



FAQ – Fenix Holdings Convertible Note Offering

How does Fenix Holdings make money?

- Fenix Holdings is a general partnership that raises capital to acquire and manage a portfolio of investments in lower-middle market private companies.
- When acquiring an asset, FH typically receives incentive carried interest in the underlying asset of up to 20%.
- FH also makes cash investments in acquisitions alongside of its limited partners on a case-by-case basis.
- Returns from carried interest and invested capital are typically made when an underlying investment is liquidated.

How do investors in Fenix Holdings make money?

An investment in Fenix Holdings' Convertible Note grants the Convertible Note Holder the right to a minimum return of invested capital plus 10% over the period of 12 months. The Convertible Note Holder may elect to convert its note into Class A Preferred membership interests in Fenix Holdings, LLC at any point during the 12 month term of the convertible note. Preferred Membership interests in Fenix Holdings entitle the holder of such interests to return of capital plus 10%, then a pro-rata share of the profits thereafter.

What is Fenix Holdings' corporate structure?

Fenix Holdings is a limited liability company formed under the laws of the state of Delaware.

What is Fenix Holdings' corporate history?

Fenix Holdings was formed in 2021, and has participated in more than \$60M of private equity transactions to date.

Who is Fenix Holdings?

Fenix Holdings is a general partnership in private equity focused on acquiring and managing profitable lower middle market companies in partnership with private equity sponsors.

What big problem does Fenix Holdings solve?

Typical private equity investments often require a minimum investment of \$250,000.00 or more, and can require that investors have their capital locked up for 10+ years.

Fenix Holdings offers individual investors the opportunity to participate in meticulously curated private investments alongside of sophisticated institutional investors with a minimum investment as low as \$20,000.00.

Fenix Holdings also has a mandate to distribute any profits above expenses to investors based on their pro-rata ownership on an annual basis.

What are the major value drivers for Fenix Holdings?

- Significant transactional experience including capital structure, debt financing, legal structure, financial and legal due diligence, and relationship management with all parties to a transaction.
- Depth of operating and executive experience of the Fenix Holdings team.
- Strong deal sourcing engine with expansive industry connections across target segments.
- Solid and ongoing relationships with top-tier capital partners.
- Impressive network of experts and operators developed over years of high-level industry participation in target segments.

What is Fenix Holdings' strategy?

Generate strong risk-adjusted returns by executing the leveraged acquisition of value priced lower middle-market private companies in partnership with sophisticated institutional investment partners.

Support the growth of underlying assets by active involvement in the definition and execution of growth initiatives.

Reach scale and diversification necessary to maximize returns to the general partnership and its investors by accessing capital through the sale of general partnership membership units to main street investors.

Is there a market for selling or trading my shares?

We are not currently listed on any trading market or stock exchange. Investors should not assume that the offered shares will be listed. A public trading market for the shares may not develop.

How often do we receive updates on our investment?

Fenix Holdings posts quarterly updates on the state of the portfolio, potential returns, and new targets for acquisition on its website via the “Investor Portal”.

How can I get more information about Fenix Holdings’ offerings?

You can view the Loan Documents for the Convertible Note Offering at this [link](#). Carefully reviewing the offering documents for any Fenix Holdings offering is required prior to investing.

What happens after I complete the online investment process?

Once you execute the required Loan Documents via Pandadoc link embedded in the “Invest” link a Fenix Holdings Manager will countersign and return to you the fully executed agreement via email within 24 hours. Once the Offering docs are fully executed you can process your payment via ACH, wire, or check. ACH and wire transactions can take 3-5 business days to process. You will receive an email notification when your funds are received. It can take approximately 5 – 7 business days to process your investment completely. In some instances, we may reach out to you requesting additional information in order to verify your identity and finish processing your investment, which may increase the overall processing time. Once your investment has been fully processed and confirmed, you will receive an email from the Investor Portal confirming completion. You are officially an investor only when you receive this email. We recommend that you check your spam folder for any email communications.

What methods of payment do you accept?

We accept payments using Bank Account (ACH), Wire, Check, or IRA.

Do I need to be an accredited investor to invest?

Yes, this offering is only open to accredited investors. Learn more here:

What is the difference between and accredited and non-accredited investor?

An accredited investor is an individual who makes over \$200,000 per year in income (\$300,000 if combined with a spouse) or who has a net worth of \$1 million or more, excluding their primary residence. A non-accredited investor is anyone who does not meet at least one of the income or net worth requirements for being considered an accredited investor.