# The Baldwin Group

Firm Overview

*June 2024*

# Disclaimer

This presentation contains forward-looking statements. You should not rely upon forward-looking statements as predictions of future events. All statements other than statements of historical facts contained in this presentation, including information concerning our possible or assumed future results of operations and expenses, business strategies and plans, competitive position, business and industry environment and potential growth opportunities, are forward-looking statements. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Given these uncertainties, you should not place undue reliance on any forward-looking statements in this presentation. Except as required by law, we disclaim any obligation to update any forward-looking statements for any reason after the date of this presentation, or to update the reasons why actual results could differ materially from those anticipated in the forward-looking statements, even if new information becomes available in the future.

This presentation includes certain financial measures (e.g. Adjusted EBITDA margin and Organic Revenue) that are calculated and presented on the basis of methodologies other than in accordance with generally accepted accounting principles in the United States of America ("non-GAAP"). These non-GAAP financial measures should be considered only as supplemental to, and not as superior to, financial measures prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP"). Please refer to public filings for a reconciliation of the non-GAAP financial measures and the related notes thereto to the most directly comparable financial measures prepared in accordance with GAAP.

This presentation also includes certain pro forma information. The pro forma information presented herein gives effect to the results of Partnerships during the unowned period as if the Company had acquired such Partners on the first day of the respective year. This unaudited pro forma information should not be relied upon as being indicative of the historical results that would have been obtained if the acquisitions had occurred on that date, nor the results that may be obtained in the future.

# The Baldwin Group Is A Fast-Growing Insurance Distribution Firm

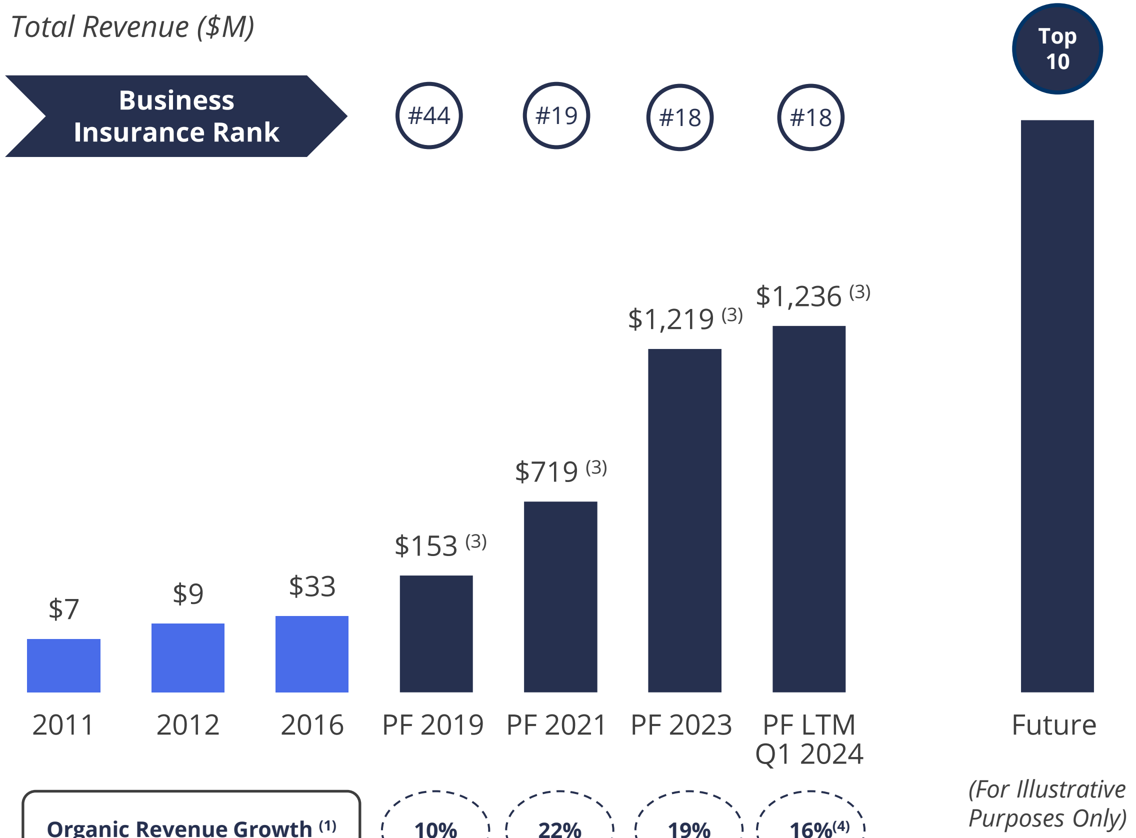
## The Baldwin Group at a Glance

- Insurance distribution firm – commission-based model, assumes no underwriting risk
- Holistic and tailored approach to risk management, insurance and employee benefits
- Tailored client engagement model, sheltered distribution, and MGA business
- Inorganic expansion via proven Partnership model

## By the Numbers

| | *At IPO (October 2019)* | ***FY 2023*** |
|---|---|---|
| **Colleagues** | 500+ | **~4,000** |
| **Risk Advisors** | 160+ | **700+** |
| **Organic Revenue Growth** | 10% | **19%** |
| **Clients (across the U.S. and worldwide)** | 400,000+ | **2,000,000+** |
| **LTM PF Revenue** | 6/30/19: $141M | **12/31/23: $1,219M** |

## An Impressive Growth Story




| | PF 2019 | PF 2021 | PF 2023 | PF LTM Q1 2024 |
|---|---|---|---|---|
| **Organic Revenue Growth (1)** | 10% | 22% | 19% | 16%(4) |
| **Multiple of Peers' Organic Growth (2)** | 2.0x | 2.4x | 2.4x | 2.0x(4) |

Source: Company filings; SNL Financial; Business Insurance; Hales Report; Note: [1] Organic Revenue Growth represents growth from the same period one year prior. Organic Revenue used to calculate Organic Revenue Growth is adjusted to reflect revenues from Partnerships that reached the twelve-month owned mark during the period reported. Organic Revenue Growth is a non-GAAP financial measure. [2] Peers include AJG's brokerage segment only, AON, BRO, MMC's Marsh business only and WTW; [3] Reflects GAAP revenue, plus revenue from partnerships in the unowned portion of the respective period. Intercompany commissions are eliminated in consolidation. Pro Forma Revenue is a non-GAAP financial measure. Please refer to the Appendix of this presentation for important information about non-GAAP financial measures and the reconciliations of the non-GAAP financial measures included in this presentation to the most directly comparable financial measures prepared in accordance with GAAP; [4] Represents Q1 2024 Organic Revenue Growth

# Over A Decade of Transformative Growth

## Inception (2011-2018)

### *Foundation Formed*

- Co-founded by Lowry and Trevor Baldwin in 2011 with the vision to become a preeminent insurance advisory firm
- Adopted "Azimuth" as the corporate constitution, which helped form core values, business basics and stakeholder promises
- **Geography:** Initial footprint in Florida with expansion into Southeast
- **Products:** Core Middle Market competencies with expansion into Mainstreet, MGA, Medicare and other specialty operating groups
  - **RiskMap:** First tailored Client engagement model, designed to help entrepreneurs manage unique risks
- Grew business organically without outside capital until 2016
- Consummated **18 Partnerships** between 2016 and 2019
  - Acquired MSI, a UCTS Partnership, in 2019, to access proprietary and innovative technology and executive talent to lead the MGA of the Future platform
  - Acquired majority stake in Insurance Agencies of the Villages ("IAV") in 2019, serving as the initial basis for MIS

## Supercharged growth since IPO (2019-current)

### *National Platform*

- IPO in October 2019 to accelerate organic (via talent and technology) and inorganic growth through strategic Partnerships
- **Geography:** Evolved from a local business to a regional firm, and now to a national platform, serving Clients in all 50 states
- **Products and Growth:** Continued trajectory of outsized organic growth across segments:
  - **IAS:** Added over 350 new advisors, with average new business production of mature advisors outperforming industry average
    - Average annual advisor (4+ years tenure) new business production: ~$250k (represents ~3x industry average)
    - Launched 11 new Centers of Excellence ("COE") and Industry Practice Groups ("IPG")
  - **UCTS**: 11 MGA products developed and launched (with robust pipeline), evidenced by $793mm MGA premium growth since 2019
  - **MIS:** expansion of proprietary embedded capabilities across homebuilder, mortgage originators, and real estate brokers and increase in Medicare agent downlines
- ~$100mm multi-year investment in infrastructure and integration
- Established reputation as the industry's acquiror of choice
  - Completed 35 Partnerships since IPO with aggregate acquired revenue of $500mm+
- Continued outperformance of the broader industry, earning The Baldwin Group's reputation as high-growth insurance broker
  - The Baldwin Group reported 19% 2023 Organic Revenue Growth (1), relative to peers at 8% (2)
- Awarded numerous accolades highlighting The Baldwin Group as a destination of choice for industry's top talent

## What's to come (2024+)

### *Top 10 Broker of the future*

- Become a Top 10 "broker of the future" by reaccelerating M&A and continue executing organic growth strategies
  - Anticipate materially improved free cash flow profile to enable self-funding for the majority of go-forward strategic investment initiatives
- Poised for margin expansion following in-depth infrastructure and hiring investments
- Further accelerate digital transformation, including build out of Salesforce-based operating system, data & analytics capabilities and proprietary intelligent automation capabilities
- Expand both nationally and internationally in high-growth areas
- **IAS:**
  - Earn-in revenue growth and margin accretion benefits from 2021-2023 super-cycle of hiring and platform infrastructure investments
  - Partnership growth adding attractive, high-quality assets bringing desired geographic expansion and depth of specialized capabilities
  - Continued bolstering of Industry Practice Groups and Center of Excellence talent pools
- **UCTS:**
  - Capitalize on continued growth of existing product suite with large addressable markets (multi-family, homeowners, flood)
  - Continue to expand product suite with focus on captive / sheltered distribution and superior underwriting performance
- **MIS:**
  - Capitalize on broader net advisor base and continue national expansion to drive new policy sales
  - Systematic expansion of proven embedded distribution capabilities

[1] Organic Revenue Growth is a non-GAAP financial measure. Please refer to the Appendix of this presentation for important information about non-GAAP financial measures and the reconciliation of the non-GAAP financial measures included in this presentation to the most directly comparable financial measures prepared in accordance with GAAP; [2] Organic Revenue Growth as of the twelve months ended December 31, 2023; peers include AJG's brokerage segment only, MMC's Marsh business only, AON, BRO and WTW

# Scaled Platform With Differentiated Offerings Across Three High Growth Segments

## Insurance Advisory Solutions ($657M of LTM PF Revenue – 50%) [(4)]

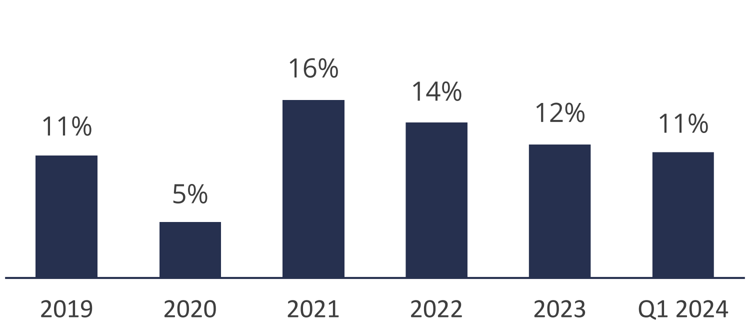
**Segment Descriptions**

- **Middle Market Insurance Broking:** Commercial risk management, employee benefit solutions and private risk management services with a focus on mid-to-large businesses and high net worth individuals and families
- Specialties include real estate, energy & marine, construction, manufacturing, private equity/venture capital, surety, cyber liability, management liability, innovation industries and more

**Key Differentiators**

- Strong cohort of new advisors due to recent investment phase in hiring, setting the stage for robust organic growth
- Strong training & sales enablement tools (including RiskMap) and resources empower advisors to generate higher levels of new business with a quicker ramp timeline

**Organic Revenue Growth [(1)]**




## Underwriting, Capacity and Technology Solutions ($402M of LTM PF Revenue – 31%) [(4)]

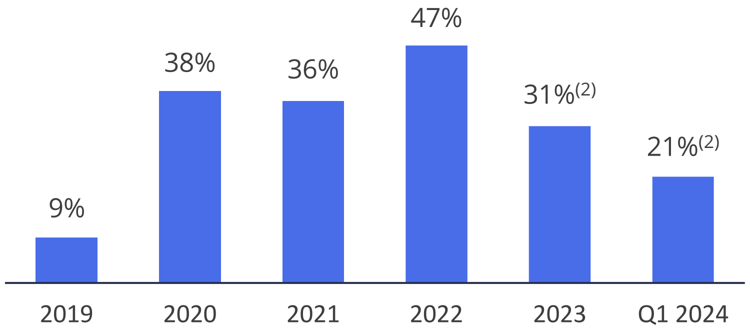
**Segment Descriptions**

- **MGA of the Future Platform:** MGA with tech-enabled capabilities in embedded point of sale distribution (renters & home), flood, umbrella, management liability and REI master

**Key Differentiators**

- Breadth and depth of embedded distribution representing ~60% of business
- Diverse, growing suite of proprietary insurance products
- Track record of superior underwriting performance (<50% aggregate loss ratio across all programs inception to date)
- Proprietary tech stock powers automated underwriting, quote-bind issue, custom API integrations with partners and real time visibility into policy-level activity and exposures

**Organic Revenue Growth [(1)]**




## Mainstreet Insurance Solutions ($248M of LTM PF Revenue – 19%) [(4)]

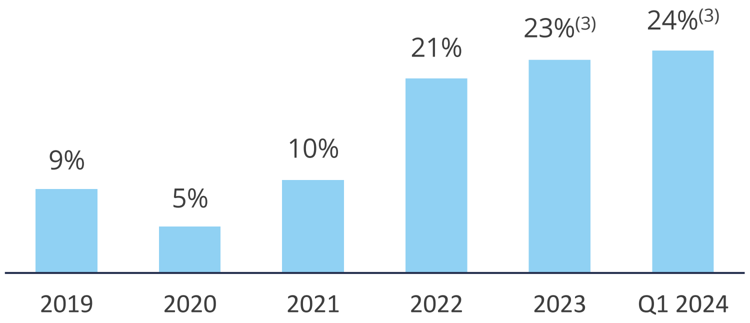
**Segment Descriptions**

- **Mainstreet:** Providing best-in-class personal, commercial and life solutions to mass affluent individuals and businesses in their communities, largely through embedded channel partnerships
- **Medicare:** Network of agents providing consultation and healthcare solutions to Medicare eligible individuals

**Key Differentiators**

- Strong growth attributable to embedded solutions and access to sheltered distribution
- Direct API quotes with leading personal lines carriers, well ahead of peers
- High win rates and enhanced Client experience resulting from proprietary technology

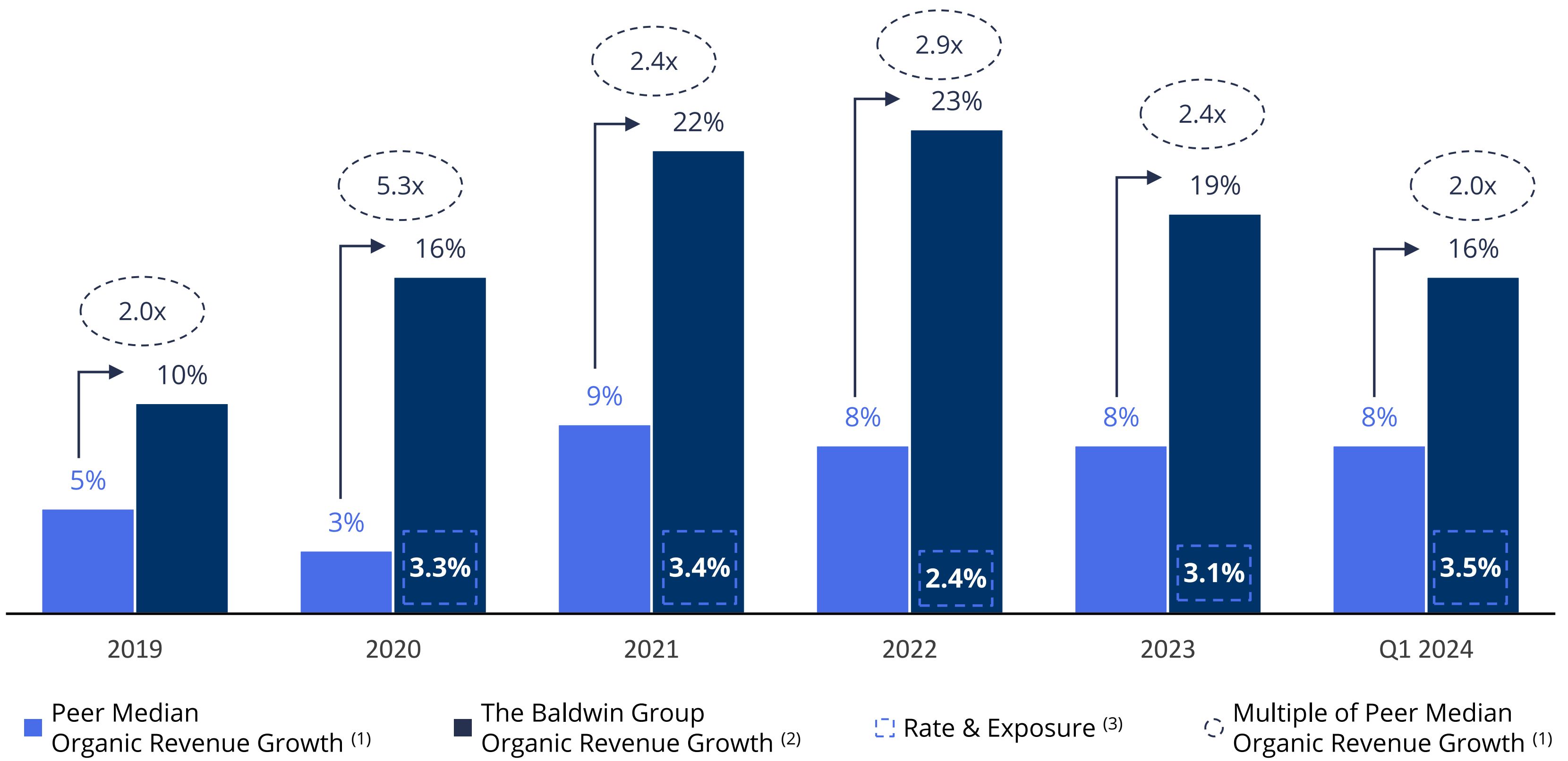
**Organic Revenue Growth [(1)]**




Note: Totals may not equal due to rounding; [1] Organic Revenue Growth is a non-GAAP financial measure. Please refer to the Appendix of this presentation for important information about non-GAAP financial measures and the reconciliation of the non-GAAP financial measures included in this presentation to the most directly comparable financial measures prepared in accordance with GAAP; [2] The Underwriting, Capacity & Technology Solutions Operating Group ("UCTS") recorded intercompany and pass-through commissions of $17.0 for the three months ending March 31, 2024, which are eliminated in consolidation and excluded from the calculation of Organic Revenue Growth; [3] The Mainstreet Insurance Solutions Operating Group recorded intercompany commissions of $0.7 for the three months ending March 31, 2024, which are eliminated in consolidation and excluded from the calculation of Organic Revenue Growth; [(4)] Segment percentages exclude eliminations and contribution of Corporate and Other. Sum of segment revenue is equal to $1,307M.

# Superior Organic Revenue Growth Track Record That Is Multiples Above Peers

## Robust Track Record of Organic Revenue Growth Driven by Outsized New Business Production vs. Rate & Exposure




### Key Drivers of Market Leading Organic Revenue Growth

- ✓ **Driven by new business (vs. rate)**
- ✓ Deep specialization and focus on end-client industry verticals with secular tailwinds
- ✓ Differentiated and embedded distribution channels in MIS and UCTS segments
- ✓ Selective Partnership filter focused on attracting high-performing independent firms
- ✓ Strong revenue retention
- ✓ Destination employer status

***2x – 5x organic revenue growth outperformance compared to peers***

Source: Company Data, Wall Street Research

Notes: [1] Peers include AJG's brokerage segment only, MMC's Marsh business only, AON, BRO and WTW; [2] Organic Revenue Growth is a non-GAAP financial measure. Please refer to the Appendix of this presentation for important information about non-GAAP financial measures and the reconciliation of the non-GAAP financial measures included in this presentation to the most directly comparable financial measures prepared in accordance with GAAP; [3] Reflects organic revenue growth contribution isolated to Rate / Exposure; remainder of organic revenue growth driven by net new business and incremental contingents

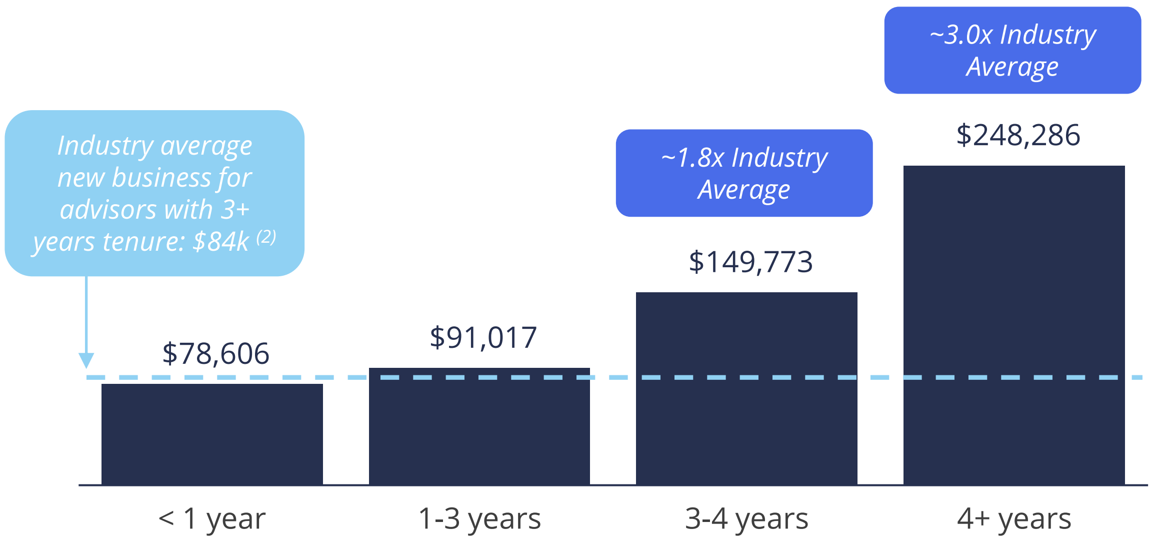
# Track Record of Investing in People and Ramping Productivity

IAS

## Proven Ability To Ramp Advisor Productivity

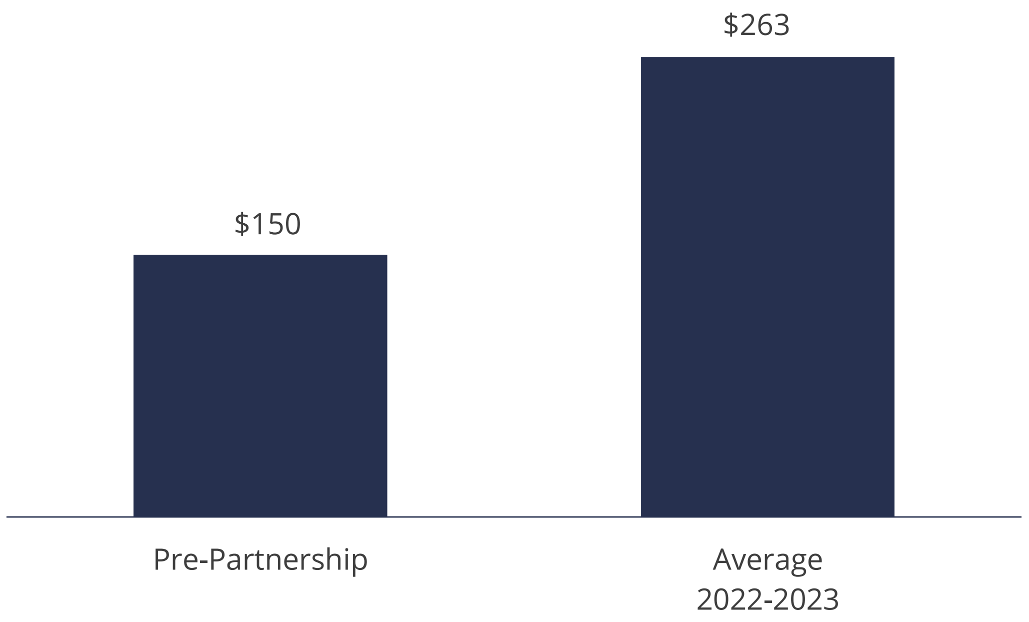
*Average New Business by Advisor Tenure (average 2022 & 2023) (1)*

**Advisors meaningfully exceeding industry average new business production**




## Track Record of Improving Advisor New Business Production ($k) (3)

**75%+ increase in new business production post-Partnership**



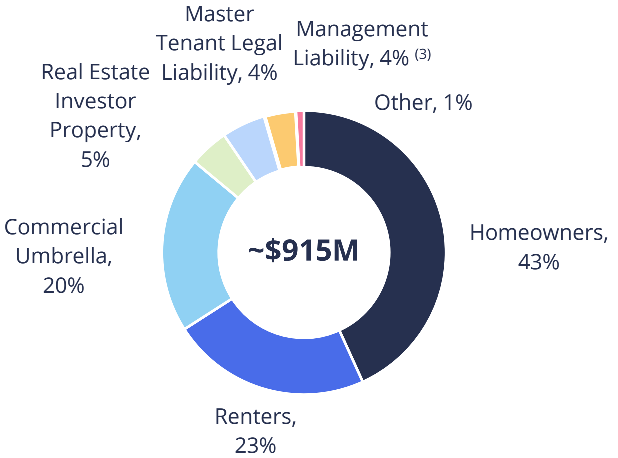



Note: [1] Represents tenure with The Baldwin Group or prior Partner firm; [2] Includes business to business advisors; [3] Includes firms that joined The Baldwin Group after June 2020 and have been with the firm for at least 12 months; Advisor new business production in FY 2022 represents advisors who have joined via Partnership only and differs from average annual advisor new business production;

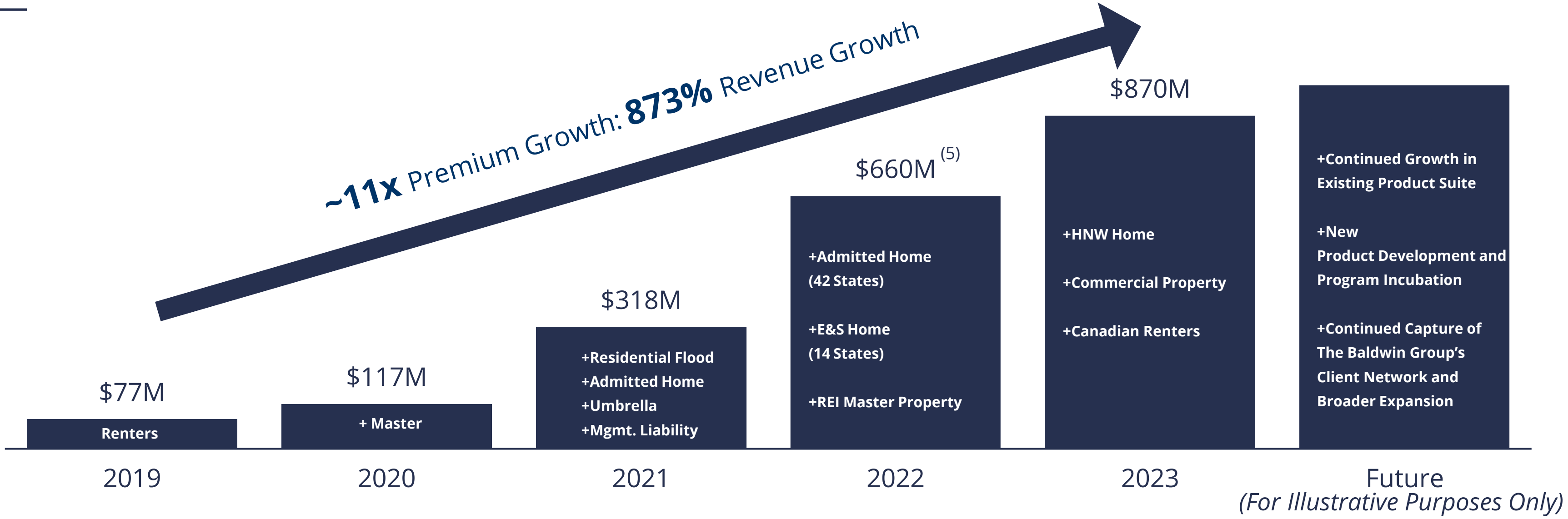
# Rapidly Scaling MGA Platform Generating Superior Underwriting Results

***Diverse and Growing Suite of Highly Attractive Product Capabilities***

## LTM Q1 2024 Current Net Written Premium [1,2]




**< 50%**
Aggregate Loss Ratio [4]




| | 2019 | 2020 | 2021 | 2022 | 2023 | Future |
|---|---|---|---|---|---|---|
| **Renters as a % of Pro Forma MGA Premium [6]** | **100%** | **92%** | **46%** | **26%** | **23%** | ***Further Diversification*** |

## New Product Incubation Process

Identity Distribution Opportunity ⟩ Ensure Proper Team in Place ⟩ Seek & Secure Capacity ⟩ Customize Tech & Build Integrations ⟩ Satisfy Regulatory Obligations ⟩ Launch Product

Source: Internal data
[1] Current Net Written Premium represents gross written premium net of cancellations for the twelve months ended March 31, 2024; [2] "Other" net written premium includes residential flood, commercial flood, commercial property and social media liability; [3] Includes Directors & Officers, Employment Practices, Fiduciary; [4] Represents management estimates of the aggregate incurred losses across all MSI and MSI affiliate programs; [5] Represents the entire in-force QBE book; [6] Reflects MGA of the Future premiums plus premiums from the acquisition of Westwood in the unowned portion of the respective periods

# Differentiated Embedded Personal Lines Strategy

WESTWOOD INSURANCE AGENCY

## The Best-in-class Ideal Embedded Insurance Operations

- Top 10 personal lines agency in U.S., on a standalone basis
  - ~500,000 policies-in-force, ~$600MM in premium
- Contractual embedded distribution relationships with 8 of the top 10 U.S. homebuilders
- Proprietary technology stack with custom-made builder, mortgage company and policy-facing solutions
  - Quote-bind-issue capabilities with a panel of carrier partners
- Better risk: New construction results in loss ratios that outperform the industry
  - 55% average loss ratio from 2019 - 2020 vs. 64% homeowners' industry average
- Proprietary MSI product suite (inclusive of QBE book through Program Administrator Agreement) yields vertical integration and revenue capture benefits to The Baldwin Group

**$129MM**
Revenue
(FY2023)

**100+%**
YTD Premium Retention (FY2023)

**100k+**
New policies Sold Per year

**8**
Avg. New policies sold per Advisor per Day

**55%**
Capture rate within Embedded partners

## Replicating Embedded Strategy In Mortgage Channel

- Leveraging the Westwood playbook and proprietary industry relationships to build embedded solutions in the mortgage channel
- Infrastructure buildout in 2022 and 2023 supports growth in embedded capabilities (advisor hires. Sales and Innovation Center, etc.)
- Experienced strong early success:
  - Successful launch of The Baldwin Group's proprietary Salesforce platform (Stratus)
  - Meaningful progress integrating directly with carriers via APIs
  - Significant ramp in new business in a short amount of time
  - Early, growing pipeline of potential key mortgage partners

### Select Carriers with API Quotes

Safeco Insurance™ A Liberty Mutual Company

TRAVELERS

Nationwide®

PROGRESSIVE®

[1] Adjusted EBITDA Margin is a non-GAAP financial measure. Please refer to the Appendix of this presentation for important information about non-GAAP financial measures and the reconciliation of the non-GAAP financial measures included in this presentation to the most directly comparable financial measures prepared in accordance with GAAP

# Proven Partnership Platform Focused on Returns and High-Quality, Fast-Growing Assets

## Discerning and Effective Partnership Strategy…

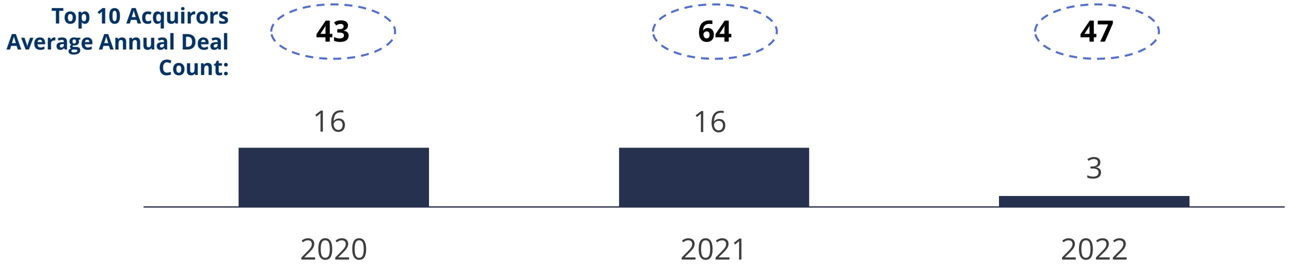
**Strict M&A Discipline…**

- Strategic fit
- Cultural alignment
- Outsized organic growth
- High expected returns

**…Results In:**

- Quality over quantity
- Larger average deal size than top 10 acquirors
  - $15.4M average revenue per Partnership since IPO vs. > $4.5M for top 10 acquirors
- Integrated and scalable platform

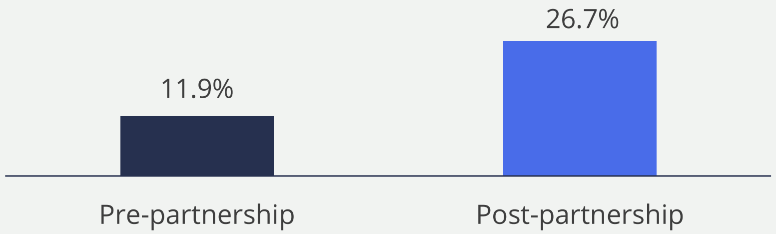
**The Baldwin Group Partnership Count vs. Peers**




**Partnerships with 8 of the Top 100 Insurance Brokers:**

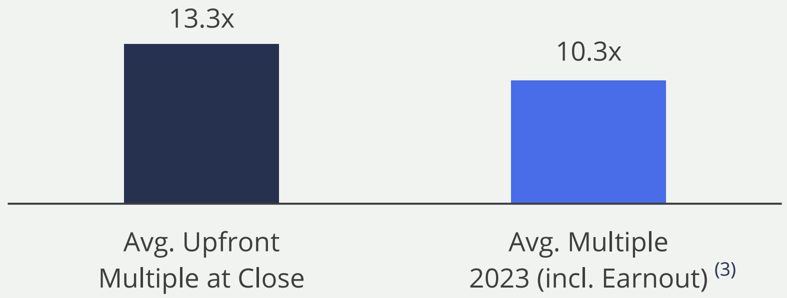
## … Making Great Businesses Better …

**Organic Growth: Pre- vs. Post-Partnership [(1)]**




## … Resulting in Strong Returns

**2020 Cohort Purchase Price Multiple "Pay Down" [(2)]**



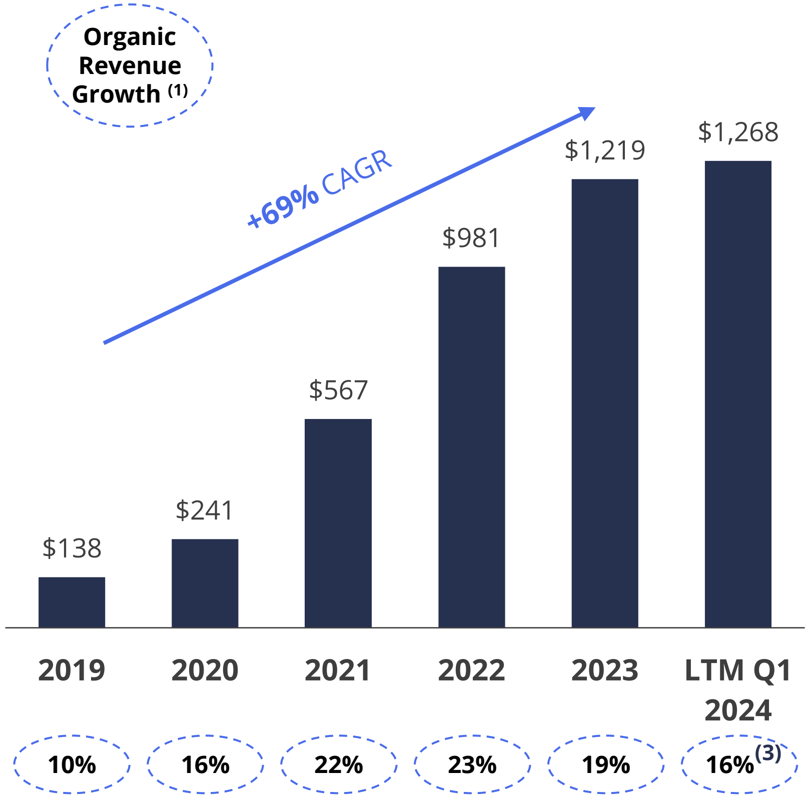

***Broad Capabilities, Specialization and Track Record of Extreme Discipline in Evaluating Partnership Opportunities Drive Our Alchemy***

Source: Dowling Hales; Business Insurance, Public Filings

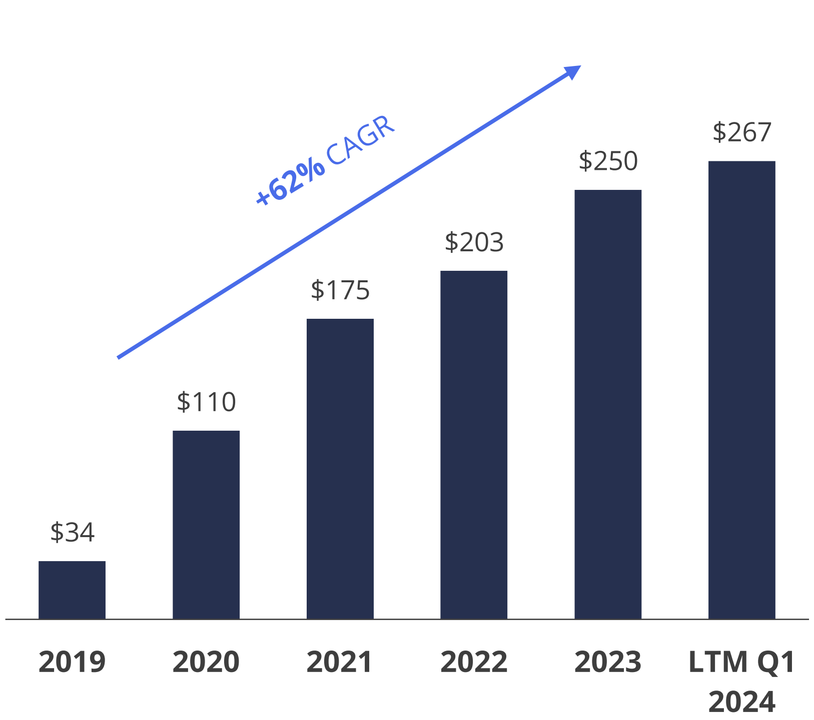
[1] Includes firms that joined The Baldwin Group after June 2020 and have been with the firm for at least 12 months; [2] Illustrates purchase price metrics of the Partnerships completed during FY 2020. The decline in purchase price multiples between Closing (as measured by Upfront Purchase Price / QoE Adj. EBITDA) and completion of earnouts in FY 2023 (as measured by Total Purchase Price / FY 2023 Adj. EBITDA) can be viewed as a proxy for the value created by our 2020 Partnerships; [3] Total Purchase Price represents the sum of all transaction consideration paid at closing and includes all subsequent liveout and earnout payments;

# Track Record of Strong Financial Performance

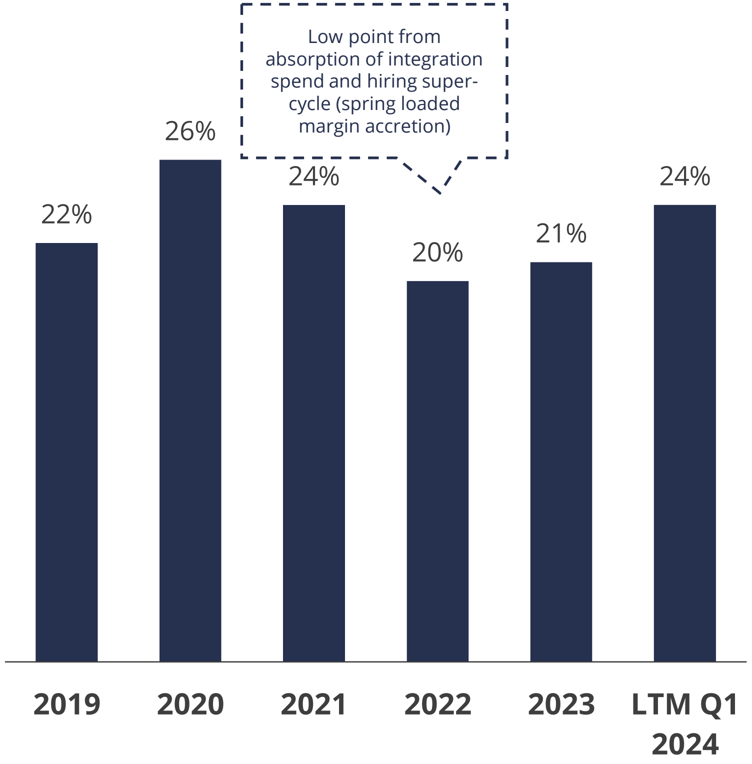
## Total Revenue ($M)




## PF Adj. EBITDA ($M) (1)




## PF Adj. EBITDA Margin (1)(2)




***Consistent Growth in Key Metrics Driving Value Creation***

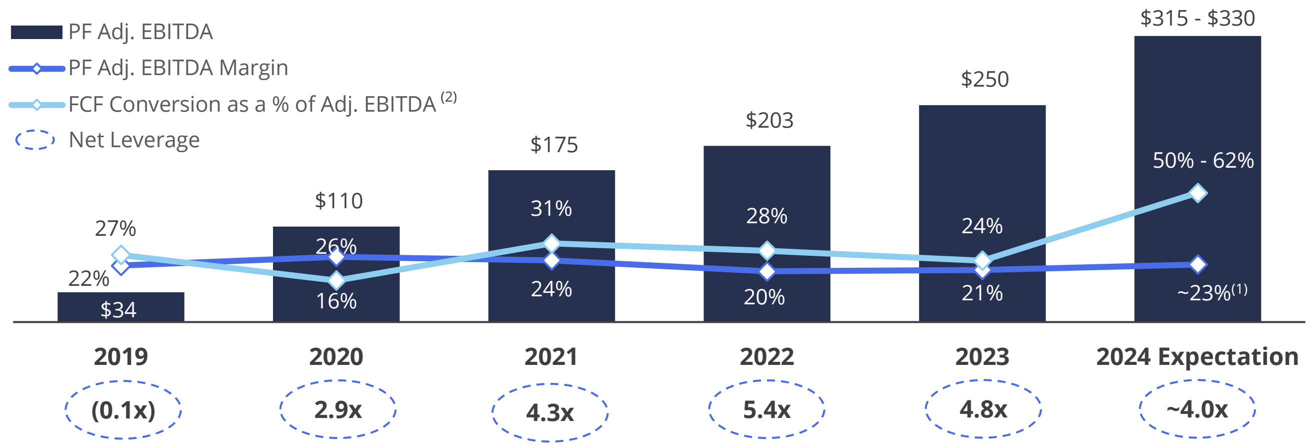
Note: [1] Organic Revenue Growth, Pro Forma Adjusted EBITDA and Pro Forma Adjusted EBITDA Margin are non-GAAP financial measures. Please refer to the Appendix of this presentation for important information about non-GAAP financial measures and the reconciliation of the non-GAAP financial measures included in this presentation to the most directly comparable financial measures prepared in accordance with GAAP; [2] Reflects margin of Pro Forma Adj. EBITDA on Pro Forma Revenue; [3] Organic Revenue Growth for LTM Q1 2024 represents just Q1 2024 Organic Revenue Growth

# Approaching a Meaningful Inflection Point in Financial Profile

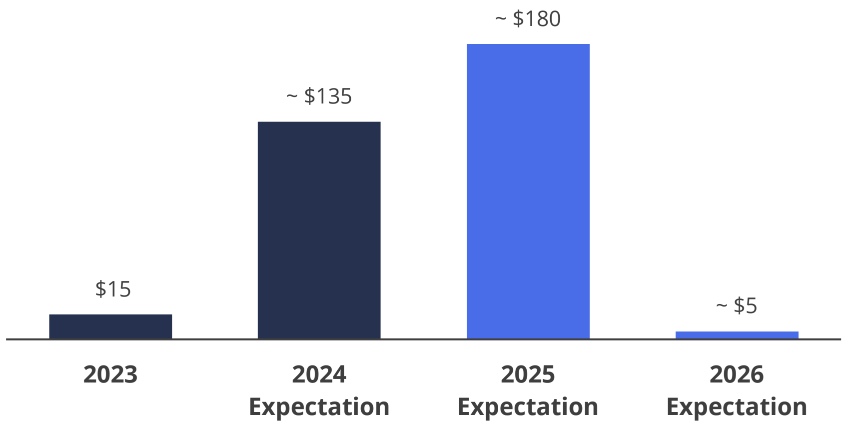
## Drivers of Free Cash Flow Inflection

- Adj. EBITDA and Adj. EBITDA Margin expected to continue to scale
- Debt recapitalization completed in May 2024 (7-year maturity) → based on current forward curve, interest expense expected to continue declining
- Current earnout obligations expected to be nearly entirely satisfied in Q1 2025

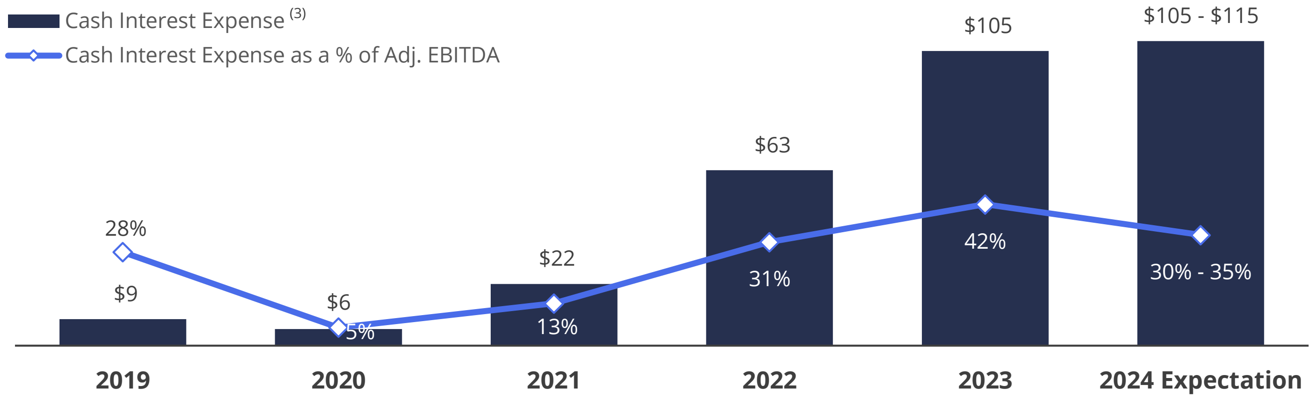
## Scaling Margin and Free Cash Flow Profile ($M)




## Material Earnout Overhang Ending Q1 2025 ($M)



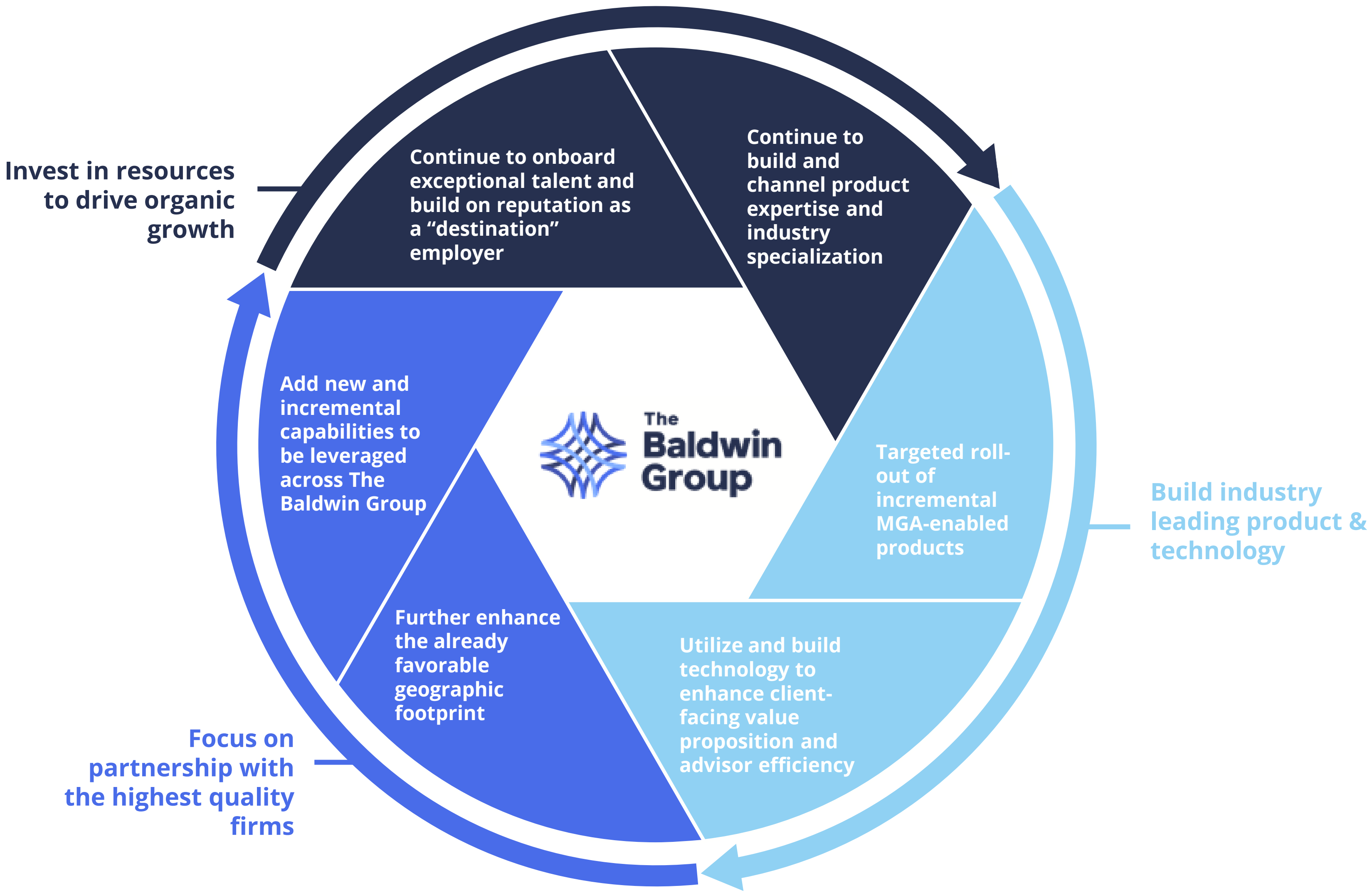

## Right Sized Capital Stack Increases Financial Flexibility ($M)




Source: Public Filings

[1] Represents midpoint of margin accretion range implied by 2024 estimated gross revenue of $1.35-1.40 billion and Adjusted EBITDA of $315-330 million; [2] Free Cash Flow (FCF) Conversion defined as Free Cash Flow from Operations / Adj. EBITDA; [3] 2024 pro forma for debt recapitalization closed 5/24/2024; SOFR for 2024 based on forward curve as of 4/19/2024

# Path Forward to Accelerating Growth and Value Creation



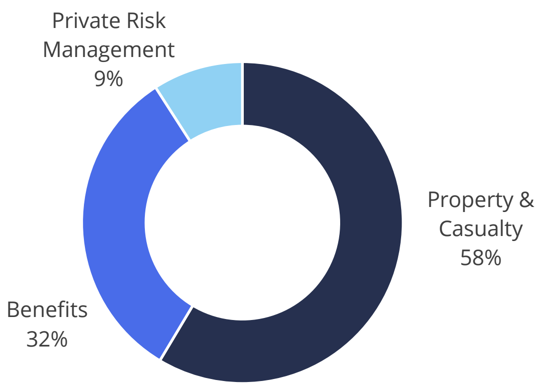
# Appendix

# IAS at a Glance

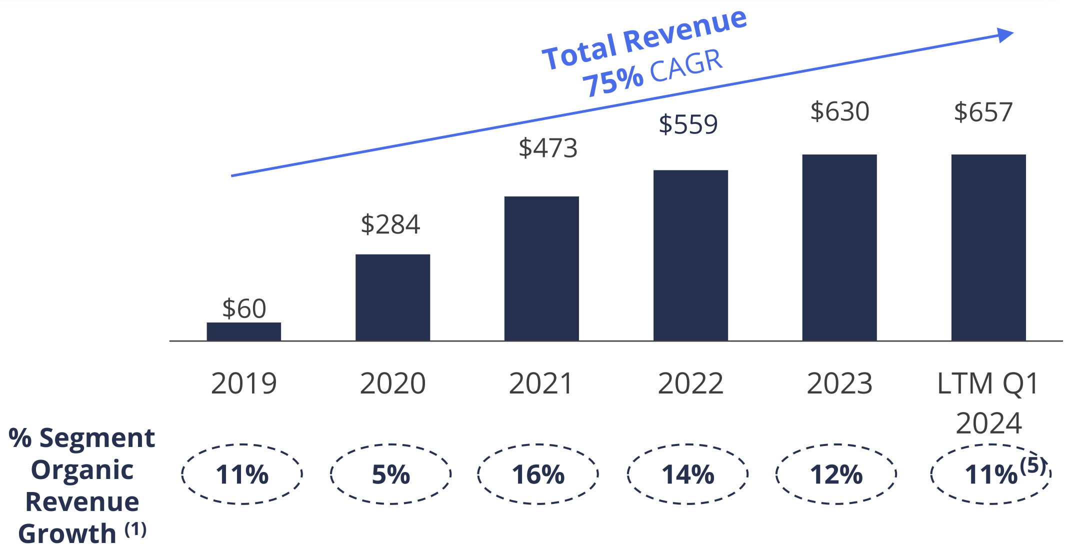
## Key statistics (FY 2023)

| 12% | ~1.5x | 425+ | ~2,000+ |
|---|---|---|---|
| Segment organic Revenue Growth (1) | Organic Revenue Growth Rate vs. Peers (1,2) | Risk Advisors | Colleagues (4) |

**FY 2023 Pro Forma IAS Revenue (3): $630M**




**Pro Forma IAS Revenue ($M) (3)**




**Commercial risk management, employee benefit solutions and private risk management focused on mid-to-large businesses and high net worth individuals and families**

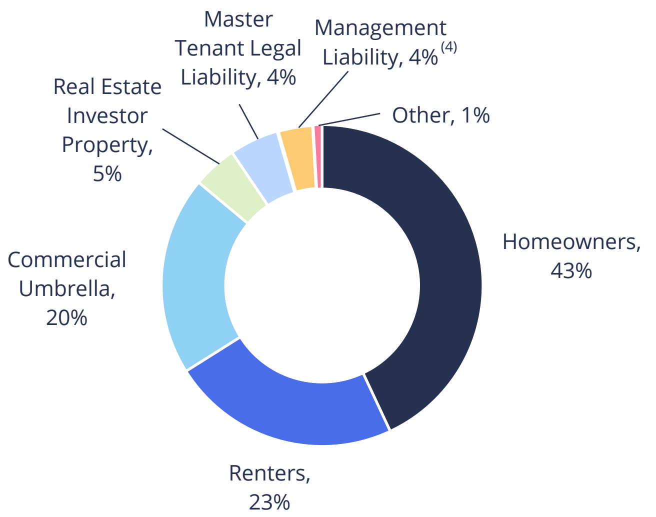
[1] Segment Organic Revenue Growth is a non-GAAP financial measure. Please refer to the Appendix of this presentation for important information about non-GAAP financial measures and the reconciliation of the non-GAAP financial measures included in this presentation to the most directly comparable financial measures prepared in accordance with GAAP; [2] Organic Revenue Growth as of the twelve months ended December 31, 2023; peers include AJG's brokerage segment only, MMC's Marsh business only, AON, BRO and WTW; [3] Reflects GAAP revenue, plus revenue from partnerships in the unowned portion of the respective period. Intercompany commissions are eliminated in consolidation. Segment Pro Forma Revenue is a non-GAAP financial measure. Please refer to the Appendix of this presentation for important information about non-GAAP financial measures and the reconciliations of the non-GAAP financial measures included in this presentation to the most directly comparable financial measures prepared in accordance with GAAP; [4] As of 3/31/24; [5] Represents Q1 2024 Segment Organic Revenue Growth

# UCTS at a Glance

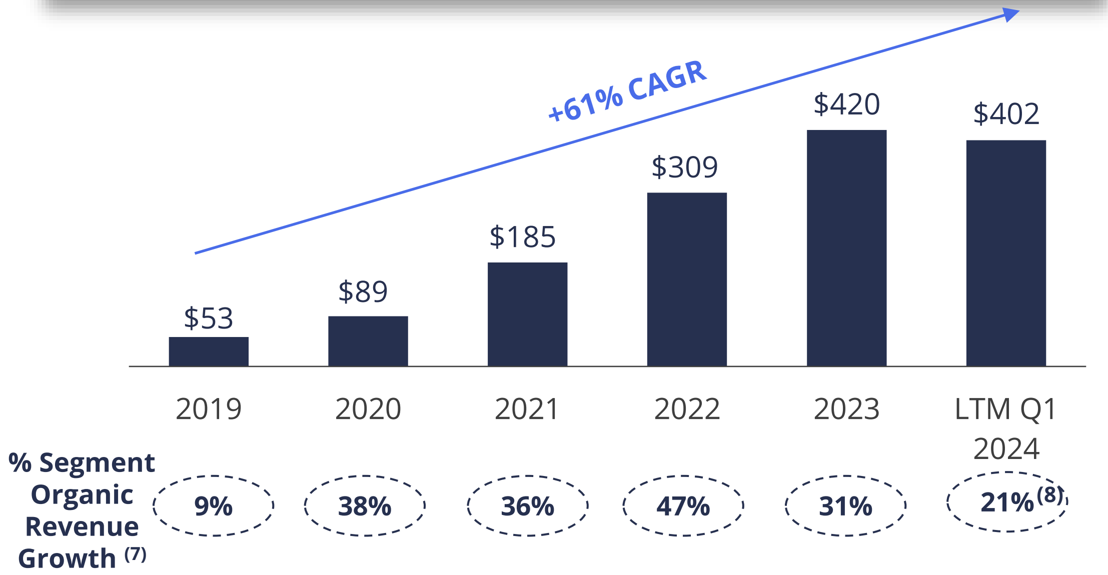
## Key statistics (LTM Q1 2024)

| ~$915M | Top 5 | 10+ | < 50% |
|---|---|---|---|
| Current Net Written Premium [1] | Largest Non-Carrier Owned MGA in the US [2] | # Insurance Product Lines | Aggregate Loss Ratio [3] |

**Current Net Written Premium [1,5]**




**Pro Forma UCTS Revenue ($M) [6]**




**Tech-enabled MGA platform powering development, distribution and administration of a diverse and growing suite of proprietary insurance products**

**+ Newly launched reinsurance brokerage business, Juniper Re (as of Q3'23)**

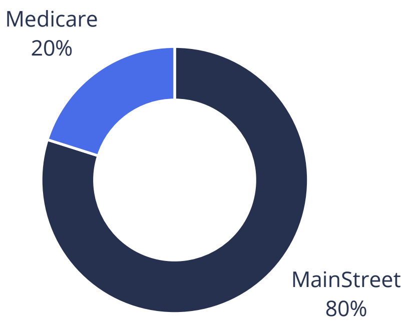
Source: Internal data. Note: Intercompany commissions ($24.7m) are excluded from the calculation of organic revenue growth and LTM PF Revenue; [1] Current Net Written Premium represents gross written premium net of cancellations for the last twelve months ended March 31, 2024; [2] Per Conning Managing General Agents 2022 Study; [3] Represents management estimates of the aggregate incurred losses across all MSI and MSI affiliate programs; [4] Includes Directors & Officers, Employment Practices, Fiduciary; [5] "Other" net written premium includes residential flood, commercial flood, commercial property and social media liability; [6] Reflects GAAP revenue, plus revenue from partnerships in the unowned portion of the respective period. Intercompany commissions are eliminated in consolidation. Pro Forma Revenue is a non-GAAP financial measure. Please refer to the Appendix of this presentation for important information about non-GAAP financial measures and the reconciliation of the non-GAAP financial measures included in this presentation to the most directly comparable financial measures prepared in accordance with GAAP; [7] Segment Organic Revenue Growth is a non-GAAP financial measure. Please refer to the Appendix of this presentation for important information about non-GAAP financial measures and the reconciliation of the non-GAAP financial measures included in this presentation to the most directly comparable financial measures prepared in accordance with GAAP; [8] Represents Q1 2024 Segment Organic Revenue Growth

# MIS at a Glance

## Key statistics (FY 2023)

| 23% | ~40 | 250+ | 4,500+ |
|---|---|---|---|
| Segment Organic Revenue Growth (1) | Embedded Distribution Partners | Mainstreet Risk Advisors | Medicare Agents (2) |

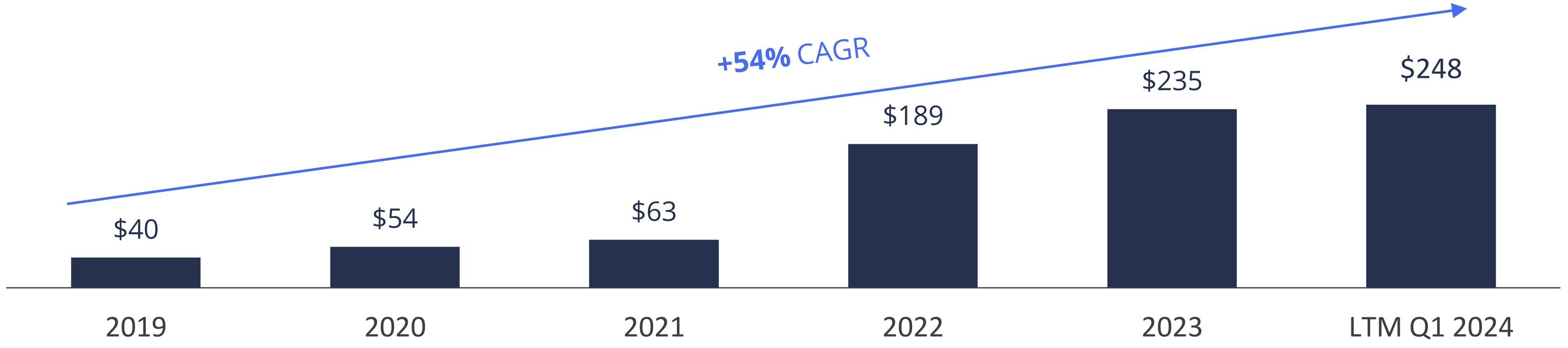
**FY2023 Pro Forma Revenue (3): ~$235M**




**Mainstreet**
Providing best-in-class insurance solutions to individuals and businesses

**Medicare**
Network of agents providing consultation and solutions to Medicare eligible individuals

**Pro Forma MIS Revenue ($M)**




| % Segment Organic Revenue Growth (1) | 2019 | 2020 | 2021 | 2022 | 2023 | LTM Q1 2024 |
|---|---|---|---|---|---|---|
| | 9% | 5% | 10% | 21% | 23% | 24%(4) |

[1] Segment Organic Revenue Growth is a non-GAAP financial measure. Please refer to the Appendix of this presentation for important information about non-GAAP financial measures and the reconciliation of the non-GAAP financial measures included in this presentation to the most directly comparable financial measures prepared in accordance with GAAP; [2] As of 3/31/2024; [3] Reflects GAAP revenue, plus revenue from partnerships in the unowned portion of the respective period. Intercompany commissions are eliminated in consolidation. Pro Forma Revenue is a non-GAAP financial measure. Please refer to the Appendix of this presentation for important information about non-GAAP financial measures and the reconciliation of the non-GAAP financial measures included in this presentation to the most directly comparable financial measures prepared in accordance with GAAP [4] Represents Q1 2024 Segment Organic Revenue Growth

# Unique Culture Enables Durability of Results

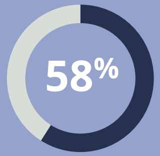
**Our colleagues are crucial in helping us achieve our business goals — we invest in our current and future colleagues to ensure we can attract and retain the talent we need:**

- Equity in The Baldwin Group stock granted to all new hires
- A living wage — all jobs pay at least $15.00/hour or more
- Comprehensive benefits, including health and retirement plans, parental leave, and wellness programs, offered to all colleagues working over 25 hours per week
- More than 650 training courses available to all colleagues through The Baldwin Group Learning Management System
- Regular colleague performance feedback and formal, anonymous annual engagement survey

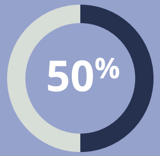
**Our risk management framework, and relevant policies and procedures support our sustainability and long-term success:**

- Cultural and corporate constitution, “The Azimuth”, is a living document that asserts our core values, business basics, and stakeholder promises
- Whistleblower policy, including protections offered to any colleague who reports a concern
- Anti-Corruption and Foreign Corrupt Practices Act (FCPA) Policy, defining our anti-corruption commitments
- Information security program, including annual employee security awareness training, and enterprise-wide data privacy policy to manage relevant risks for our clients

**The diversity of our team enhances our culture and drives our business success — we strive to foster a culture of inclusivity:**




of The Baldwin Group’s Colleague population is comprised of women




of The Baldwin Group’s leadership positions are held by women

We provide access to a range of diversity training on topics including conscious inclusion and dismantling workplace discrimination

**We are proud to be recognized for providing a place where our Colleagues learn, grow, and thrive.**

# Summary Financials and Revenue Reconciliations, cont'd

## Pro Forma Revenue Reconciliation ($M)

| | 2019 | 2020 | 2021 | 2022 | 2023 | LTM 3/31/24 | LTM 6/30/19 |
|---|---|---|---|---|---|---|---|
| Total Revenue | $137.8 | $240.9 | $567.3 | $980.7 | $1,218.6 | $1,268.5 | $102.3 |
| Revenue for Partnerships in the unowned period | 14.8 | 185.3 | 152.0 | 33.8 | - | (32.1) | 39.0 |
| **Total Pro Forma Revenue** | **$152.6** | **$426.2** | **$719.3** | **$1,014.5** | **$1,218.6** | **$1,236.4** | **$141.3** |

## MGA of the Future Pro Forma Revenue Reconciliation ($M)

| | 2019 | 2020 | 2021 | 2022 | 2023 |
|---|---|---|---|---|---|
| Total Revenue | $31.2 | $58.0 | $107.2 | $267.2 | $379.4 |
| Revenue for Partnerships in the unowned period | 7.8 | 39.5 | 37.8 | - | - |
| **Total Pro Forma Revenue** | **$39.0** | **$97.6** | **$145.0** | **$267.2** | **$379.4** |

## UCTS Pro Forma Revenue Reconciliation ($M)

| | 2019 | 2020 | 2021 | 2022 | 2023 | LTM 3/31/24 |
|---|---|---|---|---|---|---|
| Total Revenue | $44.9 | $88.9 | $144.5 | $307.7 | $420.1 | $434.0 |
| Revenue for Partnerships in the unowned period | 7.8 | 0.5 | 40.6 | 1.4 | - | (32.1) |
| **Total Pro Forma Revenue** | **$52.7** | **$89.4** | **$185.1** | **$309.1** | **$420.1** | **$401.9** |

## IAS Pro Forma Revenue Reconciliation ($M)

| | 2019 | 2020 | 2021 | 2022 | 2023 | LTM 3/31/24 |
|---|---|---|---|---|---|---|
| Total Revenue | $56.4 | $103.4 | $363.8 | $558.8 | $630.5 | $657.1 |
| Revenue for Partnerships in the unowned period | 3.9 | 180.2 | 109.6 | - | - | - |
| **Total Pro Forma Revenue** | **$60.3** | **$283.6** | **$473.4** | **$558.8** | **$630.5** | **$657.1** |

## MIS Pro Forma Revenue Reconciliation ($M)

| | 2019 | 2020 | 2021 | 2022 | 2023 | LTM 3/31/24 |
|---|---|---|---|---|---|---|
| Total Revenue | $36.5 | $49.7 | $61.7 | $157.0 | $234.7 | $248.3 |
| Revenue for Partnerships in the unowned period | 3.0 | 4.6 | 1.8 | 32.4 | - | - |
| **Total Pro Forma Revenue** | **$39.6** | **$54.3** | **$63.5** | **$189.4** | **$234.7** | **$248.3** |

# Summary Financials and Revenue Reconciliations, cont'd

## Organic Revenue Growth Reconciliation ($M)

| | 2019 | 2020 | 2021 | 2022 | 2023 | Q1 2024 |
|---|---|---|---|---|---|---|
| Commissions and fees | $137.8 | $240.9 | $567.3 | $980.7 | $1,211.8 | $378.1 |
| Partnerships commissions and fees | (50.2) | (81.3) | (272.3) | (280.7) | (44.7) | - |
| Organic revenue | 87.7 | 159.7 | 295.0 | 700.1 | 1,167.1 | 378.1 |
| Prior year organic rev (% growth base) | 79.9 | 137.9 | 241.0 | 567.5 | 979.9 | 327.0 |
| Organic revenue growth | 7.8 | 21.8 | 54.0 | 132.6 | 187.2 | 51.1 |
| **Organic Revenue Growth %** | **10%** | **16%** | **22%** | **23%** | **19%** | **16%** |

## IAS Segment Organic Revenue Growth Reconciliation ($M)

| | 2019 | 2020 | 2021 | 2022 | 2023 | Q1 2024 |
|---|---|---|---|---|---|---|
| Commissions and fees | $56.4 | $103.4 | $363.8 | $558.8 | $626.8 | $221.1 |
| Partnerships commissions and fees | (15.5) | (43.5) | (241.7) | (142.7) | (1.6) | - |
| Intercompany commissions | - | (0.5) | (1.5) | (1.7) | - | - |
| Organic revenue | 40.9 | 59.4 | 120.6 | 414.3 | 625.3 | 221.1 |
| Prior year organic rev (% growth base) | 36.7 | 56.4 | 103.6 | 362.4 | 557.0 | 198.6 |
| Organic revenue growth | 4.2 | 2.9 | 17.0 | 51.9 | 68.2 | 22.5 |
| **Organic Revenue Growth %** | **11%** | **5%** | **16%** | **14%** | **12%** | **11%** |

## UCTS Segment Organic Revenue Growth Reconciliation ($M)

| | 2019 | 2020 | 2021 | 2022 | 2023 | Q1 2024 |
|---|---|---|---|---|---|---|
| Commissions and fees | $44.9 | $88.9 | $144.5 | $307.7 | $418.0 | $103.0 |
| Partnerships commissions and fees | (31.1) | (26.8) | (23.4) | (56.4) | (0.9) | - |
| Pass-through of retail commissions | - | - | - | (35.5) | (55.3) | (14.1) |
| Intercompany commissions | - | - | (0.2) | (3.7) | (10.6) | (2.9) |
| Organic revenue | 13.8 | 62.1 | 120.9 | 212.1 | 351.1 | 85.9 |
| Prior year organic rev (% growth base) | 12.7 | 44.9 | 88.7 | 144.2 | 267.7 | 71.3 |
| Organic revenue growth | 1.1 | 17.2 | 32.1 | 67.9 | 83.4 | 14.7 |
| **Organic Revenue Growth %** | **9%** | **38%** | **36%** | **47%** | **31%** | **21%** |

## MIS Segment Organic Revenue Growth Reconciliation ($M)

| | 2019 | 2020 | 2021 | 2022 | 2023 | Q1 2024 |
|---|---|---|---|---|---|---|
| Commissions and fees | $36.5 | $49.7 | $61.7 | $157.0 | $234.7 | $71.7 |
| Partnerships commissions and fees | (3.8) | (11.0) | (6.9) | (81.5) | (42.2) | - |
| Intercompany commissions | - | (0.5) | (1.1) | (1.9) | (1.8) | (0.7) |
| Organic revenue | 32.8 | 38.2 | 53.7 | 73.6 | 190.7 | 71.0 |
| Prior year organic rev (% growth base) | 30.2 | 36.5 | 48.8 | 60.8 | 155.1 | 57.2 |
| Organic revenue growth | 2.6 | 1.7 | 4.9 | 12.8 | 35.6 | 13.8 |
| **Organic Revenue Growth %** | **9%** | **5%** | **10%** | **21%** | **23%** | **24%** |

# Net Leverage Reconciliation

## Credit Agreement Adjusted EBITDA bridge & leverage calculations ($M)

| *Amounts in 000's* | 2019 | 2020 | 2021 | 2022 | 2023 | LTM 3/31/2024 |
|---|---|---|---|---|---|---|
| Pro forma commissions and fees revenue | 152.6 | 426.2 | 719.3 | 1,014.5 | 1,218.6 | 1,235.9 |
| **Pro forma net income (loss)** | **(22.9)** | **(4.7)** | **(29.0)** | **(78.8)** | **(164.0)** | **(138.3)** |
| Adjustments to pro forma net income (loss): | | | | | | |
| Amortization expense | 11.9 | 44.0 | 68.8 | 88.5 | 92.7 | 92.1 |
| Depreciation expense | 0.6 | 2.5 | 2.8 | 4.6 | 5.7 | 5.8 |
| Chage in fair value of interest rate caps | - | - | 0.1 | (26.2) | 1.7 | 0.3 |
| Interest expense, net | 14.8 | 22.3 | 39.9 | 72.8 | 119.5 | 123.1 |
| Change in fair value of contingent consideration | 10.8 | 20.5 | 45.2 | 32.3 | 61.1 | 49.0 |
| Share-based compensation | 4.5 | 7.7 | 19.2 | 47.4 | 56.2 | 57.1 |
| 1 Transaction-related Partnership expenses | 2.2 | 13.9 | 19.2 | 34.6 | 28.7 | 19.2 |
| Severance related to Partnership activity | 0.3 | 0.1 | 0.9 | 1.3 | 18.5 | 19.8 |
| Income tax provision | 0.0 | (0.0) | 0.0 | 0.7 | 1.3 | 2.7 |
| 2 Other | 11.8 | 3.6 | 8.0 | 25.8 | 28.8 | 36.1 |
| **Pro forma Adjusted EBITDA** | **34.0** | **109.9** | **175.0** | **202.9** | **250.2** | **267.0** |
| Payroll, commissions, and recruiting | - | 1.6 | - | - | - | - |
| Miscellaneous non-recurring | - | - | 0.5 | - | - | - |
| Non-recurring legal | - | 0.1 | 0.2 | - | - | - |
| 3 Unvalidated producers | 1.0 | - | 5.3 | 16.3 | 20.5 | 18.2 |
| Full year effect of Partnerships closed by end of period | - | 0.8 | - | 9.3 | - | - |
| **Credit Agreement Adjusted EBITDA** | **35.0** | **112.4** | **181.1** | **228.5** | **270.7** | **285.2** |

**Leverage Calculations**

| | 2019 | 2020 | 2021 | 2022 | 2023 | LTM 3/31/2024 |
|---|---|---|---|---|---|---|
| Total Debt | 40.4 | 399.0 | 881.6 | 1,343.1 | 1,339.7 | 1,330.2 |
| Total Cash | 43.8 | 76.3 | 107.4 | 99.2 | 42.4 | 50.1 |
| Net Debt | (3.4) | 322.7 | 774.3 | 1,243.9 | 1,297.4 | 1,280.1 |
| **Net Debt / Credit Agreement Adjusted EBITDA** | **-0.1x** | **2.9x** | **4.3x** | **5.4x** | **4.8x** | **4.5x** |

**Reconciliation to GAAP**

| *Amounts in 000's* | 2019 | 2020 | 2021 | 2022 | 2023 | LTM 3/31/2024 |
|---|---|---|---|---|---|---|
| Revenue | 137.8 | 240.9 | 567.3 | 980.7 | 1,218.6 | 1,268.5 |
| Revenue for Partnerships in the unowned period | 14.8 | 185.3 | 152.0 | 33.8 | - | (32.6) |
| **Pro forma commissions and fees revenue** | **152.6** | **426.2** | **719.3** | **1,014.5** | **1,218.6** | **1,235.9** |
| Net income (loss) | (22.5) | (29.9) | (58.1) | (76.7) | (164.0) | (99.1) |
| Net income for Partnerships in the unowned period | (0.5) | 25.2 | 29.1 | (2.1) | - | (39.2) |
| **Pro forma net income (loss)** | **(22.9)** | **(4.7)** | **(29.0)** | **(78.8)** | **(164.0)** | **(138.3)** |

## Investments

1. **Partnership costs**–Primarily third-party Partnership-specific expenses including legal and due diligence costs
2. **Other**–Capital related expenses, income tax provision, miscellaneous non-recurring expenses, non-recurring legal expenses, and other expenses
3. **Unvalidated producers**–Represents the salary and benefits earned by employees classified as a part of the Company's program for new producers

[1] Cash and cash equivalents excluding certain fiduciary cash and cash equivalents included in unrestricted balance under GAAP financial reporting

The Baldwin Group