

JPEL Company Summary

Objective

JPEL’s core strategy is to purchase private equity fund interests in the secondary market.

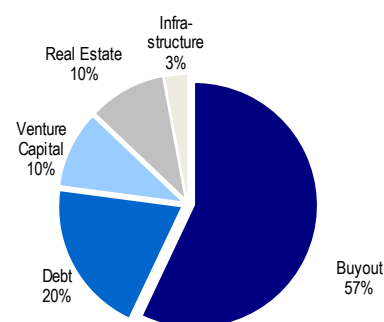
Launched

30 June 2005

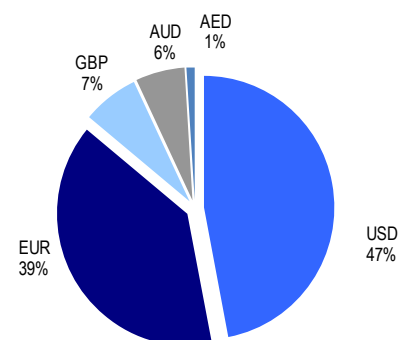
	US\$ Equity Share	Zero Dividend Preference Share 2013	Zero Dividend Preference Share 2015	Zero Dividend Preference Share 2017	JPEL Warrants
Net Asset Value (“NAV”) per share	US\$ 1.12	71.32p	68.65p	72.28p	N/A
No. of shares in issue	346.38 mm	62.75 mm	67.08 mm	30.41 mm	57.90 mm
Currency of Quotation	US\$	£ Sterling	£ Sterling	£ Sterling	US\$
Ticker	JPEL	JPEZ	JPZZ	JPSZ	JPWW
Sedol	B07V0H2	B07V0R2	B00DDT8	B5N4JV7	B60XDY5
ISIN	GB00B07V0H27	GB00B07V0R25	GG00B00DDT81	GG00B5N4JV75	GG00B60XDY53
Market Makers	ABN Amro Cazenove HSBC Bank	Cazenove Collins Stewart HSBC Bank Winterflood	Cazenove Collins Stewart HSBC Bank Winterflood	Cazenove Collins Stewart HSBC Bank Winterflood	ABN Amro Cazenove HSBC Bank

All figures as at 31 December 2012. NAV Figures are based on unaudited net asset values as at 31 December 2012.

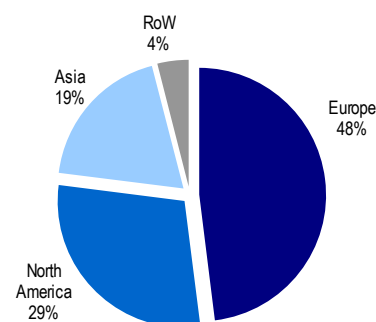
Fund Level - Investment Strategy^{1,2}



Fund Level - Currency Exposure¹



Company Level - Geography³



1. The diversification charts above are based on unaudited Investments at Market Value as at 31 December 2012 and use underlying fund-level values.

2. Special situations includes mezzanine, debt, turnaround and distressed investment strategies.

3. The diversification chart above is based on unaudited Investments at Market Value as at 31 December 2012 and uses underlying company-level values.

Company Description

J.P. Morgan Private Equity Limited (“JPEL” or the “Company”) is a global private equity fund listed on the London Stock Exchange. JPEL’s core strategy is to purchase private equity fund interests in the secondary market.

JPEL pursues the following strategies to seek to meet its investment objectives

- Acquires secondary portfolios of direct investments and significantly invested partnership investments to accelerate NAV development.
- Opportunistically invests in buyout, venture capital, and other special situations funds and investments throughout the world based on attractive transaction values, advantageous market conditions, and compelling risk-adjusted return potential.
- Obtains exposure to individual companies by co-investing alongside private equity sponsors in companies that offer the potential for substantial equity appreciation.
- Diversifies its portfolio by manager, industry, geography, investment stage, and vintage year.
- Actively manages the portfolio by repositioning its investment composition from time to time in order to capitalise on changes in private equity market conditions.

The Company’s capital structure consists of three classes of shares: US\$ Equity Shares (“Equity Shares”) and three classes of Zero Dividend Preference Shares due 2013, 2015 and 2017, respectively (together, the “ZDP Shares”).

JPEL issued bonus warrants to shareholders on record as of 17 August 2009. The warrants are publicly traded on the London Stock Exchange under the symbol “JPWW.”

JPEL Managers’ Comments

JPEL is the only listed private equity fund focused on the secondary private equity market.

Performance and Portfolio Update

In the month ending 31 December 2012, JPEL’s NAV per equity share remained flat at \$1.12. In the quarter ending 31 December 2012, JPEL’s NAV per equity Share decreased 0.9% from \$1.13 at 28 September 2012. The value of JPEL’s underlying portfolio was largely unchanged during the month of December. The majority of reports (approximately 90%) used in calculating JPEL’s private equity value for the month of December are reports dated 30 September 2012 or later. The Managers anticipate that JPEL will begin receiving year end valuations from sponsors in February and March.

JPEL’s equity share price increased 5.9% from \$0.60 to \$0.63 per equity share in December.

JPEL received distributions of \$11.8 million in December and capital calls of \$10.6 million. Of the \$10.6 million drawn down during the month, approximately \$6.5 million was called in connection to the refinancing of Deutsche Annington Immobilien Group (one of JPEL’s largest assets) which was completed in late December. In total during the quarter, the Company received distributions of \$25.8 million, offsetting capital calls of \$14.1 million.

JPEL announced a series of strategic initiatives in the fourth quarter. In November 2012, JPEL announced plans aimed at repositioning the Company’s portfolio, improving the Company’s capital structure and providing liquidity for holdings of US\$ Equity Shares. Subsequent to the announcement JPEL completed a \$20 million share repurchase. In addition, the Managers are currently engaged in discussions to sell several non-core, pre-credit crisis assets in the secondary market. JPEL anticipates making an announcement regarding any potential sales in due course.

ZDP Performance

During the quarter, the NAV per share for the Company’s 2013 ZDP Shares increased 1.8% to 71.32, the 2015 ZDP Shares increased 2.2% to 68.65p and the 2017 ZDP Shares increased 2.1% to 72.28. The share price for the 2013 ZDP Shares increased 0.5% to 72.00p for the quarter, while the 2015 ZDP Shares increased 1.8% to 76.25p and the 2017 ZDP Shares increased 2.9% to 84.75p during the quarter.

Balance Sheet Information as at 31 Dec 2012 (\$ in mm)*

Investments at Market Value	\$616.2
Cash & Equivalents	\$16.1
Total Assets	\$632.3
Total Liabilities	(\$61.8)
Net Asset Value (NAV)²	\$570.5
2013 ZDP NAV	(\$72.7)
2015 ZDP NAV	(\$74.8)
2017 ZDP NAV	(\$35.7)
US\$ Equity NAV	\$387.2
Undrawn Credit Facility	\$90.6
Unfunded Commitments	\$84.3
(Private Equity + Cash & Equivalents) / Unfunded Commitments	7.5x

Summary of Portfolio as at 31 Dec 2012¹

Buyout Funds	47	Co-Investments	11
Special Situations Funds	27	Fund of Funds	6
Venture Capital Funds	23		
Real Estate Funds	7		
Infrastructure Funds	4		

* Source: Managers. Based on unaudited 31 December 2012 information.

1. Fund of Funds includes the Company’s investments in Bear Stearns Private Opportunity Ventures, L.P., Private Equity Access Fund II Ltd, and portfolios held through the Macquarie Private Capital Trust.

2. Unaudited as at 31 December 2012.

Past performance is not indicative of future performance. Performance returns shown can increase or decrease due to currency fluctuations.

JPEL

Managers’ Comments

Portfolio Highlights

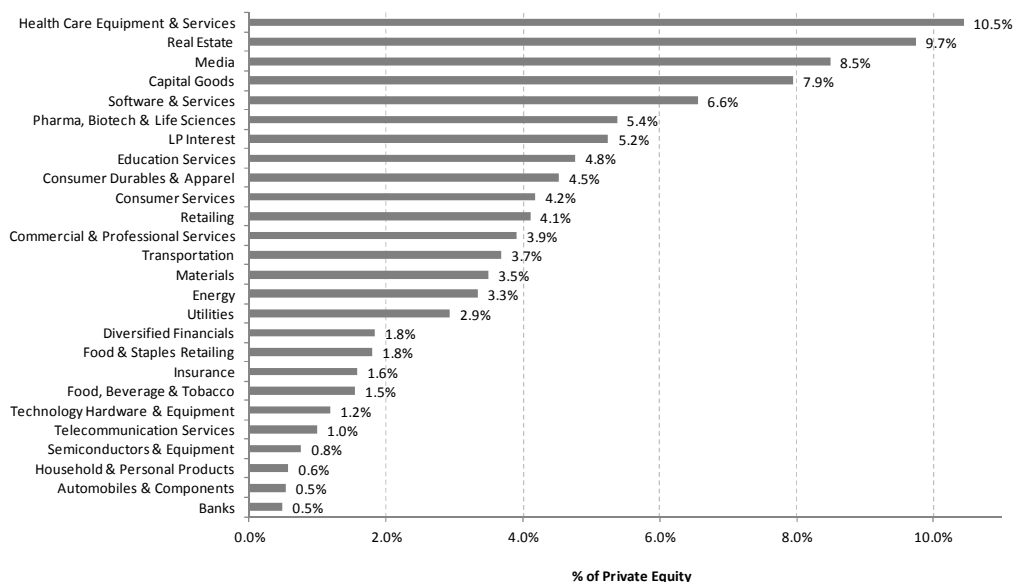
JPEL’s portfolio is comprised of interests in 108 separate fund interests, 11 co-investments, and six fund of funds that include over 1,500 companies across approximately 26 industries. The top 20 fund interests account for 41.7% of private equity NAV. The portfolio continues to be weighted towards healthcare-oriented companies with approximately 15.8% of investment value in this sector. In addition, approximately 89% of its buyout portfolio is invested in small to medium sized buyouts, which tend to utilize lower leverage and purchase multiples. JPEL’s portfolio is well diversified by vintage year; the average age of the Company’s portfolio is 6.2 years. JPEL has continued to emphasize investments in companies with rational debt levels.

JPEL Only: Average age of Portfolio by Investment Strategy

- Average age of investments: 6.2 years
- Buyout investments: 4.5 years
 - Small buyout: 4.1 years
 - Medium buyout: 5.2 years
 - Large buyout: 3.9 years
 - Mega buyouts: 6.5 years
- Venture Capital investments: 6.8 years
- Real Estate investments: 6.3 years
- Special Situations: 6.1 years
- Infrastructure investments: 6.6 years

Source: Manager.
Average age of investments based on the vintage year and specific date in which each individual portfolio company investment was made, subject to availability. Weighting is based on underlying portfolio company level values. Age calculated as at 31 December 2012. Average is weighted based on unaudited Investments at Market Value as at 31 December 2012 and uses underlying company-level values.

JPEL Industry Diversification



Note: The diversification chart above is based on unaudited Investments at Market Value as at 31 December 2012 and uses underlying company-level values.

Top 20 Fund Investments at 31 Dec 2012

1. Duke Street (Parallel Private Equity)	3.6%
2. Alcentra Euro Mezzanine No1 Fund	3.5%
3. Liberty Partners II	3.1%
4. Life Sciences Holdings SPV I Fund	2.9%
5. Avista Capital Partners (Offshore)	2.9%
6. Barclays Private Equity PVLP	2.7%
7. Almack Mezzanine I Fund	2.3%
8. Guggenheim Aviation Offshore Investment Fund II	2.1%
9. Hutton Collins Capital Partners II	1.9%
10. Milestone Link Fund	1.8%
11. Catalyst Buyout Fund 1	1.7%
12. Argan Capital Fund	1.7%
13. Aqua Resources Fund Limited	1.6%
14. 3i (Parallel Private Equity)	1.5%
15. Macquarie Wholesale Co-investment Fund	1.5%
16. GSC European Mezzanine Fund II	1.5%
17. Leeds Equity Partners V	1.4%
18. AIG MezzVest II	1.3%
19. Blue River Capital I	1.3%
20. Beacon India Private Equity Fund	1.3%

Top 20 Company Investments at 31 Dec 2012

1. Deutsche Annington Immobilien Group	8.4%
2. China Media Enterprises Limited	6.5%
3. RCR Industrial S.a.r.l	3.3%
4. Concorde Career Colleges, Inc.	1.9%
5. FibroGen Europe	1.8%
6. WinnCare	1.7%
7. Gulf Healthcare International LLC	1.5%
8. Oasis	1.4%
9. Zena	1.1%
10. Original Factory Shop	1.1%
11. Compre Group	1.0%
12. Back Bay (Guernsey) Limited	1.0%
13. Civica	0.9%
14. InterFloor	0.9%
15. Paratek Pharmaceuticals	0.8%
16. LifeLock, Inc.	0.8%
17. KMC Constructions Limited	0.8%
18. Global TV	0.8%
19. Gambro Healthcare	0.8%
20. Everis Spain	0.8%

Note: Based on unaudited Investments at Market Value as at 31 December 2012 and use underlying company-level values. Top 20 Fund Investments exclude limited partnerships set up specifically to for co-investment purposes.

JPEL

Company Overview

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Gregory Getschow (*US Resident*)

John Loudon (*UK Resident*)

Christopher Paul Spencer (*Guernsey Resident*)

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Investment Managers

JPEL is a closed-ended investment company that is registered and incorporated under the laws of Guernsey. JPEL is managed by Bear Stearns Asset Management Inc and JPMorgan Asset Management (UK) Limited (collectively, the “Managers”), both wholly-owned subsidiaries of JPMorgan Chase & Co.

JPMorgan Chase & Co. (NYSE: JPM) is a leading financial services firm with assets under management of \$2.1 trillion and operations in more than 60 countries. The firm is a leader in investment banking, financial services for consumers, small business and commercial banking, financial transaction processing, asset management, and private equity.

Further information about JPMorgan Chase & Co. can be found at www.jpmorganchase.com.

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Key considerations, risks and investment information for Private Equity Investors

Investments in private equity are speculative and involve significant risks. The environment for private equity investments is volatile, and an investor should only invest if the investor can withstand a total loss of investment. In considering the performance information contained herein, prospective investors should bear in mind that past performance is not indicative of future results. Private equity investments are not usually liquid and may be difficult to value

Key considerations for private equity investors include but are not limited to: private equity is an illiquid asset class; there are typically no redemption features within a traditional private equity fund; traditional private equity fund investments are “locked up” for the duration of the partnership; private equity investments typically involve a long term time horizon; private equity funds may have investment periods that extend 6 years and terms of 12+ years; private equity is a speculative investments and there are no global disclosure standards or capital protection.

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