

PRAETORIAN CAPITAL

Disclaimer

Before making an investment decision with respect to Praetorian Capital Fund LLC or Praetorian Capital Offshore Ltd. (collectively, the “Funds”), managed by Praetorian PR LLC (the “Investment Manager”) and Praetorian Capital Management LLC (the “Manager”), potential investors are advised to carefully read the offering documents (including any relevant underlying agreements and supplements), Limited Liability Company agreement, and related subscription documents and supplements of the Funds (“Fund Documents”) and to consult with their tax, legal, ERISA, and financial advisors.

This Presentation contains a preliminary summary of the purpose and principal business terms of the Funds and does not purport to be complete; it is qualified in its entirety by the more detailed discussion contained in the Fund Documents. The specific terms of an investment in the Funds, including the investment strategy, contained within the Fund Documents may change without notice between the date of this Presentation and your receipt of the Fund Documents. **Nothing set forth herein shall constitute an offer to sell, or a solicitation of an offer to purchase, any securities.** Any such offer to sell or solicitation of an offer to purchase can be made only by Fund Documents which contain additional information (including information regarding certain risks of investing) that is material to any decision to invest in the Funds.

Information contained herein is not warranted by the Investment Manager or the Manager as to completeness or accuracy, express or implied, and is subject to change without notice. Charts, tables, and graphs are not independently audited and not intended to assist the reader in determining which securities to buy or sell or when to buy or sell securities. Risk management practices and methods are for illustrative purposes only and are subject to modification.

This Presentation may contain forward-looking statements as of the original date of this document which may be identified by, among other things, the use of words such as “expects,” “anticipates,” “believes,” or “estimates,” or these terms’ negatives, and similar expressions. Forward-looking statements reflect the Investment Manager’s views as of such date with respect to possible future events and no party has an obligation to update any of the forward-looking statements in this document. **No assurances can be given that the Funds’ investment objectives will be achieved.** Actual results could differ materially from those expressed in the forward-looking statements. Investors are cautioned not to place undue reliance on such statements.

Net return data is prepared by the Manager and presented after the deduction of incentive allocation, and all applicable fees and expenses in place at the time, which were: a maximum of 2% expenses from inception on January 1, 2019 through December 31, 2020, and 1.25% management fee since January 1, 2021. The incentive allocation, set at 20%, is subject to a high-water-mark provision, accrued monthly, and generally crystallized annually. Additionally, net return excludes performance from the side pocket portfolio, which comprises certain illiquid positions that have been valued at zero before being assigned to the side pocket portfolio on April 1, 2022. Individual investor performance may vary due to investment timing, participation in the side pocket portfolio, and specific fee arrangements. **As with any investment vehicle, past performance does not guarantee future results.**

Return objectives, if included, are provided for comparison purposes and only as a guideline for prospective investors to evaluate a particular investment program’s strategy and accompanying information. Targeted returns, if presented, reflect subjective determinations by the Investment Manager. Performance may fluctuate and should be evaluated over the time period indicated and not over shorter periods. Targeted returns and return objectives are not intended to be actual performance and should not be relied upon as an indication of Funds’ or an investment’s future performance. An investment in the Funds contains risks, including the risk of complete loss.

Sharpe Ratio is calculated internally and represents a measure of the monthly annualized net return of the Fund since inception minus the average of risk-free return over the same period divided by the annualized standard deviation of monthly net returns of the Fund. The Sortino Ratio is a risk-adjusted metric used to determine the additional return for each unit of downside risk. It is computed by using the same numerator as in Sharpe Ratio divided by the annualized standard deviation of negative returns. Risk-free return is computed using U.S. 3m T-bill discount rate. Sharpe and Sortino Ratios are available upon demand.

The contents herein are the subjective opinion of the Investment Manager unless otherwise noted.

This Presentation is furnished on a confidential basis and is not intended for general distribution. Therefore, it may not be copied, quoted or referenced without the Investment Manager’s prior written consent.

Seeking *absolute* returns through *inflection investing*



Praetorian Capital is a hedge fund managed by **Harris “Kuppy” Kupperman** dedicated to seeking non-correlated, asymmetric returns in a benchmarked world. The actively-managed strategy seeks absolute returns through highly-concentrated investments exhibiting inflecting secular or cyclical tailwinds, and Event-Driven special situations.

Firm Overview



Alpha at Inflections

We believe the highest IRR is attained near macro or idiosyncratic inflections. We wait for the inflection “trigger” to avoid value traps.



Concentration

We believe concentration leads to absolute outperformance. We seek to hold 6 to 12 of our “best ideas” and are agnostic about their monthly volatility.



Flexibility

Modern hedge fund “style boxes” restrict Alpha and can lead to underperformance. We seek to shift our strategy in line with changes in the opportunity set, to provide our investments a positive tailwind.



Actively Managed and Unhedged

We believe hedges cost upside. Instead, we tactically trade Event-Driven situations (long and short) and utilize option strategies for non-correlated, short-term returns to augment our core portfolio holdings.

We are looking to partner with a highly select group of investors who understand to outperform, you must invest differently



The Hedge Fund Problem

Typical hedge funds:



Have **underperformed the market** or are highly correlated to the market, aka “closet” indexers



Put themselves into a style box in an **effort to raise capital, creating a drag on performance** when the style falls out of favor



Have **little regard for macro forces**, catalysts or trend inflections which can create headwinds and perpetuate value traps



Use **marketing catchphrases** to garner assets

The Praetorian Solution



Modeled after “old school” hedge funds; **we are concentrated, active and volatile**, believing absolute performance trumps benchmarked returns



Our bottom-up analysis provides **downside protection while remaining laser focused on the inflecting “trigger”** that creates a tailwind to help sidestep value traps



We eschew style boxes and marketing labels like “ESG.” Active management and our “go anywhere” inflection mandate **provides the flexibility to capture Alpha in any market environment**

Fund consultants and allocators like to require style boxes or labels such as "long-short," "macro," or "ESG"
At Praetorian, our only style box is “Alpha.”

Inflection Investing

Praetorian seeks to build a portfolio of 6 to 12 asymmetric opportunities with multi-bagger potential

through inflection investing



The “Classic” Inflection Process

The Inflection Trigger / Catalyst



The intersection of value and the inflection “trigger” accelerates price discovery

* Illustrative purposes only. The above chart is not representative of an actual trade.

Praetorian seeks to build a portfolio of 6 to 12 asymmetric opportunities with multi-bagger potential and minimal downside through *inflection investing*



Macro Inflections

➤ **Thematic tailwinds**
(e.g. Sector Underinvestment, Secular Fund Flows, Government Policy)

➤ **Cycle changes**
(e.g. Fed Policy, Business Cycle, Market Regime Change)



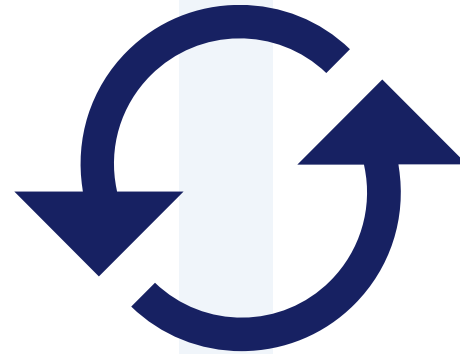
Event-Driven Inflections

➤ **Company Transformations**
(e.g. Post-reorg, CEO Changes, Fallen Angels, Privatizations, etc.)

➤ **Idiosyncratic Special Situations**
(e.g. Spin-offs, Busted M&A, 13D/Activist, Merger securities, etc.)



**Longer-term
Inflections**



**Event-Driven
Trading**



Shorter-duration Event-Driven trading “self-funds” the longer-term inflections, providing liquidity in drawdowns

Process Driven Results

Idea Generation

- 5-person investment team
- Tracking over **25 corporate events** for special situations
- Tracking **over 30 active macro trends** awaiting an inflection trigger
- Proprietary **community of over 20,000+ subscribers** to help identify opportunities
- **Over 25 years of pattern recognition** in cyclical and secular trends

Research & Due Diligence

1. Top-Down

- **Top-down research** of the macro tailwind
- Analysis of the **idiosyncratic event**

2. Bottom-Up

- **Fundamental analysis** of the securities
- **Focus on balance-sheet stress testing** to reduce risk of permanent loss of capital
- **“Boots on the ground”** (e.g. Executive interviews, site visits, trade shows, proprietary expert network, etc.)

Identify Inflection Trigger

- **“Cheap stocks can get cheaper.” – Harris Kupperman.**
Instead, we wait for the inflection drivers and catalyst necessary for a re-rate

Active Management

- **Active trade management** around positions
- **Proprietary trade construction** to capture upside and limiting downside risk
- **Option strategies** to lower the cost basis of core positions
- **Utilize our media “megaphone”** to continuously stress test thesis and accelerate the re-rate
- **Pre-determined Risk Metrics**

Our consistent media presence gives us



Potential to influence corporate strategy



Proprietary access to industry experts



Ability to draw investor interest to our core inflection themes

* Praetorian has elected a 506(c) designation, allowing us additional flexibility on our media and marketing exposure

Our Media Megaphone

Industry experts frequently reach out to share insights

183,000+

Twitter followers and growing*

27,000+

Free subscribers reading market commentary at Kuppy's Korner

100+

Media appearances and articles, including tier-1 channels such as **Institutional Investor**, **Forbes**, and **Financial Times**

* Praetorian has elected a 506(c) designation, allowing us additional flexibility on our media and marketing exposure. All statistics are as of January 13, 2024. References made to awards/industry affiliations are not an endorsement by any third party to invest with the funds managed by Praetorian and are not indicative of future performance. Investors should not rely on awards for any purpose and should conduct their own review prior to investing. Twitter followers total includes the combined followers of the official Twitter accounts of Praetorian Capital, Kuppy's Korner, and Harris Kupperman's personal Twitter account. Some followers may be duplicates who follow multiple of the accounts listed above.

Building Institutional Quality

We have invested heavily into our operations and compliance to allow our investment team the time to focus on performance

2019

2020

2021

2022

2023

The Startup

- Praetorian Capital Fund LLC is launched with 2 employees
- Auditor chosen – Kaufman Rossin, P.A.
- Legal chosen – Tannenbaum Helpen Syracuse & Hirschtritt LLP
- Administrator chosen – Opus Fund Services

The Growth

- 3rd Party Compliance consulting firm chosen
- South Florida office opens

The Transition

- 3rd Party IT/MSP chosen
- Added an Operations Manager
- Added a Director of Client Relations
- Offshore Feeder Launched

The Foundation

- Added analysts to the investment team
- Added an in-house Chief Compliance Officer and Chief Financial Officer
- Opened our Rincon, PR Office

The Institution

- SEC RIA Registration
- CFTC CPO Registration
- Added Event-Driven Analyst
- Added a Chief Operating Officer
- Cyber Security Firm chosen
- Secondary Prime Broker and Custodian chosen

Other funds pay for
their volatility.

*We get paid for ours.**

PRAETORIAN
CAPITAL

How does Praetorian fit into your portfolio?

We seek positive carry exposure and *right tail returns*.

We are *contrarian* and *uncorrelated*.

We strive to provide *exposure to niche trends* before they are mainstream.

We are fundamentally-driven to *protect our downside*.

We are active and macro-driven to *provide our upside*.

We get paid for our volatility.*

Principal Bios



Harris Kupperman

Founder & Chief Investment Officer

Harris Kupperman is the **founder of Praetorian Capital Management LLC**, an investment manager focused on using inflecting trends to guide stock selection and Event-Driven strategies.

Mr. Kupperman is also the author of Praetorian Capital's public blog, Kuppy's Korner, where he discusses his investment process and comments on hedge fund industry trends. Additionally, Mr. Kupperman is the **Chairman and CEO of publicly traded Mongolia Growth Group** (YAK: Canada and MNGGF: USA), a role which gives him unique perspective into companies as both an operator and financier.

Harris holds a **Series 3 license**.



Paul Zavaliy, CPA

Chief Financial Officer & Chief Compliance Officer

Paul's professional expertise as a CPA is backed by almost 20 years of **public accounting experience**, obtained from working at major CPA firms both in New York and Miami. Paul spent the last 17 years **focusing almost entirely on hedge fund and private equity industry** providing such services as audits, reviews, and compilations among others.

Prior to joining the Praetorian team, Paul was an **Associate Principal at Kaufman Rossin & Co.**, which has been the auditor for Praetorian funds since inception.

Paul has been a **CPA** since 2005 and is a member of an **AICPA**.

Principals have a significant portion of their net worth invested in the fund.
We get paid to invest, not paid to deploy capital.

Principal Bios



Aaron Bublely

Chief Operating Officer

Aaron has nearly **20 years in the hedge fund industry** occupying a variety of front office roles such as equities analyst, commodity trader and Portfolio Manager.

Prior to re-joining **Praetorian PR** as the COO in 2023, Aaron co-founded and **managed the special situations research arm of MGG Ltd.**

Aaron has an accounting degree from **University of Miami** and an MBA from the **University of Illinois.**



Nick Cousyn

Director of Client Relations

Nick's career in Capital Markets has **spanned over 20 years**, with a background in Market Making, Research Sales and Trading, Banking and Executive level positions. He's worked for such firms as **Deutsche Bank, Wells Fargo** and **Natexis Banque Populaire**, with experience in both the US and Emerging/Frontier markets, in equity, debt, derivatives and private equity.

He currently serves as a **Member of the Board of Directors for Mongolia Growth Group Ltd.**

Nick holds a **Series 3 license.**

Organizational Structure

Harris Kupperman

Founder & Chief Investment Officer

Investment Team

Osman Poroy
Research Analyst

Brandon Coffin
Research Analyst

Sam Serio
Research Analyst

Operations

Aaron Bublely
Chief Operating Officer

Nick Cousyn
Director of Client Relations

Lauren Cousyn
Operations Manager

Lida McDermott
Office Manager

Accounting & Compliance

Paul Zavaliy, CPA
Chief Financial Officer & Chief
Compliance Officer

Wes Cooper, CPA
Advisor & Special Projects

Kate Cooper, CPA
Bookkeeper

Portfolio Metrics

| Metrics | Targeted Exposures |
|--------------------------------------|--------------------|
| Equity Exposure (Gross)* | 90% to 120% |
| Total Equity Cap (Gross)* | 150% |
| Industry Equity Cap (At Cost)* | 35% |
| Individual Equity Cap (At Cost)* | 20% |
| Market Cap — Core | < \$5B |
| Holding Period — Core | 6-36 months |
| Holding Period — Event Driven | < 3 months |
| Concentration (Top 5-7 Core Themes)* | ~75% of NAV |

* The above portfolio, industry, individual equity, and concentration caps are targeted exposure limitations selected by the Investment Manager for the purposes of the diversification and risk management. These limitations are not mandated by the organizational documents of the Funds and, therefore, these caps may change at any time in the future and should not be relied upon. Please refer to page 2 full disclaimer.

Investment Terms

| | |
|--|--|
| Firm-wide AUM (as of December 2024) * | \$298,600,000 |
| Minimum Investment — Onshore | \$5,000,000 |
| Minimum Investment — Offshore | \$1,000,000 |
| Minimum Incremental Investment | \$25,000 |
| Subscriptions | Monthly |
| Redemptions | Monthly with 30 days notice |
| Terms | 1.25% Management Fee 20% Incentive Allocation |
| High Water Mark | Yes |

* Firm-wide AUM is unaudited and represents an estimated balance of the Praetorian Capital Fund LLC net assets as of the end of the month, including year-end redemption accrual, before next month's contribution, and is rounded to the nearest \$100,000. For illustrative purposes only as a basis for further discussion and subject to change. Final terms set forth in the written agreement will prevail.

Structure & Service Providers

| | |
|------------------------------------|--|
| Inception Date (Onshore) | January 2019 |
| Inception Date (Offshore) | October 2021 |
| Offshore Domicile | Cayman Islands |
| Prime Broker | Interactive Brokers & Jones Trading |
| Custodian | Interactive Brokers & Pershing (BNY Mellon) |
| Legal | Tannenbaum Helpern Syracuse & Hirschtritt LLP |
| Audit | Kaufman Rossin, P.A. |
| Administrator | Opus Fund Services Ltd. |
| Cyber Security Firm | Drawbridge Partners, LLC |
| IT/Managed Service Provider | Atlas Technica, LLC |

Historical Performance

Praetorian Capital Fund LLC (Onshore)-Net Return Since Inception*

| Year | Jan | Feb | Mar | Apr | May | Jun | Jul | Aug | Sep | Oct | Nov | Dec | Full Year |
|------|---------|--------|---------|--------|--------|---------|--------|--------|--------|---------|--------|--------|-----------|
| 2024 | 0.12% | -3.70% | 13.31% | 4.03% | 3.01% | -8.26% | 4.97% | -6.63% | -0.31% | -3.49% | -5.28% | -6.76% | -10.55% |
| 2023 | 5.91% | -2.70% | -4.99% | 0.01% | 0.33% | 7.63% | 10.42% | -0.42% | 1.78% | -4.63% | 4.52% | 7.18% | 26.45% |
| 2022 | 2.76% | 3.92% | 8.21% | -6.36% | 2.97% | -12.57% | 11.97% | -2.51% | -8.67% | 14.96% | -1.37% | 1.66% | 11.95% |
| 2021 | 13.76% | 18.12% | 8.40% | 5.82% | 10.54% | 5.98% | -1.58% | 3.00% | 8.36% | 15.19% | -0.01% | 6.30% | 142.87% |
| 2020 | -24.62% | -7.18% | -15.98% | 53.56% | -4.55% | 5.23% | 22.71% | 10.22% | -4.38% | 20.03% | 32.50% | 23.01% | 129.49% |
| 2019 | -1.31% | -1.33% | 7.71% | 8.82% | 0.63% | -2.81% | -3.18% | -8.08% | 2.93% | -13.10% | 4.26% | 24.09% | 14.97% |

Praetorian Capital Fund LLC (Onshore)

Value of \$1,000,000 Investment at Date of Inception, Net of Expenses and Incentive Allocation*



Past performance of Praetorian Capital Fund LLC is not indicative of future results

Net return data is presented after deduction of incentive allocation, and all fees and expenses. Individual investor performance may vary due to investment timing, participation in the side pocket portfolio, and specific fee arrangements. The chart is for illustrative purposes, showing a theoretical initial investment balance of \$1,000,000 invested on January 1, 2019. It is intended to serve as a basis for further discussion. See full disclaimers on page 2.

PRAETORIAN CAPITAL

BBG: PRACAPA US Equity

Info@PraCap.com

www.PraCap.com