

For immediate release

FOR DISTRIBUTION ONLY OUTSIDE THE UNITED STATES TO PERSONS OTHER THAN U.S. PERSONS (AS DEFINED IN REGULATION S UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED). THE INFORMATION CONTAINED IN THIS ANNOUNCEMENT IS RESTRICTED AND IS NOT FOR PUBLICATION, RELEASE OR DISTRIBUTION IN WHOLE OR IN PART IN THE UNITED STATES OF AMERICA, CANADA, AUSTRALIA, JAPAN, THE REPUBLIC OF SOUTH AFRICA OR ANY OTHER JURISDICTION WHERE ITS RELEASE, PUBLICATION OR DISTRIBUTION IS OR MAY BE UNLAWFUL. THE INFORMATION CONTAINED HEREIN DOES NOT CONSTITUTE AN OFFER OF SECURITIES FOR SALE IN ANY JURISDICTION, INCLUDING IN THE UNITED STATES, CANADA, AUSTRALIA, JAPAN OR THE REPUBLIC OF SOUTH AFRICA. THIS ANNOUNCEMENT DOES NOT CONSTITUTE AN INVITATION TO PARTICIPATE IN THE TENDER OFFER (AS DEFINED HEREIN) IN OR FROM ANY JURISDICTION IN OR FROM WHICH, OR TO OR FROM ANY PERSON TO OR FROM WHOM, IT IS UNLAWFUL TO MAKE SUCH OFFER UNDER APPLICABLE SECURITIES LAWS OR OTHERWISE.

PANTHEON INTERNATIONAL PLC

("PIP" or the "Company")

COMPLETION OF TENDER OFFER AND TOTAL VOTING RIGHTS

19 October 2023

Completion of Tender Offer

On 19 October 2023, PIP acquired 49,180,327 of the Company's Ordinary Shares, pursuant to the Tender Offer announced on 25 September 2023. All Shares repurchased by the Company have been cancelled. Each Share acquired by the Company in the Tender Offer was purchased at the Strike Price of 305 pence per Ordinary Share.

Settlement of the Tender Offer consideration in CREST and despatch of cheques is expected to occur on 26 October 2023.

Terms used in this announcement shall have the same meaning as set out in the Company's Circular in respect of the Tender Offer dated 25 September 2023.

Based on the last published NAV of 31 August 2023, it is expected that the Tender Offer will deliver a circa. 3.4 per cent. uplift to NAV per share.

Total Voting Rights

In accordance with the Financial Conduct Authority's Disclosure Guidance and Transparency Rule 5.6.1, the Company notifies the market of the following:

As at 19 October 2023 the issued share capital and voting rights of PIP are as follows:

Class of share	Total number of shares in circulation	Number of voting rights attached to each share	Total number of voting rights of shares in circulation	Number of shares held in treasury (carrying no voting rights attached until issued)	Total number of shares in issue
Ordinary 6.7p shares	478,041,656	1	478,041,656	0	478,041,656

The above total voting rights figure may be used by shareholders as the denominator for the calculations by which they should determine whether they are required to notify their interest in, or a change to their interest in, the Company under the FCA's Disclosure Guidance and Transparency Rules.

Contacts

Chair (via Company Secretary)

Link Alternative Fund Administrators Limited

Nezia Morgan +44 (0)7702 965 986

Pantheon

Helen Steers / Vicki Bradley +44 (0)20 3356 1800

Jie Gong +852 3718 9605

Investec Bank plc *(Joint Corporate Broker and Joint Tender Manager for the purposes of the Tender Offer)*

Lucy Lewis +44 (0)20 7597 4000

Tom Skinner

J.P. Morgan Cazenove *(Joint Corporate Broker and Joint Tender Manager for the purposes of the Tender Offer)*

William Simmonds +44 (0)20 3493 8000

Rupert Budge

Montfort Communications

Gay Collins / Pippa Bailey / Nita Shah +44 (0)7738 912267

PIP@montfort.london

PIP

PIP is a listed FTSE 250 private equity investment trust, overseen by an independent Board of Directors and managed by Pantheon, one of the leading private equity investment managers globally. PIP offers investors a liquid, differentiated entry point to the excellent growth potential of global private equity, with access to the primary, secondary and co-investment opportunities of some of the best managers in the world. The Company has a track record of NAV outperformance over the long term and manages risk strategically through diversification and rigorous selection based on Pantheon's extensive experience and international platform, and robust investment due diligence and decision-making processes.

Pantheon

PIP is managed and advised by Pantheon, a leading global private equity, infrastructure & real assets and private debt investor with 40 years' experience sourcing and executing private market investment opportunities on behalf of clients. Pantheon has \$93.4 billion in AUM[^] (as at 31 March 2023) and employs 455 staff including 134 investment professionals (as at 30 June 2023), across offices in London, San Francisco, New York, Chicago, Hong Kong, Seoul, Bogotá, Tokyo, Dublin and Berlin.

[^]This figure includes assets subject to discretionary or non-discretionary management, advice or those limited to a reporting function.

Important Information

A copy of this announcement will be available on the Company's website at www.pjplc.com. Neither the content of the Company's website, nor the content on any website accessible from hyperlinks on its website for any other website, is incorporated into, or forms part of, this announcement nor, unless previously published by means of a recognised

information service, should any such content be relied upon in reaching a decision as to whether or not to acquire, continue to hold, or dispose of, securities in the Company.

This information is provided by RNS, the news service of the London Stock Exchange. RNS is approved by the Financial Conduct Authority to act as a Primary Information Provider in the United Kingdom. Terms and conditions relating to the use and distribution of this information may apply. For further information, please contact rns@lseg.com or visit www.rns.com.

RNS may use your IP address to confirm compliance with the terms and conditions, to analyse how you engage with the information contained in this communication, and to share such analysis on an anonymised basis with others as part of our commercial services. For further information about how RNS and the London Stock Exchange use the personal data you provide us, please see our [Privacy Policy](#).

END

RTEKZMMGRLNGFZG