

## Kestrel Partners LLP

### Client Relationship Summary (Form CRS) – June 17, 2024

Kestrel Partners LLP (“Kestrel,” the “Firm,” “we,” “us,” or “our”) is an SEC registered investment adviser with our primary office in London, United Kingdom. Investment advisory fees and brokerage services fees differ, and it is important for you to understand the differences. Free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://investor.gov/CRS), which also provides educational materials about investment advisers, broker-dealers, and investing.

#### What investment services and advice can you provide me?

Kestrel offers investment services to retail clients. At Kestrel, our strategy available to U.S. natural person clients entails taking large minority stakes in small to medium sized undervalued IP-rich business critical software companies. In certain cases, a client account may be a single stock account where a stake is taken in just one company. The investment objective of this strategy is to achieve long term capital growth and is managed on a fully discretionary basis. We do not require any specific minimum initial investment to provide our services. These services are offered at our discretion based upon the value of assets to be managed, strategy, and scope of work. On at least a quarterly basis, reports will be furnished speaking to your account’s performance and holding at quarter end.

FOR ADDITIONAL INFORMATION, PLEASE SEE KESTREL’S ADV 2A, ITEM 4 CONCERNING THE ADVISORY SERVICES WE OFFER AND ITEM 7 FOR THE TYPES OF CLIENTS WE SERVE AT

<https://adviserinfo.sec.gov/firm/summary/226573>

*Ask your financial professional: Given my financial situation, should I choose an investment advisory service? If so, why?*

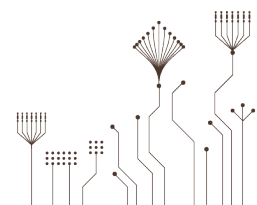
*Ask your financial professional: How will you choose investments to recommend to*

*Ask your financial professional: What is your relevant experience, including your licenses, education, and other qualifications? What do these qualifications mean?*

#### What fees will I pay?

Kestrel charges an annual fee of 1% of our clients’ assets under management as well as an annual performance fee. The performance fee is 15% of exit profits and accrues on an annual basis. The performance fee is payable upon exiting an investment and the returns must exceed the preferred return of an annual IRR of 8%. This means the more assets that are in your account, the more you are going to be paying in fees, so we have an incentive for you to increase the assets in your account. Similarly, the asset under management-based fee accrues quarterly based on the net asset value of the account. It too will remain unpaid until exiting an investment and becomes payable in full upon exit proceeds being distributed. Clients will incur additional fees including dealing charges. Dealing charges are passed on directly to the client. Additionally given the nature of our client relationships, we may negotiate fees at our discretion based on the assets being managed, strategy, and scope of work.

***You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying.***





FOR ADDITIONAL INFORMATION ABOUT OUR FEES, PLEASE SEE KESTREL'S ADV PART 2A, ITEMS 5 AND 6 AT

<https://adviserinfo.sec.gov/firm/summary/226573>

*Ask your financial professional: Help me understand how these fees and costs might affect my investments. If I give you \$10,000 to invest, how much will go to fees and*

**What are your legal obligations to me when acting as my investment adviser? How else does your Firm make money and what conflicts of interest do you have?**

**When we act as your investment adviser**, we have to act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice we provide you. Here is an example to help you understand what this means:

Not all of our strategies are offered to U.S. clients and certain of these strategies may also charge a higher fee than those charged to U.S. clients. This is a conflict of interest as we are potentially incentivized to allocate investment opportunities to non U.S. person clients who may pay a higher fee.

FOR ADDITIONAL DETAILS WITH RESPECT TO KESTREL'S POTENTIAL CONFLICTS OF INTEREST WITH RETAIL CLIENTS, SEE KESTREL'S ADV PART 2A, ITEM 6 AND ITEM 10, RESPECTIVELY AT <https://adviserinfo.sec.gov/firm/summary/226573>

**How do your financial professionals make money?**

Our financial professionals are compensated through salaries, bonuses, and in certain cases, direct compensation through ownership interests in the Firm. Additionally, certain employees of the Firm sit on the boards of companies we have invested in and the Firm is compensated for this and, therefore,

*Ask your financial professional: How might your conflicts of interest affect me, and how will you address them?*

the owners are.

**Do you or your financial professionals have legal or disciplinary history?**

No. Please go to [Investor.gov/CRS](https://Investor.gov/CRS) for a free and simple search tool to research our financial

*Ask your financial professional: As a financial professional, do you have any disciplinary history? For what type of conduct?*

*Ask your financial professional: Who is my primary contact person? Is he or she a representative of an investment adviser or a broker-dealer? Who can I talk to if I have concerns about how this person is treating me?*

professionals.

### **Additional Information**

ADDITIONAL INFORMATION ABOUT KESTREL, OUR FIDUCIARY DUTY TO CLIENTS AND THE SERVICES WE OFFER IS PROVIDED IN OUR ADV 2A. YOU CAN REQUEST A COPY OF FORM CRS AND UP TO DATE INFORMATION ABOUT KESTREL BY CALLING +44 (0)20 3371 6100

