## Owl Rock Capital Corporation

August 2022





#### Overview of Owl Rock, a Division of Blue Owl

Premier platform focused on lending to upper middle-market companies

#### **Market Leader with Significant Scale**

Owl Rock Capital Group ("Owl Rock") is the direct lending division of Blue Owl Capital Inc. (NYSE: OWL), a publicly traded alternative asset management firm

- Blue Owl has a market cap of \$14.0 billion
- Manages \$119.1 billion of AUM
- BBB rated by S&P and Fitch¹

## Owl Rock's direct lending business has \$56.8 billion of assets under management and is a leading BDC franchise

- Originated approximately \$64 billion of investments since inception with exceptional credit performance
- 4 diversified lending BDCs \$30 billion of AUM
- 3 technology-focused BDCs \$12 billion of AUM

#### **Deeply Experienced Team of Professionals**

- Founded in 2016 by Douglas Ostrover, Marc Lipschultz, and Craig Packer
  - 25 years of investment and underwriting experience each in senior lending, leveraged finance, distressed debt and private equity businesses
- 95+ investment professionals with significant underwriting experience across cycles
- Strong leadership team across the middle/back office
- Approximately \$600 million committed to Owl Rock products by executives and employees

As of 6/30/22. Past performance is not a guarantee of future results.

<sup>1.</sup> A security rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time. For complete ratings definitions please visit www.standardandpoors.com and www.fitchratings.com.



## **Platform Breakdown**

Total assets under management of \$56.8 billion across Direct Lending and Structured Credit verticals

		Liquid Credit			
	Diversified Lending	Technology Lending	First Lien Lending	Opportunistic Lending	CLOs
Funds	ORCC, ORCC II, ORCC III, ORDL, ORCIC	ORTF, ORTF II, ORTIC	FLF, FLF II	ORO	Wellfleet CLOs
Assets Under Management	\$32.1 billion	\$12.1 billion	\$3.4 billion	\$2.2 billion	\$7.0 billion
Structure(s)	Public, Private, and non-traded BDCs, Limited Partnerships, Managed Accounts	Private and non-traded BDCs	Limited Partnership, Managed Accounts	Limited Partnership, Managed Accounts	CLOs, Managed Accounts
Commencement of Strategy	ORCC: 2016 ORCC II: 2017 ORCC III: 2020 ORDL: 2020 ORCIC: 2020	ORTF: 2018 ORTF II: 2021 ORTIC: 2021	FLF: 2018 FLF II: 2021	2020	CLOs: 2015
Equity Raised	\$14.4 billion	\$5.1 billion	\$1.8 billion	\$2.0 billion	\$0.7 billion
Focus	<ul> <li>Private equity sponsored companies and other corporate situations</li> <li>Directly originated senior secured, floating rate loans (first lien, second lien, unitranche)</li> </ul>	<ul> <li>Private equity and late stage venture capital sponsored companies and other corporate situations</li> <li>Directly originated debt and equity investments in U.S. companies in the technology sector</li> </ul>	<ul> <li>Private equity sponsored companies and other corporate situations</li> <li>Directly originated senior secured, floating rate first lien loans</li> </ul>	<ul> <li>Private equity sponsored companies and other corporate situations</li> <li>Directly originated debt and equity investments in U.S. companies facing challenges</li> </ul>	<ul> <li>Private equity sponsored companies and other corporate situations</li> <li>Liquid market senior secured, floating rate first lien loans</li> </ul>

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## **Overview of Owl Rock Capital Corporation (NYSE: ORCC)**

Publicly traded specialty finance company focused on lending to upper middle-market companies

#### #3 Public Market Player¹ Well-positioned in Current Environment

Market Cap¹	Dividend Yield (Based on NAV) <sup>2</sup>	Leverage <sup>3</sup>	Liquidity	Credit Ratings Profile⁴
\$5.1bn	8.6%	1.20x Debt-to-Equity	\$1.7bn Cash & Undrawn Debt Capacity	<b>4</b> Investment Grade Ratings

#### **Disciplined Investment Strategy & Underwriting Process**

88% senior secured, 73% first lien investments, 99% floating rate debt investments

Portfolio Size	Portfolio Companies	Portfolio Company EBITDA <sup>5</sup>	Asset Yield <sup>6</sup>	Annual Loss Rate Since Inception <sup>7</sup>
\$12.6bn	168	\$151mm	8.7%	13 bps

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1. Source: SNL Financial. Based on total market capitalization as of 7/29/22. 2. Represents the annualized total quarterly dividend per share divided by 6/30/22 net asset value per share of \$14.48. 3. Net of cash. 4. A security rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time. For complete ratings definitions please visit www.standardandpoors.com, www.fitchratings.com, and www.krollbondratings.com. 5. Borrower financials are derived from the most recently available portfolio company financial statements, have not been independently verified by Owl Rock, and may reflect a normalized or adjusted amount. Accordingly, Owl Rock makes no representation or warranty in respect of this information. This represents 83.1% of our total debt portfolio based on fair value and excludes certain investments that fall outside of our typical borrower profile. 6. Weighted average total yield of the portfolio at fair value. Calculated based on the interest rate and the accretion of OID. OID represents OID earned on the investment by an Owl Rock Fund. Separately, an Owl Rock adviser may engage in certain origination activities and receive attendant arrangement, structuring or similar fees. As such OID could have been higher had the Owl Rock Advisers not collected this fee. 7. Annual loss rate is defined as net realized loss over the cost of investments.



### **Differentiated Positioning in Direct Lending**

## Lender of Choice for Financial Sponsors

- Scaled direct lending business with \$12.6bn portfolio
- Large pool of capital ability to lead or anchor debt financings of \$200mm \$600mm across platform
- Founded and led by industry veterans, each with over 25 years of experience
- Full suite of financing solutions including first lien, second lien, and unitranche investments
- Large team of senior originators with relationships with more than 630 sponsors

#### High-Quality, Senior-Oriented, Diversified Portfolio

- 88% senior-secured portfolio comprised of 73% first lien loans
- Upper middle-market focus, with average borrower EBITDA of \$151 million<sup>1</sup>
- Highly diversified exposure by borrower, sector, sponsor, and position size
- Majority of companies are sponsor-backed

## Disciplined Investment Strategy

- Highly selective investment process have evaluated more than 7,000 opportunities and closed on 5%
- Average loan-to-value of 46% across portfolio
- Focus on non-cyclical, recession-resistant businesses
- Entered into 2020 with no defaults, non-accruals, or losses; only 1 portfolio company on non-accrual currently

## Conservative Balance Sheet

- 1.20x² debt-to-equity
- Significant liquidity position, with \$1.7 billion of cash and undrawn debt capacity
- \$4.2 billion of unsecured debt (58% of funded debt capital is in unsecured debt)
- 4 investment grade ratings

#### Strong Shareholder Alignment & Transparency

- Substantial management and board ownership, including additional purchases by management
- Share repurchase authorizations totaling \$250 million since IPO
- Dividend yield based on NAV of 8.6%<sup>3</sup>
- Independent valuations an independent valuation firm values every investment every quarter

As of 6/30/22 unless otherwise noted. Past performance is not a guarantee of future results. The views expressed are Owl Rock's views as of the date of this presentation and may change without notice as market and other conditions change. All investments involve risk including potential loss of principal.

1. Borrower financials are derived from the most recently available portfolio company financial statements, have not been independently verified by Owl Rock, and may reflect a normalized or adjusted amount. Accordingly, Owl Rock makes no representation or warranty in respect of this information. This represents 83.1% of our total debt portfolio based on fair value and excludes certain investments that fall outside of our typical borrower profile. 2. Net of cash. 3. Represents the annualized total quarterly dividend per share (including any special dividends per share as a result of the fee waiver) divided by 6/30/22 net asset value per share of \$14.48.



#### Review of Q2 2022

#### Earnings Summary

- Net asset value per share of \$14.48, down from \$14.88 as of 3/31/22
- Net investment income per share of \$0.32, up from \$0.31 as of 3/31/22
- Net income per share of (\$0.09), down from \$0.11 as of 3/31/22
- Q2'22 dividend per share of \$0.31
- Q2'22 dividend yield of 8.6% (based on net asset value per share)<sup>1</sup>

#### Portfolio Update

- Total portfolio at FV of \$12.6 billion across 168 portfolio companies, compared to \$12.8 billion across 157 portfolio companies at 3/31/22
- Continued strong portfolio company performance
- New investment commitments of \$603 million and net fundings of (\$147) million

#### Liquidity Update

- \$1.7 billion of liquidity in cash and undrawn debt
- Debt to equity increased quarter over quarter to 1.20x2, with debt funding mix comprised of 58% unsecured debt



#### **Our Keys to Strong Performance**

Results reflect our proactive and intentional focus building the portfolio

- "Go to" call given close relationship with sponsors and our large pool of capital
- Staying power of upper middle-market businesses
- Resiliency of current core sectors
   (Internet Software & Services, Financial Services, Insurance, Food & Beverage, Manufacturing)
- **History of avoiding challenging sectors** (Energy, Casual Dining, Medical Practice Roll-Ups, and Retail, for example) and **concentration risk** (customer, end markets, or products)
- Intentionally back high-quality sponsors with significant "skin in the game"
  - Average loan-to-value of 46% across portfolio
  - Target 50% LTV
- **First lien focus**, investing in second lien debt in select circumstances of what we believe to be the highest quality, most resilient companies
- Thorough due diligence and tight credit documentation, including maintenance covenants and emphasis on quality of EBITDA



### Our Approach to Building the Portfolio

- Focus on upper middle-market companies with stable, recession-resistant business models, and low loan-to-value ratios
- Emphasize diversification among portfolio companies and industries
  - Target 1-3% position sizes; top 10 investments currently comprise 23% of our total portfolio at fair value
  - Only one industry accounts for more than 10% of total portfolio (internet software and services at 11.9% at fair value)
- Careful diligence of key performance metrics throughout investment process
  - Focus on borrower financial metrics, including add-backs to EBITDA
  - Extensive due diligence, including a detailed review of the potential portfolio company's historical and projected financial performance, to assess the quality of EBITDA add-backs
  - Focus on downside protection by developing downside financial projections and liquidation analysis for every portfolio company
- Loan documentation structured to limit downside potential; documentation builds in appropriate protections including:
  - Financial maintenance covenants
  - Negative covenants
  - · Limitation on liens
  - Limitations on debt incurrence
  - Restrictions on asset sales

- Restrictions on dividends and other restricted payments
- · Cash flow sweeps
- Collateral protection
- Change of control provisions and board rights
- Required debt amortization



#### **Strength of Strategy Demonstrated in Performance Since Inception**

Since 2016, ORCC has deployed approx. \$24bn of capital across more than 250 borrowers; **annual loss ratio is only 13 bps¹** 

#### Only 1 portfolio company on non-accrual

Approx. 90% of debt investments are currently marked at or above 95 cents on the dollar

Borrowers continue to see significant **EBITDA growth** 

Maintained a **stable dividend** of \$0.31 per share

Maintained 4 investment grade credit ratings

Maintained significant liquidity and moderate leverage, in or below targeted leverage range

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1. Annual loss rate is defined as net realized loss over the cost of investments.



#### **ORCC - Portfolio Highlights**

#### **Conservative Portfolio Credit Metrics<sup>1</sup>**

#### \$151mm

Portfolio Company EBITDA

#### 2.7x

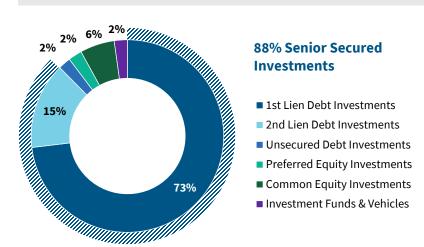
Portfolio Company Interest Coverage

#### 46%

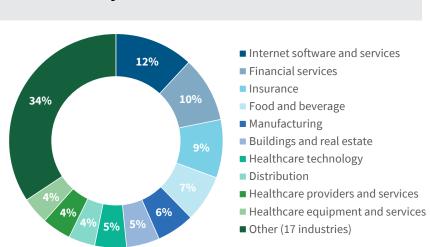
Average Loan-to-Value

#### **Focused on Upper Middle Market Companies and Conservative Credit Metrics**

## Senior Secured and Focused on Top of the Capital Structure



#### **Broadly Diversified Across Industries**



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<sup>1.</sup> Excludes certain investments that fall outside of our typical borrower profile, our portfolio metrics represent 83.1% of our total debt portfolio based on fair value. Portfolio company credit statistics for Owl Rock are derived from the most recently available portfolio company financial statements, have not been independently verified by Owl Rock, and may reflect a normalized or adjusted amount. Accordingly, Owl Rock makes no representation or warranty in respect of this information.



## **Portfolio Highlights – Originations**

(Dollar amounts in millions)

#### Originations and Net Funds Growth<sup>1</sup>

- New investment commitments and fundings totaled \$603 and \$341 respectively, for the quarter. The commitments were distributed across 33 investments in 26 portfolio companies, 16 of which were new portfolio companies
- Received full paydowns on 5 portfolio companies and partial paydowns on 1 portfolio company
- Net funded investment activity was (\$147) for the quarter



#### Portfolio Funds Roll<sup>1</sup>

(Dollar amounts in thousands)	Q2 2021	Q3 2021	Q4 2021	Q1 2022	Q2 2022
New Investment Commitments	\$1,578,133	\$2,768,838	\$1,589,170	\$530,439	\$603,385
New Investment Fundings	\$1,405,625	\$2,292,581	\$1,459,821	\$347,884	\$341,296
Investments Repaid or Sold	(\$742,654)	(\$2,094,378)	(\$909,592)	(\$374,837)	(\$488,251)
Net Funded Investment Activity	\$662,971	\$198,203	\$550,229	(\$26,953)	(\$146,955)

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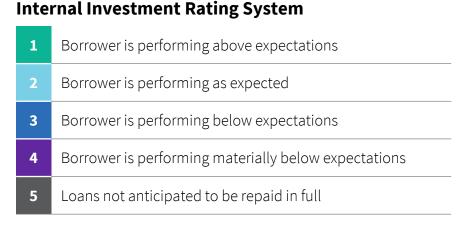
1. Par value.



## **Portfolio Highlights – Performance**

#### Disciplined and defensive investment style

- Portfolio performance remains strong, with 90% of companies rated 1 or 2 at 6/30/22
- 2 investments in 1 portfolio company on non-accrual as of 6/30/22, which represents an aggregate fair value amount of approximately \$11 million, or approximately 0.2% and 0.1% of debt investments at cost and fair value, respectively



#### **Historical Internal Investment Ratings**



Weighted Average Internal Investment Rating by Quarter				
2.0	2.0	2.0	2.0	

As of 6/30/22 unless otherwise noted. Weightings based on fair value of investments. Past performance is not a guarantee of future results.



### **Our Approach to Portfolio Management**

- Fully integrated portfolio management function
  - Dedicated hands-on approach, with state-of-art portfolio tracking tools and systematic communication
  - Regular and proactive dialogue with borrowers and sponsors
  - Full team approach, with strong oversight by senior underwriter group
- · Approach to credit events (material amendments and workouts) is also team-wide focus
  - Primary oversight by Head of Credit and dedicated senior workout professionals
  - Senior deal originators have decades of experience through varying credit cycles
  - All material amendments, waivers and restructurings are approved by our Investment Committee
  - Entered into crisis with no workouts or restructurings since inception

	Guiding Principals	
Systematic Portfolio Management	Rigorous Credit Re-Underwriting	Focus on Principal Recovery
Strong Documentation and Technical Expertise	Proactive Sponsor/Borrower Dialogue	Support from Highly Experienced Advisors



\$0.88

(\$0.29)

\$0.59

## **Illustrative Impact to ORCC of Rising Interest Rates**

Actual 02,22 Deculte

\$2.38

(\$0.68)

(\$0.35)

#### Illustrative Interest Rate Sensitivity<sup>1</sup>

Annualized impact on net income of hypothetical base rate changes in interest rates on ORCC's debt investments, assuming each floating rate investment is subject to 3-month reference rate election<sup>2</sup> and there are no changes in ORCC's investment and borrowing structure<sup>3</sup>:

Base Rate Changes in Interest Rates on Our Debt Investments:

\$0.59

(\$0.19)

\$0.40

\$0.29

(\$0.10)

\$0.20

	Actual Q2 22 Results — Annualized	+50 bps	+100 bps	+200 bps	+300 bps
\$ in millions					
Interest Income	\$938.8	\$57.9	\$115.8	\$231.6	\$347.5
Interest Expense <sup>4</sup>	(\$269.4)	(\$18.9)	(\$37.8)	(\$75.7)	(\$113.5)
interest Expense	(\$203.4)	(\$10.9)	(551.6)	(\$15.1)	(\$113.3)
Net Income (Annualized) <sup>5</sup>	(\$139.8)	\$39.0	\$78.0	\$156.0	\$234.0
\$ per share <sup>6</sup>					

\$0.15

(\$0.05)

\$0.10

As of 6/30/22. Source: ORCC Q2'22 10-Q filing.

Net Income (Annualized)<sup>5</sup>

Interest Income

Interest Expense<sup>4</sup>

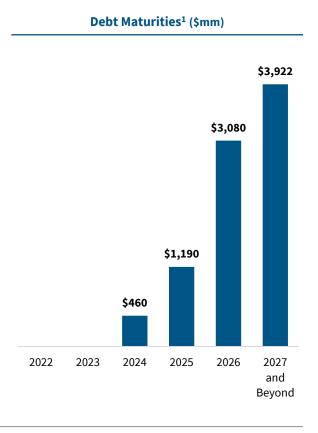
<sup>1.</sup> This interest rate sensitivity analysis was prepared in accordance with the requirements of Item 305 of Regulation S-K (Item 305) under the U.S. Securities Act of 1933. Additional information required by Item 305 is included in Part I, Item 3 of our Quarterly Report on Form 10-Q for the quarter ended June 30, 2022. This analysis is not intended to be indicative of actual results. Following an actual change in base rates, actual net income may vary significantly from that set forth herein. 2. Analysis applies actual borrower interest rate floor to each position. A portion of our borrowers make 1-month and 6-month reference rate elections. 3. 99% of ORCC's debt investments are floating rate. Debt investments have a weighted average LIBOR floor of 0.8%, compared to 3-month LIBOR of 2.3% as of 6/30/22. Analysis further assumes that ORCC's leverage rate and the interest on such borrowings remains unchanged. 4. Includes the impact of our interest rate swaps as a result of interest rate changes. 5. Excludes the impact of income based fees. 6. Based on weighted average shares outstanding of 394.2 million.

# Liquidity, Funding Profile and Other Updates



## **Diverse Access To Financing With Well Laddered Maturities**

	Aggregate Principal Amount Committed / Outstanding	Principal Amount Outstanding	Interest Rate	Maturity Date
Secured Revolver	\$1,655 million	\$605 million	LIBOR + 188	09/22/26 <sup>1</sup>
SPV Asset Facility 2	\$350 million	\$100 million	SOFR + 230 – 255	12/22/29
SPV Asset Facility 3	\$250 million	\$250 million	SOFR + 220	06/14/25
SPV Asset Facility 4	\$250 million	\$100 million	SOFR + 230 – 255	10/01/30
CLOI	\$390 million	\$390 million	LIBOR + 197 <sup>2</sup>	05/20/31
CLO II	\$260 million	\$260 million	LIBOR + 160 <sup>2</sup>	04/20/33
CLO III	\$260 million	\$260 million	LIBOR + 192 <sup>2</sup>	04/20/32
CLO IV	\$293 million	\$293 million	LIBOR + 160 <sup>2</sup>	08/20/33
CLOV	\$510 million	\$510 million	SOFR + 207 <sup>2</sup>	04/20/34
CLO VI	\$260 million	\$260 million	LIBOR + 148 <sup>2</sup>	06/21/32
2024 Notes	\$400 million	\$400 million	Fixed Coupon: 5.25% Interest Rate Swap: LIBOR + 293.7 <sup>3</sup>	04/15/24
2025 Notes	\$425 million	\$425 million	Fixed Coupon: 4.00%	03/30/25
July 2025 Notes	\$500 million	\$500 million	Fixed Coupon: 3.75%	07/22/25
2026 Notes	\$500 million	\$500 million	Fixed Coupon: 4.25%	01/15/26
July 2026 Notes	\$1,000 million	\$1,000 million	Fixed Coupon: 3.40%	07/15/26
2027 Notes	\$500 million	\$500 million	Fixed Coupon: 2.625% Interest Rate Swap: LIBOR + 165.5 <sup>4</sup>	01/15/27
2028 Notes	\$850 million	\$850 million	Fixed Coupon: 2.875%	06/11/28
Total Debt <sup>5</sup>	\$8,652 million	\$7,202 million		



#### \$1.7 Billion of Liquidity in Cash and Undrawn Debt as of June 30, 2022 No Debt Maturities Until April 2024

As of 6/30/22 unless otherwise noted.

<sup>1.</sup> The Revolving Credit Facility will mature on 4/2/24 with respect to \$60 million of commitments, 9/3/25, with respect to \$15 million of commitments, and on 9/22/26, with respect to the remaining commitments. 2. Interest rates represent the weighted average spread over 3-month LIBOR or SOFR for the various floating rate tranches of issued notes within each CLO, excluding tranches retained by the company in each respective CLO. The weighted average interest rate for each CLO excludes tranches with a fixed interest rate. 3. In connection with the note offering, ORCC entered into an interest rate swap to continue to align the interest rates of our liabilities with our investment portfolio, which consists of predominately floating rate loans. As a result of the swap, our effective interest rate on the notes was one-month LIBOR plus 293.7 basis points, which reflects the current terms. 4. In connection with the note offering, ORCC entered into an interest rate swap to continue to align the interest rates of our liabilities with our investment portfolio, which consists of predominately floating rate loans. As a result of the swap, our effective interest rate on the notes was one-month LIBOR plus 165.5 basis points, which reflects the current terms. 5. Par value.



## **Financial Highlights**

(Dollar amounts in thousands, except per share data; per share data is based on weighted average shares outstanding during the period, except as otherwise noted)	Q2 2021	Q3 2021	Q4 2021	Q1 2022	Q2 2022
Net investment income per share	\$0.30	\$0.33	\$0.35	\$0.31	\$0.32
Net realized and unrealized gains (losses) per share	\$0.08	\$0.03	\$0.09	(\$0.20)	(\$0.41)
Net income per share	\$0.38	\$0.36	\$0.44	\$0.11	(\$0.09)
Net asset value per share <sup>1</sup>	\$14.90	\$14.95	\$15.08	\$14.88	\$14.48
Quarterly regular distributions accrued per share <sup>2</sup>	\$0.31	\$0.31	\$0.31	\$0.31	\$0.31
Net Assets	\$5,842,264	\$5,876,992	\$5,937,877	\$5,871,494	\$5,704,445
Total Debt <sup>3</sup>	\$6,383,737	\$6,934,942	\$7,079,326	\$7,034,218	\$7,053,497
Debt to Equity at Quarter-End <sup>4</sup>	1.00x	1.06x	1.13x	1.17x	1.20x

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1. Based on period end shares.

2. These amounts represent the amount of accrued regular dividend at each quarter-end, divided by the outstanding shares at each quarter-end.

3. Net of debt issuance costs.

4. Net of cash.



#### **Distribution Information**

#### Dividend Yield Based on NAV per Share<sup>1</sup>



#### **Distribution Data**

Date Declared	Record Date	Payment Date	Dividend Type	Distribution Per Share	Total Distribution (\$000s)
02/27/2019	03/31/2019	05/15/2019	Q1'19 Quarterly Dividend	\$0.33	\$88,479
06/04/2019	06/14/2019	08/15/2019	Q2'19 Quarterly Dividend	\$0.44	\$119,623
05/28/2019	09/30/2019	11/15/2019	Q3'19 Quarterly Dividend	\$0.31	\$120,638
05/28/2019	09/30/2019	11/15/2019	Q3'19 Special Dividend	\$0.02	\$7,783
10/30/2019	12/31/2019	01/31/2020	Q4'19 Quarterly Dividend	\$0.31	\$121,560
05/28/2019	12/31/2019	01/31/2020	Q4'19 Special Dividend	\$0.04	\$15,685
02/19/2020	03/31/2020	05/15/2020	Q1'20 Quarterly Dividend	\$0.31	\$121,165
05/28/2019	03/31/2020	05/15/2020	Q1'20 Special Dividend	\$0.08	\$31,268
05/05/2020	06/30/2020	08/14/2020	Q2'20 Quarterly Dividend	\$0.31	\$119,253
05/28/2019	06/30/2020	08/14/2020	Q2'20 Special Dividend	\$0.08	\$30,775
08/04/2020	09/30/2020	11/13/2020	Q3'20 Quarterly Dividend	\$0.31	\$120,351
05/28/2019	09/30/2020	11/13/2020	Q3'20 Special Dividend	\$0.08	\$31,058
11/03/2020	12/31/2020	01/19/2021	Q4'20 Quarterly Dividend	\$0.31	\$120,890
05/28/2019	12/31/2020	01/19/2021	Q4'20 Special Dividend	\$0.08	\$31,197

Date Declared	Record Date	Payment Date	Dividend Type	Distribution Per Share	Total Distribution (\$000s)
02/23/2021	03/31/2021	05/14/2021	1Q'21 Quarterly Dividend	\$0.31	\$121,335
05/05/2021	06/30/2021	08/13/2021	2Q'21 Quarterly Dividend	\$0.31	\$121,587
08/03/2021	09/30/2021	11/15/2021	3Q'21 Quarterly Dividend	\$0.31	\$121,877
11/03/2021	12/31/2021	01/31/2022	4Q'21 Quarterly Dividend	\$0.31	\$122,068
02/23/2022	03/31/2022	05/13/2022	1Q'22 Quarterly Dividend	\$0.31	\$122,320
05/03/2022	06/30/2022	08/15/2022	2Q'22 Quarterly Dividend	\$0.31	\$122,085

As of 6/30/22. Past performance is not a guarantee of future results.

1. Totals at the top of each bar represents the total quarterly dividend per share divided by the period end net asset value per share. The Board of Directors must approve each quarter's dividend.

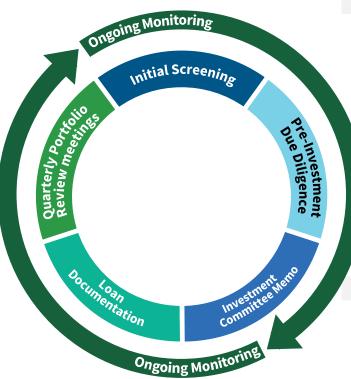
# Owl Rock Direct Lending ESG Framework



#### **ESG Embedded in Owl Rock's Investment Process**

#### **Initial Screening**

- Initial screening of company and business activity to filter out opportunities with material ESG risk
- Seeks to partner with high-quality sponsors with established ESG policies and practices



#### **Pre-Investment Due Diligence**

- Deal Preview Memo includes ESG section
- Investment team leverages the following resources during pre-investment due diligence:
  - SASB Materiality Map details specific areas of focus and potential ESG risk by industry
  - The SASB Engagement Guide list of sample questions to analyze key areas of focus

#### **Investment Committee Memo**

- Investment Committee Memo includes analysis of ESG-considerations where relevant and impactful to investment due diligence. Current efforts to enhance our ESG integration focus on developing an approach to systematic screening across all deal pipeline
- The analysis is tailored to the unique characteristics of the transaction and highlights both ESG-related risks and positive considerations
- Transactions can be declined if key ESG considerations are not satisfactorily addressed and/or present material downside risk

#### **Loan Documentation**

- We seek to include standard language in loan documentation including:
  - Environmental Laws
- Compliance and/or claims
- Sanctions (i.e., Corruption Law, Sanctioned Persons)
- Material Litigation

#### **Quarterly Portfolio Review meetings**

- In addition to ongoing dialogue with management, every investment is rigorously reviewed in detail during regular quarterly Portfolio Review meetings which may include ESG-related considerations
- This entails multiple layers of internal and external review
- If any material ESG issues arise they are reported and reviewed at these meetings

While ESG is embedded in the investment process, ESG-related considerations may or may not be included in every deal reviewed



#### **ESG Areas of Focus & Internal Standards**

We have identified key areas within ESG where we believe we can maximize our impact. Below is an illustrative (though not exhaustive) list of ESG topics that inform our investment process:

#### **Environmental** Social Governance **Environmental Practices Human Capital** Cybersecurity Natural Resource Usage **Health and Safety Accounting Integrity Carbon Footprint** Labor Relations and Standards **Investor Rights Board Composition & Structure** Adaptation to Climate Change **Community Impacts & Relations Impacts of Changing Regulation Corporate Accountability Equal Treatment** Clean Technology **Human Rights** Conflicts of Interest

Owl Rock deal teams leverage materials provided by the Sustainability Accounting Standards Board ("SASB") to identify and evaluate ESG-related risks

- Investment teams utilize the standard SASB materials to review the ESG considerations of each investments, specifically;
  - SASB Materiality Map details specific areas of potential risk and focus by industry
  - SASB Engagement Guide provides a list of sample questions to delve further into those areas of focus
- This industry-focused approach ensures we are considering the most relevant risks for each investment
  - For example, we are an active lender in the technology sector where our ESG diligence efforts are specifically focused on cybersecurity, data protection and information risk related to the portfolio companies' underlying customer base
- ESG due diligence on each investment typically leverages the following resources:
  - Expert network calls
  - Third party resources
  - Legal and Environmental diligence, including ESG reports and background checks commissioned by the Sponsor or Owl Rock directly





### **What Differentiates Owl Rock Capital Corporation**

**Diversified portfolio** designed for quality and consistency of earnings

The right pool of capital to be the **partner of choice** for borrowers – offers flexibility & ability to commit and hold large investments

Large team of **experienced** investment professionals, **focused** on direct lending

**Disciplined, risk-averse** investment style

Purpose built to be a leading high-quality BDC

Deliver a stable and attractive dividend

#### **Important Information**

Past performance is not a guide to future results and is not indicative of expected realized returns.

Assets Under Management ("AUM") refers to the assets that the Owl Rock manages and are generally equal to the sum of (i) net asset value ("NAV"); (ii) drawn and undrawn debt; and (iii) uncalled capital commitments.

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**SPV Asset Facilities:** Certain of our wholly owned subsidiaries are parties to credit facilities (the "SPV Asset Facilities"). Pursuant to the SPV Asset Facilities, we sell and contribute certain investments to these wholly owned subsidiaries pursuant to sale and contribution agreements by and between us and the wholly owned subsidiaries. No gain or loss is recognized as a result of these contributions. Proceeds from the SPV Asset Facilities are used to finance the origination and acquisition of eligible assets by the wholly owned subsidiary, including the purchase of such assets from us. We retain a residual interest in assets contributed to or acquired to the wholly owned subsidiary through our ownership of the wholly owned subsidiary.

The SPV Asset Facilities are secured by a perfected first priority security interest in the assets of these wholly owned subsidiaries and on any payments received by such wholly owned subsidiaries in respect of those assets. Assets pledged to lenders under the SPV Asset Facilities will not be available to pay our debts.

The SPV Asset Facilities contain customary covenants, including certain limitations on the incurrence by us of additional indebtedness and on our ability to make distributions to our shareholders, or redeem, repurchase or retire shares of stock, upon the occurrence of certain events, and customary events of default (with customary cure and notice provisions).

**CLOs:** CLO Debt is the secured obligation of the CLO Issuers, and the Indenture and the CLO Credit Agreement include customary covenants and events of default. Assets pledged to holders of the Secured Debt and the other secured parties under the Indenture will not be available to pay our debts.

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#### **Important Information (Continued)**

All investments are subject to risk, including the loss of the principal amount invested. These risks may include limited operating history, uncertain distributions, inconsistent valuation of the portfolio, changing interest rates, leveraging of assets, reliance on the investment advisor, potential conflicts of interest, payment of substantial fees to the investment advisor and the dealer manager, potential illiquidity, and liquidation at more or less than the original amount invested. Diversification will not guarantee profitability or protection against loss. Performance may be volatile, and the NAV may fluctuate.

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