



28 June 2024

## Closed End Investment Funds



Source: LSEG, 2024

## Market data

EPIC/TKR	ICGT
Price (p)	1,234
12m high (p)	1,276
12m low (p)	1,046
Shares (m)	65.7
Mkt cap (£m)	811
NAV p/sh (Apr'24, p)	1,925
Disc. to NAV (%)	-36
Country/Ccy	UK/GBP
Market	Premium equity closed-ended investment funds

## Description

ICG Enterprise Trust (ICGT) is a listed private equity (PE) investor, providing shareholders with access to a portfolio of European and US investments in profitable, cash-generative, unquoted companies. It invests in companies managed by ICG and other leading PE managers, directly and through funds. It strikes a balance between concentration and diversification, risk and reward.

## Company information

Chair	Jane Tufnell
Aud. Cttee. Chr.	Alastair Bruce
NEDs	David Warnock (SID), Adiba Ighodaro, Janine Nicholls, Gerhard Fusenig
Inv. Mgrs.	Oliver Gardey, Colm Walsh
Contact	Christopher Hunt +44 (0)203 545 2000 <a href="http://www.icg-enterprise.co.uk">www.icg-enterprise.co.uk</a>

## Key shareholders

None above 3%

## Diary

Early Oct'24	1H NAV to July
--------------	----------------

## Analyst

Mark Thomas [mt@hardmanandco.com](mailto:mt@hardmanandco.com)

Disclosure note: the relevant analyst is a shareholder in ICGT Enterprise Trust.

THE MATERIALS CONTAINED HEREIN ARE NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN WHOLE OR IN PART, TO U.S. PERSONS OR IN OR INTO THE UNITED STATES, AUSTRALIA, CANADA, JAPAN, THE REPUBLIC OF SOUTH AFRICA OR ANY OTHER JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OR REGULATIONS OF SUCH JURISDICTION. SEE PAGE 2 FOR FURTHER DETAILS.

## ICG ENTERPRISE TRUST PLC

## CM day 2024: defensive growth value creation

The key messages from ICGT's June 2024 *shareholder seminar* were i) ICGT has a focused and differentiated investment strategy with a dedicated investment team, ii) operating performance remains strong and capital structures are well positioned, iii) debt pricing is reducing and debt availability is accelerating, iv) access to the ICG platform brings substantial benefits, and v) the board has a focused and deliberate approach to long-term shareholder value. In our view, what defines ICGT's uniqueness is the "defensive growth" approach, combined with the ICG manager benefits. This has delivered five-year, local currency portfolio returns of 17.1% CAGR, NAV p/sh. returns of 14.6% and shareholder total returns of 11.2%.

- ▶ **Value creation:** ICGT adds value with i) an investment strategy delivering defensive growth through cycles (the key, in our view), ii) a managed cost base, with a management fee rate cap and ICG cost-sharing arrangement, iii) a balanced capital allocation, and iv) effective messaging/shareholder engagement.
- ▶ **Capital allocation:** ICGT's approach to shareholder distributions includes a progressive dividend policy (FY'21 24p, FY'22 27p, FY'23 30p, FY'24 33p), a long-term share buyback programme (£24m returned with 128 days in market Oct'22 to 13 Jun'24) and opportunistic buybacks (£7.4m in three days in 2024).
- ▶ **Valuation:** ICGT's NAV valuations are conservative, demonstrated by continued realisations above reported book values. The ratings are undemanding. The 36% discount to NAV is anomalous, we believe, with defensive, market-beating returns, and twice the levels seen pre-COVID-19. The 2024E yield is 2.7%.
- ▶ **Risks:** PE is an above-average cost model, but post-expense returns have consistently beaten public markets. Actual experience has been of continued NAV outperformance in economic downturns, but sentiment may be adverse. ICGT's permanent capital structure is right for unquoted/illiquid assets.
- ▶ **Investment summary:** ICGT has consistently generated superior returns, by adding value in an attractive market, having a strategic focus on defensive growth and leveraging synergies from being part of ICG since 2016. Valuations appear conservative, and governance is strong. ICGT focuses on delivering resilient, risk-adjusted returns, and balancing risk and reward. The risks, primarily, are sentiment-driven on costs, cyclicity and the underlying assets' liquidity. A 36% discount to NAV appears anomalous with ICGT's performance.

## Financial summary and valuation

Year-end Jan (£000)	2022	2023	2024	2025E	2026E
Total income	5,503	2,271	2,874	2,865	2,865
Realised gains	1,968	9,311	(1,044)	16,205	36,556
Unrealised gains	238,062	175,890	40,413	129,638	219,334
Investment manager fees	(13,417)	(17,013)	(16,148)	(15,873)	(16,552)
Other expenses	(4,646)	(1,956)	(1,769)	(1,857)	(1,969)
Rtn. on ord. act. pre-tax	226,490	164,525	17,366	121,178	228,234
NAV per share (p)	1,690	1,903	1,909	2,085	2,418
NAV total return	25%	15%	3%	12%	19%
S/P prem./disc. (-) to NAV*	-26%	-43%	-36%	-41%	-49%
Investments (£m)	1,124	1,349	1,296	1,462	1,718
Dividend per share (p)	27	30	33	35	37

\*S/P discount to NAV 2022-24 actual NAV and share price on that date, 2025-26 forecast NAV to current share price. Source: Hardman & Co Research

## Disclaimer

The information contained herein and on the pages that follow does not constitute an offer to sell, or the solicitation of an offer to acquire or subscribe for, any securities in any jurisdiction where such an offer or solicitation is unlawful or would impose any unfulfilled registration, qualification, publication or approval requirements on Hardman and Co (the "Company") or its affiliates or agents. Equity securities in the ICG Enterprise Trust have not been and will not be registered under the applicable securities laws of the United States, Australia, Canada, Japan or South Africa (each an "Excluded Jurisdiction"). The equity securities in ICG Enterprise Trust referred to herein and on the pages that follow may not be offered or sold within an Excluded Jurisdiction, or to any U.S. person ("U.S. Person") as defined in Regulation S under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), or to any national, resident or citizen of an Excluded Jurisdiction.

The promotion of ICG Enterprise Trust and the distribution of the materials contained in the report in the United Kingdom are restricted by law. Accordingly, they should only be accessed by, and are directed only at:

- ▶ persons outside the United Kingdom to whom it is lawful to communicate to; or
- ▶ persons having professional experience in matters relating to investments who fall within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended) (the "Order"); or
- ▶ high-net-worth companies, unincorporated associations and partnerships and trustees of high-value trusts as described in Article 49(2) of the Order, provided that in each case the report and any materials in it are only directed at persons who are "qualified investors" as defined in article 2(1)(e) of Directive 2003/71/EC (as amended) (the "Prospectus Directive") ("Relevant Persons"). Accordingly, this report does not constitute, and does not contain the information required to be contained in, a prospectus as required under the Prospectus Directive.

The information on the pages that follow may contain forward-looking statements. Any statement other than a statement of historical fact is a forward-looking statement. Actual results may differ materially from those expressed or implied by any forward-looking statement. The Company does not undertake any obligation to update or revise any forward-looking statements. You should not place undue reliance on any forward-looking statement, which speaks only as of the date of its issuance.

Your reading of this report is governed by the above terms. The Company may change these terms. The changes will be posted on the website. Your access to our website is governed by the version of these terms then in force.

Should you continue reading this report, you represent, warrant and agree that you (1) have read and understood these terms and the other information set out above, (2) agree to be bound by the terms, (3) do not have a registered address in, and are not resident or located in, an Excluded Jurisdiction (or, if you do, you will not seek to make any investment in the securities of the ICG Enterprise Trust), (4) are not a U.S. Person or a national, resident or citizen of an Excluded Jurisdiction (or, if you are, you will not seek to make any investment in the securities of ICG Enterprise Trust), (5) are permitted under applicable laws and regulations to receive the information contained in the pages that follow, and (6) agree that you will not transmit or otherwise send any information contained in this website to any person in the United States or to any U.S. Person for the purpose of that person considering an investment in the securities of ICG Enterprise Trust, or to any publication with a general circulation in the United States.

## Presentations

### Private equity landscape: Oliver Gardey

PE attractive market as it has multiple levers to add value to investee companies

Oliver outlined why and how PE adds value to investee companies, *inter alia*, by developing new products and services, expanding geographical reach, improving operations and increasing profitability. This has generated faster employment growth than in non-PE companies (good for ESG value-add) and drives growth and innovation. With 87% of US companies with annual revenues >\$100m not publicly listed, private equity gives investors access to a different part of the economy. Its advantages have been increasingly recognised with institutional investors who have nearly doubled their allocation to PE over the past 10 years (see slide 9 of the presentation).

ICGT's defensive growth strategy positions it well in this attractive market

Within this attractive market, ICGT is well positioned to navigate the pressures of today's environment. Its approach gives access to the best managers and deal flow (including ICG-originated deals) and high-quality assets whose recent realisation rates have been above peer averages. By way of specific example, ICGT highlighted how it had been able to take advantage of a challenging recent fund raising environment (when many investors over-allocated to PE against their short-term concentration caps, due to performance) to get into good managers who, historically, had been oversubscribed. We reviewed, in detail, the defensive growth strategy and its benefits in our recent note [FY'24: portfolio companies performing strongly](#) and we give an extract of this in Appendix 1.

### Financing in today's environment: Mark Richmond

In a rising rate environment, investor interest in capital structures, rate sensitivity, and the availability and pricing of debt finance is especially acute. Accordingly, ICGT devoted a significant part of the presentation to the financing market (slides 14 to 24). There are multiple options for value creation in ICGT's target buyout sector (*inter alia*, growing revenue, improving margins, expanding multiples and financial leverage). Buyouts work best for cash-generative, growing businesses, which can support leverage while delivering operational change to grow earnings.

Key market takeaways:

- Leverage bespoke to each company's cashflows
- PE has access to whole finance market
- Debt finance increasingly available
- At lower prices
- Greater equity contributions
- Reduced balance sheet leverage
- Proven track record of lower-than-market default rates

Some of the key market takeaways on financing were:

- ▶ PE leverage is tailored to what the company can afford.
- ▶ PE has access to the whole financing market, including banks, public markets (leveraged loans or high yield) and private markets. In our view, this is a clear competitive advantage over standalone businesses whose financing options are usually much more limited. Private credit has increased the through-cycle availability of debt for PE businesses with ICGT specifically noting the difference between, say, the GFC and the period of the initial Ukrainian invasion. Private credit was available through the latter, giving more market liquidity than in the GFC.
- ▶ The availability of debt from public markets is increasing, with European institutional loan issuance in 1Q'24 above the 2019 quarterly average and nearly 3x 1Q'23.

- ▶ Debt pricing is improving, with European sub-investment grade prices 200bp-400bp better than mid-2022 and US price 200bp-250bp better. ICGT advised that the trend has continued well into 2Q'24.
- ▶ Transactions have substantial equity components with the average equity contribution to US leveraged buyouts in 2023 of 52% against 33% in 2006-07 (European 47% vs. 34% over the same periods). In the US, equity contribution in 2023 was around 10% above the 2006-2022 average.
- ▶ Strong balance sheets leave PE-backed corporates well-positioned. By way of example, GFC default rates for PE-backed companies were 2.8%, against 6.2% for non-PE-backed businesses. In our previous reports, we have detailed why this is the case and why PE-backed businesses are likely to outperform in all economic scenarios.

**ICGT specific takeaways:**

- Benefit of ICG as manager
- Detailed review of how leverage is bespoke to investee company
- Detailed review of rate sensitivity in our recent note

In addition, there are ICGT-specific benefits, including:

- ▶ The benefit of having ICG as the manager. In our view, having a manager whose specialism is debt, introduces a unique downside-risk management culture, sector expertise, and market and manager insights. It also gives access to the full range of financing options.
- ▶ The portfolio companies are managed to have “appropriate” capital structure (only 23% having leverage of more than 6x EBITDA, 28% less than 3x), with minimal near-term refinancing (only 12% before 2026) and comfortable coverage ratios (just 11% EBITDA of less than 1.5x interest).

We discussed in great detail how the rising rate environment has been managed in our recent note [FY'24: portfolio companies performing strongly](#).

## ICGT portfolio recap: Colm Walsh and Liza Lee Marchal, and Spotlight on... Secondaries: Oliver Gardey

Key message is how portfolio construction delivers attractive risk-adjusted returns

In slides 25-29, ICGT outlined the balanced portfolio (primary, secondary and direct co-investment), the spread of returns over different time horizons and recent commitments/case studies. The key message was that portfolio construction delivers attractive risk-adjusted returns. A summary of the January 2024 portfolio is given in Appendix 2.

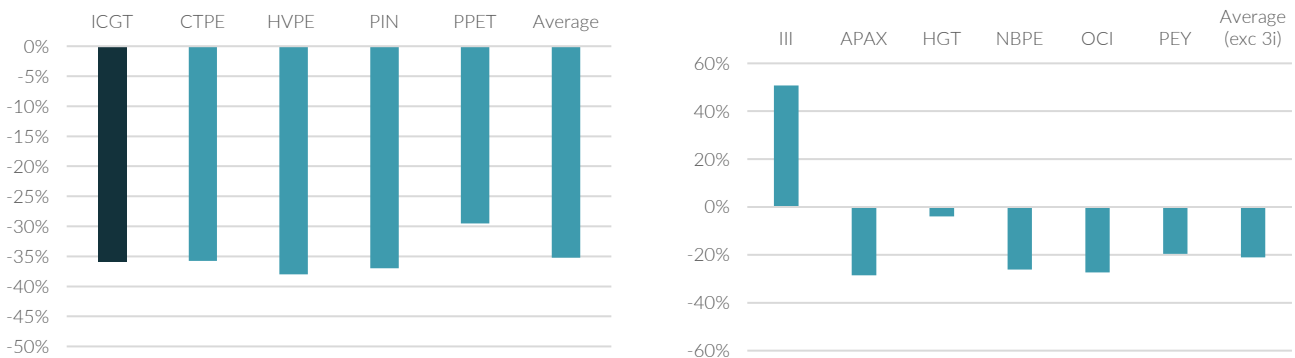
Growth in secondaries in the portfolio reflects their attractive risk reward and liquidity characteristics and follows on from ICGT's specialist recruitment in this area

In terms of secondaries (slides 30-35), in the past five years, they have risen from 13% of the portfolio to 18%, with a target allocation of 25%. The key messages were: i) ICGT is buying investments in a portfolio that, typically, is already five to seven years' old; a track record, therefore, has been established and there is less blind pool exposure (the risk where commitments are made to GPs who may not have identified the investment yet). ii) This enhances portfolio liquidity with accelerated distributions, and, in our view, means there are assets with a proven secondary value. iii) Secondaries give private-equity-type returns with less risk and J-curve mitigation. Slide 34 gives investors a detailed analysis of the risk reward and liquidity attractions of LP secondaries. ICGT is investing in both LP- and GP-led dedicated strategies, with £135m committed to secondaries over the past three years giving exposure to 62 GPs and 40% IRR/1.7x money on invested capital. We reviewed the secondaries business in our 2 March 2022 note, [Spotlight on secondaries](#), when the strategic allocation was materially increased following the recruitment of specialists in this area. ICGT's approach is to have specialist secondary investments rather than generalist secondary funds.

# Valuation

Despite its strong absolute performance and consistent uplift to carry value on exit, ICGT trades at a discount to NAV. This is not uncommon in the PE fund-of-fund space, and ICGT’s discount is in line with that of its immediate peers, noting that the NAVs, for some peers, are updated monthly, while, for others, the update is quarterly.

Current share price discount to NAV for immediate peers (LHS) and wider peers (RHS)



Source: Company websites, factsheets and presentations, LSE, Hardman & Co Research; priced at 26 June 2024

## What could lead to a rerating?

We see two possible elements to a rerating, namely:

**First element is sector rerating, which, arguably, has already started**

The first element of a rerating would be a reversal of the 2022-1Q’23 increase in sector-wide discounts. This requires more confidence in NAV and economic resilience, driven by i) continued exit uplifts and returns, which could give investors this confidence, and ii) a risk-on rather than risk-off environment, which will help. This could coincide with further confidence that a US recession has been avoided or a market view that interest rates have peaked. In our view, when the markets believe they have clarity on the interest rate environment, a significant drag on the share price could reduce rapidly. We believe this has already started to happen.

**Second element is final 15%-20% of discount to par. ICGT’s continued delivery of returns likely to be a key driver.**

The second element to a rerating is the elimination of the company-specific discount. We would characterise the trust as having a sustained discount of around 15%-20% (average year-end January 2017-20 was 18%) with sector-driven noise on top. Given the market-beating returns and conservative approach to NAV (in our view, proven by uplifts on exits), this company-specific discount appears anomalous. The key drivers to its elimination are:

- ▶ continued delivery of superior performance; and
- ▶ market recognition of this performance – we note ICGT, in the past year, has revamped its website, started a [monthly newsletter](#), clarified its portfolio metrics with a move away from the previous high-conviction definition, held its investor day, and enhanced portfolio disclosure. Given the number and breadth of these actions, we expect further communication enhancements going forward.

## Financials

Previously, we had assumed a more normal FY'25 for activity but have moderated this expectation given experience to date. This sees a small drop in our NAV growth, before reverting to a more normal FY'26.

Income statement (£000)									
Year-end Jan	2024			2025E			2026E		
	Revenue	Capital	Total	Revenue	Capital	Total	Revenue	Capital	Total
Overseas interest and dividends	2,365		2,365	2,365		2,365	2,365		2,365
Deposit interest & other	509		509	500		500	500		500
Realised gains on investments		(1,044)	(1,044)		16,205	16,205		36,556	36,556
Unrealised gains on investments		40,413	40,413		129,638	129,638		219,334	219,334
FX gains and losses	0	1,193	1,193	0	0	0	0	0	0
Investment managers fees	(1,615)	(14,533)	(16,148)	(1,587)	(14,285)	(15,873)	(1,655)	(14,896)	(16,552)
Other expenses	(1,769)		(1,769)	(1,857)		(1,857)	(1,969)		(1,969)
<b>Return before finance costs and taxation</b>	<b>(510)</b>	<b>26,029</b>	<b>25,519</b>	<b>(580)</b>	<b>131,558</b>	<b>130,978</b>	<b>(759)</b>	<b>240,993</b>	<b>240,234</b>
Interest payable and similar expenses	(751)	(7,402)	(8,153)	(800)	(9,000)	(9,800)	(1,000)	(11,000)	(12,000)
Return on ordinary activities before taxation	(1,261)	18,627	17,366	(1,380)	122,558	121,178	(1,759)	229,993	228,234
Taxation	-	-	-	235	(235)	-	299	(299)	-
<b>Return on ordinary activities after tax</b>	<b>(1,261)</b>	<b>18,627</b>	<b>17,366</b>	<b>(1,145)</b>	<b>122,323</b>	<b>121,178</b>	<b>(1,460)</b>	<b>229,694</b>	<b>228,234</b>

Source: ICGT Report and Accounts, Hardman & Co Research

Balance sheet (£000)									
@ 31 Jan	2018	2019	2020	2021	2022	2023	2024	2025E	2025E
<b>Non-current assets</b>									
Unquoted investments	478,362	519,806	571,143	604,306	202,009	269,178	260,296	312,891	384,887
Quoted investments	1,733	1,655	1,231	35,702	0	0	0	0	0
Subsidiary investments	96,392	148,611	206,042	267,554	921,738	1,079,897	1,036,086	1,149,334	1,333,227
<b>Total non-current assets</b>	<b>576,487</b>	<b>670,072</b>	<b>778,416</b>	<b>907,562</b>	<b>1,123,747</b>	<b>1,349,075</b>	<b>1,296,382</b>	<b>1,462,225</b>	<b>1,718,114</b>
<b>Current assets</b>									
Cash & cash equiv.	78,389	60,626	14,470	45,143	41,328	20,694	9,722	4,014	4,955
Receivables	10,410	548	1,142	162	2,205	2,416	2,258	4,264	4,264
<b>Total assets</b>	<b>665,286</b>	<b>731,246</b>	<b>794,028</b>	<b>952,867</b>	<b>1,167,280</b>	<b>1,372,185</b>	<b>1,308,362</b>	<b>1,470,503</b>	<b>1,727,334</b>
Creditors	963	386	483	851	9,303	6,274	5,139	15,310	14,587
Gross debt						65,293	20,000	100,000	165,000
<b>Net assets</b>	<b>664,323</b>	<b>730,860</b>	<b>793,545</b>	<b>952,016</b>	<b>1,157,977</b>	<b>1,300,619</b>	<b>1,283,223</b>	<b>1,355,193</b>	<b>1,547,747</b>
<b>NAV per share (p)</b>	<b>959.14</b>	<b>1,056.51</b>	<b>1,152.12</b>	<b>1,384.3</b>	<b>1,690.1</b>	<b>1,903.0</b>	<b>1,909.4</b>	<b>2,084.9</b>	<b>2,418.4</b>

Source: ICGT Report and Accounts, Hardman & Co Research

Cashflow (£000)									
Year-end Jan	2018	2019	2020	2021	2022	2023	2024	2025E	2026E
Sale of portfolio invests.	160,712	135,461	107,179	147,545	100,982	32,143	40,611	72,000	72,000
Purch. of portfolio invests.	(99,601)	(101,790)	(95,417)	(86,134)	(75,125)	(62,245)	(25,162)	(72,000)	(72,000)
Cash flow to sub. inv.							(116,084)	(120,000)	(140,000)
Cash flows from sub. inv.							195,300	100,000	140,000
Net cash flows to sub. inv.	(12,824)	(32,427)	(34,446)	(6,486)	(2,524)	(10,162)	79,216	(20,000)	-
Interest income	15,967	3,994	5,832	1,231	3,647	1,829	1,695	3,000	3,000
Dividend income	6,230	1,883	1,290	5,445	1,854	394	779	779	779
Other income	129	216	381	71	2	46	509	2,365	2,365
Invest. mgr. charges paid	(7,090)	(7,956)	(9,499)	(10,334)	(6,207)	(21,218)	(15,647)	(15,873)	(16,552)
Other expenses	(1,456)	(1,749)	(1,227)	(1,419)	(1,570)	(1,567)	(2,596)	(2,000)	(2,000)
<b>Net cash inflow/(outflow) from op. activities</b>	<b>62,067</b>	<b>(2,368)</b>	<b>(25,907)</b>	<b>49,919</b>	<b>21,059</b>	<b>(60,780)</b>	<b>79,405</b>	<b>(31,729)</b>	<b>(12,408)</b>
Bank facility fee	(1,320)	(1,081)	(2,576)	(1,410)	(3,318)	(1,728)	(3,970)	(3,970)	(3,970)
Interest paid			(61)	(440)	(50)	(1,963)	(5,571)	(800)	(12,000)
Proceeds from borrowing						65,293	(46,845)	80,000	65,000
Purchase of shares into treas.	(7,810)	(709)	(2,628)	(775)	(2,679)	(2,016)	(13,068)	(26,458)	(12,000)
Dividends	(13,896)	(14,543)	(15,192)	(15,822)	(17,849)	(19,866)	(21,694)	(22,750)	(23,680)
<b>Net cash infl. from fin. actives.</b>	<b>(23,026)</b>	<b>(16,333)</b>	<b>(20,457)</b>	<b>(18,447)</b>	<b>(23,896)</b>	<b>39,719</b>	<b>(91,148)</b>	<b>26,022</b>	<b>13,350</b>
<b>Net inc. in cash &amp; cash equiv.</b>	<b>39,041</b>	<b>(18,701)</b>	<b>(46,364)</b>	<b>31,472</b>	<b>(2,837)</b>	<b>(21,058)</b>	<b>(11,743)</b>	<b>(5,707)</b>	<b>942</b>
Opening cash & cash equiv.	38,522	78,389	60,626	14,470	45,143	41,328	20,694	9,722	4,014
FX effects	826	938	208	(799)	(978)	424	771	-	-
<b>Closing cash &amp; cash equiv.</b>	<b>78,389</b>	<b>60,626</b>	<b>14,470</b>	<b>45,142</b>	<b>41,328</b>	<b>20,694</b>	<b>9,722</b>	<b>4,014</b>	<b>4,955</b>

Source: ICGT Report and Accounts, Hardman & Co Research

# Appendix 1: Value created from defensive growth strategy

(Extract from our recent note, *FY'24: portfolio companies performing strongly*)

The table below shows ICGT's five-year track record. With PE being a long-term investment, we believe this time scale is a reasonable reflection of the value added by the trust strategy and asset selection. As can be seen, over this time horizon, returns have averaged mid-teens, despite the slower-than-usual activity and returns seen in the past year.

Five-year track record						
Financial year-end January	Jan 2020	Jan 2021	Jan 2022	Jan 2023	Jan 2024	Five-year track record
<b>Fund performance</b>						
Portfolio return (local currency)	16.6%	24.9%	29.4%	10.5%	5.9%	Annualised: 17.1%
Portfolio return (sterling)	14.6%	26.4%	27.6%	17.0%	3.2%	Annualised: 17.4%
NAV (£m)	794	952	1,158	1,301	1,283	+£489m
NAV per share total return	11.2%	22.5%	24.4%	14.5%	2.1%	Annualised: 14.6%
<b>Investment activity</b>						
New Investments (£m)	159	139	304	287	137	
As % opening portfolio	23%	17%	32%	24%	10%	Average: 21%
Realisation proceeds (£m)	141	137	334	252	171	
As % opening portfolio	20%	17%	35%	21%	12%	Average: 21%
<b>Shareholder experience</b>						
Closing share price (p)	966	966	1,200	1,150	1,226	
Total dividends per share (p)	23	24	27	30	33	CAGR: 9.4%
Share price total return	20.5%	2.8%	27.1%	-2.3%	9.6%	Annualised: 11.2%
Total shareholder distributions (£m)	18	17	21	22	35	CAGR: 18.1%
As % realisation proceeds	12%	12%	6%	9%	20%	
<b>Mix of distribution</b>						
- dividends (%)	83%	94%	86%	91%	63%	
- buybacks (%)	17%	6%	14%	9%	37%	

Source: ICGT Report and Accounts, Hardman & Co Research

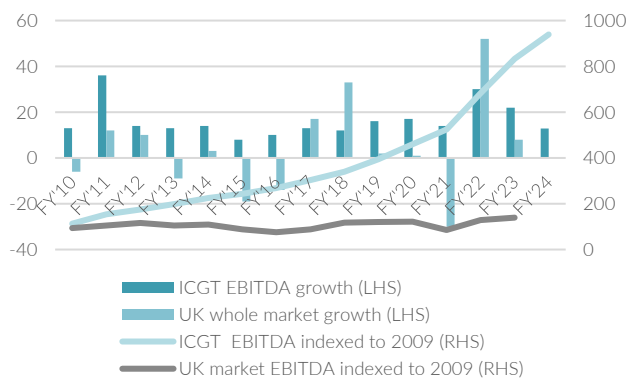
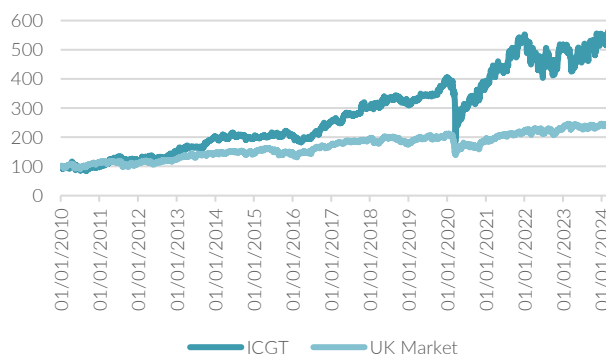
## Focus on growing, profitable businesses and well-established managers

The focus of ICGT's portfolio is on buyouts of businesses in mature markets that have defensive growth characteristics. It chooses direct investments and managers that also align to this strategy – and the maturity and profitability of these businesses are really central (these are not venture capital or early-stage business investments). The sector exposure and the maturity of the businesses in which ICGT invests have, in the past, and should, in the future, position the company well relative to the market in delivering resilient returns.

## Delivered mid-teens' EBITDA growth over long term. Crucially, consistency of performance greatly enhanced compounding.

The left-hand chart, below, shows how this strategy feeds through to not only superior EBITDA growth (top 30 average since 2010 16.3%) but also, crucially, consistently positive growth. The latter is important as it has material compounding benefits. A theoretical ICGT company, held since 2010, would have 9.4x its starting EBITDA, against a whole UK market average, which has slightly more than doubled over the period. The right-hand chart, below, shows the total return for ICGT shares and the UK whole market over the same period. Despite the discount being well-above average, ICGT has seen a total return of 5.3x, against 2.7x for the whole UK market.



**ICGT top 30 and UK whole market EBITDA growth (% LHS) and indexed to 2009 at 100**

**ICGT and whole market total return since 2010**


Source: ICGT Report and Accounts, LSEG accessed 16/05/2024, Hardman and Co Research

Defensive growth has “play book” of characteristics, which can be seen again and again across ICGT’s investments...

...and which are fundamental to consistent returns

Looking at defensive growth characteristics in more detail, these often include:

- ▶ Mature businesses that are profitable and cash-generative (unlike early-stage venture capital investments).
- ▶ Leading market positions.
- ▶ Providers of mission-critical services.
- ▶ The ability to pass on price increases.
- ▶ High margins.
- ▶ Avoiding early-stage venture capital where valuations may be based off future revenue projections.
- ▶ Scalable platforms.
- ▶ Sectors or subsectors where the income streams are non-cyclical.
- ▶ Growth levers, such as bolt-on M&A or operational improvements.
- ▶ Strong management, with a proven track record.
- ▶ PE is a long-term investment. ICGT has, for some time, assumed that exit multiples would be lower than entry ones for its co-investments – thus building in a cushion in its deal assessments. Also, investments have had to justify themselves on earnings growth, not multiple expansion.
- ▶ With recent co-investments, ICGT has been leveraging ICG plc’s expertise, and building downside protection into the structure of its deals, taking a very cautionary approach to such investments.

FY’24 results prove both resilient and well-diversified

The continued FY’24 double-digit revenue and EBITDA growth and wider margins (top 67.5% of portfolio 11.6% and 14.2%, respectively) are further evidence of defensive growth in action. The more detailed disclosure on slides 24-25 of the [results presentation](#) gives a more in-depth insight into resilience. It is also interesting to note that the performance is consistent across the portfolio and is not concentrated within just the largest investments. Indeed, the enlarged portfolio statistics show marginally faster average revenue and EBITDA growth than the top 30.



Key portfolio metrics		
	Top 30 (38.6% portfolio)	Enlarged group (67.5% portfolio)
<b>LTM revenue growth (%)</b>		
Average	10.1	11.6
% negative	11	15
% >20%	13	18
<b>LTM EBITDA growth (%)</b>		
Average	12.8	14.2
% negative	18	22
% >20%	18	26
<b>EV/EBITDA</b>		
Average (x)	14.6	14.6
<10x (%)	10	12
>20x (%)	6	9
<b>Net debt/EBITDA</b>		
Average (x)	4.4	4.6
<2x (%)	22	15
>6x (%)	23	23

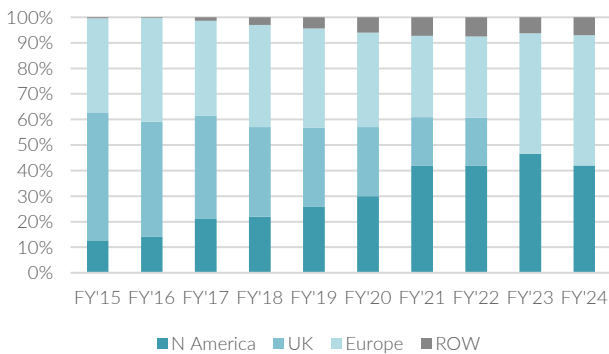
Source: ICGT Report and Accounts, Hardman & Co Research

# Appendix 2: January 2024 portfolio overview

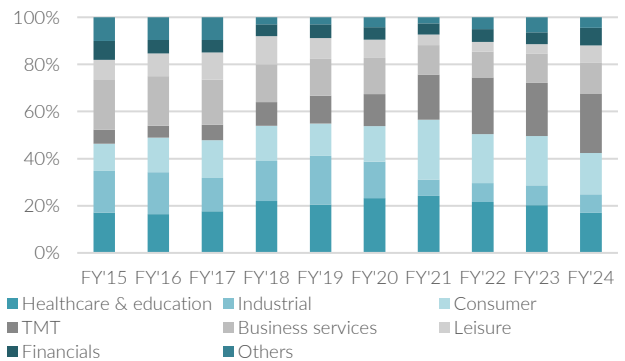
## Top 30 companies account for 39% of portfolio

The top 30 companies account for 39% of the portfolio value (top 50: 48%). The portfolio is weighted towards the mid-market and large deals, which we view as more defensive than smaller deal sizes, as they benefit from stronger management teams and, often, market-leading positions.

### Geographical distribution of portfolio, FY'15-FY'24 (%)

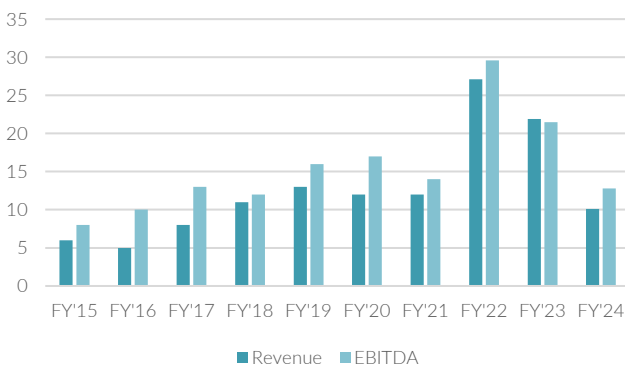


### Sectoral distribution of portfolio, FY'15-FY'24 (%)

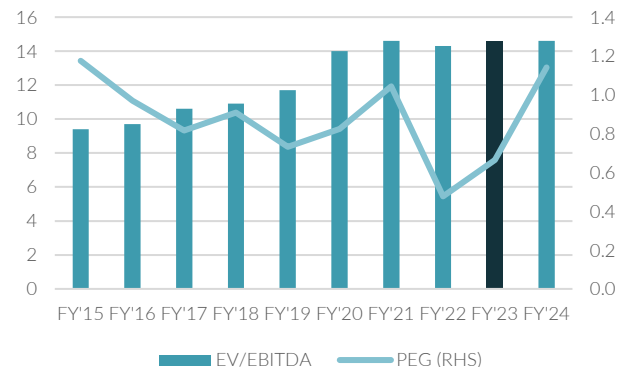


Note: UK now included in Europe, Source: ICGT Report and Accounts, Hardman and Co Research

### Top 30 LTM revenue and EBITDA growth, FY'15-24 (%)

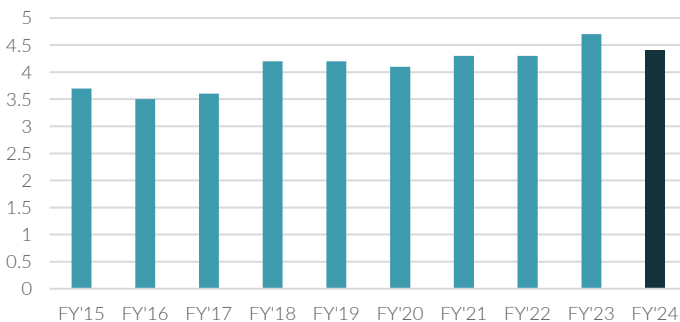


### Top 30 EV/LTM EBITDA and implied PEG ratio, FY'15-24 (x)

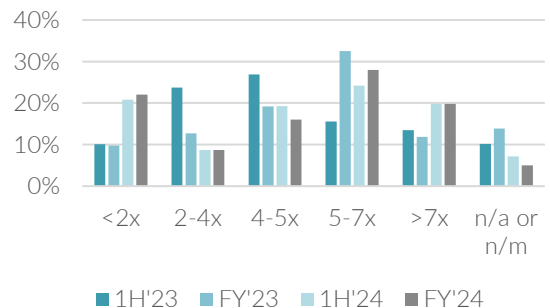


Source: ICGT Report and Accounts, Hardman & Co Research

### Top 30 average net debt to LTM EBITDA, (x)

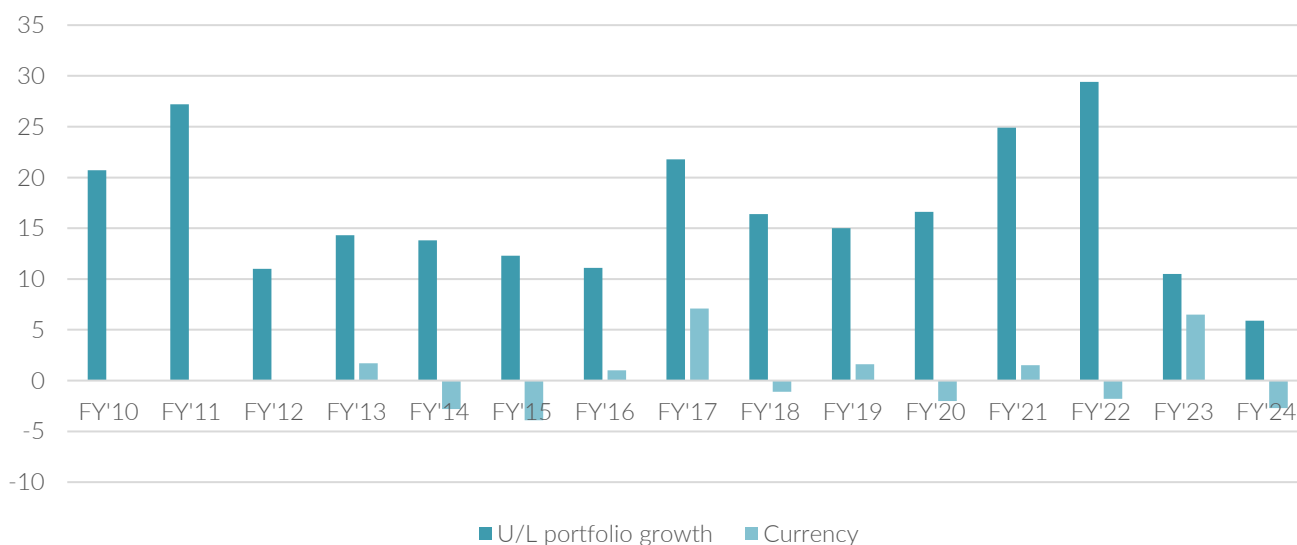


### Distribution of top 30 net debt/EBITDA (%)



Source: ICGT Report and Accounts, Hardman & Co Research

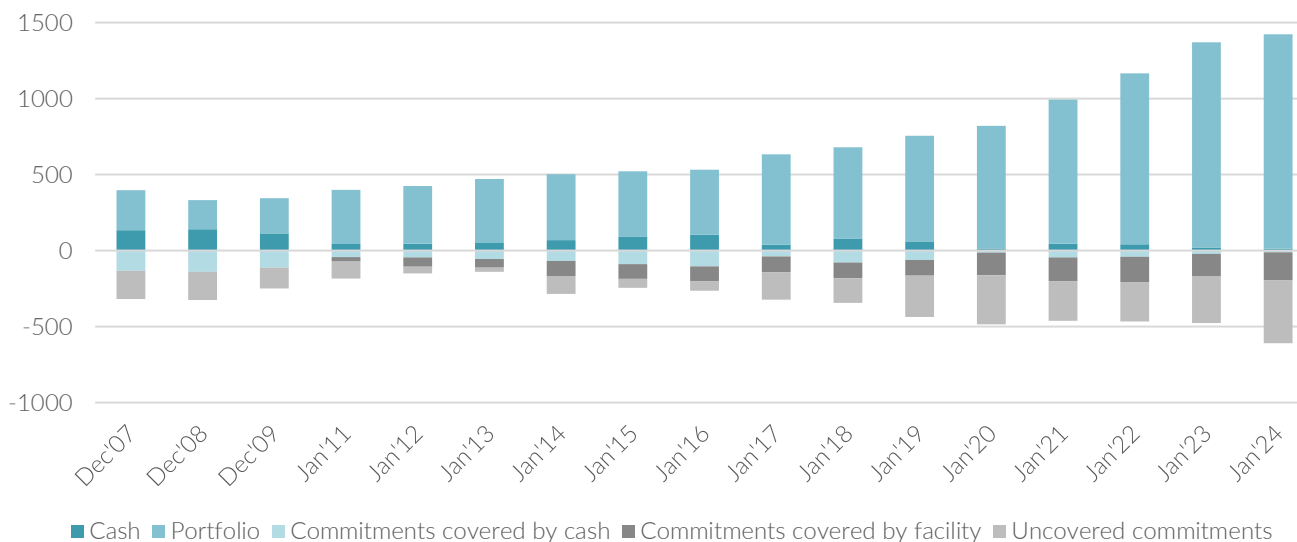
Underlying constant-currency portfolio growth, FY'13-FY'24 (%)



Source: ICGT Report and Accounts, Hardman & Co Research

As noted above, the gearing in ICGT is increasing with incremental new commitments. It is worth noting, though, that £118m of existing commitments are unlikely to be drawn, as they are outside their investment period. Additionally, the use of bridging facilities means ICGT has good visibility on likely cash claims. Measured against NAV, the over-commitment ratio is 27.7% (FY'23 25.3%).

Balance sheet evolution since December 2007 (£m)



Note: Includes co-investment incentive scheme accrual commitments; Source: ICGT Report and Accounts, Hardman & Co Research

## Disclaimer

Hardman & Co provides professional independent research services and all information used in the publication of this report has been compiled from publicly available sources that are believed to be reliable. However, no guarantee, warranty or representation, express or implied, can be given by Hardman & Co as to the accuracy, adequacy or completeness of the information contained in this research and they are not responsible for any errors or omissions or results obtained from use of such information. Neither Hardman & Co, nor any affiliates, officers, directors or employees accept any liability or responsibility in respect of the information which is subject to change without notice and may only be correct at the stated date of their issue, except in the case of gross negligence, fraud or wilful misconduct. In no event will Hardman & Co, its affiliates or any such parties be liable to you for any direct, special, indirect, consequential, incidental damages or any other damages of any kind even if Hardman & Co has been advised of the possibility thereof.

This research has been prepared purely for information purposes, and nothing in this report should be construed as an offer, or the solicitation of an offer, to buy or sell any security, product, service or investment. The research reflects the objective views of the analyst(s) named on the front page and does not constitute investment advice. However, the companies or legal entities covered in this research may pay us a fixed fee in order for this research to be made available. A full list of companies or legal entities that have paid us for coverage within the past 12 months can be viewed at <http://www.hardmanandco.com/legals/research-disclosures>. Hardman may provide other investment banking services to the companies or legal entities mentioned in this report.

Hardman & Co has a personal dealing policy which restricts staff and consultants' dealing in shares, bonds or other related instruments of companies or legal entities which pay Hardman & Co for any services, including research. No Hardman & Co staff, consultants or officers are employed or engaged by the companies or legal entities covered by this document in any capacity other than through Hardman & Co.

Hardman & Co does not buy or sell shares, either for their own account or for other parties and neither do they undertake investment business. We may provide investment banking services to corporate clients. Hardman & Co does not make recommendations. Accordingly, they do not publish records of their past recommendations. Where a Fair Value price is given in a research note, such as a DCF or peer comparison, this is the theoretical result of a study of a range of possible outcomes, and not a forecast of a likely share price. Hardman & Co may publish further notes on these securities, companies and legal entities but has no scheduled commitment and may cease to follow these securities, companies and legal entities without notice.

The information provided in this document is not intended for distribution to, or use by, any person or entity in any jurisdiction or country where such distribution or use would be contrary to law or regulation or which would subject Hardman & Co or its affiliates to any registration requirement within such jurisdiction or country.

Some or all alternative investments may not be suitable for certain investors. Investments in small and mid-cap corporations and foreign entities are speculative and involve a high degree of risk. An investor could lose all or a substantial amount of his or her investment. Investments may be leveraged and performance may be volatile; they may have high fees and expenses that reduce returns. Securities or legal entities mentioned in this document may not be suitable or appropriate for all investors. Where this document refers to a particular tax treatment, the tax treatment will depend on each investor's particular circumstances and may be subject to future change. Each investor's particular needs, investment objectives and financial situation were not taken into account in the preparation of this document and the material contained herein. Each investor must make his or her own independent decisions and obtain their own independent advice regarding any information, projects, securities, tax treatment or financial instruments mentioned herein. The fact that Hardman & Co has made available through this document various information constitutes neither a recommendation to enter into a particular transaction nor a representation that any financial instrument is suitable or appropriate for you. Each investor should consider whether an investment strategy of the purchase or sale of any product or security is appropriate for them in the light of their investment needs, objectives and financial circumstances.

This document constitutes a 'financial promotion' for the purposes of section 21 Financial Services and Markets Act 2000 (United Kingdom) ('FSMA') and accordingly has been approved by Capital Markets Strategy Ltd which is authorised and regulated by the Financial Conduct Authority (FCA).

No part of this document may be reproduced, stored in a retrieval system or transmitted in any form or by any means, mechanical, photocopying, recording or otherwise, without prior permission from Hardman & Co. By accepting this document, the recipient agrees to be bound by the limitations set out in this notice. This notice shall be governed and construed in accordance with English law. Hardman Research Ltd, trading as Hardman & Co, is an appointed representative of Capital Markets Strategy Ltd and is authorised and regulated by the FCA under registration number 600843. Hardman Research Ltd is registered at Companies House with number 8256259.

(Disclaimer Version 8 – Effective from August 2018)

## Status of Hardman & Co's research under MiFID II

Hardman & Co's research is paid for by the companies, legal entities and issuers about which we write and, as such, falls within the scope of 'acceptable minor non-monetary benefits', as defined in the Markets in Financial Instruments Directive.

The FCA Handbook (COBS 2.3A.19) states: 'An acceptable non-monetary benefit is one which:[...] (5) consists of: [...] (b) written material from a third party that is commissioned and paid for by a corporate issuer or potential issuer to promote a new issuance by the company, or where the third party firm is contractually engaged and paid by the issuer to produce such material on an ongoing basis, provided that the relationship is clearly disclosed in the material and that the material is made available at the same time to any firms wishing to receive it, or to the general public.'

The fact that Hardman & Co is commissioned to write the research is disclosed in the disclaimer, and the research is widely available.



[research@hardmanandco.com](mailto:research@hardmanandco.com)

9 Bonhill Street  
London  
EC2A 4DJ

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