> The defensive growth characteristics of our actively managed Portfolio are increasingly apparent in our financial results. As a result of our focused investment strategy and balanced portfolio composition we are delivering long-term growth.

OLIVER GARDEY
Head of Private Equity Fund Investments

10.5%
Portfolio Return on a Local Currency Basis[1]
(31 January 2022: 29.4%)

14.5%
NAV per Share Total Return
(31 January 2022: 24.4%)

1 This is an APM as defined in the Glossary on page 100.

Alternative Performance Measures

The Board and the Manager monitor the financial performance of the Company on the basis of Alternative Performance Measures (APM), which are non-IFRS measures. The APM predominantly form the basis of the financial measures discussed in this review, which the Board believes assists shareholders in assessing their investment and the delivery of the investment strategy.

The Company holds certain investments in subsidiary entities. The substantive difference between APM and IFRS is the treatment of the assets and liabilities of these subsidiaries. The APM basis 'looks through' these subsidiaries to the underlying assets and liabilities they hold, and it reports the investments as the Portfolio APM. Under IFRS, the Company and its subsidiaries are reported separately. The assets and liabilities of the subsidiaries are presented on the face of the IFRS balance sheet as a single carrying value. The same is true for the IFRS and APM basis of the Cash flow statement.

The following table sets out IFRS metrics and the APM equivalents:

IFRS	31 January 2023 £m	31 January 2022 £m	APM	31 January 2023 £m	31 January 2022 £m
Investments	**1,349.1**	1,123.7	Portfolio	**1,406.4**	1172.2
NAV	**1,300.6**	1,158.0			
Cash flows from the sale of portfolio investments	**32.1**	101.0	Total Proceeds	**252.0**	333.5
Cash flows related to the purchase of Portfolio investments	**62.2**	75.1	Total New Investment	**287.2**	303.7

The Glossary on page 100 includes definitions for all APM and, where appropriate, a reconciliation between APM and IFRS.

Our investment strategy

We focus on investing in buyouts of profitable, cash-generative businesses in developed markets that exhibit defensive growth characteristics which might support strong and resilient returns across economic cycles. There are a number of themes that contribute to a business having, in our view, such characteristics. These include (among others) attractive market positioning, providing mission-critical services to their clients and customers, ability to pass on price increases, and structurally high margins.

We take an active approach to portfolio construction, with a flexible mandate that enables us to deploy capital in Primary, Secondary and Direct investments. We believe our investment strategy results in a differentiated portfolio with attractive growth characteristics. Our Portfolio composition is shown opposite.

Investments managed by ICG accounted for 29.2% of the Portfolio.

Geographically we focus on the developed markets of North America and Europe, including the UK, which have deep and mature private equity markets supported by a robust corporate governance framework. The geographic profile of the Portfolio is shown opposite.

Investment category	31 January 2023 £m	31 January 2023 % of Portfolio
Primary	**761.7**	**54.1%**
Direct	**383.8**	**27.3%**
Secondary	**260.9**	**18.6%**
Total	**1,406.4**	**100.0%**

Geography[1]	31 January 2023 % of Portfolio
North America	**46.6%**
Europe (inc. UK)	**47.1%**
Other	**6.3%**
Total	**100.0%**

1 Calculated by reference to the location of the headquarters of the underlying Portfolio companies on a value-weighted basis.

Performance overview

At 31 January 2023, our Portfolio was valued at £1,406.4m, and the Portfolio Return on a Local Currency Basis for the financial year was 10.5% (FY22: 29.4%). This performance extends our track record of generating double-digit Portfolio returns on a Local Currency Basis to 14 consecutive years.

The Portfolio returns during FY23 were seen across Primary, Direct and Secondary investments:

- Primary investments generated a local currency return of 8.0%. Valuation increases are primarily driven by operational performance. There was notably strong performance from a number of funds including those managed by PAI, Graphite, and Gridiron
- Direct Investments generated a return of 15.5%, reflecting resilient operational performance, as well as a number of meaningful realisations agreed during the year, including Endeavor Schools (exit agreed during FY23 and completed post period end), and IRI (which completed its merger with NPD on 1 August 2022)
- Secondary investments generated a return of 11.5%, driven by strong performance from underlying investments within ICG LP Secondaries and ICG Strategic Equity

Over the last five years, our Portfolio has generated an annualised Portfolio Return on a Local Currency Basis of 19.1%.

Due to the geographic diversification of our Portfolio, the reported value is impacted by changes in foreign exchange rates. During the period, the Portfolio increased by £76.4m (+6.5%) due to FX movements, driven primarily by US Dollar strengthening against Sterling. Portfolio growth during the period was 17.0% in Sterling terms.

The net result for shareholders was that ICG Enterprise Trust generated a NAV per Share Total Return of 14.5% during FY23, ending the period with a NAV per Share of 1,903p. The NAV per Share Total Return during Q4 was (0.3%), driven predominantly by negative FX movements more than offsetting a positive underlying return at the Portfolio level.

Over the last five years, ICG Enterprise Trust has generated an annualised NAV per Share Total Return of 16.9%.

Movement in the Portfolio £m	12 months to 31 January 2023	12 months to 31 January 2022
Opening Portfolio[1]	**1,172.2**	949.2
Total new investments	**287.2**	303.7
Total Proceeds	**(252.0)**	(342.9)
Net (proceeds)/investments	**35.2**	(39.2)
Valuation movement[2]	**122.6**	279.4
Currency movement	**76.4**	(17.2)
Closing Portfolio	**1,406.4**	1,172.2
% Portfolio growth (local currency)	**10.5%**	29.4%
% Currency movement	**6.5%**	(1.8)%
% Portfolio growth (Sterling)	**17.0%**	27.6%
Impact of (net cash)/net debt	**0.2%**	(0.1)%
Expenses and other income	**(1.8)%**	(1.5)%
Co-investment Incentive Scheme Accrual	**(1.2)%**	(1.8)%
Impact of share buybacks and dividend reinvestment	**0.3%**	0.2%
NAV per Share Total Return	**14.5%**	24.4%

1 Refer to the Glossary on page 100 for reconciliation to the Portfolio balance.

2 93% of the Portfolio is valued using 31 December 2022 (or later) valuations (2022: 98%).

Performance of Portfolio companies

Our largest 30 underlying companies ('Top 30 companies') represented 38.3% of the Portfolio by value at 31 January 2023 (31 January 2022: 39.0%). There were four new entrants to our Top 30 companies within the period: Newton (#15); ECA Group (#23), KronosNet (#24) and Vistage (#30).

The Top 30 companies delivered impressive operational performance during the year, generating LTM revenue growth of 21.9%. The weighted-average valuation of the Top 30 companies, as measured by EV/EBITDA multiple, reduced from 14.6x to 14.3x. Over the same period, Net Debt/EBITDA increased from 4.3x to 4.8x, which is largely due to differences in the composition of the Top 30 companies between the two dates and re-financings undertaken during the period.

Top 30 companies performance overview	31 January 2023	31 January 2022
LTM revenue growth[1]	**21.9%**	27.1%
LTM EBITDA growth[1]	**21.5%**	29.6%
LTM EBITDA margin[2]	**25.8%**	26.6%
Net Debt/EBITDA[3]	**4.7x**	4.3x
Enterprise Value/EBITDA[3]	**14.3x**	14.6x
Total % of Portfolio	**38.3%**	39.0%

1 Growth rates exclude PetSmart; Ambassador Theatre Group; MoMo Online Mobile Services (#1; #14; #28/30 respectively), for which prior year comparators are not meaningful.

2 Excludes MoMo Online Mobile Services (#28/30), for which EBITDA is not a relevant metric.

3 Excludes PetSmart and MoMo Online Mobile Services (#1 and #28/30 respectively) for which EBITDA multiple is not an appropriate valuation metric.

Quoted company exposure

We do not actively invest in publicly quoted companies but gain listed investment exposure when IPOs are used as a route to exit an investment. In these cases, exit timing typically lies with the manager with whom we have invested.

At 31 January 2023, ICG Enterprise Trust's exposure to quoted companies was valued at £109.4m, equivalent to 7.8% of the Portfolio value (FY22: 10.3%). The share price of our largest listed exposure, Chewy, increased 4.5% in local currency (USD) during the year. ICG Enterprise Trust's investment in PetSmart (which includes Chewy) has delivered a strong return on investment for our shareholders and remains our largest underlying exposure. Across the Portfolio, local currency losses from declines in public market valuations were largely offset in Sterling terms by positive FX gains.

At 31 January 2023 there was one quoted investment that individually accounted for 0.5% or more of the Portfolio value:

Company	Ticker	31 January 2023 % of Portfolio value
Chewy (part of PetSmart)[1]	CHWY-US	**3.6%**
Other		**4.2%**
Total		**7.8%**

1 Includes entire holding of PetSmart and Chewy. Majority of value is within Chewy.

Realisation activity

Realisation Proceeds during the year amounted to £252.0m, equivalent to 21.5% of our opening Portfolio value (five year average: 23.9%).

There were 54 Full Exits of Portfolio holdings during the period, generating proceeds of £133.2m. These were completed at a weighted average Uplift to Carrying Value of 23.9% and weighted average Multiple to Cost of 2.7x. We believe that the ability to continue to sell assets at an uplift to NAV reflects the sustained demand for high-quality assets and underpins our confidence in the valuation of our Portfolio.

The 10 largest underlying realisations in the period, which represent 33.9% of Total Realisation Proceeds, are set out in the table below:

Investment	Description	Manager	Country	Proceeds £m
DOC Generici	Manufacturer of generic pharmaceutical products	ICG	Italy	24.3
IRI	Provider of mission-critical data and predictive analytics to consumer goods manufacturers	New Mountain Capital	United States	22.8
Random42	Provider of medical animation and digital media services	Graphite Capital	United Kingdom	5.6
proALPHA	Provider of application software services	ICG	Germany	5.1
YSC Consulting	Providers of leadership consulting and assessment	Graphite Capital	United Kingdom	4.9
Park Holidays UK	Operator of UK campsites and holiday parks	ICG	United Kingdom	4.9
Konecta	Provider of business process outsourcing	ICG	Spain	4.8
The Groucho Club	Operator of members' club	Graphite Capital	United Kingdom	4.4
Romans	Provider of residential sales & letting services	Bowmark	United Kingdom	4.3
Pirum Systems	Provider of financial services technology	Bowmark	United Kingdom	4.2
Total of 10 largest underlying realisations				**85.4**

Implementing our investment strategy during the year

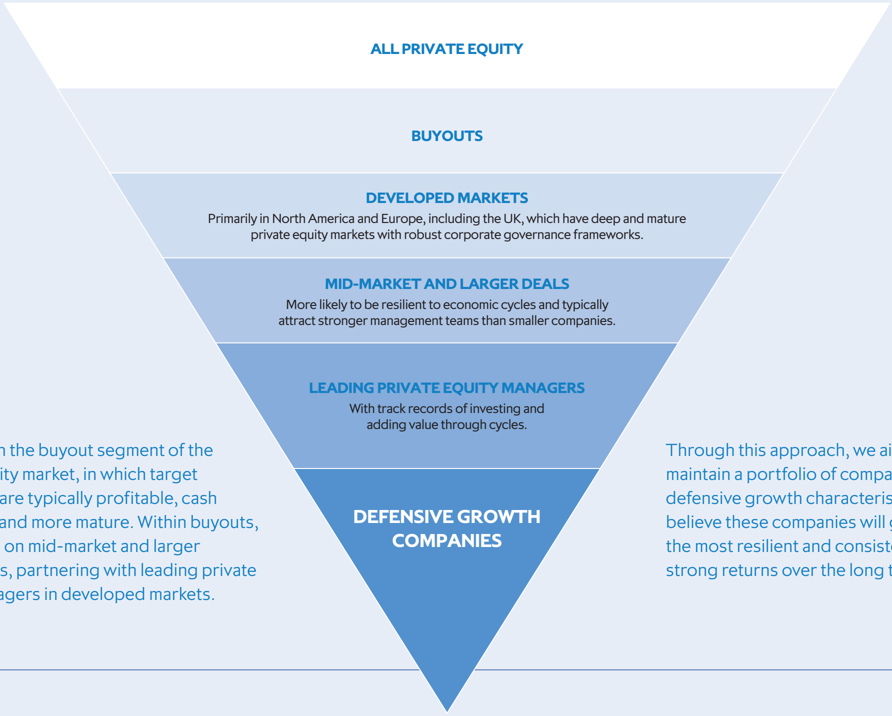
In a year of elevated macroeconomic and geopolitical volatility, we remained consistent in our investment approach, seeking to identify attractive investments that align to our focus on defensive growth. Our flexible investment mandate enabled us to react efficiently to changing market dynamics in order to capitalise on opportunities across Primary, Secondary and Direct investments.

During the year we were able to take advantage of favourable market conditions to make 14 new fund commitments to a range of leading managers. These commitments, which we expect to be invested over the next three to four years, ensure that we will remain appropriately invested through the cycle.

Our dedicated investment team has concentrated on identifying investment opportunities where they believe they have good visibility on the likely performance of the underlying assets and on transactions with potentially lower volatility of returns than the broader market. Reflecting this, Direct Investment activity during the period included three Direct Investments alongside our Manager, benefiting from their expertise in structured transactions. We also made a number of follow-on investments into existing portfolio holdings in which we have greater visibility of, and confidence in, the performance of the underlying company.

OUR INVESTMENT STRATEGY

A highly focused approach seeking to generate long-term capital growth.



We focus on the buyout segment of the private equity market, in which target companies are typically profitable, cash generative and more mature. Within buyouts, our focus is on mid-market and larger transactions, partnering with leading private equity managers in developed markets.

Through this approach, we aim to maintain a portfolio of companies with defensive growth characteristics, as we believe these companies will generate the most resilient and consistently strong returns over the long term.

INVESTED IN COMPANIES WITH DEFENSIVE GROWTH CHARACTERISTICS

Examples of defensive growth characteristics

- A STRONG MARKET POSITION
- A PROVIDER OF MISSION-CRITICAL SERVICES
- STRONG PRICING POWER
- A HIGH MARGIN BUSINESS MODEL

New investment activity

Total new investment of £287.2m for the financial year, with new investment by category detailed in the table below. Within our Primary investments during the period, £131.5m was to Third Party managers and the remainder (£7.1m) was to ICG-managed funds.

Investment category	31 January 2023 Cost £m	31 January 2023 % of new investments
Primary	**138.6**	**48.3%**
Direct	**70.1**	**24.4%**
Secondary	**78.5**	**27.3%**
Total	**287.2**	**100.0%**

During the year we made nine new Direct Investments for a combined value of £68.3m. The balance of Direct Investments is comprised of £1.8m of incremental drawdowns across existing Direct Investments.

The 10 largest underlying new investments in the period were as follows:

Investment[1]	Description	Manager	Country	Cost £m
Precisely	Provider of enterprise software	Clearlake Capital	United States	15.5
ECA Group	Provider of autonomous systems for the aerospace and maritime sectors	ICG	France	13.0
KronosNet	Provider of tech-enabled customer engagement and business solutions	ICG	Spain	12.5
Newton	Provider of management consulting services	ICG	United Kingdom	12.4
Vistage	Provider of CEO leadership and coaching for small and midsize businesses in the US	ICG	United States	8.6
Access	Provider of business management software to mid-market companies	HgCapital	United Kingdom	6.4
Zips Car Wash	Provider of car washing services	ICG	United States	4.2
Gateway Services	Provider of pet aftercare and cremation services	ICG	Canada	3.9
Partou	Operator of kindergartens in the Netherlands	ICG	Netherlands	3.2
Pro Alpha II	Provider of application software services	ICG	Germany	2.9
Total of 10 largest underlying new investments				**82.4**

1 Represents ICG Enterprise Trust's indirect investment (share of fund cost) plus any direct investments in the period.

Commitments

During the year, we made Total New Commitments of £273.7m, this represents new fund Commitments of £203.2m, including £65.9m to funds managed by ICG, and £70.4m of Commitments related to Direct investments.

We maintained our diligence in identifying leading managers who complement our long-term strategic objectives, are committed to values aligned to our Responsible Investing framework, and have an investment approach that suits our defensive growth focus. A number of commitments were made to managers with whom we have longstanding relationships and who have a strong track record of offering us attractive co-investment opportunities, such as PAI and Gridiron. At the same time, we continued to originate new manager relationships, making commitments to three new managers during the financial year, Leonard Green & Partners, Thoma Bravo and Integrum.

The breakdown of new Commitments to funds was as follows:

Fund	Manager	Focus	Commitment during the period	
			Local currency	£m
ICG LP Secondaries Fund I	ICG	LP-led secondary transactions	$60.0m	£45.5m
ICG Ludgate Hill III	ICG	Secondary portfolio	$25.0m	£20.4m
PAI Europe VIII	PAI	Mid-market and large buyouts	€25.0m	£20.9m
Green Equity Investors Side IX	Leonard Green & Partners	Large buyouts	$20.0m	£17.2m
Advent X	Advent	Large buyouts	€20.0m	£16.8m
Gridiron V	Gridiron	Mid-market buyouts	$20.0m	£15.0m
CDR XII	Clayton, Dubilier & Rice	Mid-market and large buyouts	$15.0m	£13.4m
Permira VIII	Permira	Large buyouts	€15.0m	£12.6m
Bain Capital Europe VI	Bain Capital	Mid-market and large buyouts	€15.0m	£12.6m
Integrum I	Integrum	Mid-market and large buyouts	$10.0m	£8.5m
Thoma Bravo XV	Thoma Bravo	Mid-market and large buyouts	$10.0m	£8.0m
Hg Genesis X	Hg Capital	Mid-market buyouts	€5.0m	£4.2m
Bain Tech Opportunities II	Bain Capital	Mid-market buyouts	$5.0m	£4.1m
Hg Saturn III	Hg Capital	Mid-market and large buyouts	$5.0m	£4.0m

At 31 January 2023 we had Total Undrawn Commitments of £496.7m, of which £367.0m were to funds within their investment period:

£m	31 January 2023 £m	31 January 2022 £m
Undrawn Commitments – funds in Investment Period	**367.0**	323.0
Undrawn Commitments – funds outside Investment Period	**129.7**	96.0
Total Undrawn Commitments	**496.7**	419.0
Total available liquidity (including facility)	**(167.0)**	(208.0)
Overcommitment net of total available liquidity	**329.7**	211.0
Overcommitment % of net asset value	**25.3%**	18.0%

The increase in Total Undrawn Commitments during the year was due to the large number of funds seeking investors during the year, which ICG Enterprise Trust had anticipated and which allowed us to make a number of attractive Primary commitments. These commitments help lay the foundations of our investment program for the coming years.

Our commitments are made in the funds' underlying currencies, and the currency split of the outstanding commitments at 31 January 2023 was as follows:

Commitments currency exposure

Outstanding Commitments	31 January 2023 £m	31 January 2023 %	31 January 2022 £m	31 January 2022 %
Sterling	**16.9**	**3.4%**	28.7	6.8%
Euro	**226.1**	**45.5%**	200.4	47.9%
US Dollar	**253.7**	**51.1%**	189.5	45.3%
Total	**496.7**	**100%**	418.6	100%

Balance sheet and liquidity

At 31 January 2023 we had a cash balance of £20.7m (31 January 2022: £41.3m) and total available liquidity of £167.0m. At 31 January 2023, the drawn debt was £65.4m (31 January 2022: nil). As a result we had a net debt position of £44.7m.

	£m
Cash at 31 January 2022	41.3
Realisation Proceeds	252.0
New investments	(287.2)
Debt drawn down	65.4
Shareholder returns	(21.9)
Management fees	(21.2)
FX and other expenses	(7.7)
Cash at 31 January 2023	**20.7**
Available undrawn debt facilities	146.3
Cash and undrawn debt facilities (total available liquidity)	**167.0**

At 31 January 2023 the Portfolio represented 108.1% of net assets (31 January 2022: 101.2%).

	£m	% of net assets
Portfolio	1,406.4	108.1%
Cash	20.7	1.6%
Drawn debt	(65.4)	(5.0)%
Co-investment Incentive Scheme Accrual	(58.1)	(4.5)%
Other net current liabilities	(3.0)	(0.2)%
Net assets	**1,300.6**	**100%**

Our objective is to be fully invested through the cycle, while ensuring that we have sufficient financial resources to be able to take advantage of attractive investment opportunities as they arise. Drawdowns of commitments are funded from Total Proceeds and, where appropriate, the debt facility.

Foreign exchange rates

The details of relevant FX rates applied in this report are provided in the table below:

Investment category	Average rate for FY23	Average rate for FY22	31 January 2023 year end	31 January 2022 year end
GBP:EUR	**1.1680**	1.1696	**1.1341**	1.1971
GBP:USD	**1.2257**	1.3749	**1.2320**	1.3447
EUR:USD	**1.0491**	1.1758	**1.0863**	1.1229

Dividend and share buyback

In line with ICG Enterprise Trust's progressive dividend policy, the Board has declared a final dividend of 9p per share, taking total dividends for the period to 30p (FY22: 27p), which represents an increase of 11.1% on the previous financial year.

As part of its ongoing focus on optimising the return that the Company delivers for its shareholders, in October the Board announced the introduction of a long-term programme of share buybacks, which may be executed at any discount to NAV. Details of share repurchases settled under this programme up to 31 January 2023 are provided below:

	FY23
Number of shares purchased	**191,480**
Aggregate returns to shareholders	**£2.1m**
Weighted average discount to last reported NAV	**40%**

The Board believes the buyback programme demonstrates the Manager's discipline around capital allocation; underlines the Board's confidence in the long-term prospects of the Company, its cashflows and NAV; will enhance the NAV per share; and, over time, may positively influence the volatility of the Company's discount and its trading liquidity.

The Board reviews the size, mandate and efficacy of the buyback programme on a quarterly basis, to ensure it is working in the long-term interests of shareholders and in line with the objectives outlined above.

The Board retains absolute discretion as to the execution, pricing and timing of any share buybacks, subject to the conditions set out in the authority to execute share buybacks approved at the Company's 2022 Annual General Meeting. Any shares repurchased by the Company will be held in treasury.

Both the progressive dividend policy and the buyback programme are being maintained.

Changes to management fees and costs

As announced at our Q3 FY23 trading update, the ICG Enterprise Trust Board and the Manager have agreed a revised management fee rate, effective from 1 February 2023. While the management fee arrangement will remain unchanged, a tiered cap as a proportion of NAV has been introduced at the following thresholds:

ICG Enterprise Trust NAV	Management fee cap
< £1.5bn	1.25%
≥ £1.5bn ≤ £2.0bn	1.10%
> £2.0bn	1.00%

The Board believes that this arrangement fairly compensates the Manager, while ensuring that ICG Enterprise Trust shareholders benefit from the economies of scale generated from growth in the Company's NAV.

In FY23, management fees were equivalent to 1.34% of NAV. As an illustration, had the revised agreement been in place during this period, management fees would have been capped at 1.25%. This would have reduced the management fee by approximately 6.5% (approximately £1.1m).

The Manager has also agreed to absorb a number of ongoing costs previously paid for by ICG Enterprise Trust, in particular a material share of Sales and Marketing costs. The Board estimates that these are equivalent to approximately 25–30% of the General Expenses (which exclude management fees and finance costs) that would have been paid by ICG Enterprise Trust prior to this agreement being reached.

Activity since the period end

Notable activity between 1 February 2023 and 31 March 2023 has included:

- Realisation Proceeds of £49.4m, including initial proceeds from the sale of Endeavor Schools, announced on 2 February 2023
- New investments of £19.8m, which included one follow-on Direct Investment of £0.5m
- Three new Fund Commitments for a combined value of £55.6m
- £3.1m shares bought back at a weighted average discount to NAV of 42.0%[1]

Outlook

We remain alert to continued macroeconomic headwinds such as increased input costs, rising rates, and capital constraints in the wider financial markets. These factors continue to have the potential to impact the performance of our Portfolio companies, the valuation of our Portfolio and the rate of deployments and realisations our Portfolio experiences. We are continuing to monitor the environment closely and are in regular dialogue with our Managers.

As outlined in our updated objectives, we are targeting a long-term Portfolio composition of approximately 50% Primary, 25% Direct and 25% Secondary investments, and evenly split between North America and Europe.

We are encouraged by the continued momentum of transaction activity within our portfolio throughout FY23. Our financial and operational ability to capitalise on very attractive market for primary commitments has sown seeds for our future primary and direct investment programme in the coming years, in what could be an attractive vintage for private equity investments.

As we reflect on a year characterised by uncertainty, we remain confident in our defensive growth strategy and are encouraged by the robust operating performance of our Portfolio.

ICG Private Equity Fund Investments Team
10 May 2023

1 From 1 February 2023 up to and including 2 May 2023.