

Perella Weinberg UK Limited

MIFIDPRU 8 Disclosure

July 2023

Introduction

The Financial Conduct Authority (“FCA” or “regulator”) in the Prudential sourcebook for MiFID Investment Firms in the FCA Handbook (“MIFIDPRU”) sets out the detailed prudential requirements that apply to Perella Weinberg UK Limited (“PWP UK” or the “Firm”). Chapter 8 of MIFIDPRU (“MIFIDPRU 8”) sets out public disclosure rules and guidance with which the Firm must comply, further to those prudential requirements.

PWP UK is classified under MIFIDPRU as a small and non-interconnected MIFIDPRU investment firm (“SNI MIFIDPRU Investment Firm”). As such, the Firm is required by MIFIDPRU 8 to disclose information regarding its remuneration policy and practices.

The purpose of these disclosures is to give stakeholders and market participants an insight into the Firm’s culture and to assist stakeholders in making more informed decisions about their relationship with the Firm.

This document has been prepared by PWP UK in accordance with the requirements of MIFIDPRU 8 and is verified by the Governing Body. Unless otherwise stated, all figures are as at the Firm’s 31 December 2022 financial year-end.

Remuneration Policy and Practices

Overview

As an SNI MIFIDPRU Investment Firm, PWP UK is subject to the basic requirements of the MIFIDPRU Remuneration Code (as laid down in Chapter 19G of the Senior management arrangements, Systems and Controls sourcebook in the FCA Handbook (“SYSC”)). The purpose of the remuneration requirements is to:

- Promote effective risk management in the long-term interests of the Firm and its clients;
- Ensure alignment between risk and individual reward;
- Support positive behaviours and healthy firm cultures; and
- Discourage behaviours that can lead to misconduct and poor customer outcomes.

The objective of PWP UK’s remuneration policies and practices is to establish, implement and maintain a culture that is consistent with, and promotes, sound and effective risk management and does not

encourage risk-taking which is inconsistent with the risk profile of the Firm and the services that it provides to its clients.

In addition, PWP UK recognises that remuneration is a key component in how the Firm attracts, motivates, and retains quality staff and sustains consistently high levels of performance, productivity, and results. As such, the Firm's remuneration philosophy is also grounded in the belief that its people are the most important asset and provide its greatest competitive advantage.

PWP UK is committed to excellence, teamwork, ethical behaviour, and the pursuit of exceptional outcomes for its clients. From a remuneration perspective, this means that performance is determined through the assessment of various factors that relate to these values, and by making considered and informed decisions that reward effort, attitude, and results.

Characteristics of the Firm's Remuneration Policy and Practices

Remuneration at PWP UK is made up of fixed and variable components. The fixed component is set in line with market competitiveness at a level to attract and retain skilled staff. Variable remuneration is paid on a discretionary basis and takes into consideration the Firm's financial performance as well as the financial performance of each business unit, and the financial and non-financial performance of the individual in contributing to the Firm's success. All staff members are eligible to receive variable remuneration.

Perella Weinberg Partners Group LP (the 'Group' and parent of Perella Weinberg UK Limited, itself the "Firm"), incentivises all staff (including, without limitation, all persons with an impact directly or indirectly on investment and ancillary services provided by the Firm and its corporate behaviour), independently of level of seniority and role, through a combination of fixed and variable compensation. The Group provides variable compensation to employees through its discretionary bonus program (**'Bonus Program'**).

Each year, the Group allocates a percentage of revenues as compensation to employees. Such percentage is agreed upon by the Board of Directors of Group, and is evaluated in light of the performance of the Group (including the Firm), its cash position, and any future capital commitments. PWP management will determine the allocation of the bonus pool between employees and the resulting equity portion of the bonus program is approved by the Group Compensation Committee.

Bonus Program's purpose

The purpose of the Bonus Program is to grant bonuses to eligible employees to encourage and reward high performance.

The structure, payment and composition of awards

Individuals who meet a certain bonus threshold are expected to receive a portion of their bonus in deferred equity in the form of restricted stock units (RSUs), and the remainder in cash. Below that threshold, bonuses are expected to be in the form of cash with no deferral.

Performance measures/risk adjustment

The Firm ensures that it does not remunerate or assess the performance of its staff in a way that conflicts with its ability to act in the best interests of its clients and therefore an appropriate balance between fixed and variable remuneration is maintained at all times. The variable component of remuneration, if any, allocated to each individual is fully discretionary and will depend on a number of factors, such as individual performance (including compliance with applicable policies and procedures), the financial performance of the Advisory business of the Group, the financial performance of the Advisory business in Europe (including that of the Firm) and the overall performance of the financial sector in general.

The fixed and variable components of remuneration are appropriately balanced: the fixed component represents a sufficiently high proportion of the total remuneration to enable the operation of a fully flexible policy on variable remuneration. This allows for the possibility of paying no variable remuneration component, which the Firm would do in certain situations, such as where the Firm's profitability performance is constrained, or where there is a risk that the Firm may not be able to meet its capital or liquidity regulatory requirements.

Governance and Oversight

The Board of Directors of the PWP Group is responsible for setting and overseeing the implementation of PWP UK's remuneration policy and practices. In order to fulfil its responsibilities, the Board of Directors of the PWP Group:

- Is appropriately staffed to enable it to exercise competent and independent judgment on remuneration policies and practices and the incentives created for managing risk, capital, and liquidity.
- Prepares decisions regarding remuneration, including decisions that have implications for the risk and risk management of the Firm.
- Ensures that the Firm's remuneration policy and practices take into account the public interest and the long-term interests of shareholders, investors, and other stakeholders in the Firm.
- Ensures that the overall remuneration policy is consistent with the business strategy, objectives, values, and interests of the Firm and of its clients.

PWP UK's remuneration policy and practices are reviewed annually by the Compliance team and the PWP Group Board of Directors.

Quantitative Remuneration Disclosure

For the financial year 1 January to 31 December 2022, the total amount of remuneration awarded to all staff was £ 53.8 million, of which £22 million comprised the fixed component of remuneration, and £ 31.8 million comprised the variable component. For these purposes, 'staff' is defined broadly, and includes, employees of the Firm itself, directors, and secondees.