Exceptional companies
Excellent long-term performance

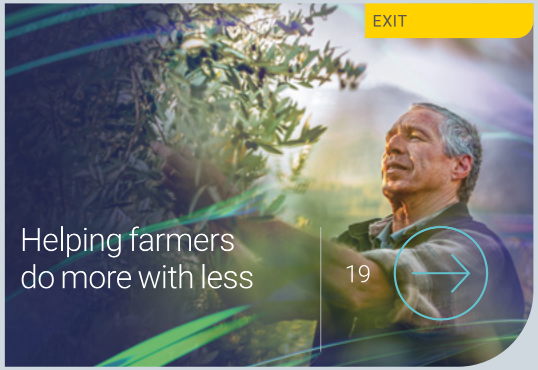
Pantheon International Plc Interim Report and Accounts 30 November 2022

PIP

Providing access to a diverse range of exceptional companies all over the world.

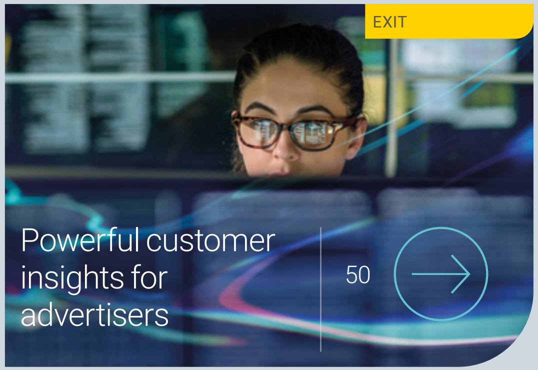
Long-term outperformance

Case study: Biolchim

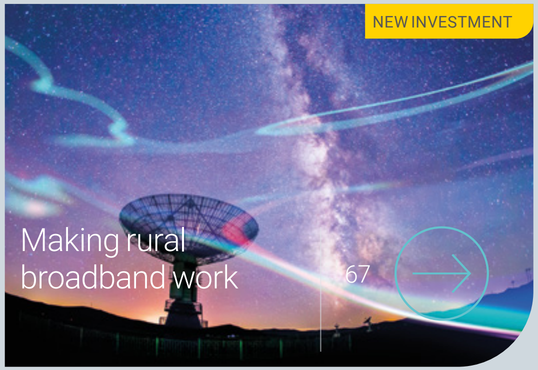


Case study: ShiftKey

Case study: MiQ



Case study: JSI



Case study: Nutrition 101

Contents

Retail investors advised by independent financial advisers

The Company currently conducts its affairs so that its shares can be recommended by independent financial advisers to retail private investors in accordance with the FCA's rules in relation to non-mainstream investment products.

The shares are excluded from the FCA's restrictions which apply to non-mainstream investment products because they are shares in a UK-listed investment trust.

Making the private, **public**

A share in PIP provides access to a high-quality diversified portfolio of private companies around the world that would otherwise be inaccessible to many investors. Shares in PIP can be bought and sold as they would in any other publicly listed company.

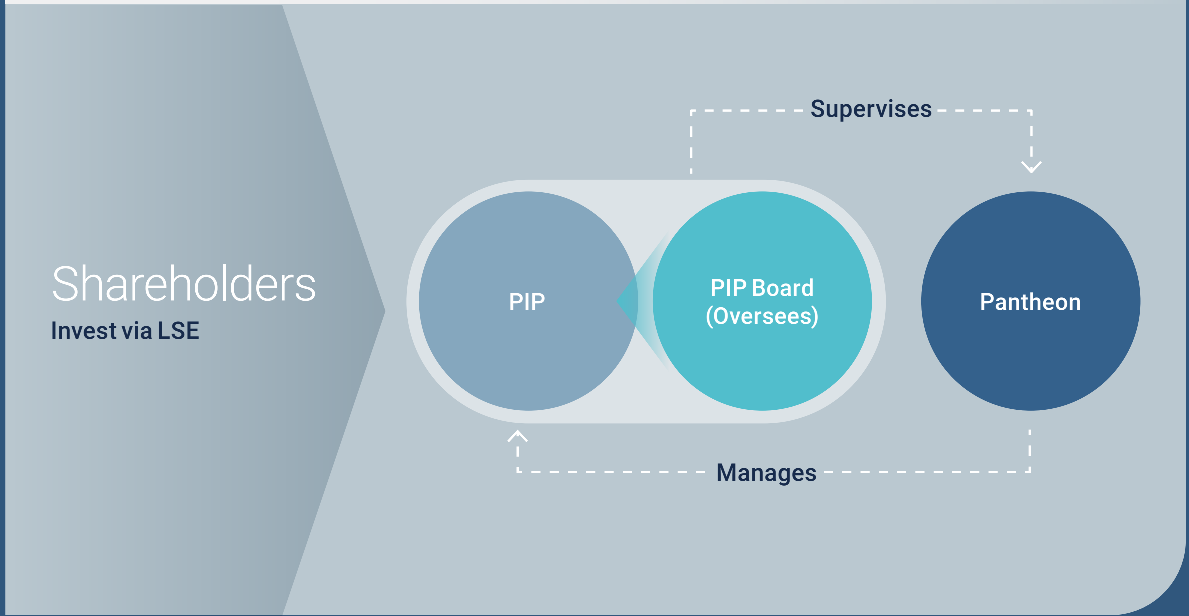
At a glance as at 30 November 2022

+4.0% NAV per share growth in the half year	**£2.5bn** Net asset value ("NAV")
-8.5% Share price change in the half year	**£1.4bn** Market capitalisation
+12.3% Average annual NAV growth since 1987 (Net of fees)	**1.24%** Association of Investment Companies ("AIC") ongoing charges[1]

PIP

Pantheon International Plc ("PIP" or the "Company") is a FTSE 250 private equity investment trust, actively managed by Pantheon, one of the leading private markets investment managers globally.

PIP is overseen by an independent Board of Directors who come from a range of backgrounds.



1 Including financing costs, PIP's total ongoing charges would be 1.54%. See page 109 of the Alternative Performance Measures section for calculations and disclosures.

At a glance

Managed by a **leading private equity investor**

Selecting, accessing and partnering with many of the best private equity managers globally with robust organisations, deep operational and sector expertise, and a proven investment strategy is key to achieving attractive returns.

US$88.9bn[1]
Assets under management

143[2]
Investment professionals

>960
Institutional investors globally

c.10,000
Private equity managers in Pantheon's database

10
Offices around the world

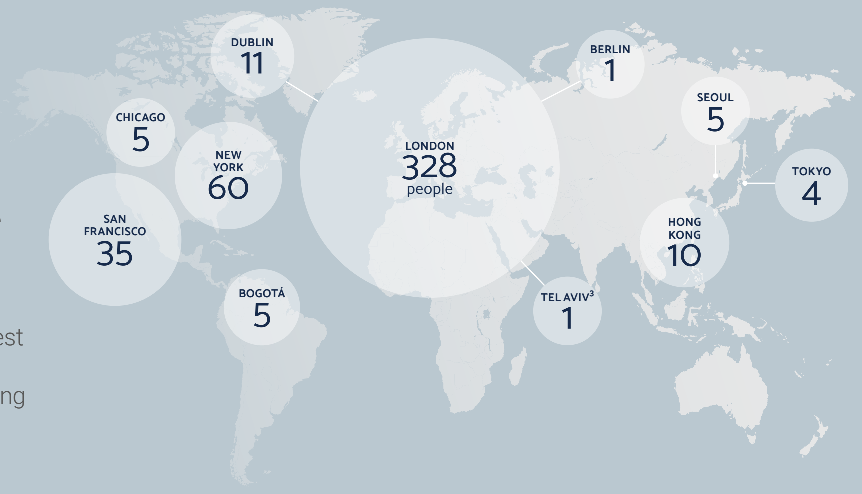
>585[2]
Advisory board seats held

1 As at 30 September 2022.
2 As at 31 December 2022.
3 A location from which executives of the Pantheon Group perform client service activities but does not imply an office.
4 United Nations Principles for Responsible Investment.
5 See the Awards Methodologies & Disclosures section on Pantheon's website for details regarding the awards mentioned: www.pantheon.com.

PANTHEON

Pantheon provides clients with access to its global network of relationships...

Over the past 40 years, Pantheon has built up an extensive network of relationships with private equity managers across the world. Thanks to Pantheon's privileged access, PIP is able to invest in invitation-only funds, co-invest directly in exciting private companies, and participate in attractive single-asset deals.



PRI Principles for Responsible Investment

15 years of UN PRI[4] membership, one of the first private equity signatories

Received 100% rating from UN PRI for private equity in 2021

Award-winning asset manager[5]

The Asset Management Awards 2022 Winner Diversity Award

Private Equity International Awards 2021

The Private Equity Awards 2022

Long-term outperformance

An outstanding track record: since its inception in 1987, PIP has outperformed the FTSE All-Share and MSCI World (Sterling) indices.

SINCE INCEPTION IN 1987

+12.3% p.a.
Average NAV per share growth (net of fees)[1]

+4.8% p.a.
NAV outperformance relative to the FTSE All-Share[1]

+3.9% p.a.
NAV outperformance relative to the MSCI World (Sterling)[1]

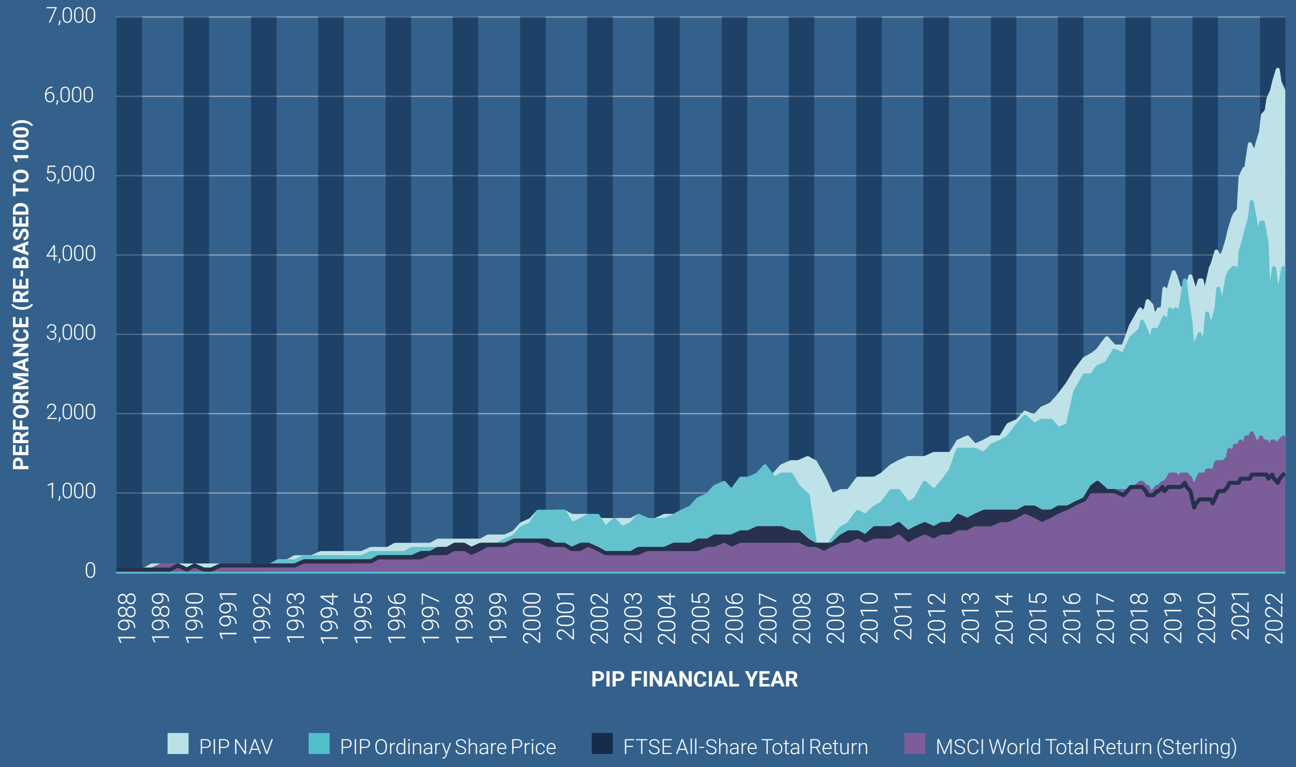
1 As at 30 November 2022.

PIP is one of the longest established private equity companies listed on the London Stock Exchange and has consistently outperformed its public market benchmarks.

Long-term outperformance

Maximising capital growth

PIP's long-term outperformance



PIP is one of the longest established private equity companies listed on the London Stock Exchange and has consistently outperformed its public market benchmarks.

Long-term outperformance

Maximising capital growth

PIP's objective is to maximise capital growth over the long term

Annualised performance as at 30 November 2022

	1 yr	3 yrs	5 yrs	10 yrs	Since inception
NAV per share	11.5%	18.8%	15.9%	14.4%	12.3%
Ordinary share price	-15.5%	5.2%	7.7%	12.1%	10.9%
FTSE All-Share, Total Return	6.5%	3.9%	4.2%	6.8%	7.5%
MSCI World, Total Return (Sterling)	-0.5%	11.1%	10.7%	13.4%	8.4%

NAV per share vs. market performance

	1 yr	3 yrs	5 yrs	10 yrs	Since inception
Versus FTSE All-Share, Total Return	+5.0%	+14.9%	+11.7%	+7.6%	+4.8%
Versus MSCI World, Total Return (Sterling)	+12.0%	+7.7%	+5.2%	+1.0%	+3.9%

Share price vs. market performance

	1 yr	3 yrs	5 yrs	10 yrs	Since inception
Versus FTSE All-Share, Total Return	-22.0%	+1.3%	+3.5%	+5.3%	+3.4%
Versus MSCI World, Total Return (Sterling)	-15.0%	-5.9%	-3.0%	-1.3%	+2.5%

Resilient, profitable portfolio with embedded value

PIP's well-diversified and actively managed portfolio provides exposure to exciting, high-growth businesses around the world.

+31%
Value-weighted average uplift on exit realisations since 2012

+33%
Value-weighted average uplift on exit realisations[1]

+23%
Buyout portfolio company annual revenue growth[2]

+11%
Buyout portfolio company annual earnings growth[2]

1 For the six months to 30 November 2022.
2 The revenue and EBITDA figures were based upon the last 12 months to 30 June 2022 or, where not available, the closest annual period disclosed, and provide coverage of 82% and 80% for revenue and EBITDA growth respectively of PIP's buyout portfolio.

PIP's portfolio has been actively managed to ensure continued performance and cash flow generation through economic cycles.

PIP's exposure to resilient and high-growth sectors such as information technology, healthcare and consumer staples means that PIP's portfolio continues to perform well despite the wider economic environment.

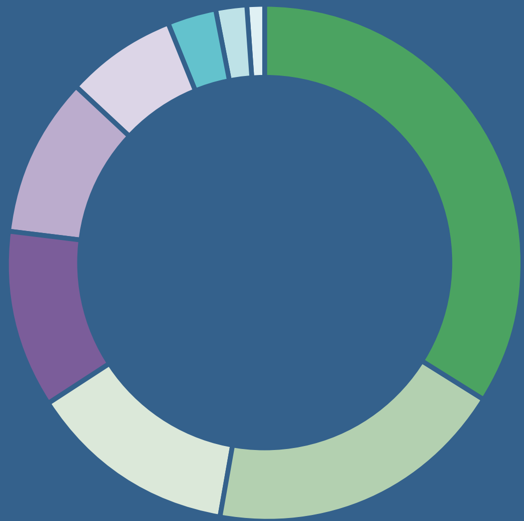
Attractive sector exposure

High-growth portfolio

Consistent uplifts at exit

Robust valuation process

PIP's portfolio is weighted towards high-growth and resilient sectors[1]



Information technology	34%
Healthcare	19%
Consumer	13%
Financials	11%
Industrials	10%
Communication services	7%
Energy	3%
Materials	2%
Others	1%

1 Based on valuations as at 30 September 2022 adjusted for known calls and distributions to 30 November 2022. The chart accounts for 100% of PIP's portfolio.

Revenue and EBITDA growth in PIP's buyout portfolio have continued to exceed the growth rates seen in companies that constitute the MSCI World index.

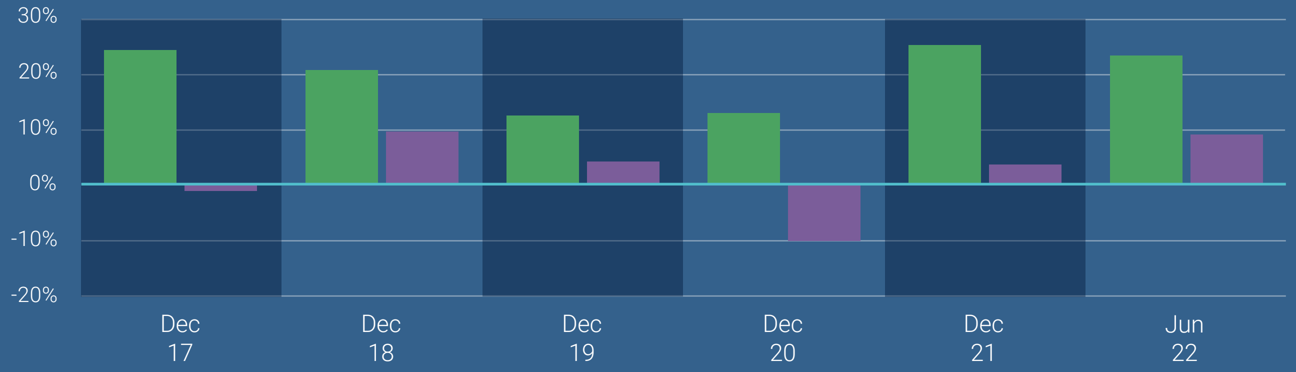
Attractive sector exposure

High-growth portfolio

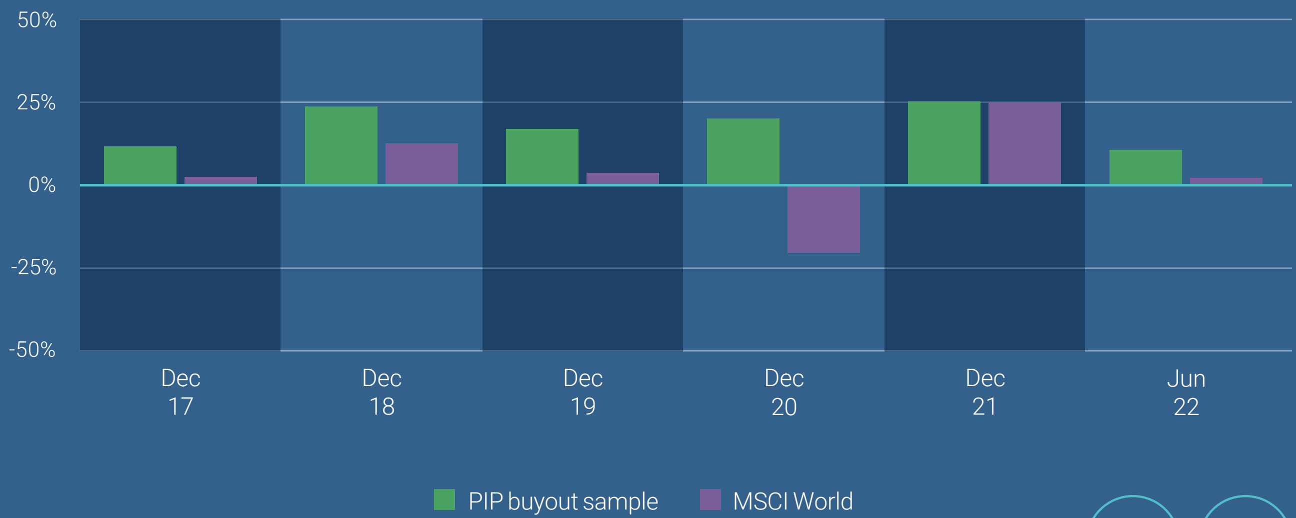
Consistent uplifts at exit

Robust valuation process

Annual revenue growth[1]



Annual EBITDA growth[1]



1 The sample buyout figures for the 12 months to 30 June 2022 were calculated using all the information available to the Company. The figures are based on unaudited data. MSCI data was sourced from Bloomberg. See page 111 of the Alternative Performance Measures section for sample calculations and disclosures.

When the companies in PIP's portfolio are sold, the significant uplifts achieved, compared to the carrying value at 12 months prior to the transaction, demonstrate that the businesses in PIP's portfolio are high-quality and attractive assets.

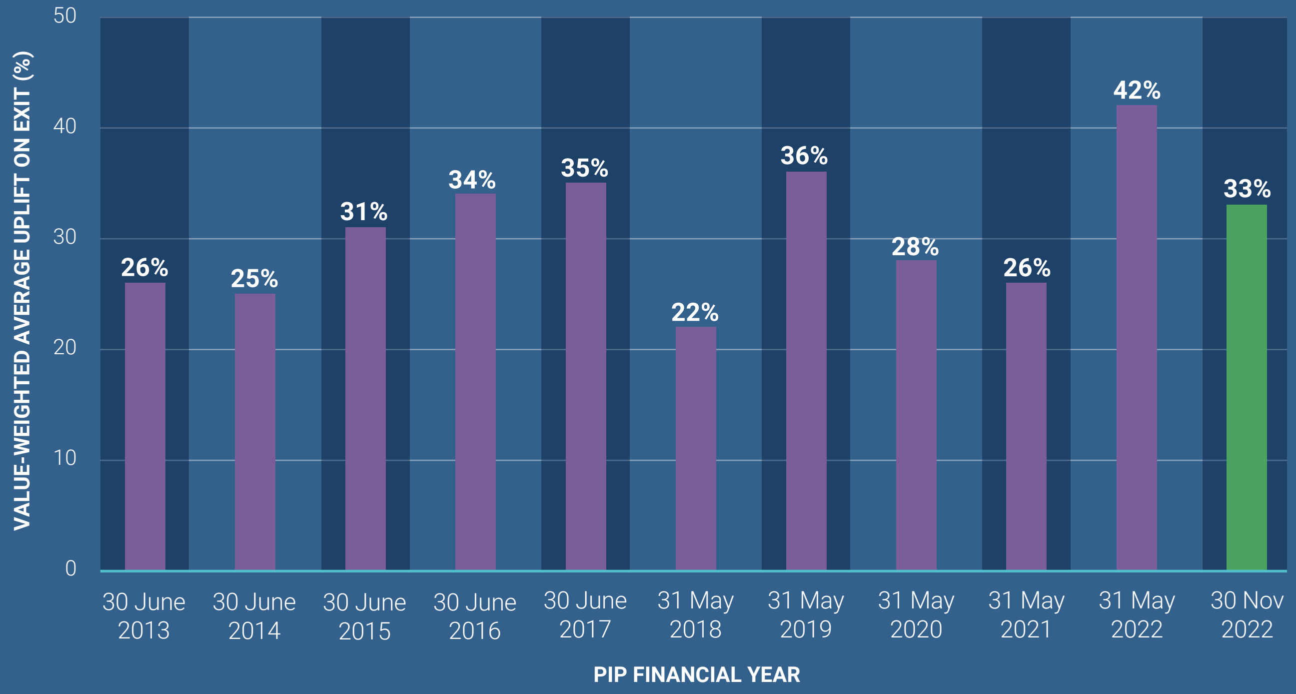
Attractive sector exposure

High-growth portfolio

Consistent uplifts at exit

Robust valuation process

Uplifts at exit demonstrate embedded value in PIP's portfolio



PIP benefits from high levels of transparency as a result of Pantheon's longstanding relationships with its private equity managers and its position in the marketplace.

Pantheon receives regular and timely valuations from its private equity managers that are in accordance with IPEV guidelines. Pantheon has a robust valuation process in place to corroborate and challenge valuations.

Pantheon's Valuation Committee, which is independent of the investment and investor relations teams, and chaired by Pantheon's Chief Risk Officer, ensures that there are robust governance, oversight and process frameworks in place, guaranteeing compliance with standards and consistent application of policy.

Attractive sector exposure

High-growth portfolio

Consistent uplifts at exit

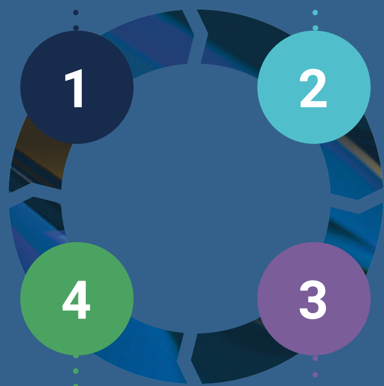
Robust valuation process

Continuous valuation inputs

- Annual and quarterly reports, financial statements and board meeting materials received from managers
- Assess and review accounting policies and valuation methodologies of managers

Continuous investment team monitoring

- Investment team review of companies, funds and managers
- Risk assessment of investments
- Pre-investment due diligence
- Post-investment monitoring
- Feedback from participation on > 585[1] advisory boards globally



Annual external audit

- Independent assessment of valuations and controls surrounding valuation process
- Pantheon ISAE 3402 report on controls independently audited by KPMG LLP
- The annual EY audit process involves substantive testing of the fair value of a sample of investment positions as at 31 May
- EY conduct a comparison of a sample of investment values reported in PIP's NAVs to their subsequently audited financial statements, with any differences above a certain threshold reported to the audit committee

Monthly valuation committee

- Valuation Committee has ultimate responsibility for approving investment valuations which determine the fair value of investments
- Input from investment teams on potential valuation issues
- Use insight to verify/challenge GP valuations
- Review and discuss accounting issues

1 As at 31 December 2022.

Increasing exposure to direct company investments

Over half of PIP's portfolio is invested directly in companies. The balance of the portfolio is invested in high-quality funds, many of which are by invitation only.

54%

Portfolio in direct company investments (30 June 2015: 13%)

571

Number of companies comprising 80% of PIP's total exposure (2015: 742)

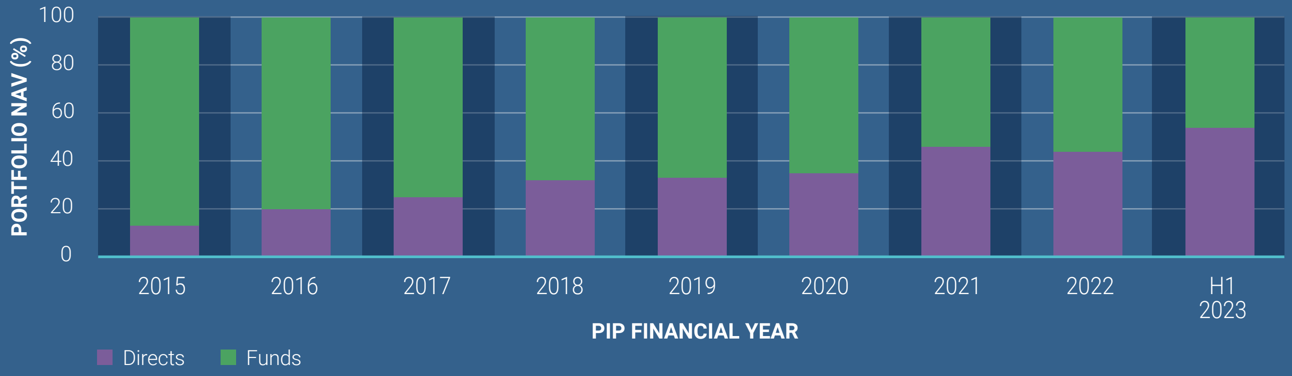
Over 50% of PIP's portfolio is now invested directly in companies. This benefits PIP through:

- Increased visibility of the underlying holdings in PIP's portfolio;
- Investments carefully selected via a "double quality filter" as both the deal and private equity manager are approved by Pantheon;
- Increased control over portfolio construction as we are able to select individual deals, reducing "blind pool" risk; and
- Lower fees for co-investments.

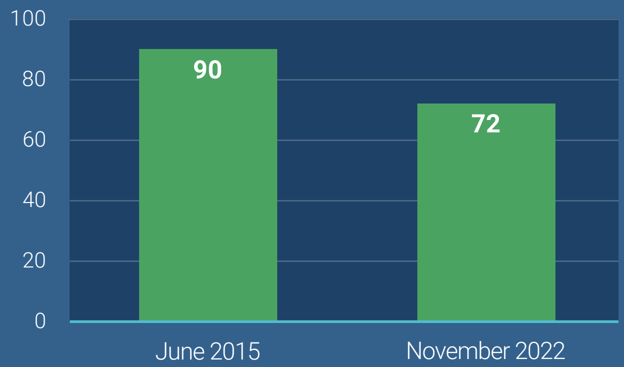
PIP will continue to invest selectively in hard-to-access funds, with managers that are generally not available on the secondary market.

Focus on direct investments

Increasing exposure to direct investments over time



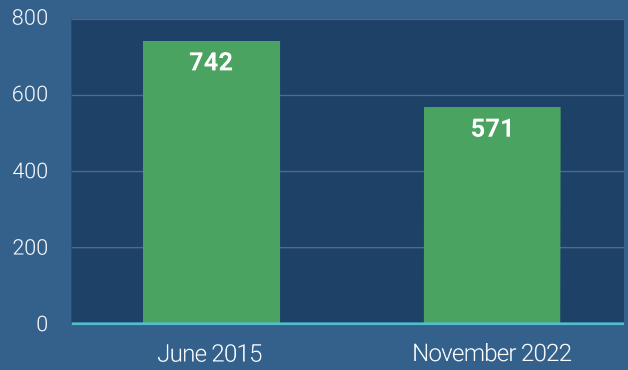
Number of managers (2015 vs current)[1]



20%

Decrease in number of managers comprising 80% of PIP's total exposure[1] since 2015

Number of companies (2015 vs current)[1]



23%

Decrease in number of companies comprising 80% of PIP's total exposure[1] since 2015

1 Number of managers and portfolio companies comprising 80% of PIP's total exposure. Exposure is equivalent to the sum of the NAV and undrawn commitments.

Strong balance sheet

PIP's balance sheet is being managed both to withstand uncertainty and to take advantage of compelling new opportunities.

AS AT 30 NOVEMBER 2022

£560m[1]	102%[2]	£34m
Available financing (31 May 2022: £528m)	Undrawn coverage ratio (30 November 2021: 120%)	Net portfolio cash flow (30 November 2021: £121m)

1 PIP's available financing consists of net available cash and the undrawn credit facility. The overall loan facility comprises undrawn facilities of US$512.9m and €89.2m and had a sterling equivalent value of £508m at 30 November 2022.

2 Excludes outstanding commitments relating to funds outside their investment period (>13 years old) amounting to £59.7m as at 30 November 2022 and £55.2m as at 30 November 2021.

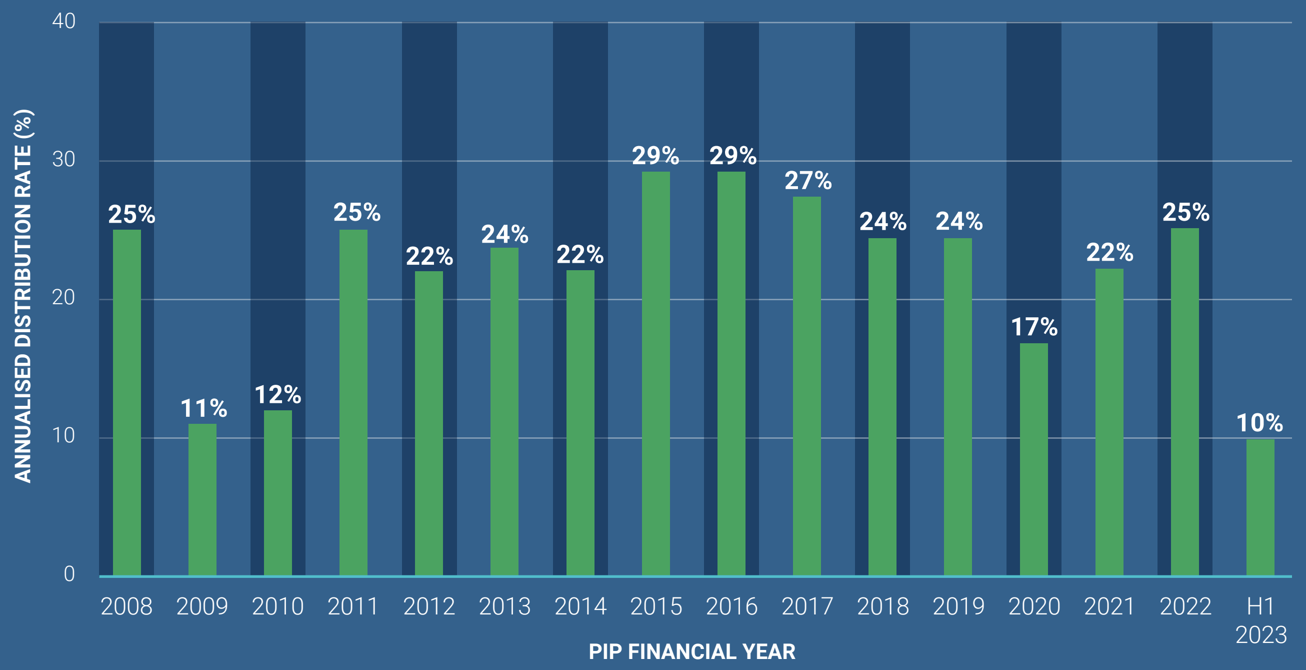
See pages 109 to 112 of the Alternative Performance Measures section for calculations and disclosures.

PIP's balance sheet has been prudently managed and stress-tested to ensure that the Company has sufficient cash and loan facilities to meet its undrawn commitments, while being able to continue to invest in attractive opportunities.

Cash-generative portfolio

Healthy balance sheet

Continued cash generation

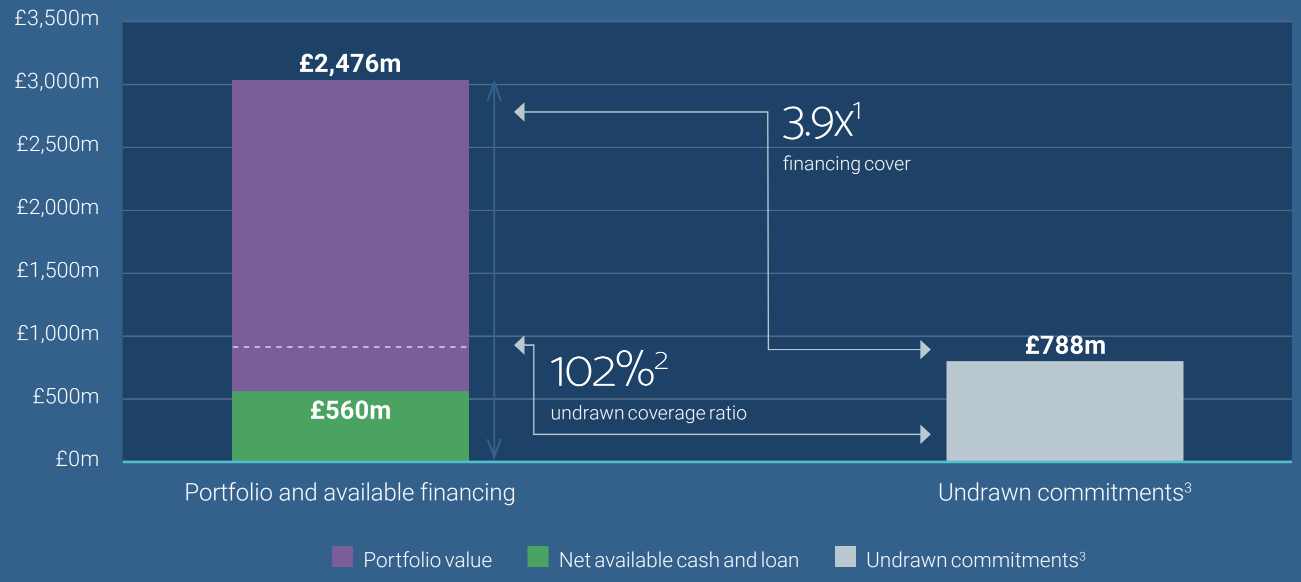


PIP's balance sheet has been prudently managed and stress-tested to ensure that the Company has sufficient cash and loan facilities to meet its undrawn commitments, while being able to continue to invest in attractive opportunities.

Cash-generative portfolio

Healthy balance sheet

PIP's balance sheet is being prudently managed



1 Ratio of net available cash, portfolio value and undrawn loan facility to outstanding commitments. Outstanding commitments relating to funds outside their investment period (>13 years old) were excluded from the calculation as there is a low likelihood of these being drawn.

2 Ratio of available financing and 10% of private equity portfolio NAV to undrawn commitments, with the latter adjusted for funds outside their investment period.

3 Excludes outstanding commitments relating to funds outside of their investment period (>13 years old) amounting to £59.7m, which have a low likelihood of being called.

See pages 110 to 112 of the Alternative Performance Measures section for calculations and disclosures.

Thoughtful approach to responsible investment

Pantheon believes that a focus on ESG leads to strong value creation across our investment portfolio which benefits all stakeholders. Adherence to environmental, social and governance ("ESG") principles has been incorporated in our pre- and post-investment processes for many years and Pantheon will continue to play an influential role in promoting ESG standards and diversity & inclusion in private equity.

Signatory of:

PRI Principles for Responsible Investment

ESG committee member of:

bvca Invested in a better future

INVEST EUROPE

iC initiative climat international – Private equity action on climate change

OUT LGBT+ NETWORK INVESTORS

LEVEL 20

#10000 BLACK INTERNS

GAIN Girls Are INvestors

ESG is integrated throughout Pantheon's investment process

Pantheon is committed to incorporating ESG considerations in the operation of its business, and its investment process for the benefit of all stakeholders, including clients, local communities and society in general. As one of the early signatories to the UN Principles for Responsible Investing ("UNPRI") in 2007, Pantheon has deeply embedded ESG considerations into its investment processes, from the initial screening of opportunities, through due diligence and engagement and post-investment monitoring. RepRisk, a third-party news information service, has been fully integrated into Pantheon's pre- and post-monitoring processes since 2017.

Pantheon continues to enhance its approach to ESG. Pantheon continues to survey its private equity managers on an annual basis which provides an in-depth understanding of the private equity managers ESG policies and processes. Pantheon continues to enhance its approach to ESG and recently developed a new ESG due diligence scorecard, incorporating climate risk, reputational risk, diversity, equity and inclusion ('DEI') and biodiversity.

Furthermore, the appointment of Eimear Palmer as Partner and Global Head of ESG will enhance Pantheon's ESG capabilities and support the continued evolution of its policies, practices and strategies. Pantheon is committed to advocating for ESG practices across the private equity industry, using its position on over 589[1] advisory boards worldwide to promote high ESG standards on behalf of PIP among private equity managers and investee companies.

Pantheon is a firm believer in diversity, equal opportunity and inclusion. There is a fundamental belief throughout the firm that more diverse organisations make better decisions and enrich the communities that they operate in.

Enhancing Pantheon's ESG framework

Screening

ESG screening process applied to all investment opportunities

Due Diligence

ESG DD scorecard used to assess:

1. Private equity manager
2. Private equity fund
3. Single company deal
4. Multi company deal

Monitoring/ Engagement

Monitoring:

1. Private equity manager data collection
2. Portfolio company data collection

Engagement:

1. Private equity manager: Targeted engagement based on scorecard
2. Industry: Advocate for ESG best practice through industry trade bodies

Reporting

Focusing efforts on standardised ESG reporting templates to align with:

1. Sustainable Finance Disclosure Regulation metrics
2. ESG Data Convergence Initiative metrics
3. Task Force on Climate-Related Financial Disclosure requirements

In Practice

Integrated into ESG due diligence scorecard

In Practice

ESG due diligence scoreboard output included in investment committee memos

In Practice

ESG software platform and data collection system being launched

1 As at 31 December 2022.

Distributions case study

Biolchim

Proceeds	£1.9m	**Sector**	Industrials
Manager	Chequers Capital	**Stage**	Small/mid buyout
Geography	Europe	**Vintage**	2017
Type	Primary	**Exit type**	Trade sale

Helping farmers do more with less

Biolchim specialises in the production and commercialisation of bio-stimulants and specialty fertilisers. These enable farmers to improve the quantity and quality of their crops while using less water and fewer chemical fertilisers.

Distributions case study

Biolchim

Investment rationale

- Biolchim is a producer of environmentally-friendly bio-stimulants, made mostly from raw materials of natural origin.
- Potential to improve product mix and focus on highly specialised products.
- Opportunity for further international expansion, both organically and through acquisitions.

Our relationship

PIP is a primary investor in three Chequers Capital funds and Pantheon holds an advisory board seat for each fund. In addition, PIP has previously co-invested alongside Chequers Capital.

Active management and value creation

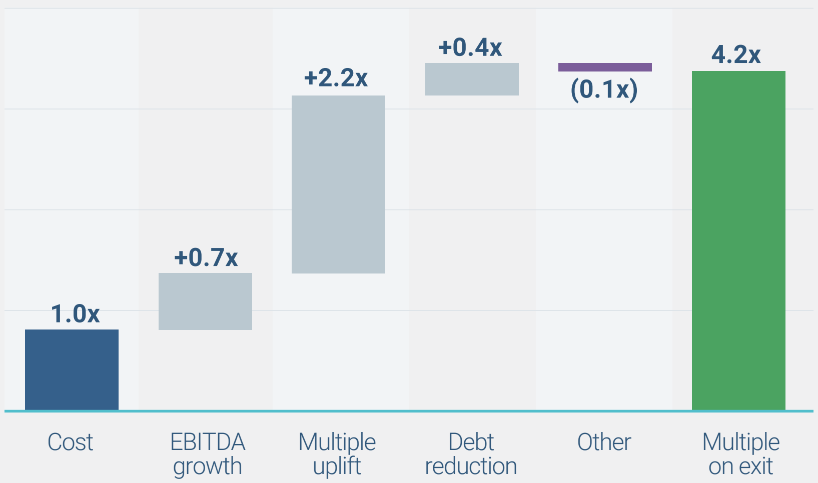
- Increased the quality of the business by improving the efficacy of the products, building a larger portfolio, strong research and development, and better financial performance.
- Increased awareness among fertiliser manufacturers of the need to offer greener products.
- International expansion to over 50 countries with production facilities in Europe and South America.
- Strong performance across subsidiaries in China, Brazil, Hungary and Italy.
- Pricing power, with the ability to re-price products and services in an inflationary environment.
- Successful management of the operations and supply chain resulting in EBITDA growth, including during a period of increasing raw materials prices and energy costs.
- Biolchim achieved a three-year earnings revenue CAGR[1] of 8% and three-year earnings CAGR[1] of 14%.
- A large strategic multiple uplift accounts for most of the value creation, and was achieved through positioning the company to be an attractive acquisition target for a large trade buyer.

Exit

Biolchim was acquired by US strategic corporation buyer, J.M. Huber, in November 2022 after a competitive selling process with several trade buyers took place. This provided a full exit for Chequers Capital and for PIP at a Multiple of Invested capital ("MOIC") of 4.2x and IRR of 36%. The uplift versus the December 2021 valuation was 40%.

1 Compound annual growth rate.

Strategic positioning drives multiple uplift



A resilient private equity company in uncertain times

4.0% NAV per share growth in the half year	+12.3% Average annual NAV growth since inception	£2.5bn NAV as at 30 November 2022
-8.5% Share price change in the half year	+10.9% Average annual share price growth since inception	44.7% Total shareholder return (5Y)
0.9% Portfolio investment return in the half year	£34m Portfolio net cash flow in the half year	10% Annualised distribution rate for the half year

JOHN SINGER CBE
Chair

After five years on the Board of PIP, I took over as Chair of PIP in October 2022.

One of my first priorities was to get into a dialogue with our shareholders to obtain their feedback. I have greatly enjoyed meeting some of you and I look forward to meeting more of you over the coming months. During those conversations, it has been pleasing to hear how well-respected PIP is and the recognition of its consistent outperformance over the MSCI World and FTSE All-Share indices. As at 30 November 2022, PIP's half year end, PIP had beaten those benchmarks over one, three, five, 10 years and indeed since the Company's inception more than 35 years ago. This track record of performance, which is stated net of fees, has been achieved through multiple economic cycles and is one of which I am proud.

Disappointingly, this accomplishment has not been reflected in the share price in this reporting period. While the NAV per share held up well in the current macroeconomic environment and increased by 4.0% during the half year to 30 November 2022, the share price decreased by 8.5%. Although to a certain extent this reflects the turmoil in the financial markets, the Board shares your frustration at the persistent discount on PIP's shares which has widened in recent months and stood at 46% at the time of writing. Of course, we are aware that PIP and its listed peers have been affected by the general scepticism among many commentators towards private equity and it would seem that the clear distinctions between the public and private markets are still not fully understood. The Board strongly believes in the merits of private equity, and the benefits that it can bring as a component of portfolios for a wide range of investors, and it is our view that PIP offers an ideal way in which investors can gain exposure to it.

The Board recognises that the Company has challenges to overcome to ensure that the strong portfolio performance is properly reflected in the share rating.

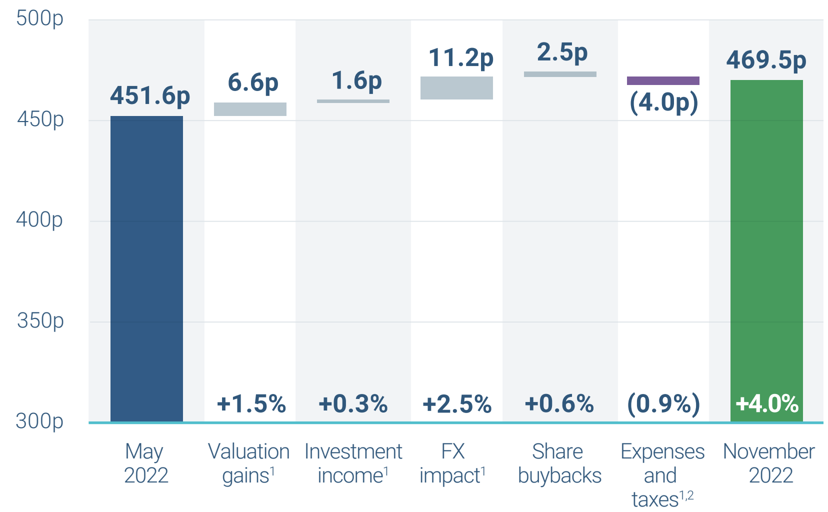
We are starting to see the rewards of our investment decisions in recent years

I thought it would be helpful to pull out certain elements of PIP's investment strategy in order to report on progress of them. Overall, the direction of the strategy has been developed firstly, to deal with the changing needs of all stakeholders, and secondly, to provide crucial differentiators for an investment trust such as PIP in order to deal with some of the specific requirements for success in the private equity sector. The former element is being updated in the detailed analysis being carried out now. The latter need has shaped the way we have addressed areas such as getting closer to portfolio companies in terms of choosing investments and adding value to them; the balance of investee companies' stage of development and sectors as well as geography, and, finally, managing our cash and balance sheet. All with the objective of evolving PIP's portfolio into one offering a favourable mix of investments capable of maximising capital growth over the long term. Reporting on development within some of these areas:

Increased direct company investment

We have been actively increasing the proportion of these, which now account for 54% of the portfolio. Increasing co-investments and single-asset secondaries, which typically comprise prized businesses in private equity funds portfolios which the managers know well and believe have excellent potential to grow in value beyond the life of their fund, allows us active choice of companies in our portfolio using the Pantheon investment team's long-developed skills to pick individual assets. This means that these investments have each gone through a "double filter" as both the private equity manager and the company itself must meet Pantheon's stringent due diligence standards. This also allows us more easily to be involved in the adding value process – and indeed to have a better view on the NAV of a company and the portfolio at any time in the holding cycle.

NAV per share progression[3]



By mainly investing directly into the opportunities sourced for PIP by Pantheon, we have full control over portfolio construction and are able to capitalise flexibly on the most compelling opportunities in the market, while declining those that might not be additive to PIP achieving its overall investment objectives.

Selective exposure to funds

While it is likely that PIP's direct company exposure will continue to increase over time, exposure to funds,

1 Figures are stated net of movements associated with the Asset Linked Note ("ALN") share of the reference portfolio.
2 Taxes relate to withholding taxes on investment distributions.
3 PIP's valuation policy for private equity funds is based on the latest valuations reported by the managers of the funds in which PIP has holdings. In the case of PIP's valuation as at 30 November 2022, 17% of reported valuations are dated 30 November 2022, 73% are dated 30 September 2022, 8% are dated 30 June 2022 and 2% are dated 31 March 2022 or older.

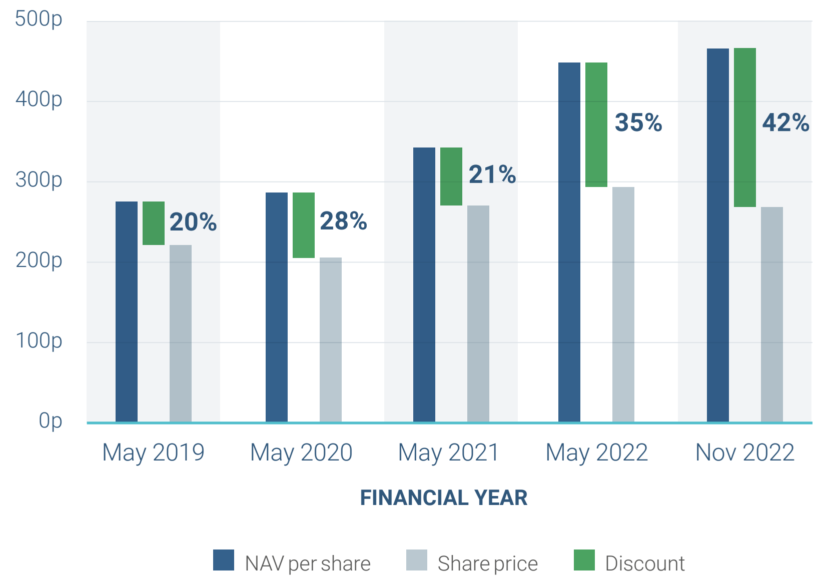
predominantly on a primary basis, will be maintained. PIP's primary roadmap consists of those private equity managers whose funds tend to be invitation-only, are specialised by sector or stage, and are not generally traded on the secondary market. We believe that striking a balance between a more concentrated portfolio, which is achieved through the direct holdings, while maintaining a diversified approach through such funds, which is so important for mitigating risk, gives shareholders the best of both worlds.

The balance of the PIP portfolio

PIP's portfolio has been designed to provide investors with consistent returns in different macroeconomic periods, and continues to be weighted towards the buyout stage of the private equity market, while having only a small exposure to the more volatile venture capital sector. Within buyouts, PIP's emphasis is on the small/mid-market segment, which is particularly attractive given the multiple value creation levers that our managers can pull in companies at this stage of development and the options available for exiting those businesses. Being positioned proactively in these areas, most of PIP's exits are to trade buyers and other private equity managers, meaning that our portfolio is not adversely impacted by the current slowdown in the IPO market. While, perhaps unsurprisingly, the growth and venture segments of the portfolio underperformed during the period, the buyout and special situations segments, which together represented 76% of the portfolio, generated positive pre-foreign exchange returns.

It should be pointed out that we are not hearing of signs of distress in the portfolio which is in part due to the hands-on approach of our managers but is also the result of the sector mix. Our managers recognised early on the potential arising from long-term themes such as automation and digitalisation, ageing demographics and increased demand for healthcare products and services in developed and developing economies, as well as the need to move towards a more sustainable and energy-efficient economy. As a result, they have been investing in resilient sectors, in particular information technology and healthcare, which account for the majority of PIP's portfolio. The companies that PIP and its managers are investing in tend to be specialised, fast-growing and focused on robust and defensive sectors, as highlighted by the case studies in this report and on the Company's website.

NAV per share and share price performance



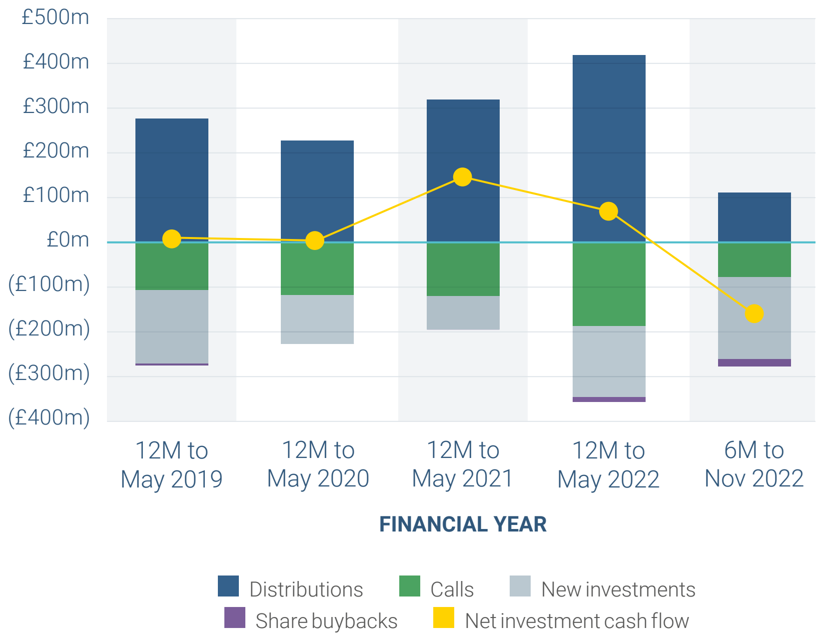
> The weighted average uplift during the six months to 30 November 2022 was 33%. Since we started tracking this metric in 2012, the weighted average uplift has been 31% on average, demonstrating the conservative nature of our PE managers when valuing their companies.
>
> **JOHN SINGER CBE**
> Chair

Managing the balance sheet

Over the several decades that I have been involved in private equity, I have watched and participated in an ever-growing focus by the industry to deal with portfolio companies' profit-and-loss issues through economic cycles by investing in both portfolio company and private equity managers' operational teams, operating partners, portfolio support groups and specialist involvement.

But lessons have also been learnt with regard to prudent management of the balance sheet, and putting sensible capital structures in place – something we monitor closely and apply to ourselves at PIP as well. Many private equity houses now have specialists on staff who can ensure that the appropriate capital structures are in place. Indeed, the debt in PIP's underlying portfolio, particularly in PIP's core buyout segments, continues to be at reasonable levels relative to the overall large buyout market. This active management of the companies in PIP's portfolio, becomes particularly important in times of crisis. Private equity managers are not under pressure to produce short-term returns and can wait to sell their businesses at the right time at attractive prices. This is reflected in the fact that while distributions have slowed in the current environment, PIP's portfolio is still generating cash, with £111.5m of distributions received during the period, which was equivalent to an annualised rate of 10% of the opening portfolio value. Nevertheless, we continue to see our managers exiting their companies at significant uplifts to the previous carrying value and the weighted average uplift during the six months to 30 November 2022 was 33%. Since we started tracking this metric in 2012, the weighted average uplift has been 31% on average, demonstrating the conservative nature of our PE managers when valuing their companies. The data on uplifts that I have described lead us to conclude that the concerns which are being reflected in PIP's share price are excessive.

Net investment cash flow[1]



Turning to PIP's own balance sheet, our confidence in PIP's portfolio is also underpinned by the strength of PIP's financial position. As a matter of course, the Board and Pantheon have been stress-testing and managing the balance sheet in anticipation of a downturn. We are confident that PIP is on plan to withstand uncertainty while at the same time it has the firepower to continue its investment activities. As at 30 November 2022, PIP had £52m cash on the balance sheet and access to a fully undrawn £500m multi-currency facility. Calls during the period were £78m which, when deducted from the distributions, resulted in net cash flow of £34m. One of the ways in which we evaluate the health of PIP's balance sheet is to calculate the financing cover, which measures the ratio of the combined

1 Cash flows are stated net of movements associated with the ALN share of the reference portfolio.

cash, credit facility and the value of the portfolio to the undrawn commitments. The undrawn commitments totalled £848m as at 30 November 2022 however of this amount, £60m relates to funds that are out of their investment period. Excluding those commitments, given the unlikelihood of them being drawn down, the financing cover as at 30 November 2022 was comfortable at 3.9 times. We also look at the undrawn coverage ratio which considers the available financing plus 10% of the portfolio, as this is the minimum level of distributions that we would expect to see from the portfolio, and reassuringly this was 102% at the period end.

£500m

Undrawn credit facility

As a final note of reassurance on the balance sheet, the ALN, which is only paid out of distributions received from a reference portfolio of older assets, had a remaining balance of just £34m at the period end. The ALN is due to mature in August 2027.

Market dislocation offers compelling investment opportunities

Turning now to the way forward for PIP, times of economic stress present many challenges for investment managers but they can also create compelling opportunities, particularly for private equity managers who have the scale and capital to take advantage of dislocation and disruption. PIP made 21 new investments during the six months to 30 November 2022, amounting to £303.2m in new commitments across the three investment types. Since the period end, PIP has committed a further £113.0m to new commitments including US$112.5m (£93.5m) committed to the Pantheon Secondary Opportunity Fund II (PSOF II), which is focused on manager-led single-asset secondaries. Single-asset secondaries are a fast-growing part of the secondaries market and, as explained above, a very important element of our investment strategy. It is one which in particular should offer some exciting opportunities in the current slow exit environment as private equity managers turn to the secondaries market in order to hold on to their most prized assets. While it is common to talk in general terms about the relationship between economic cycles and investment opportunity, this is clearly a moment when having the skills and experience to make assessments on individual specific businesses, potential value creation and pricing are critical. Pantheon remains highly selective and thorough in its due diligence process when making investments on behalf of PIP – investments which are reviewed by the Board at our meetings. And so while you will see a period of prudence and greater selectivity, we will be taking advantage of Pantheon's experience, high-quality managers and global reach to access deals and deploy capital efficiently.

> "Times of economic stress present many challenges for investment managers but they can also create compelling opportunities, particularly for private equity managers who have the scale and capital to take advantage of dislocation and disruption.
>
> **JOHN SINGER CBE**
> Chair

£303.2m

Committed to 21 new investments in the half year

With the current levels of discount to NAV being experienced by our sector, share buybacks can offer an attractive way in which to create shareholder value while also demonstrating the confidence that the Board has in the quality of PIP's portfolio and its reported NAV. PIP invested £16.6m in share buybacks during the period, acquiring 6,350,183 shares.

Chair's Statement

Another element of compelling investment opportunities which has been growing enormously in importance, and will continue to do so, are ESG considerations. These have given rise to a multiplicity of definitions and agencies setting out criteria for measuring them. For some time, Pantheon has fully integrated these into its due diligence process for selecting deals for investment and conducting post-investment monitoring. The Board is encouraged by the initiatives that Pantheon has underway to enhance these efforts even further. The best private equity managers recognise that adopting ESG practices and providing solutions to the ESG challenges faced by many businesses and communities can also be a source of opportunity and there are a number of examples of this in PIP's portfolio.

Putting the right team in place

I became Chair of PIP following the conclusion of the Annual General Meeting in October 2022, having joined the Board in 2016. I took over from Sir Laurie Magnus CBE who stepped down following 11 years on the Board and six years as Chair. I would like to take this opportunity on behalf of the Board to thank him for all that he has done to lead PIP to the strong position it is in today. Sir Laurie did an excellent job of building a talented and engaged Board and I intend to continue in this regard. The Board has commenced the search for two new Non-Executive Directors and will focus on ensuring that they have the skills that are complementary to those of the other members of the Board and fully in line not only with our investment strategy, but the other surrounding elements of our overall strategy that we are analysing and discussing at this time. We also understand that achieving diversity on the Board across factors such as gender, ethnicity, professional experience, not to mention ways of thinking, are what can really bring our plans for PIP to life.

The PIP Board takes its responsibilities towards shareholders seriously and challenges and holds Pantheon to account. But one of our great competitive strengths is our relationship with our Manager, built on the foundation of trust, shared values and integrity as well as encouraging the open and transparent exchange of views. I believe that this is the magic formula to harnessing a successful, collaborative relationship as we work together to achieve our shared goals and ambitions for PIP – and it is these values and trust in which we wish our shareholders to take confidence in during these difficult and volatile times.

Outlook

We are living through an extraordinary set of circumstances caused by rising interest rates, high inflation, geopolitical tensions and a challenging outlook for global growth. It is difficult to predict how and when a more positive outlook will be on the horizon.

However, whatever the future holds, we believe that PIP, which in its more than 35 years has lived through more economic cycles and world events than almost any other private equity investment trust, is in good hands. Pantheon has managed PIP throughout its history and flexibly adjusted its investment approach to respond to and take advantage of the prevailing market conditions. In addition, PIP has an experienced and knowledgeable Board to steer it through choppy waters.

Uncertainty and dislocation create opportunities for private equity managers and we believe that now is the time to "lean in" and invest with the very best who are capable of outperforming public markets and even more so in a downturn. PIP, through Pantheon's vast platform and deep relationships built up over many years, has access to many of those managers and the financial strength to invest well. The confidence of the PIP Board and Pantheon in PIP's prospects is reflected by PIP's Directors collectively owning a total of 3.2m shares in the Company valued at the time of writing at £8.3m while 18 Partners of Pantheon collectively held a further c.2.3m shares as at 6 February 2023.

The Board appreciates the continued support of PIP's shareholders and we remain focused on aiming to deliver consistently strong financial results over the long term.

PIP's Strategic Report, set out on pages 2 to 34, has been approved by the Board and should be read in its entirety by shareholders.

JOHN SINGER CBE
Chair

22 February 2023

Key Performance Indicators

Performance

- **Five-year cumulative total shareholder return**
- NAV per share growth
- Portfolio investment return

Liquidity

- Net portfolio cash flow
- Undrawn coverage ratio

WHAT THIS IS

Total shareholder return demonstrates the return to investors, after taking into account share price movements (capital growth) and, if applicable, any dividends paid during the period.

The Board's strategy is to deliver returns for shareholders through the growth in NAV and generally not through the payment of dividends.

HOW PIP HAS PERFORMED

– The five-year cumulative total shareholder return was 45% at the half year end.

– PIP's ordinary shares had a closing price of 270.5p at the half year end (31 May 2022: 295.5p).

– Disappointingly, the share price discount to NAV widened to 42% as at the half year end (31 May 2022: 35%).

LINK TO OUR STRATEGIC OBJECTIVES

– Maximise shareholder returns through long-term capital growth.

– Promote better market liquidity and narrow the discount by building demand for the Company's shares.

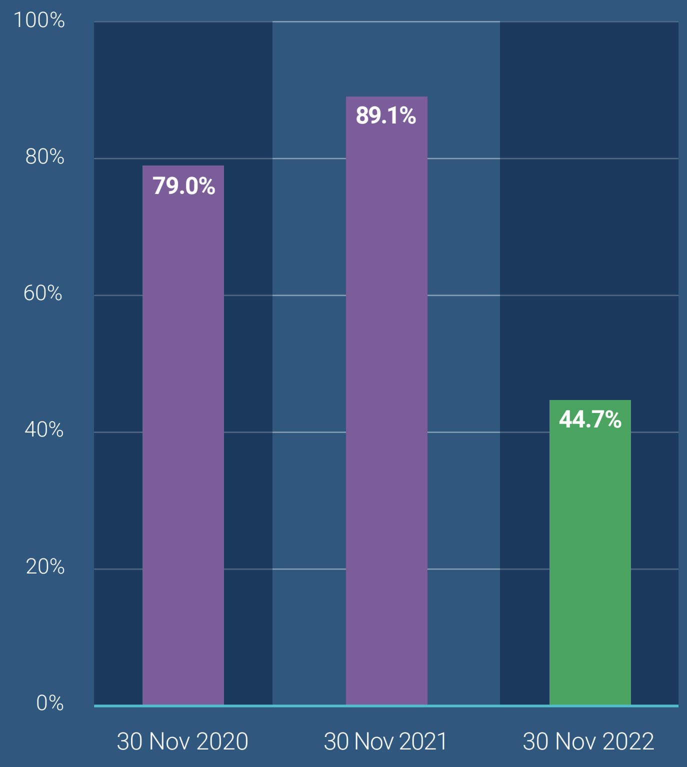
EXAMPLES OF RELATED FACTORS THAT WE MONITOR

– Rate of NAV growth relative to listed markets.

– Trading volumes for the Company's shares.

– Share price discount to NAV.

Five-year cumulative total shareholder return



Key Performance Indicators

Performance

Five-year cumulative total shareholder return

NAV per share growth[1]

Portfolio investment return

Liquidity

Net portfolio cash flow

Undrawn coverage ratio

WHAT THIS IS

NAV per share reflects the attributable value of a shareholder's holding in PIP. The generation of consistent long-term NAV per share growth is central to our strategy.

NAV per share growth in any period is shown net of foreign exchange movements and all costs associated with running the Company.

HOW PIP HAS PERFORMED

- NAV per share increased by 17.9p to 469.5p during the half year (31 May 2022: 451.6p).

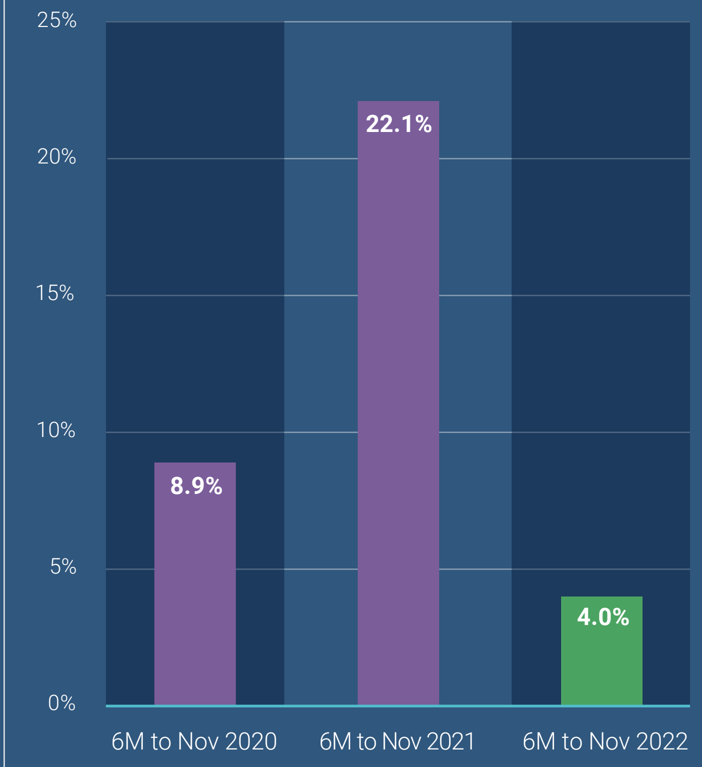
LINK TO OUR STRATEGIC OBJECTIVES

- Investing flexibly with top-tier private equity managers globally to maximise long-term capital growth.
- Actively managed portfolio to provide investors with exposure to all types of private equity strategies.
- Containing costs and risks by constructing a well-diversified portfolio in a cost-efficient manner.

EXAMPLES OF RELATED FACTORS THAT WE MONITOR

- Valuations provided by private equity managers.
- Fluctuations in currency exchange rates.
- Ongoing charges relative to NAV growth and listed private equity peer group.
- Tax efficiency of investments.
- Effect of financing (cash drag) on performance.

NAV per share growth during the year



1 Excludes valuation gains and/or cash flows associated with the ALN.

Key Performance Indicators

Performance

Five-year cumulative total shareholder return

NAV per share growth

Portfolio investment return[1]

Liquidity

Net portfolio cash flow

Undrawn coverage ratio

WHAT THIS IS

Portfolio investment return measures the total movement in the valuation of the underlying funds and companies comprising PIP's portfolio, expressed as a percentage of the opening portfolio value, before taking foreign exchange effects and other expenses into account.

HOW PIP HAS PERFORMED

– Underlying portfolio valuation has remained flat against a backdrop of ongoing market volatility.

– PIP's portfolio is actively managed and focuses on resilient, high-growth sectors.

LINK TO OUR STRATEGIC OBJECTIVES

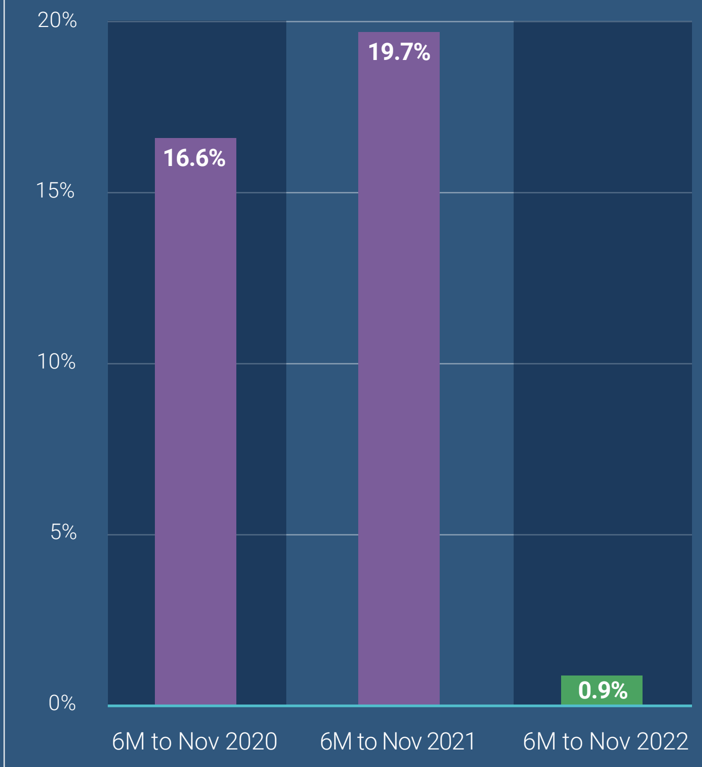
– Maximise shareholder returns through long-term capital growth.

EXAMPLES OF RELATED FACTORS THAT WE MONITOR

– Performance relative to listed markets and private equity peer group.

– Valuations provided by private equity managers.

Portfolio investment return



1 Excludes valuation gains and/or cash flows associated with the ALN.

See page 111 of the Alternative Performance Measures section for calculations and disclosures.

Key Performance Indicators

Performance

Five-year cumulative total shareholder return

NAV per share growth

Portfolio investment return

Liquidity

Net portfolio cash flow[1]

Undrawn coverage ratio

WHAT THIS IS

Net portfolio cash flow is equal to fund distributions less capital calls to finance investments, and reflects the Company's capacity to finance calls from existing investment commitments.

PIP manages its maturity profile through a mix of primaries, secondaries and co-investments to ensure that its portfolio remains cash-generative at the same time as maximising the potential for growth.

HOW PIP HAS PERFORMED

- PIP's portfolio generated £112m of distributions versus £78m of calls.
- In addition, the Company made new commitments of £303m during the half year, £183m of which was drawn at the time of purchase.
- As at 30 November 2022, PIP's portfolio had a weighted average age of 4.8 years (31 May 2022: 4.9 years).

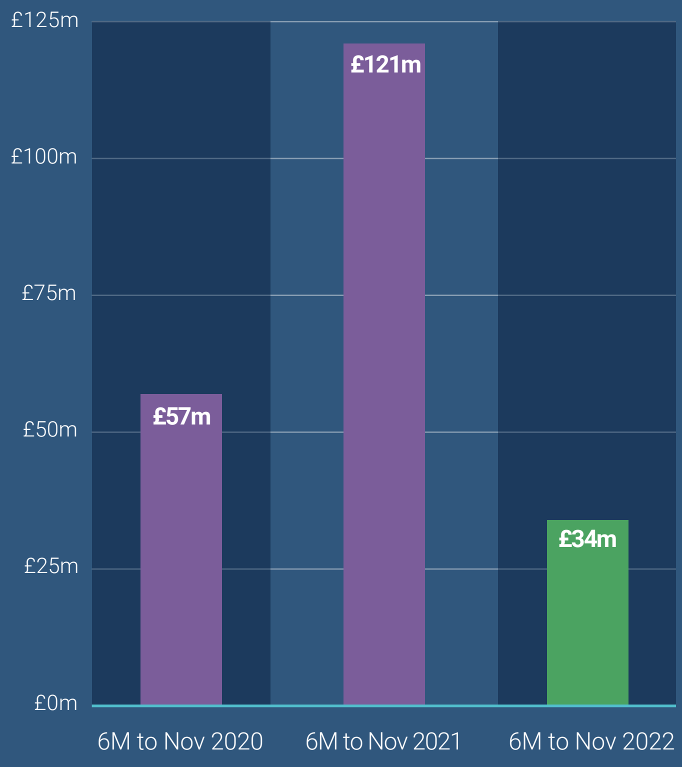
LINK TO OUR STRATEGIC OBJECTIVES

- Maximise long-term capital growth through ongoing portfolio renewal while controlling financing risk.

EXAMPLES OF RELATED FACTORS THAT WE MONITOR

- Relationship between outstanding commitments and NAV.
- Portfolio maturity and distribution rates by vintage.
- Commitment rate to new investment opportunities.

Net portfolio cash flow[2]



1 Excludes valuation gains and/or cash flows associated with the ALN.
2 Excludes the portion of the reference portfolio attributable to the ALN.

Key Performance Indicators

Performance

Five-year cumulative total shareholder return

NAV per share growth

Portfolio investment return

Liquidity

Net portfolio cash flow

Undrawn coverage ratio

WHAT THIS IS

The undrawn coverage ratio is the ratio of available financing and 10% of private equity assets to undrawn commitments. The undrawn coverage ratio is an indicator of the Company's ability to meet outstanding commitments, even in the event of a market downturn.

Under the terms of its current loan facilities, PIP can continue to make new undrawn commitments unless and until the undrawn coverage ratio falls below 33%.

HOW PIP HAS PERFORMED

- The current level of commitments is consistent with PIP's conservative approach to balance sheet management.
- In line with historical experience, the Company expects undrawn commitments to be funded over a period of several years.

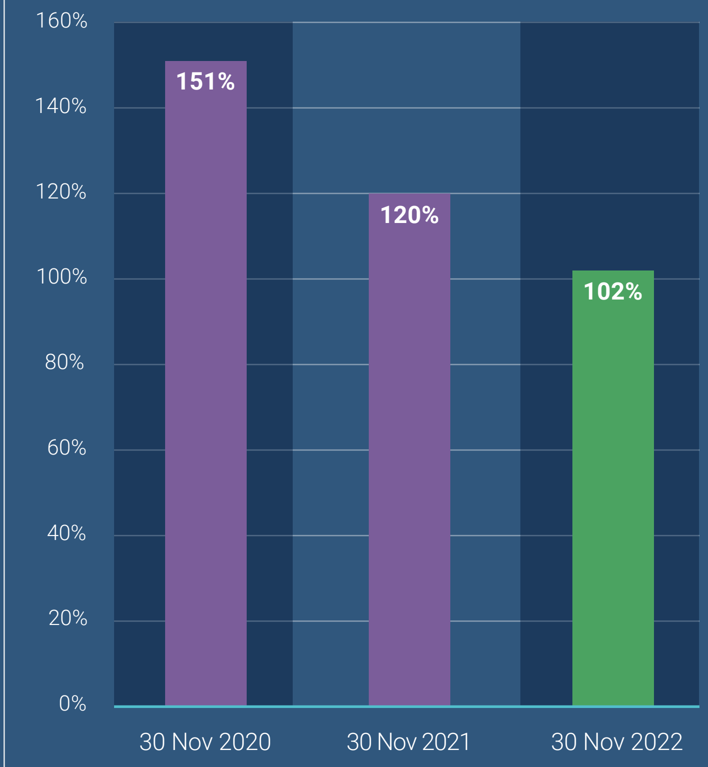
LINK TO OUR STRATEGIC OBJECTIVES

- Flexibility in portfolio construction, allowing the Company to select a mix of primary, secondary and co-investments, and to vary investment pace, to achieve long-term capital growth.

EXAMPLES OF RELATED FACTORS THAT WE MONITOR

- Relative weighting of primary, secondary and co-investments in the portfolio.
- Age profile of undrawn commitments.
- Trend in distribution rates.
- Ability to access debt markets on favourable terms.

Undrawn coverage ratio[1]



1 Outstanding commitments relating to funds outside their investment period (>13 years old) were excluded from the calculation of undrawn coverage ratio given the low likelihood of these being drawn. This amounted to £53.9m as at 30 November 2020, £55.2m as at 30 November 2021 and £59.7m as at 30 November 2022.

Investment Policy

Our investment policy is to maximise capital growth with a carefully managed risk profile.

The Company's policy is to make unquoted investments. It does so by subscribing to investments in new private equity funds ("Primary Investment"), buying secondary interests in existing private equity funds ("Secondary Investment"), and acquiring direct holdings in unquoted companies ("Co-investments"), usually either where a vendor is seeking to sell a combined portfolio of fund interests and direct holdings or where there is a private equity manager, well known to the Company's Manager, investing on substantially the same terms.

The Company may, from time to time, hold quoted investments as a consequence of such investments being distributed to the Company from its fund investments as the result of an investment in an unquoted company becoming quoted. In addition, the Company may invest in private equity funds which are quoted. The Company will not otherwise normally invest in quoted securities, although it reserves the right to do so should this be deemed to be in the interests of the Company.

The Company may invest in any type of financial instrument, including equity and non-equity shares, debt securities, subscription and conversion rights and options in relation to such shares and securities, and interests in partnerships and limited partnerships and other forms of collective investment schemes. Investments in funds and companies may be made either directly or indirectly, through one or more holding, special purpose or investment vehicles in which one or more co-investors may also have an interest.

The Company employs a policy of over-commitment. This means that the Company may commit more than its available uninvested assets to investments in private equity funds on the basis that such commitments can be met from anticipated future cash flows to the Company and through the use of borrowings and capital raisings where necessary.

The Company's policy is to adopt a global investment approach. The Company's strategy is to mitigate investment risk through diversification of its underlying portfolio by geography, sector and investment stage. Since the Company's assets are invested globally on the basis, primarily, of the merits of individual investment opportunities, the Company does not adopt maximum or minimum exposures to specific geographic regions, industry sectors or the investment stage of underlying investments.

In addition, the Company adopts the following limitations for the purpose of diversifying investment risk:

– No holding in a company will represent more than 15% by value of the Company's investments at the time of investment (in accordance with the requirement for approval as an investment trust which applied to the Company in relation to its accounting periods ended on and before 30 June 2012).

– The aggregate of all the amounts invested by the Company (including commitments to or in respect of) in funds managed by a single management group may not, in consequence of any such investment being made, form more than 20% of the aggregate of the most recently determined gross asset value of the Company and the Company's aggregate outstanding commitments in respect of investments at the time such investment is made.

– The Company will invest no more than 15% of its total assets in other UK-listed closed-ended investment funds (including UK-listed investment trusts).

The Company may invest in funds and other vehicles established and managed or advised by Pantheon or any Pantheon affiliate. In determining the diversification of its portfolio and applying the Manager's diversification requirement referred to above, the Company looks through vehicles established and managed or advised by Pantheon or any Pantheon affiliate.

The Company may enter into derivatives transactions for the purposes of efficient portfolio management and hedging (for example, hedging interest rate, currency or market exposures).

Surplus cash of the Company may be invested in fixed interest securities, bank deposits or other similar securities.

The Company may borrow to make investments and typically uses its borrowing facilities to manage its cash flows flexibly, enabling the Company to make investments as and when suitable opportunities arise, and to meet calls in relation to existing investments without having to retain significant cash balances for such purposes. Under the Company's Articles of Association, the Company's borrowings may not at any time exceed 100% of the Company's NAV. Typically, the Company does not expect its gearing to exceed 30% of gross assets. However, gearing may exceed this in the event that, for example, the Company's future cash flows alter.

The Company may invest in private equity funds, unquoted companies or special purpose or investment holding vehicles which are geared by loan facilities that rank ahead of the Company's investment. The Company does not adopt restrictions on the extent to which it is exposed to gearing in funds or companies in which it invests.

Financing Our Undrawn Commitments

Prudent balance sheet management supports PIP's long-term investment strategy.

We manage PIP to ensure that it has enough liquidity to finance its undrawn commitments, which represent capital committed to funds but yet to be drawn by the private equity managers, as well as to take advantage of new investment opportunities. We monitor and closely control the Company's level of undrawn commitments and future calls. A critical part of this exercise is ensuring that the undrawn commitments do not become excessive relative to PIP's private equity portfolio and available financing.
We achieve this by managing PIP's investment pacing as well as constructing its portfolio so that it has the right balance of exposure to primaries, secondaries and co-investments.

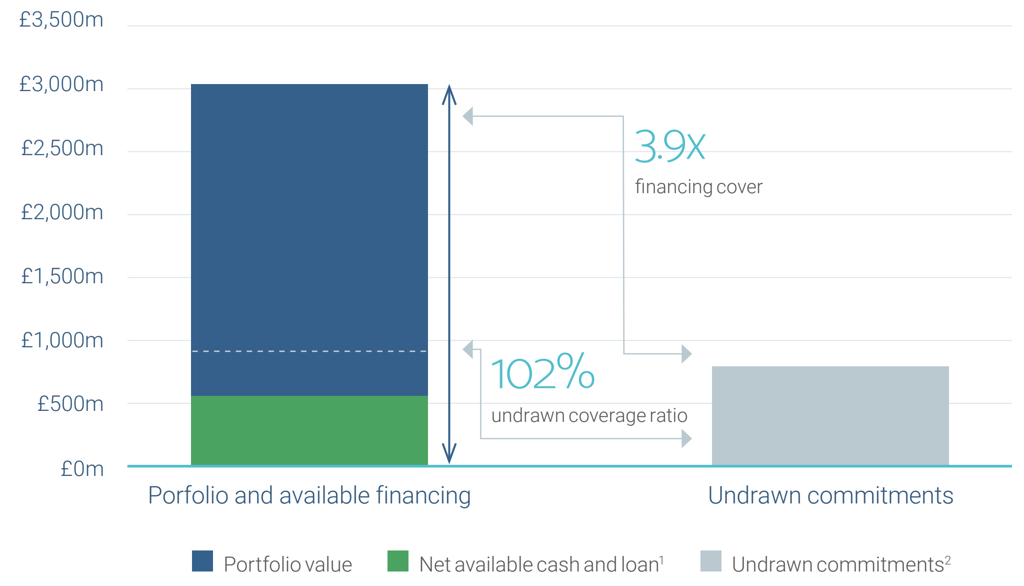
Managing our financing cover

PIP's undrawn commitments were £848m as at 30 November 2022 (31 May 2022: £755m). Of the £848m undrawn commitments as at the period end, £60m relate to funds that are more than 13 years old and therefore outside their investment periods.

As at 30 November 2022, PIP had net available cash[1] balances of £52m (31 May 2022: £227m). In addition to these cash balances, PIP also has access to a wholly undrawn £500m multi-currency revolving credit facility agreement ("loan facility") that expires in July 2027. Using exchange rates at 30 November 2022, the loan facility amounted to a sterling equivalent of £508m (31 May 2022: £301m).

Effective 30 November 2022, the Company revised the methodology used for calculating its coverage ratios to exclude undrawn commitments that are unlikely to be called.

The Company had £560m of available financing as at the period end (31 May 2022: £528m) which, along with the value of the private equity portfolio, provides comfortable cover of 3.9 times (31 May 2022: 3.7 times) relative to undrawn commitments for funds within their investment periods.



Another important measure is the undrawn coverage ratio, which is the ratio of available financing and 10% of private equity assets to undrawn commitments. The undrawn coverage ratio is a key indicator of the Company's ability to meet outstanding commitments, even in the event of a market downturn, and was 102% as at 30 November 2022 (31 May 2022: 108%)[2].

1 The available cash and loan figure excludes the current portion payable under the ALN, which amounted to £0.6m as at 30 November 2022.

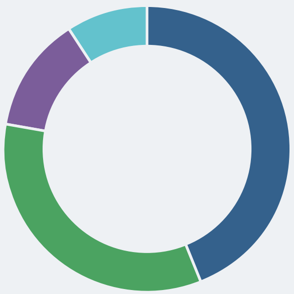
2 Excludes outstanding commitments relating to funds outside their investment period (>13 years old), amounting to £59.7m as at 30 November 2022 and £57.1m as at 31 May 2022.

Financing Our Undrawn Commitments

Undrawn commitments by region[1]

The largest share of undrawn commitments is represented by investments in the USA and Europe, which highlights the Company's investment focus on more developed private equity markets. PIP's undrawn loan facility is denominated in US dollars and euros to match the predominant currencies of its undrawn commitments.

Region

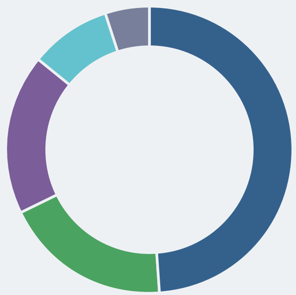


USA	44%
Europe	34%
Global	13%
Asia and EM[2]	9%

Undrawn commitments by stage[1]

PIP's undrawn commitments are diversified by stage with an emphasis on small and mid-market buyout managers, many of whom have experience of successfully investing across multiple economic cycles.

Stage

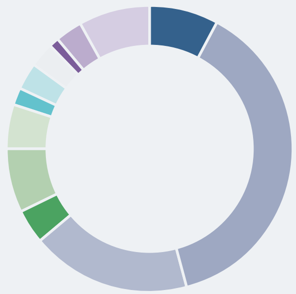


Small/mid buyout	49%
Large/mega buyout	19%
Growth	18%
Venture	9%
Special situations	5%

Undrawn commitments by vintage[1]

The rise in more recent vintages is a result of PIP's increased allocation to direct investments in recent years. Approximately 8% of PIP's undrawn commitments are in funds with vintage years which are 2010 or older. Generally, when a fund is past its investment period, it cannot make any new investments and only draws capital to fund follow-on investments into existing portfolio companies, or to pay expenses. As a result, the rate of capital calls by these funds tends to slow dramatically.

Vintage



2023	8%	2017	2%
2022	38%	2016	3%
2021	18%	2015	3%
2020	4%	2014	1%
2019	7%	2011–2013	3%
2018	5%	2010 and earlier	8%

1 Includes undrawn commitments attributable to the reference portfolio related to the ALN.

2 EM is Emerging Markets.

Manager's Review

Portfolio As at 30 November 2022

Since its inception, PIP has been able to generate excellent returns while at the same time structuring its portfolio to minimise the risks typically associated with private equity investments. Our established portfolio of assets has been carefully selected, based on the strengths of our appointed private equity managers, actively monitored and diversified to reduce specific timing, regional and sector risks; and managed to maximise growth and liquidity over time.

Type and region

Maturity and stage

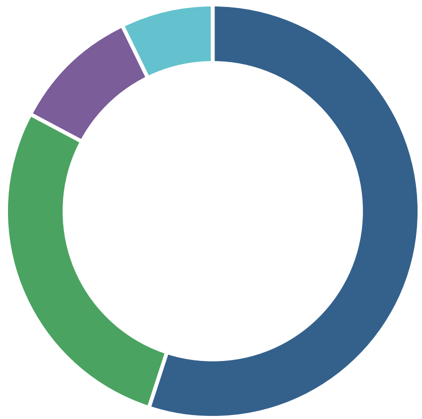
Flexible approach to portfolio construction increases potential for outperformance.

Investment type[1]

Co-investments	34%
Primary	33%
Secondary	33%

Weighted towards the more developed private equity markets in the USA and Europe while Asia and EM provide access to faster-growing economies.

Fund region[1]



USA	55%
Europe	28%
Asia and EM[2]	10%
Global[3]	7%

1 Fund investment type and region charts are based upon underlying fund and company valuations. The charts exclude the portion of the reference portfolio attributable to the ALN.

2 EM is Emerging Markets.

3 Global category contains funds with no target allocation to any particular region equal to or exceeding 60%.

Portfolio As at 30 November 2022

Since its inception, PIP has been able to generate excellent returns while at the same time structuring its portfolio to minimise the risks typically associated with private equity investments. Our established portfolio of assets has been carefully selected, based on the strengths of our appointed private equity managers, actively monitored and diversified to reduce specific timing, regional and sector risks; and managed to maximise growth and liquidity over time.

Type and region

Maturity and stage

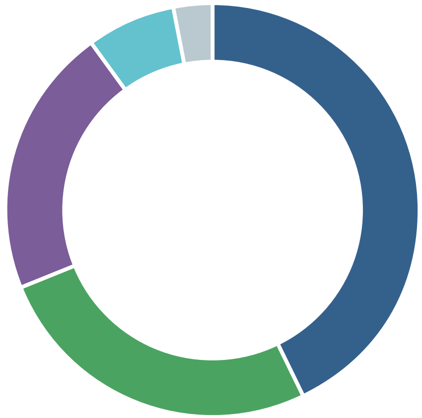
PIP's portfolio has a weighted average fund age of 4.8 years.

Fund maturity[1]

2021 and later	25%
2020	7%
2019	12%
2018	13%
2017	12%
2016	10%
2015	8%
2014	3%
2011–2013	5%
2010 and earlier	5%

Well-diversified with an emphasis on the buyout stages.

Fund stage[1]



Small/mid buyout	43%
Large/mega buyout	26%
Growth	21%
Special situations	7%
Venture	3%

1 Fund stage and maturity charts are based upon underlying fund and company valuations. The charts exclude the portion of the reference portfolio attributable to the ALN.

Performance

PIP's portfolio value has remained relatively stable. Access to top-performing managers and a tilt towards resilient and high-growth sectors has helped PIP to withstand the current macro environment.

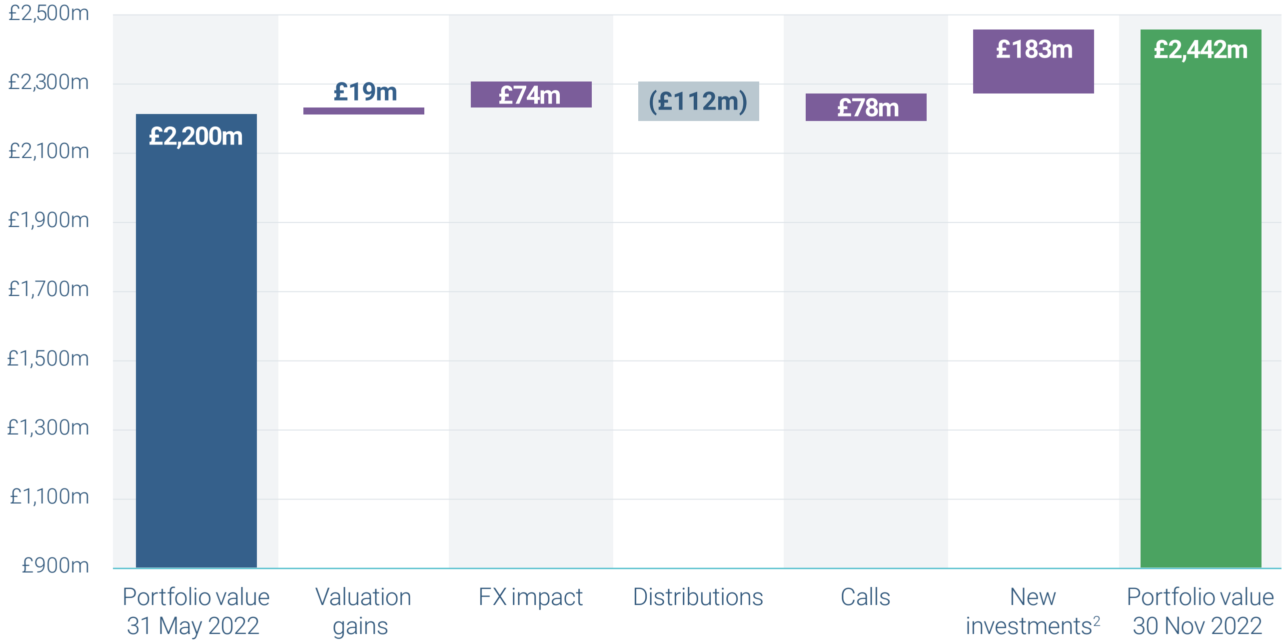
Private equity portfolio movements

Valuation movement by type

Valuation movement by stage

Valuation movement by region

PIP's portfolio generated returns of 0.9% during the half year.[1]



1 Excluding returns attributable to the ALN share of the portfolio.

2 Amount drawn down at the time of commitment.

Performance

PIP's portfolio value has remained relatively stable. Access to top-performing managers and a tilt towards resilient and high-growth sectors has helped PIP to withstand the current macro environment.

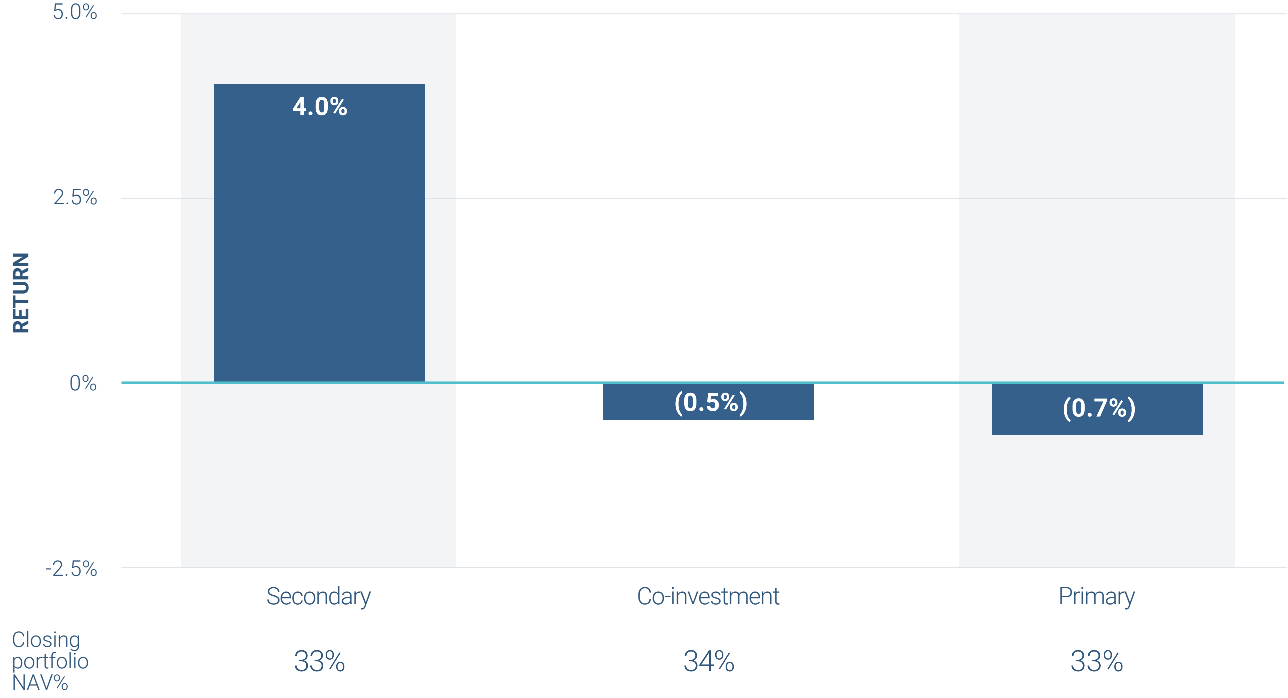
Private equity portfolio movements

Valuation movement by type[1]

Valuation movement by stage

Valuation movement by region

The portfolio is proving to be resilient through the current macroeconomic environment, despite modest valuation losses in the co-investment and primary strategies.



1 Portfolio returns include income, exclude gains and losses from foreign exchange movements, and look through underlying vehicle structures to the underlying funds. Portfolio returns exclude returns generated by the portion of the reference portfolio attributable to the ALN, and are calculated by dividing valuation gains by opening portfolio values.

Performance

PIP's portfolio value has remained relatively stable. Access to top-performing managers and a tilt towards resilient and high-growth sectors has helped PIP to withstand the current macro environment.

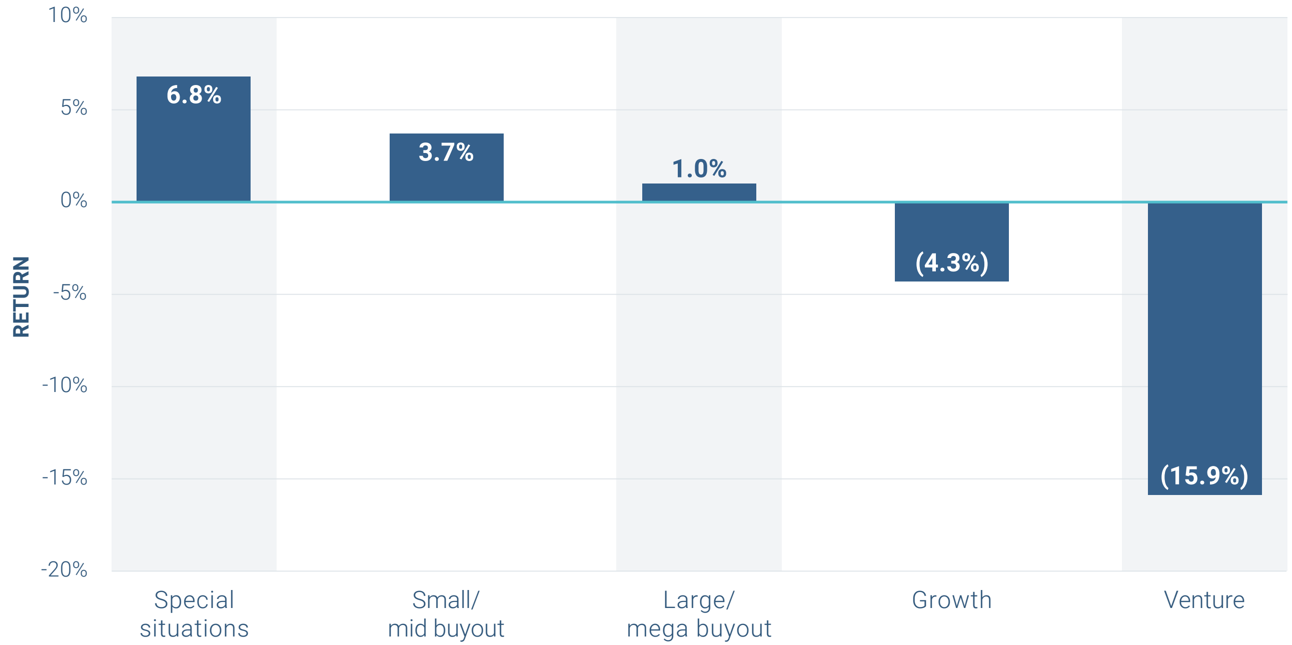
Private equity portfolio movements

Valuation movement by type

Valuation movement by stage[1]

Valuation movement by region

Gains in the buyout and special situations stages offset valuation losses in the venture and growth segments of the portfolio.



Closing portfolio NAV%	Special situations	Small/ mid buyout	Large/ mega buyout	Growth	Venture
	7%	43%	26%	21%	3%

1 Portfolio returns include income, exclude gains and losses from foreign exchange movements, and look through underlying vehicle structures to the underlying funds. Portfolio returns exclude returns generated by the portion of the reference portfolio attributable to the ALN, and are calculated by dividing valuation gains by opening portfolio values.

Performance

PIP's portfolio value has remained relatively stable. Access to top-performing managers and a tilt towards resilient and high-growth sectors has helped PIP to withstand the current macro environment.

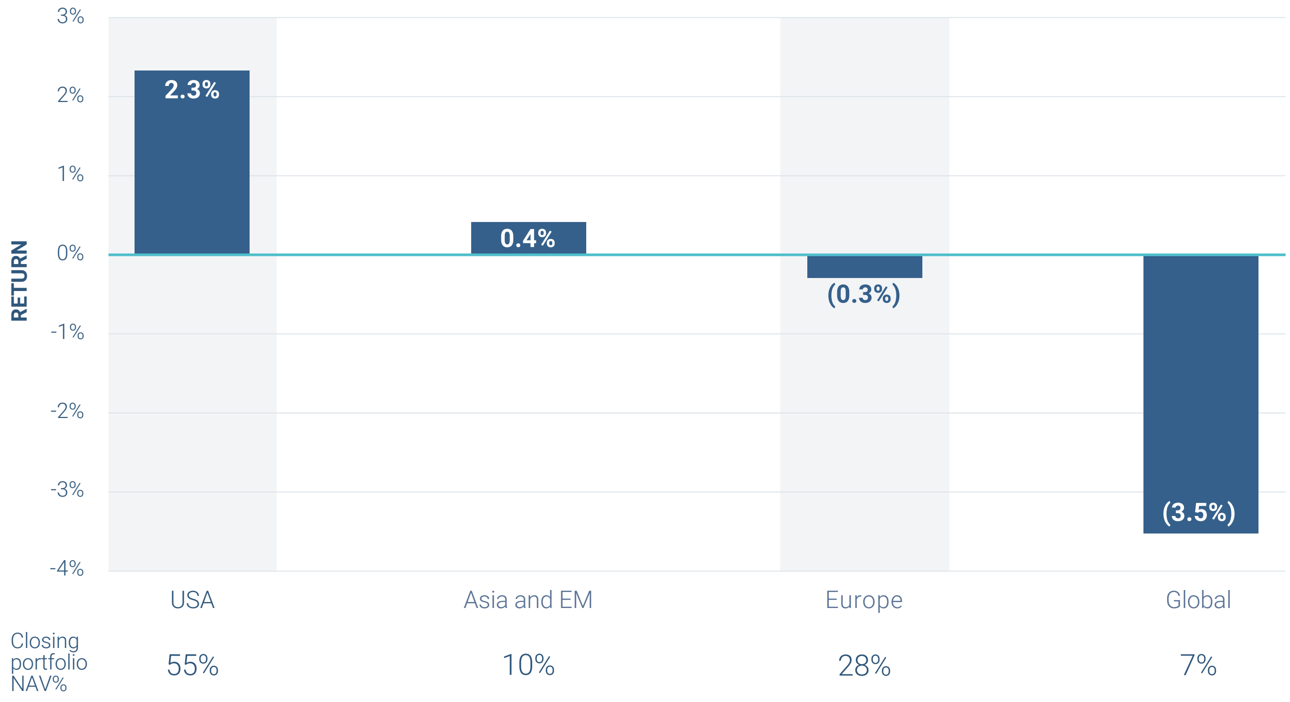
Private equity portfolio movements

Valuation movement by type

Valuation movement by stage

Valuation movement by region[1]

PIP's portfolio is weighted towards US investments, which generated positive returns during the period.



1 Portfolio returns include income, exclude gains and losses from foreign exchange movements, and look through underlying vehicle structures to the underlying funds. Portfolio returns exclude returns generated by the portion of the reference portfolio attributable to the ALN, and are calculated by dividing valuation gains by opening portfolio values.

New Commitments case study

shiftkey

Commitment	£12.5m	**Stage**	Small/mid buyout
Manager	Lorient Capital	**Sector**	Healthcare
Type	Manager-led secondary	**Geography**	USA

An extraordinary network of nurses

ShiftKey operates a leading marketplace platform that connects available nurses with healthcare facilities across the United States. The platform allows nurses to share their credentials and then apply to work daily shifts that match their requirements.

ShiftKey provides staffing solutions to over 10,000 facilities in over 30 states and boasts a network of hundreds of thousands of nurses.

Investment rationale

- The company has benefitted from the fundamental supply/demand imbalance caused by an ageing population and a severe, ongoing nursing shortage in the USA where 94% of skilled nursing and assisted living facilities in the USA are understaffed. Both of these situations were exacerbated by the COVID-19 pandemic. This resulted in an increasing requirement for per-diem nurses to cover shifts.
- Growing numbers of nurses are using the platform, given the higher pay and flexibility offered by per-diem shifts.
- The company has demonstrated rapid organic growth since being founded in 2016, and has an impressive financial profile with strong margins and customer retention.

Active management and value creation

Lorient Capital is a middle market, healthcare-specialist manager which focuses specifically on healthcare services and technology. Lorient has owned the business since March 2021.

ShiftKey recently completed a strategic investment in OnShift, a provider of workforce management technology for post-acute and long-term care facilities, creating the first complete solution to effectively managing nursing schedules. The investment will significantly increase the stickiness of ShiftKey's customer relationships, enable cross-selling opportunities and provide customers with new and innovative products that will help benefit their organisations.

The company's core market is in post-acute care, but the private equity manager sees growth opportunities in other healthcare end markets such as pharmacy, physical therapy and dentistry.

Long-term investing through unsettled times

Helen Steers, Partner at Pantheon and lead manager of PIP, reflects on the impact on private equity of a turbulent year for the world economy and how PIP is well positioned to navigate the challenges ahead.

HELEN STEERS
Partner at Pantheon and manager of PIP

The year 2022 was characterised by the continued uncertainty caused by the COVID-19 pandemic, building inflationary pressures and the humanitarian and energy crises triggered by the conflict between Russia and Ukraine. All of these events have rocked the global economy and inflation is now running at or near 40-year highs in most major economies. At the same time, central banks have been raising interest rates at their fastest pace in decades. This is leaving many households to grapple with the sharp rise in the cost of living, particularly in Europe which has felt the brunt of energy shortages and increased fuel costs. The combined impact of higher inflation, rising interest rates and geopolitical uncertainty has already affected global GDP growth and, as we head into 2023, economists are predicting recessions in many major advanced economies, although there is some debate about the depth and length of these.

It also brings challenges for private equity investors who must analyse how existing portfolio companies may be impacted by an economic downturn and how to navigate a changed environment for new investments in which buyers and sellers are having to find a new equilibrium on pricing. However, our experience during four decades of investing in private equity has shown that this asset class particularly comes to the fore in difficult times, since it can provide not only the capital, which is invested with a long-term investment horizon, but also much needed operational expertise and strategic guidance for portfolio companies. Other benefits include the strong governance model and the alignment of interests between the private equity manager and investee company, both of which are inherent features of private equity. On behalf of PIP, we aim to back managers who have built portfolios that are able to withstand uncertainty and to select portfolio companies that are resilient and exhibit defensive characteristics. In fact, market cycles and dislocations like those that we are currently experiencing can bring opportunities for seasoned investors like us and the private equity managers that we invest alongside.

Following an all-time high in 2021, new deal activity remained robust in the first quarter of 2022, levelled off in the second quarter and decelerated in the third quarter as the macroeconomic conditions started to impact overall investor sentiment.

In addition, for some investors the reduction in public market valuations relative to private market valuations has resulted in them becoming over allocated to private equity as a proportion of their overall assets. This is the so-called "denominator effect" which is likely to make fundraising more challenging for many private equity managers in the foreseeable future. Nevertheless, we expect that the top-rated, access-constrained private equity managers will still be able to raise capital quickly via oversubscribed funds regardless of what is happening in the world around them. Although fundraising may be under pressure this year, it should be noted that private equity managers have enjoyed record fundraising years previously and dry powder, which consists of capital raised but not yet invested, stood at US$2.5tn as at 31 December 2022[1]. This puts private equity managers in a strong position to take advantage of deal flow over the coming months.

1 Preqin, downloaded February 2023.

Our Market

We believe that looking at opportunities through a long-term investment lens is essential to tap into the ongoing megatrends that we believe are here to stay. For example, the two largest sectors in PIP's portfolio – information technology and healthcare – are being propelled by underlying themes such as digitisation and automation; ageing demographics in developed markets; and the increasing demand for high-quality healthcare products and services. Spending on mission-critical software tends to continue through market cycles and historically has been resilient to recessions. According to a recent press article, IT consultancy Gartner estimated that spending on business software and IT services would remain steady year-on-year, together accounting for more than US$2.16tn in projected spending in 2023. Within IT services, Gartner projected that spending on consulting services alone would reach US$264bn, up 6.7% from 2022[2]. In the USA, where over half of PIP's portfolio is invested, healthcare spending could grow by 7.1% in the next five years to 2027[3]. Financial services, which may have been neglected by investors recently, as well as sustainability and energy efficiency, are also interesting investment areas for private equity.

PIP's portfolio is tilted towards small/mid-market buyouts, which are attractive because there are a number of techniques that our managers can implement to help the companies in this stage to grow. These are smaller businesses that are often in the process of scaling up and investments in this sector typically benefit from multiple exit routes. Mid-market deals can often be overlooked as they are more complex transactions requiring significant expertise in sourcing, due diligence and monitoring, and originating these opportunities requires the kind of deep relationships that Pantheon has developed with many mid-market private equity managers. One characteristic that is especially relevant in the current market is that they are typically valued more conservatively and may be purchased with less debt financing and therefore are less exposed to rising interest rates and a slowdown in growth.

An important part of our due diligence process focuses on understanding how our managers plan to exit their portfolio companies once their value creation strategies have been achieved. Following a record year in 2021 for exits, both in terms of number and value, these slowed significantly in 2022 and we expect this to continue through 2023. An important feature of private equity is that our managers are not under pressure to sell their portfolio companies therefore they can afford to wait for more accommodative market conditions to realise the full potential of their investments. Despite this, deals are still taking place with the highest-quality companies being sold at attractive valuations. During the six months to 30 November 2022, just 4% of PIP's portfolio companies were sold as a result of them being taken public, while over half of exits were to trade buyers. Therefore, there is limited impact on PIP's portfolio from the slowdown in the global IPO markets.

Private equity secondary opportunities have increased, driven by manager-led deals

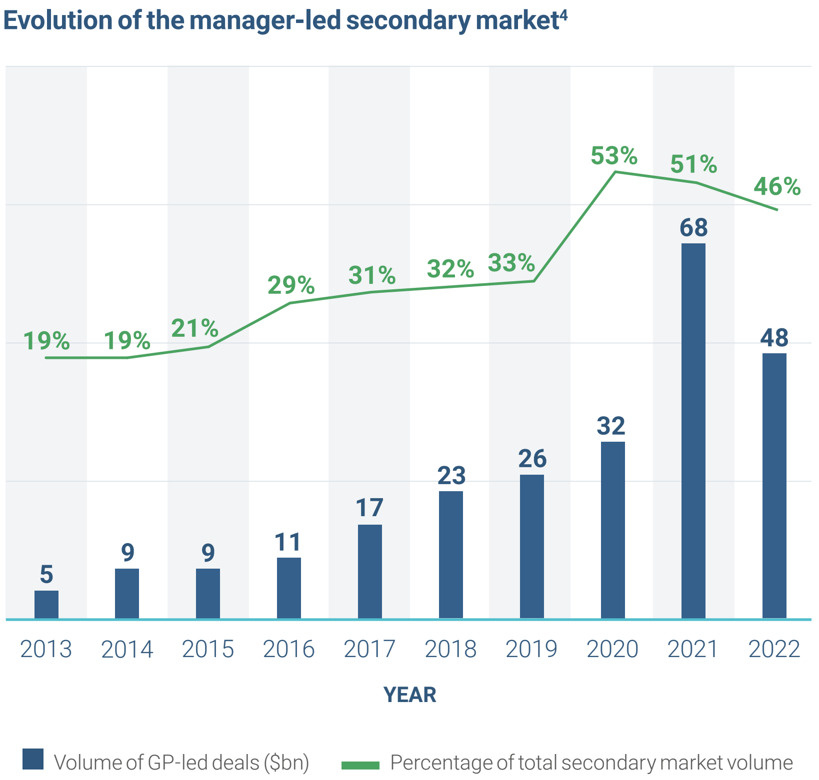
In an environment where growth is slowing and inflation is rising, institutional investors often experience a need for liquidity in order to meet liabilities elsewhere. This, coupled with the denominator effect described earlier, can drive investors to look for ways to derive cash from their existing investments. The global secondaries market had already been establishing itself as an active portfolio management tool for a wide range of investors in private equity funds but in unsettled markets, such as we are experiencing currently, an effective and growing secondary market creates interesting opportunities for investors like PIP to take advantage of dislocation and access high-quality private equity assets at attractive valuations and at a discount to their fair market values.

Despite the challenging macroeconomic backdrop, the secondaries market recorded its second largest year ever in 2022 with transaction volumes of more than US$103bn[4]. Manager-led deals, which is when the private equity managers themselves instigate deals in order to provide liquidity options for the investors in their funds, are a fast-growing part of the secondaries market and they accounted for just under half (46%[4]) of all secondary transactions, with the remainder being traditional fund secondary transactions, which is when an investor in a fund initiates a sales process with aim of selling to another investor. Manager-led deals can consist of either multi-asset portfolios or single-asset secondaries.

A single-asset secondary is an investment in an individual company owned by an existing private equity fund. The private equity manager may be under pressure to sell the company to provide liquidity to existing investors or is looking to secure further capital to support growth which may not be available in the current structure. However, the company in question could be a highly prized asset that the fund manager believes has significant further potential for growth. These competing priorities can be resolved by bringing in new investment, typically from specialised secondary firms such as Pantheon, and carving the company out into a new structure typically called a "continuation"

2 Global IT Spending Decreased in 2022, Wall Street Journal, 18 January 2023.
3 Source: McKinsey & Company.
4 Source: Evercore Private Capital Advisory, 2022 Secondary Market Synopsis, January 2023.

Our Market



fund. When successful, and with the correct alignment of interest between existing investors, the private equity manager, company management and the new investors, these types of transaction tend to have an attractive risk/return profile and can be of significant value to all parties involved:

- They are appealing to the existing investors who have the option to take the liquidity or to roll their interests into the new vehicle and remain exposed to the asset going forwards.
- They allow the private equity manager to continue to hold on to and keep control of what they might see as one of their highest-quality assets, which they would otherwise have been required to sell. The employees of the company are often in favour of these types of transactions as they do not have to experience a change in ownership or management, and the disruption this could bring.
- Meanwhile, new investors have the opportunity to invest in otherwise "not-for-sale" assets, alongside proven PE managers who know the company well, and experienced company management teams.

All of this makes these investments at their best a real "win-win-win" for everyone involved. In a market environment where there are fewer exit routes for companies, this option is likely to become even more compelling.

Single-asset secondaries are complex transactions which require significant expertise and resources, and are frequently sourced on a proprietary basis through deep manager relationships. Pantheon has a decades-long track record in the secondaries market and our dedicated and experienced team gives us global scale and reach. The Partners in Pantheon's secondary team have on average 23 years' investment experience and the average length of relationships with the private managers that we have invested with is 21 years. Furthermore, Pantheon's secondary team benefits from the wider Pantheon investment platform, with its extensive global manager coverage and close relationships, including through the 589[5] advisory boards seats held.

Despite extraordinary growth in the secondaries market and in single-asset deals in particular, Pantheon has maintained its discipline and selectivity. When assessing these kinds of deals on behalf of PIP, we are looking to invest alongside high-quality managers with whom we usually have an existing relationship, which allows us to start from a foundation of trust. This also means that we are often investing in companies that we have either already backed in some way, or that we have followed for some time. As with secondary deals more generally, the key is in aligning interests and finding consensus around

4 Source: Evercore Private Capital Advisory, 2022 Secondary Market Synopsis, January 2023.
5 As at 31 December 2022.

valuations. For Pantheon that means independently pricing the asset and undertaking a thorough analysis of the underlying business. We conduct a full bottom-up assessment to develop our conviction around the resilience and potential of the assets that we are underwriting. This includes understanding:

- Defensive characteristics around current earnings and customer base;
- Macro and structural tailwinds behind the markets the company operates in and company's market-leading position;
- Exposure of cash flows to inflationary pressures;
- Exposure of company to financing or refinancing risk;
- The fundamental drivers of future revenue growth; and
- Avoiding deals where leverage has been aggressively used.

In the current market environment, we expect secondary momentum to continue and to capitalise on this, PIP committed US$112.5m (£93.5m) to the Pantheon Secondary Opportunity Fund II (PSOF II), which is focused on single-asset secondaries, following the period end. PIP's commitment is expected to be deployed over a three-year investment period.

PIP continues to benefit from Pantheon's established and scaled co-investment platform

Co-investments are attractive for PIP as they enable the Company to invest directly in exciting high-growth companies on the same terms and conditions as the private equity manager. They are also typically free of management and performance fees. PIP benefits from Pantheon's large global network of primary and secondary relationships from which we are able to source co-investment opportunities. In many cases, the strength of our relationships has resulted in us being offered proprietary deals whereby we are the only party to be invited to co-invest alongside a manager.

The co-investment market has become increasingly competitive, however we believe that Pantheon has a distinct advantage and is an attractive co-investor for our private equity managers because:

- We do not compete against them and are viewed as an investment partner; as a result, we believe that we see a large proportion of co-investments that are on offer from our core managers around the world;
- Our consistent reliability in co-underwriting transactions means that we have become a "go-to" partner for many of our private equity managers;
- We have the scale to deploy substantial capital quickly into new deals and follow-on investments; and
- We have proven our willingness to step in at an early stage to help our managers to secure and execute upon exciting opportunities through co-underwriting transactions.

Pantheon continues to assess each co-investment opportunity on its own merits with each co-investment passing through a "double quality filter", since each opportunity has first been evaluated by one of our best private equity managers, who themselves have already passed our rigorous manager selection hurdles. The opportunity is then subjected to our own detailed due diligence process, carried out by our dedicated co-investment team.

In the current environment we have remained cautious, disciplined and selective and, as a result, our already stringent approval rate dropped over the course of 2022 to around half of what it was at the beginning of the year. This is mainly attributable to, among other things, our cautious approach in evaluating deal pricing and company growth prospects against an increasingly challenging macroeconomic environment. Having said that, we have seen more reasonable valuations as we head into 2023. Although deal flow volume has moderated in the current environment, co-investments in companies that command a leading or differentiated market position, have a sticky revenue base and are benefitting from secular growth, will continue to attract strong interest.

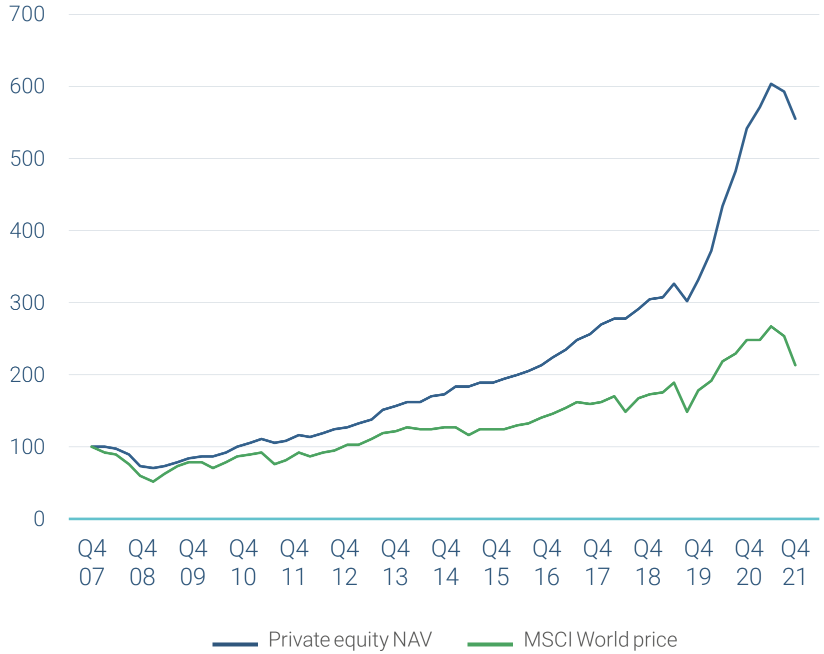
Typically, we will only co-invest in companies that display the following attributes:

- We focus only on compelling opportunities with the highest-quality managers that we believe are able to meet our return expectations;
- The business must be a good fit for the manager's geographical, sectoral and stage expertise and experience;
- There are multiple and clear value creation levers that our managers can pull;
- Structured deals or businesses that have reasonable entry valuations;
- We focus on attractive, resilient sectors that are experiencing long-term tailwinds and have the potential for strong organic growth through the launch of additional products and services;
- Defensive businesses that have the ability to maintain revenue and margin stability even in an economic downturn; and
- There is the potential for add-on acquisitions that can help the business to build scale and grow its market share.

PIP committed £130.4m to 10 co-investments during the six months to 30 November 2022 and, at the end of the period, co-investments accounted for 34% of PIP's portfolio.

Our Market

Private equity vs public equity performance[1]



Index = 100 as at 31 December 2007

1 Source: Cambridge Associates as at June 30, 2022.

Private equity versus public equity performance

There is no doubt that 2022 was a bumpy ride for public markets albeit some recovery was observed towards the end of the year. Private equity valuations have not tracked the declines seen in the public markets and some of the main reasons for this are because private equity managers generally take a more conservative approach when valuing their portfolio companies, usually have control positions which means that they can manage their portfolio companies more actively, and they are not under any pressure to sell. As a result, the pressures that the current environment places on the public markets are generally not reflected in the private markets, and private equity performance has historically been less volatile overall. For example, the chart shows that the dips in private equity performance during the Global Financial Crisis and in the first quarters of the COVID-19 crisis were far less marked than those seen in the public markets and the recovery has been far stronger.

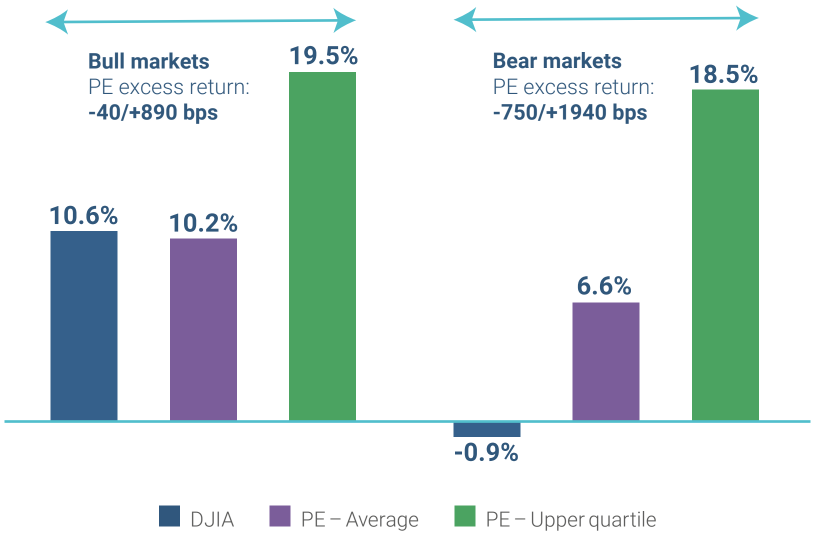
Our managers' generally conservative approach to valuing their assets means that PIP has consistently seen exits in its portfolio being achieved at attractive uplifts. This has continued in this reporting period with a weighted average uplift on exit of 33% being achieved during the six months to 30 November 2022. The weighted average uplift since 2012, which is when we started tracking this metric for PIP, has been 31%. This demonstrates the embedded value in PIP's buyout portfolio and the resilience of the underlying companies.

Our Market

Outperformance through economic cycles

The best private equity managers are able to outperform public markets consistently, and especially during times of economic stress. The graphic below shows that between 2002 and 2022, upper quartile private equity managers outperformed the Dow Jones Industrial Average ("DJIA") index by 890 basis points in bull markets, while this widened to 1940 basis points in bear markets. The private equity average also performed strongly in the latter scenario.[1]

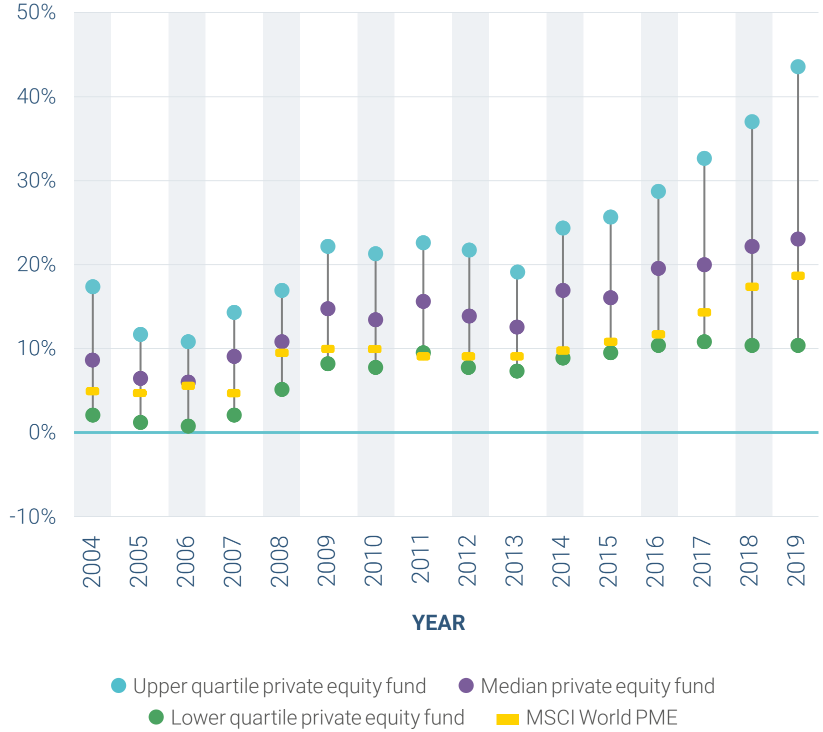
Average annual growth rates of public & private equity (2002–2022)[2]



1 DJIA , Capital IQ as at 30 October 30 2022. ThomsonOne PE Buyout and Growth funds Index as at Q2 2022. Bull markets are defined as 2004–2006 and 2010-2019 and 2021. Bear markets are defined as 2002–2003; 2007–2009, 2020 and YTD 2022.

2 Source: DJIA , Capital IQ as of October 30, 2022. ThomsonOne PE Buyout and Growth funds Index as of Q2 2022. Bull markets are defined as 2004–2006 and 2010–2019 and 2021. Bear markets are defined as 2002–2003; 2007–2009, 2020 and YTD 2022. There can be no guarantee that these trends will continue. Past performance is not indicative of future results. Future performance is not guaranteed, and a loss of principal may occur.

The selection of private equity managers is key[3]



Both these statistics and the chart above, which shows the wide dispersion of returns in private equity, indicate that investing with top-quality managers, whose funds are often oversubscribed and invitation-only, is crucial. PIP, through Pantheon's extensive network of deep relationships, has access to many of the best private equity managers in the world.

3 Source: Preqin. All data as at 31 December 2021. Insufficient MSCI World PME data for 2000. Data from 2020 and 2021 is not displayed as it is not meaningful due to the infancy of these funds.

Our Market

Outlook

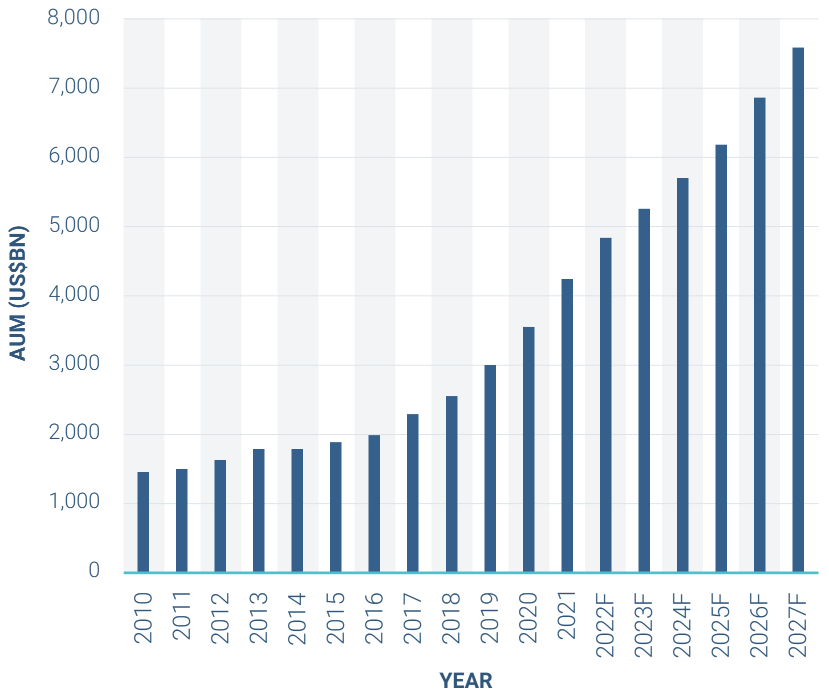
The world has changed substantially over the past 12 months and it is difficult to predict what is yet to come. But what we can say is that, while the last 10 years have been good for all asset classes, private equity has outperformed the public markets and the evidence suggests that private equity outperformance tends to be even greater during lower public market return periods. This is a testament to the "super active" private equity model and we expect the hands-on approach of our managers to become more important than ever through 2023 and beyond. There are clearly challenges which will impact private equity, as is the case for many other industries, but, perhaps thanks to its unique attributes, the assets under management ("AUM") in the global private equity market are still forecasted to grow by 10.2% CAGR from 2021 to reach US$7.6tn in 2027[6].

We believe that private equity investment can add real value to companies and this can be seen especially in the sectors that PIP focuses on, which are being propelled by positive long-term secular trends.

The advantages of being backed by a private equity manager who has sector expertise and can implement active professional management, as well as being a capital partner who can support their portfolio companies when the going gets tough, should not be underestimated.

Those same managers are experienced at being able to buy good assets at lower valuations during periods of volatility. As a global private markets investor with a 40-year history, Pantheon is well positioned to take advantage of these potential opportunities on behalf of PIP. Pantheon has managed PIP through multiple economic cycles and, since it was launched over 35 years ago, the Company has significantly outperformed the public market benchmarks. PIP's balance sheet is resilient and the underlying companies in its portfolio are performing well, delivering revenue and earnings growth in excess of the MSCI World index. While we must not become complacent, all of this gives us confidence that PIP is in good shape and ready to face whatever the future holds.

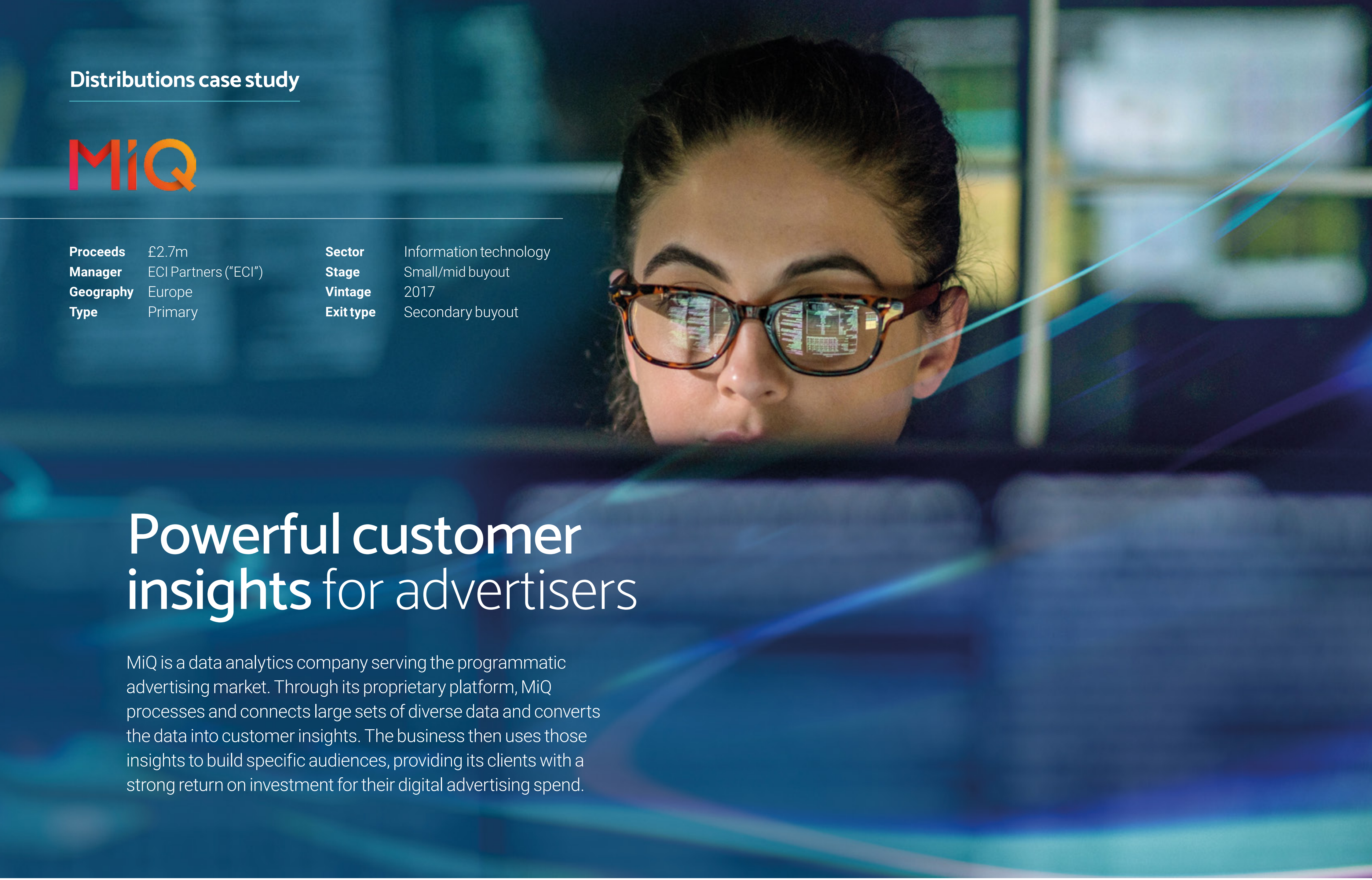
Private equity AUM expected to continue growing[7] (US$bn)



6 Preqin Special Report: Future of Alternatives 2027 (January 2023).

7 Source: Preqin Global Report 2023: Private equity.

Distributions case study



MiQ

Proceeds	£2.7m	**Sector**	Information technology
Manager	ECI Partners ("ECI")	**Stage**	Small/mid buyout
Geography	Europe	**Vintage**	2017
Type	Primary	**Exit type**	Secondary buyout

Powerful customer insights for advertisers

MiQ is a data analytics company serving the programmatic advertising market. Through its proprietary platform, MiQ processes and connects large sets of diverse data and converts the data into customer insights. The business then uses those insights to build specific audiences, providing its clients with a strong return on investment for their digital advertising spend.

Distributions case study

MiQ

Investment rationale

- Consistent exceptional growth with digital display advertising growing at 20% p.a. over two years.
- MiQ has a proven track record of expanding into new territories, launching eight new offices in six years, all of which became profitable quickly.
- Strong barriers to entry through the proprietary platform developed by the business, as well as long-term relationships with all of the large tier-one agencies who control c.70% of media spend globally.
- Significant geographic diversity with revenues spread across the UK, North America, Europe and Australia and with scope for further expansion into other international geographies.
- MiQ generates a superior return on investment, compared to its competitors, as a result of its high performance-focused culture.

Our relationship

PIP is a primary investor in two ECI Partners funds and Pantheon has held an advisory board seat in the last six of its funds.

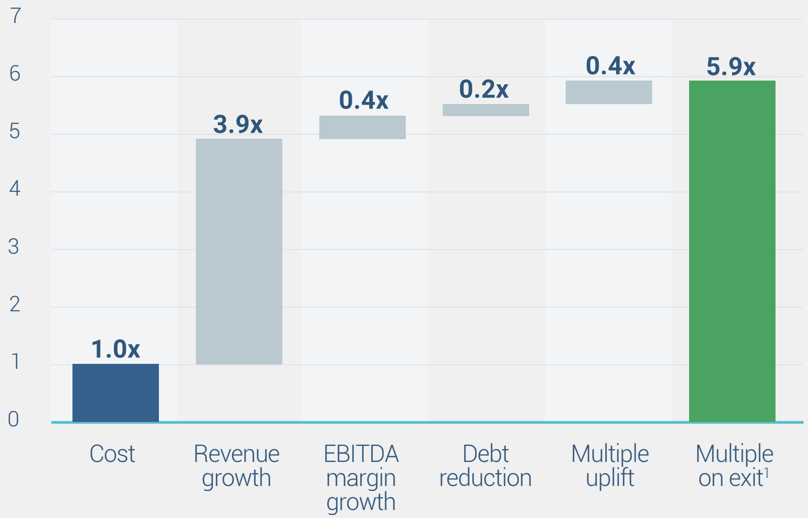
Active management and value creation

- Organic growth of 27% and 31% CAGR in terms of revenue and EBITDA over the five-year holding period.
- Developed and executed a North American and Asian expansion strategy, leading to four new US offices and an increase in North American revenue to over 80% of total group revenue upon exit.
- Client direct customers that now account for 15% of revenue versus none at entry.
- Hired a new management layer beneath the founders enabling the business to scale up in key markets.

Exit

MiQ was acquired by Bridgepoint Advisers in September 2022, providing a full exit for ECI and for PIP at a 5.9x Multiple of Invested Cost (MOIC) and 49% IRR. The uplift versus the valuation 12 months prior was 296%.

Value creation bridge



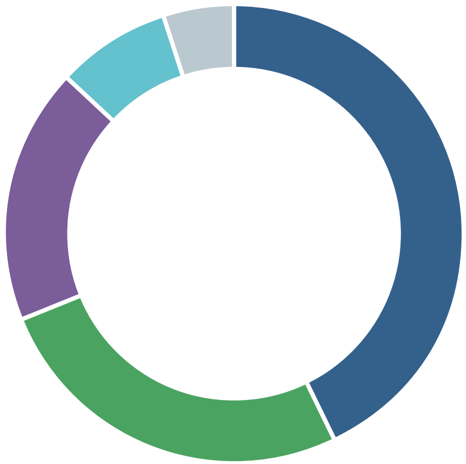
1 Net of fees and other expenses.

Distributions

PIP's mature portfolio continued to generate distributions despite a challenging exit environment. Distributions have been incremental to returns, with many reflecting realisations at significant uplifts to carrying value.

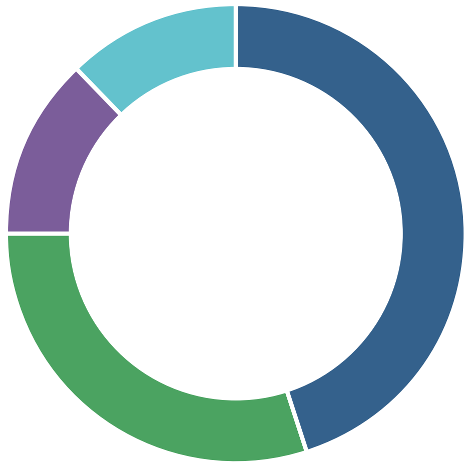
PIP received £112m in proceeds from PIP's portfolio in the half year to 30 November 2022 (year to 31 May 2022: £419m), equivalent to an annualised distribution rate of 10% relative to opening private equity assets (31 May 2022: 25%). US and European buyouts accounted for the majority of the distributions.

Distributions by stage
For the half year to 30 November 2022



Small/mid buyout	43%
Large/mega buyout	26%
Growth	18%
Special situations	8%
Venture	5%

Distributions by region
For the half year to 30 November 2022



USA	45%
Europe	30%
Global	13%
Asia and EM	12%

Distributions

PIP's mature portfolio continued to generate distributions despite a challenging exit environment. Distributions have been incremental to returns, with many reflecting realisations at significant uplifts to carrying value.

Distributions by region and stage

Quarterly distribution rates[1]

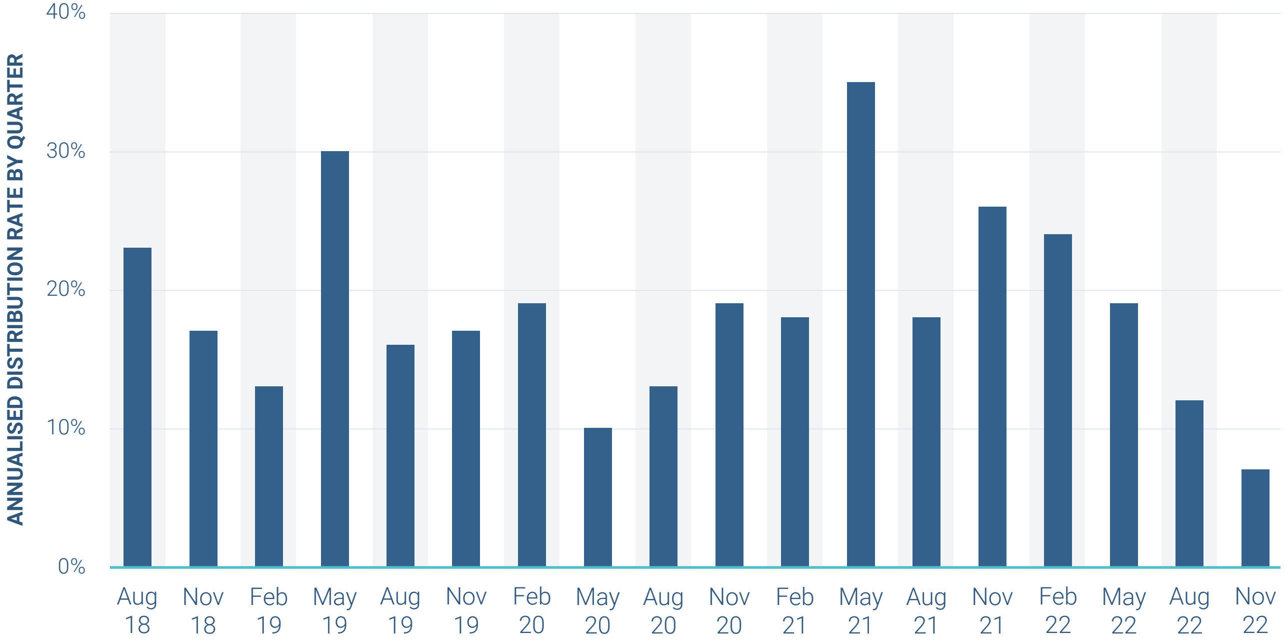
Distribution rates by vintage

Cost multiples on exit realisations

Uplifts on exit realisations

Exit realisations by sector and type

Although PIP's portfolio has continued to generate cash, there has been a slowdown in distributions during the period due to the challenging economic environment which has impacted exit activity.

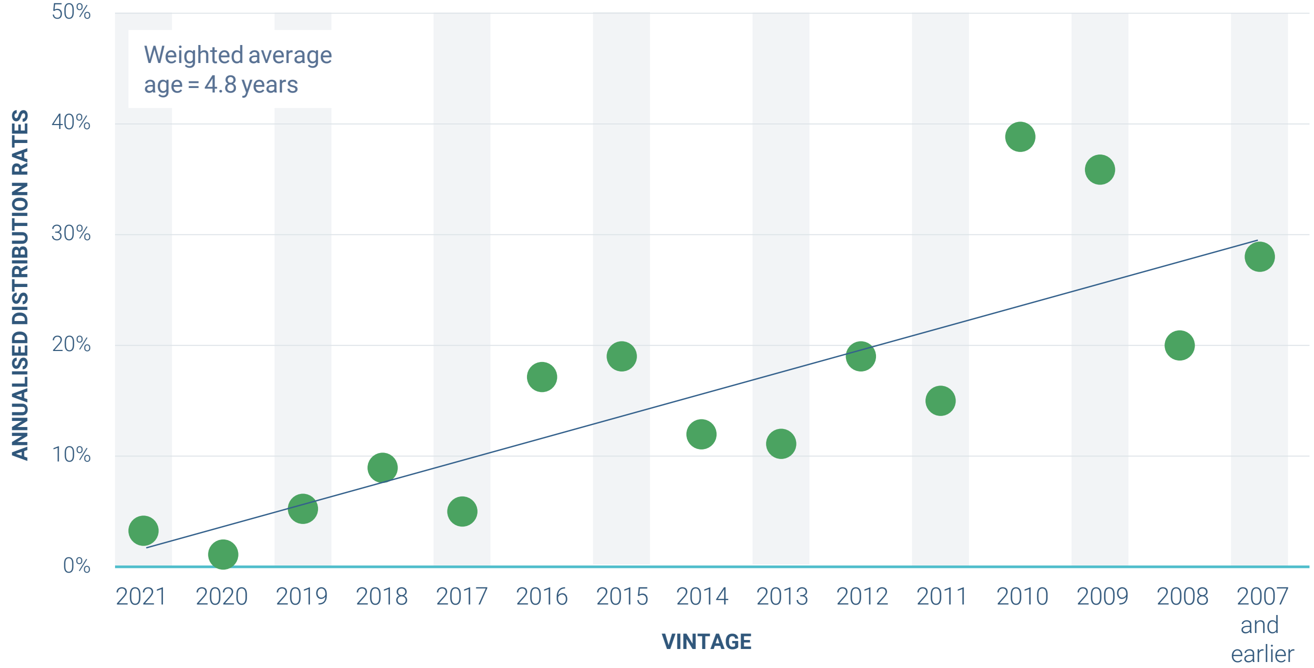


1 Distribution rate equals distributions in the period (annualised) divided by opening portfolio value.

Distributions

PIP's mature portfolio continued to generate distributions despite a challenging exit environment. Distributions have been incremental to returns, with many reflecting realisations at significant uplifts to carrying value.

With a weighted average fund maturity of 4.8 years[2] at the end of the period (31 May 2022: 4.9 years), PIP's portfolio should continue to generate significant levels of cash.



1 This figure looks through underlying vehicle structures.

2 Calculation for weighted average age excludes the portion of the reference portfolio attributable to the ALN. Fund age refers to the year in which a fund makes its first call or, in the case of a co-investment, the year in which the co-investment was made.

Distributions

PIP's mature portfolio continued to generate distributions despite a challenging exit environment. Distributions have been incremental to returns, with many reflecting realisations at significant uplifts to carrying value.

Distributions by region and stage

Quarterly distribution rates

Distribution rates by vintage

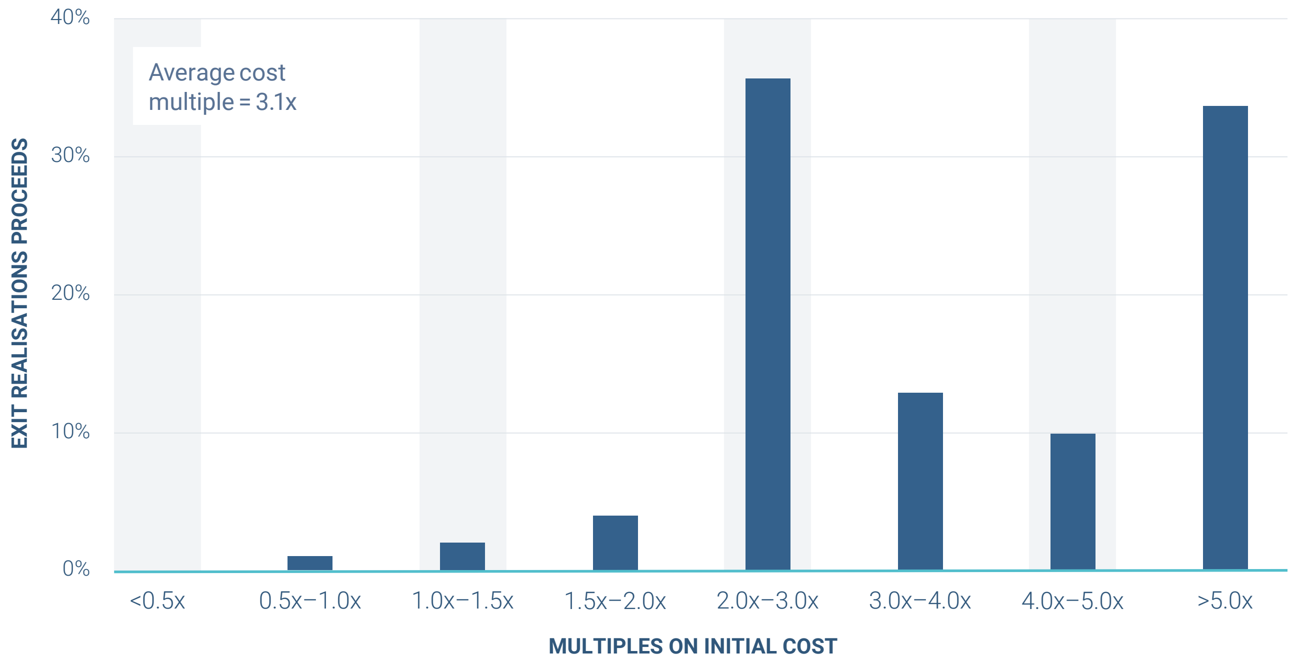
Cost multiples on exit realisations[1]

Uplifts on exit realisations

Exit realisations by sector and type

The average cost multiple on exit realisations of the sample was 3.1 times, demonstrating value creation over the course of PIP's investment.

For the half year to 30 November 2022



1 See page 111 of the Alternative Performance Measures section for sample calculations and disclosures.

Distributions

PIP's mature portfolio continued to generate distributions despite a challenging exit environment. Distributions have been incremental to returns, with many reflecting realisations at significant uplifts to carrying value.

Distributions by region and stage

Quarterly distribution rates

Distribution rates by vintage

Cost multiples on exit realisations

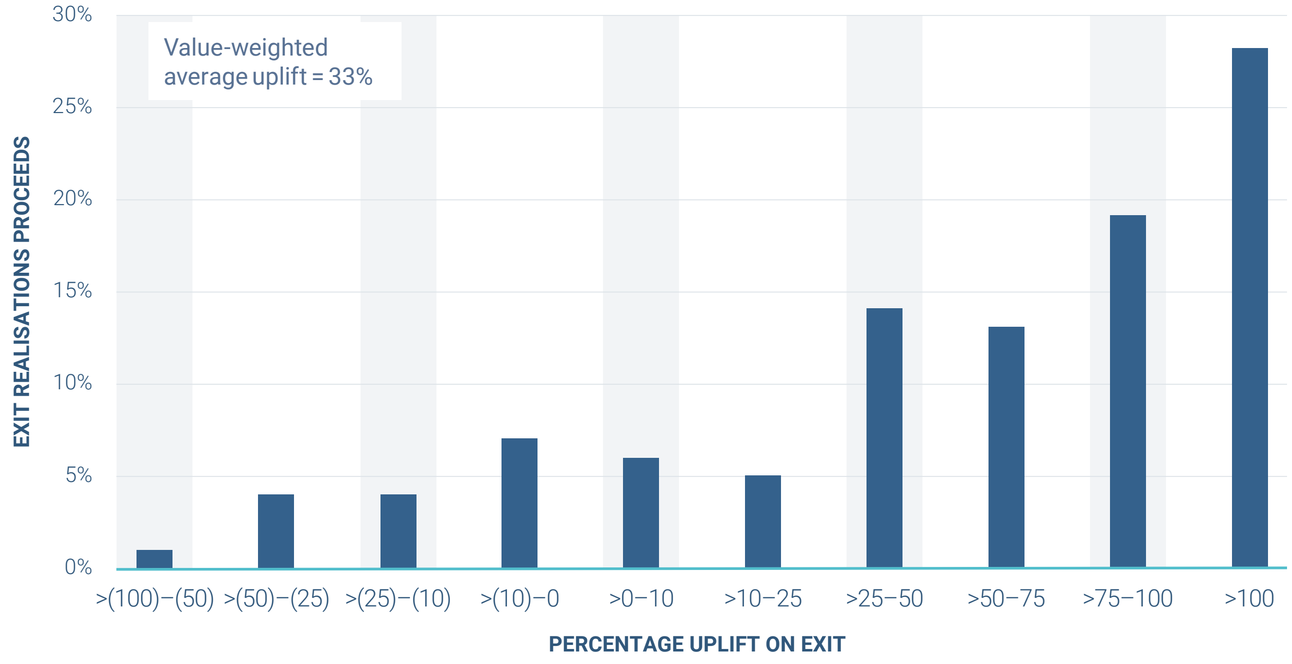
Uplifts on exit realisations[1]

Exit realisations by sector and type

The value-weighted incremental average uplift on exit realisations in the half year was 33%, consistent with our view that realisations can be significantly incremental to returns.

The method used to calculate the average uplift is to compare the value at exit with the value of the investment 12 months prior to exit.

For the half year to 30 November 2022



1 See page 111 of the Alternative Performance Measures section for sample calculations and disclosures.

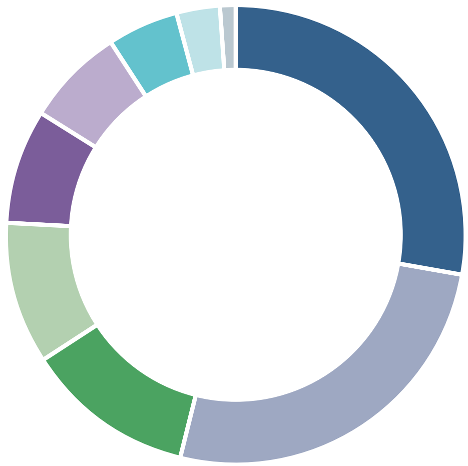
Distributions

PIP's mature portfolio continued to generate distributions despite a challenging exit environment. Distributions have been incremental to returns, with many reflecting realisations at significant uplifts to carrying value.

Realisation activity was strongest in the financials and information technology sectors. Trade sales and secondary buyouts represented the most significant sources of exit activity during the half year. The data in the sample provide coverage for 100% (for exit realisations by sector) and 100% (for exit realisations by type) of proceeds from exit realisations received during the period.

Exit realisations by sector

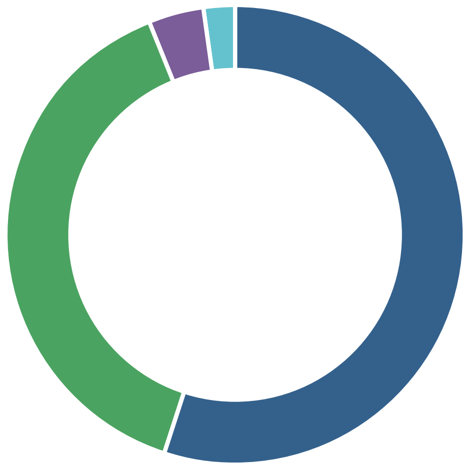
For the half year to 30 November 2022



Financials	28%
Information technology	26%
Consumer	12%
Industrials	10%
Healthcare	8%
Energy	7%
Communication services	5%
Real estate	3%
Materials	1%

Exit realisations by type

For the half year to 30 November 2022



Trade sale	55%
Secondary buyout	39%
Public market sale	4%
Refinancing and recapitalisation	2%

Distributions case study

MARLINK

Proceeds	£11.2m	**Sector**	Communication services
Manager	Apax France	**Stage**	Small/mid buyout
Geography	Europe	**Vintage**	2015
Type	Co-investment, Primary	**Exit type**	Secondary buyout

Seamless satellite connections at sea

Marlink Group ("Marlink") is a global leader in intelligent networks and digital solutions for business-critical remote operations.

Distributions case study

MARLINK

Investment rationale

- Broadband usage in the maritime industry is expected to keep growing due to the increase in satellite capacity, demand for data and bandwidth by maritime operators and innovation of communication equipment.
- Marlink has long, established relationships with a wide portfolio of satellite operators, and is an attractive platform for integrating participants in all parts of the satellite communication distribution value chain.
- Technology, media and telecom is one of the sectors that Apax France specialises in, and it had prior knowledge of the company and a strong relationship with management.
- Opportunity for margin expansion through migration towards broadband VSAT (Very Small Aperture Terminal) solutions, economies of scale in satellite purchasing and network management, operations automation and accretive value added digital services.

Our relationship

PIP is a primary investor in two Apax France funds and Pantheon holds an advisory board seat for three of its funds. In addition, PIP has previously co-invested alongside the manager.

Active management and value creation

- Seven acquisitions completed until partial sale in June 2022. One additional acquisition conducted in September 2022.
- Marlink has become a world leader in maritime and enterprise satellite communication services and has over 12,000 vessels under contract of which over 7,000 (under 2,000 at entry) are vessels that have broadband installed.
- Repositioning and scale of the Land division (from negative EBITDA at entry to c.US$30m in 2022).
- Expansion of the digital offering across Marlink's subscriber base through value added and managed services (eg, cyber, Internet of Things).

Exit

Marlink was acquired by Providence Equity Partners in June 2022, providing a partial exit for Apax France funds and PIP at a 2.5x Multiple of Invested Cost (MOIC).

Top 50 Distributions

No.	Company	Website	Country	Sector	Investment type	Description	Total proceeds (£m)
1	Marlink		France	Communication Services	Primary, Secondary, Co-investment	Provider of smart network solutions and satellite communication services	11.2
2	Pioneer Natural Resources		USA	Energy	Primary, Secondary	Oil and gas exploration and production company	6.2
3	Lifepoint Health		USA	Healthcare	Co-investment	Provider of healthcare services	6.0
4	Verdad Resources		USA	Energy	Secondary	Oil and gas exploration company	3.9
5	interactive investor		UK	Financials	Secondary	Investment and share platform aimed at retail investors	3.4
6	GRP Global Risk Partners		UK	Financials	Primary	Specialist insurance services provider	3.3
7	Visma		Norway	Information Technology	Primary, Secondary, Co-investment	Developer of enterprise software	3.0
8	GTS Grupo TorreSur		Brazil	Information Technology	Primary, Secondary	Provider of infrastructure-sharing services to the telecommunications industry	2.8
9	MiQ		UK	Information Technology	Primary	Developer of a global analytics and insights platform	2.7
10	SF-Filter		Switzerland	Industrials	Primary, Co-investment	Distributor of mobile and industrial filters	2.2
11	Rollease Acmeda		USA	Consumer	Secondary	Manufacturer of window coverings	2.2
12	Biolchim		Italy	Industrials	Primary	Manufacturer of fertilisers and agricultural chemicals	1.9
13	SWN Southwestern Energy		USA	Energy	Primary	Oil and gas exploration company	1.9
14	TES		Singapore	Industrials	Secondary	Provider of information technology life-cycle services	1.8

Top 50 Distributions

No.	Company	Website	Country	Sector	Investment type	Description	Total proceeds (£m)
15	IMEiK		China	Healthcare	Primary	Manufacturer of biomedical materials	1.8
16	SERMA Technologies		France	Information Technology	Primary	Technology consulting and engineering company	1.6
17	BestFriends		Australia	Consumer	Secondary	Provider of pet care services	1.4
18	OncoHealth		USA	Healthcare	Primary	Developer of healthcare utilisation management technology	1.4
19	LeanTaaS		USA	Healthcare	Primary, Secondary	Developer of analytical software for the healthcare industry	1.2
20	Confluent		USA	Information Technology	Primary, Secondary	Data infrastructure provider	1.2
21	SICAME Group		France	Industrials	Primary	Manufacturer of connection accessories and electrical equipment	1.2
22	VEHLO		USA	Information Technology	Primary	Developer of cloud-based software and financial technology systems	1.1
23	ACT		India	Communication Services	Primary, Secondary, Co-investment	Provider of broadband services	1.1
24	CitiusTech		USA	Healthcare	Primary	Provider of healthcare technology services	1.1
25	CADENT		USA	Communication Services	Secondary	Provider of integrated television advertising services	1.1
26	OX2		Sweden	Utilities	Primary	Wind and solar farm developer	1.0
27	OneOcean		UK	Information Technology	Primary	Developer of digital navigation and voyage compliance products	1.0
28	Coronado		USA	Materials	Secondary	Producer of high-quality alloys	0.9

Top 50 Distributions

No.	Company	Website	Country	Sector	Investment type	Description	Total proceeds (£m)
29	First Port		UK	Real Estate	Primary	Residential property management company	0.9
30	Benefit Recovery Group		USA	Healthcare	Primary	Provider of healthcare benefit administration services	0.9
31	Squarespace		USA	Information Technology	Primary, Secondary	Provider of subscription-based website-building software	0.8
32	Trace Midstream		USA	Energy	Primary	Provider of midstream energy services	0.8
33	PTC		Norway	Energy	Primary	Manufacturer and supplier of petroleum gas lift and wellhead products	0.8
34	Kids Foundation		Netherlands	Consumer	Primary, Secondary	Provider of childcare services	0.8
35	tes		UK	Communication Services	Primary	Developer of teacher-centric digital recruitment and training software	0.8
36	Landmark		USA	Healthcare	Secondary	Provider of home-based medical care services	0.7
37	Pixellot		Israel	Communication Services	Primary	Developer of broadcast video capture and production devices	0.7
38	NASCO		USA	Consumer	Secondary, Co-investment	Educational, health, medical technology and agricultural products provider	0.7
39	bayard		USA	Communication Services	Primary	Digital brand agency	0.7
40	iSpot.tv		USA	Communication Services	Primary, Secondary	Developer of a real-time advertising intelligence platform	0.7
41	Green Cross		Australia	Consumer	Secondary, Co-investment	Chain of veterinary clinics	0.7
42	Aegis Sciences Corporation		USA	Healthcare	Co-Investment	Provider of healthcare and forensic laboratory services	0.7

Top 50 Distributions

No.	Company	Website	Country	Sector	Investment type	Description	Total proceeds (£m)
43	ACUITY KNOWLEDGE PARTNERS		UK	Financials	Primary	Provider of research, analytics and automation technology services	0.6
44	OPUS		Sweden	Information Technology	Primary	Provider of automotive vehicle inspection and fleet management services	0.6
45	meitheal		USA	Healthcare	Primary	Manufacturer of pharmaceuticals	0.6
46	italiaonline		Italy	Consumer	Secondary	Provider of online advertising and communication services	0.6
47	braze		USA	Information Technology	Primary	Customer engagement platform	0.6
48	Gan&Lee		China	Healthcare	Primary	Biopharmaceutical company	0.5
49	MARQETA		USA	Information Technology	Primary	Provider of payment services	0.5
50	argus		UK	Communication Services	Primary	Commodities price reporting agency	0.5
	Total						84.9
	Coverage of total distributions						76%

Calls

Calls during the half year were used to finance investments in high-quality businesses globally.

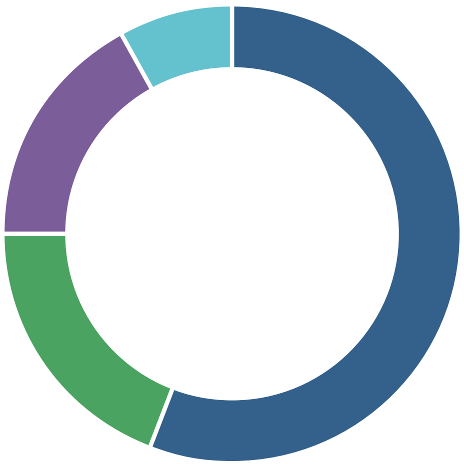
Calls by region and stage

Calls by sector

Quarterly call rate

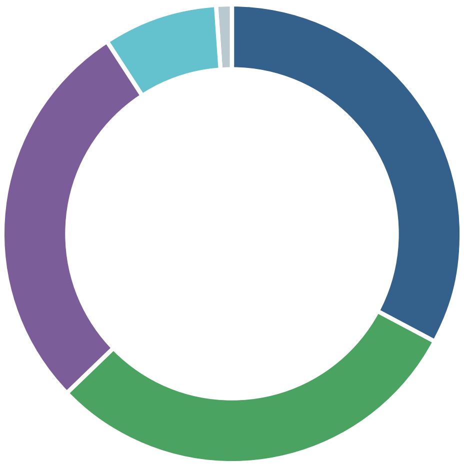
PIP paid £78m to finance calls on undrawn commitments during the half year (year to 31 May 2022: £187m). Calls were predominantly made by US-based private equity managers in the growth and buyout segments.

Calls by region



USA	56%
Europe	19%
Global	17%
Asia and EM	8%

Calls by stage



Large/mega buyout	33%
Growth	30%
Small/mid buyout	28%
Venture	8%
Special situations	1%

Calls

Calls during the half year were used to finance investments in high-quality businesses globally.

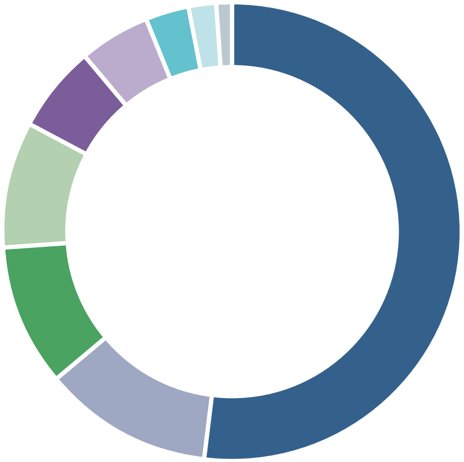
Calls by region and stage

Calls by sector

Quarterly call rate

A large proportion of calls were for investments made in the information technology sector.

Calls by sector



Information technology	52%
Industrials	12%
Healthcare	10%
Communication services	9%
Consumer	6%
Financials	5%
Energy	3%
Other	2%
Materials	1%

Calls

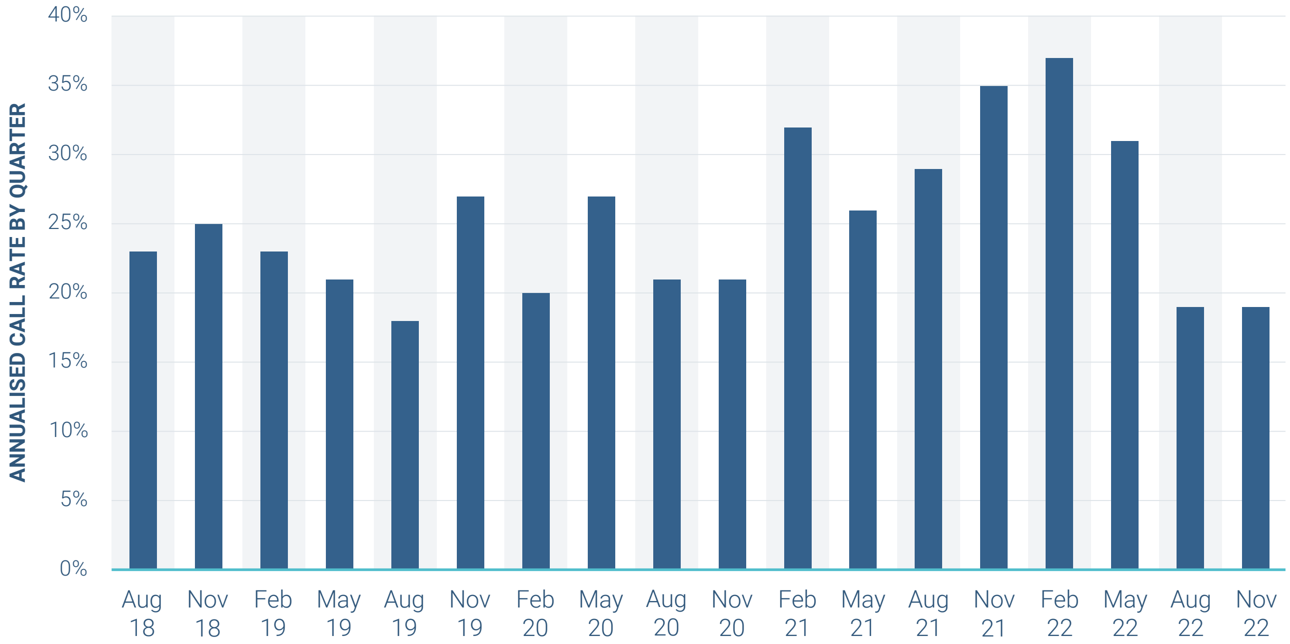
Calls during the half year were used to finance investments in high-quality businesses globally.

Calls by region and stage

Calls by sector

Quarterly call rate[1]

The annualised call rate for the half year to 30 November 2022 was equivalent to 21% of opening undrawn commitments (31 May 2022: 35%).



1 Call rate equals calls in the period (annualised) divided by opening undrawn commitments. All call figures exclude the acquisition cost of new secondary and co-investment transactions.

New Commitments case study

Commitment	£9.3m	**Stage**	Small/mid buyout
Manager	Stone-Goff Partners	**Sector**	Communication services
Type	Manager-led secondary	**Geography**	USA

Making rural broadband work

JSI is a consulting and broadband solutions provider to the telecommunications industry in the USA. The business offers a complete range of financial, engineering, regulatory, operational, and strategic services to telecommunications providers that are focused on rural communities.

New Commitments case study

Investment rationale

- JSI is a differentiated, mission-critical service provider with an experienced team and long-standing history of delivering a high-quality service to its customers.
- The private equity manager believes that the telecommunications industry is at an inflection point following the USA's recently passed Infrastructure Bill, which allocated a significant budget to the deployment of fibre across the USA.
- The need to close the connectivity gap between rural and urban areas in the USA, brought to light by the COVID-19 crisis, provides an additional opportunity for market penetration and growth.
- The business has grown its revenues by c.10% per annum since 2019 and it has a diverse and sticky customer base of broadband providers across the USA.

Active management and value creation

Stone-Goff Partners is a New York-based private equity investment firm that acquires and builds companies operating in the lower middle market. The JSI management team and Stone-Goff, which has been an investor in the company since 2018, believe that there are several growth initiatives that can be implemented by the company.

Under Stone-Goff's ownership, JSI has a recent track record of executing transformative M&A. The acquisitions of N-COM, an engineering firm specialising in communication systems; and Mid-State Consultants, a leading full-service engineering and outside plant firm, expanded the geographic reach of JSI and diversified the company's product offering.

JSI's latest acquisition of Mitchell Engineering, a provider of engineering and design services to telecommunication clients in Arkansas, Oklahoma and Eastern Texas, continues this expansion.

Stone-Goff sees the cross-selling of additional services obtained via M&A to JSI's existing loyal customer base as a key route to value creation. The company has a strong M&A pipeline with which it can continue this strategy.

New Commitments case study

Smile Doctors

Commitment	£8.5m	**Stage**	Small/mid buyout
Manager	Linden Capital Partners	**Sector**	Healthcare
Type	Manager-led secondary	**Geography**	USA

Scale in a fragmented orthodontics market

Smile Doctors is a provider of orthodontic treatments and services which include bracket and wire braces, clear aligners and retainer insurance. As of December 2022, the company had over 350 clinics in 27 states in the USA.

Investment rationale

- Smile Doctors is more than four times larger than its closest peer and is a leader in the large and growing orthodontics industry in the USA.
- The company's scale positions it well and gives it first mover advantage to execute on the consolidation opportunities in this fragmented market, where approximately 95% of US orthodontic practices are independent.
- Smile Doctors has an attractive financial profile given its high recurring revenues and strong profit margins.

Active management and value creation

Linden Capital Partners is a dedicated healthcare-specialist firm and has an 18-year track record of healthcare investing. It partners actively with management teams to create value during its ownership period. Linden has been an investor in Smile Doctors since 2017, growing the business significantly through M&A with the completion of over 100 add-on acquisitions.

There are significant benefits to an independent orthodontic practice joining Smile Doctors, including access to the latest orthodontic technology, marketing support and access to operational and financial resources to improve the business. The management team at Smile Doctors has developed an M&A playbook to target acquisitions that offer the potential for near-term cost synergies and revenue uplifts. The business has also formed a dedicated team focused on acquiring and integrating businesses to capitalise on these opportunities.

New Commitments

PIP committed £303m to 21 new investments during the half year (year to 31 May 2022: £496m, 70 new investments). Of the total commitments made, £183m was drawn at the time of purchase. Since the period end, PIP has committed a further £113.0m to two new investments, the majority of which is a US$112.5m (£93.5m) commitment to the Pantheon Secondary Opportunity Fund II (PSOF II), which is focused on single-asset secondaries.

Our investment process

Investment opportunities in funds and companies are originated via Pantheon's extensive and well-established platform.

We invest with many of the best private equity managers who are able to identify and create value in their businesses.

Cash generated from the sale of those companies is returned to PIP and redeployed into new investment opportunities.

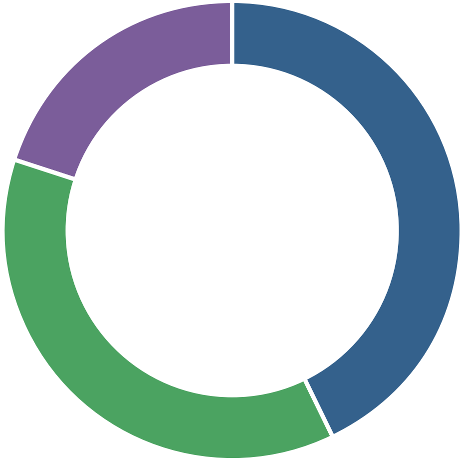
New commitments by investment type

New commitments by region

New commitments by stage

New commitments by vintage

New commitments during the half year were to all three types of investment which make up PIP's portfolio, with each demonstrating attractive characteristics for overall portfolio construction.



Co-investment	43%
Primary	37%
Secondary	20%

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New commitments by investment type

New commitments by region

New commitments by stage

New commitments by vintage

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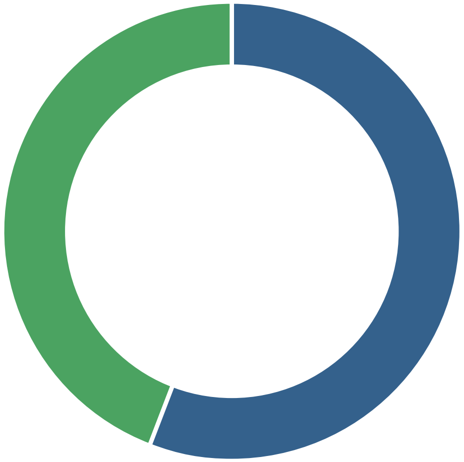
All of the commitments made in the half year were opportunities in the developed US and European private equity markets.



USA	56%
Europe	44%

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New commitments by investment type

New commitments by region

New commitments by stage

New commitments by vintage

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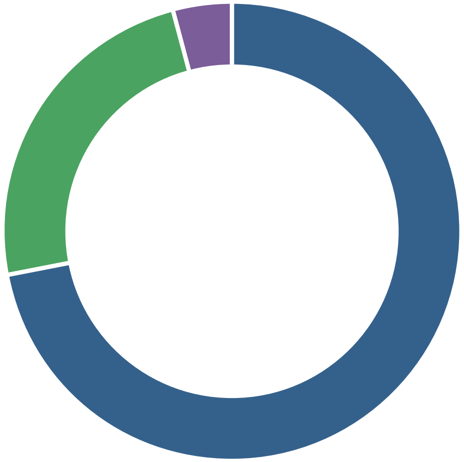
Buyout investment activity was robust during the period.



Small/mid buyout	72%
Large/mega buyout	24%
Venture	4%

New Commitments

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New commitments by investment type

New commitments by region

New commitments by stage

New commitments by vintage

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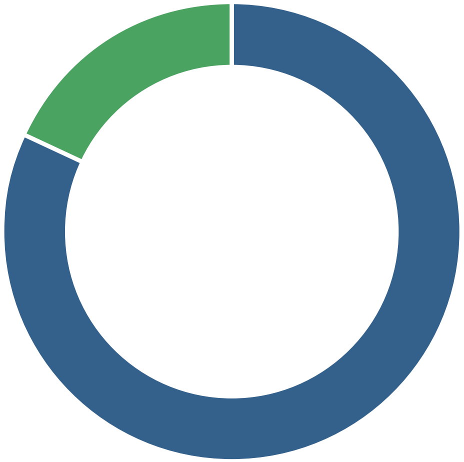
Primaries, co-investments and manager-led secondaries, which accounted for 100% of total commitments during the half year, offer exposure to current vintages.



2022	82%
2023	18%

Primary commitments

Investing in primary funds allows PIP to gain exposure to top-tier, well-recognised managers, including smaller niche funds that might not typically be traded on the secondary market.

£111m committed to six primaries during the half year

PIP focuses on investing with high-quality, access-constrained managers who have the proven ability to drive value at the underlying company level, and to generate strong returns across market cycles. In addition, we target funds with market-leading specialisms in high-growth sectors such as healthcare and information technology.

ECI 12

Stage
Small/mid buyout

Description
UK buyout fund investing in the small-mid market segment, focusing on the information technology, telecommunications, business services and leisure sectors

£22.0m

Altor Fund VI

Stage
Small/mid buyout

Description
Nordic buyout fund targeting growth-orientated mid market companies in a range of sectors

£21.9m

Chequers Capital XVIII

Stage
Small/mid buyout

Description
European buyout fund focused on the industrials, healthcare and business services sectors

£20.9m

Sentinel Capital Partners VII

Stage
Small/mid buyout

Description
North American buyout fund focused on management buyouts and acquisitions of family businesses

£19.3m

Ambienta IV

Stage
Small/mid buyout

Description
European buyout fund focused on resource efficiency and pollution control

£14.9m

Accel Leaders Fund IV

Stage
Venture

Description
North American venture fund focused on late stage venture and growth deals

£12.4m

Secondary commitments

The private equity secondary market has grown significantly over the last 10 years, both in scale and complexity. Despite strong competition, PIP continues to originate compelling opportunities derived from Pantheon's global platform and its market-leading expertise in sourcing and executing complex secondary transactions over which it may have proprietary access.

Manager-led secondary commitments

£61m committed to five manager-led secondary transactions during the half year

Top-tier private equity managers are increasingly transferring some of their most attractive portfolio companies into continuation vehicles, mainly in the form of single-asset secondaries. By holding companies for longer, private equity managers are able to participate in the companies' next phase of growth.

ShiftKey
Private equity manager
Lorient Capital
Stage
Small/mid buyout
Description
A leading tech-enabled, healthcare staffing marketplace platform
Geography
USA
£12.5m 100% funded

JSI
Private equity manager
Stone-Goff Partners
Stage
Small/mid buyout
Description
Provider of services to telecommunications industry
Geography
USA
£9.3m 85% funded

Smile Doctors
Private equity manager
Linden Partners
Stage
Small/mid buyout
Description
Orthodontic treatment and services provider
Geography
USA
£8.5m 100% funded

Private equity manager Deutsche Private Equity

Valantic
Description
Leading digital consulting and software company based in Germany
Geography
Europe

AWK Group
Description
An independent management and technology consulting firm based in Switzerland
Geography
Europe

£18.2m 77% funded

Since the period end, PIP has committed US$112.5m to the Pantheon Secondary Opportunity Fund II (PSOF II), which is focused on single-asset secondaries. PIP's commitment, which is expected to be deployed over a three-year investment period, forms part of the Company's strategy to capitalise on attractive opportunities in this fast-growing segment of the secondaries market.

New Commitments

Co-investments

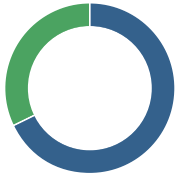
£130m committed to 10 co-investments during the half year

PIP's co-investment programme benefits from Pantheon's extensive primary investment platform which has enabled PIP to participate in proprietary deals that would otherwise be difficult to access.

PIP invests directly into companies alongside private equity managers who have the sector expertise to source and acquire attractively priced businesses and build value through operational enhancements, organic growth and buy-and-build strategies.

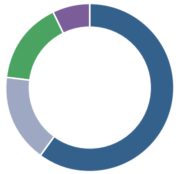
New co-investments by region

USA	68%
Europe	32%



New co-investments by sector

Information technology	60%
Consumer	17%
Industrials	16%
Communication services	7%



New co-investments by stage

Large/mega buyout	56%
Small/mid buyout	44%

Kaseya

Sector: Information technology
Geography: Europe
Private equity manager: Insight Partners
Provider of IT management and monitoring software services

£21.0m

Anaplan

Sector: Information technology
Geography: USA
Private equity manager: Thoma Bravo
Developer of a cloud-based modeling and planning platform

£20.0m

access freedom to do more

77

Sector: Information technology
Geography: Europe
Private equity manager: Hg Capital
Developer of business management software

£13.8m

101

78

Sector: Industrials
Geography: USA
Private equity manager: Altamont Capital Partners
Provider of food processing services

£12.3m

SailPoint

Sector: Information technology
Geography: USA
Private equity manager: Thoma Bravo
Provider of enterprise identity governance solutions

£12.0m

ELEVATION LABS

Sector: Consumer
Geography: USA
Private equity manager: Knox Lane Capital
Manufacturer of premium beauty products

£11.8m

New Commitments case study

access

Commitment	£13.8m	**Stage**	Large/mega buyout
Manager	Hg Capital	**Sector**	Information technology
Type	Co-investment	**Geography**	Europe

Critical software for medium-sized businesses

The Access Group ('Access') employs approximately 5,000 people and is a leading provider of fully integrated mission-critical business management software solutions to medium-sized organisations in the UK. The company has approximately 60,000 customers and its products are used across a variety of functions such as finance, HR, payroll, hospitality, recruitment, health & social care, manufacturing & distribution, education and the not-for-profit sectors.

Investment rationale

- Hg Capital has owned Access since 2018 and this additional investment will enable the continued expansion of the business.
- Access has delivered uninterrupted profitable growth in the last 15 years and since 2020, the business has doubled in size. This has been driven by double-digit organic growth, as well as acquisitions in the UK, Ireland and Asia Pacific.

Our relationship

Pantheon has a long-standing relationship with Hg, having first invested in one of their funds in 2005, and it currently holds 10 advisory board seats with the manager. Furthermore, PIP currently has six co-investments alongside Hg.

Active management and value creation

Hg Capital has significant specialised expertise having led over 170 investments in the software and services sector during the last 25 years.

The new investment will enable Access to continue to focus on its growth strategy and enhancing its products and solutions, specifically its SaaS platform. In addition, its comprehensive product range offers significant cross-selling opportunities. Finally, the company has an experienced in-house M&A team with a strong deal pipeline.

Commitment	£20.2m	**Stage**	Small/mid buyout
Manager	Altamont Capital Partners (“Altamont”)	**Sector**	Industrials
Type	Co-investment	**Geography**	USA

Extracting value from food waste

Nutrition 101 is a food waste and recycling company and a go-to partner for food manufacturers seeking sustainable waste management solutions. The company cost-effectively converts food waste into affordable and nutritious livestock feed, compost and green energy products. As a result, food waste, landfill usage and greenhouse gas emissions are significantly reduced.

Investment rationale

- The company operates in a c.US$600bn dairy market that develops a variety of nutrient dense foods. The business is expected to benefit from the tailwinds supporting sustainable food production.
- There are significant barriers to entry due to the operational and technical know-how, physical assets and scale required.
- The company has visible revenue streams due to strong relationships and multi-year agreements with tenured blue-chip food manufacturers and customers requiring livestock feed.

Our relationship

Pantheon has a long-standing relationship with Altamont, having invested in several of their funds and it currently holds five advisory board seats with the manager. PIP has also previously co-invested alongside Altamont.

Active management and value creation

Altamont is a leading US mid-market buyout manager that focuses on companies with strong management that are undergoing a strategic or operational transition. It has identified several growth opportunities for Nutrition 101 to create value, which include the professionalisation of the company’s go-to-market strategy, optimising pricing and plant operations and geographic expansion across the USA.

New Commitments case study

edh

Commitment £11.0m
Manager Five Arrows Principal Investments ("Five Arrows")
Type Co-investment
Stage Small/mid buyout
Sector Consumer
Geography Europe

High-quality higher education

Headquartered in Paris, GEDH is a leading player in the private higher education sector in France. With close to 300 employees, serving approximately 12,000 students, it delivers certified graduate programmes and specialised masters and post-graduate degrees in subjects such as communication, artistic and cultural management, journalism, design, cinema, animation and software coding. The company owns nine schools that are spread across 25 campuses in France and beyond.

Investment rationale

- GEDH operates in a market that is experiencing sustainable, long-term double-digit growth. The company has a healthy financial profile with recurring and visible revenues, strong profit margins and an asset-light business model.
- There are significant barriers to entry due to regulatory constraints and the expertise, track record and reputation which are required to attract students.
- Recently, the business has been executing a buy-and-build strategy through the acquisition of schools with similar academic offerings. It has deployed its brands across 11 further campuses in France, accelerated the roll-out of new education programmes and strengthened its organisational structure.

Our relationship

Pantheon invested in Five Arrows' latest fund and holds an advisory board seat. Furthermore, PIP has also invested alongside Five Arrows in a manager-led secondary.

Active management and value creation

Five Arrows has been tracking education and training businesses in this space as part of its thematic sector coverage and has already completed two deals in this area. Five Arrows has significant internationalisation and M&A experience that can help unlock the next phase of growth for GEDH. The company has already identified a number of bolt-on acquisition opportunities.

Buyout Analysis[1]

Weighted average revenue and EBITDA growth of 23.0% and 10.6%, respectively, for PIP's sample buyout companies have consistently exceeded growth rates seen among companies that constitute the MSCI World index. Strong top-line performance, disciplined cost control , operational expertise and good earnings growth, together with an efficient use of capital, underpin the investment thesis of many private equity managers.

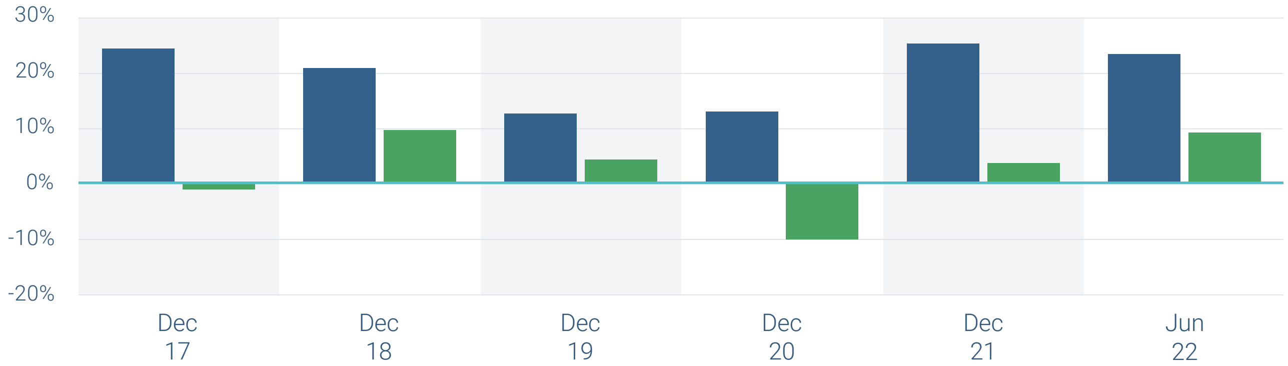
Revenue and EBITDA growth

Valuation multiple

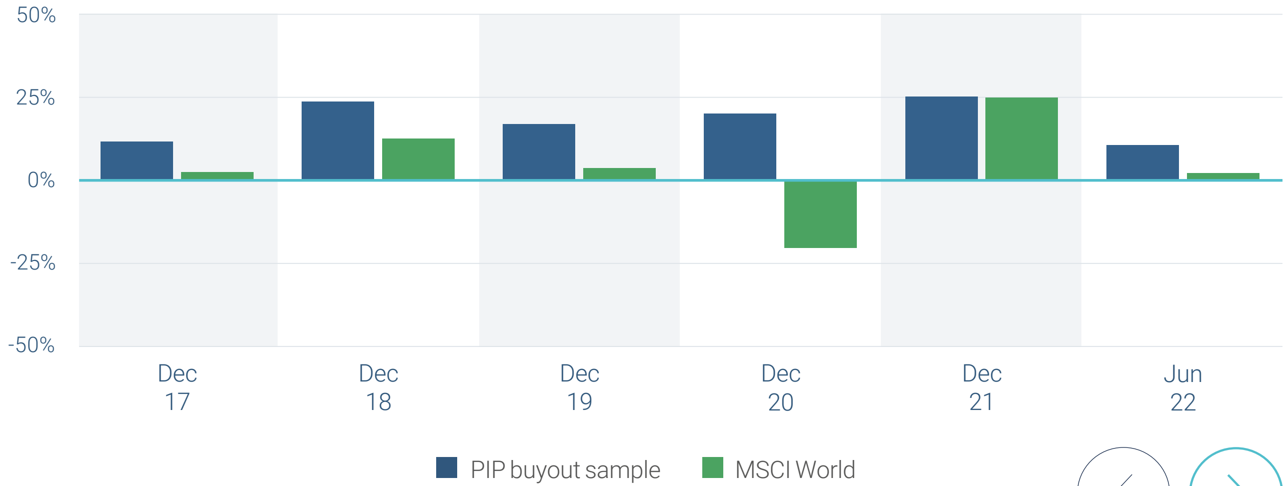
Debt multiples

1 The sample buyout figures for the 12 months to 30 June 2022 were calculated using all the information available to the Company. The figures are based on unaudited data. MSCI data was sourced from Bloomberg. See page 111 of the Alternative Performance Measures section for sample calculations and disclosures.

Annual revenue growth



Annual EBITDA growth

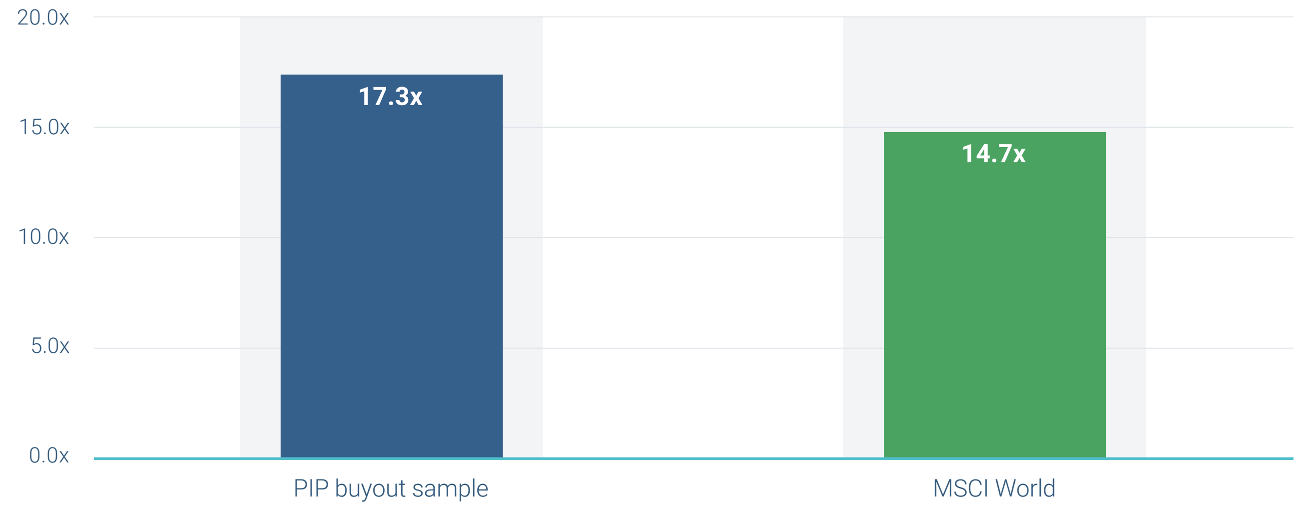


Buyout Analysis[1]

Accounting standards require private equity managers to value their portfolios at fair value. Public market movements can be reflected in valuations.

PIP's sample-weighted average Enterprise Value (EV)/EBITDA was 17.3 times compared to 14.7 times for the MSCI World index and this should be considered in the context of the underlying growth rates for each.

PIP invests proportionately more in high-growth sectors such as mission-critical B2B information technology and healthcare, and these sectors tend to trade at a premium to other sectors.

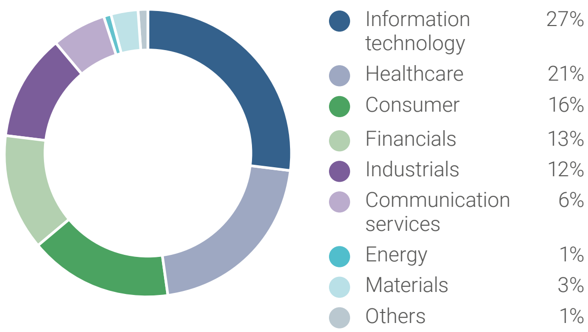


Revenue and EBITDA growth

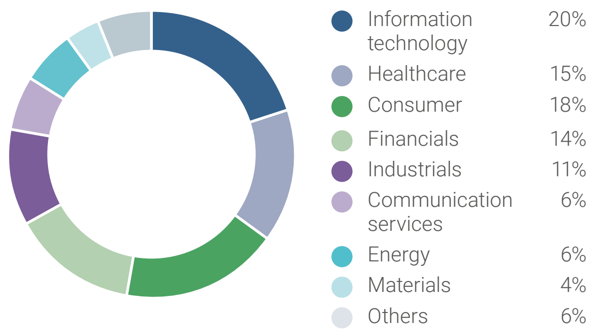
Valuation multiple

Debt multiples

Buyout portfolio[2]



MSCI World[3]



1 The sample buyout figures for the 12 months to 30 June 2022 were calculated using all the information available to the Company. The figures are based on unaudited data. MSCI data was sourced from Bloomberg. See page 111 of the Alternative Performance Measures section for sample calculations and disclosures.

2 Full buyout portfolio. As at 30 September 2022.

3 As at 31 December 2022.

Buyout Analysis[1]

Venture, growth and buyout investments have differing leverage characteristics.

Average debt multiples for small/mid buyout investments, which represent the largest segment of PIP's buyout portfolio, are typically lower than debt levels in the large/mega-buyout segment.

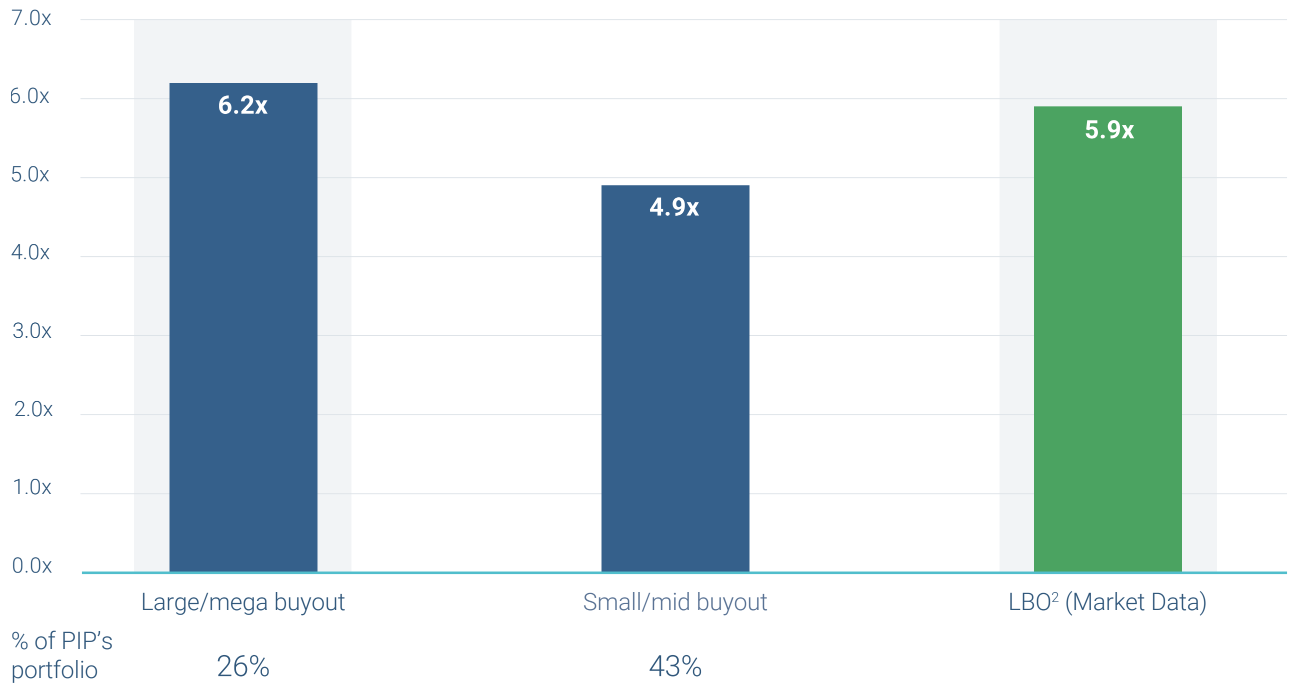
The venture and growth portfolios have little or no reliance on leverage.

Revenue and EBITDA growth

Valuation multiple

Debt multiples

1 The sample buyout figures for the 12 months to 30 June 2022 were calculated using all the information available to the Company. The figures are based on unaudited data. MSCI data was sourced from Bloomberg. See page 111 of the Alternative Performance Measures section for sample calculations and disclosures.



2 Leveraged buyout.

Other Information – The largest 50 managers by value

Rank	Manager	Website	Region[1]	Stage	% of total private equity asset value[2]
1	INSIGHT PARTNERS		USA	Growth	7.5%
2	Index Ventures		Global	Venture, Growth	4.5%
3	PROVIDENCE EQUITY PARTNERS		USA	Buyout, Growth	3.3%
4	Hg		Europe	Buyout	2.8%
5	Advent International GLOBAL PRIVATE EQUITY		Global	Buyout	2.2%
6	BPEA Baring Private Equity Asia		Asia & EM	Growth	2.2%
7	WATER STREET		USA	Buyout	2.0%
8	ABRY PARTNERS		USA	Buyout	1.9%
9	PARTHENON CAPITAL		USA	Buyout	1.9%
10	THOMABRAVO		USA	Buyout	1.7%
11	LYFE		Asia & EM	Growth	1.7%
12	VERITAS CAPITAL		USA	Buyout	1.6%
13	Apax PARTNERS		Europe	Buyout	1.5%

1 Refers to the regional exposure of funds.
2 Percentages look through underlying vehicle structures and exclude the portion of the reference portfolio attributable to the ALN.

Other Information – The largest 50 managers by value

Rank	Manager	Website	Region[1]	Stage	% of total private equity asset value[2]
14	MidEuropa		Europe	Buyout	1.4%
15	SEARCHLIGHT		Global	Special Situations	1.3%
16	IK Investment Partners		Europe	Buyout	1.2%
17	Quantum Energy Partners		USA	Special Situations	1.2%
18	Charlesbank		USA	Buyout	1.2%
19	TPG		USA	Buyout	1.2%
20	LEE EQUITY		USA	Buyout	1.2%
21	Hellman & Friedman		USA	Buyout	1.1%
22	H.I.G. CAPITAL		USA	Buyout	1.1%
23	APOLLO		USA	Buyout	1.1%
24	Altamont Capital Partners		USA	Buyout	1.1%
25	OAK HC/FT		USA	Growth	1.1%
26	BC PARTNERS		Europe	Buyout	1.1%

1 Refers to the regional exposure of funds.
2 Percentages look through underlying vehicle structures and exclude the portion of the reference portfolio attributable to the ALN.

Other Information – The largest 50 managers by value

Rank	Manager	Website	Region[1]	Stage	% of total private equity asset value[2]
27	The Energy & Minerals Group		USA	Special Situations	1.0%
28	Deutsche Private Equity		Europe	Buyout	1.0%
29	Lorient Capital		USA	Growth	0.9%
30	Calera Capital		USA	Buyout	0.9%
31	Five Arrows Principal Investments		Europe	Buyout	0.9%
32	Chequers Capital		Europe	Buyout	0.9%
33	Altor		Global	Buyout	0.9%
34	NMS Capital		USA	Buyout	0.8%
35	Onex		Global	Buyout	0.8%
36	Growth Fund[3]		Europe	Buyout	0.8%
37	Growth Fund[3]		Asia & EM	Buyout	0.8%
38	Main Post Partners		USA	Growth	0.8%

1 Refers to the regional exposure of funds.
2 Percentages look through underlying vehicle structures and exclude the portion of the reference portfolio attributable to the ALN.
3 The private equity manager does not permit the Company to disclose this information.

Other Information – The largest 50 managers by value

Rank	Manager	Website	Region[1]	Stage	% of total private equity asset value[2]
39	FP Francisco Partners		USA	Buyout	0.8%
40	eci building successful businesses		Europe	Buyout	0.8%
41	Warburg Pincus		Global	Growth	0.8%
42	PAI partners		Europe	Buyout	0.8%
43	Ergon Capital Partners		Europe	Buyout	0.7%
44	Shamrock Capital Advisors		USA	Buyout	0.7%
45	3i		Europe	Buyout	0.7%
46	Stone Goff		USA	Buyout	0.7%
47	Allegro		Asia & EM	Special Situations	0.7%
48	Ares		USA	Buyout	0.6%
49	Nordic Capital		Europe	Buyout	0.6%
50	Sageview Capital		USA	Growth	0.6%
Coverage of PIP's private equity asset value					69.1%

1 Refers to the regional exposure of funds.
2 Percentages look through underlying vehicle structures and exclude the portion of the reference portfolio attributable to the ALN.

The largest 50 companies by value[1]

	Company	Website	Country	Sector	Public/ private	Investment type	Description	% of PIP portfolio
1	Kaseya		Switzerland	Information Technology	Private	Secondary, Co-investment	Provider of IT management and monitoring software services	0.9%
2	asurion		USA	Financials	Private	Primary, Secondary	Mobile phone insurance company	0.9%
3	shiftkey		USA	Healthcare	Private	Secondary	Healthcare recruitment platform	0.8%
4	Omni Eye Services		USA	Healthcare	Private	Secondary	Specialist eye treatment provider	0.8%
5	Anaplan		USA	Information Technology	Private	Primary, Co-investment	Developer of a cloud-based modelling and planning platform	0.8%
6	ascent resources plc		USA	Energy	Private	Secondary, Co-investment	Natural gas and oil producer	0.7%
7	VISTRA		Hong Kong	Financials	Private	Secondary, Co-investment	Provider of trust, fiduciary, fund and corporate services	0.7%
8	LifePoint Health		USA	Healthcare	Private	Secondary, Co-investment	Leading healthcare provider	0.7%
9	EVERSANA		USA	Healthcare	Private	Secondary	Commercial services platform for the life sciences sector	0.7%
10	Recorded Future		USA	Information Technology	Private	Primary, Secondary, Co-investment	Cybersecurity software company	0.7%
11	VISMA		Norway	Information Technology	Private	Primary, Co-investment	Provider of software solutions for finance and HR departments	0.6%
12	Millennium Trust Company		USA	Financials	Private	Primary, Co-investment	Provider of technology-enabled retirement and investment services	0.6%
13	Star Health Insurance		India	Financials	Public	Co-Investment	Health insurance provider	0.6%

1 The largest 50 companies table is based upon underlying company valuations at 30 September 2022 adjusted for known call and distributions to 30 November 2022, and includes the portion of the reference portfolio attributable to the ALN.

The largest 50 companies by value[1]

	Company	Website	Country	Sector	Public/ private	Investment type	Description	% of PIP portfolio
14	Action		Netherlands	Consumer	Private	Secondary	Non-food discount stores	0.6%
15	CAA		USA	Communication Services	Private	Secondary, Co-investment	Entertainment, media and sports agency	0.6%
16	Froneri		UK	Consumer	Private	Secondary	Ice cream and frozen food manufacturer	0.6%
17	24 seven		USA	Industrials	Private	Secondary	Digital marketing and recruitment services provider	0.6%
18	Peraton		USA	Information Technology	Private	Co-Investment	IT service management company	0.6%
19	RLDatix		USA	Healthcare	Private	Secondary	Developer of cloud-based patient safety and risk management software	0.6%
20	LogicMonitor		USA	Information Technology	Private	Primary, Secondary, Co-investment	Managed IT service provider	0.6%
21	KD Pharma		Germany	Healthcare	Private	Secondary	Pharmaceutical company	0.5%
22	Kilcoy Global Foods		Australia	Consumer	Private	Co-Investment	Producer of beef and other animal protein products	0.5%
23	Software Company[2]		USA	Information Technology	Private	Co-Investment	Security management solutions provider	0.5%
24	ALM.		USA	Communication Services	Private	Secondary, Co-investment	Content provider to the legal industry	0.5%
25	Nord Anglia Education		Hong Kong	Consumer	Private	Primary, Co-investment	Operator of educational institutions	0.5%
26	Trimech		USA	Information Technology	Private	Co-Investment	Computer-aided design and engineering software provider	0.5%

1 The largest 50 companies table is based upon underlying company valuations at 30 September 2022 adjusted for known call and distributions to 30 November 2022, and includes the portion of the reference portfolio attributable to the ALN.
2 The private equity manager does not permit the Company to disclose this information.

The largest 50 companies by value[1]

	Company	Website	Country	Sector	Public/ private	Investment type	Description	% of PIP portfolio
27	access freedom to do more		UK	Information Technology	Private	Co-Investment	Developer of business management software	0.5%
28	chewy		USA	Consumer	Public	Co-Investment	Pet food manufacturer	0.5%
29	vizrt		Norway	Information Technology	Private	Primary, Secondary	Developer of content production tools for the digital media industry	0.5%
30	SailPoint		USA	Information Technology	Private	Primary, Secondary, Co-investment	Provider of enterprise identity governance solutions	0.5%
31	sonar		Switzerland	Information Technology	Private	Primary, Secondary	Developer of coding software	0.5%
32	MRO		USA	Healthcare	Private	Primary, Co-investment	Provider of disclosure management services	0.5%
33	doit		Israel	Information Technology	Private	Co-Investment	Provider of cloud consulting and engineering services	0.5%
34	GENESYS		USA	Information Technology	Private	Primary, Secondary	Provider of broadband solutions	0.4%
35	Personio		Germany	Information Technology	Private	Primary	Developer of an HR management and recruitment platform	0.4%
36	confie		USA	Financials	Private	Co-Investment	Commercial insurance broker	0.4%
37	FLYNN RESTAURANT GROUP		USA	Consumer	Private	Co-Investment	Restaurant franchise	0.4%
38	ACT FIBERNET		India	Communication Services	Private	Co-Investment	In-home entertainment, education and interactive services provider	0.4%
39	IFS		Sweden	Information Technology	Private	Primary, Co-investment	Developer of enterprise resource planning software	0.4%

1 The largest 50 companies table is based upon underlying company valuations at 30 September 2022 adjusted for known call and distributions to 30 November 2022, and includes the portion of the reference portfolio attributable to the ALN.

The largest 50 companies by value[1]

	Company	Website	Country	Sector	Public/ private	Investment type	Description	% of PIP portfolio
40	Eagle Investment Trust		Australia	Industrials	Private	Co-Investment	Provider of transport and logistics services	0.4%
41	CallRail		USA	Information Technology	Private	Secondary, Co-investment	Mobile data analytics company	0.4%
42	Butendiek		Germany	Utilities	Private	Secondary	Operator of an offshore wind farm	0.4%
43	digicert		USA	Information Technology	Private	Secondary	Digital security company	0.4%
44	Prelude		USA	Healthcare	Private	Secondary, Co-investment	Provider of fertility preservation services	0.4%
45	Elevation Labs		USA	Healthcare	Private	Co-Investment	Manufacturer of premium beauty products	0.4%
46	Kaspi.kz		Kazakhstan	Financials	Public	Primary	Payments, marketplace, and fintech company	0.4%
47	HUB International		USA	Financials	Private	Primary, Secondary, Co-investment	Provider of insurance broking and advisory services	0.4%
48	PROFI		Romania	Consumer	Private	Co-Investment	Supermarket chain	0.4%
49	shawbrook		UK	Financials	Private	Primary, Secondary	Commercial bank	0.4%
50	satlink		Spain	Information Technology	Private	Co-Investment	Developer of technological solutions for the maritime sector	0.4%
Coverage of PIP's private equity asset value								27.0%

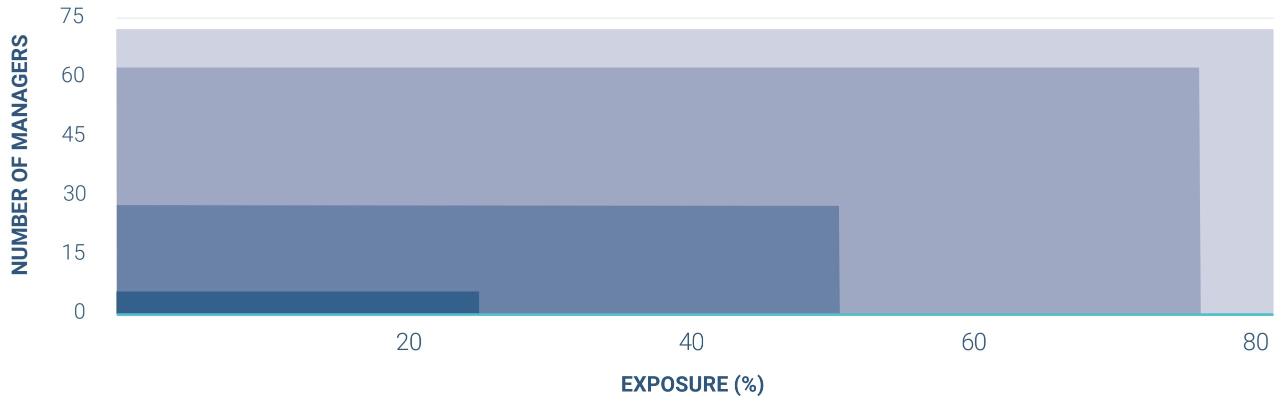
1 The largest 50 companies table is based upon underlying company valuations at 30 September 2022 adjusted for known call and distributions to 30 November 2022, and includes the portion of the reference portfolio attributable to the ALN.

Portfolio Concentration

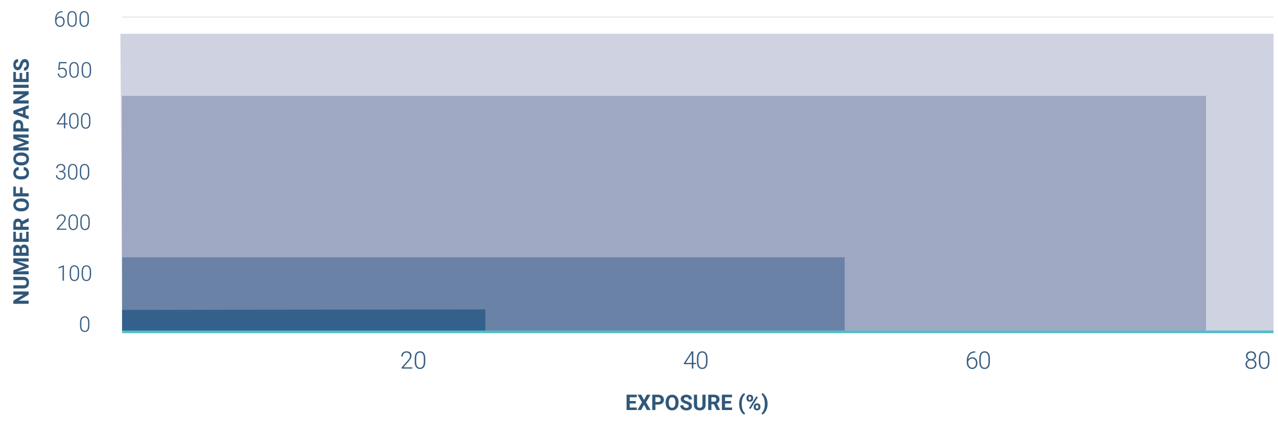
Pantheon has consciously decreased the number of managers and companies to reduce diversification in the portfolio.

In June 2015, 90 managers and 742 companies comprised 80% of PIP's portfolio. As at 30 November 2022, 72 managers and 571 companies comprised 80% of PIP's portfolio[1].

Portfolio concentration by manager[2]



Portfolio concentration by company[2]



1 Exposure is equivalent to the sum of the NAV and undrawn commitments.

2 Excludes the portion of the portfolio attributable to the ALN.

Historical Data

	NAV[1,2] (£m)	NAV per share[2] (pence)	Ordinary share price (pence)	Private equity portfolio (£m)	Outstanding commitments (£m)
Half year ended 30 November 2022	2,494	469.5	270.5	2,476	848
Financial year[3]					
2022	2,427	451.6	295.5	2,239	755
2021	1,865	344.8	272.0	1,714	528
2020	1,559	288.3	206.5	1,496	541
2019	1,499	277.1	222.5	1,450	521
2018	1,307	241.5	201.0	1,275	440
2017	1,388	219.0	179.3	1,224	445
2016	1,187	187.4	128.5	1,072	382
2015	1,000	153.2	127.2	862	256
2014	902	136.4	115.0	815	176
2013	903	133.2	104.2	826	195
2012	845	119.4	72.6	800	191
2011	733	110.4	71.4	810	243
2010	637	95.9	48.6	763	331
2009	514	77.4	29.5	648	428
2008	736	110.9	75.0	806	641
2007	610	91.9	91.8	527	528
2006	441	79.7	72.7	372	365
2005	382	65.8	65.1	315	245
2004	245	57.3	46.3	233	137
2003	221	54.7	44.7	237	158
2002	196	54.2	48.7	175	138
2001	206	66.9	57.4	201	138

1 Includes participating loan notes in issue between 2000 and 2004.
2 Historical NAV and NAV per share figures disclosed in the table above relate to adjusted NAV and adjusted NAV per share where applicable.
3 In April 2017, PIP changed its accounting reference date from 30 June to 31 May of each year. Figures for 2017 cover the 11 months to 31 May 2017.

Historical Data

	NAV[1,2] (£m)	NAV per share[2] (pence)	Ordinary share price (pence)	Private equity portfolio (£m)	Outstanding commitments (£m)
Financial year[3]					
2000	161	60.0	45.8	140	77
1999	146	40.6	30.3	78	45
1998	131	36.9	29.5	79	50
1997	117	32.8	27.0	73	47
1996	106	30.3	22.5	48	25
1995	87	25.5	20.8	33	8
1994	47	24.0	17.7	42	7
1993	31	19.6	17.3	28	1
1992	21	14.0	9.4	28	0
1991	21	12.9	8.7	31	1
1990	20	12.7	8.1	32	2
1989	17	12.1	9.5	25	2
1988	12	10.3	7.5	2	0

1 Includes participating loan notes in issue between 2000 and 2004.
2 Historical NAV and NAV per share figures disclosed in the table above relate to adjusted NAV and adjusted NAV per share where applicable.
3 In April 2017, PIP changed its accounting reference date from 30 June to 31 May of each year. Figures for 2017 cover the 11 months to 31 May 2017.

Governance

Interim Management Report and Responsibility Statement of the Directors in respect of the Interim Report

Interim management report

The important events that have occurred during the period under review, the key factors influencing the financial statements and the principal uncertainties for the remaining six months of the financial year are set out in the Chair's Statement and the Manager's Review.

The principal risks facing the Company are substantially unchanged since the date of the Annual Report for the financial period ended 31 May 2022 and continue to be as set out in that report on pages 46 to 49.

Risks faced by the Company include, but are not limited to, funding of investment commitments and default risk, risks relating to investment opportunities, financial risk of private equity, long-term nature of private equity investments, valuation uncertainty, gearing, foreign currency risk, the unregulated nature of underlying investments, counterparty risk, taxation, the risks associated with the engagement of the Manager or other third-party advisers, cybersecurity and geopolitical risks.

Responsibility statement

Each Director confirms that, to the best of their knowledge:

– The condensed set of financial statements has been prepared in accordance with FRS 104 "Interim Financial Reporting"; and gives a true and fair view of the assets, liabilities, financial position and return of the Company.

– This Interim Financial Report includes a fair review of the information required by:

(a) DTR 4.2.7R of the Disclosure Guidance and Transparency Rules, being an indication of important events that have occurred during the first six months of the financial year and their impact on the set of financial statements; and a description of the principal risks and uncertainties for the remaining six months of the year; and

(b) DTR 4.2.8R of the Disclosure Guidance and Transparency Rules, being related party transactions that have taken place in the first six months of the current financial year and that have materially affected the financial position or performance of the Company during that period; and any changes in the related party transactions described in the last annual report that could do so.

This Interim Financial Report was approved by the Board on 22 February 2023 and was signed on its behalf by John Singer CBE, Chair.

Independent Review Report to Pantheon International Plc

Conclusion

We have been engaged by Pantheon International Plc ("the Company") to review the condensed set of financial statements in the half-yearly financial report for the six months ended 30 November 2022 which comprises the Condensed Income Statement, the Condensed Statement of Changes in Equity, the Condensed Balance Sheet, the Condensed Cash Flow Statement, and the Related Notes 1 to 11 (together the "condensed financial statements"). We have read the other information contained in the half-yearly financial report and considered whether it contains any apparent misstatements or material inconsistencies with the information in the condensed set of financial statements.

Based on our review, nothing has come to our attention that causes us to believe that the condensed set of financial statements in the half-yearly financial report for the six months ended 30 November 2022 is not prepared, in all material respects, in accordance with FRS 104 "Interim Financial Reporting" and the Disclosure Guidance and Transparency Rules of the United Kingdom's Financial Conduct Authority.

Basis of conclusion

We conducted our review in accordance with International Standard on Review Engagements (UK and Ireland) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" ("ISRE") issued by the Financial Reporting Council. A review of interim financial information consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing (UK) and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

As disclosed in Note 1 Basis of Preparation, the annual financial statements of the Company are prepared in accordance with United Kingdom Generally Accepted Accounting Practice. The condensed set of financial statements included in this half-yearly financial report has been prepared in accordance with the Financial Reporting Standard FRS 104 "Interim Financial Reporting".

Conclusions relating to going concern

Based on our review procedures, which are less extensive than those performed in an audit as described in the Basis of Conclusion section of this report, nothing has come to our attention to suggest that management have inappropriately adopted the going concern basis of accounting or that management have identified material uncertainties relating to going concern that are not appropriately disclosed.

This conclusion is based on the review procedures performed in accordance with this ISRE, however future events or conditions may cause the entity to cease to continue as a going concern.

Responsibilities of the Directors

The Directors are responsible for preparing the half-yearly financial report in accordance with the Disclosure Guidance and Transparency Rules of the United Kingdom's Financial Conduct Authority.

In preparing the half-yearly financial report, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibility for the review of the financial information

In reviewing the half-yearly report, we are responsible for expressing to the Company a conclusion on the condensed set of financial statements in the half-yearly financial report. Our conclusion is based on procedures that are less extensive than audit procedures, as described in the Basis of Conclusion section of this report.

Use of our report

This report is made solely to the Company in accordance with guidance contained in International Standard on Review Engagements 2410 (UK and Ireland) "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Financial Reporting Council. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company, for our work, for this report, or for the conclusions we have formed.

ERNST & YOUNG LLP
London, United Kingdom

22 February 2023

Condensed Financial Statements

Condensed Income Statement (unaudited) For the six months to 30 November 2022

	Six months ended 30 November 2022			Six months ended 30 November 2021			Year Ended 31 May 2022		
	Revenue £'000	Capital £'000	Total[1] £'000	Revenue £'000	Capital £'000	Total[1] £'000	Revenue £'000	Capital £'000	Total[1] £'000
Gains on investments at fair value through profit or loss[2]	–	82,513	82,513	–	418,648	418,648	–	570,049	570,049
(Losses)/gains on financial liabilities at fair value through profit or loss – ALN[2]	(80)	2,838	2,758	(190)	(12,680)	(12,870)	(305)	(3,123)	(3,428)
Currency gains on cash and borrowings	–	10,877	10,877	–	10,707	10,707	–	19,564	19,564
Investment income	7,697	–	7,697	10,730	–	10,730	19,169	–	19,169
Investment management fees	(13,932)	–	(13,932)	(10,963)	–	(10,963)	(23,115)	–	(23,115)
Other expenses	(1,011)	(1,387)	(2,398)	(686)	(499)	(1,185)	(1,274)	(1,326)	(2,600)
(Loss)/return before financing costs and taxation	(7,326)	94,841	87,515	(1,109)	416,176	415,067	(5,525)	585,164	579,639
Interest payable and similar expenses	(3,784)	–	(3,784)	(1,984)	–	(1,984)	(3,967)	–	(3,967)
(Loss)/return before taxation	(11,110)	94,841	83,731	(3,093)	416,176	413,083	(9,492)	585,164	575,672
Taxation paid (Note 2)	(940)	–	(940)	(2,123)	–	(2,123)	(3,075)	–	(3,075)
(Loss)/return for the period/year, being total comprehensive income for the period/year (Note 7)	(12,050)	94,841	82,791	(5,216)	416,176	410,960	(12,567)	585,164	572,597
(Loss)/return per share basic and diluted (Note 7)	(2.26)p	17.74p	15.48p	(0.96)p	76.99p	76.03p	(2.32)p	108.38p	106.06p

1 The Company does not have any income or expenses that are not included in the return for the period therefore the return for the period is also the total comprehensive income for the period. The supplementary revenue and capital columns are prepared under guidance published in the Statement of Recommended Practice ("SORP") issued by the Association of Investment Companies ("AIC").

2 Includes currency movements on investments.

All revenue and capital items in the above statement relate to continuing operations.

The total column of the statement represents the Company's Statement of Total Comprehensive Income prepared in accordance with UK Financial Reporting Standards ("FRS").

No operations were acquired or discontinued during the period.

There were no recognised gains or losses other than those passing through the Income Statement.

The Notes on pages 102 to 107 form part of these financial statements.

Condensed Statement of Changes in Equity (unaudited) For the six months to 30 November 2022

	Share capital £'000	Share premium £'000	Capital redemption reserve £'000	Other capital reserve £'000	Capital reserve on investments held £'000	Revenue reserve £'000	Total £'000
Movement for the six months ended 30 November 2022							
Opening equity shareholders' funds	36,012	269,535	3,553	1,556,346	674,875	(112,857)	2,427,464
Cost of buybacks	(425)	–	425	(16,737)	–	–	(16,737)
Return for the period	–	–	–	42,623	52,218	(12,050)	82,791
Closing equity shareholders' funds	35,587	269,535	3,978	1,582,232	727,093	(124,907)	2,493,518
Movement for the six months ended 30 November 2021							
Opening equity shareholders' funds	36,240	269,535	3,325	976,685	679,736	(100,290)	1,865,231
Cost of buybacks	–	–	–	(3,117)	–	–	(3,117)
Return for the period	–	–	–	96,873	319,303	(5,216)	410,960
Closing equity shareholders' funds	36,240	269,535	3,325	1,070,441	999,039	(105,506)	2,273,074
Movement for the year ended 31 May 2022							
Opening equity shareholders' funds	36,240	269,535	3,325	976,685	679,736	(100,290)	1,865,231
Return for the year	–	–	–	590,025	(4,861)	(12,567)	572,597
Cost of buybacks	(228)	–	228	(10,364)	–	–	(10,364)
Closing equity shareholders' funds	36,012	269,535	3,553	1,556,346	674,875	(112,857)	2,427,464

The Notes on pages 102 to 107 form part of these financial statements.

Condensed Balance Sheet (unaudited) As at 30 November 2022

	30 November 2022 £'000	30 November 2021 £'000	31 May 2022 £'000
Fixed assets			
Investments at fair value	2,476,152	2,106,793	2,238,608
Current assets			
Debtors	2,993	3,921	2,123
Cash at bank	52,560	222,632	231,458
	55,553	226,553	233,581
Creditors: Amounts falling due within one year			
Other creditors	3,960	5,973	6,138
	3,960	5,973	6,138
Net current assets	51,593	220,580	227,443
Total assets less current liabilities	2,527,745	2,327,373	2,466,051
Creditors: Amounts falling due after one year			
Asset Linked Loan Note (Note 5)	34,227	54,299	38,587
	34,227	54,299	38,587
Net assets	2,493,518	2,273,074	2,427,464
Capital and reserves			
Called-up share capital (Note 6)	35,587	36,240	36,012
Share premium	269,535	269,535	269,535
Capital redemption reserve	3,978	3,325	3,553
Other capital reserve	1,582,232	1,070,441	1,556,346
Capital reserve on investments held	727,093	999,039	674,875
Revenue reserve	(124,907)	(105,506)	(112,857)
Total equity shareholders' funds	2,493,518	2,273,074	2,427,464
Net asset value per share – ordinary (Note 8)	469.46p	421.06p	451.63p
Total ordinary shares for NAV calculation (Note 6)	531,143,457	539,844,470	537,493,640

The Notes on pages 102 to 107 form part of these financial statements.

Condensed Cash Flow Statement (unaudited) For the six months to 30 November 2022

	Six months ended 30 November 2022 £'000	Six months ended 30 November 2021 £'000	Year ended 31 May 2022 £'000
Cash flows from operating activities			
Investment income received[1]	7,257	10,734	19,157
Deposit and other interest received	323	16	28
Investment management fees paid	(13,716)	(10,608)	(22,637)
Secretarial fees paid	(167)	(132)	(300)
Depositary fees paid	(86)	(150)	(254)
Directors fees paid	(167)	(161)	(307)
Legal and professional fees paid	(1,503)	(681)	(1,707)
Other cash payments[2]	(671)	(437)	(804)
Withholding tax deducted	(945)	(2,119)	(3,626)
Net cash outflow from operating activities (Note 9)	(9,675)	(3,538)	(10,450)
Cash flows from investing activities			
Purchases of investments	(231,592)	(178,524)	(352,620)
Disposals of investments	76,531	208,051	402,700
Net cash(outflow)/inflow from investing activities	(155,061)	29,527	50,080
Cash flows from financing activities			
ALN repayments	(3,582)	(8,496)	(13,786)
Ordinary shares bought back	(16,741)	(3,117)	(10,360)
Loan commitment and arrangement fees paid	(4,726)	(1,444)	(2,853)
Net cash outflow from financing activities	(25,049)	(13,057)	(26,999)
(Decrease)/increase in cash in the period/year	(189,785)	12,932	12,631
Cash and cash equivalents at the beginning of the period/year	231,458	199,118	199,118
Foreign exchange gains	10,887	10,582	19,709
Cash and cash equivalents at the end of the period/year	52,560	222,632	231,458

1 Includes dividend income received during the period of £4,999,000 (30 November 2021: £9,903,000; 31 May 2022: £17,692,000) and interest income of £2,142,000 (30 November 2021: £727,000; 31 May 2022: £1,302,000).
2 Includes interest paid during the period of £22,000 (30 November 2021: £52,000; 31 May 2022: £96,000).

The Notes on pages 102 to 107 form part of these financial statements.

Notes to the Interim Financial Statements (unaudited)

1 Accounting policies

A. Basis of preparation

PIP is a listed public limited company incorporated in England and Wales.

The Company applies FRS 102 and the Association of Investment Companies ("AIC") SORP for its financial year ending 31 May 2022 in its Financial Statements. The financial statements for the six months to 30 November 2022 have therefore been prepared in accordance with FRS 104 "Interim Financial Reporting". The condensed financial statements have been prepared on the same basis as the accounting policies set out in the statutory accounts for the year ending 31 May 2022. They have also been prepared on the assumption that approval as an investment trust will continue to be granted. The Company's condensed financial statements are presented in sterling and all values are rounded to the nearest thousand pounds (£'000) except when indicated otherwise.

The financial information contained in this report, has been prepared in accordance with the SORP for the financial statements of investment trust companies and venture capital trusts issued by the AIC (issued in April 2021), other than where restrictions are imposed on the Company which prohibit specific disclosures.

The financial information contained in this Interim Report and Accounts and the comparative figures for the financial year ended 31 May 2022 are not the Company's statutory accounts for the financial period as defined in the Companies Act 2006. The financial information for the half-year periods ended 30 November 2022 and 30 November 2021 are not for a financial year and have not been audited but have been reviewed by the Company's auditors and their report can be found on page 96. The Annual Report and financial statements for the financial year ending 31 May 2022 have been delivered to the Registrar of Companies. The report of the auditors was: (i) unqualified; (ii) did not include a reference to any matters which the auditors drew attention by way of emphasis without qualifying the report; and (iii) did not contain statements under section 498 (2) and (3) of the Companies Act 2006.

B. Going concern

The financial information has been prepared on a going concern basis and under the historical cost basis of accounting, modified to include the revaluation of certain assets at fair value.

The Directors have made an assessment of going concern, taking into account the Company's current performance and financial position as at 30 November 2022. In addition, the Directors have assessed the outlook, which considers the potential further impact of the ongoing geopolitical uncertainties as a result of the Russia–Ukraine conflict including the disruption to the global supply chain and increases in the cost of living as a result of this conflict, persistent inflation, interest rate rises and the impact of climate change on PIP's portfolio using the information available as at the date of issue of these financial statements. As part of this assessment the Directors considered:

- Various downside liquidity modelling scenarios with varying degrees of decline in investment valuations, decreased investment distributions, and increased call rates, with the worst being a low case downside scenario representing an impact to the portfolio that is worse than that experienced during the Global Financial Crisis.
- The Company manages and monitors liquidity regularly ensuring it is adequate and sufficient and is underpinned by its monitoring of investments, distributions, capital calls and outstanding commitments. Total available financing as at 30 November 2022 stood at £560m (30 November 2021: £510m; 31 May 2022: £528m), comprising £52m (30 November 2021: £220m; 31 May 2022: £227m) in available cash balances and £508m (30 November 2021: £290m; 31 May 2022: £301m) (sterling equivalent) in undrawn bank facilities.
- PIP's 30 November 2022 valuation is primarily based on reported GP valuations with a reference date of 30 September 2022, updated for capital movements and foreign exchange impacts. As the longer-term impacts of the ongoing geopolitical uncertainties as a result of the Russia–Ukraine conflict and the impact of climate change may not be fully apparent, the Directors have considered the impact that declining valuations could have on the Company's going concern assessment.
- Unfunded commitments – PIP's unfunded commitments as at 30 November 2022 were £848m (30 November 2021: £658m; 31 May 2022: £755m). The Directors have considered the maximum level of unfunded commitments which could theoretically be drawn in a 12-month period, the ageing of commitments and available financing to fulfil these commitments. In these scenarios PIP can take steps to limit or mitigate the impact on the Balance Sheet, namely drawing on the credit facility, pausing on new commitments, selling assets to increase liquidity and reducing outstanding commitments if necessary. In addition, subject to market conditions, the Company could also seek to raise additional credit or capital.
- The Directors have also considered the impact of climate change on PIP's portfolio and have come to the conclusion that there is no significant impact on the Company as a result of climate change.

Having performed the assessment on going concern, the Directors considered it appropriate to prepare the financial statements of the Company on a going concern basis. The Company has sufficient financial resources and liquidity, is well placed to manage business risks in the current economic environment and can continue operations for a period of at least 12 months from the date of issue of these financial statements.

C. Segmental reporting

The Directors are of the opinion that the Company is engaged in a single segment of business, being an investment business. Consequently, no business segmental analysis is provided.

Notes to the Interim Financial Statements (unaudited)

2 Tax on ordinary activities

The tax charge for the six months to 30 November 2022 is £0.9m (six months to 30 November 2021: £2.1m; year to 31 May 2022: £3.1m). The tax charge is wholly comprised of irrecoverable tax suffered on investment income received. Investment gains are exempt from capital gains tax owing to the Company's status as an investment trust.

3 Transactions with the manager and related parties

During the six month period ended 30 November 2022, investment management services with a total value of £14,734,000, being £13,932,000 directly from Pantheon Ventures (UK) LLP and £802,000 via Pantheon managed fund investments (30 November 2021: £11,299,000; £10,963,000; and £336,000; year to 31 May 2022: £23,977,000; £23,115,000 and £862,000 respectively) were purchased by the Company. At 30 November 2022, the amount due to Pantheon Ventures (UK) LLP in management fees and performance fees disclosed under creditors was £2,340,000 and £nil respectively (30 November 2021: £2,001,000 and £nil respectively; 31 May 2022: £2,124,000 and £nil respectively).

The existence of an Independent Board of Directors demonstrates that the Company is free to pursue its own financial and operating policies and therefore, under the AIC SORP, the Manager is not considered to be a related party.

The Company's related parties are its Directors. Fees paid to the Company's Board for the six months to 30 November 2022 totalled £157,000 (six months to 30 November 2021: £159,000; year to 31 May 2022: £311,000).

There are no other identifiable related parties at the period end.

4 Performance fee

The Manager is entitled to a performance fee from the Company in respect of each 12 calendar month period ending on 31 May in each year and, prior to 31 May 2017, the period of 12 calendar months ending 30 June in each year. The performance fee payable in respect of each such calculation period is 5% of the amount by which the net asset value ("NAV") at the end of such period exceeds 110% of the applicable "high-water mark", i.e. the NAV at the end of the previous calculation period in respect of which a performance fee was payable, compounded annually at 10% for each subsequent completed calculation period up to the start of the calculation period for which the fee is being calculated. For the six month calculation period ended 30 November 2022, the notional performance fee hurdle is a NAV per share of 486.98p. The performance fee is calculated using the adjusted NAV.

The performance fee is calculated so as to ignore the effect on performance of any performance fee payable in respect of the period for which the fee is being calculated or of any of the following:

- Increase or decrease in the net assets of the Company resulting from any issue, redemption or purchase of any shares or other securities.
- The sale of any treasury shares or the issue or cancellation of any subscription or conversion rights for any shares or other securities.
- Any other reduction in the Company's share capital or any distribution to shareholders.

No performance fee has been paid or accrued during the period.

5 Asset Linked Note ("ALN")

As part of the share consolidation effected on 31 October 2017, the Company issued an ALN with an initial principal amount of £200m to the Investor. Payments under the ALN are made quarterly in arrears and are linked to the ALN share (c. 75%) of the net cash flow from a reference portfolio which is comprised of interests held by PIP in over 300 of its oldest private equity funds, substantially 2006 and earlier vintages. PIP retains the net cash flow relating to the remaining c. 25% of the reference portfolio.

The ALN is held at fair value through profit or loss and therefore movements in fair value are reflected in the Income Statement. The Directors do not believe there to be a material own credit risk, due to the fact that repayments are only due when net cash flow is received from the reference portfolio. Fair value is calculated as the sum of the ALN share of fair value of the reference portfolio plus the ALN share of undistributed net cash flow which is equivalent to the amount which would be required to be repaid had the ALN matured on 30 November 2022. Therefore no fair value movement has occurred during the period as a result of changes to credit risk.

A pro rata share of the Company's Total Ongoing Charges is allocated to the ALN, reducing each quarterly payment ("the Expense Charge") and deducted from Other Expenses in the Income Statement.

The ALN's share of net cash flow is calculated after withholding taxation suffered. These amounts are deducted from Taxation in the Income Statement.

During the six months to 30 November 2022, the Company made repayments totalling £3.6m, representing the ALN share of the net cash flow for the three month period to 31 May 2022 and three month period to 31 August 2022. The fair value of the ALN at 30 November 2022 was £34.8m, of which £0.6m relates to a current liability which represents the net cash flow for the three months to 30 November 2022, due for repayment on 28 February 2023.

5 Asset Linked Note ("ALN") (continued)

During the six months to 30 November 2021, the Company made repayments totalling £8.5m, representing the ALN share of the net cash flow for the three month period to 31 May 2021 and three month period to 31 August 2021. The fair value of the ALN at 30 November 2021 was £57.0m, of which £2.7m represents the net cash flow for the three months to 30 November 2021, due for repayment on 28 February 2022.

During the year to 31 May 2022, the Company made repayments totalling £13.8m, representing the ALN share of the net cash flow for the year to 28 February 2022. The fair value of the ALN at 31 May 2022 was £41.4m, of which £2.8m represents cash flows for the three months to 31 May 2022, due for repayment on 31 August 2022.

6 Called up share capital

	30 November 2022		30 November 2021		31 May 2022	
Allotted, called up and fully paid:	Shares	£'000	Shares	£'000	Shares	£'000
Ordinary shares of 6.7p each						
Opening position	537,493,640	36,012	54,089,447	36,240	54,089,447	36,240
Cancellation of shares	(6,350,183)	(425)	–	–	(3,400,830)	(228)
Shares issued through share split	–	–	486,805,023	–	486,805,023	–
Closing position in issue	531,143,457	35,587	540,894,470	36,240	537,493,640	36,012
Ordinary shares of 6.7p, held in treasury						
Buybacks for Treasury	–		(1,050,000)		(1,050,000)	
Shares cancelled from Treasury	–		–		1,050,000	
Closing position held in Treasury	–	–	–	–	–	
Total shares for NAV calculation	531,143,457	35,587	539,844,470	36,240	537,493,640	36,012

At the Annual General Meeting of the Company held on 27 October 2021, shareholders approved a resolution for a ten for one share split such that each shareholder would receive ten shares with a nominal value of 6.7 pence each for every existing share held. These new shares were listed on 1 November 2021.

During the six months ended 30 November 2022, 6,350,183 ordinary shares were bought back for cancellation at a total cost, including stamp duty, of £16.7m.

During the six months ended 30 November 2021, 1,050,000 ordinary shares were bought back to be held in Treasury at a total cost, including stamp duty, of £3.1m. These Treasury shares were subsequently cancelled.

During the year ended 31 May 2022, 3,275,830 ordinary shares were bought back in the market, to be held in Treasury at a total cost, including stamp duty, of £10.0m. The 3,275,830 shares that were held in Treasury were subsequently cancelled prior to the end of May 2022. In addition, during the year ended 31 May 2022, 125,000 shares were bought back for cancellation , at a total cost, including stamp duty, of £0.3m.

As at 30 November 2022, there were 531,143,457 ordinary shares in issue and no shares held in Treasury (30 November 2021: 540,894,470 ordinary shares with 1,050,000 held in Treasury; 31 May 2022: 537,493,640 ordinary shares with no shares held in Treasury).

Notes to the Interim Financial Statements (unaudited)

7 Return per share

	Six months to 30 November 2022			Six months to 30 November 2021			Year to 31 May 2022		
	Revenue	Capital	Total	Revenue	Capital	Total	Revenue	Capital	Total
(Loss)/return for the financial period £'000	(12,050)	94,841	82,791	(5,216)	416,176	410,960	(12,567)	585,164	572,597
Weighted average number of ordinary shares			534,675,332			540,547,749			539,896,863
Return per share	(2.26)p	17.74p	15.48p	(0.96)p	76.99p	76.03p	(2.32)p	108.38p	106.06p

There are no dilutive or potentially dilutive shares in issue.

8 Net asset value per share

	30 November 2022	30 November 2021	31 May 2022
Net asset attributable in £'000	2,493,518	2,273,074	2,427,464
Ordinary shares in issue	531,143,457	539,844,470	537,493,640
Net asset value per share	469.46p	421.06p	451.63p

9 Reconciliation of return before financing costs and taxation to net cash flow from operating activities

	Six months to 30 November 2022 £'000	Six months to 30 November 2021 £'000	Period to 31 May 2022 £'000
Return before finance costs and taxation	87,515	415,067	579,639
Withholding tax deducted	(940)	(2,123)	(3,075)
Gains on investments	(82,513)	(418,648)	(570,049)
Currency gains on cash and borrowings	(10,877)	(10,707)	(19,564)
Increase in creditors	388	400	483
Increase in other debtors	(230)	(46)	(29)
Gains on financial liabilities at fair value through profit or loss – ALN	2,758	12,869	3,428
Expenses and taxation associated with ALN	(260)	(350)	(1,283)
Net cash outflow from operating activities	(9,675)	(3,538)	(10,450)

10 Fair value information

(i) Unquoted fixed asset investments are stated at the estimated fair value

In the case of investments in private equity funds, this is based on the net asset value of those funds ascertained from periodic valuations provided by the managers of the funds and recorded up to the measurement date. Such valuations are necessarily dependent upon the reasonableness of the valuations by the fund managers of the underlying investments. In the absence of contrary information the values are assumed to be reliable. These valuations are reviewed periodically for reasonableness and recorded up to the measurement date. If a class of assets were sold post period end, management would consider the effect, if any, on the investment portfolio.

The Company may acquire secondary interests at either a premium or a discount to the fund manager's valuation. Within the Company's portfolio, those fund holdings are normally revalued to their stated net asset values at the next reporting date unless an adjustment against a specific investment is considered appropriate.

The fair value of each investment is derived at each reporting date. In the case of direct investments in unquoted companies, the initial valuation is based on the transaction price. Where better indications of fair value become available, such as through subsequent issues of capital or dealings between third parties, the valuation is adjusted to reflect the new evidence, at each reporting date. This information may include the valuations provided by private equity managers who are also invested in the Company.

(ii) Quoted investments are valued at the bid price on the relevant stock exchange

Private equity funds may contain a proportion of quoted shares from time to time, for example where the underlying company investments have been taken public but the holdings have not yet been sold. The quoted market holdings at the date of the latest fund accounts are reviewed and compared with the value of those holdings at the period end.

All investments are initially recognised and subsequently measured at fair value. Changes in fair value are recognised in the Income Statement.

(iii) Fair value hierarchy

The fair value hierarchy consists of the following three levels:

– Level 1 – The unadjusted quoted price in an active market for identical assets or liabilities that the entity can access at the measurement date. The Level 1 holdings include publicly listed holdings held directly by the Company from in specie distributions received from underlying investments;

– Level 2 – Inputs other than quoted prices included within Level 1 that are observable (i.e. developed using market data) for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

– Level 3 – Inputs are unobservable (i.e. for which market data is unavailable) for the asset or liability.

In accordance with FRS 104, the Company must disclose the fair value hierarchy of financial instruments.

Financial assets at fair value through profit or loss at 30 November 2022

	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Unlisted holdings	–	–	2,472,990	2,472,990
Listed holdings	3,162	–	–	3,162
Total	3,162	–	2,472,990	2,476,152

Financial liabilities at fair value through profit or loss at 30 November 2022

	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
ALN	–	–	34,776	34,776
Total	–	–	34,776	34,776

Financial assets at fair value through profit or loss at 30 November 2021

	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Unlisted holdings	–	–	2,105,650	2,105,650
Listed holdings	1,143	–	–	1,143
Total	1,143	–	2,105,650	2,106,793

Notes to the Interim Financial Statements (unaudited)

10 Fair value hierarchy

Financial liabilities at fair value through profit or loss at 30 November 2021

	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
ALN	–	–	57,039	57,039
Total	–	–	57,039	57,039

Financial assets at fair value through profit or loss at 31 May 2022

	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Unlisted holdings	–	–	2,235,639	2,235,639
Listed holdings	2,969	–	–	2,969
Total	2,969	–	2,235,639	2,238,608

Financial liabilities at fair value through profit or loss at 31 May 2022

	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
ALN	–	–	41,374	41,374
Total	–	–	41,374	41,374

11 Post balance sheet event

On 20 December 2022, following the period end, PIP committed USD112.5m to the Pantheon Secondary Opportunity Fund II ("PSOF II"). PIP's commitment to PSOF II, which will be deployed over a three-year investment period, forms part of the Company's existing strategy to capitalise on attractive opportunities in this growing segment of the secondaries market.

Other Information

Alternative Performance Measures

We assess our performance using a variety of measures that are not specifically defined under FRS and are therefore termed "APMs". The APMs that we use may not be directly comparable with those used by other companies. The APMs used by the Company are defined below.

AIC ongoing charges

Annualised operating costs, excluding performance fees, financing costs and taxes, as a percentage of the average month-end NAV over the year.

	Page	30 November 2022 £'000	30 November 2021 £'000	
Investment management fees	103	13,932	10,963	
Lookthrough charges	103	802	336	
Other expenses	98	1,011	686	
Total expenses		15,745	11,985	(a)
Average month-end NAV		2,538,077	2,076,614	(b)
AIC ongoing charges		1.24%	1.15%	(a/b) x 2

Net available cash

Cash and net current assets (liabilities) less next ALN repayment).

Available financing

Sum of available cash and undrawn loan facility.

	Page	30 November 2022 £m	30 November 2021 £m	
Available cash	100, 102	52	220	(a)
Undrawn loan facility	102	508	290	(b)
Available financing		560	510	(a + b)

Capital call

Call to limited partners ("LPs") to pay in a portion of the LPs' committed capital when the general partner ("GP") has identified a new investment for purchase.

	Page	30 November 2022 £m	30 November 2021 £m	
Acquisitions at cost	101	252	179	(a)
Recallable distributions		(6)	(21)	(b)
Amount drawn for new commitments		(183)	(81)	(c)
ALN share of calls		–	–	(c)
PIH LP Investment		(195)	–	(e)
Investments made through PIH LP		210	–	(f)
Capital calls		78	77	(a + b + c + d + e + f)

Capital call rate

Capital calls in the period divided by opening undrawn commitments.

	30 November 2022 £m	30 November 2021 £m	
Capital calls	78	77	(a)
Opening undrawn commitments	755	528	(b)
Capital calls	21%	29%	(a/b) x 2

Alternative Performance Measures

Distribution

Cash or stock returned to the LPs after the fund has exited from an investment by selling it, or from distributions received before a sale. Excludes such proceeds received relative to the portion of the portfolio attributable to the ALN.

	Page	30 November 2022 £m	30 November 2021 £m	
Disposal of investments	101	78	208	(a)
Investment income received	101	7	11	(b)
Recallable distributions		(6)	(14)	(c)
Withholding tax deducted	101	(1)	(2)	(d)
ALN share of distributions		(2)	(5)	(e)
Transferred investments to PIH LP		(3)	–	(f)
Disposals of investments received through PIH LP		39	–	(g)
Distributions from PIP's portfolio		112	198	(a + b + c + d + e + f + g)

Distribution rate

Distributions for the period divided by opening portfolio value.

	Page	30 November 2022 £m	30 November 2021 £m	
Distributions from PIP's portfolio		112	198	(a)
Opening investments at fair value	100	2,239	1,714	(b)
ALN share of opening investments		(39)	(47)	(c)
Opening portfolio value (excluding the ALN)		2,200	1,667	(d) = (b + c)
Distribution rate from PIP's portfolio		10%	24%	(a/d) x 2

Financing cover

Ratio of available cash, private equity assets and undrawn loan facility to outstanding commitments. Future calls from outstanding commitments are expected to be funded from future distributions realised from the existing private equity assets portfolio, in addition to distributions realised from future investments.

	Page	30 November 2022 £m	30 November 2021 £m	
Available financing	109	560	510	(a)
Investments at fair value	100	2,476	2,107	(b)
Total		3,036	2,617	(c) = (a + b)
Outstanding undrawn commitments* (excluding those outside their investment period)		788	603	(d)
Financing cover		3.9x	4.3x	(c/d)

* November 2021 previously reported financing cover of 4.1x. The basis of calculation now excludes any outstanding commitments relating to funds outside their investment period (>13 years old) as there is a low likelihood of these being drawn. This amounted to £59.7m as at 30 November 2022 and £55.2m as at 30 November 2021.

Net portfolio cash flow

Income and capital distributions received from funds following exit realisations less capital calls made to finance investments or expenses.

	30 November 2022 £m	30 November 2021 £m	
Distributions from PIP's portfolio	112	198	(a)
Capital calls	78	77	(b)
Net portfolio cash flow	34	121	(a-b)

Alternative Performance Measures

Portfolio investment return

Total movement in the valuation of the underlying funds and companies comprising the portfolio, expressed as a percentage of opening portfolio value. Foreign exchange effects and other expenses are excluded from the calculation. The figure excludes returns attributable to the ALN. A reconciliation of the return after taxation to the portfolio valuation movement is shown below.

	Page	30 November 2022 £m	30 November 2021 £m	
Return after taxation (per Income Statement)	98	83	411	(a)
Adjusted for non-portfolio income and expenses				
– Investment management fees	98	14	11	(b)
– Other expenses	98	2	1	(c)
– Interest payable and similar expenses	98	4	2	(d)
– Portfolio and other FX*		(85)	(97)	(e)
Portfolio valuation movement		18	328	(f) = (a + b + c + d + e)
Opening investments at fair value	100	2,239	1,714	(g)
ALN share of opening investments		(39)	(47)	(h)
Opening portfolio value (excluding the ALN)		2,200	1,667	(i) = (g + h)
Portfolio investment return		0.9%	19.7%	(f/i)

* Includes £74m of FX on the portfolio excluding the ALN (November 2021: (£98m)).

Sample calculations and disclosures

The sample buyout figures for the 12 months to 30 June 2022 were calculated using all the information available to the Company. The figures are based on unaudited data. MSCI data was sourced from Bloomberg.

Revenue and EBITDA

The revenue and EBITDA figures were based upon the last 12 months to 30 June 2022 or, where not available, the closest annual period disclosed, and provide coverage of 82% and 80% (12 months to 2021: 81% and 80%) for revenue and EBITDA growth respectively of PIP's buyout portfolio. Individual company revenue and EBITDA growth figures were capped if in excess of -100% and +100% to avoid distortions from large outliers. Sample data for 2016–2022 is based on the same methodology and provides coverage of 45%–75% of the portfolio in each year.

Valuation multiple and debt multiple

Enterprise value is defined as equity value plus net debt. The net debt and enterprise value figures were based on underlying valuations as at 30 June 2022, or the closest disclosed period end. The valuation multiple sample covers approximately 51% (November 2021: 71%) of PIP's buyout portfolio. The debt multiple sample covers approximately 52% (November 2021: 57%) of PIP's buyout portfolio.

Cost multiple

The cost multiple data on page 55 is based on a sample that represented approximately 72% by value of proceeds from exit realisations for the half year to 30 November 2022. The data covers primary investments and co-investments, and is based upon gross cost multiples available at the time of the distribution.

Uplift

Realisation events are classified as exit realisations when proceeds equate to at least 80% of total investment value and once confirmation of exit realisation is received from the underlying private equity manager. Uplift on full exit compares the value received upon realisation against the investment's carrying value 12 months prior to the transaction taking place. The analysis on page 56 only includes exit realisations that occurred during the period and disregards the impact of any proceeds received outside the six month period covered in the uplift analysis. The data in the sample represents 100% (November 2021: 100%) of proceeds from exit realisations and 31% (November 2021: 74%) of distributions received during the period.

Alternative Performance Measures

Total ongoing charges

Annualised operating costs, including financing costs and any performance fees charged by Pantheon but excluding taxes, expressed as a percentage of the average month-end NAV over the year.

	Page	30 November 2022 £m	30 November 2021 £m	
Investment management fees	103	13,932	10,963	
Performance fee payable to Pantheon		–	–	
Lookthrough charges	103	802	336	
Other expenses	98	1,011	686	
Interest payable and similar expenses	98	3,784	1,984	
Total expenses and financing costs		19,529	13,969	(a)
Average month-end NAV		2,538,077	2,076,614	(b)
Total ongoing charges		1.54%	1.34%	(a/b) x 100 x 2

Undrawn coverage ratio

Ratio of available financing and 10% of private equity assets to undrawn commitments. Under the terms of its loan facility, in order to make additional undrawn commitments, PIP is required to maintain an undrawn coverage ratio of at least 33%.

	Page	30 November 2022 £m	30 November 2021 £m	
Available financing	109	560	510	(a)
Investments at fair value @ 10%	100	248	211	(b)
Total		808	721	(c) = (a + b)
Outstanding undrawn commitments*		788	603	(d)
Undrawn coverage ratio		102%	120%	(c/d)

* November 2021 previously reported outstanding undrawn commitments figure of £658m. The basis of calculation now excludes any outstanding commitments relating to funds outside their investment period (>13 years old) as there is a low likelihood of these being drawn. This amounted to £59.7m as at 30 November 2022 and £55.2m as at 30 November 2021.

Glossary of Terms

AIFMD

Alternative Investment Fund Managers Directive.

Asset Linked Note ("ALN")

Unlisted, subordinated note due August 2027, the repayment and the performance of which are linked to a reference portfolio consisting of older vintage funds. The holder of the ALN has rights to receive c.75% of net cash flows arising from the reference portfolio prior to the repayment of any outstanding balance in August 2027.

Buyout funds

Funds that acquire controlling interests in companies with a view towards later selling those companies or taking them public.

Carried interest

Portion of realised investment gains payable to the General Partner as a profit share.

Co-investment

Direct shareholding in a company by invitation alongside a private equity fund.

Commitment

The amount of capital that each Limited Partner agrees to contribute to the fund when and as called by the General Partner.

Debt multiple

Ratio of net debt to EBITDA.

Dry powder

Capital raised and available to invest but not yet deployed.

Earnings before interest, taxes, depreciation and amortisation ("EBITDA")

A measure of earnings before interest and taxes that excludes non-cash expenses. Valuation methods are commonly based on a comparison of private and public companies' value as a multiple of EBITDA.

Enterprise value

The sum of a company's market capitalisation and net debt (net debt equals debt less cash and cash equivalents).

Exit

Realisation of an investment usually through trade sale, sale by public offering (including IPO), or sale to a financial buyer.

Expense charge

A pro rata share of the Company's Total Ongoing Charges allocated to the ALN, reducing each quarterly payment. This is deducted from Other Expenses through the revenue account of the Income Statement.

Feeder fund

An investment vehicle, often a limited partnership, that pools capital commitments of investors and invests or "feeds" such capital into an umbrella fund, often called a master fund ("Master"), which directs and oversees all investments held in the Master portfolio.

Fund-of-funds

Private equity fund that invests in a portfolio of several private equity funds to achieve, compared with a direct investment fund, a broader diversification of risk, including individual private equity manager risk.

Fund management fee

Annual fee, typically charged by the GP as a percentage of LP commitments to the fund during the investment period and attenuating thereafter, intended to cover the costs of running and administering a fund.

General Partner ("GP")

The entity managing a private equity fund that has been established as a limited partnership, also commonly referred to as the private equity fund manager.

Initial public offering ("IPO")

The first offering by a company of its own shares to the public on a regulated stock exchange.

Internal rate of return ("IRR")

The IRR, a common measure of private equity performance, is calculated as an annualised compounded rate of investment return based on the timing and quantity of cash flows.

Investment period

Period, typically five years, during which the GP is permitted to make new investments.

J-curve

Refers to the tendency of private equity funds to experience capital outflows and negative returns in early years, and cash flow distributions and investment gains in later years as portfolio companies mature and are exited.

Glossary of Terms

Limited Partner ("LP")

An institution or individual who commits capital to a private equity fund established as a limited partnership. Limited partners are generally protected from legal actions and any losses beyond their original commitment to the fund.

Liquidation

The sale of all remaining assets of a fund prior to its final cessation of operations.

Manager-led secondary

Purchase of an interest in a portfolio company alongside a private equity manager, where the manager is seeking to extend the investment holding period in order to participate in the company's next phase of growth.

Market capitalisation

Share price multiplied by the number of shares outstanding.

Multiple of invested capital ("MOIC" or cost multiple)

A common measure of private equity performance, MOIC is calculated by dividing the fund's cumulative distributions and residual value by the paid-in capital.

Net asset value ("NAV")

Amount by which the value of assets of a fund exceeds liabilities, reflecting the value of an investor's attributable holding.

Net available cash

Cash and net current assets (liabilities) less next ALN repayment.

Paid-in capital

Cumulative amount of capital that has been called.

Portfolio company

A company that is an investment within a private equity fund.

Portfolio investment return

Total movement in the valuation of the underlying funds and companies comprising the portfolio, expressed as a percentage of opening portfolio value. Foreign exchange effects and other expenses are excluded from the calculation. The figure excludes returns attributable to the ALN.

Primaries

Commitments made to private equity funds at the time such funds are formed.

Private equity

Privately negotiated investments typically made in non-public companies.

Reference portfolio

As defined under the terms of the ALN, a subset of PIP's private equity portfolio assets, substantially comprising the Company's oldest funds (2006 and earlier vintages).

Secondaries

Purchase of existing private equity fund or company interests and commitments from an investor seeking liquidity in such funds or companies.

Share price premium (discount)

Occurs when a company's share price is higher (lower) than the NAV per share.

Special situations

Special situations investments can include distressed debt, mezzanine, energy/utilities and turnarounds.

Undrawn or outstanding commitments

Capital that is committed but is still to be drawn down by the GP for investment.

Uplift on exit

Increase in value received upon exit realisation of an investment relative to its carrying value 12 months prior to realisation.

Valuation multiples

Multiple of earnings (typically EBITDA or net income) or revenue applied in valuing a business enterprise.

Venture capital

Investment in early and development-stage companies, often used to finance technological product and market development.

Vintage

The year in which a private equity fund makes its first investment.

Weighted average fund age

Average fund age for the portfolio is weighted by the fund's respective closing net asset values. Fund age refers to the number of years since a private equity fund's first investment.

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Electronic communications from the Company

Shareholders now have the opportunity to be notified by email when the Company's Annual Reports, Notices of Meetings and other formal communications are available on the Company's website, instead of receiving printed copies by post. This has environmental benefits in the reduction of paper, printing, energy and water usage, as well as reducing costs to the Company. If you have not already elected to receive electronic communications from the Company and wish to do so, visit www.signalshares.com. To register, you will need your investor code, which can be found on your share certificate.

Alternatively, you can contact Link's Customer Support Centre, which is available to answer any queries you have in relation to your shareholding:

By phone: call +44 (0)371 664 0300. Calls from outside the UK will be charged at the applicable international rate. Link is open between 09:00 and 17:30, Monday to Friday (excluding public holidays in England and Wales).

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