

INVESTOR DAY

VISION for VISIONARIES.

11.20.2019

Agenda

(All times are in EST)	
8:00 am - 8:05 am	Welcome & Introduction
	Tina Madon, Head of Investor Relations & Corporate Communications, Focus Financial Partners
8:05 am - 8:10 am	Disclosure
0.40	Rusty McGranahan, General Counsel, Focus Financial Partners
8:10 am - 8:15 am	Opening Video
8:15 am - 9:00 am	Overview & Strategy Rudy Adolf, Founder, Chief Executive Officer & Chairman, Focus Financial Partners
	Case Study: Tony Abbiati, Co-Founder & Chief Executive Officer, SCS Financial
9:00 am - 9:30 am	Financials Jim Shanahan, Chief Financial Officer, Focus Financial Partners
9:30 am - 9:45 am	Break
9:45 am - 10:30 am	Enhancing the Portfolio Rajini Kodialam, Co-Founder & Chief Operating Officer, Focus Financial Partners
	Case Studies: Michael Blehar, Founding Partner & Managing Director, Fort Pitt Capital Group; Craig Rubrecht, Partner & Chief
	Executive Officer, Cornerstone Wealth
10:30 am - 11:15 am	
	Lenny Chang, Co-Founder & Managing Director, Focus Financial Partners
	Case Studies: Kelley Downing, President & Chief Executive Officer, Bartlett Wealth Management; Alex Potts, Chairman, Buckingham Strategic Partners
11:15 am - 11:45 am	Q&A with Focus Management Team
44.45 40.45	Rudy Adolf, Rajini Kodialam, Lenny Chang, Jim Shanahan
11:45 am - 12:15 pm	
12:15 pm - 12:45 pm	Partner Panel Discussion Moderator: Scott Holsopple, Managing Director, Focus Financial Partners
	Panelists: Melissa Bouchillon, Managing Partner, Sound View Wealth Advisors; Todd Gelfand, Chief Executive Officer, Gelfand, Rennert & Feldman; Ben James, Co-Founder & Partner, Escala Partners; Jeff Schweon, Chief Compliance Officer, Chief Legal Officer & Partner, Williams Jones Wealth Management
12:45 pm - 1:15 pm	Q&A with Partner Firms Rudy Adolf, Melissa Bouchillon, Todd Gelfand, Ben James, Jeff Schweon
1:15 pm – 1:30 pm	Closing Remarks Rudy Adolf





TINA MADON

Head of Investor Relations & Corporate Communications





RUSTY McGRANAHAN General Counsel

VISION for VISIONARIES.

Disclosure

Special Note Regarding Forward-Looking Statements

Some of the information in this presentation may contain forward-looking statements. Forward-looking statements give our current expectations, contain projections of results of operations or of financial condition, or forecasts of future events. Words such as "may," "assume," "forecast," "position," "predict," "strategy," "expect," "intend," "elieve," "project," "believe," "project," "budget," "potential," "continue," "will" and similar expressions are used to identify forward-looking statements. They can be affected by assumptions used or by known or unknown risks or uncertainties. Consequently, no forward-looking statements can be guaranteed. When considering these forward-looking statements, you should also understand that it is not possible to predict or identify all such factors and should not consider the following list to be a complete statement of all potential risks and uncertainties. Factors that could cause our actual results to differ materially from the results contemplated by such forward-looking statements include fluctuations in wealth management fees, our reliance on our partner firms and the principals who manage their businesses, our ability to make successful acquisitions, unknown liabilities of or poor performance by acquired businesses, harm to our reputation, our inability to retain clients following an acquisition, write down of goodwill and other intangible assets, our failure to maintain and properly safeguard an adequate technology infrastructure, cyber-attacks, our inability to recover from business continuity problems, inadequate insurance coverage, the termination of management agreements by management companies, our inability to generate sufficient cash to service all of our indebtedness, the failure of our partner firms to comply with applicable U.S. and non-U.S. regulatory requirements, legal proceedings and governmental inquiries and certain other factors as disclosed in our Securities and Exchange Commission filings. All forward-looking statements used to the factor of the dat

Non-GAAP Financial Measures

Adjusted EBITDA is a non-GAAP measure. Adjusted EBITDA is defined as net income (loss) excluding interest income, interest expense, income tax expense (benefit), amortization of debt financing costs, intangible amortization and impairments, if any, depreciation and other amortization, non-cash equity compensation expenses, and management contract buyout, if any. We believe that Adjusted EBITDA, viewed in addition to and not in lieu of, our reported GAAP results, provides additional useful information to investors regarding our performance and overall results of operations for various reasons, including the following: (i) non-cash equity grants made to employees or non-employees at a certain price and point in time do not necessarily reflect how our business is performing at any particular time; stock-based compensation expense is not a key measure of our operating performance, (ii) contingent consideration or earn outs can vary substantially from company to company and depending upon each company's growth metrics and accounting assumption methods; the non-cash changes in fair value of estimated contingent consideration is not considered a key measure in comparing our operating performance, and (iii) amortization expenses can vary substantially from company to company and from period to period depending upon each company's financing and accounting methods, the fair value and average expected life of acquired intangible assets and the method by which assets were acquired; the amortization of intangible assets obtained in acquisitions are not considered a key measure in comparing our operating performance, (ii) for planning purposes, including the preparation of budgets and forecasts, (iii) to allocate resources to enhance the financial performance of our business strategies. Adjusted EBITDA does not purposes, including the preparation of budgets and forecasts, (iii) to allocate resources to enhance the financial performance of our business strategies. Adjusted EBITDA has limitations as an analytical tool and shou

We analyze our performance using Adjusted Net Income and Adjusted Net Income Per Share. Adjusted Net Income Per Share are non-GAAP measures. We define Adjusted Net Income as net income (loss) excluding income tax expense (benefit), amortization of debt financing costs, intangible amortization and impairments, if any, non-cash equity compensation expense, non-cash changes in fair value of estimated contingent consideration, loss on extinguishment of borrowings, management contract buyout, if any, and other one-time transaction expenses. The calculation of Adjusted Net Income also includes adjustments to reflect: (i) a pro forma 27% income tax rate assuming all earnings of Focus Financial Partners, LLC ("Focus LLC") were recognized by Focus Financial Partners Inc. ("Focus Inc.") and no earnings were attributable to non-controlling interests and (ii) tax adjustments from intangible asset related income tax benefits from acquisitions based on a pro forma 27% tax rate.

We believe that Adjusted Net Income and Adjusted Net Income Per Share, viewed in addition to and not in lieu of, our reported GAAP results, provide additional useful information to investors regarding our performance and overall results of operations for various reasons, including the following: (i) non-cash equity grants made to employees or non-employees at a certain price and point in time do not necessarily reflect how our business is performing at any particular time; stock-based compensation expense is not a key measure of our operating performance, (ii) contingent consideration or earn outs can vary substantially from company to company and depending upon each company's growth metrics and accounting assumption methods; the non-cash changes in fair value of estimated contingent consideration is not considered a key measure in comparing our operating performance, and (iii) amortization expenses can vary substantially from company to company and from period to period depending upon each company's financing and accounting methods, the fair value and average expected life of acquired intangible assets and the method by which assets were acquired; the amortization of intangible assets obtained in acquisitions are not considered a key measure in comparing our operating performance.

Adjusted Net Income and Adjusted Net Income Per Share do not purport to be an alternative to net income (loss) or cash flows from operating activities. The terms Adjusted Net Income and Adjusted Net Income Per Share are not a measure of net income (loss), operating income or any other performance or liquidity measure derived in accordance with GAAP. Therefore, Adjusted Net Income Per Share have limitations as an analytical tool and should not be considered in isolation or as a substitute for analysis of our results as reported under GAAP. Some of these limitations are: (i) Adjusted Net Income and Adjusted Net Income Per Share do not reflect all cash expenditures, future requirements for capital expenditures or contractual commitments, (ii) Adjusted Net Income Per Share do not reflect changes in, or cash requirements for, working capital needs, and (iii) other companies in the financial services industry may calculate Adjusted Net Income Per Share do not reflect changes in, or cash requirements for the per Share do not reflect changes in, or cash requirements for working capital needs, and (iii) other companies in the financial services industry may calculate Adjusted Net Income Per Share do not reflect changes in, or cash requirements for the total needs, and (iii) other companies in the financial services industry may calculate Adjusted Net Income Per Share do not reflect changes in, or cash requirements for the total needs, and (iii) other companies in the financial services industry may calculate Adjusted Net Income Per Share as supplemental information.

To supplement our statements of cash flows presented on a GAAP basis, we use non-GAAP liquidity measures on a trailing 4-quarter basis to analyze cash flows generated from our operations. We consider Adjusted Free Cash Flow and Available for Capital Allocation to be liquidity measures that provide useful information to investors about the amount of cash generated by the business and are two factors in evaluating the amount of cash available to pay contingent consideration, make strategic acquisitions and repay outstanding borrowings. Adjusted Free Cash Flow available for Capital Allocation do not represent our residual cash flow available for discretionary expenditures as they do not deduct our mandatory debt service requirements and other non-discretionary expenditures. We define Adjusted Free Cash Flow as net cash provided by operating activities, less purchase of fixed assets, distributions for unitholders and payments under tax receivable agreements (if any). We define Cash Flow Available for Capital Allocation as Adjusted Free Cash Flow plus the portion of contingent consideration paid which is classified as operating cash flows under GAAP. Adjusted Free Cash Flow and Cash Flow are not defined under GAAP and should not be considered as alternatives to net cash from operating, investing or financing activities. In addition, Adjusted Free Cash Flow available for Capital Allocation can differ significantly from company to company.

Client Asset Terms Used

Regulatory assets under management or "RAUM" refers to the RAUM reported in the Form ADVs filed with the SEC by our partner firms. RAUM data does not include client assets managed or advised by non-SEC registered firms, including international firms. RAUM does not include all client assets that our partner firms do not charge fees on. Furthermore, some of our partner firms also charge flat fees, an hourly rate or a combination of fees, which are not based on the amount of the client assets, and charge a number of fees for services unrelated to client assets. RAUM data is only as of the dates stated in the respective Form ADVs and may be of a different date than a year-end date. There may have been material changes in our partner firms' RAUM since such dates. "Client assets" includes RAUM of our partner firms plus additional assets overseen by non-SEC registered firms, including international firms.



OVERVIEW & STRATEGY

Rudy Adolf
Founder, Chief Executive Officer & Chairman

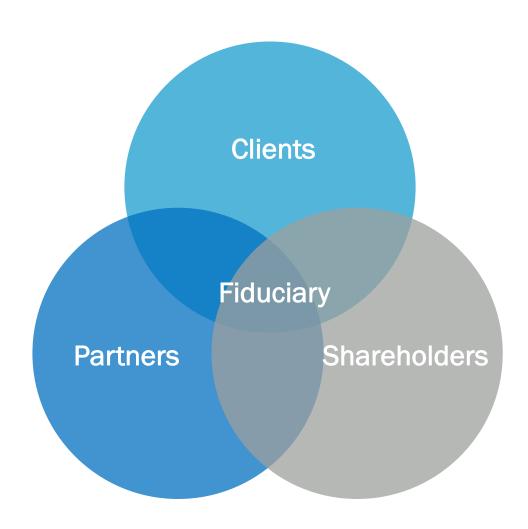
VISION for VISIONARIES.

One insight...

Never Turn a Successful Entrepreneur into an Employee.



...Created an aligned business model...





...Which is highly differentiated



Value-Added Services



Independence





Permanent Capital



We have a bold vision

2006

2013

Today

2025

\$0.3

billion revenues

\$56

million Adjusted FBITDA¹

27

partner firms

\$1.1

billion revenues²

\$241

million Adjusted EBITDA^{1,2}

63

partner firms³

Vision:

~\$3.5

billion revenues

~\$840

million Adjusted EBITDA⁴

~100

partner firms



⁴ Non-GAAP Financial Measure. We are not providing a quantitative reconciliation of the forward-looking estimate of Adjusted EBITDA to its most directly comparable GAAP financial measure because such GAAP measure is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties, such as items noted under the heading "Disclosure – Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.



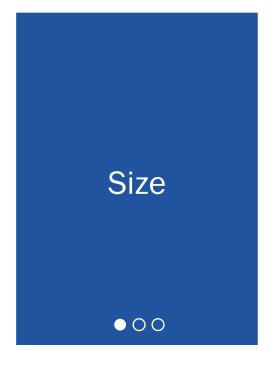
¹ Non-GAAP Financial Measure. See Appendix for reconciliations.

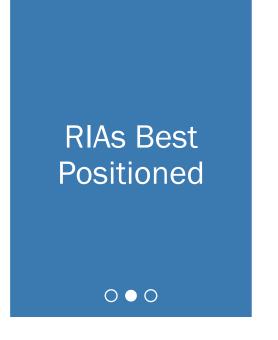
² 03 2019 LTM.

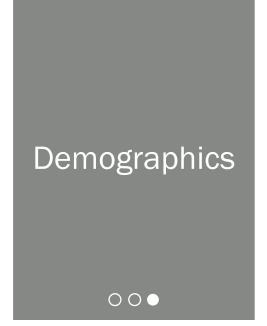
³ As of November 20, 2019.



- 1 Market Opportunity
- 2 Competitive Advantages
- 3 Track Record



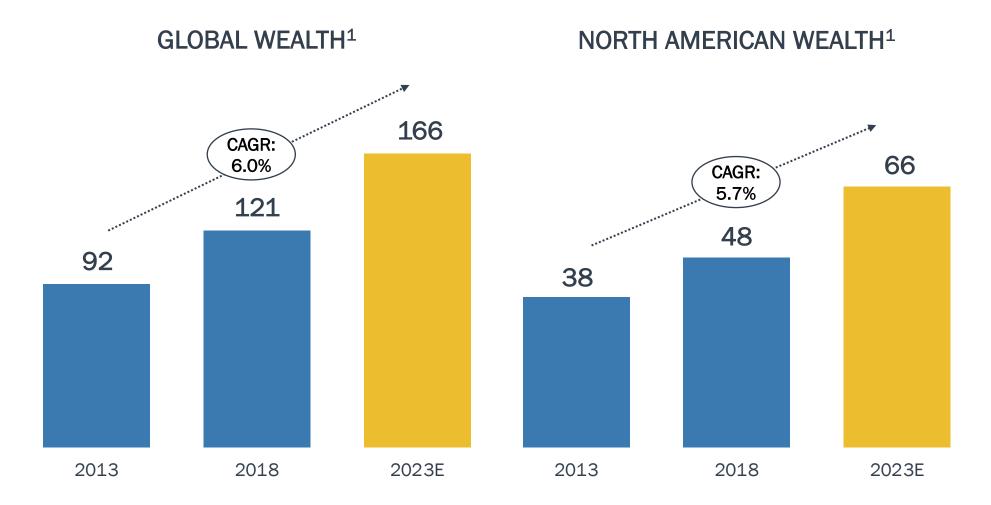






1 Industry growth is compelling...

(\$ TRILLIONS)



\$57bn

US Total Financial Planning

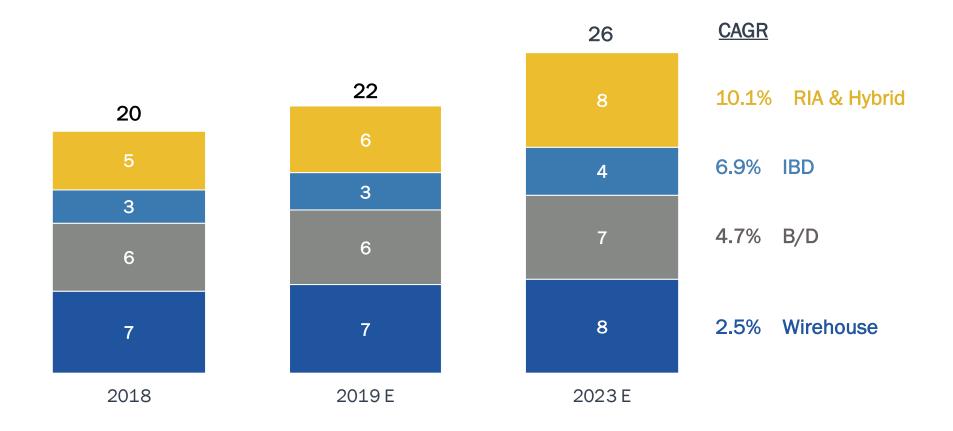
& Advice Revenue²



¹ BCG Reigniting Radical Growth June 2019

² IBISWorld: Financial Planning & Advice Industry in the US. As of November 2019.

RETAIL CLIENT ASSETS (\$ TRILLIONS)^{1,2}





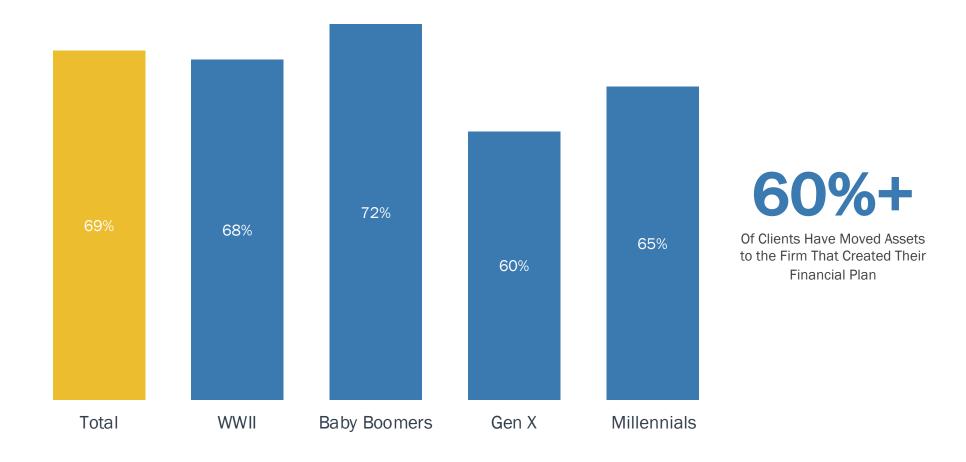
¹ Envestnet Industry Trends (October 2019).

² Numbers may not add due to rounding.



...And their clients are loyal

LOYALTY TO FIRM THAT CREATED FINANCIAL PLAN¹





Demographics drive M&A activity...

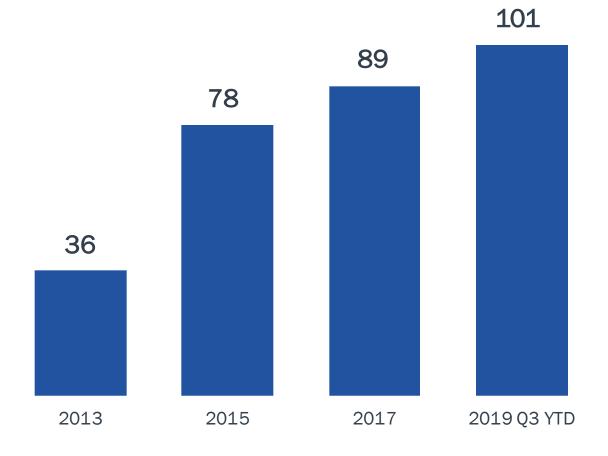
TOTAL RIA TRANSACTIONS²



Advisors Aged 65+ Manage

~\$3tn

of Client Assets¹

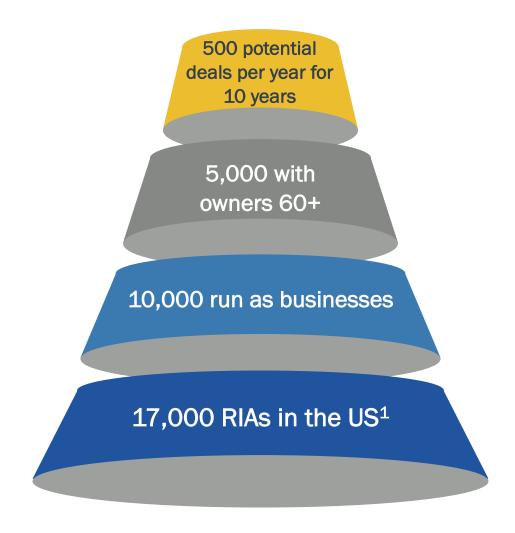


¹ Envestnet Industry Trends (April 2019). Advisor population and client assets per age bracket based on 2017 total advisor population and total client assets. ² DeVoe Deal Book Q3 2019. Transactions involving pure RIAs (excluding hedge funds, IBDs, mutual fund companies and other companies that are not operating as traditional RIA firms) with assets under management >\$100m.





... Creating an opportunity for years to come



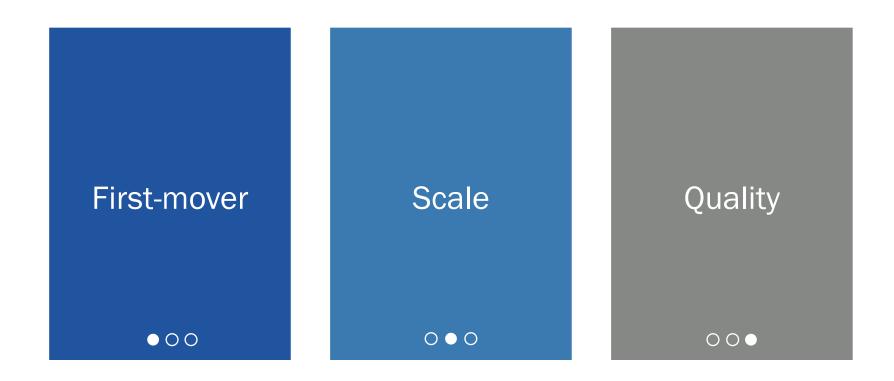
>>\$12bn

Total Capital Required Over 10 Years



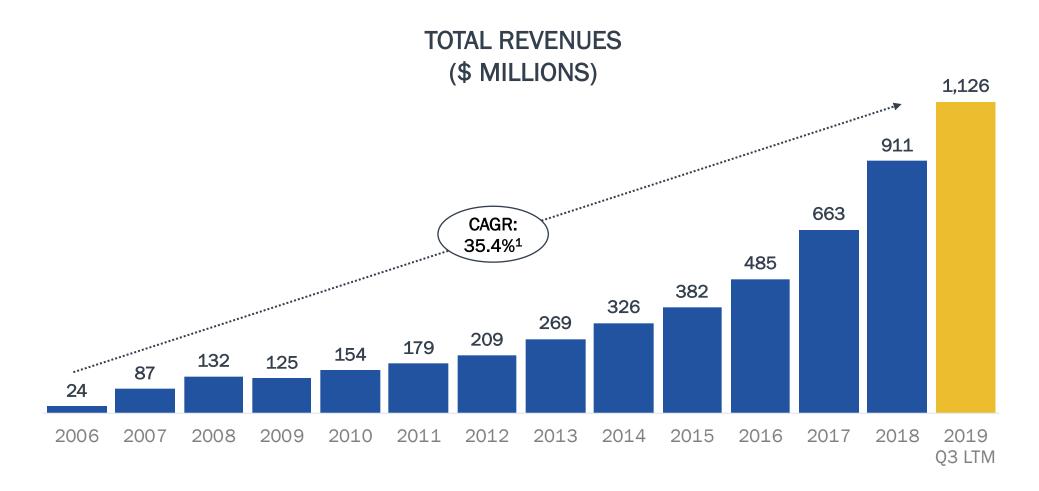


2) We have critical competitive advantages...





First-mover track record...



63
Partner Firms²

188
Transactions Since 2006²



¹ CAGR for 2006 to 2018.

² As of November 20, 2019.

2 And impressive scale...



63
Partner Firms

4 Countries

\$200bn+
Client Assets^{1,2}



¹ As of September 30, 2019.

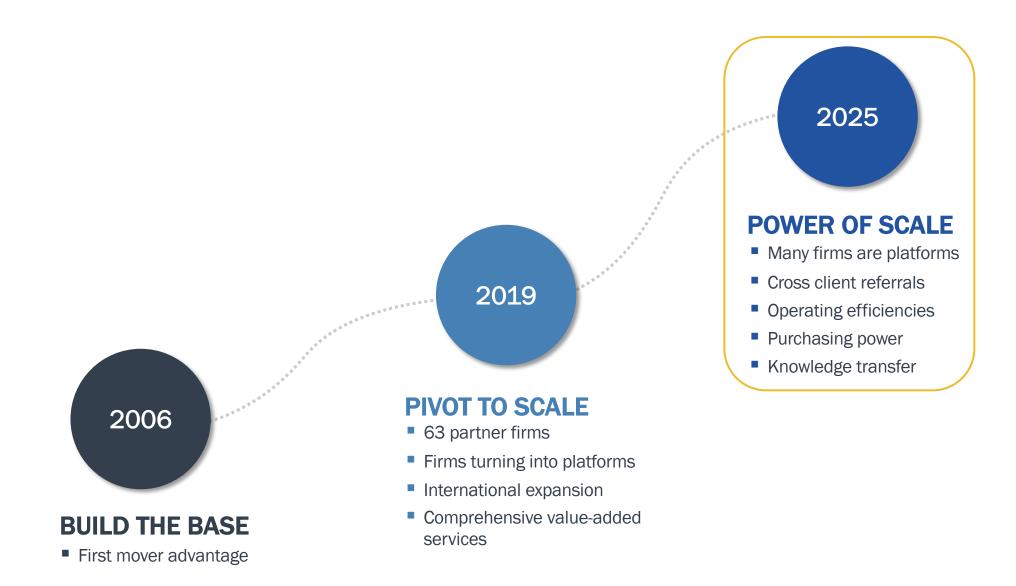
² See "Disclosure" section at the beginning of these presentations for additional details.

2

...Reinforced by value-added services

We will leverage our scale to provide additional and enhanced valueadded services Focus 2025 Centers of Excellence Comprehensive **Risk Analytics & Customized Third** Asset **Party Services Client Value** Now Optimization **Proposition** Mergers Mergers **Cyber Security Business** Strategy Intelligence Strategy Cyber Cash & Lending Security **Purchasing Power** Cash & Lending Talent Succession Management **Planning Purchasing Talent** Succession Management **Planning** Power Legal & Marketing & Operations & **Finance** Marketing & Legal & Finance Operations & Regulatory **Business Technology** Regulatory Business Technology Development Development

2)...All of which are difficult to replicate







Post IPO, we continue to acquire quality firms...

UNITED STATES

INTERNATIONAL





Savannah, GA

ESCALA FOSTER DYKEMA CABOT PARTNERS

Private Wealth Advisors

Boston, MA



Atlanta, GA



Williams Jones Wealth Management

New York, NY



Melbourne, Australia

Toronto, Canada

Altman • Greenfield & Selvaggi

New York, NY

Client Assets:1 > \$20bn

Acquired Base Earnings:² \$44m

² The terms of our management agreements entitle the management companies to management fees typically consisting of all future Earnings Before Partner Compensation ("EBPC") of the acquired wealth management firm in excess of Base Earnings up to Target Earnings, plus a percentage of any EBPC in excess of Target Earnings. Acquired Base Earnings is equal to our retained cumulative preferred position in Base Earnings. We are entitled to receive these earnings notwithstanding any earnings that we are entitled to receive in excess of Target Earnings. Base Earnings may change in future periods for various business or contractual matters. See our public filings with the Securities and Exchange Commission for more details on the use of these terms.



¹ See "Disclosure" section at the beginning of these presentations for additional details.



...Supporting them with attractive mergers...

18 Partner Firms

have done mergers since our IPO1





































3+ Mergers

2 Partner Firms

2 Mergers

4 Partner Firms

1 Merger

12 Partner Firms

Total Mergers since IPO:¹ 32

Client Assets since IPO:^{1,2} > \$25bn



¹ Numbers since July 30, 2018.

² See "Disclosure" section at the beginning of these presentations for additional details.

...And value-added services...



- 61 marketing and business development projects
- 33 technology enhancements
- 17 initiatives to support our partners

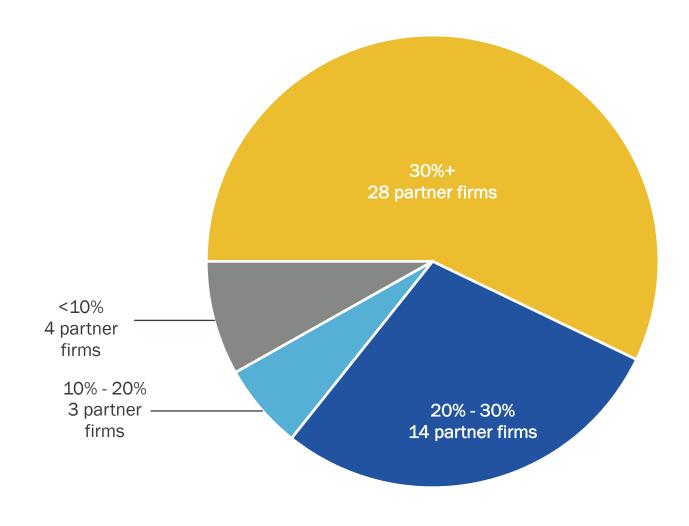


- Focus Cash & Credit
- Centers of Excellence
- Customized Third Party Services



...Creating compelling returns...

PARTNER FIRMS LEVERED IRR¹ DISTRIBUTION



Weighted Average Levered IRR: >25%

85%+ of Firms
Generate Levered IRR
in Excess of 20%



¹ Based on the 49 firms that were with us for at least 2 years as of September 30, 2019. Reflects Focus capital structure as of September 30, 2019, based on 5% pre-tax cost of debt and 27% tax rate offset by tax intangibles generated by partner firms since joining Focus. Capital deployed based on cash and stock consideration since inception. Terminal value based on each partner firm's respective weighted average acquired Adjusted EBITDA multiple, inclusive of mergers, multiplied by O3 2019 LTM Adjusted EBITDA and O3 2019 run-rate Adjusted EBITDA for firms that completed an M&A transaction within the past 12 months.



...And protected by a powerful moat



Value-Added Services

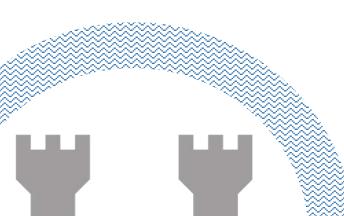
Clients

Excellent Partners

M&A









Cost of Capital

Economics

Unique Scale



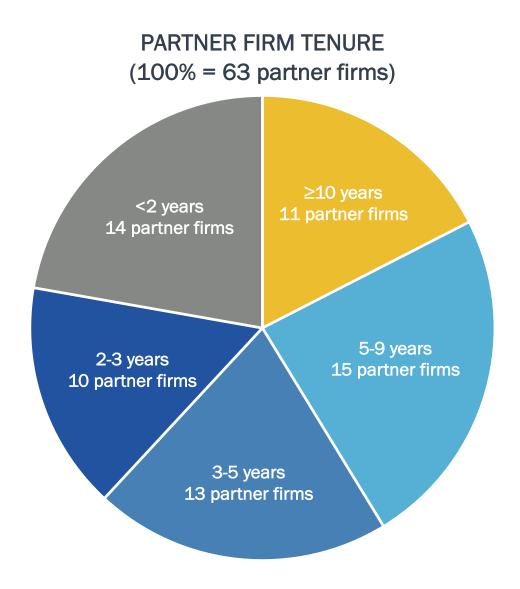
Excellent track record to build on

Successful Partnerships •••

Financial Performance Positioned for Growth



3) We have long-term relationships...





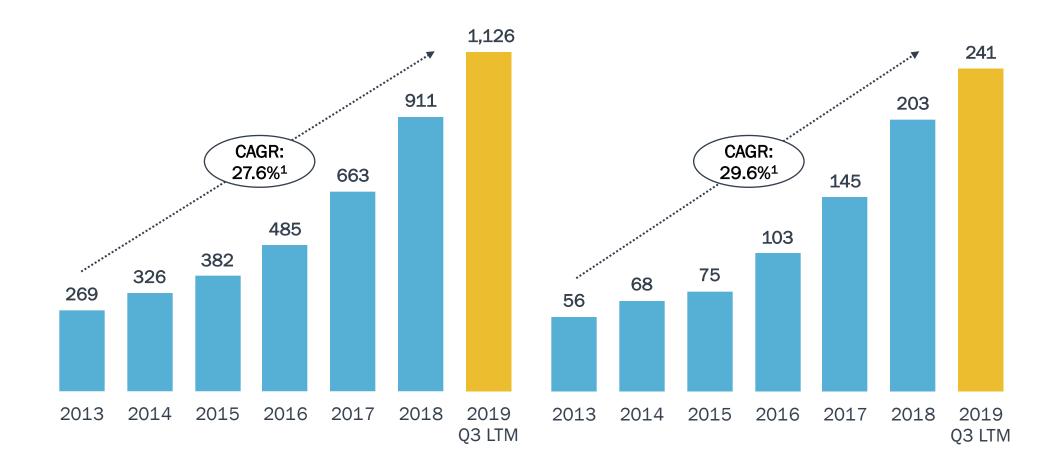


...Which generate strong growth and profitability

(\$ MILLIONS)

TOTAL REVENUE

ADJUSTED EBITDA²

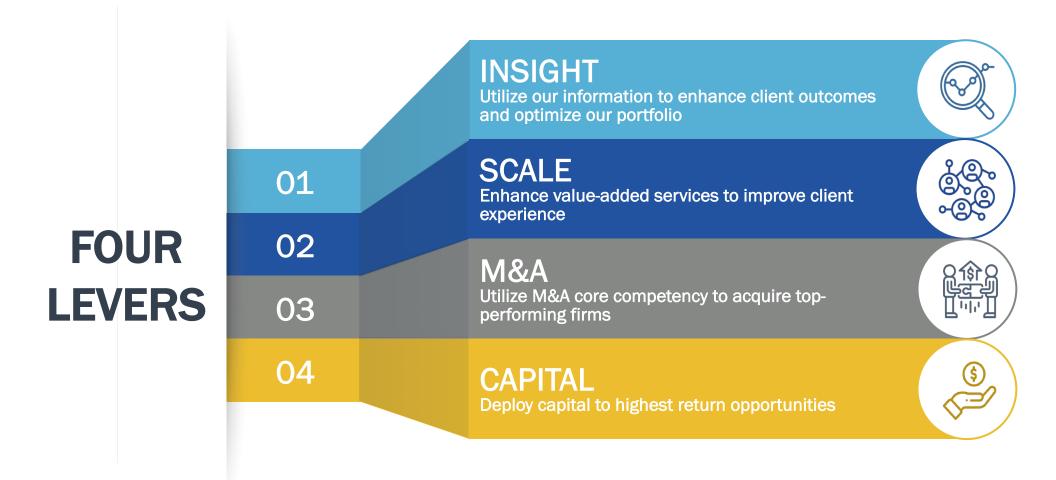




¹ For period from 2013-2018.

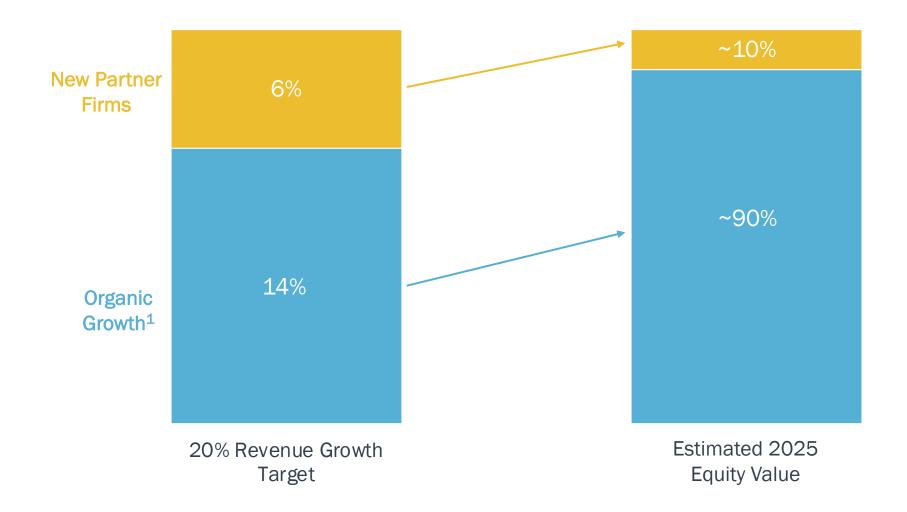
 $^{^{\}rm 2}$ Non-GAAP financial measure. See Appendix for reconciliations.

3) We are well positioned for growth...





...Unlocking the power of the partnership...



¹ Organic revenue growth represents the period-over-period growth in revenue related to partner firms, including growth related to acquisitions of wealth management practices and customer relationships by such partner firms and partner firms that have merged, that would be included in our consolidated statement of operations for both periods in the future.





Achieving our bold vision for the future

2006

2013

Today

2025

\$0.3

billion revenues

\$56

million Adjusted FBITDA¹

27

partner firms

\$1.1

billion revenues²

\$241

million Adjusted EBITDA^{1,2}

63

partner firms³

Vision:

~\$3.5

billion revenues

~\$840

million Adjusted EBITDA⁴

~100

partner firms



⁴ Non-GAAP Financial Measure. We are not providing a quantitative reconciliation of the forward-looking estimate of Adjusted EBITDA to its most directly comparable GAAP financial measure because such GAAP measure is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties, such as items noted under the heading "Disclosure – Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.



 $^{^{\}rm 1}$ Non-GAAP Financial Measure. See Appendix for reconciliations.

² Q3 2019 LTM.

³ As of November 20, 2019.

Case Study¹



2002

Founded

2017

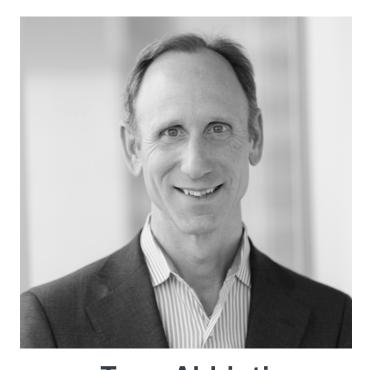
Focus Partner Since

Boston, MA

Headquarters

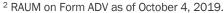
\$21.1bn

Regulatory Assets Under Management²



Tony Abbiati
Co-Founder & Chief
Executive Officer

¹We have 63 partner firms located across the United States, as well as the United Kingdom, Canada and Australia. SCS Financial's results may not be representative of our other partner firms and are not necessarily indicative of SCS Financial's future performance.







FINANCIALS

Jim Shanahan Chief Financial Officer



Our bold vision...

2006

2013

Today

2025

\$0.3

billion revenues

\$56

million Adjusted FBITDA¹

27

partner firms

\$1.1

billion revenues²

\$241

million Adjusted EBITDA^{1,2}

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Vision:

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⁴ Non-GAAP Financial Measure. We are not providing a quantitative reconciliation of the forward-looking estimate of Adjusted EBITDA to its most directly comparable GAAP financial measure because such GAAP measure is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties, such as items noted under the heading "Disclosure – Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.



 $^{^{\}mathrm{1}}$ Non-GAAP Financial Measure. See Appendix for reconciliations.

² 03 2019 LTM.

³ As of November 20, 2019.

...Creates shareholder value in three ways...



Revenue Growth Operating Leverage & Earnings

Capital & Returns



...Driven by four targets

Compound
Annual Revenue
Growth Target

Adjusted EBITDA Margin^{1,2} Target

Capital
Deployment
Target

Compound Annual
Adjusted Net Income
per Share¹ Growth
Target

20%

Increase from 21.4%³ to ~24%⁴ by 2025

3.5x - 4.5x Net Leverage Ratio

20%+



¹ Non-GAAP financial measure. See Appendix for reconciliations.

² Calculated as Adjusted EBITDA divided by revenues.

³ Q3 2019 LTM Adjusted EBITDA Margin.

⁴ Non-GAAP financial measure. We are not providing a quantitative reconciliation of the forward-looking estimate of Adjusted EBITDA margin to its most directly comparable GAAP financial measure because such GAAP measure is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties, such as items noted under the heading "Disclosure – Special Note Regarding Forward-Looking Statements". In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.

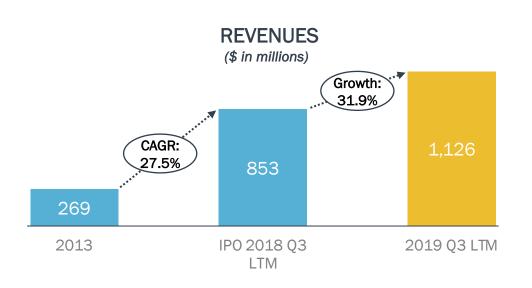


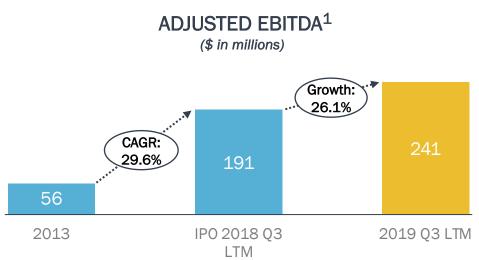
Driving growth

- 1 Financial Performance
- 2 Differentiated Model
- 3 2025 Vision

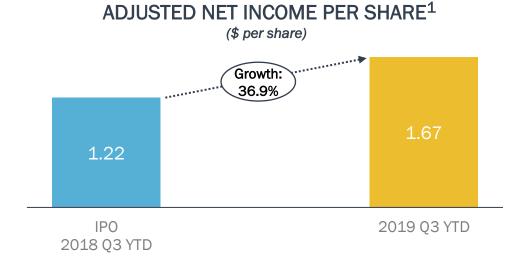
(1)

Our robust growth has accelerated since IPO...





ADJUSTED NET INCOME¹ (\$ in millions) Growth: 42.2% 159 112 2013 IPO 2018 Q3 LTM

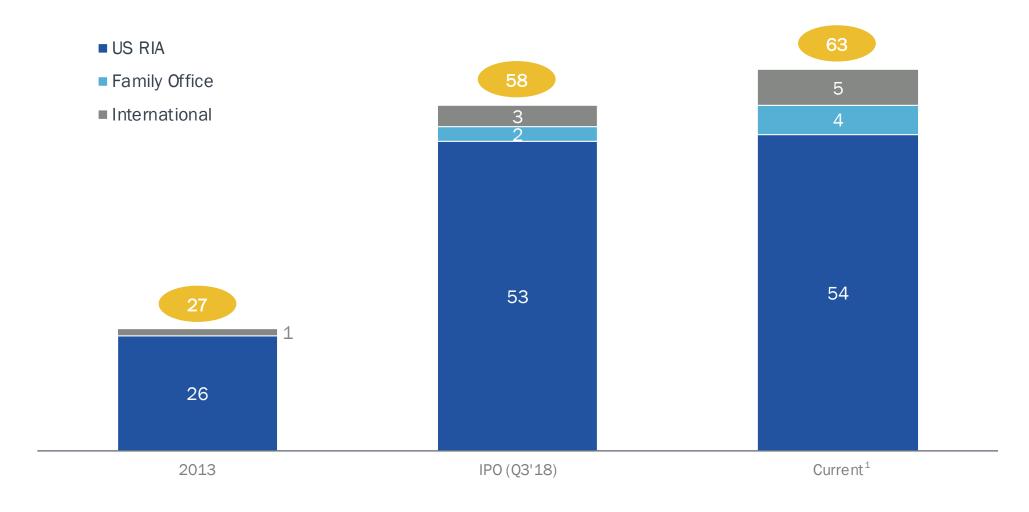






1)...Driven by our expanding partnership

NUMBER OF PARTNER FIRMS

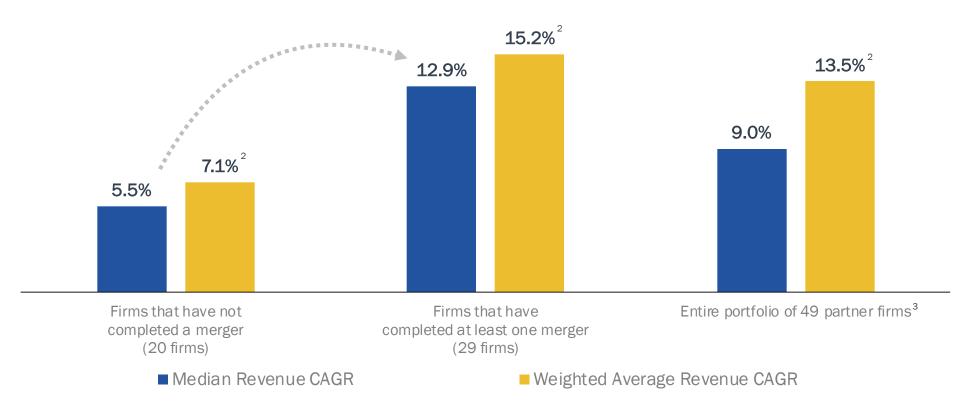






Our capital and value-added services accelerate growth

REVENUE CAGR SINCE INCEPTION¹



~79%

Of Our Q3 2019 LTM Revenues
Driven By 49 Partner Firms



¹ Inception means first full four quarters as a Focus partner firm and reflects all market cycles during that time. The analysis includes the 49 firms since inception (out of the 63 firms) that have been with us for at least 2 years as of September 30, 2019 in order to determine a baseline revenue growth rate. If Focus partner firms have merged, their financials have been combined.

² The weightings are based on the September 30, 2019 LTM revenues of the respective partner firms.

³ The 49 partner firms have been with Focus for a weighted average of ~6 years and a median period of ~4 years.



1) We outperform versus perceived comparables

	FOCUS FINANCIAL PARTNERS	Average of Comparables ¹
✓ Strong Growth	\checkmark	✓
Revenues ²	28%	15%
Adjusted EBITDA ^{2,3}	30%	20%
✓ Strong Fundamentals		
95%+ Recurring Revenue Stream	\checkmark	*
Non Interest Sensitive Revenues	\checkmark	5 C
Annuity Stream Created by Earnings Preference	\checkmark	*



¹ Comparables for revenues are Envestnet, LPL Financial, Charles Schwab and TD Ameritrade. Comparables for Adjusted EBITDA are Envestnet, LPL Financial and TD Ameritrade.

² Represents 2013-2018 CAGR.

³ Non-GAAP financial measure. See Appendix for reconciliations.



We have significantly enhanced our disclosures

REVENUE AND OTHER

- Revenue and earnings contribution of new partner firms
- Market & non-market correlated revenues
- Revenues in advance & in arrears
- ✓ Revenue seasonality
- Organic revenue & Adjusted EBITDA Margin quarterly guidance
- Long-term portfolio revenue growth

LEVERAGE

- Net leverage ratio guidance
- Leverage sensitivity with earnings preference
- Leverage impact of large partner firm acquisitions

CASH FLOWS

- Cash flow available for capital allocation
- Next 12 months estimated cash earnouts
- Next 12 months estimated tax shield



We have a differentiated financial model



High Fee-Based and Recurring Revenues



Structural
Downside Earnings
Protection



Strong and Growing Cash Flow Generation



Tax-Efficient M&A Structure



Sustained Growth in Earnings



Strong Credit
Profile with
Ample Liquidity





Our revenues are primarily fee-based and recurring...



- ✓ Wealth management fees are the primary driver of revenue growth
- Not a transactional or interest rate sensitive model
- Services primarily include investment advice, financial and tax planning, consulting, tax return preparation and family office services





Our financial model generates significant cash flow...

CAPEX-LIGHT MODEL

~1.5%

5-Year Average Focus Capex as a % of Revenue

LOW COST OF DEBT

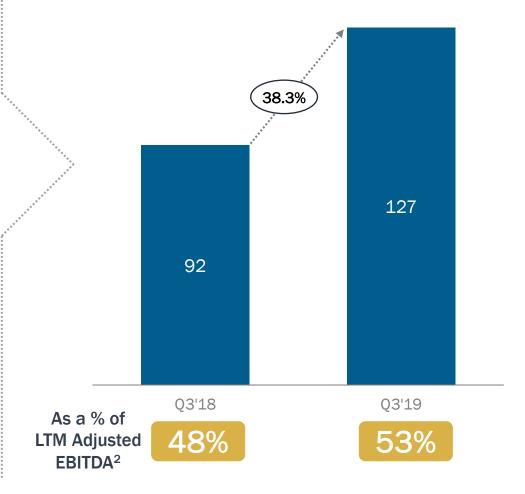
L + 250 L + ~400

Cost of Term Loan

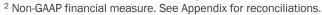
FOCUS® FINANCIAL PARTNERS

Median Industry¹
Cost of Debt

LTM CASH FLOW AVAILABLE FOR CAPITAL ALLOCATION (\$ MILLIONS)²



¹ SunTrust Robinson Humphrey – Leveraged Finance Market Update (as of November 1, 2019), Deutsche Bank Leveraged Debt Capital Markets FIG Market Update (as of November 8, 2019). Includes Hightower, Edelman Financial and LPL Financial. Based on weighted average cost of debt for each.





Our earnings structure is resilient in a market downturn

Preferred Structure

Variable **Expenses**

Fee-Based and Recurring Revenues

~50%

Partner Firm EBITDA Acquired as a Preference¹

31%+

Average Management Fees as a % of Total Expenses¹

95%+

% of Total Revenues²

¹ For the nine months ended September 30, 2019. Total expenses include compensation, SG&A and management fees (excluding non-cash compensation). The terms of our management agreements entitle the management companies to management fees typically consisting of all future Earnings Before Partner Compensation ("EBPC") of the acquired wealth management firm in excess of Base Earnings up to Target Earnings, plus a percentage of any EBPC in excess of Target Earnings. Acquired Base Earnings is equal to our retained cumulative preferred position in Base Earnings. We are entitled to receive these earnings notwithstanding any earnings that we are entitled to receive in excess of Target Earnings. Base Earnings may change in future periods for various business or contractual matters. See our public fillings with the Securities and Exchange Commission for more details on the use of these terms.







firms

Q1'17

Q2'17

Q3'17

Acquired base earnings are a series of preferred cash flows



02'18

03'18

04'18

Q1'19

02'19

Q4'17

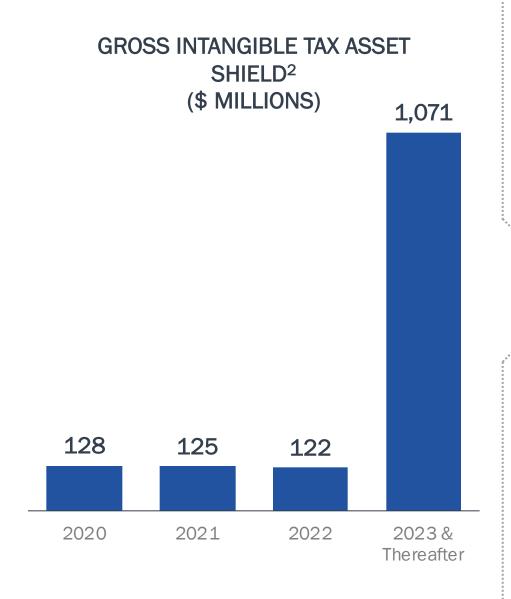
01'18



03'19

¹ The terms of our management agreements entitle the management companies to management fees typically consisting of all future Earnings Before Partner Compensation ("EBPC") of the acquired wealth management firm in excess of Base Earnings up to Target Earnings, plus a percentage of any EBPC in excess of Target Earnings. Acquired Base Earnings is equal to our retained cumulative preferred position in Base Earnings. We are entitled to receive these earnings notwithstanding any earnings that we are entitled to receive in excess of Target Earnings. Base Earnings may change in future periods for various business or contractual matters. See our public filings with the Securities and Exchange Commission for more details on the use of these terms.

Our tax-efficient structure enhances Adjusted Net Income¹ growth



\$1.4bn+

Cumulative Estimated Gross
Tax Shield Over Next 14+
Years



~\$400m

Increase in Adjusted Net Income^{1,3} based on 27% Income Tax Rate

Incremental M&A will Drive New Tax Shields in the Future



¹ Non-GAAP financial measure.

² As of September 30, 2019.

³ Assumes sufficient taxable income.



We have a strong credit profile and ample liquidity¹





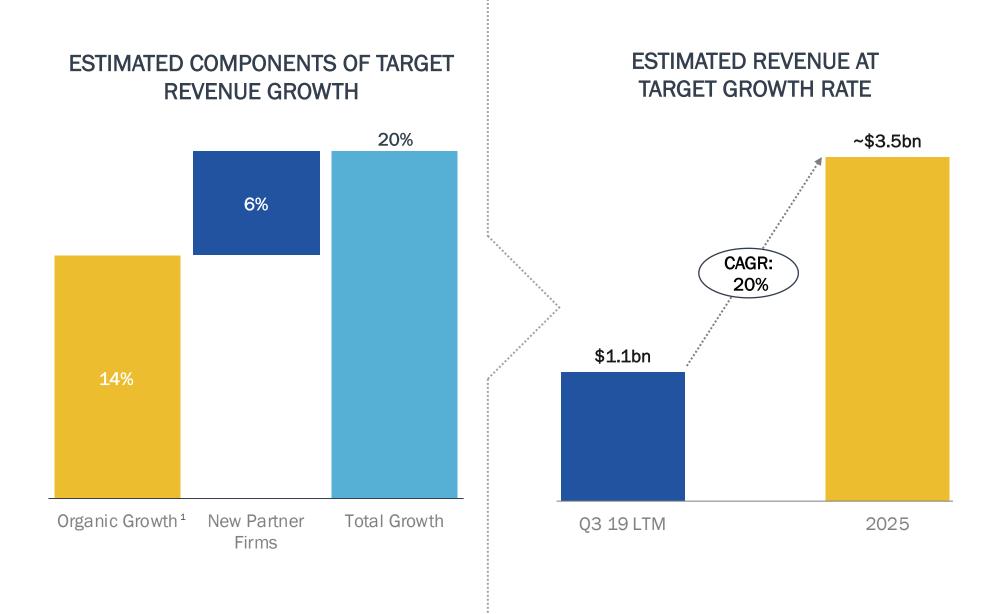


Revenue Growth Operating Leverage & Earnings

Capital & Returns



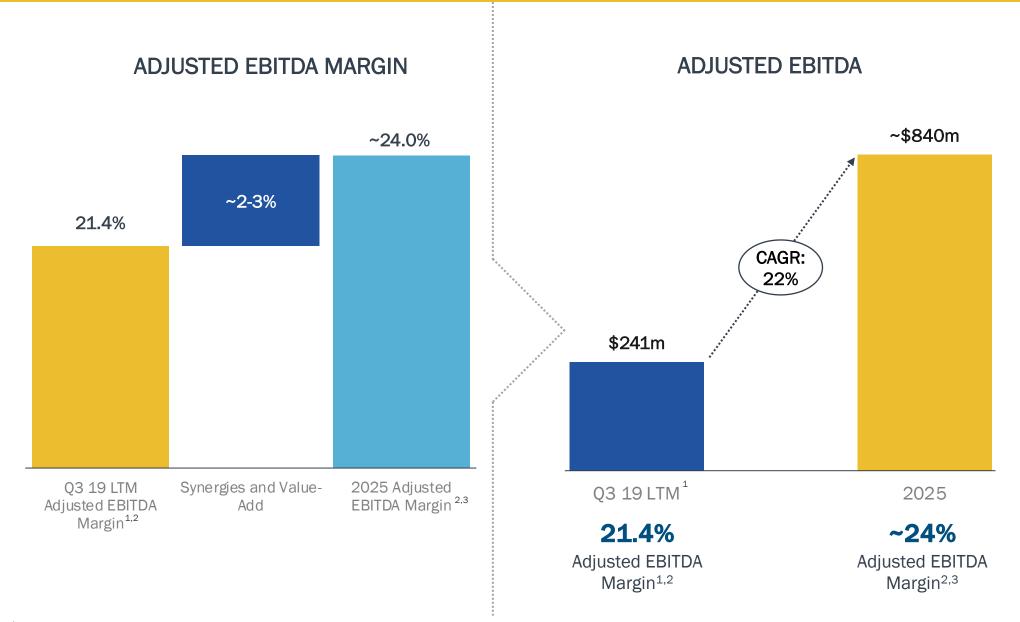
20% annual revenue growth target



¹ Organic revenue growth represents the period-over-period growth in revenue related to partner firms, including growth related to acquisitions of wealth management practices and customer relationships by such partner firms and partner firms that have merged, that would be included in our consolidated statement of operations for both periods in the future.



~24% Target Adjusted EBITDA Margin^{2,3} by 2025



¹ Non-GAAP financial measure. See Appendix for reconciliations.



² Calculated as Adjusted EBITDA divided by Revenues.

³ Non-GAAP financial measure. We are not providing a quantitative reconciliation of the forward-looking estimate of Adjusted EBITDA margin to its most directly comparable GAAP financial measure because such GAAP measure is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties, such as items noted under the heading "Disclosure – Special Note Regarding Forward-Looking Statements". In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.

Prudent capital deployment will drive shareholder returns

De-Lever

Gradual de-leveraging in 2020 Target Range: 3.5x – 4.5x Enhance Value-Added Services and Client Outcomes

Invest in the growth of our partner firms



Deploy to Highest Return Opportunities

Target IRRs in excess of 20%





BREAK 9:30AM - 9:45AM





ENHANCING THE PORTFOLIO

Rajini Kodialam Co-Founder & Chief Operating Officer

VISION for VISIONARIES.

Our bold vision

2006

2013

Today

2025

\$0.3

billion revenues

\$56

million Adjusted FBITDA¹

27

partner firms

\$1.1

billion revenues²

\$241

million Adjusted EBITDA^{1,2}

63

partner firms³

Vision:

~\$3.5

billion revenues

~\$840

million Adjusted EBITDA⁴

~100

partner firms



⁴ Non-GAAP Financial Measure. We are not providing a quantitative reconciliation of the forward-looking estimate of Adjusted EBITDA to its most directly comparable GAAP financial measure because such GAAP measure is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties, such as items noted under the heading "Disclosure – Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.



 $^{^{\}mathrm{1}}$ Non-GAAP Financial Measure. See Appendix for reconciliations.

² 03 2019 LTM.

³ As of November 20, 2019.



- 1 High Quality Portfolio
- 2 Strengthening the Core
- 3 Power of the Partnership

1) We have a high quality portfolio...

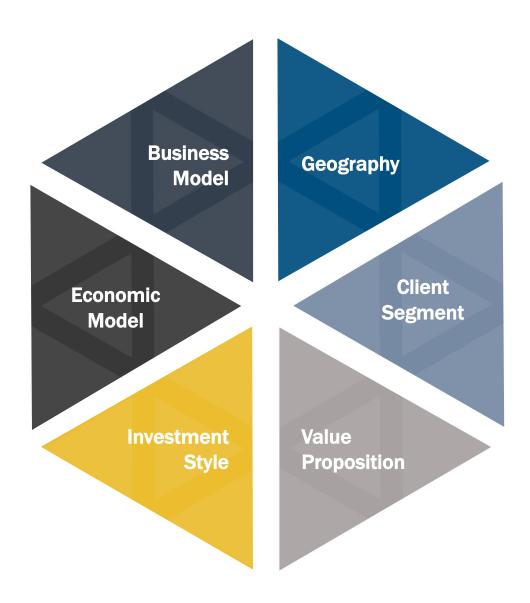
Diverse Partner Firms •00

Unsurpassed Scale 0 • 0

Outperforming Benchmarks 000



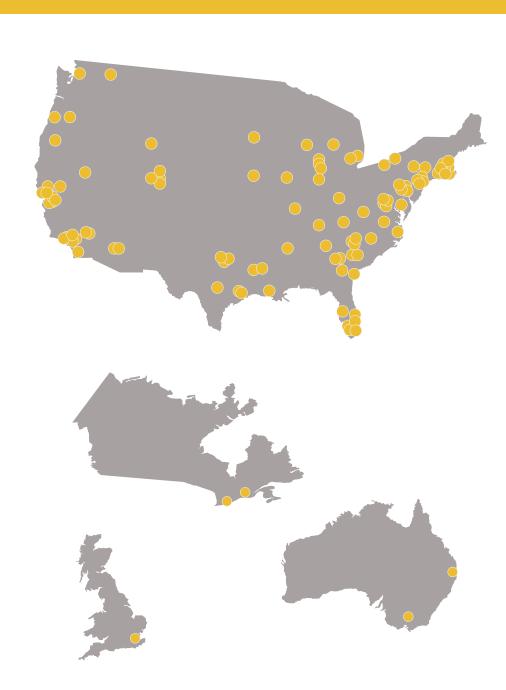
1 ... That is diversified...







... And collectively at unsurpassed scale







500+ Partners

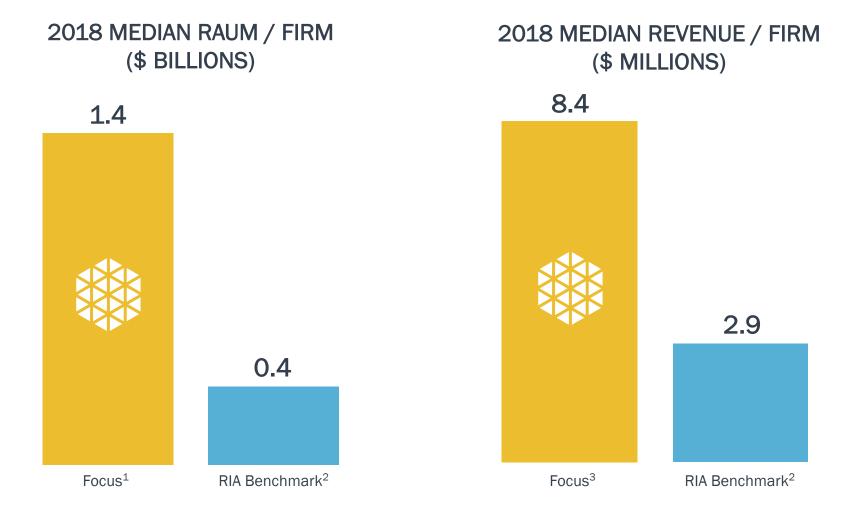


3,000+



\$1bn+
Q3 2019 LTM
Revenues





¹ Focus data consists of regulatory assets under management ("RAUM") as reported in the Form ADVs filed with the SEC as a year-end update following December 31, 2018 for the 52 SEC-registered partner firms that were with us as of September 30, 2019 (whether or not such partner firms were a part of Focus at such year-end), excluding two that are primarily affiliated with third party administrators, which are not included in the benchmark data, and one firm that is principally an international firm. See "Disclosure" section at the beginning of these presentations for additional details.

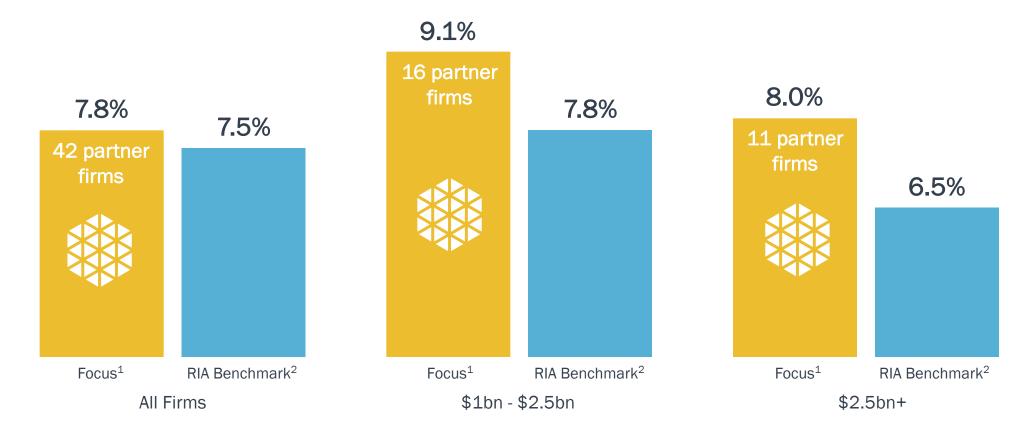
² RIA Benchmark data is sourced from the 2019 InvestmentNews Adviser Compensation & Staffing Study, which was based on self-reported data from 289 firms.
³ Focus data consists of full-year revenues for 2018 for the 43 SEC-registered partner firms that were partner firms of Focus for all of 2018 and as of September 30, 2019, excluding two that are primarily affiliated with third-party administrators, which are not included in the benchmark data, and one firm that is principally an international firm.





...With a long-term track record of RAUM growth...

5-YEAR RAUM CAGR, MEDIAN (2013 - 2018)



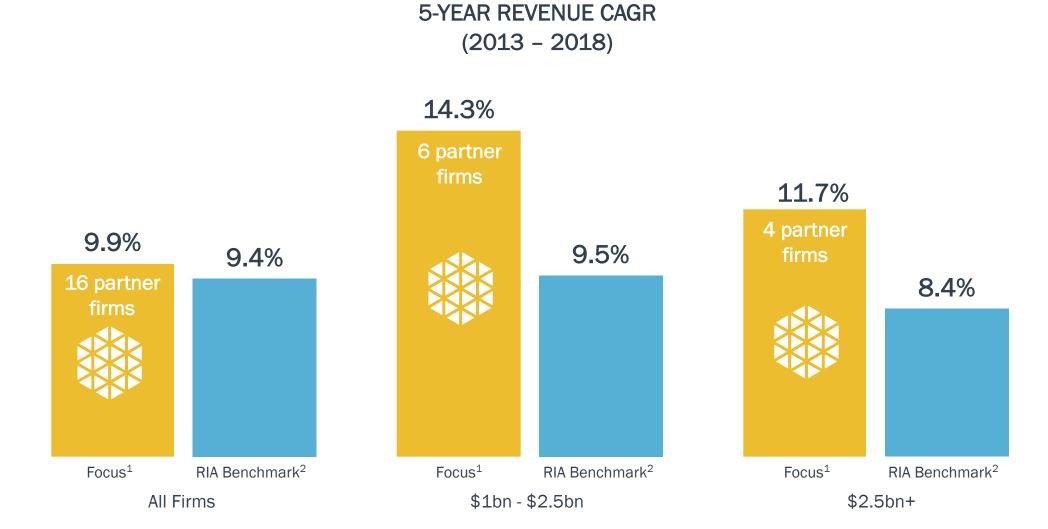
¹ Focus CAGRs for RAUM were calculated from the regulatory assets under management ("RAUM") as reported in the Form ADVs filed with the SEC as year-end updates following December 31, 2013 and December 31, 2018 for the 42 SEC-registered partner firms that were in existence on both such dates and that were partners as of September 30, 2019 (whether or not such partner firms were a part of Focus at such year-ends), excluding two firms that are primarily affiliated with third-party administrators, which are not included in the benchmark data, and one firm that is principally an international firm. See "Disclosure" section at the beginning of these presentations for additional details.



² Schwab 2019 RIA Benchmarking Study data is sourced from the Charles Schwab RIA Benchmarking Study (July 2019) and contains self-reported data from 1,310 firms.



...And superior revenue growth



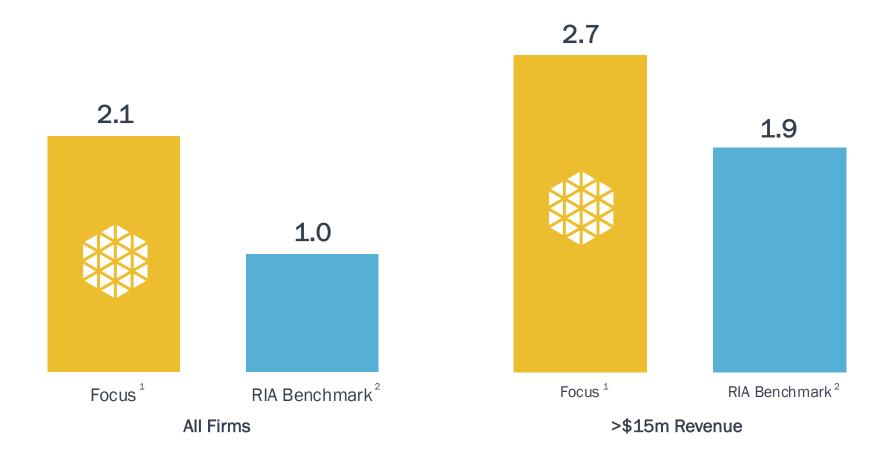
² Schwab 2019 RIA Benchmarking Study data is sourced from the Charles Schwab RIA Benchmarking Study (July 2019) and contains self-reported data from 1,310 firms.



¹ Focus CAGRs for Revenue were calculated from the full year revenues for 2013 and 2018 for the 16 SEC-registered partner firms that were partner firms of Focus for all of 2013 and 2018 and as of September 30, 2019, excluding two that are primarily affiliated with third party administrators, which are not included in the benchmark data, and one firm that is principally an international firm.

Our partners are more productive...

2018 REVENUE PER PARTNER, MEDIAN (\$ MILLIONS)

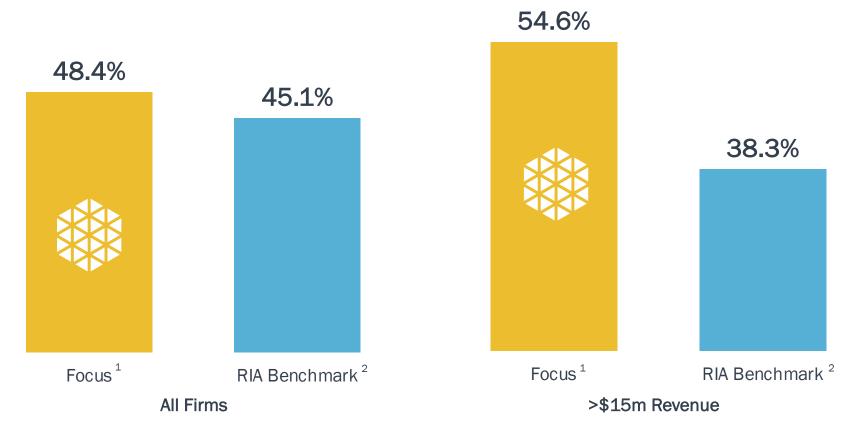


¹ Focus data consists of full year revenues for 2018 for the 43 SEC-registered partner firms that were partner firms of Focus for all of 2018 and as of September 30, 2019, excluding two that are primarily affiliated with third-party administrators, which are not included in the benchmark data, and one firm that is principally an international firm. The number of partners is based on partners as of December 31, 2018.



² RIA Benchmark data is sourced from the 2019 InvestmentNews Adviser Compensation & Staffing Study, which was based on self-reported data from 289 firms.

2018 EARNINGS BEFORE MANAGEMENT FEES MARGIN, MEDIAN



¹ Focus data calculated using revenues and earnings before management fees for the 43 SEC-registered partner firms that were partner firms of Focus for all of 2018 and as of September 30, 2019, excluding two that are primarily affiliated with third-party administrators, which are not included in the benchmark data, and one firm that is principally an international firm. Such data can vary from period-to-period as a result, among other reasons, of promotions, retirements and other movements of personnel between the operating company and the management company. Focus data is inclusive of a pro-rata portion of headquarters costs. The Company is not providing a quantitative reconciliation of its 2018 Earnings Before Management Fees Margin, Median to its most directly comparable GAAP financial measure because such GAAP measure is difficult to reliably calculate or estimate without unreasonable effort due to it being based on a subset of the Company's operations, as described, in order to be comparable to the industry data provided.



² RIA Benchmark data is sourced from the 2019 InvestmentNews Adviser Compensation & Staffing Study, which was based on self-reported data from 289 firms.

Energizing People • • •

Extending Capabilities

0 • 0

Empowering with Access



2) Are you an entrepreneur?





How are you compensated?



What happens when you retire?

Day to day decisions

Base + discretionary bonus

Pat on the back + 401k

OR

Strategic decisions

OR

✓ Profitability of the firm

OR

Equity to monetize



The Focus partnership energizes our key asset - people

"Never Turn a Successful Entrepreneur into an Employee"











LONGEVITY

Preserves the boutique culture and service model which attracted them to the firm

PEACE OF MIND

Removes the burden of succession planning and allows them to focus on growth

POTENTIAL

Ownership and future leadership potential through a path to partnership



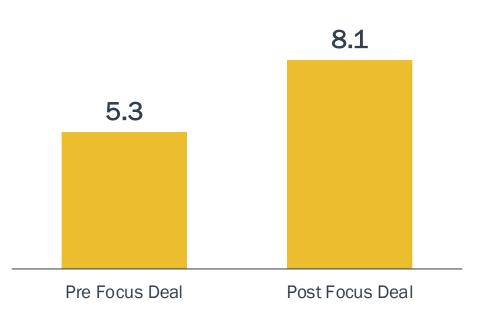


We focus on developing the next generation...

Deepening Bench Strength...

...and Enhancing Leadership Skills

AVERAGE NUMBER OF PARTNERS PER FIRM





Over 200 partners added¹

through promotions, hires and mergers with seamless succession



Focus Financial Leadership Academy February 18 - 22, 2019 Harvard Business School







...And extending our capabilities to strengthen the core

Finance, Legal & Regulatory

- ✓ Regulatory advice and compliance framework
- ✓ Annual risk & internal controls
- ✓ Cyber Security

YTD Usage by Firms

100% of firms

Operations & Technology

- ✓ System architecture and integration
- ✓ Vendor management
- ✓ Streamlining operations to increase productivity

>90% of firms

Marketing & Business
Development

- ✓ Prospecting tools & training
- ✓ Digital marketing
- ✓ Events
- ✓ Client referral networks

>70% of firms



2) We empower with access



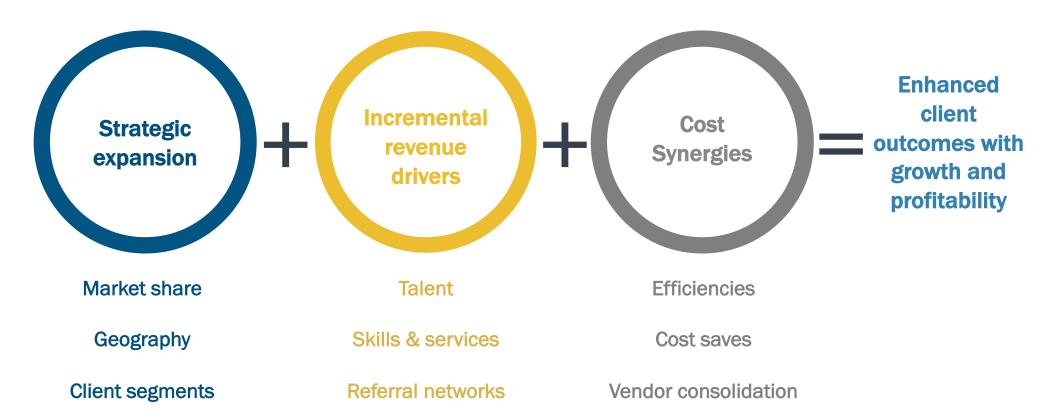
Peer Network

Strategy

Mergers



2) Mergers are good for partner firms





Case Study¹



1995

Founded

2015

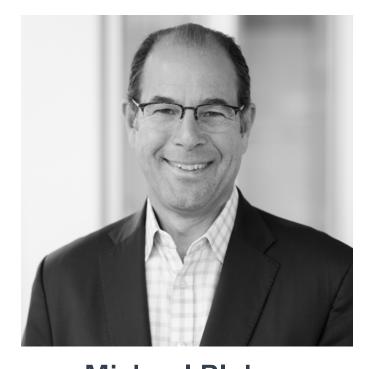
Focus Partner Since

Pittsburgh, PA

Headquarters

\$3.4bn

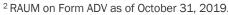
Regulatory Assets Under Management²



Michael Blehar Founding Partner & Managing Director

¹ We have 63 partner firms located across the United States, as well as the United Kingdom, Canada and Australia. Fort Pitt Capital Group's results may not be representative of our other partner firms and are not necessarily indicative of Fort Pitt Capital Group's future performance.

² PALIM on Form ADV on of October 31, 2010.







Client Solutions



Insights and scale fuel efficiencies and synergies

Enhanced Insights

- Focus Business Intelligence
- Partner Firm Peer Analytics
- Focus Clarity for Risk Metrics

Focus Partner Portal

Launching 2020

Purchasing Power

CORE SOFTWARE	% Usage	% Savings Range
Performance Reporting Software	100%	20% - 25%
Financial Planning Software	80%	10% - 15%
CRM Software	95%	10% - 20%
Rebalancer Software	70%	10% - 25%
CYBER & HR		
Cyber Security Portal & Assessments	100%	40%
Password Management Software	50%	WIP
HR & Recruiting Software	35%	WIP
Cloud Based IT Infrastructure	80%	WIP
CLIENT EXPERIENCE TOOLS		
Secure File Sharing / Doc. Storage	65%	WIP
Client Portal Technology	90%	20% - 25%
Proposal Generation & Risk Analytics	40%	15% - 33%

Risk Metrics and Asset Optimization

- Risk analytics for all partner firms
- Utilize scale and data to optimize portfolio and investment offering
- ✓ Revenue & cost synergies with stronger portfolios

Focus Clarity

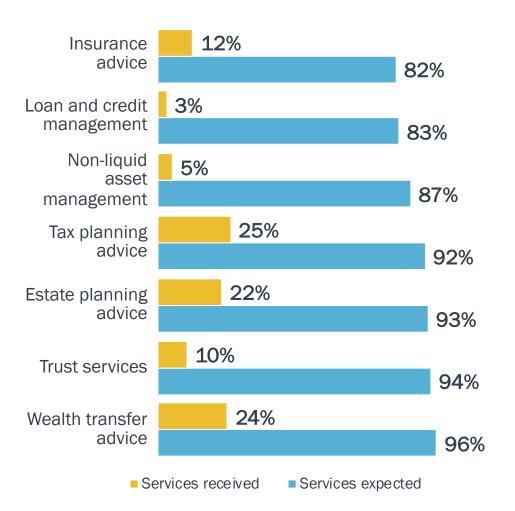
Launched 2019



Clients want a comprehensive offering...

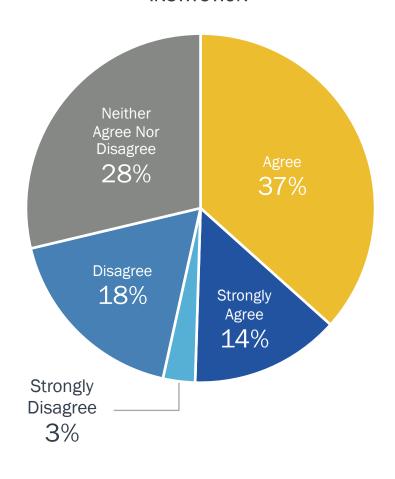
Clients Need Expanded Services...

THE GAP: SERVICES EXPECTED VS. SERVICES RECEIVED¹



...and Majority Would Prefer to Use One Advisor

PREFERENCE FOR DOING BUSINESS WITH ONE INSTITUTION²





¹ Spectrem August 2018 Defining Wealth Management.

² Cerulli Retail Investor Edge, Q1 2019.

...So we enable every firm to extend its service offering...

CLIENT SERVICES

Investment Management

Financial Planning

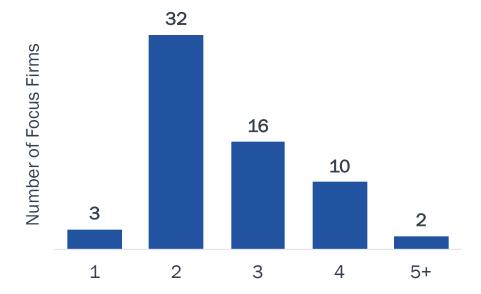
Tax Preparation

Family Office Services

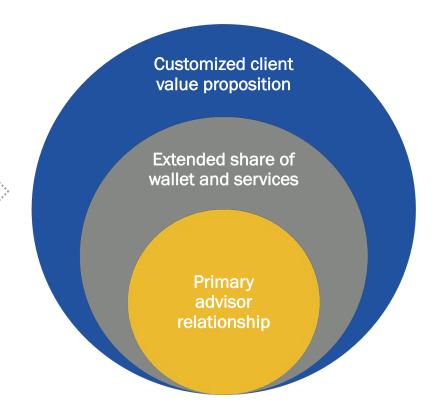
Insurance

Third Party Administration & Other

NUMBER OF SERVICES OFFERED PER FOCUS FIRM TODAY¹



CREATING A COMPREHENSIVE OFFERING







...By leveraging the scale and diversity of our partnership

Cross-Referrals

Family Offices

Planning-Centric Firms



Investment-Centric Firms

Example



Alternatives Platform

Centers of Excellence

- Firms that have deep expertise in services, including charitable giving, concierge services and employee benefits
- Access to this deep bench to all partner firms

Example



Tax Portal

Customized Third-Party Services

- Customized third-party services
- Services include health & wellness, insurance and trust & estate

Example



Focus Cash & Credit





Dedicated Team

Multiple Banks in Network

20+ Firms Participating



Case Study¹



2003

Founded

2018

Focus Partner Since



Headquarters

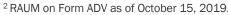
\$825m

Regulatory Assets Under Management²



Craig Rubrecht
Partner &
Chief Executive Officer

¹ We have 63 partner firms located across the United States, as well as the United Kingdom, Canada and Australia. Cornerstone Wealth's results may not be representative of our other partner firms and are not necessarily indicative of Cornerstone Wealth's future performance.





Enhanced Client Outcomes



Enhanced Business Outcomes

2025 Target for Enhanced Shareholder Outcomes

- ~14% organic
 revenue¹ growth
- ~24% Adjusted
 EBITDA margin²



¹ Organic revenue growth represents the period-over-period growth in revenue related to partner firms, including growth related to acquisitions of wealth management practices and customer relationships by such partner firms and partner firms that have merged, that would be included in our consolidated statement of operations for both periods in the future.

² Non-GAAP financial measure. Calculated as Adjusted EBITDA divided by Revenues. We are not providing a quantitative reconciliation of the forward-looking estimate of Adjusted EBITDA margin to its most directly comparable GAAP financial measure because such GAAP measure is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties, such as items noted under the heading "Disclosure – Special Note Regarding Forward-Looking Statements". In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.



GROWTH THROUGH M&A

Lenny Chang
Co-Founder & Managing Director

VISION for VISIONARIES.

Our bold vision

2006

2013

Today

2025

\$0.3

billion revenues

\$56

million Adjusted FBITDA¹

27

partner firms

\$1.1

billion revenues²

\$241

million Adjusted EBITDA^{1,2}

63

partner firms³

Vision:

~\$3.5

billion revenues

~\$840

million Adjusted EBITDA⁴

~100

partner firms



⁴ Non-GAAP Financial Measure. We are not providing a quantitative reconciliation of the forward-looking estimate of Adjusted EBITDA to its most directly comparable GAAP financial measure because such GAAP measure is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties, such as items noted under the heading "Disclosure – Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.



 $^{^{\}mathrm{1}}$ Non-GAAP Financial Measure. See Appendix for reconciliations.

² 03 2019 LTM.

³ As of November 20, 2019.



How will M&A contribute?

- 1 Market Opportunity
- 2 Competitive Advantages
- 3 Track Record









Leadership succession is a catalyst for M&A...

91%

of RIAs think that lack of succession planning is a future problem for the industry^{1,2} 68%

of RIAs are confident that nextgen cannot afford, or do not know if next gen can afford, to buy out founders¹ 46%

of RIAs see attracting quality staff to be a benefit of consolidation³



¹ DeVoe RIA M&A Outlook Study (September 2019).

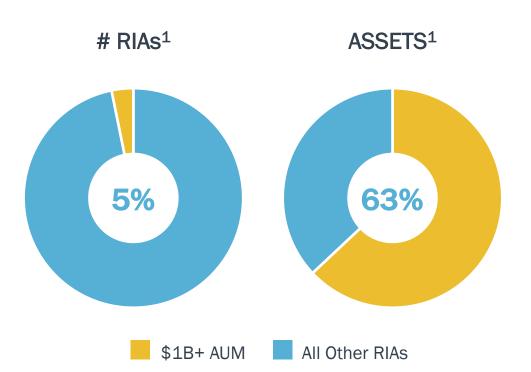
² Includes respondents who said it is a "big problem" and those who said it is a "minor problem".

³ Cerulli US RIA Marketplace (2019) – based on a survey of US RIAs.

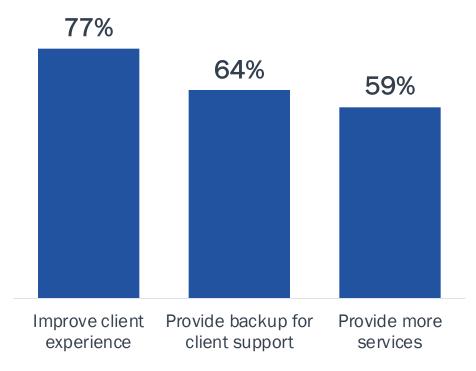
... As is the importance of scale

Large RIAs control majority of industry assets...

...And scale leads to enhanced client outcomes



BENEFITS OF CONSOLIDATION²



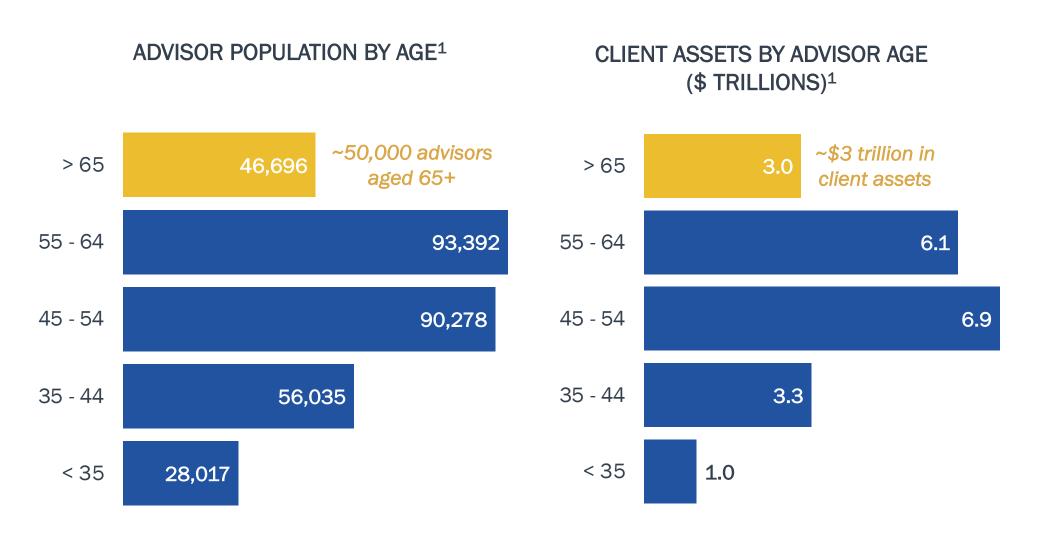


¹ Envestnet Industry Trends (June 2019). Based on Cerulli 2017 data.

² Cerulli US RIA Marketplace (2019) – based on a survey of US RIAs.

1

Advisor demographics necessitate transition...

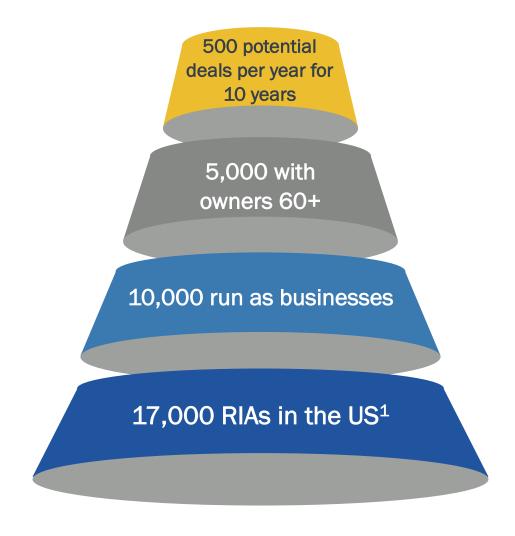


There are almost 50,000 advisors aged 65+, managing over \$3 trillion in client assets¹





...Which results in a high backlog of opportunities

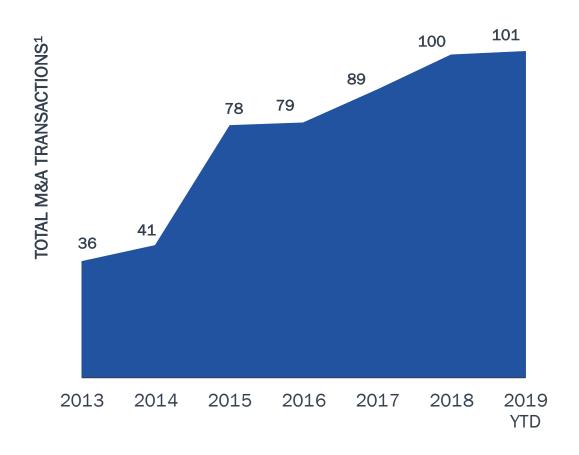


>>\$12bn

Total Capital Required Over
10 Years



M&A activity is accelerating...

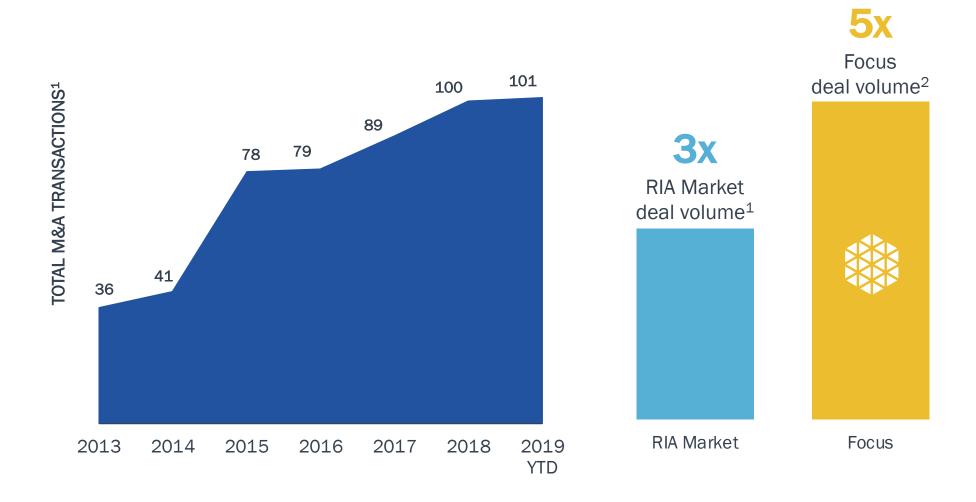


¹ DeVoe Deal Book Q3 2019. Transactions involving pure RIAs (excluding hedge funds, IBDs, mutual fund companies and other companies that are not operating as traditional RIA firms) with assets under management >\$100m.

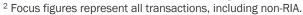




...And Focus is outpacing the market



¹ DeVoe Deal Book Q3 2019. Transactions involving pure RIAs (excluding hedge funds, IBDs, mutual fund companies and other companies that are not operating as traditional RIA firms) with assets under management >\$100m.





Value Proposition ••• Sourcing

Investment & Due-Diligence Process





2) Focus has an attractive value proposition



Value-Added Services



Independence





Permanent Capital





2)...Which creates a competitive moat



FOCUS

Independence

Value-Added Services

Permanent Capital

PRIVATE EQUITY

- Temporary capital
- Lack of valueadd capabilities
- Loss of control

BANKS

- Loss of independence
- Poor track record
- Cross-selling pressure

PLATFORMS

- Ever changing model
- Service provider versus partner

LARGE RIAs

- Limited capital
- Loss of autonomy

INTERNAL SALE

- Low liquidity
- Long time frame



) Focus has a first-mover advantage in deal sourcing

Our Team

35+

Business Development and Relationship Management 9

Legal and Regulatory

6
Technology and Operations

10+

Financial Diligence

Our Outreach¹

47,000+
outbound contacts
per year

1,000+

meetings per year

> 34 YTD

transactions²

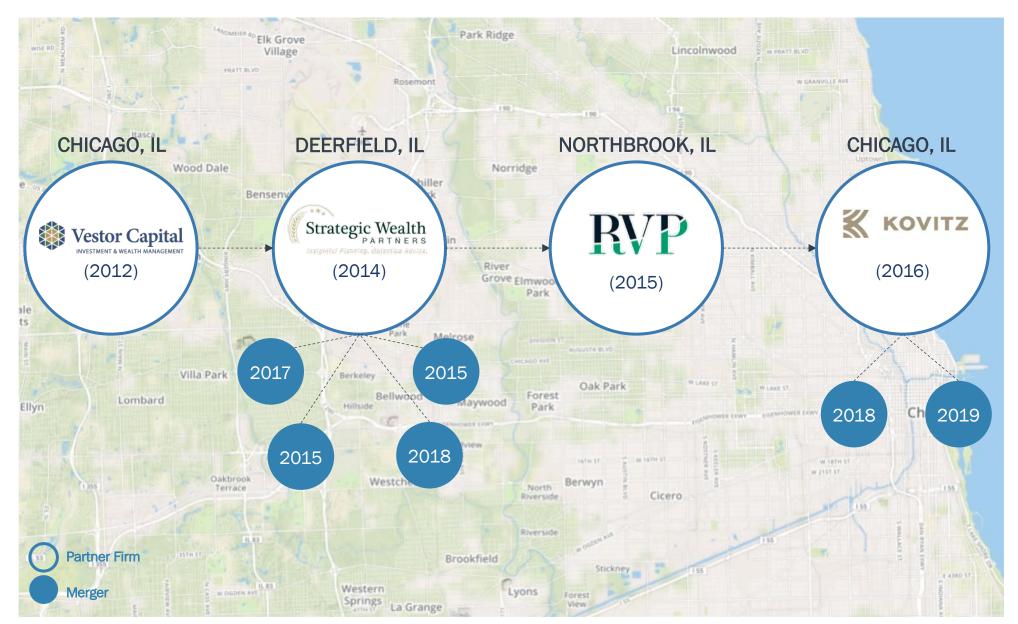


¹ Methodology: Uses internal PractiFi information from Q2 2019 and Q3 2019. "Outbound Contact" defined as recorded emails & voicemails. "Meetings" only includes documented meetings.

² As of November 20, 2019.

2

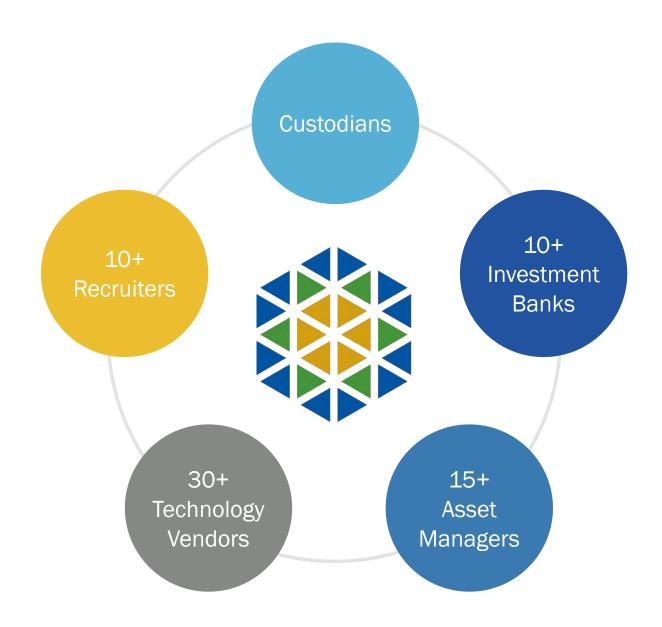
Our partner firm relationships create opportunities...







2)...As do centers of influence





A screening process honed over nearly 200 transactions...

Business

- ✓ Cultural fit
- Operational strengths
- ✓ Reputation
- ✓ Geographic presence

Leadership

- ✓ Partnership structure
- ✓ Partner expertise
- ✓ Next-gen talent
- ✓ Advisor team

Financials

- ✓ High profitability
- ✓ High productivity
- ✓ Growth potential

Client Base

- ✓ Number
- ✓ Type/mix
- ✓ Low concentration risk
- ✓ Retention
- √ Services utilized

Regulatory

- ✓ Compliance culture
- Past examinations and issues
- ✓ Current SEC hot topics



...Which results in finding the right home for each firm...

Partner Firm

- ✓ Regional or market leader
- ✓ Multi-generational leadership talent
- ✓ Infrastructure to support growth
- ✓ Platform for future mergers

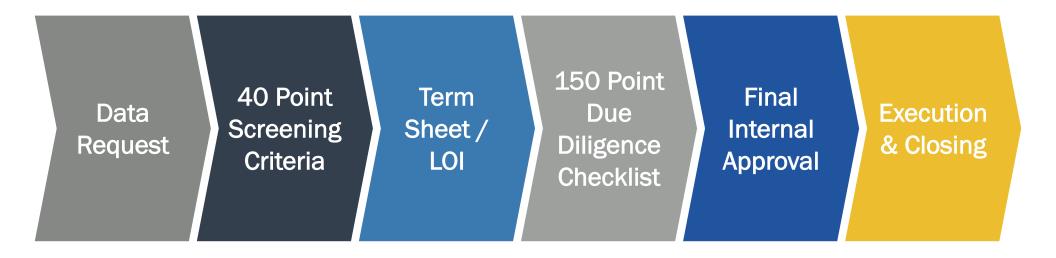
Merger

- Complementary service offering
- Strategic and/or geographic expansion
- Focus on client service versus back office
- ✓ Cultural alignment





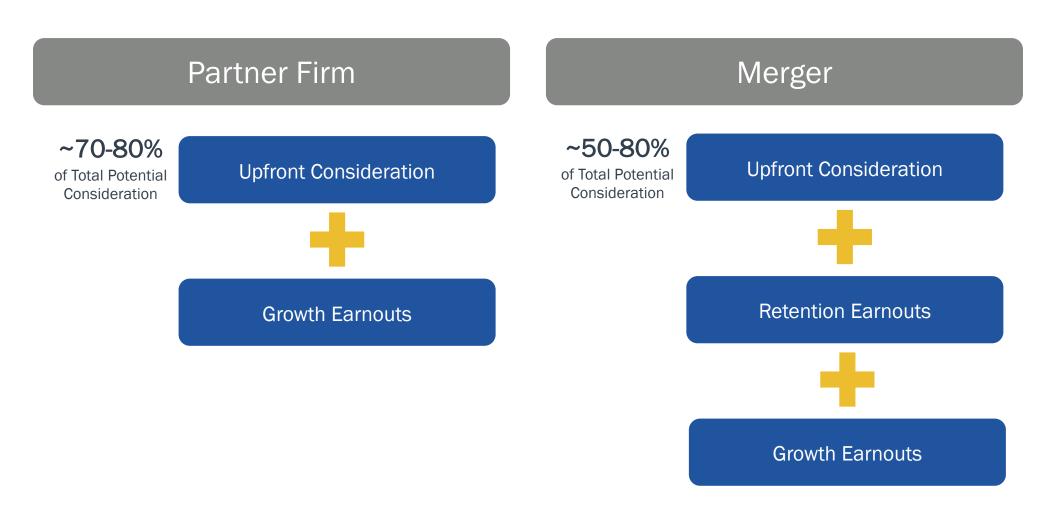
2)...And is tested by our rigorous investment process







...All while maintaining a uniform economic structure





Case Study¹



1898

Founded

2018

Focus Partner Since

Cincinnati, OH

Headquarters

\$6.0bn

Regulatory Assets Under Management²



Kelley Downing
President &
Chief Executive Officer

¹ We have 63 partner firms located across the United States, as well as the United Kingdom, Canada and Australia. Bartlett Wealth Management's results may not be representative of our other partner firms and are not necessarily indicative of Bartlett Wealth Management's future performance.







Future Growth





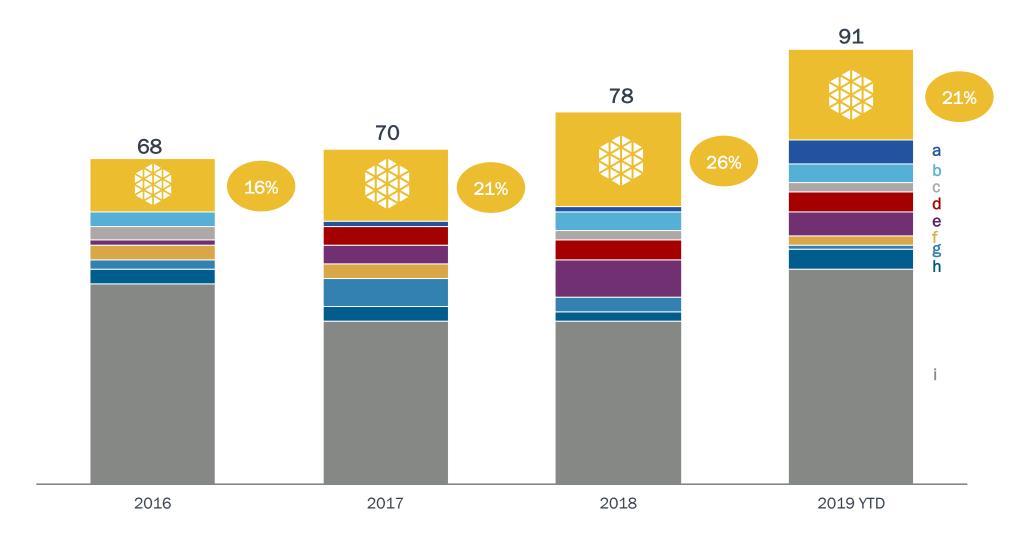
Our model has withstood the test of time...





...Resulting in share leadership as M&A has accelerated...

NUMBER OF TRANSACTIONS PER YEAR^{1,2}



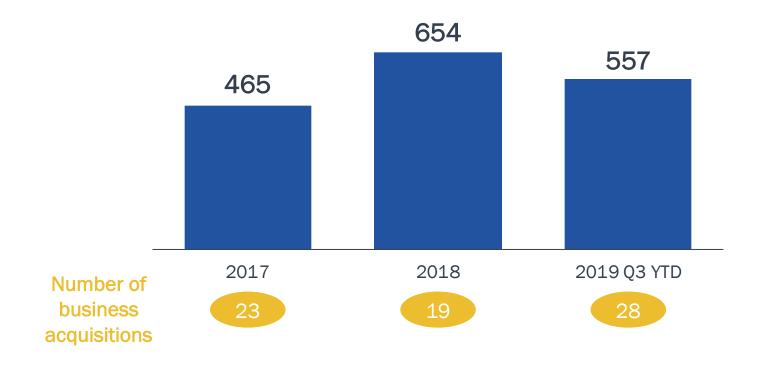
¹ Fidelity Wealth Management M&A Transaction Report 2016, 2017, 2018 & September 2019. Includes US RIA transactions over \$100m AUM (does not include wirehouse liftouts, family office transactions or international transactions). Year is based on announcement date.



² A - Mariner, B - Wealth Enhancement Group, C - Kestra Financial, D - Captrust, E - Mercer Advisors, F - Goldman Sachs / United Capital, G - Dynasty, H - Hightower, I - Other.

...Supported by consistent capital deployment...

TOTAL CONSIDERATION FOR BUSINESS ACQUISITIONS^{1,2} (\$ MILLIONS)





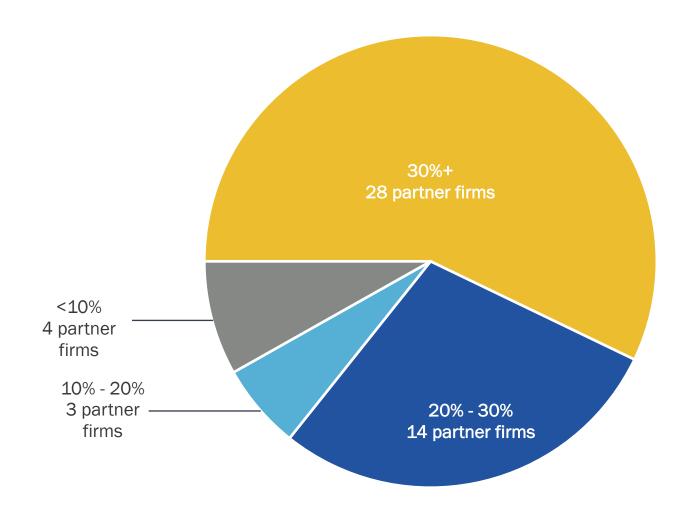
¹ As of September 30, 2019.

² Business acquisitions as defined under GAAP.



... That generates levered IRRs well above our target

PARTNER FIRMS LEVERED IRR¹ DISTRIBUTION



Weighted Average Levered IRR: >25%

85%+ of Firms
Generate Levered IRR
in Excess of 20%



¹ Based on the 49 firms that were with us for at least 2 years as of September 30, 2019. Reflects Focus capital structure as of September 30, 2019, based on 5% pre-tax cost of debt and 27% tax rate offset by tax intangibles generated by partner firms since joining Focus. Capital deployed based on cash and stock consideration since inception. Terminal value based on each partner firm's respective weighted average acquired Adjusted EBITDA multiple, inclusive of mergers, multiplied by O3 2019 LTM Adjusted EBITDA and O3 2019 run-rate Adjusted EBITDA for firms that completed an M&A transaction within the past 12 months.

Our disciplined approach facilitates access to low cost capital

Deal discipline and rigorous diligence

Thoughtful and strategic merger rationale

Invest in premier, highquality partners

Add value through strategic solutions

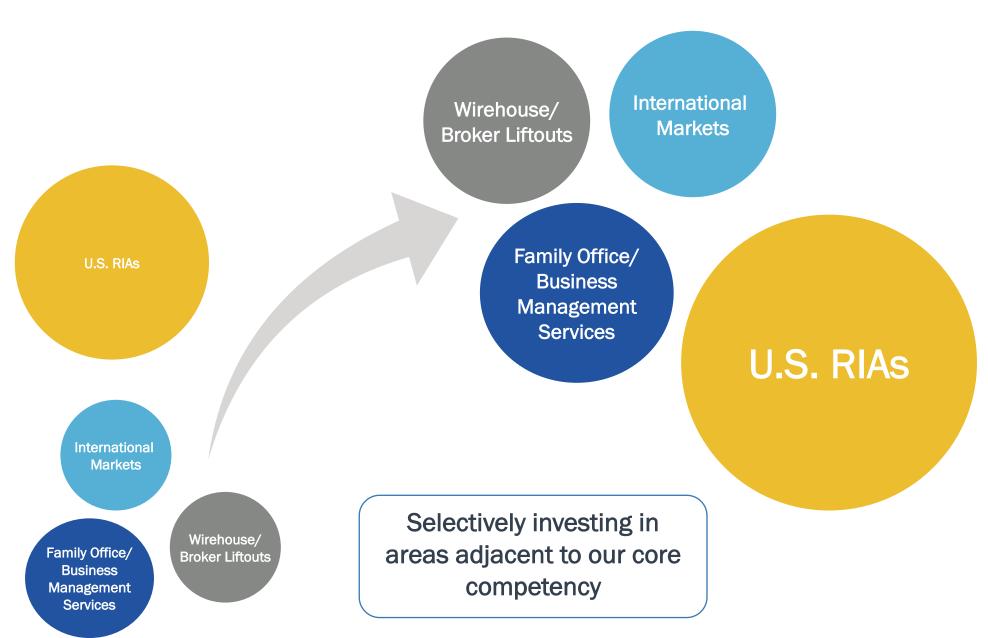
Access to Low Cost Debt Capital



- √\$350m term loan raise (July 2019)
- √L + 250
- **√**99.75
- ✓ Upsized from \$300m to \$350m due to demand



3) We have substantial opportunities for growth...

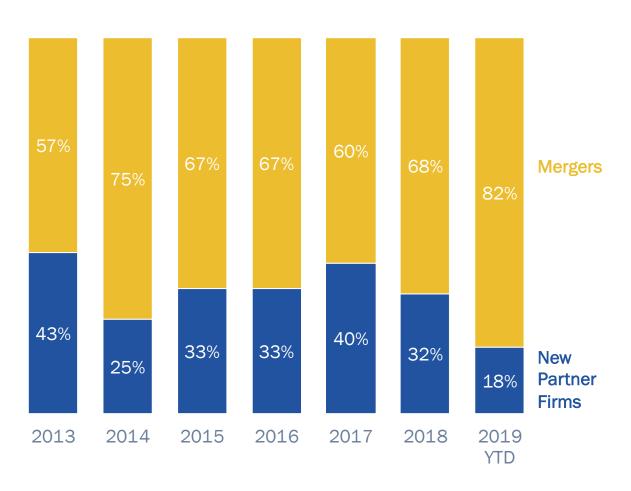






...And mergers will remain important in driving growth

FOCUS TRANSACTIONS¹



50%+
Of Our Firms Have Done a
Merger



Case Study¹



1994

Founded

2007

Focus Partner Since

St. Louis, MO

Headquarters

\$34.6bn

Regulatory Assets Under Management²



Alex Potts
Chairman, Buckingham
Strategic Partners



¹ We have 63 partner firms located across the United States, as well as the United Kingdom, Canada and Australia. Buckingham's results may not be representative of our other partner firms and are not necessarily indicative of Buckingham's future performance.

² Collective RAUM of Buckingham Strategic Wealth of \$15.5bn as shown on its Form ADV as of October 18, 2019 and of BAM Advisory Services of \$19.1bn on its Form ADV as of October 29, 2019. BAM Advisory Services also reports and additional \$15.02bn in assets under management or administration in Part II of its Form ADV.

Increasing M&A
Opportunity



Value Proposition



Track Record

2025

Vision:

~\$3.5

billion revenues

~\$840

million Adjusted EBITDA¹

~100

partner firms

¹ Non-GAAP Financial Measure. We are not providing a quantitative reconciliation of the forward-looking estimate of Adjusted EBITDA to its most directly comparable GAAP financial measure because such GAAP measure is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties, such as items noted under the heading "Disclosure – Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.





Q&A WITH FOCUS MANAGEMENT TEAM

VISION for VISIONARIES.



LUNCH 11:45AM - 12:15PM





PARTNER PANEL DISCUSSION

VISION for VISIONARIES.

Partner panel discussion



Scott HolsoppleFocus Financial Partners



Melissa Bouchillon Sound View Wealth Advisors



Ben JamesEscala Partners



Todd Gelfand Gelfand, Rennert & Feldman



Jeff SchweonWilliams Jones Wealth Management





Q&A WITH PARTNERS





CLOSING REMARKS



Our bold vision is achievable

Today

\$1.1

billion revenues¹

\$241

million Adjusted EBITDA^{1,2}

63

partner firms³



Large market opportunity

Sustainable competitive advantage

Track record of success

2025

Vision:

~\$3.5

billion revenues

~\$840

million Adjusted EBITDA⁴

~100

partner firms

⁴ Non-GAAP Financial Measure. We are not providing a quantitative reconciliation of the forward-looking estimate of Adjusted EBITDA to its most directly comparable GAAP financial measure because such GAAP measure is difficult to reliably predict or estimate without unreasonable effort due to its dependency on future uncertainties, such as items noted under the heading "Disclosure – Special Note Regarding Forward-Looking Statements." In addition, we believe such a reconciliation could imply a degree of precision that might be confusing or misleading to investors.



¹03 2019 LTM.

² Non-GAAP Financial Measure. See Appendix for reconciliations.

³ As of November 20, 2019.



THANK YOU

VISION for VISIONARIES.

11.20.2019

Appendix

Net Income (Loss) to Adjusted EBITDA Reconciliation

													Three months ended					Nine months ended				Trailing 4-Quarters ended			
(\$ in thousands)	2013		.3 2014		2014 2015		2016 2		2017 2		2018	September 30, 2018		September 30, 2019		September 30, 2018		September 30, 2019		September 30, 2018		Sept	ember 30, 2019		
Net income (loss)	\$ 8,677		\$	11,996	\$	9,321	\$	15,722	\$	(48,359)	\$	(41,087)	\$	(38,924)	\$	392	\$	(58,634)	\$	666	\$	(68,324)	\$	18,213	
Interest income		(80)		(104)		(90)		(88)		(222)		(1,266)		(432)		(291)		(809)		(827)		(957)		(1,284)	
Interest expense		7,297		6,994		9,977		21,327		41,861		56,448		12,996		15,852		45,480		43,135		60,003		54,103	
Income tax expense (benefit)		975		212		649		981		(1,501)		9,450		3,745		(3,905)		5,667		(3,701)		2,885		82	
Amortization of debt financing costs		1,267		1,599		1,770		2,482		4,084		3,498		828		919		2,716		2,483		4,074		3,265	
Intangible amortization and impairments		29,910		28,549		35,421		50,942		64,367		90,381		23,616		34,898		65,400		94,860		83,747		119,841	
Depreciation and other amortization		4,259		4,667		5,327		5,680		6,686		8,370		2,077		2,797		6,121		7,535		7,981		9,784	
Non-cash equity compensation expense		3,277		4,319		13,537		8,520		34,879		44,468		24,057		4,276		31,612		13,375		35,092		26,231	
Non-cash changes in fair value of																									
estimated contingent consideration		1,239		7,395		(160)		(1,143)		22,294		6,638		10,564		14,435		28,879		25,696		43,946		3,455	
Gain on sale of investment		_		_		_		_		_		(5,509)		_		_		(5,509)		_		(5,509)		_	
Loss on extinguishment of borrowings		_		_		_		_		8,106		21,071		7,060		_		21,071		_		21,071		_	
Other expense (income), net		(1,104)		328		(310)		(1,385)		3,191		2,350		525		(9)		229		695		214		2,816	
Delayed offering cost expense		_		_		_		_		9,840		_		_		_		_		_		_		_	
Management contract buyout		_		1,800		_		_		_		_		_		_		_		1,428		_		1,428	
Other one-time transaction expenses(1)		_										8,590		6,969				6,969		1,486		6,969		3,107	
Adjusted EBITDA	\$	55,717	\$	67,755	\$	75,442	\$	103,038	\$	145,226	\$	203,402	\$	53,081	\$	69,364	\$	149,192	\$	186,831	\$	191,192	\$	241,041	



Net Income (Loss) to Adjusted Net Income and Adjusted Net Income Per Share Reconciliation

* Refer to the next slide for footnotes

			Full '	Year			Three mo	nths ended	Nine mon	ths ended	Trailing 4-Quarters ended				
	2013	2014	2015	2016	2017	2018	September 30, 2018	September 30, 2019	September 30, 2018	September 30, 2019	September 30, 2018	September 30, 2019			
(\$ in thousands, except share and per share data)										-					
Net income (loss)	\$ 8,677	\$ 11,996	\$ 9,321	\$ 15,722	\$ (48,359)	\$ (41,087)	\$ (38,924)	\$ 392	\$ (58,634)	\$ 666	\$ (68,324)	\$ 18,213			
Income tax expense (benefit)	975	212	649	981	(1,501)	9,450	3,745	(3,905)	5,667	(3,701)	2,885	82			
Amortization of debt financing costs	1,267	1,599	1,770	2,482	4,084	3,498	828	919	2,716	2,483	4,074	3,265			
Intangible amortization and impairments	29,910	28,549	35,421	50,942	64,367	90,381	23,616	34,898	65,400	94,860	83,747	119,841			
Non-cash equity compensation expense	3,277	4,319	13,537	8,520	34,879	44,468	24,057	4,276	31,612	13,375	35,092	26,231			
Non-cash changes in fair value of															
estimated contingent consideration	1,239	7,395	(160)	(1,143)	22,294	6,638	10,564	14,435	28,879	25,696	43,946	3,455			
Gain on sale of investment	-	_	_	_	_	(5,509)	_	_	(5,509)	_	(5,509)	_			
Loss on extinguishment of borrowings	_	_	_	_	8,106	21,071	7,060	_	21,071	_	21,071	_			
Delayed offering cost expense	-	_	_	_	9,840	_	_	_	_	_	_	_			
Management contract buyout	-	1,800	_	_	_	_	_	_	-	1,428	-	1,428			
Other one-time transaction expenses (1)		_	_	_	2,843	11,529	7,535	_	7,535	1,486	7,535	5,480			
Subtotal	45,345	55,870	60,538	77,504	96,553	140,439	38,481	51,015	98,737	136,293	124,517	177,995			
Pro forma tax (27%) (2)	(12,243)	(15,085)	(16,345)	(20,926)	(26,069)	(37,919)	(10,390)	(13,774)	(26,659)	(36,799)	(33,620)	(48,059)			
Tax adjustments (2)(3)	5,455	5,919	8,080	11,991	16,217	22,828	6,040	8,407	16,521	23,100	21,172	29,407			
Adjusted Net Income	\$ 38,557	\$ 46,704	\$ 52,273	\$ 68,569	\$ 86,701	\$ 125,348	\$ 34,131	\$ 45,648	\$ 88,599	\$ 122,594	\$ 112,069	\$ 159,343			
Adjusted Shares Outstanding (4)	71.843.916	71,843,916	71,843,916	71,843,916	71,843,916	71,960,540	74,055,933	73,371,137	72,557,403	73,340,592					
Adjusted Net Income Per Share	\$ 0.54					\$ 1.74	\$ 0.46		\$ 1.22	\$ 1.67					
Augusta Not moomo i oi onaro	<u> </u>	Ψ 0.00	Ψ 0.15	Ψ 0.55	Ψ 1.21	Ψ 1.14	Ψ 0.40	<u> </u>	Ψ 1.22	Ψ 1.01					
Calculation of Adjusted Shares Outstanding(4):															
Weighted average shares of Class A common															
stock outstanding—basic (5)	_	_	_	_	_	43,122,782	42,351,043	47,044,507	42,351,043	46,653,820					
Adjustments:															
Shares of Class A common stock issued in															
connection with the IPO and Reorganization Transactions (6)	42,529,651	42,529,651	42,529,651	42,529,651	42,529,651	_	_	_	_	_					
Weighted average incremental shares of Class A common stock															
related to stock options and unvested Class A common stock (7)	_	_	_	_	_	102,549	130,411	14,106	130,411	15,773					
Weighted average Focus LLC common units outstanding (8)	22,499,665	22,499,665	22,499,665	22,499,665	22,499,665	22,630,668	22,695,798	22,275,034	22,565,761	22,513,950					
Weighted average common unit equivalent of															
Focus LLC incentive units outstanding (9)	6,814,600	6,814,600	6,814,600	6,814,600	6,814,600	6,104,541	8,878,681	4,037,490	7,510,188	4,157,049					
Adjusted Shares Outstanding (4)	71,843,916	71,843,916	71,843,916	71,843,916	71,843,916	71,960,540	74,055,933	73,371,137	72,557,403	73,340,592					



Net Income (Loss) to Adjusted Net Income and Adjusted Net Income Per Share Reconciliation

* These footnotes refer to the table on the prior page

- 1. Represents one-time expenses primarily related to an acquisition and our IPO and Reorganization Transactions. Refer to our 10-Q and 10-K filings for additional details.
- 2. For periods ended prior to the closing of the IPO and consummation of the related Reorganization Transactions on July 30, 2018, certain tax related adjustments are being made for comparative purposes only.
- 3. As of September 30, 2019, the estimated tax adjustments from intangible asset related income tax benefits from closed acquisitions based on a pro forma 27% tax rate for the next 12 months is \$34.5 million.
- 4. For periods ended prior to the closing of the IPO and the consummation of the Reorganization Transactions on July 30, 2018, the Adjusted Shares Outstanding are deemed to be outstanding for comparative purposes only.
- 5. Represents our GAAP weighted average Class A common stock outstanding basic.
- 6. The issuance of Class A common stock that occurred upon closing of the IPO and the consummation of the Reorganization Transactions on July 30, 2018 is assumed to have occurred as of January 1, 2013 for comparative purposes.
- 7. Represents the incremental shares related to stock options and unvested Class A common stock as calculated under the treasury stock method.
- 8. Assumes that 100% of the Focus LLC common units were exchanged for Class A common stock.
- 9. Assumes that 100% of the vested and unvested Focus LLC incentive units were converted into Focus LLC common units based on the closing price of our Class A common stock at the end of the respective period and such Focus LLC common units were exchanged for Class A common stock. For the periods ending prior to July 30, 2018, the conversion to Focus LLC common units was based on the \$33.00 IPO price.



Reconciliation of Cash Flow Available for Capital Allocation

		Three months ended															ended				
(\$ in thousands)		ec. 31, 2017	March 31, 2018		June 30, 2018		Sept. 30, 2018		Dec. 31, 2018		March 31, 2019		June 30, 2019		Sept. 30, 2019		ept. 30, 2018	Sept. 30, 2019			
Net cash provided by operating activities	\$	7,361	\$ 12,725	\$	\$ 24,427	\$	49,066	\$	19,701	\$	\$ 15,913	\$	39,305	\$	74,702	\$	93,579	\$ 149,62	1		
Purchase of fixed assets		(2,004)	(2,312)		(2,117)		(1,897)		(2,780)		(1,875)		(8,185)		(10,698)		(8,330)	(23,53	8)		
Distributions for unitholders		(586)	(138)		(368)		(802)		(1,436)		(596)		(11,138)		(3,491)		(1,894)	(16,66	1)		
Payments under tax receivable agreements		_	_		_		_		_		-		_		_		_	-	_		
Adjusted Free Cash Flow	\$	4,771	\$ 10,275	\$	21,942	\$	46,367	\$	15,485	\$	13,442	\$	19,982	\$	60,513	\$	83,355	\$ 109,42	2		
Portion of contingent consideration paid																					
included in operating activities(1)		793	1,468		1,648		4,574		3,572		9,170		4,012		825		8,483	17,57	9		
Cash Flow Available for Capital Allocation(2)	\$	5,564	\$ 11,743	\$	23,590	\$	50,941	\$	19,057	\$	22,612	\$	23,994	\$	61,338	\$	91,838	\$ 127,00	1		
				_																	



Trailing 4-Quarters

¹ A portion of contingent consideration paid is classified as operating cash outflows in accordance with GAAP, and therefore is a reconciling item to arrive at Cash Flow Available for Capital Allocation.

² Cash Flow Available for Capital Allocation excludes all contingent consideration that was included in either operating, investing or financing activities of our consolidated statements of cash flows.