



Jacobs Holding to Acquire Cognita from Bregal Investments and KKR

September 3, 2018

LONDON & ZURICH--(BUSINESS WIRE)--Sep. 3, 2018-- Global investment firms Bregal Investments and KKR today announced the signing of a binding agreement for the sale of Cognita, the leading global schools group, to Jacobs Holding of Switzerland.

Cognita operates over 70 schools across 8 countries, educating more than 40,000 children. The organisation was established in 2004 by Bregal with the acquisition of a single school in the UK and expanded successfully into Europe, Asia and Latin America. Cognita continued to grow rapidly and in 2013 KKR invested to become a 50% shareholder in the company, giving even greater support to Cognita's growth across the globe and helping to build a world-class organisation. Since then, through significant additional investment, the company's growth has accelerated in both Asia and Latin America, educating more than 20,000 children in these markets. From inception, Cognita has strived to improve the quality of education and provide genuinely inspiring environments for children to develop.

Patrick De Maeseineire, Chief Executive of Jacobs Holding, said: "We are very excited to join forces with Cognita and its management team. It has always been the aim of Jacobs Holding and the Jacobs Family to create global leaders in attractive markets, and therefore we are keen to support Cognita in its further international expansion. With this acquisition we are able to invest in education and the development of young people. These themes always played an important role for Klaus Jacobs, our founder, and are at the heart of the Jacobs Foundation, which is the sole economic beneficiary of our investments. In this sense and from the perspective of a long-term orientated investor, Cognita presents a very interesting opportunity to create value not only for Jacobs Holding but also for society."

Chris Jansen, Chief Executive of Cognita, said: "We are extremely pleased to be entering a new and exciting phase with Jacobs Holding. We both share an ambition to help shape the future, by educating young minds to think globally, act responsibly and achieve their full potential. None of this would have been possible without Bregal and KKR. Together they have been great custodians of Cognita and have built a global and well-regarded company. We will forever be thankful for their foresight, belief and encouragement."

Commenting on the sale to Jacobs Holding, **Edmund Lazarus**, formerly Managing Partner at Bregal Capital and now Managing Partner of EMK Capital, who represents Bregal Investments in relation to Cognita, said: "We founded Cognita in 2004 with the late Sir Chris Woodhead, with a single small UK school. He believed that putting educational quality first would give Cognita wings. We are very proud of the extraordinary global success story that Cognita has become and we are delighted that Cognita is led by people who are committed to our vision of educational excellence. With Jacobs, a long-term investor committed to education, the future for Cognita will be even more exceptional."

Christian Ollig, Managing Director at KKR, said: "Cognita's success has been built on the quality of education that it offers, both in terms of academic results and personal development of the children. We are proud to have been a partner for Cognita in bringing this model of education and care to parents and children throughout the world, and feel confident that Jacobs are the right partner for Cognita going forward."

The transaction is expected to complete in the fourth quarter of 2018, subject to customary regulatory approvals. No financial details of the transaction have been disclosed.

Financial advisers on the transaction were Goldman Sachs International and Barclays for Bregal Investments and KKR, and Bank of America Merrill Lynch for Jacobs Holding.

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About Cognita

Launched in 2004, Cognita is an extraordinary family of diverse yet connected schools spanning eight different countries. We share one common purpose: to create an inspiring world of education that builds self-belief and empowers individuals to succeed. With some 70 schools in Europe, Latin America and Asia, we employ 7,000 teaching and support staff in the care and education of more than 40,000 students. Together, our schools provide a uniquely global education that goes beyond grades to develop all-round academic excellence – equipping young people with the confidence and resourcefulness that prepares them to grow, thrive and find their success in a fast-changing world. For further information about Cognita please visit: www.cognita.com

About Bregal Investments

Bregal Investments is a global private equity firm which has approximately US \$10 billion in invested and committed capital. The firm invests through several dedicated funds including: Bregal Sagemount, a U.S. private equity fund for growth companies, Bregal Unternehmerkapital, which provides Equity Capital for mid-sized companies in German-speaking Europe, Bregal Freshstream, a UK and Benelux focused middle market private equity fund, Bregal Partners, a North American middle market private equity fund, Bregal Energy, an energy-focused private equity fund, Bregal Milestone, providing non-control capital and strategic assistance to leading growth companies in Europe and Bregal Private Equity Partners, a global investor in private equity funds and secondaries. For more info visit: www.bregal.com

About KKR

KKR is a leading global investment firm that manages multiple alternative asset classes, including private equity, energy, infrastructure, real estate and credit, with strategic manager partnerships that manage hedge funds. KKR aims to generate attractive investment returns for its fund investors by following a patient and disciplined investment approach, employing world-class people, and driving growth and value creation with KKR portfolio companies. KKR invests its own capital alongside the capital it manages for fund investors and provides financing solutions and investment opportunities through its capital markets business. References to KKR's investments may include the activities of its sponsored funds. For additional information about KKR & Co. Inc. (NYSE:KKR), please visit KKR's website at www.kkr.com and on Twitter @KKR_Co.

About EMK Capital

EMK Capital LLP is an independent private equity firm, established to continue the investment track record of Edmund Lazarus (previously Founder and Managing Partner of Bregal Capital) and Mark Joseph (previously Founder and Partner at Oakley Capital Private Equity) and to continue to manage portfolio companies of Bregal Capital. EMK is focused on investing in businesses with unrecognised and/or hard to realise value and where EMK can support management teams in executing transformative change. The firm closed its first fund in May 2017 at its hard cap of £575 million. For further information about EMK please visit: www.emkcapital.com

About Jacobs Holding AG

Jacobs Holding AG is a global professional investment firm based in Zurich and founded in 1994 by entrepreneur Klaus J. Jacobs. Jacobs Holding AG takes an entrepreneurial approach to investing in growth, generating value by creating long-term, sustainable market leaders. Jacobs Holding AG's sole economic beneficiary is the Jacobs Foundation, one of the world's leading charitable foundations. Established in Zurich in 1989 by Klaus J. Jacobs and his family, the Foundation's goal is to sustainably support future generations by improving their developmental opportunities, thus enabling them to become socially responsible members of society. The Jacobs Foundation funds research projects and intervention programs and supports scientific institutions to bring about social changes in the area of child and youth development. Over CHF 500 million in cumulative grants has been paid out since the Foundation's establishment in 1989.

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