 2020		Q1 2021		Q2 2021		Q3 2021	
Net income	\$ 34,019	S	3,328	S	3,944	\$	7,674	\$	2,482	S	5,174	S	1,849
Interest income	(285)	)	(66)		(61)		(41)		(47)		(57)		(206)
Interest expense	13,586		10,057		8,903		9,112		10,521		10,829		16,543
Income tax expense	12,070		37		4,405		4,148		1,186		2,174		2,678
Amortization of debt financing costs	782		709		709		709		852		902		1,102
Intangible amortization	35,723		36,012		37,024		39,024		42,983		44,003		46,055
Depreciation and other amortization	2,982		3,029		3,120		3,320		3,607		3,606		3,622
Non-cash equity compensation expense	5,034		5,248		5,306		6,697		12,356		6,275		5,938
Non-cash changes in fair value of													
estimated contingent consideration	(31,373)	)	16,472		14,280		19,818		25,936		34,062		36,243
Loss on extinguishment of borrowings	6,094		-		-		-		-		-		_
Other expense (income), net	(612)	)	(70)		657		239		(3)		534		(312)
Secondary offering expenses	_		_		-		_		1,122		287		_
Adjusted EBITDA	\$ 78,020	S	74,756	\$	78,287	\$	90,700	\$ 1	.00,995	S	107.789	\$	113.512

### Net Income (Loss) to Adjusted Net Income Excluding Tax Adjustments Reconciliation



						Three months ended				Nine months ended					
	201	8	2019		2020	Sept. 30, 2019		pt. 30,		ept. 30, 2021	Sept. 30, 2018	Sept. 30, 2019	Sept. 30, 2020	S	ept. 30, 2021
(\$ in thousands, except share and per share data)		_		_					_					_	
Net income (loss)	\$ (41	,087)	\$ (12,025)	\$	48,965	\$ 392	\$	3,944	\$	1,849	\$ (58,634)	\$ 666	\$ 41,291	\$	9,505
income tax expense	9	,450	7,049		20,660	(3,905)		4,405		2,678	5,667	(3,701)	16,512		6,038
Amortization of debt financing costs	3	,498	3,452		2,909	919		709		1,102	2,718	2,483	2,200		2,858
intangi ble amortization	90	,381	130,718		147,783	34,898		37,024		46,055	65,400	94,860	108,759		133,041
Non-cash equity compensation expense	44	,468	18,329		22,285	4,278		5,308		5,938	31,612	13,375	15,588		24,569
Non-cash changes in fair value of															
estimated contingent consideration	6	,638	38,797		19,197	14,435		14,280		36,243	28,879	25,698	(621)		98,241
Gain on sale of investment	(5	,509)	_		_	_		-		-	(5,509)	-	_		_
Loss on extinguishment of borrowings	21	,071	-		6,094	-		-		-	-	-	6,094		-
impairment of equity method investment		-	11,749		-	-		-		-	21,071	-	-		-
Management contract buyout		-	1,428		-	_		-		-	-	1,428	_		-
Secondary offering expenses		-	-		-	-		-		-	-	-	-		1,409
Other one-time transaction expenses (1)	11	,529	1,488		_	_		-		-	7,535	1,486	-		_
Subtotal	140	,439	200,988		267,893	51,015		65,668		93,865	98,737	138,293	189,823		273,659
Pro forma income tax expense (27%) (2)	(37	,919)	(54,285)		(72,331)	(13,774)		(17,730)		(25,344)	(26,659)	(38,799)	(51,252)		(73,889
Adjusted Net Income Excluding Tax Adjustments	\$ 102	,520	\$ 148,718	\$	195,562	\$ 37,241	\$	47,938	\$	68,521	\$ 72,078	\$ 99,494	\$ 138,571	\$	199,770
Fax Adjustments (3)	\$ 22	,828	\$ 31,860	5	37,254	\$ 8,407	5	9,288	5	11,835	\$ 18,521	\$ 23,100	\$ 27,398	5	33,365

<sup>(1)</sup> Represents one-time expenses primarily related to an acquisition and our IPO and Reorganization Transactions. Refer to our 10-Q and 10-K filings for additional details.

<sup>(2)</sup> The proformal income tax rate of 27% reflects the estimated U.S. Federal, state, local and foreign income tax rates applicable to corporations in the jurisdictions, we conduct business.

<sup>(3)</sup> Tax Adjustments represent the tax benefits of intangible assets, including goodwill, associated with deductions allowed for tax amortization of intangible assets in the respective periods based on a pro-forma 27% income tax rate. Such amounts were generated from acquisitions completed where we received a step-up in basis for tax purposes. Acquired intangible assets may be amortized for tax purposes, generally over a 15-year period. Due to our acquisitive nature, tax deductions allowed on acquired intangible assets provide additional significant supplemental economic benefit. The tax benefit from amortization is included to show the full economic benefit of deductions for acquired intangible assets with the step-up in tax basis. As of September 30, 2021, estimated Tax Adjustments from intangible asset related income tax rate for the next 12 months is \$48.3 million.





	3 months ended September 30, 2021
Calculation of Adjusted Shares Outstanding:	
Weighted average shares of Class A common	
stock outstanding-basic (1)	59,940,166
Adjustments:	
Weighted average incremental shares of Class A common stock	
related to stock options, unvested Class A common stock	
and restricted stock units (2)	498,344
Weighted average Focus LLC common units outstanding (3)	12,609,173
Weighted average Focus LLC restricted common units	
outstanding (4)	71,374
Weighted average common unit equivalent of	
Focus LLC incentive units outstanding (5)	8,710,727
Adjusted Shares Outstanding	81,829,784

<sup>(1)</sup> Represents our GAAP weighted average Class A common stock outstanding - basic.

<sup>(2)</sup> Represents the incremental shares related to stock options, univested Class A common stock and restricted stock units as calculated under the treasury stock method.

<sup>(3)</sup> Assumes that 100% of the Focus LLC common units were exchanged for Class A common stock.

<sup>(4)</sup> Assumes that 100% of the Focus LLC restricted common units were exchanged for Class A common stock.

<sup>(5)</sup> Assumes that 100% of the vested and unvested Focus LLC incentive units were converted into Focus LLC common units based on the closing price of our Class A common stock at the end of the respective period and such Focus LLC common units were exchanged for Class A common stock.

# **Reconciliation of Cash Flow Available for Capital Allocation**



	Three months ended												
(\$ in thousands)	June 30, 2019	Sept. 30, 2019	Dec. 31, 2019	March 31, 2020 (3)	June 30, 2020	Sept. 30, 2020	Dec. 31, 2020	Mar. 31, 2021 (3)	June 30, 2021	Sept. 30, 2021			
Net cash provided by operating activities	\$ 39,305	\$ 74,702	\$ 64,854	\$ 3,382	\$ 60,996	\$ 74,089	\$ 72,894	\$ 34,128	\$117,832	\$ 85,888			
Purchase of fixed assets	(8,185)	(10,698)	(4,714)	(3,188)	(2,759)	(6,744)	(6,658)	(2,835)	(1,483)	(2,242			
Distributions for unitholders	(11,138)	(3,491)	(5,416)	(4,567)	(3,076)	(8,122)	(6,692)	(9,055)	(10,053)	(7,283			
Payments under tax receivable agreements	_	_	_	_	_		_	(4,112)	(311)	_			
Adjusted Free Cash Flow	\$ 19,982	\$ 60,513	\$ 54,724	\$ (4,373)	\$ 55,161	\$ 59,223	\$ 59,544	\$ 18,126	\$105,985	\$ 76,363			
Portion of contingent consideration paid													
included in operating activities (1)	4,012	825	815	8,344	16,369	3,806	2,394	5,276	11,605	20,415			
Cash Flow Available for Capital Allocation (2)	\$ 23,994	\$ 61,338	\$ 55,539	\$ 3,971	\$ 71,530	\$ 63,029	\$ 61,938	\$ 23,402	\$117,590	\$ 96,778			

<sup>(1)</sup> A portion of contingent consideration paid is classified as operating cash outflows in accordance with GAAP, and therefore is a reconciling item to arrive at Cash Flow Available for Capital Allocation.

<sup>(2)</sup> Cash Flow Available for Capital Allocation evoluties all contingent consideration that was included in either operating, investing or financing activities of our consolidated statements of cash flows.

<sup>(3)</sup> Net cash provided by operating activities for the three months ended March 31, 2020 and 2021, respectively, include cash outflows related to due to affiliates (i.e., management fees). A portion of management fees were paid in Q1 post the issuance of the respective annual audit included in our Form 10-K.