

# PRAETORIAN CAPITAL

# Disclaimer

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

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

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

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

Performance information is presented net of incentive allocation, management fees and expenses. Performance for an individual investor could be different due to timing of investments, participation in a side pocket portfolio, and fee arrangements. The performance information herein has been prepared by the Manager and has not been independently audited or verified. The use of a different methodology for preparing, calculating, or presenting returns may lead to different results and such differences may be material. As with any investment vehicle, **past performance cannot assure any level of future results.**

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

Sharpe Ratio is a measure that indicates the average return minus the risk-free return divided by the standard deviation of return on an investment. The Sortino Ratio is a risk-adjustment metric used to determine the additional return for each unit of downside risk. It is computed by first finding the difference between an investment’s average return rate and the risk-free rate. The result is then divided by the standard deviation of negative returns.

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

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

## Seeking *absolute* returns through *inflection investing*



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

# Firm Overview



## Alpha at Inflections

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



## Concentration

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



## Flexibility

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



## Actively Managed and Unhedged

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

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



# The Hedge Fund Problem

## Typical hedge funds:



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



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



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



Use **marketing catchphrases** to garner assets

# The Praetorian Solution



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



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



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

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

# Inflection Investing

---

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

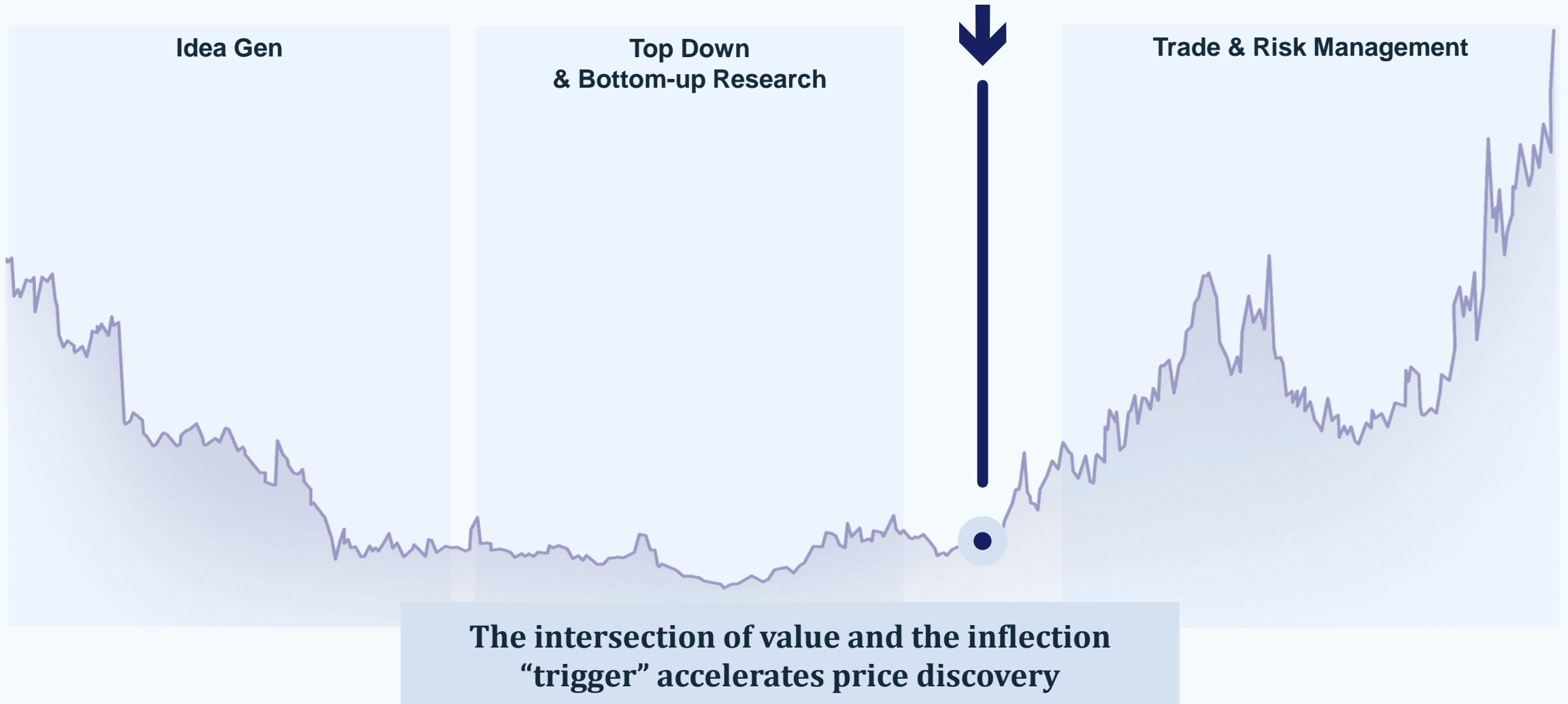
*through inflection investing*





# The “Classic” Inflection Process

## The Inflection Trigger / Catalyst



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



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



## Macro Inflections



### Thematic tailwinds

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



### Cycle changes

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



## Event-Driven Inflections



### Company Transformations

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



### Idiosyncratic Special Situations

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



**Longer-term  
Inflections**



**Event-Driven  
Trading**



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

# Process Driven Results



## Our consistent media presence gives us



**Potential to influence corporate strategy**



**Proprietary access to industry experts**



**Ability to draw investor interest to our core inflection themes**

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

# Our Media Megaphone

Industry experts frequently reach out to share insights

**151,000+**

Twitter followers and growing\*

**21,500+**

Free subscribers reading market commentary at Kuppy's Korner

**250+**

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

\* Praetorian has elected a 506(c) designation, allowing us additional flexibility on our media and marketing exposure. All statistics are as of September 15, 2023. References made to awards/industry affiliations are not an endorsement by any third party to invest with the funds managed by Praetorian and are not indicative of future performance. Investors should not rely on awards for any purpose and should conduct their own review prior to investing. Twitter followers total includes the combined followers of the official Twitter accounts of Praetorian Capital, Kuppy's Korner, and Harris Kupperman's personal Twitter account. Some followers may be duplicates who follow multiple of the accounts listed above.

# Building Institutional Quality

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



Other funds pay for  
their volatility.  
*We get paid for ours.*

---

PRAETORIAN  
CAPITAL



## How does Praetorian fit into your portfolio?

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

We are *contrarian* and *uncorrelated*.

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

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

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

**We get paid for our volatility.**  
Sortino: 3.35   Sharpe: 1.36

# Principal Bios



## Harris Kupperman

*Founder & Chief Investment Officer*

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

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

Harris holds a **Series 3 license**.



## Paul Zavaliy, CPA

*Chief Financial Officer & Chief Compliance Officer*

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

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

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

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

# Principal Bios



## Aaron Buble

### *Chief Operating Officer*

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

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

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



## Nick Cousyn

### *Director of Client Relations*

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

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

Nick holds a **Series 3 license.**

# Organizational Structure

**Harris Kupperman**

Founder & Chief Investment Officer

## Investment Team

**Osman Poroy**  
Research Analyst

**Brandon Coffin**  
Research Analyst

**Michael Haddad**  
Research Analyst

**Sam Serio**  
Research Analyst

## Operations

**Aaron Bubley**  
Chief Operating Officer

**Nick Cousyn**  
Director of Client Relations

**Max Wiethe**  
Media and Marketing

**Lauren Cousyn**  
Operations Manager

**Lida McDermott**  
Office Manager

## Accounting & Compliance

**Paul Zavaliy, CPA**  
Chief Financial Officer & Chief  
Compliance Officer

**Wes Cooper, CPA**  
Advisor & Special Projects

**Kate Cooper, CPA**  
Bookkeeper

# Portfolio Metrics

	Longs	Shorts
Targeted Exposure	60% to 120% gross	0 to 40% gross
Portfolio Cap *	150% gross	150% gross
Industry Cap *	35% at cost	N/A
Individual Company Cap *	20% at cost	N/A
Targeted Market Cap	< \$5B	> \$1B
Targeted Holding Period — Core	3-36 months	<18 months
Targeted Holding Period — Active	< 3 months	< 3 months

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

# Investment Terms

<b>Firm-wide AUM</b> (as of August 2023) *	<b>\$253,271,000</b>
<b>Minimum Investment — Onshore</b>	<b>\$5,000,000</b>
<b>Minimum Investment — Offshore</b>	<b>\$500,000</b>
<b>Minimum Incremental Investment</b>	<b>\$25,000</b>
<b>Subscriptions</b>	<b>Monthly</b>
<b>Redemptions</b>	<b>Monthly with 30 days notice</b>
<b>Terms</b>	<b>1.25% Management Fee 20% Incentive Allocation</b>
<b>High Water Mark</b>	<b>Yes</b>

\* Firm-wide AUM as included above is unaudited and represents an estimated balance of the PCF LLC net assets as of the end of the month before next month capital activity. For illustrative purposes only as a basis for further discussion and subject to change. Final terms set forth in written agreement will prevail.

# Structure & Service Providers

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



# Historical Performance

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

Year	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Full Year
<b>2023</b>	<b>5.91%</b>	<b>-2.70%</b>	<b>-4.99%</b>	<b>0.01%</b>	<b>0.33%</b>	<b>7.63%</b>	<b>10.42%</b>	<b>-0.42%</b>					<b>16.27%</b>
2022	2.76%	3.92%	8.21%	-6.36%	2.97%	-12.57%	11.97%	-2.51%	-8.67%	14.96%	-1.37%	1.66%	<b>11.95%</b>
2021	13.76%	18.12%	8.40%	5.82%	10.54%	5.98%	-1.58%	3.00%	8.36%	15.19%	-0.01%	6.30%	<b>142.87%</b>
2020	-24.62%	-7.18%	-15.98%	53.56%	-4.55%	5.23%	22.71%	10.22%	-4.38%	20.03%	32.50%	23.01%	<b>129.49%</b>
2019	-1.31%	-1.33%	7.71%	8.82%	0.63%	-2.81%	-3.18%	-8.08%	2.93%	-13.10%	4.26%	24.09%	<b>14.97%</b>

### Praetorian Capital Fund LLC (Onshore)

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



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

\* Unaudited net return data for Praetorian Capital Fund LLC ("PCF LLC") is estimated, net of all fees and expenses (using the expense structure in place at the time, which was: a maximum of 2% expenses from inception on January 1, 2019 through December 31, 2020, and 1.25% management fee since January 1, 2021). Praetorian Capital Offshore Ltd. ("PCO Ltd."), an affiliated feeder fund to the PCF LLC, has been subject to the 1.25% management fee since its inception date of October 1, 2021. Incentive allocation of 20% is subject to the high-water-mark provision, is accrued monthly, and crystallized yearly. Incentive allocation is included in the net return calculations presented above. PCO Ltd.'s monthly performance results may have slight discrepancies, as compared to the results of PCF LLC, due to differences in fund-level expenses; and inception-to-date results will differ between the funds due to different inception dates. No investor has achieved these precise results. Chart is for illustrative purposes that includes a hypothetical initial investor balance and is intended to provide a basis for further discussion. Individual investor's return may differ due to timing of contribution, management fees, incentive allocation, and participation in a side pocket portfolio. Please refer to page 2 for full disclaimer.

# PRAETORIAN CAPITAL

[Info@PraCap.com](mailto:Info@PraCap.com)

[www.PraCap.com](http://www.PraCap.com)