



Baar-Zug, 13 April 2010

Invitation to the annual general meeting of Partners Group Holding AG

Dear shareholder

We are pleased to invite you to the annual general meeting of Partners Group Holding AG, to be held on 6 May 2010 at 4 pm at the Partners Group head office, Zugerstrasse 57, 6341 Baar-Zug, Switzerland.

Agenda and proposals of the board of directors

1. Approval annual report 2009

Presentation of the annual report 2009 and the group as well as statutory auditor's reports. The board of directors proposes the approval of the annual report 2009 including the consolidated financial statements and the statutory financial statements.

2. Use and allocation of earnings

The board of directors proposes that from the available earnings of CHF 396'627'270, CHF 120'150'000 will be distributed to shareholders and CHF 276'477'270 be carried forward into the new period. The payment of the dividend of CHF 4.50 per share is scheduled for 14 May 2010. The shares will be traded ex dividend as of 10 May 2010.

3. Management compensation report

The board of directors has prepared a management compensation report for presentation to the shareholders, which discloses the compensation paid to the board of directors and the executive board during the financial year 2009. The board of directors proposes the approval of the management compensation report. The annual general meeting shall vote on whether this vote is carried out in aggregate or individually.

4. Share buyback and capital reduction

The board of directors proposes:

The board of directors is authorized to repurchase own shares by way of a public share buyback program via a second trading line at the SIX Swiss Exchange, in an amount of up to 10% of the share and voting capital, within a period of three years as from 6 May 2010. These repurchased shares shall be canceled. The actual amount of the share buyback shall be determined by the capital freely available to the company and in light of the market situation, according to the discretion of the board of directors. The necessary amendment of the articles of association (reduction of share capital) will be proposed to future general shareholders' meetings.

5. Amendment of the articles of association (Federal Intermediated Securities Act)

The board of directors proposes that the necessary changes resulting from the implementation of the new Federal Intermediated Securities Act (Bucheffectengesetz) as of 1 January 2010 be made to the articles of association (see attachment for details).

6. Discharge of the board of directors and the executive board

The board of directors proposes that discharge be granted to the members of the board of directors and the members of the executive board for their activities during the financial year 2009.

7. Elections to the board of directors

7a. Re-election of Alfred Gantner to the board of directors

The board of directors proposes that Alfred Gantner, from Flums resident in Oberägeri, be re-elected to the board of directors for a further term of three years.

7b. Re-election of Dr. Peter Wuffli to the board of directors

The board of directors proposes that Dr. Peter Wuffli, from Zumikon and Rothrist resident in Egg, be re-elected to the board of directors for a further term of three years.

8. Election of the group and statutory auditors

The board of directors proposes that KPMG AG, Zurich, be re-elected in both functions for a further term of one year.

9. Miscellaneous

Information Material

The annual report 2009 of the company was published on 15 March 2010 and is available electronically on the company's website (www.partnersgroup.com). The annual report 2009 including the consolidated financial statements and the statutory financial statements as well as the reports of the statutory and group auditors is also available for inspection at the company's registered office, Zugerstrasse 57, 6341 Baar-Zug, from 14 April 2010.

Admission Cards/Voting Documents

Shareholders registered as of 9 April 2010 receive all relevant material together with the invitation and, on request, also a personal admission card. All shareholders of Partners Group Holding AG registered as of 9 April 2010 are entitled to participate in the annual general meeting. Each share carries one vote. Shareholders who sell their shares prior to the annual general meeting are no longer entitled to participate and vote with respect to shares sold. Please note that share ledger will re-open on 7 May 2010.

Proxies

We are pleased to welcome you personally to the annual general meeting. If you are unable to attend, we recommend you arrange for representation (article 11 of the Articles of Association). We would like to draw your attention to the following:

- a) Shareholders may be represented by (i) a representative who needs not be a shareholder, (ii) a representative of the Company, (iii) their bank or (iv) lic. iur. Thomas Meili, Arnold Wehinger Kaelin & Ferrari, Gotthardstrasse 3, 6300 Zug, as independent shareholder representative according to Art. 689c CO.
- b) Should the independent shareholder representative not receive written voting instructions, he will vote in line with the proposals of the board of directors. Shareholders who sign the proxy form and send it to the company without designating a specific proxy will be represented by a proxy appointed by the company; your shares will then be voted according to the board of directors' proposals.
- c) The proxy declaration on the registration form must be completed, signed and returned to us no later than 27 April 2010.

Custodians within the meaning of Art. 689d CO are requested to inform Partners Group Holding AG, Zugerstrasse 57, 6341 Baar (Fax 041 768 85 58) of the number of shares represented by them by 4 May 2010 and to provide proof of their authorization as custodians to the reception by 6 May 2010 3.45 pm at the latest.

Registration

We kindly ask you to register your attendance at the annual general meeting using the registration form by 27 April 2010.

Reception

The reception is open from 3.30 pm on the day of the annual general meeting.

Shareholders are requested to present their admission cards at the entry desk.


Refreshments

The board of directors is pleased to invite the shareholders to refreshments following the annual general meeting.

On behalf of the company



Alfred Gantner
Executive Chairman



Dr. Cyrill Wipfli
Chief Financial Officer

Appendix: Amendment of the articles of association

Art. 4 Shares ~~Membership rights, cancelled obligation to print certificates, conversion~~

~~Registered shares are issued in the form of uncertificated securities. The shareholder may request at any time the issuance of a statement of shares attributed to him. However, the shareholder is not entitled to claim the printing, emission or delivery of certificates. The share capital is not documented, either in a global document or in certificates, individual documents or any other manner. The shareholders are not entitled to be issued share titles. Each shareholder may request from the Company that it issues a written confirmation regarding the shares owned by such shareholder.~~

~~The shares are held in custody in the form of intermediated securities. The issuer may withdraw all or part of the shares from the intermediated custody system.~~

~~The transfer of registered shares held as intermediated securities may only be effected pursuant to the Federal Intermediated Securities Act.~~

~~The issuer may at any time convert the shares held in the intermediated custody system from one form into another form (certificated security / global certificate / uncertificated security).~~

~~Membership rights are transferred by assignment. The same applies to establishing of a usufruct. The validity of such assignment is subject to notification of the Company. If shares are kept in terms of accounting by a bank on behalf of the shareholder, these shares may be transferred only with the bank's participation and may be pledged only in favor of such bank by way of a written contract of pledge. Notification of the Company is not required.~~

The shareholders' meeting may convert registered shares into bearer shares, or bearer shares into registered shares at any time by amendment of the articles of incorporation. By amendment of these articles of incorporation and subject to legal limitations, shares may also be consolidated into shares of greater nominal value or split into shares of smaller nominal value.

Art. 5 Register of shareholders and uncertificated securities ledger ~~Shareholder register~~

The board of directors maintains a shareholder register for registered shares in which the names and addresses, or company names and registered offices, as the case may be, of the owners and beneficiaries of shares are recorded. In all dealings with the Company, only those persons entered into the shareholder register as shareholders are considered

shareholders or beneficiaries. The Company recognizes only one representative per shareholder.

Transferees of shares will, upon request, be recorded in the shareholder register as shareholders with voting rights if they expressly declare that they have purchased these shares in their own name and for their own account. The board of directors may grant exceptions from this rule in connection with the trading of shares, for example with regard to the recording of persons holding shares in the name of third parties ("Nominees").

The board of directors may record such Nominees in the shareholder register as shareholders with voting rights for up to a maximum of 5% of the share capital entered in the commercial register. Beyond this limit, the board of directors may record Nominees as shareholders with voting rights in the shareholder register if any such Nominee discloses the names, addresses and shareholdings of the persons for account of whom it is holding 0.5% or more of the share capital entered in the commercial register. The board of directors shall enter into agreements with said Nominees with regard to the notification requirement, representation of the shares and exercise of the voting rights.

If the recording of a transferee is based on false representations, it may be deleted from the shareholder register once the transferee has been provided with the opportunity to be heard. The transferee must be informed of the deletion from the shareholder register.

Each shareholder must notify the Company of its domicile and any change thereof so that such change may be entered into the shareholder register.

The board of directors may keep a ledger that specifies the quantity and nominal value of the uncertificated securities issued by the Company together with the name of the shareholders.

The board of directors determines all competencies in connection with the keeping of the shareholder register as well as the prerequisites for recognizing persons as shareholders or beneficiaries with or without voting rights and the recording of such persons in the shareholder register. The board of directors decides who shall be entitled to keep the register for the uncertificated securities.