



# PRESENTATION TO RHODE ISLAND STATE INVESTMENT COMMISSION

June 24, 2020

OWL ROCK

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# OWL ROCK PLATFORM

# ABOUT OWL ROCK

Owl Rock is one of the leading direct lending platforms managed by a seasoned executive team

## Experience

- Founders: Douglas Ostrover, Marc Lipschultz and Craig Packer
- Senior executive roles at GSO/Blackstone, KKR and Goldman Sachs
- Extensive experience building and managing investment businesses

# 25+

Each Co-Founder's Years  
of Experience

## Scale

- Robust proprietary deal flow driven by an extensive network of sponsors
- Significant backing from highly sophisticated investors
- Deep bench of experienced investment professionals

# \$17.3B

Assets Under Management

## Alignment

- Not affiliated with a sponsor or large asset manager
- Entire investment team is focused on direct lending
- Relationship-oriented approach at all levels

# \$435M+

Owl Rock Employee & Affiliate  
Capital Commitments<sup>1</sup>

## Track Record

- Demonstrated ability to source proprietary investment opportunities with \$21.0B in originations
- Strong credit performance across the platform with below market payment defaults
- Successfully listed Owl Rock Capital Corporation ("ORCC") on NYSE<sup>2</sup>

# 11.7%

IRR on Realized Investments  
Since Inception

As of Report Date. **Past performance is not a guarantee of future results.** Internal Rate of Return ("IRR") only reflects fully realized investments for Owl Rock's diversified lending, traditional first lien and technology lending strategies and would be different (and potentially higher or lower) if the IRR on unrealized investments were factored into the calculations. In addition, as the IRR shown only represents the IRR on investments, it does not include the impact of management and incentive fees or fund level expenses, including taxes, which would be borne by Owl Rock funds or their shareholders. As such an actual investor in the Owl Rock Funds would have achieved an IRR on its realized investments lower than the one shown. 1. Includes capital commitments that have not yet been made to existing funds and funds that have not yet launched and may not launch. 2. Listed on 7/17/19.

# PLATFORM BREAKDOWN

Complementary verticals that leverage existing origination and underwriting functions

|                                  | \$17.3B ASSETS UNDER MANAGEMENT  |   |  |
|----------------------------------|--|---|--|
|                                  | DIVERSIFIED DIRECT LENDING   | TRADITIONAL FIRST LIEN LENDING STRATEGY   | TECHNOLOGY FINANCE LENDING   |
| <u>AUM<sup>1</sup></u>           | \$11.1 billion   | \$2.5 billion   | \$3.7 billion  |
| <u>STRATEGY COMMENCED</u>        | March 2016   | July 2018   | August 2018  |
| <u>EQUITY RAISED<sup>1</sup></u> | \$7.1 billion  | \$1.7 billion   | \$2.7 billion  |
| <u>FOCUS</u>                     | <ul style="list-style-type: none"> <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 style="list-style-type: none"> <li>Private equity sponsored companies and other corporate situations</li> <li>Directly originated senior secured, floating rate first lien loans</li> </ul> | <ul style="list-style-type: none"> <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> |

As of Report Date. **Past performance is not a guarantee of future results.** 1. Assets Under Management ("AUM") is calculated as total assets (equity plus leverage) plus unfunded commitments of investors, where applicable. AUM and equity raised may include assets invested through SMAs.

## OWL ROCK'S FOCUS ON DIRECT LENDING

- Singularly focused on direct lending with a unified approach – all deals go through one funnel
- Investments are sourced directly through Owl Rock's origination engine
  - Direct origination coupled with scale allows Owl Rock to drive loan structuring and be highly selective
  - Invest in stable, upper-middle market companies with significant operating history and familiarity operating with leverage
- Highly focused on intensive due diligence, credit structuring, and investment monitoring
  - Underwriting is focused on top-line stability and downside protection
  - Private equity-style due diligence with full access to management teams and company owners
  - Heavily focused on structuring loans with protections for lenders
  - Detailed, frequent financial reporting of portfolio companies allows for close monitoring and proactive engagement with borrowers
- An investment approach that allows for a full suite of financing solutions

# WHAT DIFFERENTIATES OWL ROCK

Being a total solution provider allows for a broader view of market opportunities

## Team

- Deeply experienced team of 50+ investment professionals dedicated to direct lending
- Team of senior originators responsible for consistent day-to-day sponsor coverage efforts
- Extensive senior-level relationships with sponsors and other direct lenders creates enhanced sourcing through multiple touchpoints

## Scale

- Significant dry powder allows Owl Rock to provide scaled financing solutions, commit to full capital structures, and support future capital needs of borrowers
- Large deal funnel allows for higher degree of selectivity when considering investment opportunities
- An investment approach that allows Owl Rock to provide flexible, customized solutions to borrowers

## Approach

- Relationship-oriented approach with significant involvement from founders through the investment process
- Single investment strategy creates operational synergies
- Ability to move quickly and with transparency provides certainty of execution to sponsors

As of Report Date.

# DEEP SPONSOR RELATIONSHIPS DRIVE DEAL FLOW

Owl Rock has generated deal flow from over 470 sponsors

## Select Sponsors With Whom We've Transacted

LGP

FIRST RESERVE

CERBERUS  
CAPITAL MANAGEMENT, L.P.

L CATTERTON

THOMA BRAVO



TA ASSOCIATES

TPG

NMC  
NEW MOUNTAIN CAPITAL LLC

WCAS

Charlesbank  
CAPITAL PARTNERS LLC

KKR

Platinum Equity

CLEARLAKE CAPITAL

Audax  
Group

Hg

Altamont  
CAPITAL PARTNERS

Berkshire Partners

GOLDEN GATE CAPITAL

FP  
FRANCISCO PARTNERS

digital bridge

ONEX

SNOW PHIPPS

AQUILINE  
CAPITAL PARTNERS LLC

CLAYTON  
DUBILIER  
& RICE

VERITAS

PROVIDENCE EQUITY

VISTA  
EQUITY PARTNERS

RIVER  
STONE

COURT  
SQUARE

GTCR

GENSTAR  
CAPITAL

KOHLBERG  
& COMPANY

MSD Capital LP

Advent International  
GLOBAL PRIVATE EQUITY

PAINE SCHWARTZ  
PARTNERS  
SUSTAINABLE FOOD CHAIN INVESTING

AVISTA  
CAPITAL PARTNERS

brynwood  
partners

VECTOR CAPITAL

ae Industrial  
Partners

AMERICAN SECURITIES

DUNES POINT CAPITAL

THL

Goldman  
Sachs

VCP

SoftBank

SUMMIT PARTNERS

BainCapital  
PRIVATE EQUITY

SILVERLAKE

WARBURG PINCUS

As of Report Date.

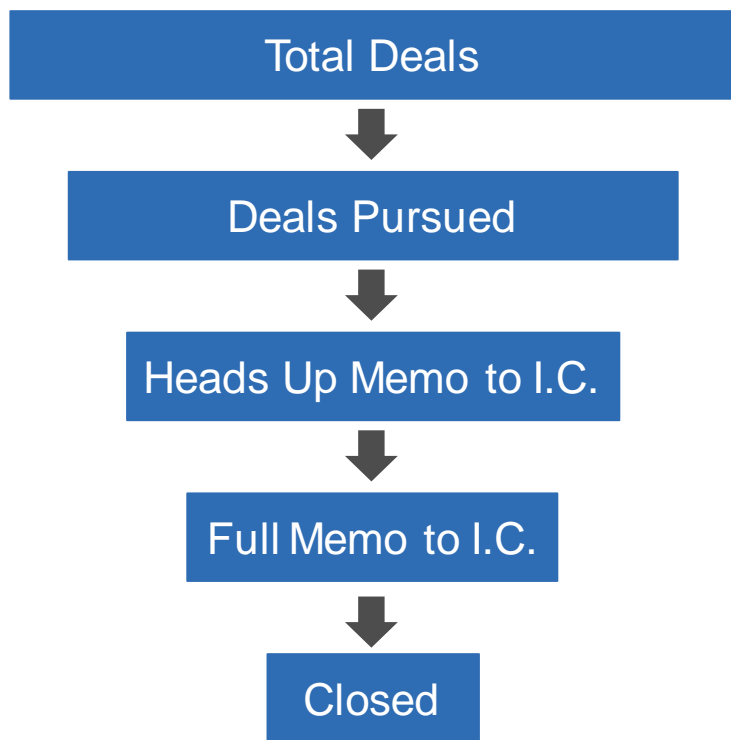
OWL ROCK



# STRONG ORINATION ACTIVITY AND DISCIPLINED UNDERWRITING

Owl Rock has sourced nearly 4,500 investment opportunities since inception






































*Rigorous screening of investments ensures time is spent on the most actionable opportunities*



| Q1'20        |            | Q4'19        |            | Q3'19        |            |
|--------------|------------|--------------|------------|--------------|------------|
| No. of Deals | % of Deals | No. of Deals | % of Deals | No. of Deals | % of Deals |
| 276          | 100%       | 297          | 100%       | 354          | 100%       |
| 198          | 72%        | 214          | 72%        | 256          | 72%        |
| 49           | 18%        | 31           | 10%        | 47           | 13%        |
| 21           | 8%         | 14           | 5%         | 24           | 7%         |
| 18           | 7%         | 8            | 3%         | 20           | 6%         |

Past performance is not a guarantee of future results. Closed deals represent the number of new portfolio companies in which Owl Rock invested in the quarter

# DEMONSTRATED ABILITY TO ORIGINATE LARGE DEALS THAT BENEFIT THE OWL ROCK PLATFORM

| Portfolio Company   | Sponsor  | Facility Size (\$MM) | % Committed by Owl Rock | % Held by Owl Rock | Close Date          | Realization Date |
|---|--|----------------------|-------------------------|--------------------|---------------------|------------------|
|  ConnectWise                           |  THOMABRAVO                               | \$1,130              | 43%                     | 34%                | Oct-19 <sup>1</sup> | –                |
|  INTEGRITY MARKETING GROUP             |  HARVEST PARTNERS                         | \$945                | 50%                     | 35%                | Aug-19              | –                |
|  GLG                                   |  SFW (Minority Investor)                  | \$615                | 100%                    | 95%                | Dec-18              | –                |
|  Associa                               | Privately Held   | \$520                | 100%                    | 63%                | Jul-18              | –                |
|  DEFINITIVE HEALTHCARE                 |  Advent International                     | \$575                | 83%                     | 83%                | Jul-19              | –                |
|  TRANSPERFECT                          | Privately Held   | \$445                | 100%                    | 59%                | May-18              | Jun-19           |
|  impark                                |  SoftBank                                 | \$385                | 100%                    | 100%               | Nov-18              | –                |
|  TRADER INTERACTIVE                    |  Goldman Sachs                            | \$374                | 100%                    | 41%                | Jun-17              | –                |
|  GALLS                                 |  Charlesbank                              | \$370                | 100%                    | 48%                | Jan-18              | –                |
|  Kelsey-Seybold Clinic                 |  TPG                                      | \$345                | 100%                    | 100%               | Jan-20              | –                |
|  beeline                               |  NMC<br>NEW MEXICO CAPITAL LLC            | \$335                | 100%                    | 72%                | Aug-18              | –                |
|  GoHealth                              | Centerbridge   | \$330                | 50%                     | 50%                | Sep-19              | –                |
|  LAZER SPOT                            |  HARVEST PARTNERS                         | \$325                | 68%                     | 68%                | Dec-19              | –                |
|  ENDRIES INTERNATIONAL INC.            |  MSD Capital                              | \$300                | 100%                    | 100%               | Dec-18              | –                |
|  VECTOR SOLUTIONS                      | Privately Held   | \$295                | 100%                    | 92%                | Nov-19              | –                |
|  VECTOR SOLUTIONS                     |  GOLDEN GATE CAPITAL                     | \$290                | 100%                    | 100%               | Nov-18              | –                |
|  IFPS INDIVIDUAL FOODSERVICE SERVICE |  KELSO PRIVATE EQUITY                   | \$250                | 100%                    | 100%               | Nov-19              | –                |
|  2U                                  | Public   | \$250                | 100%                    | 100%               | May-19              | –                |
|  Corepoint HEALTH                    |  Hg                                     | \$223                | 100%                    | 100%               | Jun-19              | –                |
|  TROON                               |  LGP                                    | \$210                | 100%                    | 100%               | Sep-17              | –                |
|  BRIGHAM MINERALS                    |  WARBURG PINCUS<br>Pinebrook / Yorktown | \$210                | 100%                    | 100%               | Jul-18              | May-19           |

Select deals based on facility size as of 3/31/20; percent held by Owl Rock as of closing date. Deals not listed may have performed better or worse than those shown.

1. Reflects deal size and Owl Rock position pro forma for Oct-19 Incremental Facilities. ORCC III investors will not have exposure to these portfolio investments.

# ENVIRONMENTAL, SOCIAL, AND GOVERNANCE (ESG)

Owl Rock takes key ESG considerations into account for every investment made across the platform

- ✓ Owl Rock deal teams leverage materials provided by the Sustainability Accounting Standards Board (“SASB”) to identify and evaluate ESG-related risks.
- ✓ Deal teams are asked to review:
  - The SASB Materiality Map - details specific areas of potential risk and focus by industry.
  - The SASB Engagement Guide - provides a list of sample questions to delve further into those areas of focus.
- ✓ Deal teams tailor their diligence road map and plan to the unique characteristics of each transaction.
  - Each deal team reports on their diligence plan, including key questions on which they will focus, in each deal preview memo.
- ✓ As part of the final investment committee memo and discussion, the deal team is responsible for reporting their findings to the investment committee.

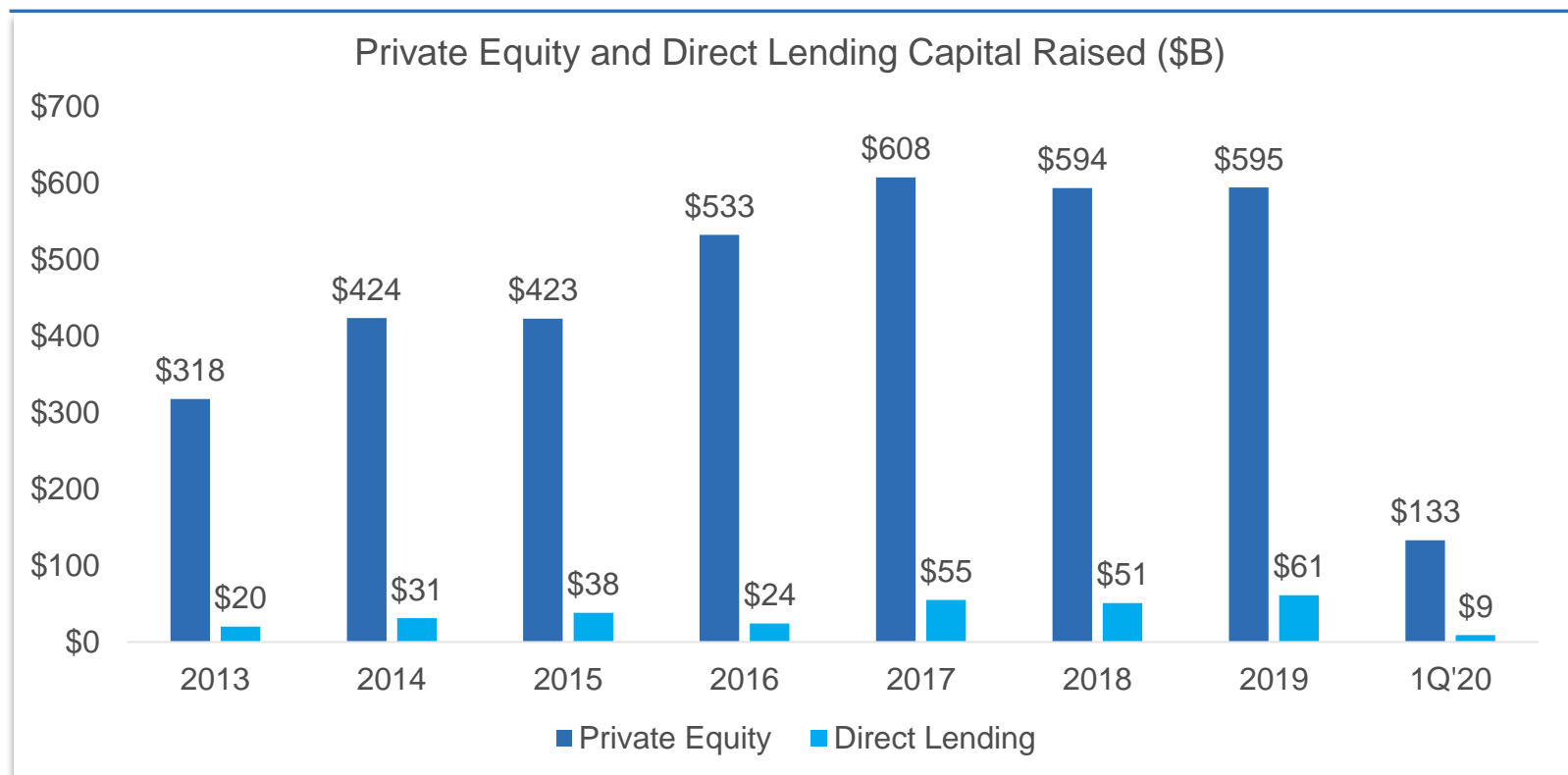
***TRANSACTIONS MAY BE DECLINED IF KEY ESG CONSIDERATIONS ARE NOT SATISFACTORILY ADDRESSED AND/OR PRESENT MATERIAL DOWNSIDE RISK***

Source: SASB, <https://www.sasb.org/>

# ORCC III OPPORTUNITY

# IMBALANCE OF PRIVATE CAPITAL CONTINUES TO SUPPORT DEMAND

Record \$1.5 trillion of dry powder available to private equity & significant capital raised will continue to generate demand for direct lending



**Private Equity Capital Raised** (\$ focused on buying companies)

**\$3.6T**

**Direct Lending Capital Raised** (\$ focused on lending to companies)

**\$290B**

As of Report Date. Past performance is not a guarantee of future results. [Source](#): Preqin.

## Owl Rock Capital Corporation III (“ORCC III”)

- Modeled as a successor to **Owl Rock Capital Corporation (“ORCC”)**
- Seek to leverage **Owl Rock’s leading direct lending platform** to build a portfolio of senior secured loans to upper middle market companies
- Focus on **downside protection** with LTV of 50% or less
- Emphasize **diversification**, targeting 1-2% position sizes

**Past performance is not a guarantee of future results.** The performance history of ORCC is not necessarily indicative of future results of ORCC III or any other funds advised by Owl Rock or any of its affiliates, including with respect to potential liquidity events. No assurance can be given that ORCC III will perform in a manner similar to ORCC or that objectives will be achieved.

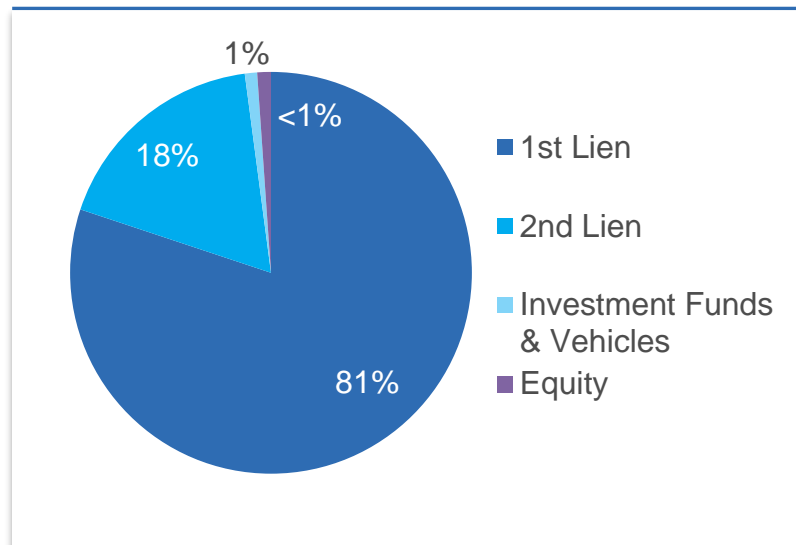
# OWL ROCK CAPITAL CORPORATION (“ORCC”) SNAPSHOT

ORCC is focused on generating income by making senior secured loans to middle market companies

## Company Overview

- **Commenced Operations:** March 2016
- **Strategy:** Diversified direct lending
- **Ratings Profile<sup>1</sup>:**
  - BBB-/Stable (S&P & Fitch)
  - Baa3/Stable (Moody’s)
  - BBB/Stable (Kroll)
- **Equity Raised:** \$6.0 billion

## Breakdown by Asset Type



## Portfolio Statistics

**\$8.8B**  
Portfolio  
Size

**98**  
Portfolio  
Companies

**27**  
Portfolio  
Industries

**100%**  
Floating  
Rate

## Portfolio Company Statistics

**\$427M**  
Revenue

**\$79M**  
EBITDA

**5.5x**  
Debt-to-  
EBITDA

**2.4x**  
Interest  
Coverage

As of Report Date. **Past performance is not a guarantee of future results.** Weightings are based on fair value of investments unless otherwise noted. 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 data represents 96.9% of ORCC’s total portfolio based on fair value and excludes certain investments that fall outside of its typical borrower profile. 1. For rating definitions, please visit the following websites – S&P: spglobal.com; Fitch: fitchratings.com; Moody’s: moody.com; Kroll: kroll.com.

# APPROACH TO INVESTING AND PORTFOLIO CONSTRUCTION

## Proprietary Deals with the Ability to Negotiate Terms

- Focus on sponsor-led leveraged buyouts, refinancings, recapitalizations and acquisitions
- Source deals primarily from private equity sponsors who value:
  - Scale: The ability to provide sizeable commitments
  - Flexible and creative solutions
  - Certainty, speed and transparency

## High-Quality Companies and Diligence Process

- Maintain comprehensive diligence, focused on fundamental credit analysis and downside protection
- Target performing companies with proven business models, high barriers to entry, strong competitive positioning and invested equity partners
- Seek to generally avoid companies with short histories, weak management teams, limited financial controls, lack of reporting, declining businesses, or in cyclical sectors
- Value sizable equity cushions and governance provided by reputable private equity sponsors

## Portfolio Construction

- Senior secured floating rate loans
- Maintain diversification across individual positions and industries
- Underwriting focused on top-line stability and downside cases to return of par or high recovery rates

## Ongoing Portfolio Monitoring

- Weekly team meeting to discuss key performance indicators, related companies, and pertinent news
- Quarterly Portfolio Review where each credit discussed with the full Investment Committee
- Monitor the portfolio on an ongoing basis to manage risk and seek preemptive action to resolve potential problems. Formal monthly discussion on any watchlist credits



# TEAM OVERVIEW

# INVESTMENT TEAM

Sizable investment team solely dedicated to direct lending

| Founders           | Doug Ostrover    |                   | Marc Lipschultz |                   |                    | Craig Packer     |                 |            | Average Experience |
|--------------------|------------------|-------------------|-----------------|-------------------|--------------------|------------------|-----------------|------------|--------------------|
|                    | 25+ Years        |                   |                 |                   |                    |                  |                 |            |                    |
| Managing Directors | Alexis Maged     | Erik Bissonnette  | Nicole Drapkin  | Brian Finkelstein | Adam Forchheimer   | Jesse Huff       | 18 Years        |            |                    |
|                    | Jean Joseph      | Patrick Linnemann | Mark Marino     | Arthur Martini    | Prashant Mupparapu | Dhruv Narain     |                 |            |                    |
|                    | Lukas Spiss      | Jon ten Oever     | Kurt Tenenbaum  | Scott Turco       | Pravin Vazirani    | Jeffery Walwyn   |                 |            |                    |
| Principals         | David Jar        | Andrew Kim        | Derek Liu       | John McAneny      | Darragh O'Flaherty | Matt Tier        | 7 Years         |            |                    |
| Vice Presidents    | Pete Andreucetti | Emmanuel Bello    | Adam Casella    | Scott Clifford    | Timothy DeGrange   | Darby Dent       |                 |            |                    |
|                    | Dan Hong         | Jennie Mazzucco   | Luna McKeon     | Eric Pallone      | Alex Santos        | Alexander Thomas |                 |            |                    |
| Senior Associates  | Ilan Aharoni     | Joe Benus         | Nathan Bram     | Max Chou          | Albert Koh         | Kendall Kyritz   | Andy Lefkarites | Chris Park | Felix Zhang        |
| Associates         | Griffin Carroll  | Matt Circle       | Dan Clarke      | Chandler Hillin   | Misha Horne        | Ben Kupferberg   |                 |            |                    |
|                    | Samuel Kushner   | Louis Rosenberg   | Erica Wilson    | Sharleen Yu       | Kevin Zhao         |                  |                 |            |                    |

As of 4/20/2020.

# ORCC III INVESTMENT COMMITTEE

- Average of more than +25 years of experience in private lending
- Diverse backgrounds with experience at all levels of a company's capital structure through multiple business and credit cycles
- All of ORCC III's investment-related decisions require unanimous approval of the investment committee

## Doug Ostrover

- **Co-Founder, Co-CIO, CEO**
- Joined Owl Rock: 2016
- Co-Founder of GSO Capital Partners
- Chairman and Global Co-Head of Leveraged Finance at CSFB

## Craig Packer

- **Co-Founder, Co-CIO**
- Joined Owl Rock: 2016
- Partner and Co-Head of Leveraged Finance in the Americas at Goldman Sachs
- Firmwide Capital Committee, IBD Operating Committee, Business Standards Committee and IBD Risk Committee

## Marc Lipschultz

- **Co-Founder, Co-CIO**
- Joined Owl Rock: 2016
- Member of KKR's Management Committee, Global Head of Energy and Infrastructure
- M&A and Principal Investment Activities at Goldman Sachs

## Alexis Maged

- **Head of Underwriting, Portfolio Management**
- Joined Owl Rock: 2016
- Chief Operating Officer of IBD's Global Credit Finance Business at Goldman Sachs
- Co-Chair of the Credit Markets Capital Committee and member of the Firmwide Capital Committee

# TRACK RECORD

# CURRENT PLATFORM OVERVIEW

|                                  | Owl Rock Capital Corporation (“ORCC”)  | Owl Rock Technology Finance Corp.  | Owl Rock First Lien Fund  |
|----------------------------------|--|--|---|
| <b>Current Investments</b>       | \$8.9bn across<br>101 portfolio companies  | \$1.8bn across<br>34 portfolio companies   | \$1.3bn across<br>34 portfolio companies  |
| <b>Current Leverage</b>          | 0.60x  | 0.94x  | 1.6x  |
| <b>Average Position Size</b>     | \$88.5mm   | \$53.9mm   | \$42.4mm  |
| <b>Top Five Sectors</b>          | Internet Software & Service<br>Professional Services<br>Insurance<br>Healthcare Services<br>Distribution | Business Services<br>Education<br>Healthcare Services<br>Data & Information Services<br>Internet & Digital Media | Healthcare Services<br>Buildings & Real Estate<br>Professional Services<br>Consumer Services<br>Business Services |
| <b>Annual Average Defaults</b>   | <b>0.0%</b>  | <b>0.0%</b>  | <b>0.0%</b>   |
| <b>Available Undrawn Capital</b> | ~\$2.0bn   | ~\$1.9bn   | ~\$575mm  |

As of 3/31/20. Past performance is not a guarantee of future results.

# ORCC PERFORMANCE

| As of December 31, 2019      | Net IRR Based on Net Asset Value (“NAV”) |        |                 |
|------------------------------|--|--------|-----------------|
|                              | 1-Year                                   | 3-Year | Since Inception |
| Owl Rock Capital Corporation | 11.1%                                    | 10.0%  | 9.9%            |

**Past performance is not a guarantee of future results. This material is not complete without the attached endnotes and important information pages, which include disclosures on risk and performance.** As of Report Date. Returns are being provided for informational purposes only; investors' returns may vary and can be higher or lower than what is reflected above. BDC returns reflect reinvestment of distributions and all returns reflect the deduction of ongoing expenses that are borne by investors, such as management fees, incentive fees, interest expense, offering costs, professional fees, director fees and other general and administrative expenses. The performance history of ORCC is not necessarily indicative of future results of ORCC III or any other funds advised by Owl Rock or any of its affiliates, including with respect to potential liquidity events. No assurance can be given that ORCC III will perform in a manner similar to ORCC or that objectives will be achieved.

# 1Q'20 RECAP

## 1Q'20 Performance Discussion

- In 1Q'20 global markets were down markedly from highs, attributable to the COVID-19 pandemic and corresponding shutdown of the global economy
- Each of Owl Rock's managed funds experienced a drop in their net asset value ("NAV"), the majority of which was attributable to credit spread widening
- Owl Rock's managed funds are valued by an independent, third party valuation firm
- Owl Rock has not had any non-accruals or defaults since inception

## 1Q'20 ORCC Performance Breakdown

| Leveraged Credit Indices <sup>1</sup> |                      | 1Q'20 Total Return <sup>2</sup> |
|---------------------------------------|----------------------|---------------------------------|
| S&P LSTA Leveraged Loan Index         |                      | -13.0%                          |
| Credit Suisse High Yield Index        |                      | -13.9%                          |
| Owl Rock Managed Funds                | Commenced Operations | 1Q'20 Total Return <sup>2</sup> |
| Owl Rock Capital Corporation ("ORCC") | Mar-16               | -5.0%                           |

Past performance is not a guarantee of future results. This material is not complete without the attached endnotes and important information pages, which include disclosures on risk and performance. As of Report Date. 1. The performance shown is index performance and not representative of any investment's performance. Investors cannot invest directly in an index. Investments in Owl Rock's managed funds are subject to certain fees and expenses that are not contemplated above, which would further reduce returns. 2. Total return is calculated as the rate of return for the quarter ended on the Report Date and is inclusive of appreciation and, where applicable, distributions. This information is not complete without the performance information and index definitions page following this presentation.

## CASE STUDY: CHECKMARX

- Checkmarx is a global leader in software security solutions for DevOps, enabling organizations to deliver secure software faster by making security excellence intrinsic to software development<sup>1</sup>
- In April 2020 Hellman & Friedman (“H&F”) completed the acquisition of Checkmarx from Insight Partners in an all cash transaction valued at \$1.15 billion<sup>1</sup>
- TPG partnered with H&F and now holds a minority interest in the company together with Insight Partners<sup>1</sup>
- The deal represents the largest acquisition of an application security company to date<sup>1</sup>
- Owl Rock provided a first-lien credit facility to support Hellman & Friedman’s buyout of Checkmarx<sup>2</sup>

**Source:** 1. Businesswire, “Hellman & Friedman Completes Acquisition of Checkmarx” 4/16/20. 2. Reuters, “Direct lenders support existing investments but open for opportunities” 4/2/20. **Past performance is not indicative for future results. All investments are subject to risk, including the loss of the principal amount invested.** This is being provided for informational purposes only. Important limitations to consider when reviewing case studies are that they typically identify only instances in which the investment thesis was successful and do so with the benefit of hindsight. As such, it should not be assumed that future investments made on behalf of any Owl Rock Fund will be comparable in quality or performance to the investments described herein.



# ORCC III TERMS

# ORCC III SUMMARY OF KEY TERMS

|   |  |   |  |
|---|--|---|--|
| <b>Owl Rock Commitment</b>  | <ul style="list-style-type: none"> <li>▪ \$100 million between ORCC III and Owl Rock Diversified Lending (“ORDL”)</li> </ul>   |   |  |
| <b>Investor Minimum</b>   | <ul style="list-style-type: none"> <li>▪ \$5 million</li> </ul>  |   |  |
| <b>Fund Leverage</b>  | <ul style="list-style-type: none"> <li>▪ Target 0.9x – 1.25x debt-to-equity with regulatory cap at 2.0x</li> </ul>   |   |  |
| <b>Management Fee</b>   | <table border="0"> <tr> <td style="vertical-align: top;"> <p><i>Pre-Liquidity Event</i></p> <ul style="list-style-type: none"> <li>▪ 0.50% of gross assets</li> <li>▪ No management fee on undrawn capital commitments</li> </ul> </td> <td style="vertical-align: top;"> <p><i>Post-Liquidity Event</i></p> <ul style="list-style-type: none"> <li>▪ 1.5% gross assets up to 1.0x debt-to-equity</li> <li>▪ 1.0% gross assets above 1.0x debt-to-equity</li> </ul> </td> </tr> </table> | <p><i>Pre-Liquidity Event</i></p> <ul style="list-style-type: none"> <li>▪ 0.50% of gross assets</li> <li>▪ No management fee on undrawn capital commitments</li> </ul> | <p><i>Post-Liquidity Event</i></p> <ul style="list-style-type: none"> <li>▪ 1.5% gross assets up to 1.0x debt-to-equity</li> <li>▪ 1.0% gross assets above 1.0x debt-to-equity</li> </ul>      |
| <p><i>Pre-Liquidity Event</i></p> <ul style="list-style-type: none"> <li>▪ 0.50% of gross assets</li> <li>▪ No management fee on undrawn capital commitments</li> </ul> | <p><i>Post-Liquidity Event</i></p> <ul style="list-style-type: none"> <li>▪ 1.5% gross assets up to 1.0x debt-to-equity</li> <li>▪ 1.0% gross assets above 1.0x debt-to-equity</li> </ul>  |   |  |
| <b>Incentive Fee</b>  | <table border="0"> <tr> <td style="vertical-align: top;"> <p><i>Pre-Liquidity Event</i></p> <ul style="list-style-type: none"> <li>▪ None</li> </ul> </td> <td style="vertical-align: top;"> <p><i>Post-Liquidity Event</i></p> <ul style="list-style-type: none"> <li>▪ 17.5% of net investment income; 6% hurdle rate with catch-up</li> <li>▪ 17.5% of realized capital gains</li> </ul> </td> </tr> </table>   | <p><i>Pre-Liquidity Event</i></p> <ul style="list-style-type: none"> <li>▪ None</li> </ul>  | <p><i>Post-Liquidity Event</i></p> <ul style="list-style-type: none"> <li>▪ 17.5% of net investment income; 6% hurdle rate with catch-up</li> <li>▪ 17.5% of realized capital gains</li> </ul> |
| <p><i>Pre-Liquidity Event</i></p> <ul style="list-style-type: none"> <li>▪ None</li> </ul>  | <p><i>Post-Liquidity Event</i></p> <ul style="list-style-type: none"> <li>▪ 17.5% of net investment income; 6% hurdle rate with catch-up</li> <li>▪ 17.5% of realized capital gains</li> </ul>   |   |  |
| <b>Commitment Period</b>  | <ul style="list-style-type: none"> <li>▪ Through the earlier of the five year anniversary of the Final Closing or the seven year anniversary of the Initial Closing.</li> </ul>  |   |  |
| <b>Term</b>   | <ul style="list-style-type: none"> <li>▪ If ORCC III has not consummated an Exchange Listing by the earlier of the five year anniversary of the Final Closing or the seven year anniversary of the Initial Closing, subject to two additional one-year extensions in the sole discretion of the Board of Directors, the Board of Directors will wind down and/or liquidate and dissolve ORCC III in an orderly manner.</li> </ul>  |   |  |
| <b>Distributions</b>  | <ul style="list-style-type: none"> <li>▪ Quarterly</li> </ul>  |   |  |

This information is summary in nature and is in no way complete, and these terms have been simplified for illustrative purposes and may change materially at any time without notice. In particular, this information omits certain important details about the stated terms, and does not address certain other key Fund terms or risks or represent a complete list of all proposed Fund terms. If you express an interest in investing in either of the proposed funds, you will be provided with a private placement memorandum, subscription agreement, and other documents (“Fund Documents”), which shall govern in the event of any conflict with the general terms listed herein. You must rely only on the information contained in the Fund Documents in making any decision to invest. Please see PPM for corresponding terms.

# SEED OPPORTUNITY OVERVIEW

# OWL ROCK'S APPROACH TO SEED ECONOMICS

- In order to build strong, highly aligned relationships with our key institutional investor partners, Owl Rock has offered **seed economics** in its various strategies
  - The opportunity to participate in the **economics of the management company** of our BDC's, in conjunction with an investment in the related underlying BDC
  - Allows for profit participation in each respective business **in perpetuity**



***A uniquely structured investment opportunity for seed investors to participate in the continued growth and profitability of Owl Rock's business***

**Past performance is not a guarantee of future results.** Information on investments in ORCC and the management company (Owl Rock Capital Holdings, or ORCH) are provided for illustrative purposes only and are not indicative of how an investment in Owl Rock's technology business will perform. All investments are subject to risk, including the loss of the principal amount invested. Seed round IRRs are through 12/31/19. **This presentation is for informational purposes only and is not an offer or a solicitation to sell or subscribe for any fund and does not constitute investment, legal, regulatory, business, tax, financial, accounting or other advice or a recommendation regarding any securities of Owl Rock, of any fund or vehicle managed by Owl Rock, or of any other issuer of securities.**

# PERFORMANCE INFORMATION

## Performance Information

- Investor Net IRRs based on Net Asset Value ("NAV") represent the annual return rate and are based on cash flows for distributions, capital calls and equity raised, and net asset value ("NAV") as of the end of the period presented. The calculations include the impact of management fees, performance fees (where applicable) and expenses incurred by the fund.

## Index Definitions

- S&P LSTA Leveraged Loan Index: The S&P/LSTA Leveraged Loan Index is a market value-weighted index designed to measure the performance of the U.S. leveraged loan market based upon market weightings, spreads and interest payments. The Index was rolled out in 2000; it was back-loaded with four years of data dating to 1997.
- Credit Suisse High Yield Index: The Credit Suisse High Yield Index (USHY) is a market cap weighted benchmark index designed to mirror the investable universe of the \$U.S.-denominated high yield debt market. The index aims to capture the liquid universe of high yield debt denominated in U.S. Dollars and issued by the most actively traded names in U.S. credit market. With inception date available as far back as January 1986, the Credit Suisse High Yield Index provides a comprehensive picture of the high yield debt market performance. As of 20th February 2018, the USHY index has 1,323 bonds and \$881 billion in total outstanding.

# IMPORTANT INFORMATION

Unless otherwise indicated, the Report Date reference is 3/31/2020.

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

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