



**CONVERSUS CAPITAL, L.P.**

**QUARTERLY FINANCIAL REPORT**

*For the nine months ended 30 September 2011*

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## CONVERSUS AT A GLANCE

<b>Our Company</b>	Conversus Capital, L.P. <sup>1</sup> <ul style="list-style-type: none"> <li>• Guernsey Limited Partnership</li> <li>• Listed on NYSE Euronext in Amsterdam</li> <li>• Symbol: CCAP</li> <li>• 64,603,209 units outstanding as of 30 September 2011</li> <li>• Website: <a href="http://www.conversus.com">www.conversus.com</a></li> </ul>
<b>Mission</b>	To maximize long-term unit holder value by harvesting the existing portfolio and returning capital to unit holders
<b>Highlights</b>	<ul style="list-style-type: none"> <li>• Largest publicly-traded portfolio of third party private equity funds</li> <li>• Fully invested portfolio of top-tier, diversified and seasoned private equity investments</li> <li>• Under harvesting strategy, apply cash flow to fund existing commitments and return capital to unit holders</li> </ul>
<b>Distribution Policy</b>	<ul style="list-style-type: none"> <li>• Quarterly distributions based on net cash flow during the quarter, the forecast for net cash flow and an appropriate amount of cash reserves based on the circumstances prevailing at the time</li> <li>• Distributions to be paid in January, April, July and October during the fiscal year</li> <li>• Ultimate timing and amount of future distributions may vary and will remain subject to the discretion of Conversus' Board</li> </ul>
<b>Alignment of Interests</b>	<ul style="list-style-type: none"> <li>• Strong corporate governance, with an Independent Board of Directors and an Independent CFO</li> <li>• Performance driven compensation structure for investment manager</li> <li>• Substantial investments by sponsors and management</li> </ul>
<b>Investment Manager</b>	Conversus Asset Management, LLC <ul style="list-style-type: none"> <li>• Leverages the platforms of sponsors Bank of America and Oak Hill Investment Management</li> <li>• Experienced investment team comprised of 27 investment professionals with over 200 years of combined experience</li> </ul>

<b>Key Metrics</b> (\$ and units outstanding in 000s except per unit data)	<b>As of</b> <b>30 Sep 2011</b>	<b>As of</b> <b>31 Dec 2010</b>	<b>%</b> <b>Change</b>
Net Asset Value	\$ 1,731,169	\$ 1,949,073	(11.2)%
Units Outstanding	64,603	70,335	(8.1)%
Net Asset Value per Unit	\$ 26.80	\$ 27.71	(3.3)%
Unit Price	\$ 20.58	\$ 18.01	14.3 %
Market Capitalization	\$ 1,329,530	\$ 1,266,733	5.0 %
Investment NAV	\$ 1,698,617	\$ 1,885,278	(9.9)%
Unfunded Commitments	\$ 467,028	\$ 572,363	(18.4)%
Cash and Cash Equivalents	\$ 64,836	\$ 77,467	(16.3)%
Notes and Interest Payable	\$ 1,000	\$ 1,000	-
Wtd. Avg. Net Assets - YTD	\$ 1,887,662	\$ 1,780,274	6.0 %
Wtd. Avg. Portfolio Company Life	5.1 years	5.1 years	-
Wtd. Avg. Fund Life	8.2 years	8.1 years	1.2 %

<sup>1</sup>Conversus Capital, L.P. is an authorized closed-ended investment scheme for Guernsey regulatory purposes and is subject to the supervision of the Guernsey Financial Services Commission and market conduct supervision by the Authority for the Financial Markets in the Netherlands

## NOTE ON NAMING AND OTHER CONVENTIONS

Conversus Capital, L.P. (“Conversus LP”) makes all of its investments through Conversus Investment Partnership, L.P. (“Investment Partnership”), a Guernsey limited partnership, and its subsidiaries. Conversus LP, the Investment Partnership and the Investment Partnership’s subsidiaries are collectively referred to as “Conversus.” Where we use the terms “we,” “ours,” “us” and other such terms, we refer to Conversus.

Conversus GP, Limited, a Guernsey limited company, is referred to as “Conversus GP,” and serves as the general partner of Conversus LP.

Conversus Asset Management, LLC is referred to as “CAM” or the “Investment Manager” and Conversus Participation Company, LLC is referred to as “CPC.”

Bank of America Corporation is referred to as “BAC” and Oak Hill Investment Management, L.P. (together with OHIM Investors, L.P.) as “OHIM.”

The estimated net asset value (“NAV”) of Conversus is referred to as “total NAV” or simply “NAV” and includes all net balance sheet items of Conversus. The NAV of Conversus’ investments is referred to as “investment NAV.”

Our credit facility (see Note 6 to the combined financial statements) is referred to as the “credit facility,” the “collateralized fund obligation program” or the “Program.”

Derivative instruments used to partially hedge market exposure on our public equity securities are referred to as “derivative instruments,” “derivatives” or “swaps.”

The net of distributions, capital calls and funded direct co-investments are referred to as “portfolio cash flows.” Capital calls plus funded direct co-investments are referred to as “funded capital.” Capital calls include fund fees and expenses.

All amounts set forth in this report are in thousands, unless otherwise noted, except for per unit data. All dollar amounts are in U.S. dollars.

## OPERATING SUMMARY

The following table displays a summary of operating results for the quarter ended 30 September 2011.

<b>Summary Operating Results</b>	
Net Change in Unrealized Appreciation on Investments	\$ (101,963)
Net Realized Gains	18,519
Investment Income	3,505
Total Expenses	<u>(13,056)</u>
Net Decrease in Net Assets Resulting from Operations	<u>\$ (92,995)</u>

- The net change in unrealized appreciation on investments of \$102.0 million included net unrealized losses of \$83.0 million related to public equity securities and \$12.0 million in unrealized foreign currency losses. The change also included net unrealized gains on private holdings of \$18.1 million before taking into account \$25.1 million in reversals of unrealized gains which were realized during the period or that related to companies which became public.
- Net realized gains of \$18.5 million included \$40.1 million in gross realized gains on investments, \$18.7 million in gross realized losses on investments and \$2.9 million in portfolio company write-offs by general partners.
- Net investment income was \$3.5 million which was mainly comprised of dividend and interest income.
- Total expenses were \$13.1 million. Further expense detail can be found in a table below.
- The decrease in net assets from operations of \$93.0 million resulted in a loss per weighted average unit outstanding of \$1.44.

The following table displays a summary of operating results for the nine months ended 30 September 2011.

<b>Summary Operating Results</b>	
Net Change in Unrealized Appreciation on Investments	\$ (38,810)
Net Realized Gains	99,815
Investment Income	17,187
Total Expenses	<u>(41,280)</u>
Net Increase in Net Assets Resulting from Operations	<u>\$ 36,912</u>

- The net change in unrealized appreciation on investments of \$38.8 million included net unrealized gains of \$18.3 million related to public equity securities, \$0.8 million in unrealized foreign currency losses and a net unrealized gain of \$6.7 million on a derivative instrument. The change also included net unrealized gains on private holdings of \$47.9 million before taking into account \$110.9 million in reversals of unrealized gains which were realized during the period or that related to companies which became public.

- Net realized gains of \$99.8 million included \$174.5 million in gross realized gains on investments, \$50.6 million in gross realized losses on investments, \$13.5 million in portfolio company write-offs by general partners and a \$10.6 million realized loss on a derivative instrument.
- Net investment income was \$17.2 million which was mainly comprised of dividend and interest income.
- Total expenses were \$41.3 million. Further expense detail can be found in a table below.
- The increase in net assets from operations of \$36.9 million resulted in a gain per weighted average unit outstanding of \$0.56.

The following table displays operating expenses and related annualized operating percentages based on weighted average net assets for the quarter and nine months ended 30 September 2011.

<b>Total Operating Expenses and Percentages</b>					
	<b>Quarter Ended 30 Sep 2011</b>		<b>Nine Months Ended 30 Sep 2011</b>		
	<b>Expense</b>	<b>Percentage</b>	<b>Expense</b>	<b>Percentage</b>	
Net Management Fees	\$ 4,562	0.99%	\$ 12,938	0.91%	
Fund Fees and Expenses	4,130	0.90	12,005	0.85	
Professional Service Fees	1,594	0.35	4,703	0.33	
Personnel	588	0.13	3,109	0.22	
Public Company Costs	628	0.14	1,850	0.13	
Interest	8	-	25	-	
Other General and Administrative	1,546	0.33	6,650	0.48	
<b>Total Expenses</b>	<b>\$ 13,056</b>	<b>2.84%</b>	<b>\$ 41,280</b>	<b>2.92%</b>	

- For the period 1 January 2011 through 31 August 2011, net management fees were paid to CAM based on an aggregate amount of (i) 1.0% per annum of the value of Conversus' non-cash assets and (ii) 0.5% per annum of Conversus' aggregate unfunded commitments. Of such amount, one-third was payable quarterly in cash, in arrears, and two-thirds was earned in the form of a profits interest in the Investment Partnership. For the period from 1 January 2011 through 30 June 2011, CAM irrevocably waived its right to 30% of the profits interest. Management fees are shown net of the fees waived. The fee waiver was not in effect from 1 July 2011 through 31 August 2011.

In conjunction with the announcement of a permanent harvesting strategy, CAM agreed to reduce its profits interest by 37.5% effective 1 September 2011. As of that date, net management fees are paid to CAM based on an aggregate amount of (i) 0.75% per annum of the value of Conversus' non-cash assets and (ii) 0.375% per annum of Conversus' aggregate unfunded commitments. Of such amount, approximately 44% is payable quarterly in cash, in arrears, and approximately 56% is earned in the form of a profits interest in the Investment Partnership.

The profits interest is payable quarterly, in arrears, to the extent that there has been appreciation in Conversus' net asset value ("NAV").

- Performance fees are paid to CPC based on increases in NAV over a rolling three year period, subject to various adjustments including capital transactions such as unit repurchases, unit issuances and unit holder distributions. The 10% performance fee is subject to a 7% per annum preferred return, compounded annually, and a rolling three year high water mark, with full catch-up provisions. Performance fees are calculated quarterly over the relevant period and paid quarterly in arrears, to the extent earned. No performance fees were earned during the quarter ended 30 September 2011 as NAV had not sufficiently increased over the preceding three year period subject to the applicable high water mark. No performance fees were payable to CPC as of 30 September 2011. Assuming no change in NAV during the remainder of 2011, performance fees of approximately \$48.8 million will be earned by CPC in the fourth quarter of 2011 as NAV will have increased sufficiently to exceed the preferred return of 7% compounded for the period beginning 31 December 2008 and ending 31 December 2011. If performance fees are earned in the fourth quarter of 2011, they will be payable at the beginning of 2012.
- Fund fees and expenses represent charges by the general partners of the funds in which Conversus is invested and are expensed in the period to which they relate. These fees and expenses do not include performance fees or carried interest earned by the general partners. Fund fees and expenses are highly dependent on the billing cycles of the underlying general partners of our investments and fluctuate on a quarterly basis.
- Professional service fees represent accounting, audit, tax compliance, legal and related costs.
- Personnel expense includes compensation and benefits for CCAP employees.
- Public company costs consist of insurance, third party valuation fees, Board of Director compensation, investor relations and regulatory expenses.
- Interest expense represents the interest incurred on amounts borrowed under the credit facility. The expense reflected an average principal balance outstanding of \$1 million during the quarter which carried an average interest rate of 3.2%.
- Other general and administrative expenses include taxes, commitment fees on the credit facility, travel, miscellaneous employee expenses and an administrative fee payable to CAM under a services agreement (see Note 9 to the combined financial statements).

## **BUSINESS OVERVIEW**

Conversus is designed to provide unit holders with immediate exposure to a diversified portfolio of private equity assets managed by best-in-class general partners while maximizing long-term unit holder value by harvesting our existing portfolio and returning capital to unit holders. We are currently invested in a portfolio that includes funds purchased on the secondary market, commitments to new, or primary funds, and direct co-investments in individual companies. We have also deployed capital to repurchase our units and have a quarterly unit holder distribution policy. We believe that the quality, diversity and maturity of our portfolio, our financial flexibility and our commitment to governance and transparency are our competitive strengths.

Given the maturity and quality of our portfolio, along with other factors, we expect our current portfolio to generate substantial amounts of cash flow over its remaining life. We have adopted a harvesting strategy and will seek to maximize long-term unit holder value by returning capital to unit holders through a combination of methods deemed most appropriate under the circumstances, including cash distributions and unit repurchases. We recognize that some unit holders may prefer that all or a portion of their capital be reinvested in private equity. Depending on the level of unit holder interest in such an option, as well as commercial and legal feasibility, we may seek to develop a structure in the future that offers a choice for those unit holders who prefer reinvestment.

Since our portfolio is mature and cash flowing, we currently expect to meet capital calls on unfunded commitments with the cash flows from existing assets and through borrowings under our credit facility (see Note 6 to the combined financial statements).

CAM implements our investment policies and procedures and carries out the day-to-day management and operations of our business pursuant to a services agreement. CAM is owned by BAC, OHIM, certain members of CAM's management, the California Public Employees Retirement System ("CalPERS") and affiliates of Harvard Management Company, Inc. (an investment vehicle for the Harvard University Endowment). We believe the depth and breadth of the commercial activities of BAC and OHIM provide valuable perspectives into general market and industry trends, which enhance the ability of CAM to manage our investments.

Our portfolio is managed by an investment team comprised of employees of CAM and OHIM. The senior members of this group average over 15 years of experience in private equity and alternative asset management. CAM's Investment Committee includes senior investment professionals from CAM, BAC and OHIM.



## INVESTMENT RESULTS

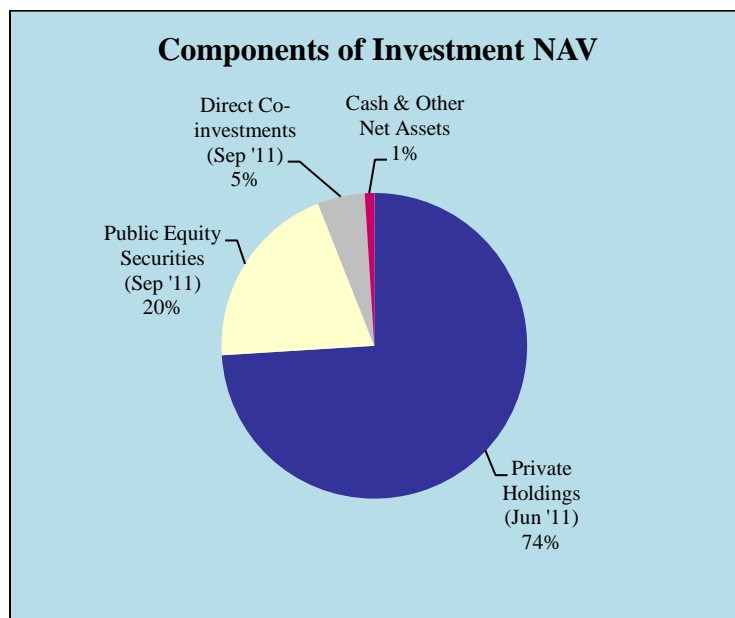
As of 30 September 2011, we had a NAV of \$1,731.2 million, or \$26.80 per unit. By comparison, our NAV as of 31 December 2010 was \$1,949.1 million, or \$27.71 per unit.

During the nine months ended 30 September 2011, our portfolio experienced net unrealized gains of \$18.3 million on public equity securities, net foreign currency losses of \$0.8 million and a net unrealized gain of \$6.7 million related to a derivative instrument. Private net unrealized gains totaled \$47.9 million before taking into account \$110.9 million in reversals of unrealized gains which were realized during the period or that related to companies which became public.

For the nine months ended 30 September 2011, net realized gains and investment income were \$117.0 million. Gross realized gains were \$174.5 million, gross realized losses were \$50.6 million, general partner write-offs totaled \$13.5 million and there was a realized loss on a derivative of \$10.6 million. Investment income totaled \$17.2 million.

As of 30 September 2011, 74% of investment NAV was comprised of private holdings valued based on general partner estimates as of 30 June 2011 and 5% was comprised of direct co-investments valued based on Conversus' estimates as of 30 September 2011. A further 20% of investment NAV was comprised of public equity securities marked to market as of 30 September 2011. The remaining 1% of investment NAV represented cash and other net assets held by the funds in which Conversus is invested.

The chart below summarizes the composition of our investment NAV as of 30 September 2011.



## INVESTMENT STRATEGY

On 1 September 2011, in response to market conditions and the levels at which Conversus' units have traded compared to net asset value, we adopted a permanent harvesting strategy. Under the harvesting strategy, we have discontinued all new private equity investments other than funding existing commitments, making follow-on private equity investments to protect, support or enhance existing investments, and engaging in hedging activities related to the portfolio, unless otherwise approved by the Conversus Board. CAM will continue to actively manage the current portfolio of funded investments and unfunded commitments including the consideration of opportunistic sales of assets when appropriate. We will seek to maximize long-term unit holder value by returning capital to unit holders through a combination of methods deemed most appropriate under the circumstances, including cash distributions and unit repurchases.

We expect to maintain a mature, diverse and high quality portfolio of private equity investments. We believe that our current portfolio is consistent with those parameters. To date, we have returned significant capital to unit holders through unit repurchases and unit holder distributions and will continue to do so under the harvesting strategy. We actively manage the portfolio and our balance sheet in accordance with our goal of maximizing long-term value and will consider proactive steps, if necessary, to retain appropriate diversification in our portfolio and to provide liquidity supporting further returns of capital to unit holders.

## INVESTMENT PORTFOLIO

The following table displays a summary of our portfolio investments as of 30 September 2011. See pages 31 to 33 of this financial report for a complete listing of our investments.

Portfolio Investments						
	# of Holdings	Investment NAV	% of Investment NAV	Unfunded Commitments	Total Exposure	% of Total Exposure
Buyout Funds						
> \$7.5 billion	9	\$ 304,098	17.9%	\$ 142,272	\$ 446,370	20.6%
\$5 to \$7.5 billion	9	187,525	11.0	26,101	213,626	9.9
\$3 to \$5 billion	20	184,619	10.9	56,798	241,417	11.1
\$1 to \$3 billion	36	293,730	17.3	85,768	379,498	17.5
\$500 million to \$1 billion	23	121,357	7.2	31,840	153,197	7.1
< \$500 million	38	146,102	8.6	57,649	203,751	9.4
<b>Total Buyout Funds</b>	<b>135</b>	<b>1,237,431</b>	<b>72.9</b>	<b>400,428</b>	<b>1,637,859</b>	<b>75.6</b>
Venture Capital Funds	57	263,979	15.5	58,678	322,657	14.9
Special Situation Funds	14	96,552	5.7	7,922	104,474	4.8
<b>Total Fund Investments</b>	<b>206</b>	<b>1,597,962</b>	<b>94.1</b>	<b>467,028</b>	<b>2,064,990</b>	<b>95.3</b>
Direct Co-investments	6	86,463	5.1	-	86,463	4.0
Public Equity Securities *	14	14,192	0.8	-	14,192	0.7
<b>Total Investments</b>	<b>226</b>	<b>\$ 1,698,617</b>	<b>100.0%</b>	<b>\$ 467,028</b>	<b>\$ 2,165,645</b>	<b>100.0%</b>
* Represents publicly traded equity securities distributions from our fund investments and direct public equity purchases						

The following table displays, in alphabetical order, our seventy-five largest private equity fund investments based on investment NAV as of 30 September 2011. The Top 75 funds represented 74% of our investment NAV and 65% of our unfunded commitments as of 30 September 2011.

<b>Top 75 Fund Investments by Investment NAV</b>					
<b>(\$ in millions)</b>					
<b>Fund</b>	<b>Investment Type</b>	<b>Vintage Year</b>	<b>Investment NAV**</b>	<b>Unfunded Commitments</b>	<b>Total Exposure</b>
Alta Communications IX, L.P.	Buyout	2003	*	*	*
Altaris Health Partners, L.P.	Buyout	2003	*	*	*
APAX Excelsior VI, LP	Venture Capital	2000	\$ 6.3	\$ 0.8	\$ 7.1
Apollo Investment Fund IV, L.P.	Buyout	1998	8.5	0.2	8.7
Apollo Investment Fund V, L.P.	Buyout	2001	18.9	3.6	22.5
Apollo Investment Fund VI, L.P.	Buyout	2006	36.0	3.7	39.8
Apollo Overseas Partners VII, L.P.	Buyout	2008	28.1	25.5	53.6
Atlantic Equity Partners III, L.P.	Buyout	1999	9.4	-	9.4
Aurora Equity Partners II, LP	Buyout	1998	7.2	-	7.2
Bain Capital Fund X, L.P.	Buyout	2008	*	*	*
Bay City Capital IV, L.P.	Venture Capital	2005	12.1	1.8	13.9
Blackstone Capital Partners IV, L.P.	Buyout	2003	20.7	1.7	22.4
Blackstone Communications Partners I, L.P.	Buyout	2000	8.6	2.5	11.1
Boston Ventures Limited Partnership VI	Buyout	2000	9.3	1.5	10.8
Brentwood Associates Private Equity III, L.P.	Buyout	1999	12.2	-	12.2
Calera Capital Partners III, L.P.	Buyout	2002	*	*	*
Capital Z Financial Services Fund II, L.P.	Buyout	1998	6.5	0.3	6.8
Carlyle Partners III, L.P.	Buyout	2000	7.0	5.1	12.2
Carlyle Partners V, L.P.	Buyout	2007	29.8	23.8	53.5
Clayton, Dubilier & Rice Fund VI, L.P.	Buyout	1999	10.4	6.2	16.6
Clayton, Dubilier & Rice Fund VII Coinvest, L.P.	Buyout	2007	14.1	3.3	17.4
Clayton, Dubilier & Rice Fund VII, L.P.	Buyout	2005	50.8	4.3	55.0
Clayton, Dubilier & Rice Fund VIII, L.P.	Buyout	2009	7.7	3.6	11.3
Crestview Capital Partners	Buyout	2005	20.4	0.9	21.3
Crestview Partners II (Cayman), L.P.	Buyout	2009	11.2	9.8	20.9
CVC European Equity Partners III LP	Buyout	2001	*	*	*
CVC European Equity Partners V, L.P.	Buyout	2008	*	*	*
Diamond Castle Partners IV, L.P.	Buyout	2005	26.4	4.5	30.9
Essex Woodlands Health Ventures Fund V, LP	Venture Capital	2000	10.5	-	10.5
Fenway Partners Capital Fund II, LP	Buyout	1998	14.3	-	14.9
FFC Partners II, L.P.	Buyout	2000	10.5	0.4	10.9
Financial Technology Ventures II (Q), L.P.	Venture Capital	2001	22.4	-	22.4
Foundation Capital IV, L.P.	Venture Capital	2002	*	*	*
Friedman, Fleischer & Lowe Capital Partners, L.P.	Buyout	1999	30.9	2.1	33.1
FTVentures III, L.P.	Venture Capital	2007	9.5	3.7	13.2
Green Equity Investors IV, L.P.	Buyout	2003	22.9	0.6	23.4
Green Equity Investors V, LP	Buyout	2006	31.6	10.9	42.5
Highland Restoration Capital Partners Offshore, L.P.	Special Situation	2008	*	*	*
Industri Kapital 2000 Limited Partnership III	Buyout	1999	6.2	-	6.2
JPMorgan Global Investors, L.P.	Buyout	2001	*	*	*

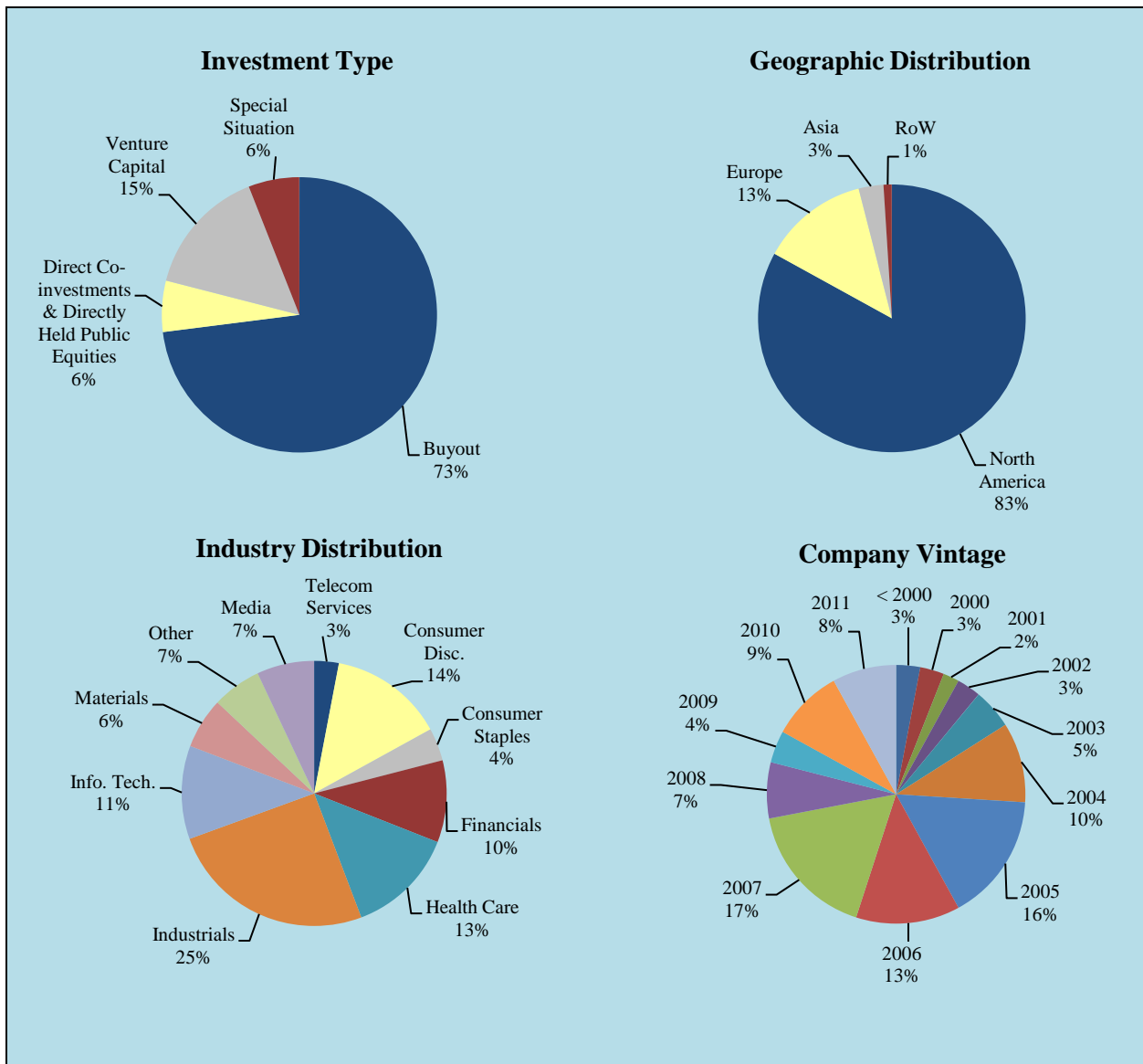
<b>Top 75 Fund Investments by Investment NAV (continued)</b>					
<b>(\$ in millions)</b>					
<b>Fund</b>	<b>Investment Type</b>	<b>Vintage Year</b>	<b>Investment NAV**</b>	<b>Unfunded Commitments</b>	<b>Total Exposure</b>
KKR 1996 Fund, L.P.	Buyout	1997	6.6	-	6.6
KKR 2006 Fund, L.P.	Buyout	2006	80.0	13.7	93.7
KKR Millennium Fund, L.P.	Buyout	2002	55.7	-	55.7
Lightspeed Venture Partners VIII, L.P.	Venture Capital	2008	*	*	*
Lone Star Fund VI (U.S.), L.P.	Special Situation	2008	12.0	3.0	15.0
M/C Venture Partners V, L.P.	Venture Capital	2000	6.9	0.2	7.1
Metalmark Capital Partners, L.P.	Buyout	2006	*	11.8	*
MPM BioVentures III, L.P.	Venture Capital	2002	6.7	-	6.7
Nautic Partners V, L.P.	Buyout	2000	20.7	1.6	22.3
Nautic VI-A, LP	Buyout	2007	9.4	-	14.5
New Mountain Partners III, L.P.	Buyout	2007	13.2	-	22.8
OCM Opportunities Fund VI, L.P.	Special Situation	2005	12.6	-	12.6
OCM Opportunities Fund VII, L.P.	Special Situation	2007	6.5	-	6.5
OCM Opportunities Fund VIIb, L.P.	Special Situation	2008	18.6	2.0	20.6
OCM Principal Opportunities Fund III, L.P.	Special Situation	2004	13.5	-	13.5
Polaris Venture Partners III, L.P.	Venture Capital	2000	12.3	0.4	12.7
Ripplewood Partners II/Side-by-Side Fund, L.P.	Buyout	2001	*	0.1	*
Riverside Capital Appreciation Fund V, L.P.	Buyout	2008	9.4	5.8	15.2
RRE Ventures III-A, LP	Venture Capital	2001	*	*	*
TCV VII(A), L.P.	Venture Capital	2008	13.4	12.0	25.4
Thomas H. Lee Equity Fund V, L.P.	Buyout	2001	21.5	0.6	22.1
Thomas H. Lee Equity Fund VI, L.P.	Buyout	2006	72.0	33.1	105.1
TL Ventures V, L.P.	Venture Capital	2000	*	*	*
TowerBrook Investors III, L.P.	Buyout	2008	*	*	*
TPG Asia V, L.P.	Buyout	2007	*	*	*
TPG Credit Strategies Fund, L.P.	Special Situation	2006	*	*	*
TPG Partners VI, L.P.	Buyout	2008	*	*	*
Trident III, L.P.	Buyout	2004	25.3	0.5	25.8
Trident IV, LP.	Buyout	2007	23.6	4.7	28.3
Trivest Fund III, LP	Buyout	2000	6.3	4.8	11.1
Vestar Capital Partners III, L.P.	Buyout	1997	6.2	0.5	6.7
Vestar Capital Partners IV, L.P.	Buyout	2000	10.5	-	10.8
Warburg Pincus Private Equity VIII, L.P.	Buyout	2001	23.5	-	23.5
Warburg, Pincus International Partners, L.P.	Buyout	2000	17.6	-	17.6
Welsh, Carson, Anderson & Stowe IX, L.P.	Buyout	2000	10.3	-	11.1
<b>Total for Top 75 Fund Investments</b>			<b>\$ 1,260.4</b>	<b>\$ 305.0</b>	<b>\$ 1,565.4</b>
<b>Total Investment Portfolio</b>			<b>\$ 1,698.6</b>	<b>\$ 467.0</b>	<b>\$ 2,165.6</b>
<b>% of Total Reflected in Top 75 Funds</b>			<b>74%</b>	<b>65%</b>	<b>72%</b>
* The general partner of the fund has requested that fund level NAV and/or unfunded commitments not be disclosed					
** Investment NAV is calculated based on Conversus' valuation methodology (see Note 3 to the combined financial statements) for each fund and has not been prepared or approved by the relevant fund or its general partner; investment NAV does not include direct co-investments sponsored by the general partner					

The following table displays our ten largest fund families based on investment NAV as of 30 September 2011. The Top 10 fund families represented 43% of our investment NAV and 45% of our unfunded commitments as of 30 September 2011.

<b>Top 10 Fund Families by Investment NAV</b> (\$ in millions)			
<b>Fund Family</b>	<b>Investment NAV*</b>	<b>Unfunded Commitments</b>	<b>Total Exposure</b>
KKR	\$ 142.4	\$ 13.7	\$ 156.1
Apollo	95.9	41.4	137.3
Thomas H Lee	93.4	33.8	127.2
Clayton, Dubilier and Rice	82.9	17.4	100.3
TPG	61.5	51.1	112.6
Leonard Green	57.7	14.7	72.4
Oaktree (OCM Funds)	54.2	2.0	56.2
Stone Point Capital (Trident Funds)	52.7	9.4	62.1
Warburg Pincus	42.8	-	42.8
Carlyle	38.5	28.9	67.4
<b>Total for Top 10 Fund Families</b>	<b>\$ 722.0</b>	<b>\$ 212.4</b>	<b>\$ 934.4</b>
<b>Total Investment Portfolio</b>	<b>\$ 1,698.6</b>	<b>\$ 467.0</b>	<b>\$ 2,165.6</b>
<b>% of Total Reflected in Top 10 Fund Families</b>	<b>43%</b>	<b>45%</b>	<b>43%</b>
* Investment NAV is calculated based on Conversus' valuation methodology (see Note 3 to the combined financial statements) for each fund and has not been prepared or approved by the relevant fund or its general partner; investment NAV does not include direct co-investments sponsored by the general partner			

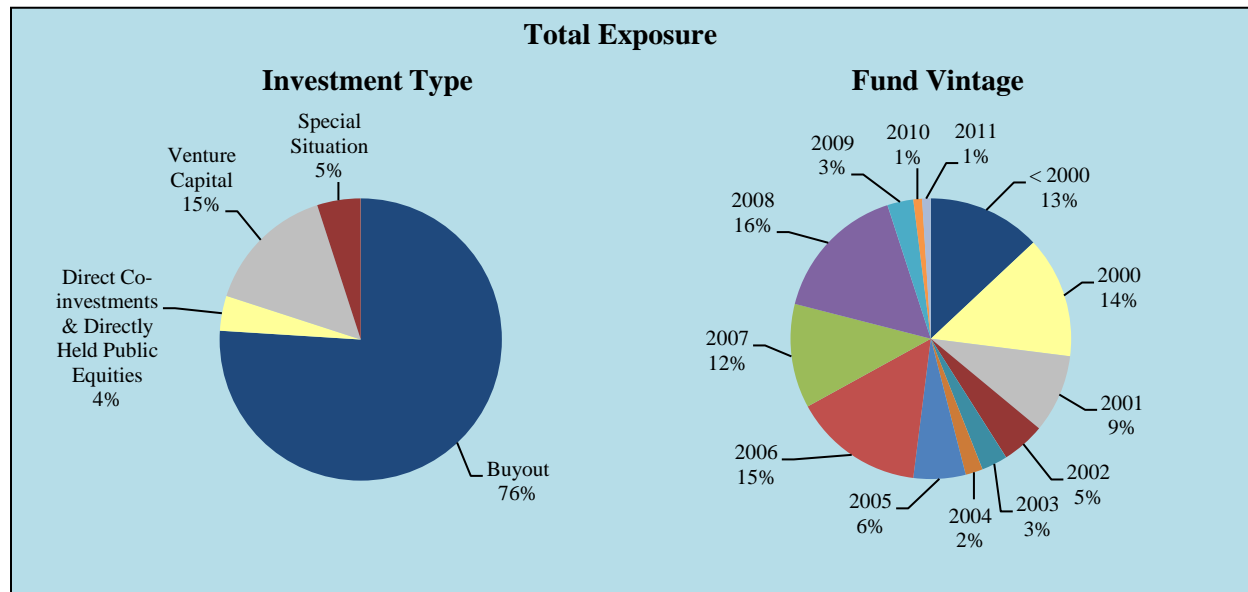
## PORTFOLIO DIVERSIFICATION – INVESTMENT NAV

The following charts display our investment NAV at the fund level by investment type and at the underlying portfolio company level by geographic distribution, industry distribution and vintage as of 30 September 2011.



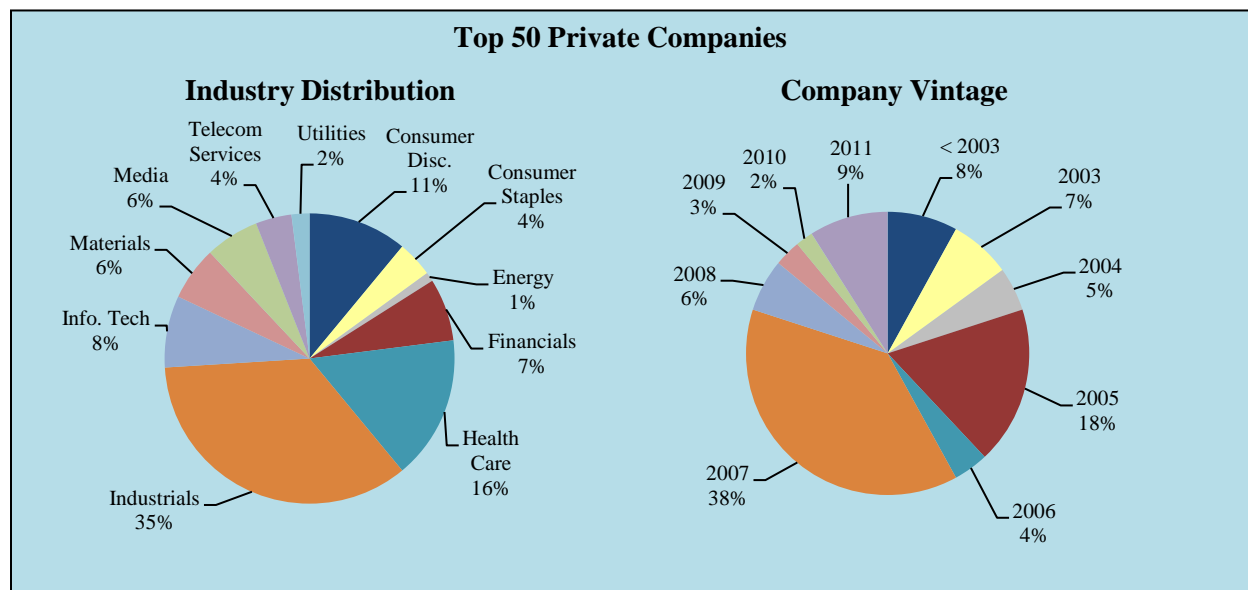
## PORTFOLIO DIVERSIFICATION – TOTAL EXPOSURE

The following charts display our fund investments based on total exposure (investment NAV plus unfunded commitments) at the fund level by investment type and fund vintage as of 30 September 2011.



## PORTFOLIO DIVERSIFICATION – TOP FIFTY PRIVATE COMPANIES

The following charts display our top 50 private company investments based on investment NAV by industry distribution and company vintage as of 30 September 2011. The Top 50 private company investments represented 27% of our investment NAV as of 30 September 2011.



## PORTFOLIO DIVERSIFICATION – INVESTMENTS

The following table summarizes portfolio statistics calculated based on Conversus' 118 fund families as of 30 September 2011.

Investment NAV per Fund Family (\$ in millions)	< \$20	\$20 - \$50	> \$50
# of Fund Families	99	11	8

Top 10 Fund Families ●————→ 43% of Investment NAV

Top 20 Fund Families ●————→ 59% of Investment NAV

The following table summarizes portfolio statistics calculated based on Conversus' 206 fund investments as of 30 September 2011.

Investment NAV per Fund (\$ in millions)	< \$10	\$10 - \$50	> \$50
# of Funds	158	44	4

Top 10 Funds ●————→ 26% of Investment NAV

Top 50 Funds ●————→ 63% of Investment NAV

The following table summarizes portfolio statistics calculated at the portfolio company level for Conversus' 1,846 portfolio companies as of 30 September 2011.

Investment NAV per Portfolio Company (\$ in millions)	< \$5	\$5 - \$20	> \$20
# of Portfolio Companies	1,788	54	4

Top 10 Companies ●————→ 13% of Investment NAV

Top 50 Companies ●————→ 33% of Investment NAV

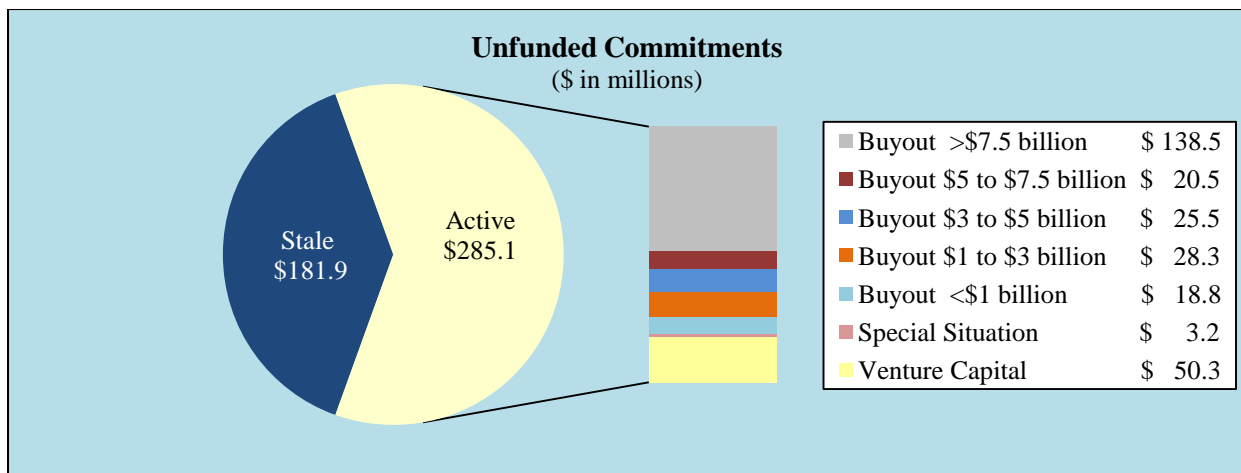


## UNFUNDED COMMITMENTS

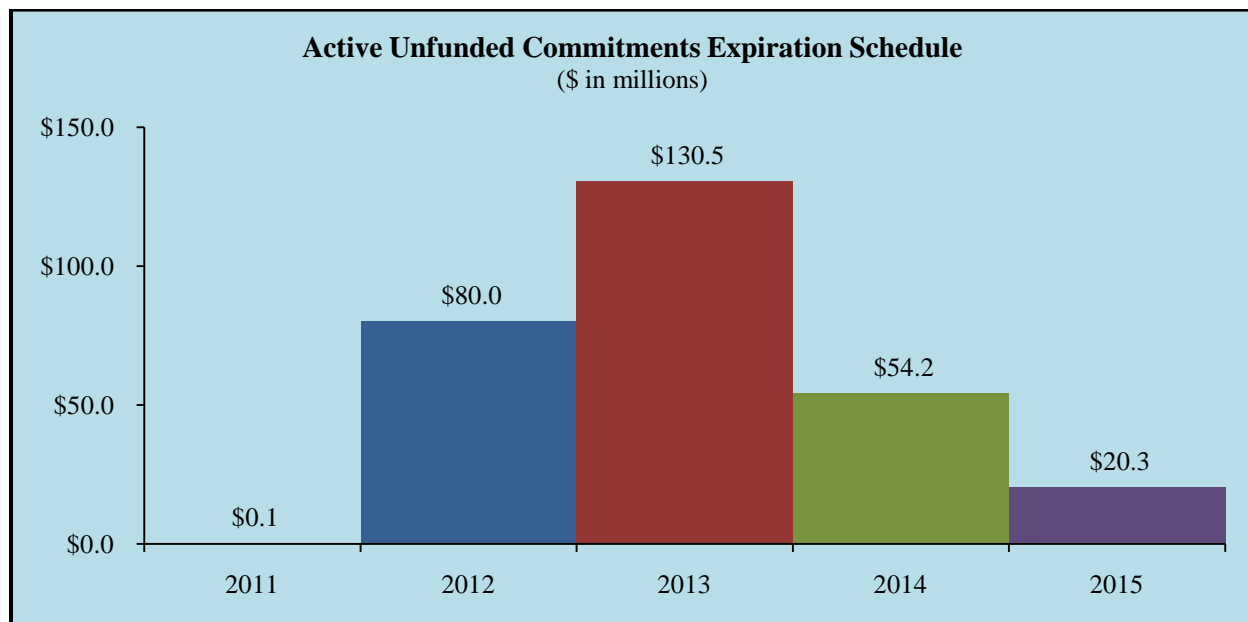
Total unfunded commitments were \$467.0 million as of 30 September 2011. The following table displays a summary of our unfunded commitment activity for the nine months ended 30 September 2011.

<b>Unfunded Commitment Activity</b>	
Unfunded Commitments as of 1 Jan 2011	\$ 572,363
Capital Called for Investments	(123,909)
Refunded Capital	7,838
Other Adjustments	10,736
Unfunded Commitments as of 30 Sep 2011	<u>\$ 467,028</u>

Of the \$467.0 million of total unfunded commitments as of 30 September 2011, \$285.1 million represented active unfunded commitments, or commitments to funds that are still operating within the active investment periods defined by their limited partnership agreements, and \$181.9 million represented stale unfunded commitments, or commitments to funds operating beyond the defined investment period. In general, after an investment period ends, unless otherwise extended, unfunded commitments can only be called for investments in process, follow-on investments in existing portfolio companies or for management fees and expenses. The following chart displays a summary of active and stale unfunded commitments as of 30 September 2011.



Active unfunded commitments of \$285.1 million currently have investment periods lasting into 2015. Funds have the ability to request amendments to their limited partnership agreements to extend the investment period or to allow new investments beyond the previously agreed investment period. The following chart displays the year in which the investment period for active unfunded commitments ends, prior to any amendments, as of 30 September 2011.



## PUBLIC EQUITY SECURITIES

The table below lists our twenty largest public equity securities held either directly by Conversus or indirectly through one or more of our private equity fund investments, as of 30 September 2011, based on investment NAV. These twenty public equity securities totaled \$195.5 million or 57.2% of our total public equity securities portfolio of \$341.7 million as of 30 September 2011.

In total, public equity securities held either directly or indirectly represented 20.1% of investment NAV as of 30 September 2011, while the top twenty positions listed below comprised 11.5% of investment NAV as of 30 September 2011.

<b>Top 20 Public Equity Securities</b>			
		<b>Investment NAV</b>	<b>% of Total Publics</b>
1	Nielsen	\$ 23,170	6.8%
2	Sally Beauty	17,050	5.0
3	Dollar General	16,812	4.9
4	Kosmos Energy	15,944	4.7
5	Charter Communications	13,871	4.0
6	HCA	12,749	3.7
7	Rexel	10,230	3.0
8	TDC	8,954	2.6
9	MoneyGram	8,383	2.5
10	Whole Foods Market	7,693	2.3
11	Dunkin Brands	7,389	2.2
12	LyondellBasell	7,185	2.1
13	PartnerRe	6,929	2.0
14	Alterra Capital	6,420	1.9
15	Legrand	6,252	1.8
16	Warner Chilcott	5,599	1.6
17	MEG Energy	5,519	1.6
18	HomeAway	5,233	1.5
19	Jazz Pharmaceuticals	5,095	1.5
20	Triumph	5,016	1.5
Total Top 20 Public Equity Securities		\$ 195,493	57.2%
Total Public Equity Securities		\$ 341,669	
Total Public Equity Securities as a % of Investment NAV			20.1%

The table below lists our portfolio companies, based on investment NAV, that completed IPOs during the nine months ended 30 September 2011. The companies had a combined investment NAV of \$77.7 million as of 30 September 2011 and have generated \$6.4 million in distributions in 2011.

2011 Portfolio Company IPOs				
		IPO Date	Investment NAV	2011 Distributions
1	Nielsen	Jan 11	\$ 23,170	\$ -
2	Kosmos Energy	May 11	15,944	-
3	HCA	Mar 11	12,749	2,946
4	Dunkin Brands	Jul 11	7,389	190
5	HomeAway	Jun 11	5,233	274
6	Spirit Airlines	May 11	2,246	-
7	Qualicorp	Jun 11	1,906	1,247
8	Vanguard Health	Jun 11	1,627	1,373
9	Fusion-io	Jun 11	1,580	-
10	Responsys	Apr 11	1,386	-
11	New Mountain Finance	May 11	1,186	-
12	Air Lease	Apr 11	919	-
13	Interxion	Jan 11	519	28
14	Epocrates	Feb 11	319	-
15	BankUnited	Jan 11	464	295
16	RPX	May 11	444	-
17	Freescale Semiconductor	May 11	252	-
18	Fluidigm	Feb 11	173	-
19	Boingo Wireless	May 11	153	-
20	Ellie Mae	Apr 11	7	-
21	BCD Semiconductor	Jan 11	5	-
Total 2011 Portfolio Company IPOs			\$ 77,671	\$ 6,353

## CASH FLOW ACTIVITY

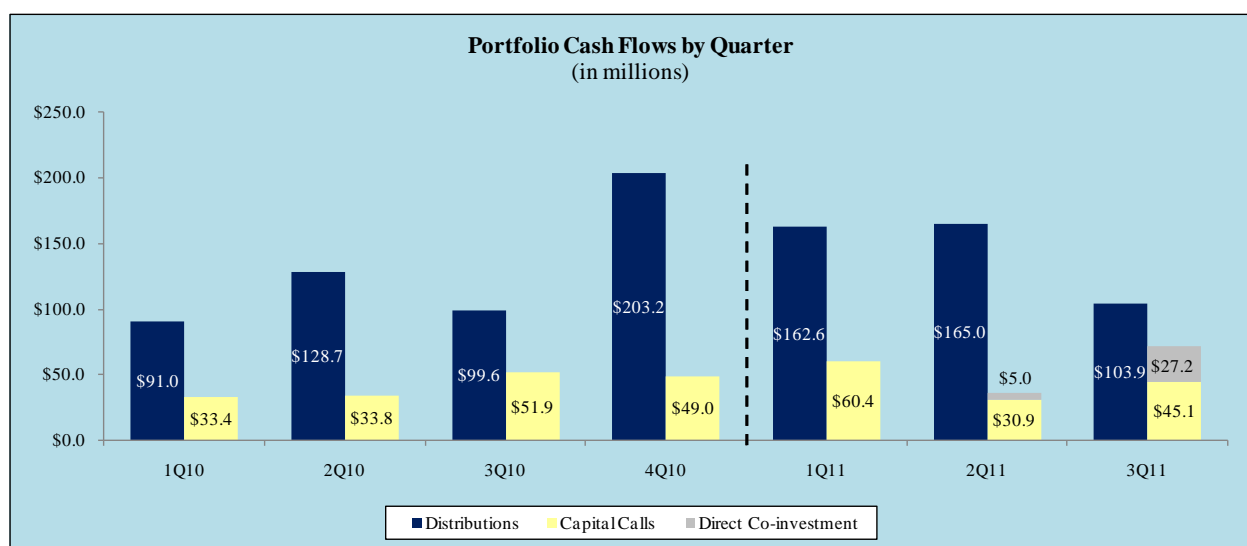
The maturity and quality of Conversus' diversified portfolio were demonstrated by our cash flows during the first nine months of 2011. Our portfolio generated \$262.9 million of net positive portfolio cash flow with distributions of \$431.5 million, capital calls of \$136.4 million and \$32.2 million funded in direct co-investments. For the quarter ended 30 September 2011, our portfolio generated \$31.6 million of net positive portfolio cash flow with distributions of \$103.9 million, capital calls of \$45.1 million and \$27.2 million funded in co-investments.

For the nine months ended 30 September 2011, capital calls of \$136.4 million, which represented 23.8% of the beginning of the year unfunded commitments, consisted of \$123.9 million of calls for portfolio company investments and \$12.5 million for fund fees and expenses. For the quarter ended 30 September 2011, capital calls of \$45.1 million, which represented 9.0% of 30 June 2011 unfunded commitments, consisted of \$40.9 million of calls for portfolio company investments and \$4.2 million for fund fees and expenses.

Capital calls during the nine months ended 30 September 2011 included \$109.5 million for buyout funds, \$23.2 million for venture funds and \$3.7 million for special situation funds. Capital calls came largely from more recent vintage year funds, with 80.6% of the calls coming from fund vintage years 2008 (36.2%), 2006 (23.7%) and 2007 (20.7%).

For the nine months and quarter ended 30 September 2011, Conversus received distributions of \$431.5 million and \$103.9 million, respectively, representing 22.9% and 5.7 %, respectively, of beginning of the period investment NAV. During the nine months ended 30 September 2011, buyout funds comprised 66.7% of distributions, special situation funds comprised 14.3% and venture funds comprised 12.0%, with the remaining 7.0% coming from sales of directly held public equities.

The industry sectors with the highest levels of distributions during the nine months ended September 2011 accounted for 50.1% of total distributions and included Industrials (17.5%), Consumer Discretionary (13.0%), Health Care (10.7%) and Information Technology (8.9%). A significant portion of distributions (45.7%) were from underlying portfolio company investments made in years 2005 (12.9%), 2000 (12.0%), 2006 (11.0%) and 2008 (9.8%).

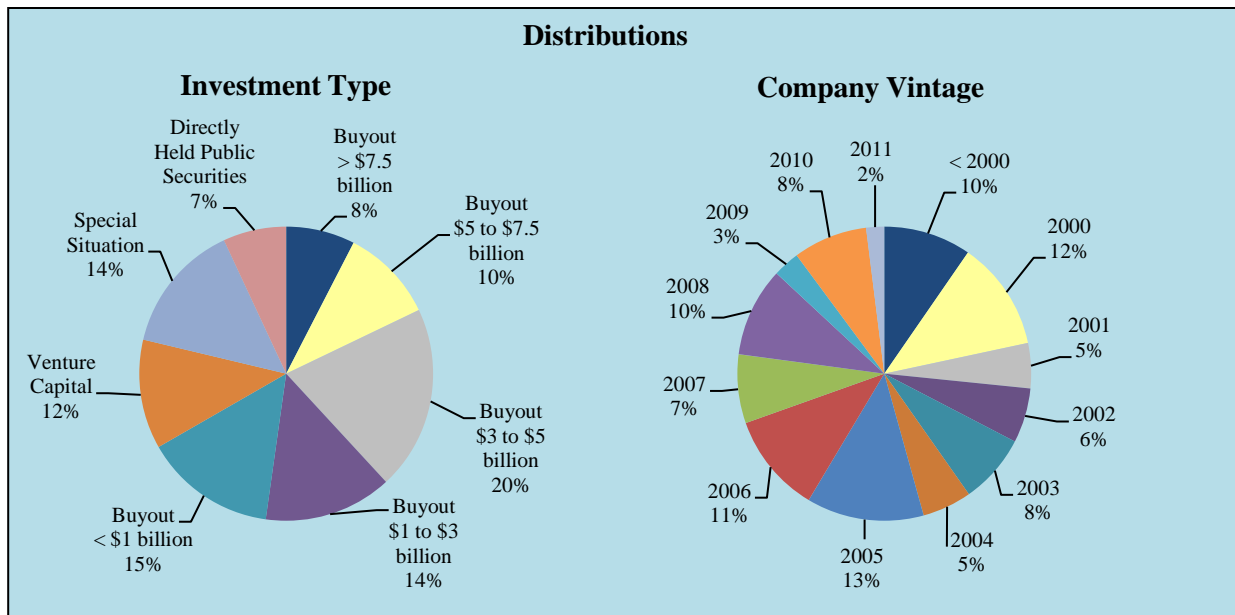


The following table displays investment activity for the quarter and nine months ended 30 September 2011.

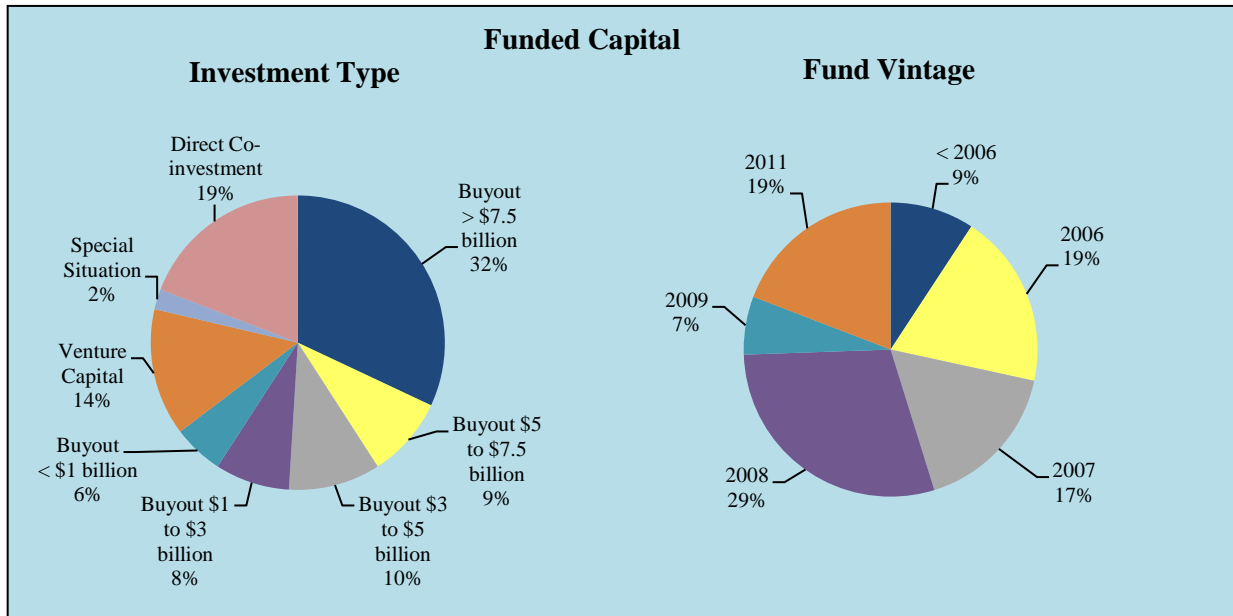
<b>Investment Activity</b>		
	<b>Quarter Ended 30 Sep 11</b>	<b>Nine Months Ended 30 Sep 11</b>
<b>Funded Capital</b>		
Capital Called for Investments	\$ 40,863	\$ 123,909
Capital Called for Fund Fees and Expenses	4,235	12,529
Direct Co-investments Funded	27,172	32,172
<b>Total Funded Capital</b>	<b>\$ 72,270</b>	<b>\$ 168,610</b>
<b>Distributions</b>		
Return of Capital	\$ 80,246	\$ 304,949
Net Realized Gains*	18,532	101,580
Investment Income	3,495	17,161
Refunded Capital	1,672	7,838
<b>Total Distributions</b>	<b>\$ 103,945</b>	<b>\$ 431,528</b>
<b>Realized Losses due to Non-cash Write-offs by General Partners</b>	<b>\$ 2,860</b>	<b>\$ 13,513</b>

\* For the quarter and nine months ended 30 Sep 2011, excludes realized gains (losses) on stock distributions of \$(13) and \$8,855, respectively. For the nine months ended 30 Sep 2011, excludes realized loss on a derivative of \$10,620.

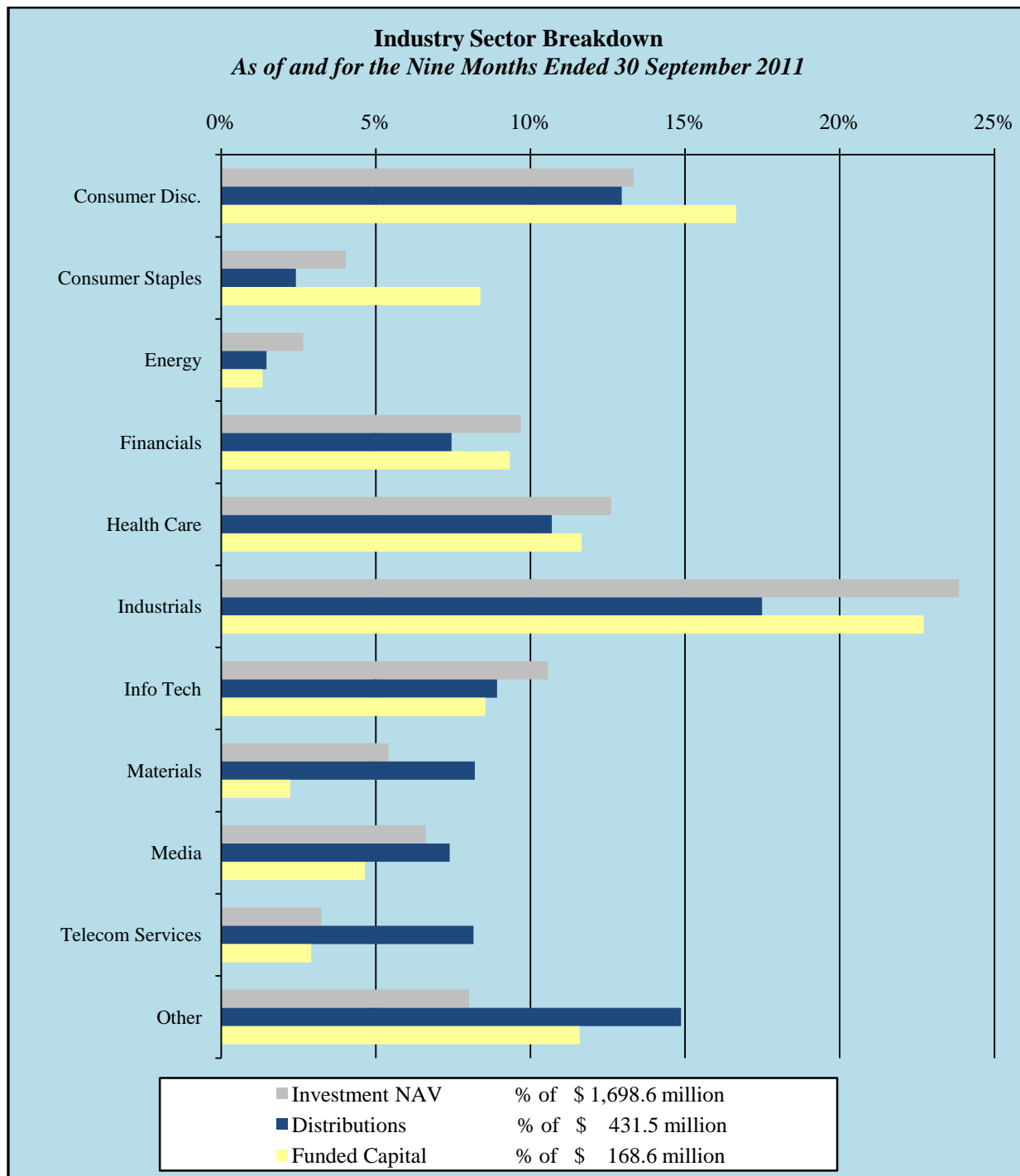
The following charts display distributions of \$431.5 million received during the nine months ended 30 September 2011 by investment type and company vintage.



The following charts display funded capital of \$168.6 million during the nine months ended 30 September 2011 by investment type and fund vintage.

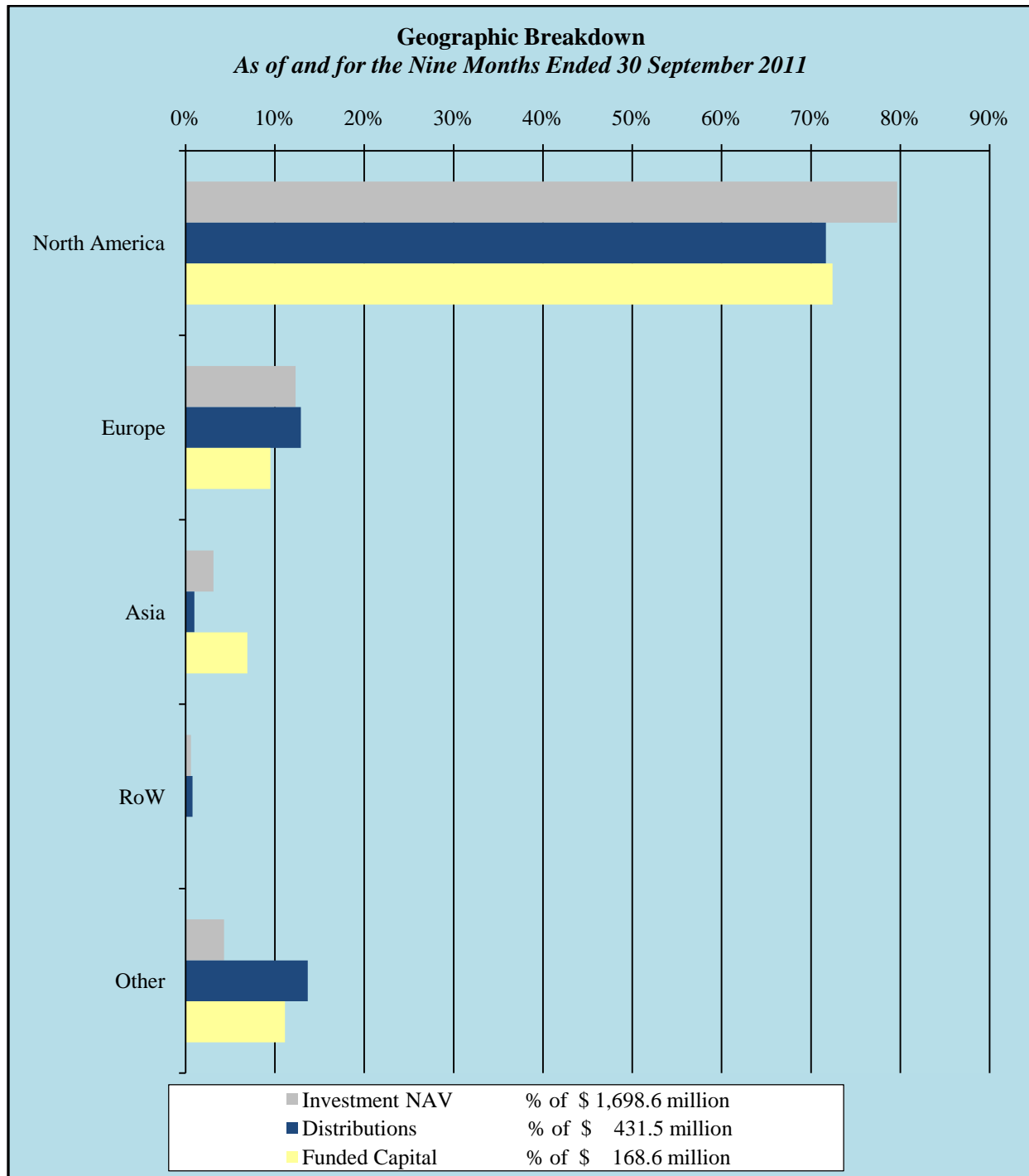


The following charts display, by industry sector, the relative percentage of investment NAV as of 30 September 2011 and the relative percentages of distributions and funded capital for the nine months ended 30 September 2011. Portions of the investment NAV, funded capital and distributions are categorized as “Other.” This category includes: (i) other industries such as utilities and real estate, (ii) unallocated cash flow activity for which we have not received adequate information from the general partners to allow for industry sector categorization, (iii) activity in special situation and buyout funds related to debt investments and (iv) cash flow related to fund fees and expenses.





The following charts display, by geographic region, the relative percentage of investment NAV as of 30 September 2011 and the relative percentages of distributions and funded capital for the nine months ended 30 September 2011. Portions of the investment NAV, funded capital and distributions are categorized as “Other.” This category includes: (i) unallocated cash flow activity for which we have not received adequate information from the general partners to allow for geographic categorization, (ii) activity in special situation and buyout funds related to debt investments and (iii) cash flow related to fund fees and expenses.



## MARKET COMMENTARY

Global market conditions during the third quarter continued to be driven by recessionary fears, financial institution instability and political uncertainty. Investors fled to cash and U.S. treasuries, with the yield on the U.S. ten-year note falling to its lowest level since the 1940s. The S&P 500 Index and MSCI EAFE Index fell by 14% and 17%, respectively. The VIX, a measure of volatility also known as the “investor fear gauge,” rose to forty-three, a level not seen since early 2009.

Softening credit markets led to a 35% quarter over quarter reduction in private equity-backed M&A activity, to \$54 billion globally, in an environment where overall global M&A fell 25%. While debt remains available for LBOs, particularly in the U.S., spreads are wider, required equity contributions are larger and covenant-light financing packages have once again disappeared. These conditions will likely dampen both new investments and exits in private equity over the near term. Meanwhile, cash balances continue to grow on corporate balance sheets, and pressure is expected to build for the capital to be put to work through acquisitions or returned to shareholders.

Following record levels of private equity distributions in the second quarter, the third quarter total dropped 54% to \$56 billion of proceeds, accordingly to Preqin. Conversus’ portfolio generated \$104 million of distributions in the third quarter and has generated \$431 million year-to-date, or 23% of beginning of the year investment NAV. Sales of public equities, predominately by general partners, have generated almost 40% of our distributions in 2011, and trade sales have contributed 28%.

Given the market volatility, private equity-backed IPOs have slowed to their lowest levels since the third quarter of 2009. Only nine private equity-backed IPOs were completed during the third quarter, compared to an average of twenty-eight per quarter since the end of 2009. Consistent with overall market trends, Conversus’ portfolio experienced twenty IPOs during the first two quarters of 2011, and only one during the third quarter. While we maintain a strong IPO backlog of thirty-five companies with approximately \$100 million of investment NAV as of 30 September, we believe that new offerings will be scarce until the broader equity markets stabilize.

While we cannot predict future market conditions, we believe that our portfolio entered the second half of 2011 with substantial momentum. Of our fifty largest private companies that report financial fundamentals, annual EBITDA increased by a weighted average of more than 17%, while revenues grew more than 14% during the twelve months ended 30 June 2011. Although a challenging environment may persist, we believe that the quality and maturity of our portfolio, along with the strength of our balance sheet, position us well to weather further market volatility and economic headwinds.

## LIQUIDITY AND CAPITAL RESOURCES

We employ an over-commitment strategy and may utilize leverage under our credit facility, and thus are subject to the associated risks as explained in this report and in the combined financial statements.

The investments in our portfolio generate cash from time to time. This cash is in the form of distributions and dividends on investments, payments of interest and principal on fixed income investments and cash consideration received in connection with the realization of investments. We use our cash primarily to meet capital calls, to return capital to unit holders through cash distributions or unit repurchases, to pay operating expenses and to repay any outstanding debt.

Current and future liquidity depend primarily on cash distributions generated by the private equity fund investments, direct private equity co-investments and temporary investments that we make, capital contributions that we receive in connection with the issuance of additional units or other securities (if any) and borrowings under the credit facility.

Conversus LP depends on the Investment Partnership to distribute cash in a manner that allows it to meet its expenses as they become due. If Conversus LP does not receive cash distributions from the Investment Partnership or other entities in which Conversus LP has an interest, it may not be able to meet its expenses when they become due.

As of 30 September 2011, we had unfunded commitments of \$467.0 million, representing an over-commitment level of 27.5% (unfunded commitments as a percentage of investment NAV) compared with an over-commitment level of 30.4% as of 31 December 2010. Because we employ an over-commitment strategy, the amount of capital we have committed for future private equity investments may exceed our available cash at a given time. Any available cash that we hold is temporarily invested in accordance with our cash management policy, which provides liquidity for funding capital calls that may be made by the private equity funds to which we have made commitments.

We believe that our liquidity position is strong. As of 30 September 2011, we had a cash balance of \$64.8 million, distributions payable to unit holders of \$19.4 million and total principal and interest outstanding of \$1.0 million under our \$325.0 million credit facility with Citigroup (see Note 6 to the combined financial statements). Directly held public equity securities as of 30 September 2011 represented an additional \$14.2 million in potential liquidity. The \$327.5 million of public equity securities held by our general partners may, over time, be another source of liquidity. Consistent with the maturity profile of our portfolio, our \$467.0 million of unfunded commitments included \$181.9 million to funds that were beyond their investment period as of 30 September 2011.

Our distributions have exceeded capital calls each month since June 2009 and for the first nine months of 2011, the excess of distributions over calls totaled \$295.1 million. Driven by the maturity and quality of our portfolio, we believe that the distributions from our current portfolio will continue to outpace calls over the next several quarters, assuming stable economic conditions. While estimating the timing and amount of portfolio cash flows for private equity funds includes an inherent level of uncertainty and we can make no assurances regarding our projections, we estimate net portfolio cash flow will be positive in the fourth quarter of 2011, and we estimate that 2012 net portfolio cash flow will be substantially positive.

## DISTRIBUTION POLICY

Conversus LP has adopted a distribution policy under which it intends to make quarterly cash distributions to unit holders. The distributions will be based on net cash flow during the quarter, the forecast for net cash flows and appropriate cash reserves based on the circumstances prevailing at the time. Conversus anticipates making the quarterly distributions in January, April, July and October during the fiscal year; however, the ultimate timing and amount of any future distributions may vary and will remain subject to the discretion of Conversus GP.

Since Conversus may not be able to provide complete information about the tax status of its investors to the Investment Partnership and to preserve the fungibility of its partnership's common units, Conversus expects that any dividends, interest or certain other amounts (generally not including capital gains) from U.S. sources will be subject to U.S. withholding tax (except in the case of holders of RDUs that provide appropriate certifications).

RDUs represent ownership interests in Conversus LP's common units that are on deposit with the Bank of New York, as depository, under a restricted deposit agreement among Conversus LP, the depository and all registered holders and beneficial owners from time to time of the restricted depository receipts ("RDRs"). RDRs are security certificates that evidence ownership of RDUs.

During the nine months ended 30 September 2011, Conversus paid cash distributions to unit holders totaling \$109.8 million, or \$1.70 per unit. In addition, Conversus declared a distribution of \$19.4 million, or \$0.30 per unit, on 28 September that was paid on 14 October.

## FORWARD-LOOKING STATEMENTS AND CERTAIN RISKS

This report contains certain forward-looking statements and an investment in Conversus involves certain risks. In some cases, forward-looking statements can be identified by terms such as "anticipate," "believe," "could," "estimate," "expect," "intend," "may," "plan," "potential," "should," "will" and "would," or the negative of those terms or other comparable terminology. Forward-looking statements speak only as of the date of the document in which they are made and include statements relating to expectations, beliefs, forecasts, projections (which may include statements regarding future economic performance, and the financial condition, results of operations, liquidity, cash flows, investments, business, net asset value and prospects of Conversus), future plans and strategies and anticipated results thereof, anticipated events or trends and similar matters that are not historical facts.

By their nature, forward-looking statements involve risk and uncertainty, because they relate to events and depend on circumstances that will occur in the future, and there are many factors that could cause actual results and developments to differ materially from those expressed or implied by these forward-looking statements. Factors that could cause actual results to vary from our forward-looking statements and other risks and uncertainties to which Conversus is subject include, but are not limited to, the following:

- our strategy may not be successful in generating attractive rates of return or in otherwise meeting its objectives;
- changes in our financial condition, liquidity (including availability and cost of capital), cash flows and ability to meet our funding needs and satisfy our contractual obligations;
- the historical performance of our portfolio may not be indicative of its future performance;
- we may be unable to successfully identify and consummate value-enhancing transactions;
- the ability of the funds and portfolio companies in which we invest to achieve their business, operating, financial, investment and other objectives, including realizations;
- the actual timing and amount of cash distributions to unit holders under Conversus' distribution policy is subject to the discretion of Conversus' Board and Conversus can make no assurances that it will make a distribution;
- changes in the relationship with the Investment Manager as our service provider;
- changes in the relationship between the Investment Manager and BAC, OHIM and each of their respective key investment professionals;
- our organizational, ownership and investment structure may create certain conflicts of interest and our units are non-voting securities;
- securities market conditions (including changes to applicable regulations, investor sentiment, and the trading price, discount to NAV, liquidity and volatility of our units);
- private equity market conditions (including our performance and the performance of the funds and companies in which we have invested, timing and size of cash distributions and capital calls, changes in our NAV and pricing of assets in the secondary market);
- competitive conditions;
- international, national and regional political conditions (including potential regulatory and tax reform); and
- the risks, uncertainties and other factors discussed elsewhere in this report (including, but not limited to, the combined financial statements) and in the filings made with the AFM available on the Conversus website ([www.conversus.com](http://www.conversus.com)).

The foregoing is not a comprehensive list of the risks and uncertainties to which we are subject. Except as required by applicable law, we undertake no obligation to update or revise any forward-looking statements to reflect any change in our expectations, or any changes in events, conditions or circumstances on which any forward-looking statement is based. In light of these risks, uncertainties and

assumptions, the events described by our forward-looking statements might not occur. We qualify any and all of our forward-looking statements by these cautionary factors.

## STATEMENT OF RESPONSIBILITY

Substantially all Conversus' investments are made through the Investment Partnership and its subsidiaries. Therefore, in order to present meaningful financial statements, the accounts of Conversus LP and the Investment Partnership have been combined as permitted under U.S. GAAP. All material balances between Conversus LP and the Investment Partnership have been eliminated.

We prepare combined financial statements on an annual, semi-annual and quarterly basis in accordance with U.S. GAAP. Our fiscal year ends on 31 December. We prepare our statements in accordance with U.S. GAAP rather than Dutch GAAP or International Financial Reporting Standards as permitted under Dutch and European law. In the instance where contradictory legislation is passed, Conversus could be required to prepare its combined financial statements on a basis other than U.S. GAAP.

The combined financial statements are the responsibility of the respective managing general partner, acting through its Board of Directors, of each of Conversus LP and the Investment Partnership (collectively, the "Managing General Partner"). The Managing General Partner is responsible for preparing combined financial statements which give a true and fair view of the state of affairs of Conversus and of the profit or loss of Conversus for the applicable period, in accordance with applicable Guernsey law, Dutch law and in accordance with U.S. GAAP. In preparing the combined financial statements, the Directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the combined financial statements; and
- prepare the combined financial statements on the going concern basis unless it is inappropriate to assume that Conversus will continue in business.

The Directors confirm that they have complied with the above requirements in preparing these combined financial statements. The Directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of Conversus. They are also responsible for safeguarding the assets of Conversus and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## PRINCIPAL RISKS

This financial report (including without limitation the combined financial statements) summarizes the principal risks affecting Conversus. Additional risks and uncertainties that are currently unknown or that are not believed to be principal risks may also adversely affect the results of operations or financial condition of Conversus. If any of the principal risks actually occur, the results of operations and financial condition of Conversus would likely be negatively impacted.

## COMPOSITION OF PORTFOLIO INVESTMENTS

(\$ in millions)			
Total Portfolio	# of Holdings	Estimated NAV	Total Exposure
(Includes Direct Co-investments and Public Equity Securities)	226	\$1,698.6	\$2,165.6
Total Funds	# of Funds	Estimated NAV	Total Exposure
	206	\$1,598.0	\$2,065.0
Total Buyout Funds	# of Funds	Estimated NAV	Total Exposure
	135	\$1,237.4	\$1,637.9
Buyout Funds >\$7.5 billion	# of Funds	Estimated NAV	Total Exposure
	9	\$304.1	\$446.4
<i>Fund Name</i>	<i>Vintage Year</i>	<i>Fund Name</i>	<i>Vintage Year</i>
1 Apollo Investment Fund VI, L.P.	2006	6 KKR 2006 Fund, L.P.	2006
2 Apollo Overseas Partners VII, L.P.	2008	7 PAI Europe V, L.P.	2007
3 Bain Capital Fund X, L.P.	2008	8 Thomas H. Lee Equity Fund VI, L.P.	2006
4 Carlyle Partners V, L.P.	2007	9 TPG Partners VI, L.P.	2008
5 CVC European Equity Fund V, L.P.	2008		
Buyout Funds \$5 - \$7.5 billion	# of Funds	Estimated NAV	Total Exposure
	9	\$187.5	\$213.6
<i>Fund Name</i>	<i>Vintage Year</i>	<i>Fund Name</i>	<i>Vintage Year</i>
1 Apax Europe V-A, LP	2001	6 KKR Millennium Fund, L.P.	2002
2 Blackstone Capital Partners IV, L.P.	2003	7 New Mountain Partners III, L.P.	2007
3 Green Equity Investors V, LP	2006	8 Thomas H. Lee Equity Fund V, L.P.	2001
4 J.P. Morgan Global Investors, L.P.	2001	9 Warburg Pincus Private Equity VIII, L.P.	2001
5 KKR 1996 Fund, L.P.			
Buyout Funds \$3 - \$5 billion	# of Funds	Estimated NAV	Total Exposure
	20	\$184.6	\$241.4
<i>Fund Name</i>	<i>Vintage Year</i>	<i>Fund Name</i>	<i>Vintage Year</i>
1 Apollo Investment Fund IV, L.P.	1998	11 Madison Dearborn Capital Partners IV, L.P.	2000
2 Apollo Investment Fund III, L.P.	2001	12 PAI Europe IV-B, L.P.	2005
3 BC European Capital VII	2000	13 Permira IV, L.P.	2006
4 Blackstone Capital Partners III L.P.	1997	14 Silver Lake Partners II, L.P.	2004
5 Carlyle Partners III, L.P.	2000	15 Third Cinven Fund US No. 3 Limited Partnership	2002
6 Clayton, Dubilier & Rice Fund VI, L.P.	1999	16 TPG Asia V, L.P.	2007
7 Clayton, Dubilier & Rice Fund VII, LP	2005	17 TPG Partners III, L.P.	2000
8 Clayton, Dubilier & Rice Fund VIII, L.P.	2009	18 Warburg Pincus Equity Partners, L.P.	1998
9 CVC European Equity Partners III LP	2001	19 Welsh, Carson, Anderson & Stowe IX, L.P.	2000
10 Lindsay Goldberg III-A, L.P.	2008	20 Welsh, Carson, Anderson & Stowe VIII, L.P.	1998
Buyout Funds \$1 - \$3 billion	# of Funds	Estimated NAV	Total Exposure
	36	\$293.7	\$379.5
<i>Fund Name</i>	<i>Vintage Year</i>	<i>Fund Name</i>	<i>Vintage Year</i>
1 Alchemy Plan (BOA), L.P.	1997	19 Madison Dearborn Capital Partners III, LP	1999
2 Apollo Investment Fund III, L.P.	1995	20 Metalmark Capital Partners, L.P.	2006
3 Bain Capital Fund VII, L.P.	2000	21 Morgan Stanley Capital Partners III	1994
4 Blackstone Communications Partners I, L.P.	2000	22 Morgan Stanley Dean Witter Capital Partners IV, LP	1999
5 Capital Z Financial Services Fund II, L.P.	1998	23 Nautic Partners V, L.P. (fka Navis Partners V)	2000
6 Carlyle Europe Partners, L.P.	1998	24 Providence Equity Partners IV, L.P.	2000
7 Carlyle Partners II, L.P.	1995	25 Ripplewood Partners II/Side-by-Side Fund, L.P.	2001
8 Crestview Capital Partners	2005	26 Riverside Capital Appreciation Fund V, L.P.	2008
9 Crestview Partners II (Cayman), L.P.	2009	27 Second Cinven Fund US No. 2 Limited Partnership	1998
10 CVC European Equity Partners II LP	1998	28 Spectrum Equity Investors IV, L.P.	2000
11 Diamond Castle Partners IV, L.P.	2005	29 TowerBrook Investors III, L.P.	2008
12 EQT III (fka EQT Northern Europe)	2001	30 TPG Partners II, L.P.	1997
13 Green Equity Investors III, L.P.	1999	31 Trident II, L.P.	1999
14 Green Equity Investors IV, L.P.	2003	32 Trident III, L.P.	2004
15 Hicks, Muse, Tate & Furst Equity Fund V, L.P.	2000	33 Trident IV, LP.	2007
16 Hicks, Muse, Tate & Furst Europe Fund, L.P.	1999	34 Vestar Capital Partners IV, L.P.	2000
17 Industri Kapital 2000 Limited Partnership III	1999	35 Warburg, Pincus International Partners, L.P.	2000
18 J.W. Childs Equity Partners III, L.P.	2002	36 Weston Presidio Capital IV, LP	2000

## Composition of Portfolio Investments (Continued)

Buyout Funds \$500 million - \$1 billion		# of Funds	Estimated NAV	Total Exposure
		23	\$121.4	\$153.2
<i>Fund Name</i>	<i>Vintage Year</i>	<i>Fund Name</i>	<i>Vintage Year</i>	
1 Asia Alternatives Capital Partners II, L.P.	2008	13 Code Hennessy & Simmons IV, L.P.	1999	
2 Aurora Equity Partners II, LP	1998	14 Fenway Partners Capital Fund II, LP	1998	
3 Bain Capital VII Coinvestment Fund, L.P.	2000	15 Industri Kapital 1997 Limited Partnership III	1997	
4 Blum Strategic Partners, L.P.	1998	16 Irving Place Capital Partners II, L.P.	2000	
5 Boston Ventures Limited Partnership V	1996	17 Littlejohn Fund II, L.P.	1999	
6 Boston Ventures Limited Partnership VI	2000	18 Nautic VI-A, LP	2007	
7 Brentwood Associates Private Equity III, L.P.	1999	19 Newbridge Asia III, L.P.	2000	
8 Bruckmann, Rosser, Sherrill & Co. II, LP	1999	20 Parthenon Investors II, LP	2001	
9 Calera Capital Partners III, L.P.	2002	21 Quad-C Partners VI, LP	2001	
10 CCG Investment Fund, L.P.	2000	22 Vestar Capital Partners III, L.P.	1997	
11 Charlesbank Equity Fund V, LP	2000	23 Warburg Pincus Ventures International	1997	
12 Clayton, Dubilier & Rice Fund VII Coinvest, L.P.	2007			
Buyout Funds <\$500 million		# of Funds	Estimated NAV	Total Exposure
		38	\$146.1	\$203.8
<i>Fund Name</i>	<i>Vintage Year</i>	<i>Fund Name</i>	<i>Vintage Year</i>	
1 Altaris Health Partners, L.P.	2003	20 German Equity Partners II, LP	1999	
2 Alta Communications IX, L.P.	2003	21 GMT Communications Partners II, LP	2000	
3 American Industrial Partners Capital Fund III, L.P.	2000	22 Graham Partners Investments, LP	1999	
4 Atlantic Equity Partners III, L.P.	1999	23 Great Hill Equity Partners II, LP	2001	
5 Brazos Equity Fund, LP	2000	24 Great Hill Equity Partners, LP	1999	
6 Bruckmann, Rosser, Sherrill & Co. III, L.P.	2009	25 Greenbriar Equity Fund, LP	2001	
7 Calera Capital Partners II (Fremont Partners), L.P.	1997	26 Harvest Partners IV, LP	2002	
8 CapStreet II, L.P. (fka Summit Capital II)	2000	27 ING Furman Selz Investors III LP	2000	
9 Carousel Capital Partners II, LP	2003	28 Marathon Fund Limited Partnership IV	1999	
10 Catterton Partners IV	1999	29 Parthenon Investors, L.P.	1999	
11 CEA Capital Partners USA, LP	1997	30 Pouschine Cook Capital Partners, L.P.	1999	
12 Centre Capital Investors III, L.P.	1999	31 Quad-C Partners V, LP	1998	
13 Chisholm Partners IV, LP	1999	32 Riverside Capital Appreciation 1998 Fund, LP	1998	
14 Euroknights IV US NO. 2, LP	2000	33 Seaport Capital Partners II, LP	2000	
15 Europe Capital Partners IV, LP	1999	34 T3 Partners II, L.P.	2001	
16 Evercore Capital Partners, L.P.	1997	35 T3 Partners, L.P.	2000	
17 FFC Partners I, LP (fka FFT Partners I)	1996	36 Trivest Fund III, LP	2000	
18 FFC Partners II, L.P. (fka FFT Partners II)	2000	37 U.S. Equity Partners II (Offshore), L.P.	2002	
19 Friedman, Fleischer & Lowe Capital Partners, L.P.	1999	38 William Blair Capital Partners VII QP, L.P.	2001	



## Composition of Portfolio Investments (Continued)

Venture Capital Funds		# of Funds	Estimated NAV	Total Exposure
		57	\$264.0	\$322.7
<i>Fund Name</i>	<i>Vintage Year</i>	<i>Fund Name</i>		<i>Vintage Year</i>
1 ABS Capital Partners IV, LP	2000	30 Morgenthaler Partners VI, LP		2000
2 APAX Excelsior VI, LP	2000	31 Morgenthaler Partners VII, LP		2001
3 Austin Ventures VII, L.P.	1999	32 MPM BioVentures III, L.P.		2002
4 Austin Ventures VIII, L.P.	2001	33 New Enterprise Associates 10, LP		2000
5 Azure Venture Partners I, LP	2000	34 New Enterprise Associates 13, L.P.		2009
6 Battery Ventures VI, L.P.	2000	35 New Enterprise Associates 9, LP		1999
7 Bay City Capital Fund V, L.P.	2007	36 Pinnacle Ventures Equity Fund II-O, L.P.		2008
8 Bay City Capital IV, L.P.	2005	37 Polaris Venture Partners III, L.P.		2000
9 Bay Partners X, L.P.	2001	38 Polaris Venture Partners IV, L.P.		2002
10 Essex Woodlands Health Ventures Fund IV, LP	1998	39 Redpoint Ventures II, LP		2000
11 Essex Woodlands Health Ventures Fund V, LP	2000	40 RRE Ventures III-A, LP		2001
12 Essex Woodlands Health Ventures VIII-A, L.P.	2008	41 Sigma Partners 6, L.P.		2001
13 Financial Technology Ventures (Q), LP	1998	42 Sigma Partners IV, L.P.		1998
14 Financial Technology Ventures II (Q), L.P.	2001	43 Sigma Partners V, L.P.		1999
15 Foundation Capital Fund III, L.P.	2000	44 Spectrum Equity Investors III, L.P.		1999
16 Foundation Capital IV, L.P.	2002	45 TA Associates Advent VIII		1997
17 Foundation Capital Leadership Fund, L.P.	2000	46 TA IX, L.P.		2000
18 FT Ventures III, L.P.	2007	47 TCV III (Q), L.P.		1999
19 Index Ventures Growth I, LP	2008	48 TCV IV, LP		2000
20 Institutional Venture Partners XI, L.P.	2005	49 TCV VII(A), L.P.		2008
21 InterWest Partners VII, L.P.	1999	50 TL Ventures III, L.P.		1997
22 InterWest Partners VIII, L.P.	2000	51 TL Ventures IV, L.P.		1999
23 InterWest Partners X, L.P.	2008	52 TL Ventures V, L.P.		2000
24 Lighthouse Capital Partners V, L.P.	2002	53 TL Ventures VII, L.P.		2008
25 Lightspeed Venture Partners VIII, L.P.	2008	54 U.S. Venture Partners VI, L.P.		1999
26 M/C Venture Partners V, L.P.	2000	55 U.S. Venture Partners VIII, L.P.		2001
27 Meritech Capital Partners II L.P.	2000	56 U.S. Venture Partners X, L.P.		2008
28 Morgan Stanley Dean Witter Venture Partners IV, L.P.	1999	57 WPG Venture Associates IV		1997
29 Morgan Stanley Venture Partners 2002 Fund, L.P.	2002			
Special Situation Funds		# of Funds	Estimated NAV	Total Exposure
		14	\$96.6	\$104.5
<i>Fund Name</i>	<i>Vintage Year</i>	<i>Fund Name</i>		<i>Vintage Year</i>
1 Avenue Special Situations Fund IV, L.P.	2006	8 OCM Opportunities Fund VI, L.P.		2005
2 Avenue Special Situations Fund V, L.P.	2007	9 OCM Opportunities Fund VII, L.P.		2007
3 BIA Digital Partners, LP	2001	10 OCM Opportunities Fund VIIb, L.P.		2008
4 Gleacher Mezzanine Fund I, LP	2001	11 OCM Principal Opportunities Fund III, L.P.		2004
5 Highland Restoration Capital Partners Offshore, L.P.	2008	12 TA Subordinated Debt Fund L.P.		2000
6 Lone Star Fund VI (U.S.), L.P.	2008	13 TPG Credit Strategies Fund, L.P.		2006
7 OCM Opportunities Fund V, L.P.	2004	14 WCAS Capital Partners III, L.P.		1997
Direct Co-investments		# of Holdings	Estimated NAV	Total Exposure
		6	\$86.5	\$86.5
Public Equity Securities		# of Holdings	Estimated NAV	Total Exposure
		14	\$14.2	\$14.2
<i>Notes:</i>				
Total Exposure equals estimated NAV plus unfunded commitments				
Vintage year is the earlier of the first capital call or the date the fund began operations				

## DIRECTORS, ADVISORS AND KEY INFORMATION

<p><b>Independent Board of Directors</b>                  Paul G. Guilbert (Chairman)                  Laurance (Laurie) R. Hoagland, Jr.                  Kathryn A. Matthews                  Dr. Per Johan Strömberg</p> <p><b>Non-Voting Advisors</b>                  J. Taylor Crandall                  James D. Forbes</p> <p>The address of each person named above is:                  c/o Conversus GP, Limited., Trafalgar Court, Les                  Banques, St. Peter Port, Guernsey GY1 3QL                  Channel Islands</p>	<p><b>Investor Information</b>                  Exchange: Euronext Amsterdam                  Trading symbol: CCAP                  Admission date: 29 June 2007                  Currency: USD                  Bloomberg: CCAP NA                  Reuters: CCAP.AS                  Google Finance: AMS:CCAP</p>
<p><b>Registered Office</b>                  Conversus Capital, L.P                  c/o Conversus GP, Limited                  Trafalgar Court, Les Banques                  St. Peter Port, Guernsey GY1 3QL                  Channel Islands                  ccap@conversus.com                  Tel: +44 1481 745 175                  Fax: +44 1481 745 176</p>	<p><b>Independent Auditors</b>                  PricewaterhouseCoopers CI LLP                  Royal Bank Place                  1 Glatigny Esplanade                  St. Peter Port, Guernsey GY1 4ND                  Channel Islands                  Tel: +44 1481 752 000                  Fax: +44 1481 752 001</p>
<p><b>Investment Manager</b>                  Conversus Asset Management, LLC                  190 South LaSalle Street, Suite 1500                  Chicago, Illinois 60603                  Tel: +1 312 261 9700                  Fax: +1 312 261 9701</p> <p>101 South Tryon Street, Suite 2440                  Charlotte, North Carolina 28280                  Tel: +1 704 307 4865                  Fax: +1 704 375 2004</p>	<p><b>Independent Valuation Firm</b>                  Duff and Phelps                  55 East 52nd Street, 31st Floor                  New York, New York 10055                  Attention: Paul J. Viscio, Managing Director                  Tel: +1 212 871 6267                  Fax: +1 212 523 0854                  e-mail: pj.viscio@duffandphelps.com</p>

## Directors, Advisors and Key Information (Continued)

<p><b>Depository Bank</b>                  The Bank of New York                  101 Barclay Street, 22 West                  New York, New York 10286                  Attention: Conversus Capital, L.P.                  Tel: +1 212 815 5898 or +1 212 815 3982                  Fax: +1 212 571 3050</p>	<p><b>Paying Agent</b>                  Royal Bank of Scotland N.V.                  Global Banking and Markets                  Richard van Etten                  Gustav Mahlerlaan 10 (HQ3130)                  1082 PP Amsterdam                  The Netherlands                  Tel: +31 20 464 3771                  Fax: +31 20 628 0004</p>
<p><b>Fund Administrator</b>                  Northern Trust                  Trafalgar Court, Les Banques                  St. Peter Port, Guernsey GY1 3QL                  Channel Islands                  Tel: +44 1481 745 406</p>	
<p><b>Investor Relations Contacts</b>                  Tim Smith                  Chief Financial Officer                  Conversus Capital, L.P.                  Trafalgar Court, Les Banques                  St. Peter Port, Guernsey GY1 3QL                  Channel Islands                  Tel: +44 1481 745 175                  Fax: +44 1481 745 176                  e-mail: tim.smith@conversus.com</p>	<p>Roger Brookes                  Head of Investor Relations                  Conversus Capital, L.P.                  Trafalgar Court, Les Banques                  St. Peter Port, Guernsey GY1 3QL                  Channel Islands                  Tel: +44 1481 745 175                  Fax: +44 1481 745 176                  e-mail: roger.brookes@conversus.com</p>
<p><b>Media Contact</b>                  Brian Ruby                  ICR, Inc.                  Tel: +1 203 682 8268                  Fax: +1 203 682 8202                  e-mail: brian.ruby@icrinc.com</p>	
<p><b>Joint Corporate Brokers</b>                  J.P. Morgan Cazenove                  William Simmonds                  10 Aldermanbury                  London EC2V 7RF                  England                  Tel: +44 20 7155 4579</p>	<p>RBS Hoare Govett                  Gary Gould or Stuart Klein                  250 Bishopsgate                  London EC2M 4AA                  England                  Tel: +44 20 7678 0605</p>



**CONVERSUS CAPITAL, L.P.**

**COMBINED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

*For the nine months ended 30 September 2011*

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## REPORT OF INDEPENDENT ACCOUNTANTS

### Report of the Independent Accountants

To the Board of Directors of the General Partner and partners of Conversus Capital, L.P.:

We have reviewed the accompanying combined statement of net assets of Conversus Capital, L.P. and Conversus Investment Partnership, L.P. (collectively "Conversus"), including the combined condensed schedule of investments as of 30 September 2011, and the related combined statements of operations for the quarter and nine months ended 30 September, the combined statements of changes in net assets and combined statements of cash flows for the nine months ended 30 September 2011, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. All information included in these financial statements is the responsibility of management and the General Partner of Conversus.

A review consists principally of inquiries of Conversus' personnel and analytical procedures applied to financial data. It is substantially less in scope than an audit conducted in accordance with the auditing standards generally accepted in the United States of America, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

This report has been prepared for and only for the General Partner and partners of Conversus as a body, and for no other purpose. We do not accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Based on our review, we are not aware of any material modifications that should be made to the accompanying combined interim financial statements for them to be in conformity with accounting principles generally accepted in the United States of America.

  
PricewaterhouseCoopers CI LLP  
Chartered Accountants  
Guernsey, Channel Islands  
20 OCTOBER 2011

## **COMBINED STATEMENTS OF NET ASSETS**

*As of 30 September 2011 and 31 December 2010*

*(US\$ in thousands except for per unit amounts)*

	<b>30 Sep 2011</b> <b>(Unaudited)</b>	<b>31 Dec 2010</b> <b>(Audited)</b>
<b>Assets</b>		
Investments, at fair value <i>(Note 3)</i> (cost \$1,628,917 as of 30 Sep 2011; \$1,776,768 as of 31 Dec 2010)	\$ 1,698,617	\$ 1,891,996
Cash and cash equivalents	64,836	77,467
Receivables and prepaid expenses	2,219	1,483
<b>Total Assets</b>	<b>1,765,672</b>	<b>1,970,946</b>
<b>Liabilities</b>		
Management fees payable <i>(Note 2)</i>	4,565	4,346
Derivative instrument <i>(Note 5)</i>	-	6,718
Notes and interest payable <i>(Note 6)</i>	1,000	1,000
Distributions payable to unit holders <i>(Note 7)</i>	19,381	-
Other liabilities	9,557	9,809
<b>Total Liabilities</b>	<b>34,503</b>	<b>21,873</b>
<b>NET ASSETS</b>	<b>\$ 1,731,169</b>	<b>\$ 1,949,073</b>
<b>Net Assets</b>		
General Partners' capital	\$ -	\$ -
Limited Partners' capital (73,530 units issued and 64,603 units outstanding as of 30 Sep 2011; 73,530 units issued and 70,335 units outstanding as of 31 Dec 2010)	1,905,979	1,998,276
Treasury units <i>(Note 7)</i> (8,927 units as of 30 Sep 2011; 3,195 units as of 31 Dec 2010)	(174,810)	(49,203)
<b>NET ASSETS</b>	<b>\$ 1,731,169</b>	<b>\$ 1,949,073</b>
<b>NET ASSET VALUE PER UNIT OUTSTANDING</b>	<b>\$ 26.80</b>	<b>\$ 27.71</b>

The accompanying notes are an integral part of the combined financial statements.

## **COMBINED STATEMENTS OF OPERATIONS**

*For the quarter and nine months ended 30 September 2011*

*(US\$ in thousands except for per unit amounts)*

*(Unaudited)*

	<b>Quarter ended 30 Sep 2011</b>	<b>Nine months ended 30 Sep 2011</b>
<b>Investment Income</b>		
Dividend income	\$ 2,074	\$ 10,487
Interest and other income	1,431	6,700
<b>Total Investment Income</b>	<u>3,505</u>	<u>17,187</u>
<b>Expenses</b>		
Management fees	4,562	15,033
Fund fees and expenses	4,130	12,005
Professional service fees	1,594	4,703
Personnel	588	3,109
Public company costs	628	1,850
Interest	8	25
Other general and administrative	1,546	6,650
<b>Total Expenses</b>	<u>13,056</u>	<u>43,375</u>
Management fees waived	-	(2,095)
<b>Total Expenses, Net of Fees Waived</b>	<u>13,056</u>	<u>41,280</u>
<b>Net Investment Loss</b>	<u>(9,551)</u>	<u>(24,093)</u>
<b>Net Realized Gains and Net Change in Unrealized Appreciation on Investments</b>		
Net realized gains on investments	18,519	99,815
Net change in unrealized appreciation on investments	(101,963)	(38,810)
<b>Total Net Realized Gains and Net Change in Unrealized Appreciation on Investments</b>	<u>(83,444)</u>	<u>61,005</u>
<b>NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS</b>	<u>\$ (92,995)</u>	<u>\$ 36,912</u>
<b>GAIN (LOSS) PER UNIT OUTSTANDING</b>	<u>\$ (1.44)</u>	<u>\$ 0.56</u>

The accompanying notes are an integral part of the combined financial statements.



## **COMBINED STATEMENT OF CHANGES IN NET ASSETS**

*For the nine months ended 30 September 2011*

*(US\$ in thousands and Unaudited)*

	<b><u>Nine months ended 30 Sep 2011</u></b>
<b>Increase in Net Assets Resulting from Operations</b>	
Net investment loss	\$ (24,093)
Net realized gains on investments	99,815
Net change in unrealized appreciation on investments	<u>(38,810)</u>
<b>Net Increase in Net Assets Resulting from Operations</b>	<u>36,912</u>
<b>Decrease in Net Assets Resulting from Capital Transactions</b>	
Distributions to unit holders	(129,209)
Unit repurchases	<u>(125,607)</u>
<b>Net Decrease in Net Assets Resulting from Capital Transactions</b>	<u>(254,816)</u>
<b>NET DECREASE IN NET ASSETS</b>	<b>(217,904)</b>
<b>NET ASSETS AT BEGINNING OF PERIOD</b>	<u><b>1,949,073</b></u>
<b>NET ASSETS AT END OF PERIOD</b>	<u><b>\$ 1,731,169</b></u>

**The accompanying notes are an integral part of the combined financial statements.**

## **COMBINED STATEMENT OF CASH FLOWS**

*For the nine months ended 30 September 2011*

*(US\$ in thousands and Unaudited)*

	<b>Nine months ended 30 Sep 2011</b>
<b>Cash Flows from Operating Activities</b>	
Net increase in net assets resulting from operations	\$ 36,912
Adjustments to reconcile net increase in net assets resulting from operations to net cash provided by operating activities:	
Net realized gains on investments	(99,815)
Net change in unrealized appreciation on investments	38,810
Capital called for investments	(123,909)
Direct co-investments funded	(32,172)
Distributions from investments	414,367
Settlement of derivative instrument	(10,620)
Changes in operating assets and liabilities:	
Net increase in receivables and prepaid expenses	(736)
Net increase in management fees payable	219
Net decrease in other payables	(252)
<b>Net Cash Provided by Operating Activities</b>	<u>222,804</u>
<b>Cash Flows from Financing Activities</b>	
Distributions paid to unit holders	(109,828)
Unit repurchases	(125,607)
<b>Net Cash Used in Financing Activities</b>	<u>(235,435)</u>
<b>NET CHANGE IN CASH AND CASH EQUIVALENTS</b>	<b>(12,631)</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD</b>	<u>77,467</u>
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>	<u><u>\$ 64,836</u></u>
<b>Supplemental Cash Flow Disclosure</b>	
Cash paid for interest	\$ 25
Cash paid for taxes	\$ 2,771
<b>Supplemental Non-Cash Flow Disclosure</b>	
In-kind public equity security distributions received	\$ 28,444

**The accompanying notes are an integral part of the combined financial statements.**

## **COMBINED CONDENSED SCHEDULE OF INVESTMENTS**

As of 30 September 2011

(US\$ in thousands and Unaudited)

	<u>Cost</u>	<u>Fair Value</u>	<u>% of Net Assets</u>	<u>Unfunded Commitments</u>
<b>FUND INVESTMENTS</b>				
<b>North America</b>				
Buyout	\$ 1,066,592	\$ 1,115,080	64.4%	\$ 361,464
Venture Capital	251,834	261,140	15.1	58,180
Special Situation	68,827	96,552	5.6	7,922
<b>Total North America</b>	<u>1,387,253</u>	<u>1,472,772</u>	<u>85.1</u>	<u>427,566</u>
<b>Europe, Asia and RoW</b>				
Buyout	130,207	122,351	7.1	38,964
Venture Capital	2,266	2,839	0.1	498
<b>Total Europe, Asia and RoW</b>	<u>132,473</u>	<u>125,190</u>	<u>7.2</u>	<u>39,462</u>
<b>Total Fund Investments</b>	<u>1,519,726</u>	<u>1,597,962</u>	<u>92.3</u>	<u>467,028</u>
<b>DIRECT INVESTMENTS <sup>(1)</sup></b>				
<b>Direct Co-Investments</b>				
Industrials	52,544	55,213	3.2	-
Telecommunication Services	25,000	16,250	0.9	-
Consumer Discretionary	10,000	10,000	0.6	-
Health Care	5,000	5,000	0.3	-
<b>Total Direct Co-Investments</b>	<u>92,544</u>	<u>86,463</u>	<u>5.0</u>	<u>-</u>
<b>Publicly Traded Equity Securities <sup>(2)</sup></b>				
Financials	6,653	6,687	0.4	-
Industrials	4,423	3,729	0.2	-
Information Technology	3,801	2,839	0.2	-
Materials	532	414	0.0	-
Energy	461	367	0.0	-
Utilities	484	131	0.0	-
Telecommunication Services	288	20	0.0	-
Health Care	5	5	0.0	-
<b>Total Publicly Traded Equity Securities</b>	<u>16,647</u>	<u>14,192</u>	<u>0.8</u>	<u>-</u>
<b>Total Direct Investments</b>	<u>109,191</u>	<u>100,655</u>	<u>5.8</u>	<u>-</u>
<b>TOTAL</b>	<u>\$ 1,628,917</u>	<u>\$ 1,698,617</u>	<u>98.1%</u>	<u>\$ 467,028</u>

<sup>(1)</sup> Industry classifications are determined at the individual portfolio company level and are based on the North American Industry Classification System ("NAICS").

<sup>(2)</sup> Publicly traded equity securities represent equity security distributions from fund investments and direct public equity investments.

**The accompanying notes are an integral part of the combined financial statements.**

## **COMBINED CONDENSED SCHEDULE OF INVESTMENTS (CONTINUED)**

As of 31 December 2010  
 (US\$ in thousands and Audited)

	<b>Cost</b>	<b>Fair Value</b>	<b>% of Net Assets</b>	<b>Unfunded Commitments</b>
<b>FUND INVESTMENTS</b>				
<b>North America</b>				
Buyout	\$ 1,173,826	\$ 1,245,886	63.9%	\$ 428,562
Venture Capital	284,790	283,542	14.6	79,551
Special Situation	108,340	150,623	7.7	7,922
<b>Total North America</b>	<b>1,566,956</b>	<b>1,680,051</b>	<b>86.2</b>	<b>516,035</b>
<b>Europe, Asia and RoW</b>				
Buyout	130,788	134,405	6.9	55,165
Venture Capital	1,718	1,909	0.1	1,163
<b>Total Europe, Asia and RoW</b>	<b>132,506</b>	<b>136,314</b>	<b>7.0</b>	<b>56,328</b>
<b>Total Fund Investments</b>	<b>1,699,462</b>	<b>1,816,365</b>	<b>93.2</b>	<b>572,363</b>
<b>DIRECT INVESTMENTS <sup>(1)</sup></b>				
<b>Direct Co-Investments</b>				
Industrials	35,372	40,785	2.1	-
Telecommunication Services	25,000	16,250	0.8	-
<b>Total Direct Co-Investments</b>	<b>60,372</b>	<b>57,035</b>	<b>2.9</b>	<b>-</b>
<b>Publicly Traded Equity Securities <sup>(2)</sup></b>				
Industrials	8,247	8,149	0.4	-
Financials	4,860	7,005	0.4	-
Information Technology	1,983	1,915	0.1	-
Energy	540	501	0.0	-
Materials	532	459	0.0	-
Utilities	484	347	0.0	-
Telecommunication Services	288	220	0.0	-
<b>Total Publicly Traded Equity Securities</b>	<b>16,934</b>	<b>18,596</b>	<b>0.9</b>	<b>-</b>
<b>Derivative Instrument</b>	<b>-</b>	<b>(6,718)</b>	<b>(0.3)</b>	<b>-</b>
<b>Total Direct Investments</b>	<b>77,306</b>	<b>68,913</b>	<b>3.5</b>	<b>-</b>
<b>TOTAL</b>	<b>\$ 1,776,768</b>	<b>\$ 1,885,278</b>	<b>96.7%</b>	<b>\$ 572,363</b>

<sup>(1)</sup> Industry classifications are determined at the individual portfolio company level and are based on the NAICS.

<sup>(2)</sup> Publicly traded equity securities represent equity security distributions from fund investments and direct public equity investments.

The accompanying notes are an integral part of the combined financial statements.

## **COMBINED CONDENSED SCHEDULE OF INVESTMENTS (CONTINUED)**

As of 30 September 2011 and 31 December 2010

(US\$ in thousands)

	30 Sep 2011 (Unaudited)		31 Dec 2010 (Audited)	
	Fair Value	% of Total Net Assets	Fair Value	% of Total Net Assets
<b>Industry <sup>(1)</sup></b>				
Industrials	\$ 405,186	23.4%	\$ 414,852	21.3%
Consumer Discretionary	226,496	13.1	230,128	11.8
Health Care	214,141	12.4	227,231	11.7
Information Technology	179,377	10.4	192,203	9.9
Financials	164,665	9.5	167,293	8.6
Media	112,217	6.5	108,226	5.5
Other Industries	108,096	6.2	100,161	5.1
Materials	91,904	5.3	112,504	5.8
Consumer Staples	68,569	3.9	57,309	2.9
Telecommunication Services	54,964	3.2	81,372	4.2
Other (net other assets)	73,002	4.2	193,999	9.9
<b>TOTAL</b>	<b>\$ 1,698,617</b>	<b>98.1%</b>	<b>\$ 1,885,278</b>	<b>96.7%</b>

<sup>(1)</sup> Industry classifications are determined on a look-through basis at the individual portfolio company level and are based on the NAICS.

**The accompanying notes are an integral part of the combined financial statements.**

## **NOTES TO THE COMBINED FINANCIAL STATEMENTS**

### **1. Business Overview**

Conversus Capital, L.P. (“Conversus LP”) is a Guernsey limited partnership established on 29 May 2007. Conversus LP is composed of a general partner, Conversus GP, Limited (“Conversus GP”), a Guernsey limited company which holds 100% of the voting interests of Conversus LP, and the limited partners of Conversus LP, represented by common units that are non-voting. The limited partnership interests in Conversus LP trade on NYSE Euronext in Amsterdam (“Euronext”), the regulated market of Euronext Amsterdam N.V., under the symbol “CCAP.”

Conversus LP owns all of the Class A limited partner interests in Conversus Investment Partnership, L.P. (“Investment Partnership”), a Guernsey limited partnership through which substantially all of Conversus LP’s investments are made directly or indirectly through its subsidiaries. The Investment Partnership is composed of a general partner, Conversus Investment GP, Limited (“Investment GP”), a Guernsey limited company, which holds 100% of the voting interests of the Investment Partnership, as well as the Class A, B and C limited partners, all of which are non-voting. Conversus LP and the Investment Partnership are referred to collectively as “Conversus.” The independent members of the Board of Directors of Conversus GP and the independent members of the Board of Directors of Investment GP are collectively referred to as the “Board of Directors.”

Conversus Participation Company, LLC (“CPC”) owns all Class B limited partner interests in the Investment Partnership. CPC has no operations and is a vehicle through which its owners receive performance fees from the Investment Partnership (see Note 2). Class C limited partner interests in the Investment Partnership have been issued to Conversus Asset Management, LLC (“CAM”). These interests entitle CAM to receive the profits interest portion of the management fee (see Note 2).

CAM and CPC are both owned by Bank of America Corporation (“BAC”), Oak Hill Investment Management, L.P. (“OHIM”), the California Public Employees Retirement System (“CalPERS”), affiliates of Harvard Management Company, Inc. (an investment vehicle for the Harvard University Endowment) (“Harvard”) and certain members of CAM’s management. CAM is Conversus’ investment manager and carries out the day-to-day management and operations of Conversus’ business, pursuant to a services agreement (see Note 9).

Conversus LP makes substantially all of its investments through the Investment Partnership and its subsidiaries and expects that Conversus LP’s only investment assets will be Class A limited partner interests in the Investment Partnership and a 1% economic interest in certain of the Investment Partnership’s subsidiaries. Conversus GP or the Investment Partnership controls each of these subsidiaries.

The Investment Partnership holds investments through a series of Delaware limited partnerships and non-U.S. corporations, none of which individually hold more than 20% of the Investment Partnership’s gross assets. The Investment Partnership does not have and does not expect to have more than 20% of the gross assets of the Investment Partnership invested in any single underlying subsidiary. Conversus LP owns 1% of the economic interests in certain of these subsidiaries and the Investment Partnership owns the remaining 99%.

## 2. Summary of Significant Accounting Policies

### *Basis of Presentation*

The combined financial statements for Conversus are prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”). Conversus has received approval from the Netherlands Authority for the Financial Markets (“AFM”) to prepare its combined financial statements in accordance with U.S. GAAP rather than Dutch GAAP or International Financial Reporting Standards. In the instance where such approval is withdrawn by the AFM or contradictory legislation is passed, Conversus could be required to prepare its combined financial statements on a basis other than U.S. GAAP.

As disclosed in Note 1, Conversus LP owns all of the Class A limited partner interests in the Investment Partnership. Conversus LP does not own the general partner interests of the Investment Partnership, and therefore does not control the Investment Partnership. However, Conversus GP and Investment GP are controlled by the same Guernsey charitable trust. Therefore, Conversus LP and the Investment Partnership are under common control. Substantially all of Conversus’ investments are made through the Investment Partnership and its subsidiaries. In order to present meaningful financial statements, the accounts of Conversus LP and the Investment Partnership have been combined as permitted under U.S. GAAP.

### *Principles of Combination*

These combined financial statements include the accounts of Conversus LP combined with the Investment Partnership. The accounts of the Investment Partnership represent the consolidated accounts of the Investment Partnership and its subsidiaries. All material balances between Conversus LP, the Investment Partnership and subsidiaries of the Investment Partnership have been eliminated.

### *Currency*

Conversus’ functional currency is the U.S. dollar as a majority of its investments are denominated in U.S. dollars. The value of investments that are denominated in currencies other than the U.S. dollar are stated by converting the value of such investments into U.S. dollars based on the rate in effect on the last business day of each applicable accounting period. Foreign currency transactions are translated at the rate of exchange prevailing on the date of the transaction.

Conversus does not separately report the changes relating to currency exchange rates from those relating to changes in the fair value of investments in the combined financial statements. These fluctuations are combined and included in the net change in unrealized appreciation on investments in the Combined Statements of Operations.

### *Use of Estimates*

The preparation of combined financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosures of contingent assets and liabilities as of the date of the combined financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

### ***Valuation of Investments***

Conversus accounts for its investments at fair value in accordance with U.S. GAAP. Investments include private equity investments, publicly traded equity securities and derivative instruments. The Board of Directors and the Chief Financial Officer are ultimately and solely responsible for estimating the fair value of investments in good faith. Due to their inherent uncertainty, the estimated fair values may differ significantly from the values that would have been used had a ready market for these investments existed, and such differences could be material to the combined financial statements.

### ***Derivative Instruments***

Derivative instruments are recorded at estimated fair value and are shown on the Combined Statements of Net Assets with changes in fair value reflected in the net change in unrealized appreciation on investments in the Combined Statements of Operations.

### ***Cash and Cash Equivalents***

Cash and cash equivalents consist of cash held in the bank and liquid investments with maturities, at the date of acquisition, not exceeding 90 days.

### ***Treasury Units***

Conversus LP's purchases of its own common units are recorded as treasury units under the cost method and are shown as a reduction of partners' capital on the Combined Statements of Net Assets.

### ***Distributions to Unit Holders***

Conversus accounts for distributions to unit holders when declared by recording a liability and a reduction of partners' capital on the Combined Statements of Net Assets.

### ***Income***

*Interest Income* - Conversus may earn interest income from its private equity investments and from its cash and cash equivalents. Interest is recorded when earned, or when it is reported to Conversus by the private equity funds in which it is invested.

*Dividend Income* - Conversus may earn dividend income from its publicly traded equity securities or from its private equity investments. To the extent that a dividend represents a distribution of operating income, it is recorded when declared, or when it is reported to Conversus by the general partners. When a dividend represents a distribution resulting from a recapitalization, it is recorded as a return of capital and any related realized gain or loss is recognized.

### ***Realized Gains and Losses on Investments***

Realized gains and losses are recognized when Conversus is made aware of a realization event, which, in the case of underlying portfolio companies, normally occurs when a distribution is received or when Conversus is notified by a general partner that a transaction has occurred. For publicly traded equity securities, realizations are recorded on the trade date. Any realized gains or losses associated with direct co-investments and derivative instruments are recorded on the date of a transaction closing.

### ***Public Equity Security Distributions***

In-kind public equity security distributions from fund investments are recorded as of the declaration date and any associated gains or losses are included in net realized gains or losses on investments in the Combined Statements of Operations. The public equity security distributions are initially recorded at the value of the distribution received and subsequently marked to market at the end of each month.



### ***Fund Fees and Expenses***

Management fees and partnership expenses are charged by the general partners of the funds in which Conversus is invested and are expensed in the period to which they relate. These fees and expenses do not include performance fees or carried interest earned by the general partners.

### ***Management Fees***

For the period 1 January 2011 through 31 August 2011, CAM was entitled to management fees from the Investment Partnership in an aggregate amount of (i) 1.0% per annum of the value of Conversus' non-cash assets and (ii) 0.5% per annum of Conversus' aggregate unfunded commitments. Of such amount, one-third was payable quarterly in cash ("cash management fee"), in arrears, and two-thirds was earned in the form of a profits interest in the Investment Partnership. For the period from 1 January 2011 through 30 June 2011, CAM irrevocably waived its right to 30% of the profits interest. The fee waiver was not in effect from 1 July 2011 through 31 August 2011.

In conjunction with the announcement of a permanent harvesting strategy, CAM agreed to reduce its profits interest by 37.5% effective 1 September 2011. As of that date, CAM is entitled to management fees from the Investment Partnership in an aggregate amount of (i) 0.75% per annum of the value of Conversus' non-cash assets and (ii) 0.375% per annum of Conversus' aggregate unfunded commitments. Of such amount, approximately 44% is payable quarterly in cash ("cash management fee"), in arrears, and approximately 56% is earned in the form of a profits interest in the Investment Partnership.

The profits interest is payable quarterly, in arrears, to the extent that there has been appreciation in Conversus' net asset value ("NAV").

For the quarter ended 30 September 2011, management fee expense totaled \$4.6 million. For the nine months ended 30 September 2011, management fee expense, net of the waiver, totaled \$12.9 million. As of 30 September 2011 and 31 December 2010, cash management fees of \$1.7 million and \$1.8 million were payable, respectively. As of 30 September 2011 and 31 December 2010, profits interest of \$2.9 million and \$2.5 million were payable, respectively.

### ***Performance Fees***

Performance fees are calculated at the end of each applicable quarter, based on the results through the end of that quarter. CPC is entitled to a 10% performance fee from the Investment Partnership based on increases in NAV, subject to an annual 7% preferred return to Conversus LP and a high water mark for the rolling three year period ending as of the calculation date. No performance fees were incurred during the quarter and nine months ended 30 September 2011, and there were no performance fees payable as of 30 September 2011 or 31 December 2010.

### ***Other Expenses***

Interest expense represents interest incurred on notes payable (see Note 6).

Professional service fees represent accounting, audit, tax compliance, legal and related costs.

Personnel expense includes compensation and benefits for Conversus' employees.

Public company costs include insurance, third party valuation fees, Board of Director compensation, investor relations and regulatory expenses.

Other general and administrative expenses include taxes, commitment fees on the credit facility, travel, miscellaneous employee expenses and an administrative fee payable to CAM under a services agreement (see Note 9).

### ***Phantom Equity Incentive Plan***

Based on the terms of the Phantom Equity Incentive Plan, Conversus accounts for phantom equity as liability awards under ASC 718-10, *Stock Compensation*. Grants are referenced to Conversus LP's unit price.

### ***Income Taxes***

Conversus LP, the Investment Partnership and the Investment Partnership's subsidiaries are not subject to taxation in Guernsey. Under current Guernsey law, Conversus' income that is wholly derived from international operations and any distributions paid to Conversus LP's unit holders are not regarded as arising or accruing from a source in Guernsey in the hands of that unit holder if, being an individual, the unit holder is not solely or principally resident in Guernsey, or, being a company, is not resident in Guernsey. It is the intention of Conversus GP and Investment GP to ensure that Conversus' business is conducted in such a way as to constitute international operations for the purposes of the relevant legislation.

Conversus LP has made a protective election to be treated as a partnership for U.S. federal income tax purposes and manages its affairs so that it should not be treated as a publicly traded partnership that is taxable as a corporation. An entity that is treated as a partnership for U.S. federal income tax purposes is not a taxable entity and incurs no U.S. federal income tax liability. Instead, each partner is required to take into account its allocable share of items of income, gain, loss and deductions of the partnership in computing its U.S. federal income tax liability, regardless of whether cash distributions are made.

Investments made in entities that generate U.S. source income may indirectly subject Conversus LP and/or the Investment Partnership to certain U.S. federal and state income tax consequences. A U.S. withholding tax at the rate of 30% may be applied on the distributive shares of any U.S. source dividends and interest (subject to certain exemptions) and certain other income received directly or through one or more entities treated as either partnerships or disregarded entities for U.S. federal income tax purposes. Conversus LP's intention is to minimize income which could be deemed to be effectively connected with a U.S. trade or business.

Income from an investment that is effectively connected with a U.S. trade or business is subject to U.S. federal and state income taxation. The U.S. requires withholding on effectively connected income at the highest U.S. regular income tax rate. Such income effectively connected with a U.S. trade or business (net of the U.S. regular income tax rate) may also be subject to a branch profits tax at a rate of up to 30%.

Under ASC 740-10, *Accounting for Uncertainty in Income Taxes* ("ASC 740-10"), management is required to determine whether a tax position of Conversus is more likely than not to be sustained upon examination by the applicable taxing authority, including resolution of any related appeals or litigation processes, based on the technical merits of the position. The tax liability to be recognized is measured as the largest amount of liability that is greater than fifty percent likely of being realized upon ultimate settlement which could result in Conversus recording a tax liability that would reduce partners' capital.

As of 30 September 2011 and 31 December 2010, management concluded that there was no material impact on Conversus' tax liabilities, financial position or results of operations under ASC 740-10. Conversus' management has determined that there is no material tax liability resulting from unrecognized tax liabilities related to uncertain tax positions taken or expected to be taken in future tax returns, which has not been recorded in the combined financial statements. Conversus is also not aware of any tax positions for which it is reasonably possible that the total tax due or unrecognized tax liabilities will significantly change in the next twelve months.

Conversus files tax returns as prescribed by the tax laws of the jurisdictions in which it operates. In the normal course of business, Conversus is subject to examination by federal, state, local and foreign jurisdictions, where applicable. As of 30 September 2011, the tax years that remained subject to examination by the relevant taxing authorities were 2007 through 2011. Conversus has no knowledge of any tax returns under examination. Conversus has evaluated its federal and state filings for all open tax years, and did not note any potential material penalties or interest.

Unit holders in certain jurisdictions could have tax consequences from ownership of Conversus LP's units, including making required tax payments in excess of any distributions received in any specific year. Conversus LP has not taken such tax consequences into account in the preparation of these combined financial statements.

### 3. Fair Value of Financial Assets and Liabilities

A fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value is established under ASC 820-10, *Fair Value Measurements and Disclosures* ("ASC 820-10"). The three levels of the hierarchy are as follows:

- Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.
- Level 2: Inputs other than quoted prices included within Level 1 that are observable, either directly or indirectly, as of the measurement date. These include quoted prices in markets that are not active, quoted prices in active markets but with restrictions impacting fair value and quoted prices in active markets for similar assets or liabilities. This level also includes inputs other than quoted prices that are observable, either directly or indirectly, for substantially the full term of the asset or liability.
- Level 3: Inputs are unobservable for the assets and liabilities. Unobservable inputs shall be used to measure fair value to the extent that observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset (or similar asset) at the measurement date.

The tables below summarize Conversus' financial assets and liabilities that were accounted for at fair value as of 30 September 2011 and 31 December 2010, by fair value hierarchy. As required by ASC 820-10, financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

<b>Financial Assets and Liabilities at Fair Value as of 30 Sep 2011</b>				
(US\$ in thousands)				
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
Fund Investments				
Buyout	\$ -	\$ -	\$ 1,237,431	\$ 1,237,431
Venture Capital	-	-	263,979	263,979
Special Situation	-	-	96,552	96,552
Direct Co-Investments	-	-	86,463	86,463
Publicly Traded Equity Securities	14,192	-	-	14,192
Total Investments	14,192	-	1,684,425	1,698,617
Cash and Cash Equivalents	64,836	-	-	64,836
	<u>\$ 79,028</u>	<u>-</u>	<u>\$ 1,684,425</u>	<u>\$ 1,763,453</u>

<b>Financial Assets and Liabilities at Fair Value as of 31 Dec 2010</b>				
(US\$ in thousands)				
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
Fund Investments				
Buyout	\$ -	\$ -	\$ 1,380,291	\$ 1,380,291
Venture Capital	-	-	285,451	285,451
Special Situation	-	-	150,623	150,623
Direct Co-Investments	-	-	57,035	57,035
Publicly Traded Equity Securities	18,596	-	-	18,596
Derivative Instrument	-	(6,718)	-	(6,718)
Total Investments	18,596	(6,718)	1,873,400	1,885,278
Cash and Cash Equivalents	77,467	-	-	77,467
	<u>\$ 96,063</u>	<u>\$ (6,718)</u>	<u>\$ 1,873,400</u>	<u>\$ 1,962,745</u>

Conversus has assessed its financial assets and liabilities and concluded that all are classified as Level 3 with the exception of directly held publicly traded equity securities (Level 1), cash and cash equivalents (Level 1) and the derivative instrument (Level 2). Transfers between levels are recognized based on the actual date of the event that caused the transfer. During the nine months ended 30 September 2011, Conversus had transfers from Level 3 to Level 1 of \$28.4 million in the form of in-kind distributions. No other transfers occurred during the nine months ended 30 September 2011.

The table below summarizes the change in fair value of Level 3 financial assets for the nine months ended 30 September 2011.

<b>Summary of Changes in Level 3 Financial Assets</b> (US\$ in thousands)	
	<b>Level 3</b>
Balance as of 1 Jan 2011	\$ 1,873,400
Distributions from Investments	(384,769)
Net Realized Gains	109,566
Net Change in Unrealized Appreciation	(41,409)
Capital Called for Investments	123,909
Direct Co-investments Funded	32,172
In-Kind Distributions Transferred to Level 1	(28,444)
Balance as of 30 Sep 2011	<u>\$ 1,684,425</u>

For the nine months ended 30 September 2011, Conversus recognized net unrealized appreciation of \$31.7 million in the Combined Statements of Operations related to Level 3 financial assets still held as of 30 September 2011.

#### ***Valuation Methodology***

Investments in private equity funds do not have a readily available market and are generally valued based on the fair value of each private equity fund as reported by the respective general partner, which necessarily incorporates estimates made by those general partners. Conversus believes that this value, in most cases, represents fair value as of the relevant statement date, although, if other factors lead Conversus to conclude that fair value provided by the general partner does not represent actual fair value, Conversus will adjust the value of the investment from the general partner's estimate. Conversus estimates fair value based on publicly available information and the most recent financial information provided by the general partners, as adjusted for cash flows since the date of the most recent financial information. Additionally, the value of public equity securities known to be owned by the private equity funds, based on the most recent information reported to Conversus by the general partners, have been marked to market as of the last quoted price on the reporting date. Where applicable, a discount is applied to such securities based on an estimate of the discount applied by the general partners (to account for restrictions or other constraints) in calculating NAV.

The transfer of Conversus' investments in private equity funds generally requires the consent of the corresponding private equity fund manager, and the transfer of certain fund investments is subject to rights of first refusal or other preemptive rights, potentially further limiting Conversus from transferring an investment in a private equity fund. The weighted average life of Conversus' fund investments was 8.2 years as of 30 September 2011. The weighted average remaining contractual life for Conversus' fund investments prior to any further extensions was 3.5 years based upon the funds' stated termination date. It is common practice for general partners to extend the life of a fund for a period of several years beyond the original termination date. Thus, it is likely that the average remaining life for Conversus' fund investments is materially greater than 3.5 years. Historical analysis for private equity investments indicates that the average life for a fund is approximately fifteen years.

Direct co-investments are carried at fair value, as estimated by Conversus. In estimating fair value, Conversus considers the value assigned to such investment by the fund with which Conversus has co-invested, to the extent known. Conversus also considers the estimated fair value based on the projected enterprise value at which the underlying company could be sold in an orderly disposition over a reasonable period of time and in a transaction between willing parties other than in a forced sale or liquidation. In these instances, market multiples considering specified financial measures (such as EBITDA, adjusted EBITDA, cash flow, net income, revenues or NAV) and/or a discounted cash flow or liquidation analysis can be used. Consideration may also be given to such factors as the company's historical and projected financial data, valuations given to comparable companies, the size and scope of the company's operations, the company's strengths, weaknesses, applicable restrictions on transfer, industry information and assumptions, general economic and market conditions and other factors deemed relevant. Conversus may also engage the services of a third party valuation firm to assist with valuing the asset.

Valuations for private equity funds acquired in secondary purchases are determined on a fund by fund basis taking into consideration a number of factors including: the purchase price paid for the fund, the valuation applied by the general partner in the most recently available statements (adjusted for cash flows through the purchase date), the conditions under which the assets were purchased, market and economic conditions at the time of purchase and other factors considered relevant at the time of the transaction. The public equity securities known to be owned within the purchased private equity fund, based on the most recent information reported to Conversus by the general partners, are marked to market and a discount applied to such securities based on an estimate of the discount applied by the general partners (to account for restrictions or other constraints) in calculating NAV in the month in which the assets are purchased. Subsequent valuations follow aforementioned valuation guidelines for investments in private equity funds.

Conversus generally reports its estimated NAV prior to receiving fair value information from all general partners. As a result, Conversus' estimate of fair value for investments in private equity funds could differ materially from the fair values ultimately reported by the general partners.

Duff & Phelps, LLC ("Duff & Phelps"), an independent valuation firm, provides third party valuation consulting services to Conversus LP which consist of certain limited procedures that Conversus LP identifies and requests them to perform. On a quarterly basis, Duff & Phelps reviews valuations covering a minimum of 20% of investment NAV with an annual target of reviewing approximately 80% of the investment NAV, exclusive of any direct co-investments, directly held publicly traded equity securities and publicly traded equity securities owned by the private equity funds in which Conversus is invested. Upon completion of the limited procedures outlined in Conversus LP's engagement letter with Duff & Phelps, Duff & Phelps concluded that the fair value as estimated by Conversus LP, on an aggregate basis, of those investments subjected to the limited procedures as of 30 September 2011 was reasonable.

#### **4. Disclosures about Fair Value of Financial Instruments**

Disclosures of estimated fair values for all financial instruments and the methods and assumptions used by management to estimate the fair value for each type of financial instrument are required under ASC 825-10, *Financial Instruments*.

##### ***Short-term Assets and Liabilities***

For items that are short-term in nature, such as cash and cash equivalents, receivables, prepaid expenses, management fees payable and other liabilities, Conversus estimates that the carrying value approximated fair value as of 30 September 2011 and 31 December 2010.

### Notes and Interest Payable

Conversus' notes and interest payable are valued according to the terms of the collateralized fund obligation program discussed in Note 6. The notes utilize a variable interest rate based on the one or three month LIBOR rate plus a fixed premium. Conversus believes the fair value of its notes and interest payable did not differ materially from its carrying amounts as of 30 September 2011 and 31 December 2010.

## 5. Derivative Instrument

Conversus entered into a \$100 million notional swap with Citigroup ("Citi") in October 2010 with an original maturity date of November 2011 to manage market risk associated with publicly traded equity securities (see Note 12). Conversus terminated the swap in March 2011. Under the total return swap agreement ("swap"), Citi made a payment at termination to Conversus based on a set rate over the life of the swap while Conversus made a payment to Citi based on the performance of the S&P 500 Total Return index through termination of the swap. The termination resulted in a net cash payment to Citi of \$10.6 million and a realized loss of the same amount which is included in net realized gains on investments in the Combined Statements of Operations. The total net unrealized gain on the swap for the nine months ended 30 September 2011 was \$6.7 million. This gain resulted from the reversal of the unrealized loss as of 31 December 2010, and is included in the net change in unrealized appreciation on investments in the Combined Statements of Operations.

Conversus had no derivative instruments outstanding as of 30 September 2011. The table below summarizes the terms of the swap outstanding as of 31 December 2010.

Summary of Total Return Swaps (US\$ in thousands)						
Counterparty	Notional Amount	Underlying Index	Floating Amount	Payment Frequency	Original Maturity Date	Estimated Fair Value as of 31 Dec 2010
Citigroup	\$100,000	S&P 500 Total Return	1-month USD LIBOR minus 15 bps	At Maturity or Termination Date	November 2011	(\$6,718)

## 6. Credit Facility

Conversus LP has entered into a collateralized fund obligation program with Citi (as amended, the "Program"). Conversus LP has the ability to issue up to \$325.0 million of notes to Citi on a continuous basis, subject to certain conditions and covenants. The Program provides for the ability to issue up to \$325.0 million of notes through December 2013 and \$200.0 million of notes from January 2014 through December 2014, the maturity date of the Program. Conversus LP has the right to repurchase some or all of the outstanding notes at any time with the exception of \$1.0 million of Class A Notes which must remain outstanding until the maturity or termination of the Program. Conversus LP has the option to terminate the Program on three months' notice upon payment of the outstanding principal amount of the notes plus accrued and unpaid interest thereon at such date.

The notes bear interest at a rate equal to the one or three month LIBOR rate plus 2.95% on drawn amounts. Interest expense is accrued over one or three month interest periods and paid on the last day of the interest period.

The table below summarizes activity under the Program for the nine months ended 30 September 2011.

<b>Summary of Program Activity</b> (US\$ in thousands)			
	<b>Class A Notes</b>	<b>Accrued Interest</b>	<b>Total</b>
Balance as of 1 Jan 2011	\$ 1,000	-	\$ 1,000
Interest Expense	-	25	25
Interest Payments	-	(25)	(25)
Balance as of 30 Sep 2011	<u>\$ 1,000</u>	<u>-</u>	<u>\$ 1,000</u>
Interest Expense	<u>\$ 25</u>		<u>\$ 25</u>

The Class A Notes outstanding as of 30 September 2011 and 31 December 2010 had interest rates of 3.32% and 3.24%, respectively.

Conversus pays a commitment fee of 0.75% on undrawn amounts and the fee is included in other general and administrative expense in the Combined Statements of Operations.

The Program is secured by a first priority security interest in the cash accounts maintained by Conversus. All distributions from Conversus' investments must be deposited into these accounts.

Ratio covenants included in the Program that, if breached, can require prepayment of the notes and limit the borrowing base are as follows:

1. Loan-to-value Ratio – Maximum of 25% - Ratio of (a) the drawn amount of the Program, including accrued interest and swap exposure, to (b) the total NAV of investments plus cash and cash equivalents. As of 30 September 2011 and 31 December 2010, the loan-to-value ratio was 0.1% and 1.0%, respectively.
2. NAV Ratio – Minimum of 57.5% - Ratio of (a) total NAV to (b) total NAV of investments plus unfunded commitments. As of 30 September 2011 and 31 December 2010, the NAV ratio was 80% and 79%, respectively.

The Program also contains certain investment guidelines that include concentration limits with respect to the diversification of Conversus' private equity fund portfolio, as well as other conditions and covenants that Conversus must adhere to during the life of the Program. Failure to adhere to these conditions and covenants could result in an event of default or trigger termination event. If Conversus fails to comply with the terms of the Program, Citi is not obligated to provide additional advances under the Program.

After the occurrence of an event of default or trigger termination event as defined in the Program, the notes may become immediately due and payable. In such case, or if a payment would result in such an event, no payments out of the cash accounts would be permitted without the prior written consent of Citi, except to meet capital calls and similar obligations required by Conversus' private equity investments and to make distributions to pay management fees or performance fees, as defined in Note 2. Conversus determined it was in compliance with all covenants and conditions as of 30 September 2011 and 31 December 2010.



When permitted by the terms of the Program, Conversus may incur additional long-term indebtedness in connection with future investment activity.

## 7. Partners' Capital

Conversus LP's common units represent limited partner interests in Conversus LP and are issued in registered form. Unit holders are not entitled to the withdrawal or return of capital contributions in respect of Conversus LP's common units, except to the extent, if any, that distributions are made to such holders pursuant to Conversus LP's limited partnership agreement. Except to the extent expressly provided in Conversus LP's limited partnership agreement, a unit holder does not have priority over any other holder of Conversus LP's common units, either as to the return of capital contributions or as to profits, losses or distributions. The unit holders are not granted any preemptive or other similar right to acquire additional interests in Conversus LP. In addition, unit holders do not have any right to have their common units redeemed by Conversus LP.

Conversus LP currently owns all of the Class A limited partner interests in the Investment Partnership. Class A interests are not entitled to the withdrawal or return of any capital contributions in respect of Class A limited partner interests, except to the extent, if any, which distributions are made to such holders in terms of the Investment Partnership's limited partnership agreement, upon the liquidation of the Investment Partnership or otherwise required by applicable law. The Class B limited partner interests in the Investment Partnership are held by CPC. Class B interests have no preemptive or other similar rights to acquire any additional interests in the Investment Partnership. The Class C limited partner interests in the Investment Partnership are held by CAM. Class C interests have no preemptive or other similar rights to acquire any additional interests in the Investment Partnership.

Conversus LP has entered into Liquidity Provider agreements with The Royal Bank of Scotland ("RBS") and Amsterdams Effectenkantoor BV ("AEK") with respect to Conversus' common units listed on Euronext. Pursuant to the agreements, RBS and AEK issue continuous quotes in the Euronext order book, in compliance with applicable laws.

Conversus LP has entered into a Liquidity Enhancement agreement (the "Agreement") with RBS. The Agreement provides the parameters and requirements for Conversus LP's liquidity enhancement policy. Under the Agreement, RBS has sole discretion, in the name and for the account of Conversus LP and subject to all applicable legal and regulatory requirements, to effect buy-backs of units and sales of units held in treasury on Euronext within the parameters set out in the Agreement. Units will not be sold out of treasury under the Agreement at a price which is lower than the last reported NAV per unit. The aggregate number of units which may be purchased in accordance with the Agreement is subject to a maximum of 3.7 million units. Conversus LP can elect to increase such maximum. Pursuant to applicable laws, the maximum price which may be paid for a unit is an amount equal to the higher of (a) the price of the last independent trade and (b) the highest current independent bid price for units on Euronext.

Pursuant to the terms of the Agreement, in November 2010, Conversus notified RBS that it had elected to extend the terms of the Agreement for an additional twelve months. The Agreement may be terminated at any time by either Conversus LP or RBS. Effective 2 September 2011, Conversus suspended repurchases of units under the Agreement.

During the nine months ended 30 September 2011, Conversus LP repurchased units at a total purchase price of \$125.6 million in the following transactions:

- completed a tender offer in February and repurchased 3.5 units at a price of \$21.25 per unit resulting in a total purchase price of \$75.0 million;
- completed a tender offer in May and repurchased 1.6 units at a price of \$23.00 per unit resulting in a total purchase price of \$36.1 million;
- repurchased 0.6 million units in June through a block repurchase at a price of \$23.00 per unit for a total purchase price of \$13.8 million; and
- repurchased 33,000 units on various dates at an average price of \$21.19 per unit under the Agreement for a total purchase price of \$0.7 million.

In total, 8.9 million and 3.2 million Conversus LP units were held in treasury as of 30 September 2011 and 31 December 2010, respectively. Conversus LP may, from time to time, cancel some or all Treasury Units held.

OHIM is obligated to invest at least 25% of its share of performance fees received by CPC in Conversus units until it reaches a \$25.0 million commitment level. OHIM has made an election to reinvest 37.5% of its performance fee. Conversus issued no units to OHIM during the nine months ended 30 September 2011. Since the global offering, Conversus LP has issued 171,669 common units to OHIM, representing a total reinvestment of \$4.0 million. The issuances are based on the Conversus LP average closing price for the ten days leading up to and including the last day of the period to which they relate.

During the nine months ended 30 September 2011, Conversus LP paid cash distributions to unit holders totaling \$109.8 million, or \$1.70 per unit. In addition, Conversus LP declared a distribution of \$19.4 million, or \$0.30 per unit to be paid in October 2011.

## 8. Phantom Equity Plan and Directors Compensation

Conversus has established a long term incentive plan under which it may make discretionary grants of phantom equity to certain officers and members of the Board of Directors. Vesting of the phantom equity awards will be determined on a grant by grant basis. Pursuant to the phantom equity plan, these awards are referenced to Conversus LP's unit price and will be settled in cash, typically at the earlier of the fifth anniversary of the grant or the termination of the recipient's employment or association with Conversus.

Conversus will ultimately record compensation expense equal to the amount of cash for which the awards are settled. During the vesting period, compensation expense is recorded on a straight-line basis, adjusted for changes in the market value of Conversus LP's units. Subsequent to vesting but prior to payment, compensation expense or benefit will be recorded based on the changes in Conversus LP's unit price, resulting in an increase or decrease in the associated phantom equity liability.

During the nine months ended 30 September 2011, Conversus granted 65,648 units under the phantom equity plan that vest on various dates during 2011 and 2012.

For the quarter and nine months ended 30 September 2011, total phantom equity award expense was \$0.2 million and \$1.7 million, respectively. As of 30 September 2011 and 31 December 2010, \$4.5 million and \$2.8 million, respectively, was payable with respect to total phantom equity awards.

The table below summarizes the unit activity of the phantom equity plan for the nine months ended 30 September 2011.

<b>Summary of Phantom Equity Plan Unit Activity</b>		
	<b>Unvested</b>	<b>Vested</b>
Units Outstanding as of 1 Jan 2011	63,696	127,414
Issued	65,648	-
Vested	(20,302)	20,302
Forfeitures	(6,835)	-
Units Outstanding as of 30 Sep 2011	<u>102,207</u>	<u>147,716</u>

Each member of Conversus GP's Independent Board of Directors receives annual compensation of \$62,500 in cash and \$62,500 in phantom equity awards. For the quarter and nine months ended 30 September 2011, Board of Director compensation expense was \$0.1 million and \$0.6 million, respectively. As of 30 September 2011 and 31 December 2010, \$1.2 million and \$0.8 million, respectively, was payable with respect to Board of Director compensation.

## 9. Related Parties

The sole shareholders of Conversus GP and Investment GP are two Guernsey charitable trusts, Conversus Charitable Trust I and Conversus Charitable Trust II. Conversus Charitable Trust I is considered the ultimate controlling party. The trustee of each of the Charitable Trusts is Northern Trust Fiduciary Services (Guernsey) Limited, which is independent of CAM, BAC and OHIM and is formed under the laws of Guernsey. The trust administration fees for the Charitable Trusts are paid by the Investment Partnership. The applicable fees are currently a minimum annual fee of \$25,000 per trust. The trustee for the Charitable Trusts is affiliated with Conversus' Guernsey administrator, Northern Trust International Fund Administration Services (Guernsey) Limited ("Northern Trust"). The Trustee's duties are to the Charitable Trusts and not to Conversus LP or the Investment Partnership, and no material fees are payable by Conversus under the trust administration arrangements.

Conversus LP, Conversus GP, Investment GP, the Investment Partnership and the Investment Partnership's subsidiaries (the "Service Recipients") have entered into a services agreement with CAM pursuant to which CAM carries out the day-to-day management and operations of the respective businesses. Under the services agreement, CAM is entitled to quarterly management fees, as discussed in Note 2, as well as a monthly administrative fee. The administrative fee is based on an annual fixed amount of \$2.4 million plus 0.10% on assets under management from \$1.7 billion to \$3.5 billion plus 0.05% on assets under management above \$3.5 billion. In addition to the administrative fee, the Service Recipients reimburse CAM for investment professional travel related to the management of Conversus' portfolio and certain other direct expenses that CAM incurs on the Service Recipients' behalf. For the quarter and nine months ended 30 September 2011, administrative fee and reimbursable expenses under the services agreement totaled \$0.8 million and \$2.5 million, respectively. The total amount payable to CAM under the services agreement as of 30 September 2011 and 31 December 2010 was \$0.3 million and \$1.3 million, respectively.

CAM has entered into a subadvisory and services agreement with OHIM. Under the subadvisory and services agreement, OHIM performs those functions and has such authority as may be delegated to it by CAM. Pursuant to the subadvisory and services agreement, CAM is required to reimburse OHIM for its portion of certain fees and expenses incurred by CAM, as well as other fees, costs and expenses incurred by OHIM. Pursuant to the services agreement, the Service Recipients reimburse CAM for amounts paid to OHIM for investment professional travel related to the management of Conversus' portfolio and certain other direct expenses that OHIM incurs on the Service Recipients' behalf. For the quarter and nine months ended 30 September 2011, total expenses under the subadvisory and services agreement were \$15,000 and \$42,000, respectively. The total amount payable to CAM under the subadvisory and services agreement was \$26,000 and \$30,000 as of 30 September 2011 and 31 December 2010, respectively.

Conversus GP has retained Northern Trust and its affiliates to act as its Guernsey administrator to provide certain accounting services, including the accounting and administration of the private equity funds in which Conversus has invested. Paul Guilbert, Chairman of the Board of Directors of Conversus GP, is employed by Northern Trust. For the quarter and nine months ended 30 September 2011, total accounting and administration expenses were \$0.4 million and \$1.1 million, respectively. The total amount payable to Northern Trust for accounting and administration services as of 30 September 2011 and 31 December 2010 was \$0.8 million and \$0.7 million, respectively.

BAC, OHIM and CalPERS, who are owners of CAM, are also unit holders of Conversus LP.

## 10. Commitments and Contingencies

As of 30 September 2011, Conversus held interests in 226 investments, including private equity funds, direct co-investments and publicly traded equity securities and had unfunded commitments to private equity funds of \$467.0 million. The aggregate amount of capital committed by Conversus to private equity funds at a given time may exceed the aggregate amount of cash that Conversus has available. Because the managers of private equity funds will typically be permitted to make calls for capital contributions following the expiration of a relatively short notice period, employing an over-commitment approach requires Conversus to time investments and manage available cash in a manner that allows the funding of its capital commitments when capital calls are made. CAM is primarily responsible for managing Conversus' cash and the timing of its investments. CAM takes into account expected cash flows to and from its investments and amounts available from the issuance of notes under the Program when planning investment and cash management activities with the objective of seeking to ensure that Conversus is able to honor its commitments to funds when they become due. Conversus believes it currently has sufficient liquidity to meet this over-commitment strategy.

In the normal course of business, Conversus enters into contracts which contain indemnification provisions, including, but not limited to, purchase contracts, service agreements and subadvisory agreements. Among other things, these indemnification provisions may be related to Conversus' conduct, performance or the occurrence of certain events. These indemnification provisions will vary based on the contract. Conversus may in turn obtain indemnifications from other parties in certain contracts. These indemnification provisions are not expected to have a material impact on Conversus' combined results of operations or financial condition.

## 11. Gain (Loss) per Unit Outstanding

The gain (loss) per unit outstanding due to the change in net assets resulting from operations for the quarter and nine months ended 30 September 2011 is calculated by dividing the net change in net assets from operations by the weighted average number of units outstanding during the period, as outlined in the table below.

<b>Gain (Loss) per Unit Outstanding</b>		
(\$ and units outstanding in thousands except for per unit amounts)		
	<b>Quarter Ended 30 Sep 2011</b>	<b>Nine Months Ended 30 Sep 2011</b>
Net change in net assets resulting from operations	\$ (92,995)	\$ 36,912
Weighted average number of units outstanding	64,612	66,433
Gain (Loss) per unit outstanding	\$ (1.44)	\$ 0.56

## 12. Risks

Conversus is exposed to a number of risks due to the types of investments it makes and its structure. Its exposure to risk relates to, among other things, changes in the values of publicly traded equity securities and private securities that are held for investment, movements in prevailing interest rates, changes in foreign currency exchange rates, changes in the laws and regulations under which it operates, general market and economic conditions and the management of liquidity resources.

### *Securities Market Risks*

Conversus and the private equity funds in which it invests may make investments in portfolio companies whose securities are offered to the public in connection with the process of exiting an investment. The market prices and values of publicly traded equity securities of companies in which Conversus has investments may be volatile and can fluctuate due to a number of factors beyond its control. Conversus values investments in publicly traded equity securities based on current market prices at the end of each accounting period, which could lead to significant changes in the NAV and operating results of Conversus.

### *Interest Rate Risks*

As described in Note 10, Conversus will, from time to time, incur indebtedness to support its over-commitment strategy and its liquidity needs. An increase in interest rates could increase the cost of making payments under the Program, as described in Note 6, or make it more difficult or expensive for Conversus to obtain debt financing in the future, and could decrease the returns that its investments generate.

### *Foreign Currency Risks*

Conversus' functional currency is the U.S. dollar because a majority of its investments are denominated in U.S. dollars. As a result, the investments that are carried as assets in the combined financial statements are stated in U.S. dollars. When valuing investments that are denominated in currencies other than the U.S. dollar, the values of such investments are converted into U.S. dollars based on prevailing exchange rates as of the end of the applicable accounting period. Due to the foregoing, changes in exchange rates between the U.S. dollar and other currencies could lead to significant changes in NAV.

### ***Counterparty Credit Risk***

Conversus has entered into agreements providing for services and transactions that expose Conversus to risk in the event that the counterparties do not meet the terms of such agreements. Conversus may be exposed to a concentration of credit risk in the Program where there is currently a single lender (see Note 6) and in depository and accounting administration services where Conversus utilizes a single service provider (see Note 9).

Conversus depends on the Program's sole lender to provide funds as requested pursuant to the Program. To the extent that the lender fails to perform under the terms of the Program, the non-performance may have a detrimental impact on Conversus' ability to meet its funding requirements.

Under current market conditions, the availability of new financing is not assured. To the extent that new financing is required and available, the terms for such financing may be significantly less favorable to Conversus than the terms in the current Program, with lenders seeking higher rates, additional equity requirements and more restrictive covenants.

### ***Hedging Arrangements and Risk Management***

When managing its exposure to market risks, Conversus is authorized to use forward contracts, options, swaps, caps, collars and floors or pursue other strategies or use other forms of derivative instruments (see Note 5) to limit its exposure to changes in the relative values of investments that may result from market developments, including changes in prevailing interest rates and currency exchange rates. Conversus anticipates that the scope of risk management activities it undertakes will vary based on the level and volatility of interest rates and public equity indexes, prevailing foreign currency exchange rates, the type of investments that are made and other changing market conditions. The use of hedging transactions and other derivative instruments to reduce the effects of changes in the value of a position does not eliminate the possibility of fluctuations in the value of the position or prevent losses if the value of the position declines. However, such activities can establish other positions designed to gain from those same developments, thereby offsetting the decline in the value of the position. Such transactions may also limit the opportunity for gain if the value of a position increases. Moreover, it may not be possible to limit the exposure to a market development that is so generally anticipated that a hedging or other derivative transaction cannot be entered into at an acceptable price.

Although Conversus may enter into hedging transactions in order to reduce its exposure to market risks, unanticipated market changes may result in poorer overall investment performance than if the transaction had not been executed. In addition, the degree of correlation between price movements of the instruments used in connection with hedging activities and price movements in a position being hedged may vary. Moreover, for a variety of reasons, Conversus may not be successful in establishing a perfect correlation between the instruments used in a hedging or other derivative transaction and the position being hedged. An imperfect correlation could prevent Conversus from achieving the intended result and create new risks of loss. In addition, Conversus will not be able to fully limit exposure against all changes in the values of its investments, because the values of its investments are likely to fluctuate as a result of a number of factors, some of which will be beyond Conversus' control, and it may not be able to respond to such fluctuations in a timely manner or at all.

Conversus may also invest in private equity related derivative instruments to enhance its returns as part of its investment strategy. Such efforts may prove unsuccessful and result in losses in excess of amounts invested.

### ***Regulatory Risk***

Conversus, and the funds and companies in which it invests, are subject to a variety of laws and regulations by national, regional and local governments and supranational organizations. These laws and regulations, and their interpretation and application, may change from time to time and those changes could have a material adverse effect on the results of operations or financial position of Conversus.

### ***Tax Risk***

Conversus, and many of the funds and companies in which it invests, have a complex and multi-jurisdictional structure and are subject to a variety of tax laws and tax regulations by national, regional and local governments and supranational organizations. These tax laws and regulations (including the applicable tax rates), and their interpretation and application, may change from time to time and those changes could have a material adverse effect on the results of operations or financial position of Conversus.

### ***Market Risk***

The private equity funds and direct private equity investments in Conversus' portfolio may be materially affected by conditions in the global financial markets and economic conditions. Uncertainty created by market and economic conditions and a tightening of credit could lead to declines in valuations of equity and debt securities without regard to the underlying financial condition of the issuer in certain cases.

The global financial markets and economic conditions may become dislocated or deteriorate, due to a variety of factors beyond the control of Conversus. The general partners of the funds held by Conversus may face reduced opportunities to sell and realize value from their existing portfolio companies, and many of these portfolio companies employ substantial indebtedness that may be difficult to extend or replace and which may magnify the impact of any valuation changes. Changes in market or economic conditions, including an increase in interest rates or lack of available credit, could have a material adverse effect on the results of operations and financial position of Conversus.

The rate of capital calls from the private equity funds in which Conversus invests may increase significantly. As a passive investor with very limited rights, Conversus has virtually no ability to influence the activities of the funds in which it invests or their portfolio companies. Moreover, it may not be possible for Conversus to raise new capital in the debt or equity markets or to sell assets on acceptable terms. If Conversus were not able to fund a capital call when due, it may lead to a default under the fund documents and give the fund in which Conversus invested a variety of remedies. Any such default could also be a default under the Program. A failure by Conversus to meet its capital call obligations may have a material adverse effect on the results of operations and financial position of Conversus.

### ***Valuation Risk***

Investment valuations for which there is no readily available market, such as the illiquid assets in Conversus' portfolio, require estimates and assumptions about matters that are inherently uncertain. Given this uncertainty, the fair values of such investments as reflected in the estimated NAV of Conversus may not reflect the prices that would actually be obtained when such investments are sold.

### **13. Subsequent Events**

In accordance with ASC 855-10, *Subsequent Events*, Conversus has evaluated subsequent events for recognition or disclosure through 21 October 2011, which was the date after which these combined financial statements were available to be issued. Conversus noted no events requiring recognition or disclosure that occurred subsequent to 30 September 2011 through 21 October 2011.



## **FINANCIAL HIGHLIGHTS**

*For the quarter and nine months ended 30 September 2011*

*(US\$ in thousands except for per unit amounts)*

*(Unaudited)*

	<u>Quarter ended</u> <u>30 Sep 2011</u>	<u>Nine months ended</u> <u>30 Sep 2011</u>
<b><u>Per Unit Operating Performance</u></b>		
<b>Net Asset Value per Unit at Beginning of Period</b>	<b>\$ 30.08</b>	<b>\$ 27.71</b>
<b>Increase (Decrease) from Operating Activities</b>		
Net investment loss	(0.14)	(0.36)
Net realized gains on investments	0.28	1.50
Net change in unrealized appreciation on investments	<u>(1.58)</u>	<u>(0.58)</u>
<b>Total Increase (Decrease) from Operating Activities</b>	(1.44)	0.56
<b>Increase (Decrease) from Capital Transactions</b>		
Distributions to unit holders	(1.85)	(2.00)
Increase from unit repurchases	<u>0.01</u>	<u>0.53</u>
<b>Total Decrease from Capital Transactions</b>	<u>(1.84)</u>	<u>(1.47)</u>
<b>Net Asset Value per Unit at End of Period</b>	<b>\$ 26.80</b>	<b>\$ 26.80</b>
<b>Total Return<sup>(1)</sup></b>	<b><u>(4.75) %</u></b>	<b><u>3.93 %</u></b>

### **Supplemental Information**

<b>Weighted Average Net Assets During the Period</b>	<b><u>\$ 1,837,600</u></b>	<b><u>\$ 1,887,662</u></b>
<b>Ratios to Weighted Average Net Assets<sup>(2)</sup>:</b>		
<b>Net investment loss</b>	(2.08) %	(1.70) %
<b>Expenses</b>		
Net management fees <sup>(3)</sup>	0.99	0.91
Fund fees and expenses	0.90	0.85
Professional service fees	0.35	0.33
Personnel	0.13	0.22
Public company costs	0.14	0.13
Interest	0.00	0.00
Other general and administrative	<u>0.33</u>	<u>0.48</u>
<b>Total Expenses</b>	<b><u>2.84 %</u></b>	<b><u>2.92 %</u></b>

<sup>(1)</sup> Total Return, which is not annualized, is calculated on NAV and adjusted for distributions to unit holders.

<sup>(2)</sup> Ratios are annualized.

<sup>(3)</sup> For the period 1 January 2011 through 30 June 2011, CAM waived its right to 30% of the profits interest portion of its management fees. Absent this waiver, the percentage for management fees for the nine months ended 30 September 2011 would have been 1.06%.