

FUNDING OF FUSION TECH & GLOBAL PRIVATE EQUITY ENVIRONMENT





Ralph Guenther, Partner at Pantheon and Head of Continental Europe (25 years of private markets experience)

Ralph is a Partner and Head of Continental Europe in Pantheon's Investor Relations Team. His role incorporates responsibility for our coverage across Continental Europe and our distribution relationships in Austria, France, Germany, Italy, Spain and Switzerland.

Ralph also sources deals for Pantheon's Secondaries team. Prior to Pantheon, Ralph served as a Managing Director with bmp AG in Germany, where he established a fund of funds business in 2005.

Prior to that he served as a MD in the German Venture Capital markets from 1998 to 2005 where he was responsible for a number of investments, trade sales and IPOs.

Ralph started his career in IT consulting and software development. He has a degree in economics from FU Berlin. Ralph is based in Berlin.

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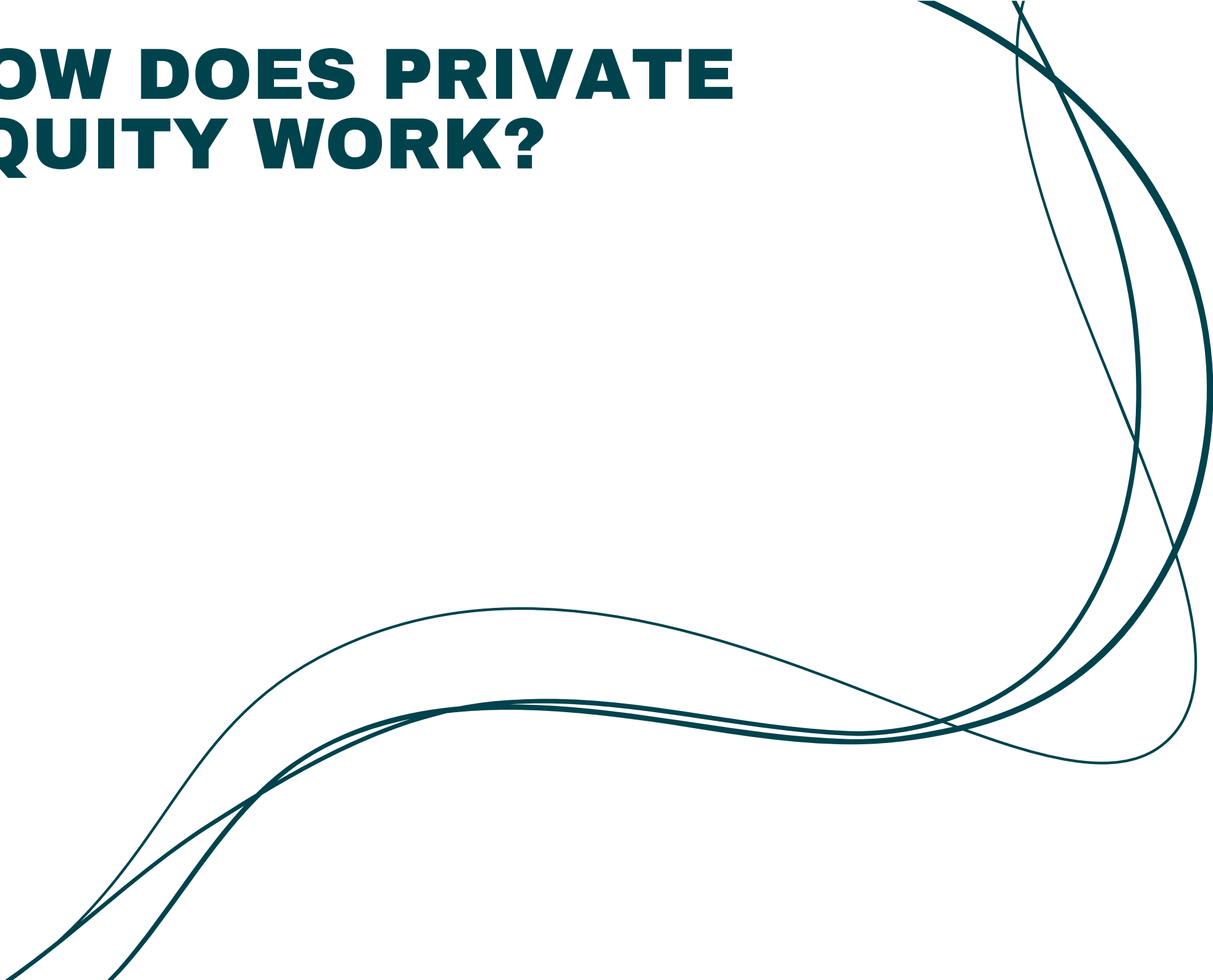
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Section 2: Private equity as an asset class

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HOW DOES PRIVATE EQUITY WORK?

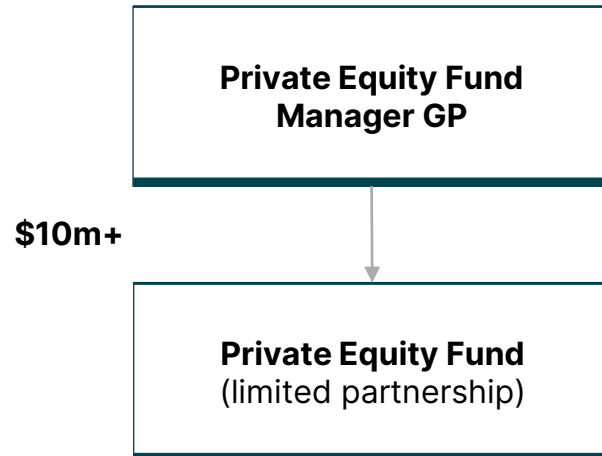


Typical private equity structure

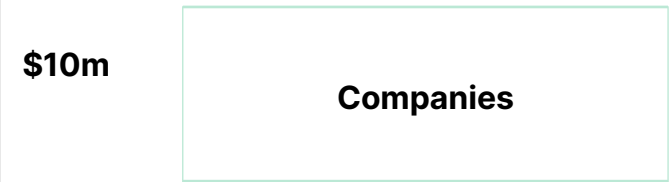
Private equity fund managers – known as **general partners** (“GPs” or “managers”) form **limited partnership vehicles** to invest in **private companies**

| Investors (LPs) |
|---------------------|
| Pension Funds |
| Sovereign Wealth |
| Insurance Companies |
| Corporations |
| Endowments |
| Foundations |
| UHNW Investors |

Investors commit a **specified amount of capital** (\$10 million minimum) to a private equity fund to **become limited partners** (“LPs”)

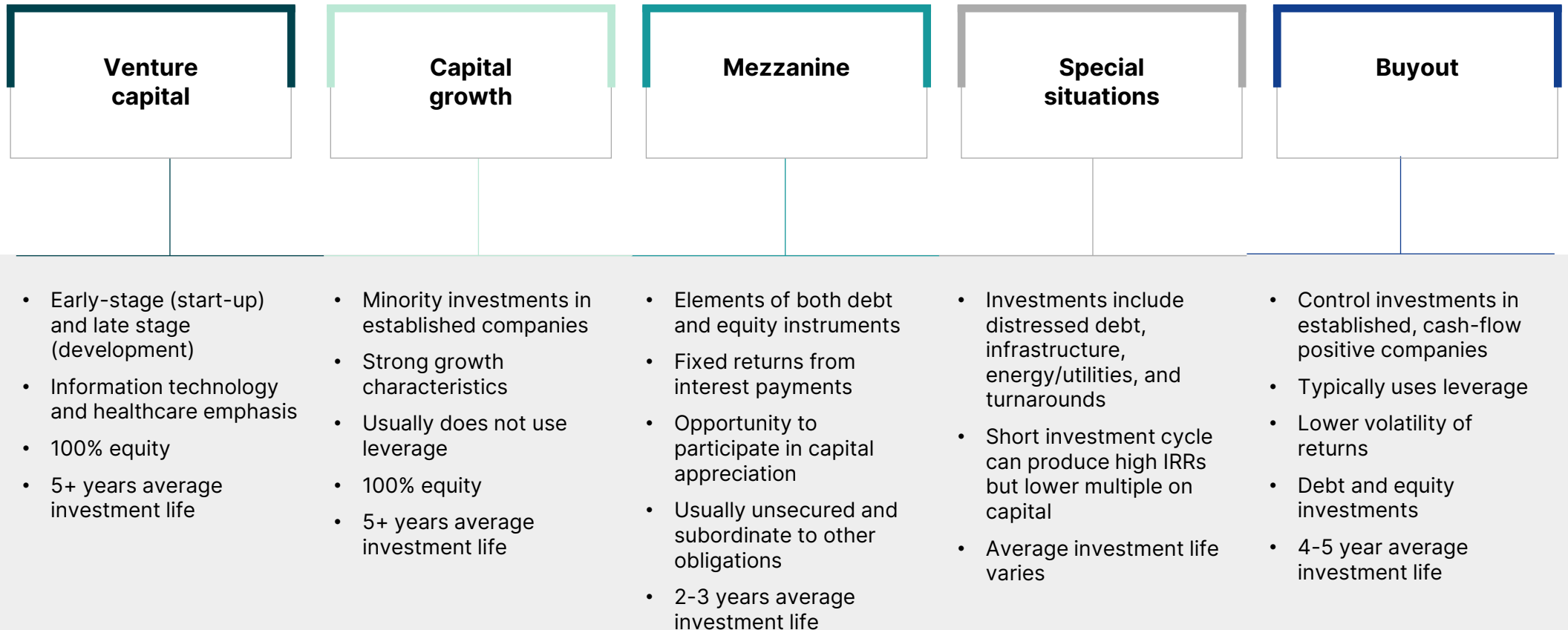


GPs also **typically invest their own capital alongside limited partners**

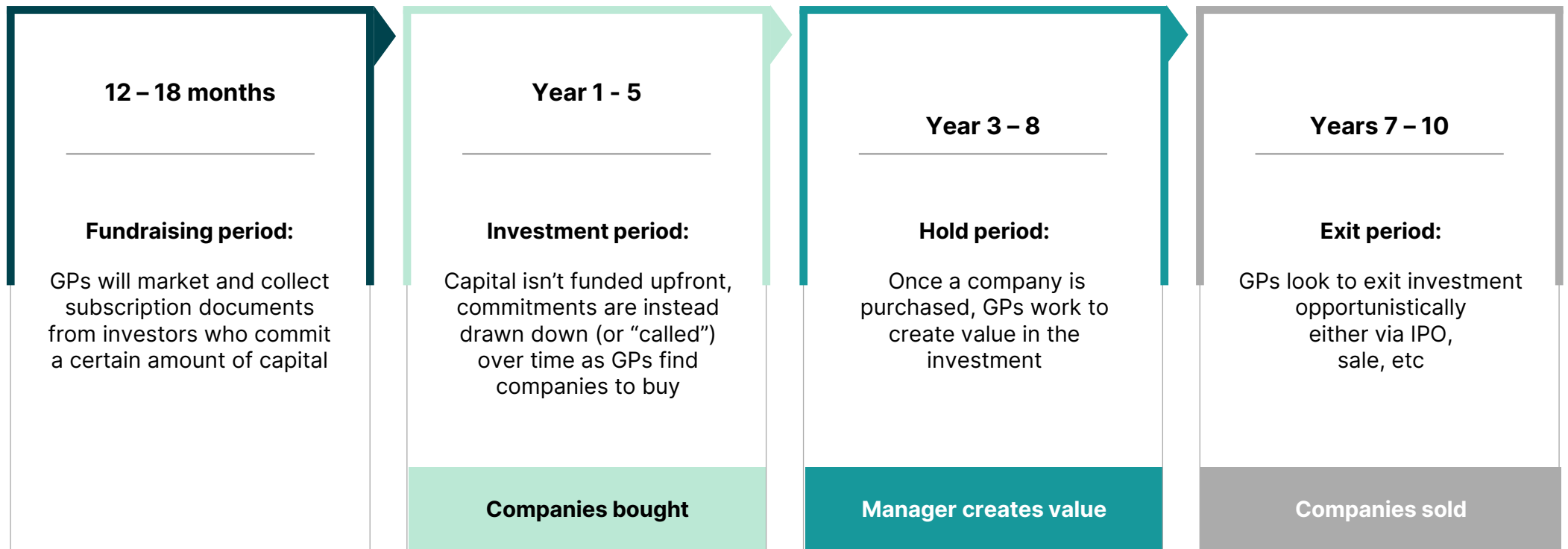


Private equity covers a range of stages in a company's development

Investment stage / maturity



Typical private equity fund lifecycle



Usually, we would witness holding periods below 10 years!

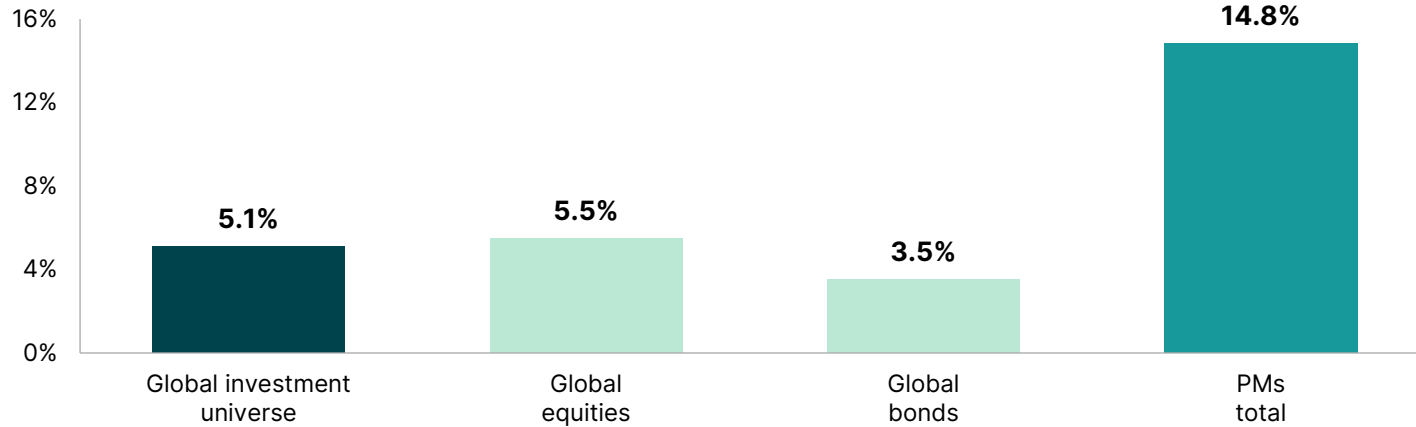
PRIVATE EQUITY AS AN ASSET CLASS



Private markets have been growing quickly

AUM growth has outstripped listed peers over the last 11 years

AUM CAGR December 2010 to September 2022



AUM in private markets

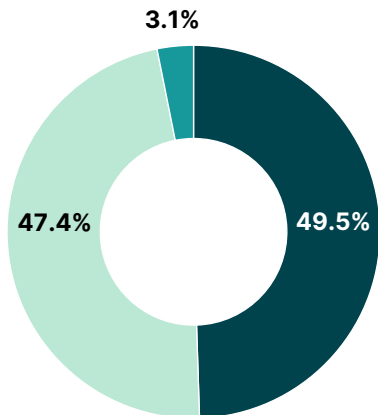
\$2.7tn

December 2010

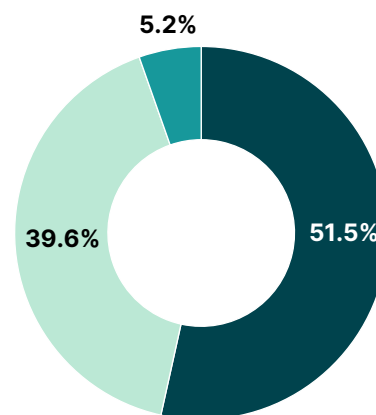
\$13.8tn

September 2022

December 2010



September 2022



■ Global equities ■ Global bonds ■ PMs total

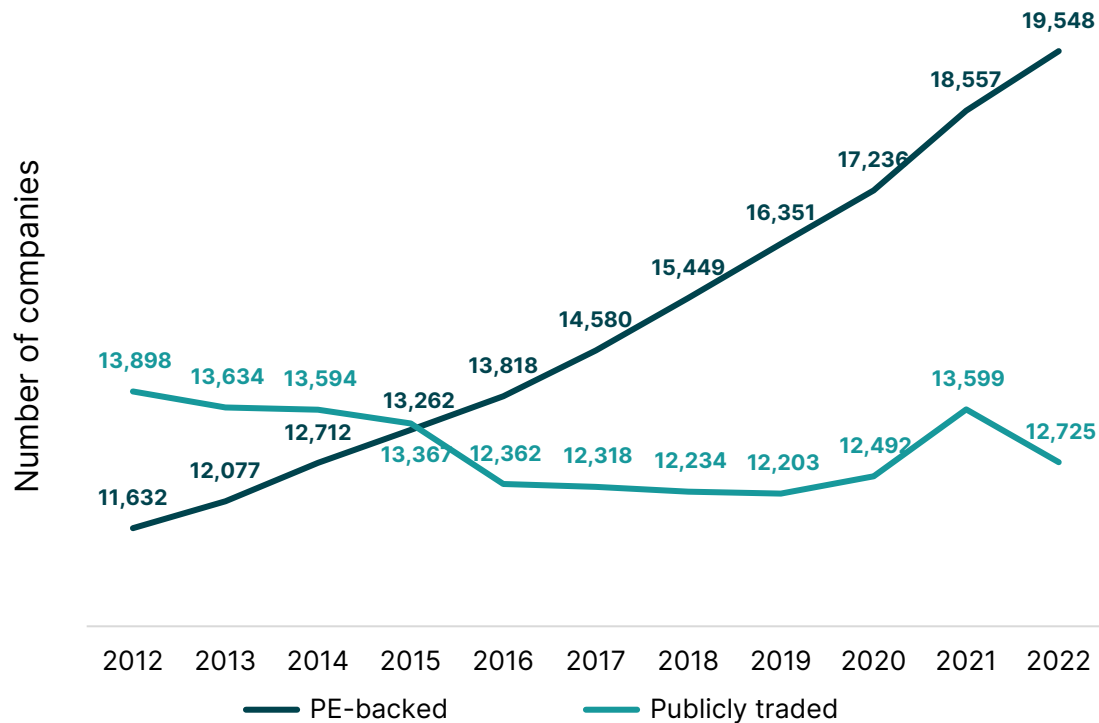
Sources: Pantheon analysis of data from Preqin and Bloomberg, data to 30 September 2022, accessed June 2023.

Shrinking public markets is a long term trend

Number of listed companies shrank as private markets expanded between 2012-2022

Number of US and European PE-backed companies has been increasing¹...

... while the number of listed companies is declining²

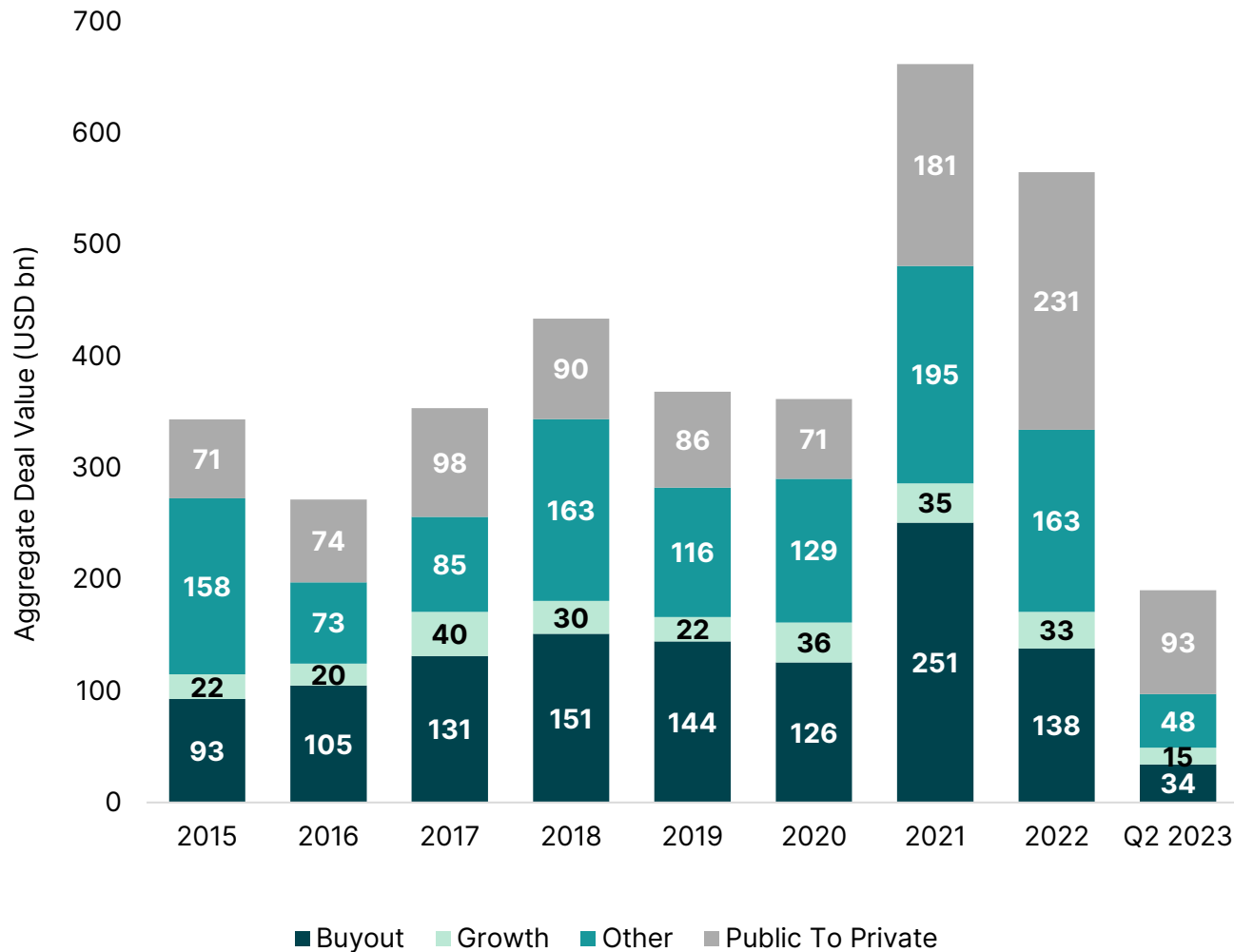


| Country | Number of listed companies – % change from peak to current level |
|----------------|--|
| United Kingdom | -36.3% |
| Germany | -40.9% |
| United States | -49.3% |
| France | -61.4% |

¹As at June 2023 reflecting YE 2022 data, including US and Western & Northern Europe. PE-backed company data provided by Pitchbook. Publicly traded data sourced from World Federation of Exchanges database.. ² Source: World Bank: <https://data.worldbank.org/indicator/CM.MKT.LDOM.NO>

Private equity market overview

Global deal activity (\$bn) has decreased from the 2021-22 record levels



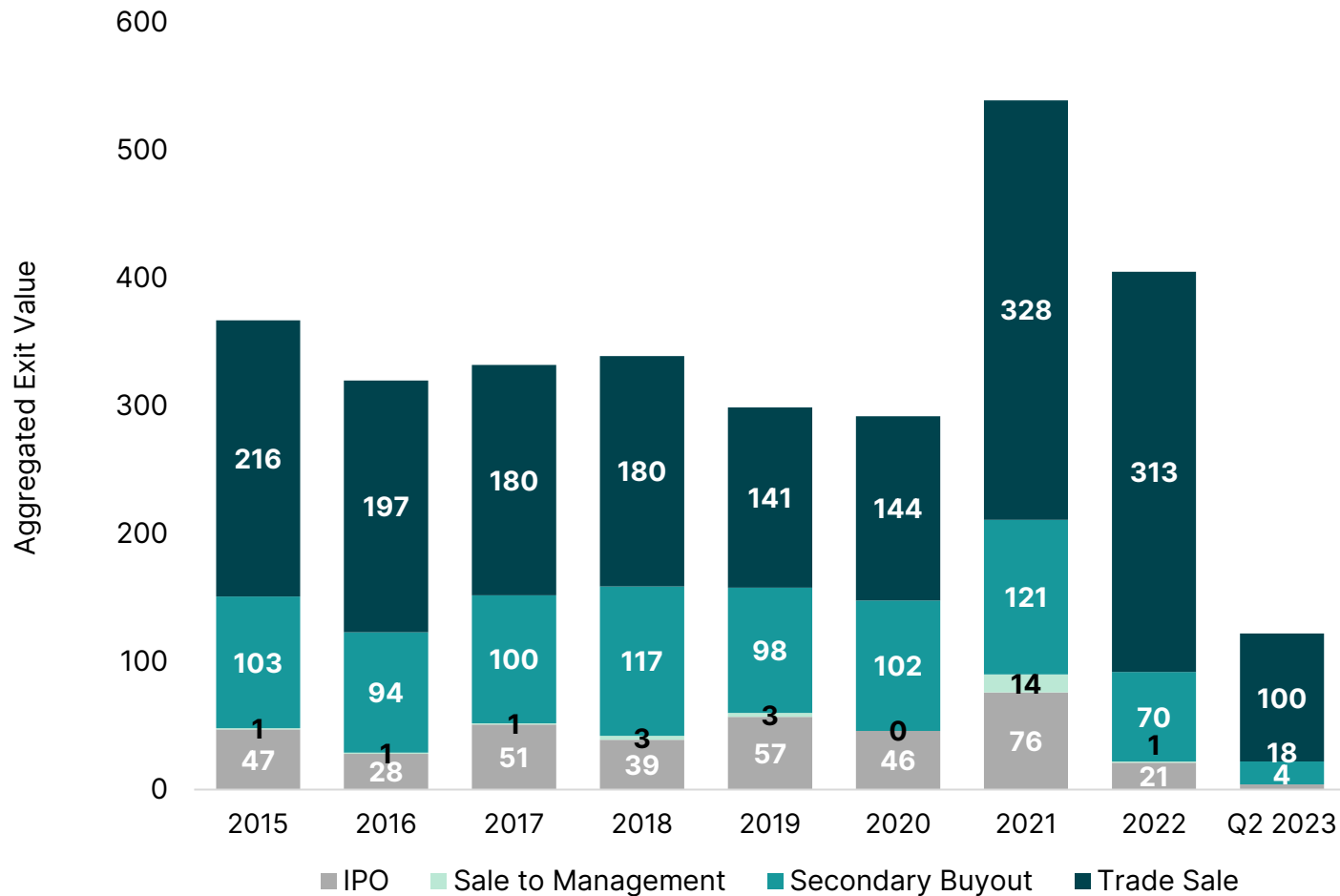
Key observations

- ▶ **Buyout activity declined in the year to Q2 2023**, with a 29% full-year decline from the place in 2022.
- ▶ **Large leveraged transactions were hard to finance**, impacting the number and size of completed deals.
- ▶ **Smaller transactions requiring less debt gained a larger share**; direct lenders used for mid-size deals.
- ▶ **Add-ons represented a significant share of the global buyout market**, accounting for 9% of total deal value in the first half and 56% of deal count².

¹Source: Preqin. Deal activity based on completed and announced deals globally from January 1, 2015 to June 30, 2023. Excludes venture. "Other" includes add-ons, merger, recapitalisation, restructuring, corporate carve out, spin-off. ²Source: Bain & Company.

Private equity market overview

Global exit activity (\$bn) has also declined by the market



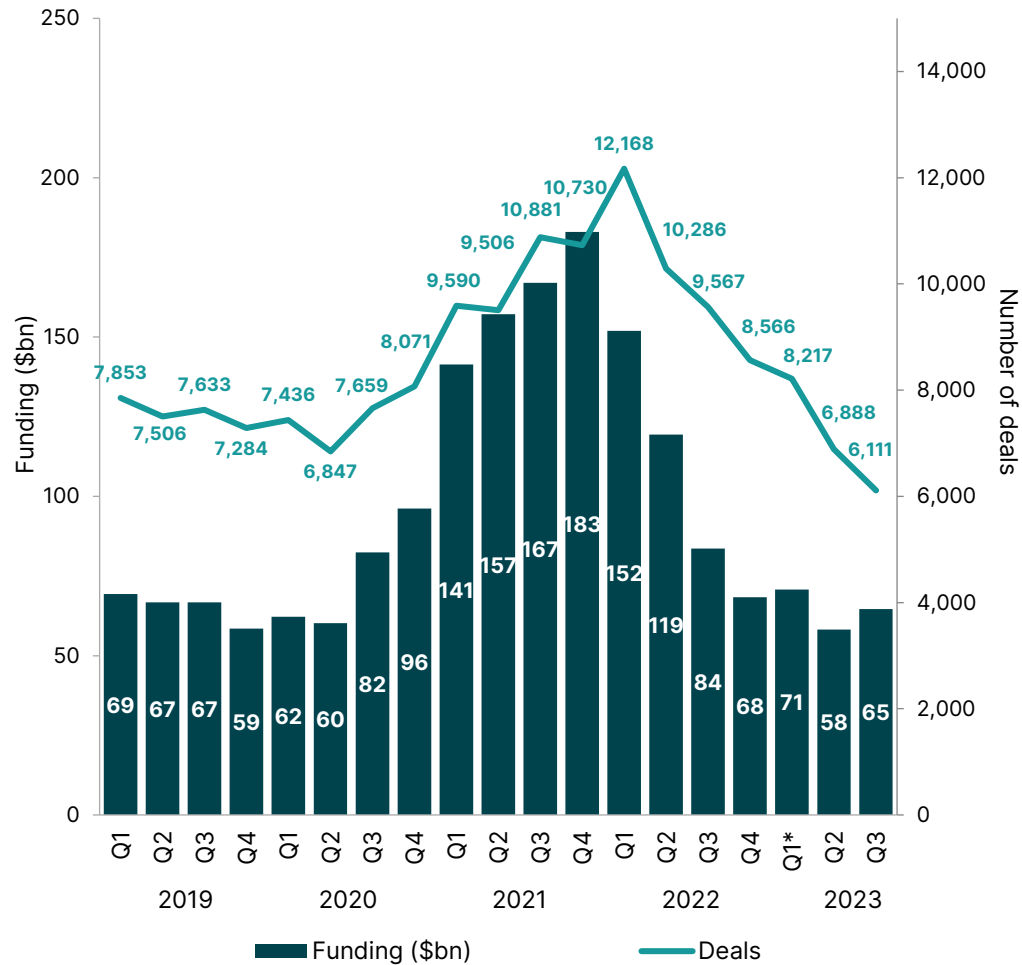
Key observations

- ▶ **After two record years, Q1 '23 marked a record low for exits.**
- ▶ Unrealized value in buyout portfolios is currently **at an all-time record²**.
- ▶ **In 2022 IPO market effectively closed** and sponsor sales slowed.
- ▶ **Trade sales continued**, but at a slower pace.

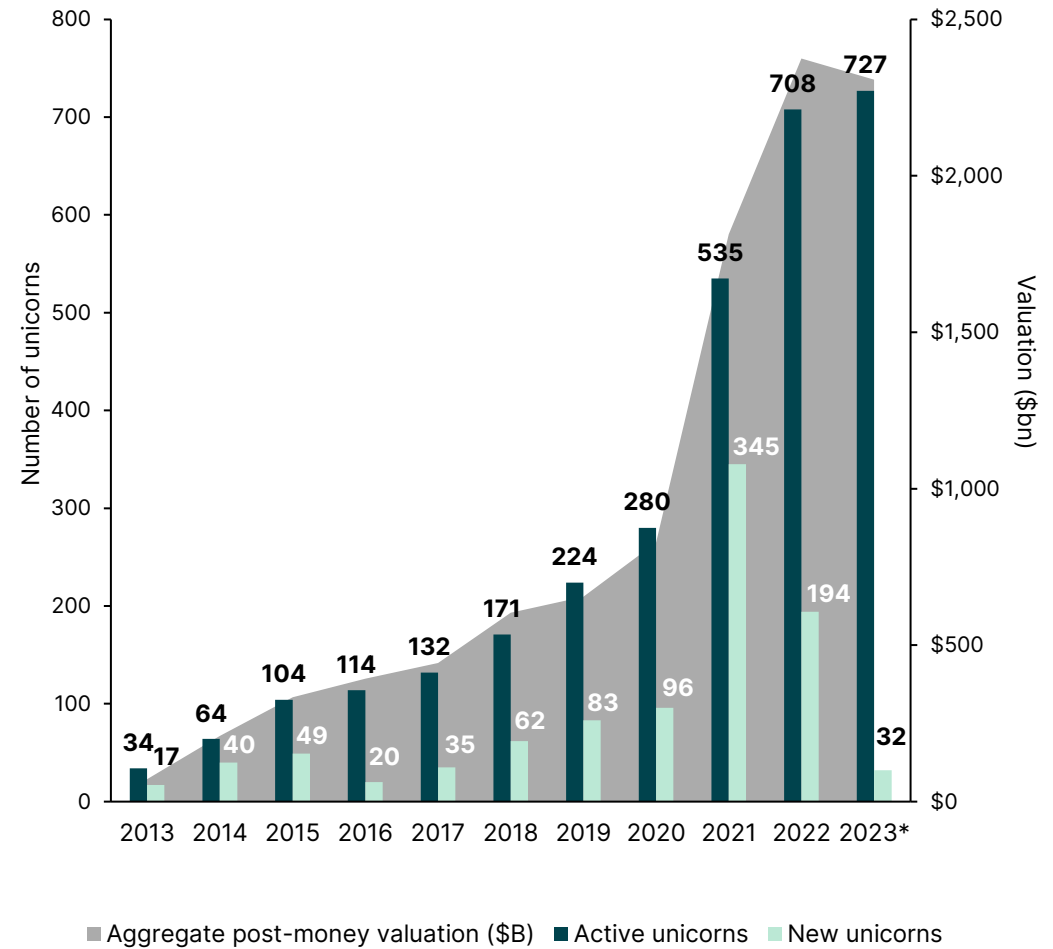
Source: Preqin. In the above chart, exit activity includes private equity backed exits from January 1, 2013, to June 30, 2023. Excluding venture. ²Source: Bain & Company.

Deal activity

VC deployment has normalized to 2019 levels¹



Significant drop in new unicorn financing

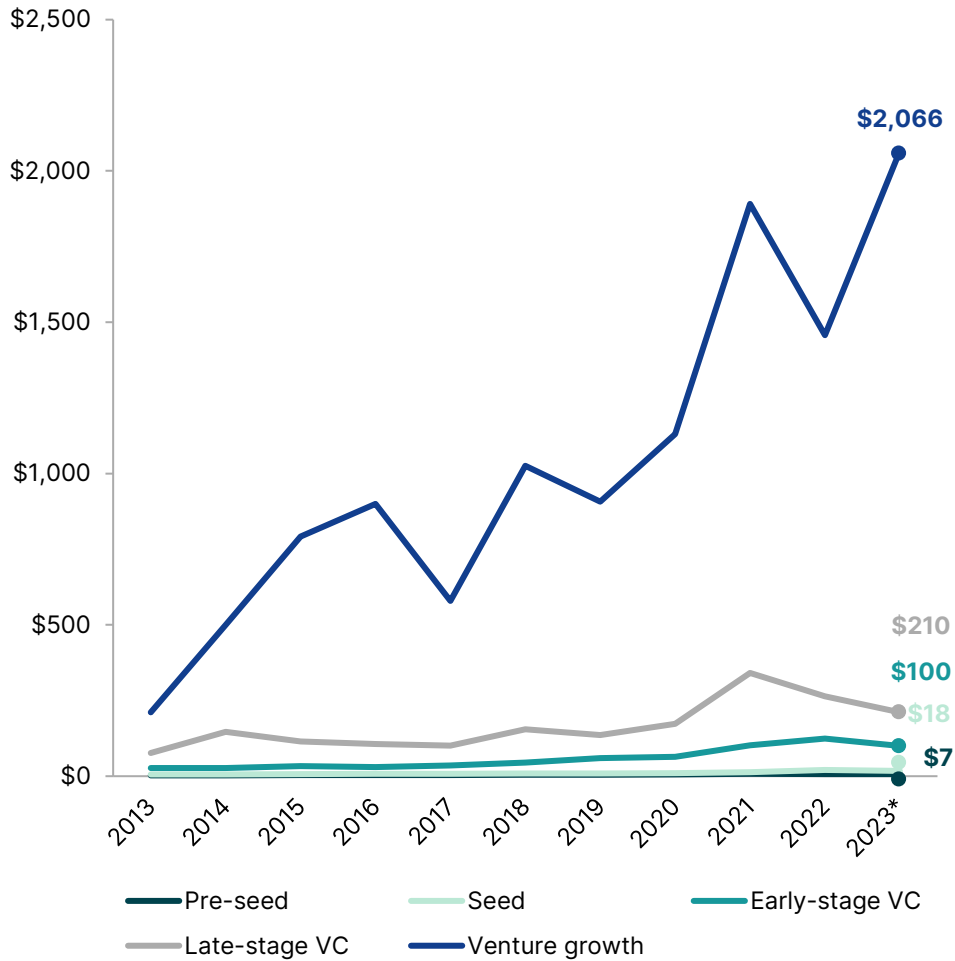


¹Source: CB Insights – State of Venture, Q3 2023. There is no guarantee that these trends will persist. *Q1 2023 funding includes Open.AI's \$10bn corporate minority round Stripe's \$6.5bn Series I round. ²Data as of September 2023, data according to PitchBook NVCA Venture Monitor Summary.

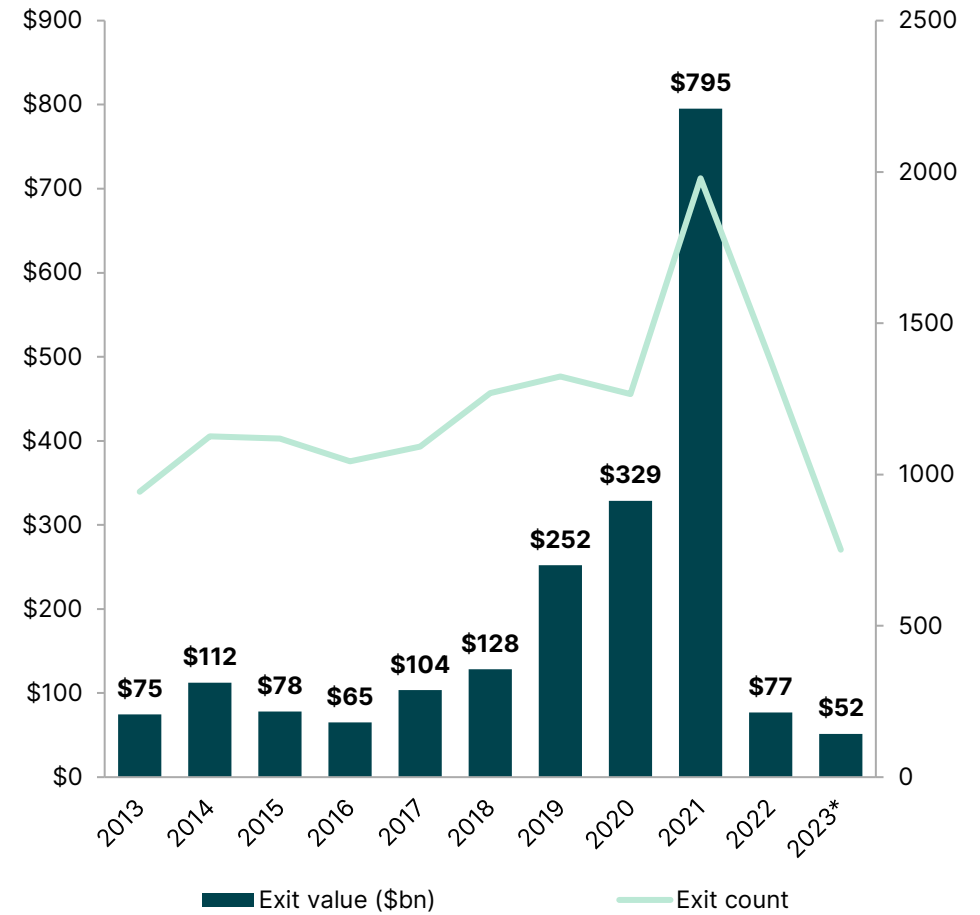


Valuations and exit environment

Average US VC pre-money valuation volatility for late-stage deals¹



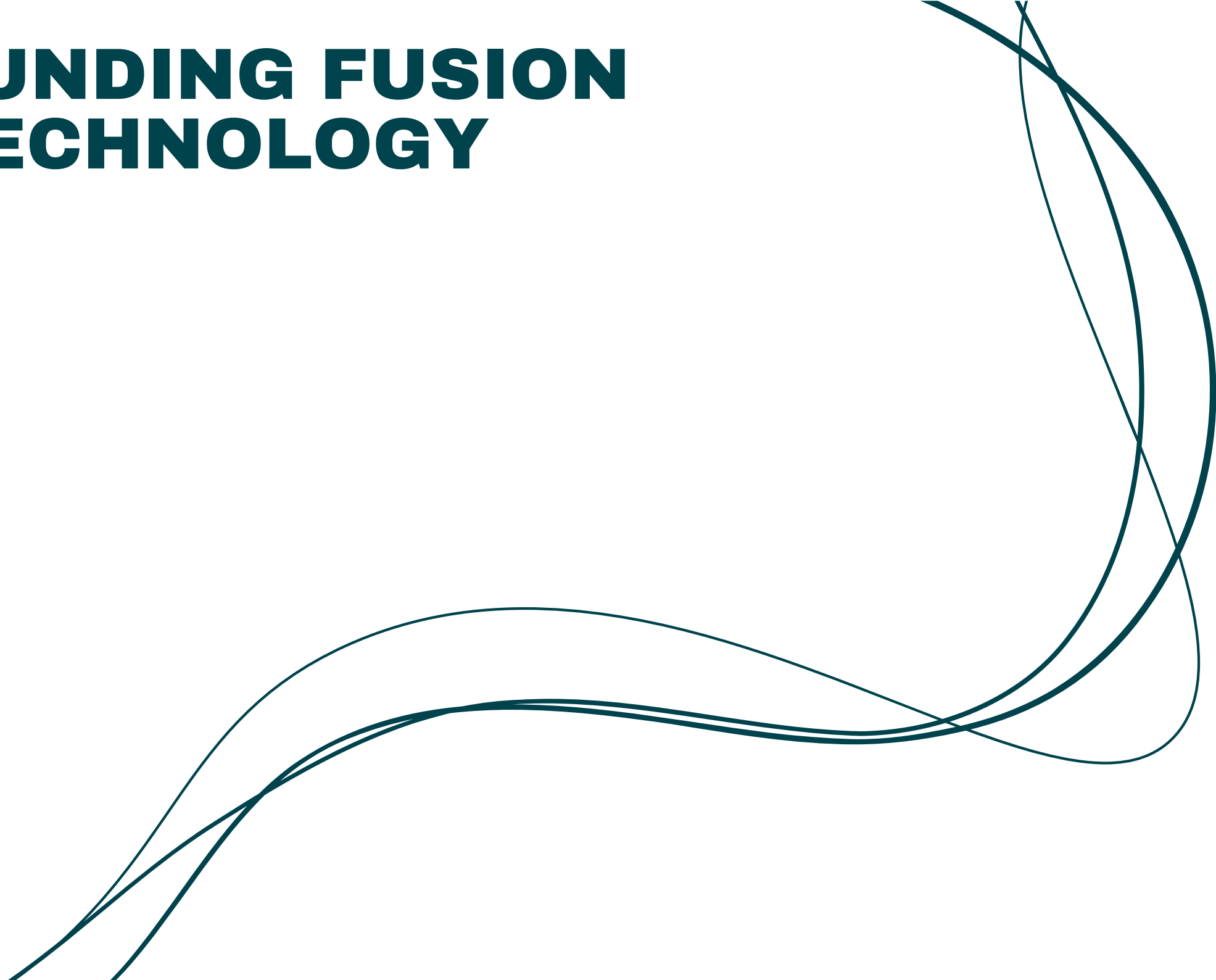
Exit markets muted, but IPO backlog is growing^{1,2}



¹Data as of September 2023, data according to PitchBook NVCA Venture Monitor Summary. ²This chart showcases US venture capital exit activity only and is not a representation of the global exit environment.

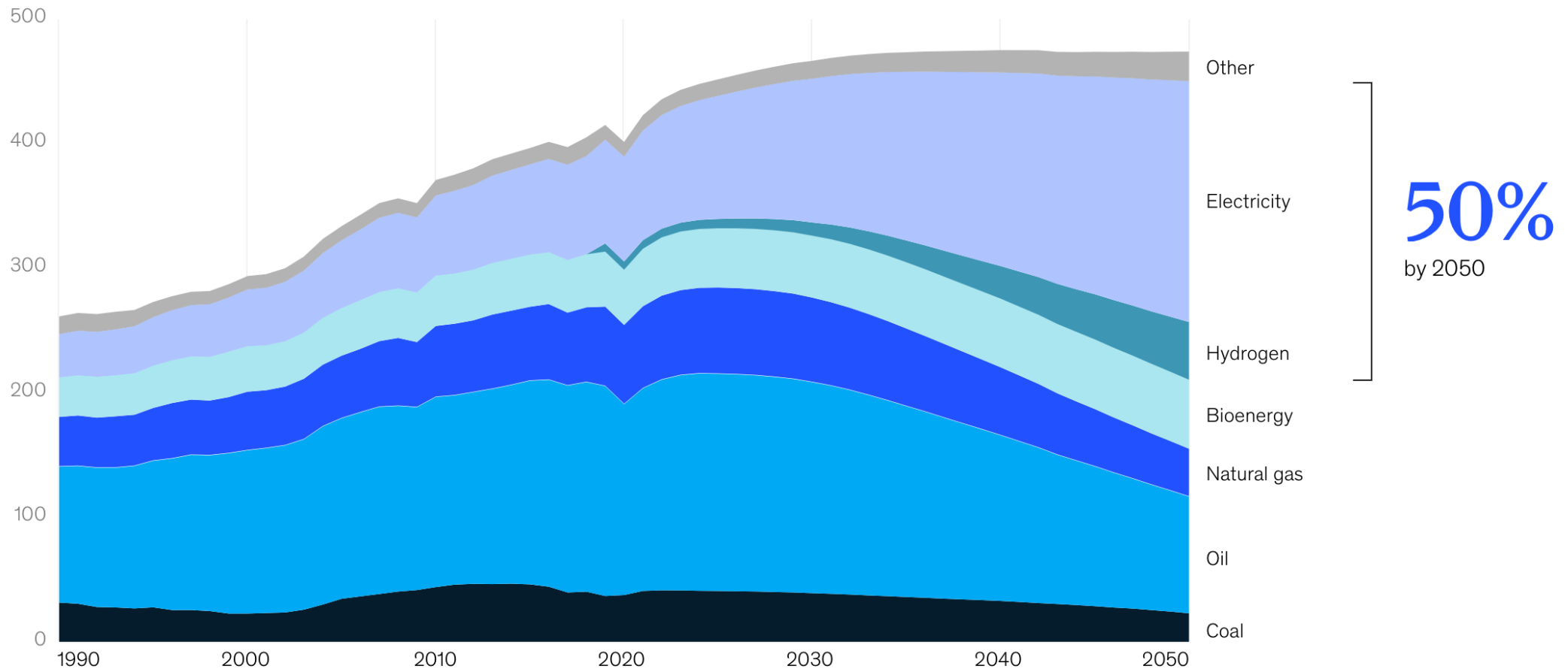


FUNDING FUSION TECHNOLOGY



The global market for electrical energy will grow from 25% to 50% of total energy consumption, which also increases within the next 30 years

Final energy consumption per fuel, million TJ

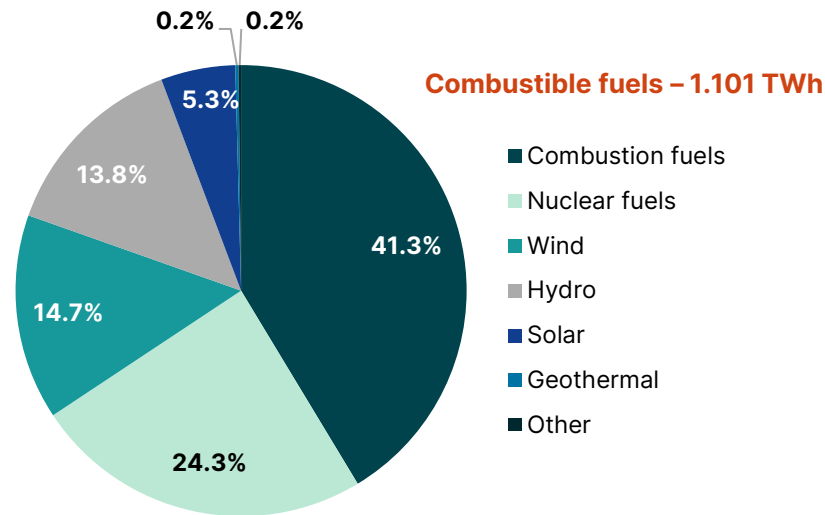


Source: 1. Ulf Thiele, Berlin 2. McKinsey & Company, <https://www.mckinsey.com/industries/oil-and-gas/our-insights/global-energy-perspective-2022>

Net electricity generation EU 2020 and conclusions for the future

In the EU within 30 years, carbon free energy production must increase capacity by 150 GW (base load).

Net electricity generation, EU, 2020 (%, based on GWh)



Conclusions to avoid carbon emission by 2050:

- Within 30 years, electrical energy production of 1.100 TWh need replacement by carbon emission free energy production systems at actual electrical usage mix.
- This is equivalent to app. 140 GW cw electrical power generation with 90% availability (base load energy production).
- Additional substitutions of combustible fuels by electrical energy (process heat, heating with heat pump, electromobility) require additional electrical power generation capacity.

Source: 1. Ulf Thiele, Berlin 2. Eurostat: https://ec.europa.eu/eurostat/statistics-explained/images/1/1c/Electricity_production_consumption_market_2020_REV.xlsx; downloaded 30.11.22.

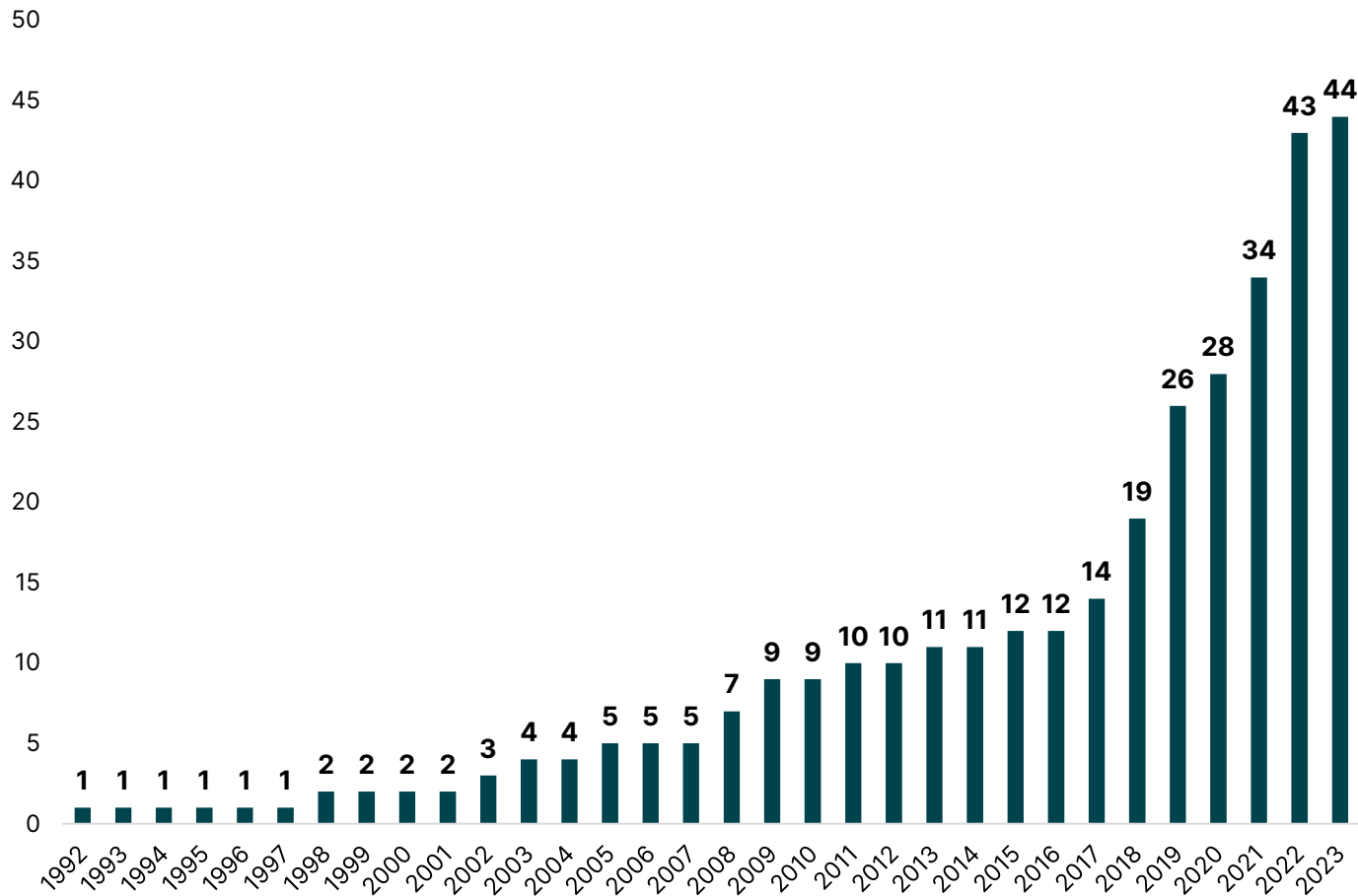


**THE TOTAL ADRESSABLE
MARKET (TAM) FOR BASELINE
FUSION ENERGY IS GIGANTIC!!**

The story so far

Venture capital and philanthropy

| Total private fusion companies by year (Source: FIA Report 2023)



*Source: 1. Ulf Thiele, Berlin 2. Global Fusion Industry in 2023 , published by the Fusion Industry Association



27 Start Ups have received funding of >US 6.0bn as of 2023 (1.4bn last 12 months)*

Number of companies increased to 43 (33 last year), most of them in the US

8 Companies with funding of 200m+

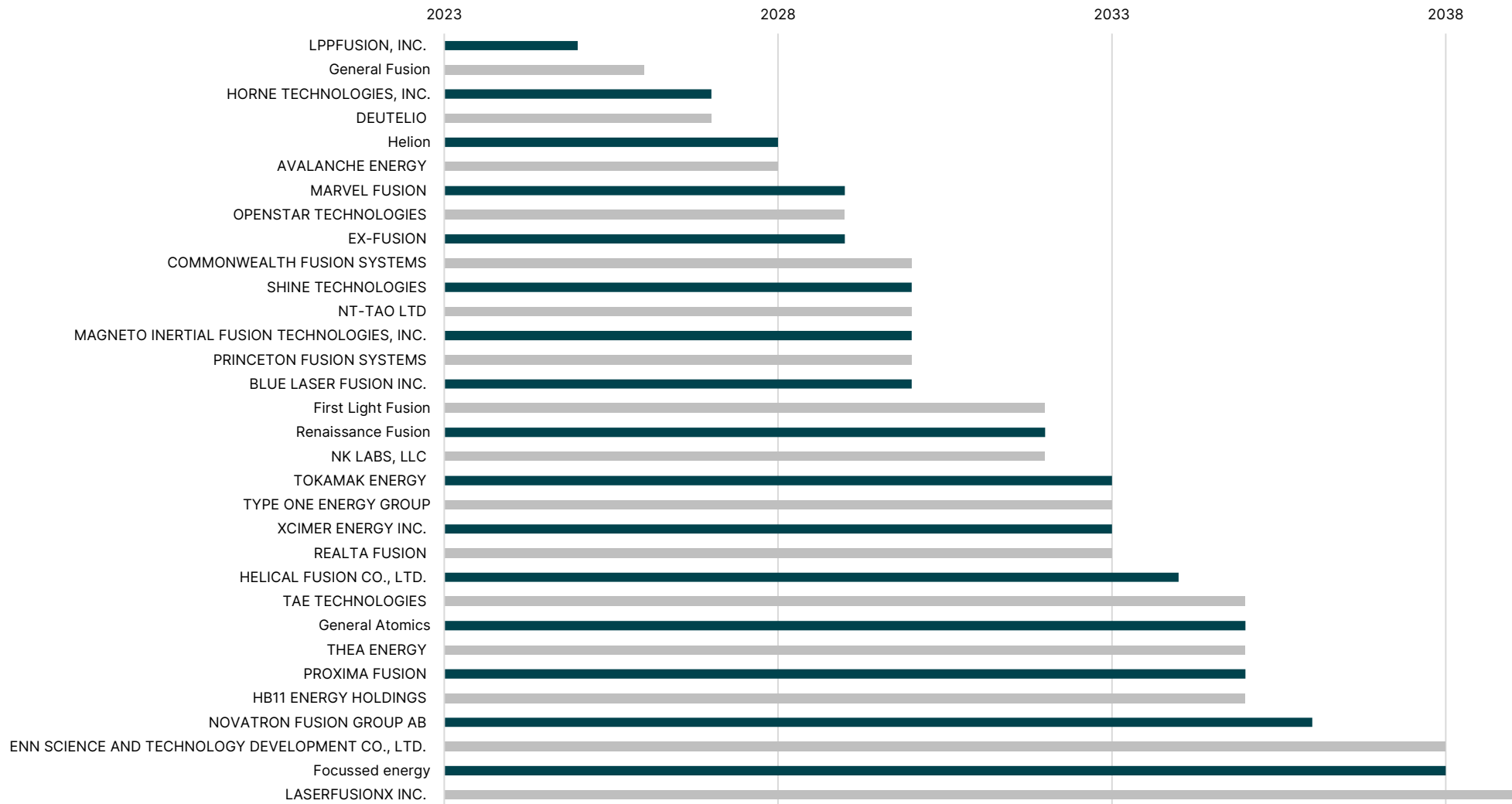
Public financing is emerging: 18 companies are subject to PPP (or will soon be)

VC financing still is difficult

The median time to proof of concept is around 8 years

Significant revenues from the use of the developed technologies coming much later

| Pilot Plant Readiness (partly assumptions based on FIA survey)

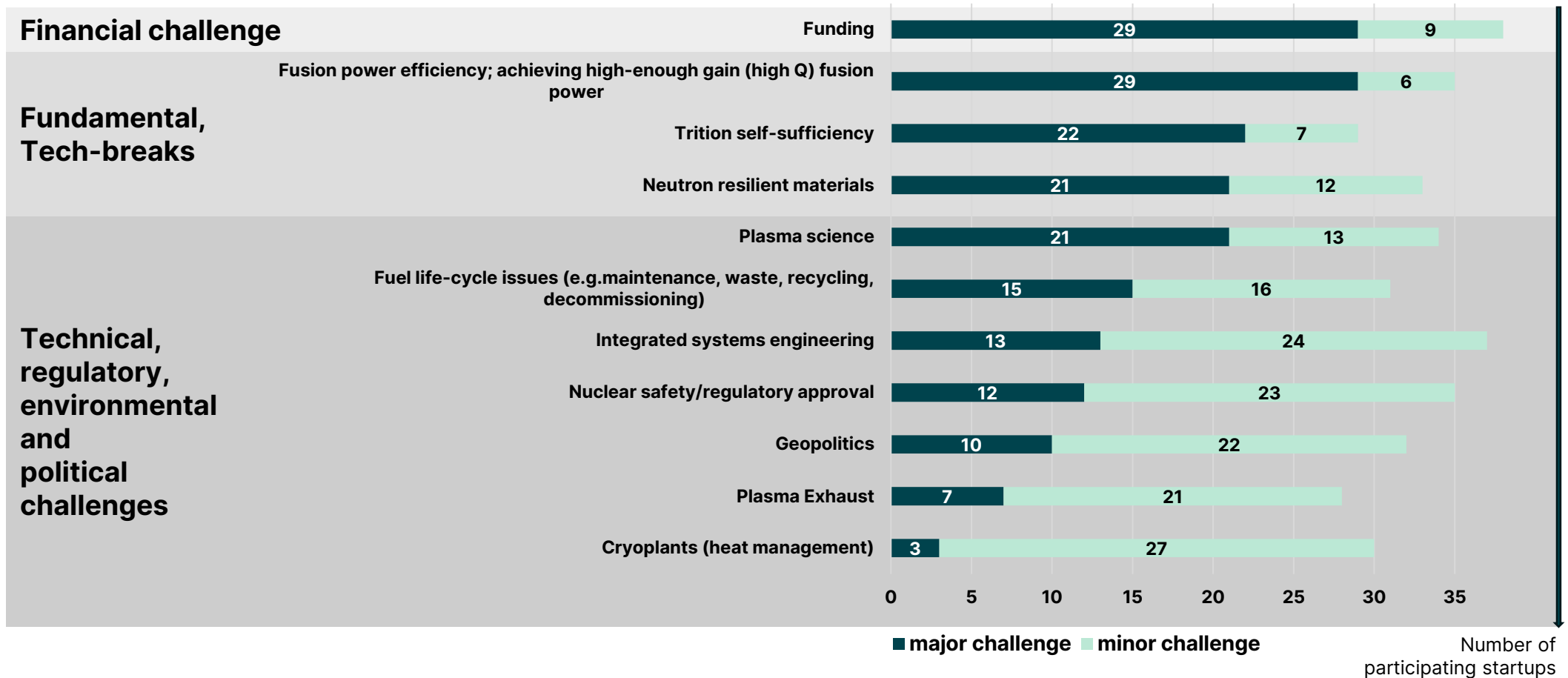


Source: 1. Ulf Tiele, Berlin. 2. "The global fusion industry in 2023; Fusion Companies Survey by the Fusion Industry Association", 2023. The end dates of a few companies are assumptions based on this survey!



More than 50% of the startups name 4 fundamental challenges

Each of the 4 challenges could break their fusion technology approach.
Investments in fusion technology could therefore be considered risky at this time!



Source: 1. Ulf Thiele, Berlin 2. " The global fusion industry in 2023; Fusion Companies Survey by the Fusion Industry Association", 2023.

The story so far

Challenges*

1. **Funding needs:** high, 100bn+ \$\$\$\$
2. **Time Horizon:** long, can be 10+ years to commercialisation
3. **Risk:** risk of commercial failure is **huge because** of limited technology readiness



But: extraordinary potential upside for those who succeed

* Ralph Guenther opinion

Sources of funding

| Equity finance

1. Venture Capital Funds
2. Philanthropic Capital
3. Strategic Investors
4. Public Funding
5. Family Offices / Entrepreneurial Capital
6. Business Angels
7. Crowd Funding / Platforms
8. Capital Markets

* Ralph Guenther opinion



Other Sources

Subsidiaries and Grants

Venture Debt

Vendor Finance

Considerations for equity funding

Enterprise value (EV)

- **Methods and approaches of establishment**
- **Valuation of shares vs. capital needs**

Equity Story and use of external fundraiser

- **From seed stage to growth stage**
- **How will the company develop and deliver what is needed**
- **Technology, licensing, power plant development and operating considerations just to name a few**

Governance

- **Set-up of boards, contracts and oversight of the company**
- **Professional organization and set-up of the organization as early as possible to avoid difficult situations later in the process**

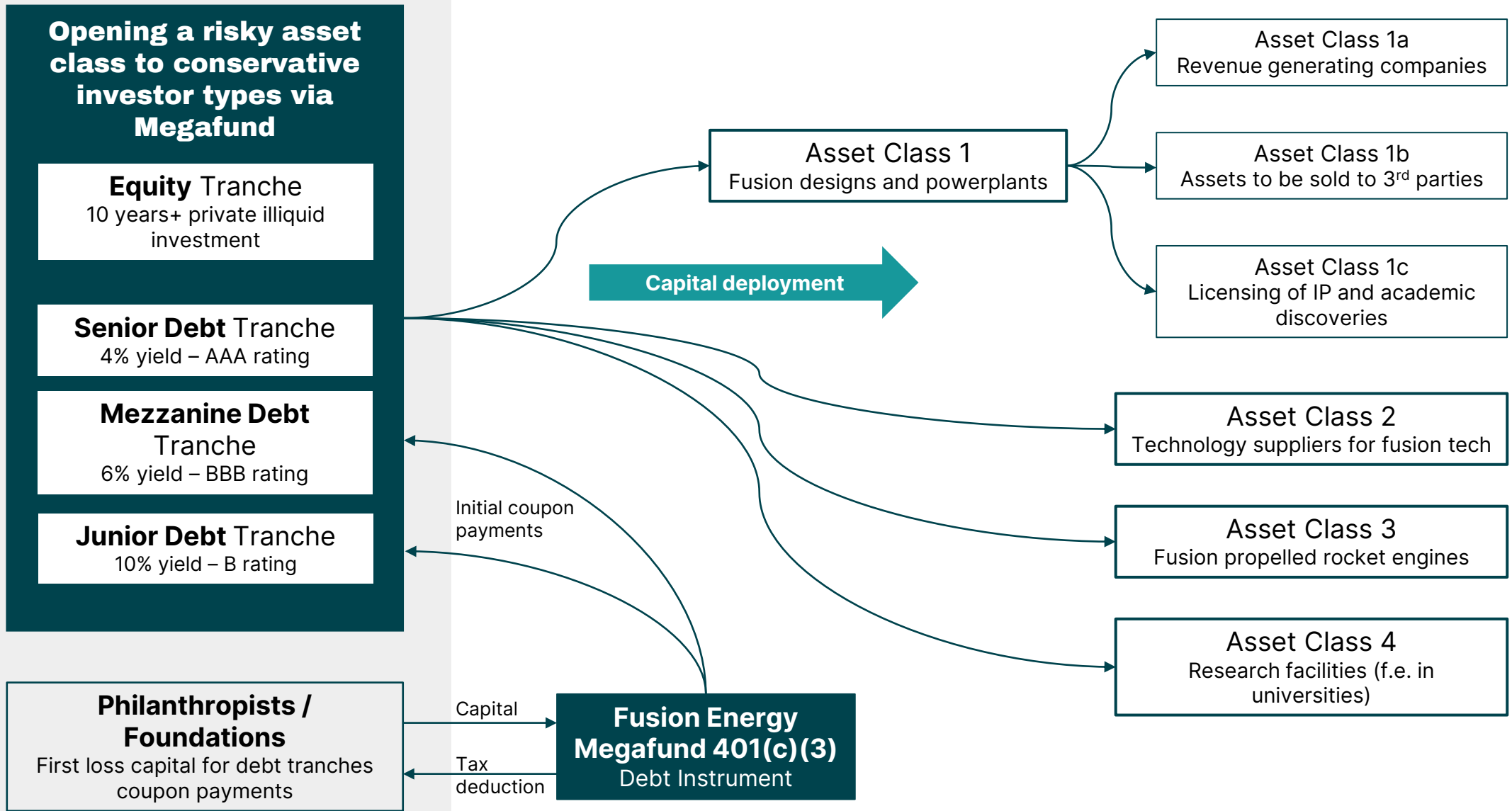
Dilution and cap table related matters

- **Founders maintain meaningful stake in the company?**
- **External finance need is huge and revenues occur late**
- **Avoid dead capital in the cap table via business angels, family & fools, ...**

* Ralph Guenther opinion

Financing fusion energy

Public-private partnership via mega fund structure*



** For illustrative purposes only.

*RBO is a "research backed obligation". Source: © 2022 by Alhamdan, Halem, Hernandez, Lo, Singh, and Whyte. Journal of Investment.

APPENDIX



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S&P 500 Index is a widely recognized gauge of the U.S. equities market. This index is an unmanaged capitalization-weighted index consisting of 500 of the largest capitalization U.S. common stocks. The returns of the S&P 500 include the reinvestment of dividends.

Important Disclosure

MSCI Europe Index is a free float-adjusted market capitalization weighted index that is designed to measure the equity market performance of the developed markets in Europe. The MSCI Europe Index consists of the following 15 developed market country indexes: Austria, Belgium, Denmark, Finland, France, Germany, Ireland, Italy, the Netherlands, Norway, Portugal, Spain, Sweden, Switzerland, and the United Kingdom.

MSCI AC Asia Pacific Index captures large and mid-cap representation across 5 Developed Markets countries and 8 Emerging Markets countries in the Asia Pacific region. With around 1,500 constituents, the index covers approximately 85% of the free float-adjusted market capitalization in each country. Developed Markets countries in the index include: Australia, Hong Kong, Japan, New Zealand, and Singapore. Emerging Markets countries include: China, India, Indonesia, Korea, Malaysia, the Philippines, Taiwan, and Thailand.

MSCI Emerging Markets Index is a free float-adjusted market capitalization index that is designed to measure equity market performance of emerging markets. The MSCI Emerging Markets Index consists of the following 24 emerging market country indexes: Brazil, Chile, China, Colombia, Czech Republic, Egypt, Greece, Hungary, India, Indonesia, Korea, Kuwait, Malaysia, Mexico, Peru, Philippines, Poland, Qatar, Saudi Arabia, South Africa, Taiwan, Thailand, Turkey and United Arab Emirates.

FTSE Europe Index is one of a range of indices designed to help investors benchmark their European investments. The index comprises Large and Mid-cap stocks providing coverage of the Developed markets in Europe. The index is derived from the FTSE Global Equity Index Series (GEIS), which covers 98% of the world's investable market capitalization.

MSCI USA Index is designed to measure the performance of the large and mid-cap segments of the US market. With over 600 constituents, the index covers approximately 85% of the free float-adjusted market capitalization in the US.

FTSE Asia-Pacific Index is part of a range of indices designed to help Asia Pacific investors to benchmark their investments. The index comprises Large (40%) and Mid (60%) Cap stocks providing coverage of 14 markets. The index is derived from the FTSE Global Equity Index Series (GEIS), which covers 98% of the world's investable market capitalization.

FTSE All World Index is a market-capitalization weighted index representing the performance of the large and mid-cap stocks from the FTSE Global Equity Index Series and covers 90-95% of the investable market capitalization. The index covers Developed and Emerging markets and is suitable as the basis for investment products, such as funds, derivatives, and exchange-traded funds.

Cambridge Associates Private Investment Benchmarks are based on data compiled from over 8,000 global private market funds (including buyout, growth equity, private equity energy, subordinated capital funds and venture capital), including fully liquidated partnerships, formed between 1988 and 2022, including fully liquidated partnerships. The Cambridge Associates Private Investment Benchmarks have limitations (some of which are typical to other widely used indices) and cannot be used to predict performance of the Fund. These limitations include survivorship bias (the returns of the index may not be representative of all private market funds in the universe because of the tendency of lower performing funds to leave the index); heterogeneity (not all private market funds are alike or comparable to one another, and the index may not accurately reflect the performance of a described style); and limited data (many funds do not report to indices, and the index may omit funds, the inclusion of which might significantly affect the performance shown).

Cambridge Associates (Infrastructure) is comprised of data extracted in fund currency from Private Equity and Venture Capital index based on funds classified as Infrastructure by Cambridge Associates. Cambridge Associates defines Infrastructure as funds that primarily invest in companies and assets that provide an essential service that contributes to the economic or social productivity of an organization, community, or society at large, with real assets in the water, transportation, energy, communication, or social sector. Investments must also have one or more of the following structural features: a monopolistic or oligopolistic market position with high barriers to entry; a low elasticity of demand due to their essential functions; stable, predictable, and long-term revenue contracts; or inflation protection through inflation adjustment mechanisms in underlying contracts. These indexes have limitations (some of which are typical to other widely used indices) and cannot be used to predict performance of the fund. These limitations include survivorship bias (the returns of the index may not be representative of all private equity funds in the universe because of the tendency of lower performing funds to leave the index); heterogeneity (not all private equity are alike or comparable to one another, and the index may not accurately reflect the performance of a described style); and limited data (many funds do not report to indices, and the index may omit funds, the inclusion of which might significantly affect the performance shown).

The funds included in the data shown report their performance voluntarily therefore the data may reflect a bias towards funds with track records of success. The underlying funds may report audited or unaudited. The data is not transparent and cannot be independently verified.

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