

The iCapital logo is displayed in white text against a blue background. The background features a low-angle, upward-looking view of a modern building's interior, characterized by multiple curved, parallel structural elements that create a sense of depth and architectural complexity. The lighting is bright, highlighting the metallic or glass surfaces of the structure.

iCapital®

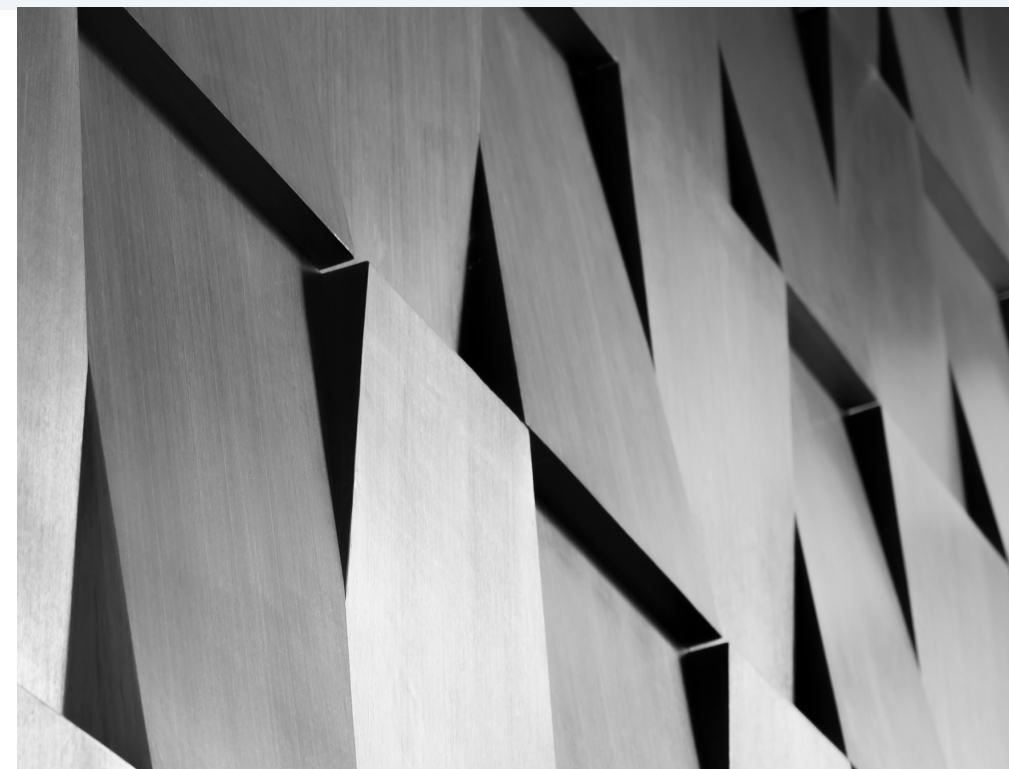
## iDirect Private Markets Fund<sup>1</sup>

Q2 2023

1. Prior to June 12, 2023, the Fund was known as the "iCapital KKR Private Markets Fund"

# EVERGREEN PRIVATE EQUITY FUND

- **Available starting at the Accredited Investor level** with a \$25K minimum, no capital calls, monthly subscriptions, quarterly tenders (subject to the discretion of the Fund's board), and 1099 tax reporting<sup>1</sup>
- **Exposure to private equity deals** alongside three well-known managers – KKR, Vista and Warburg Pincus
- **Direct Access Arrangements** that provide the opportunity to participate in every new company investment made by the core managers on a deal-by-deal basis
- **Scaled \$600M+ vehicle** where over 70% of existing underlying investment value is in either Value Creation Mode or Harvest Mode<sup>2</sup>
- **Established track record** which has outperformed the MSCI ACWI since the Fund's inception<sup>3</sup>, with about half the volatility



1. Quarterly tenders not to exceed 5% of Net Asset Value. Please consult a tax advisor for specifics on how an investment in the Fund may impact particular tax situations. None of the Fund, iCapital, KKR, Vista, Warburg Pincus renders tax advice to clients.
2. Source: iCapital. As of June 30, 2023. Harvest Mode includes underlying investments that have been held by the manager for over four years. Value Creation Mode includes underlying investments that have been held by the manager for two to four years. Entry Mode includes underlying investments that have been held by the manager for less than two years. Holdings are subject to change. An investment in the Fund is speculative and involves substantial risks. It is possible that investors may lose some or all of their investment. There can be no assurance that current valuations of unrealized or partially realized investments will ultimately be realized at the value stated herein when an investment is disposed of. Please see the Important Information section at the end of the presentation and the Fund's prospectus for more information about the risks of investments in the Fund. There can be no assurance that the Fund will be able to implement its investment strategy or achieve its investment objectives.
3. Net of fees as of June 30, 2023. Inception date is July 31, 2015. Please see additional information related to the Fund's performance, the MSCI ACWI Index and important related disclosures which can be found in the "Fund Performance and Terms" section of this presentation. Volatility is measured by the standard deviation of the monthly returns of the Fund and the Index. Past performance is no guarantee of future results. There can be no assurance that the Fund will be able to implement its investment strategy or achieve its investment objectives. The MSCI All-Country World Index captures large and mid cap representation across 23 developed markets and 27 emerging markets countries. With more than 3,000 constituents, the index covers approximately 85% of the global investable equity opportunity set. The index shown is for general market comparisons and is not meant to represent any actual fund. An index is unmanaged and not available for direct investment.

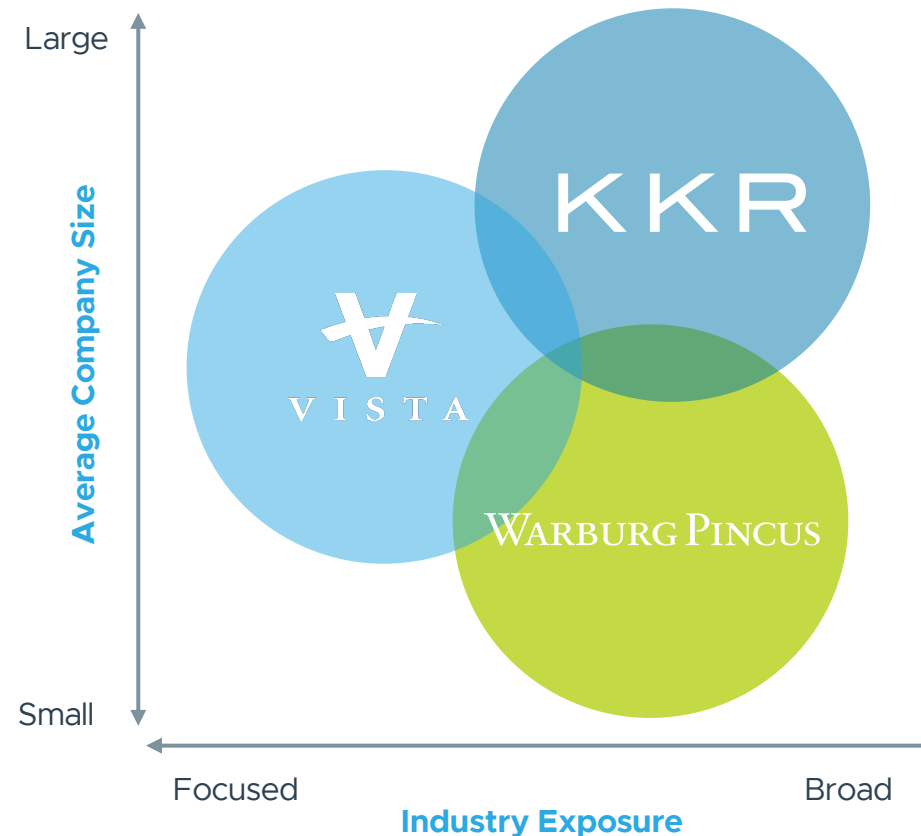
# CORE MANAGERS WITH COMPLEMENTARY STRATEGIES

## GLOBAL COMPANIES OF ALL SIZES

- KKR: buyout deals focused on the larger end of the market
- Vista: buyout and growth equity deals across all company sizes
- Warburg Pincus: growth deals focused on the small-cap and middle-market segments

## BROAD FOOTPRINT ACROSS THE ECONOMY

- KKR: consumer, technology, health care, financials, industrials, materials, and communication services
- Vista: enterprise software, data, and technology-enabled solutions
- Warburg Pincus: business services, financial services, health care, industrials, and technology



Past performance is not necessarily indicative of future results and there can be no guarantee that any historical trends will continue over the life of the Fund. It should not be assumed that investments made in the future will be comparable in quality or performance to the investments described herein. There can be no assurance that the Fund will be able to implement its investment strategy or achieve its investment objectives.

# DIRECT ACCESS OVERVIEW



## Programmatic and transparent investment approach

- Opportunity to participate in every new company investment made by the core managers on a deal-by-deal basis
- The Direct Access arrangements cover all the private equity strategies of the core managers
- Ability to control the sizing and selection of each opportunity<sup>1</sup>



## Streamlined cash deployment

- Eliminates the need to make primary investments
- Reduces potential cash drag<sup>2</sup>
- Provides the ability to scale rapidly



## Significantly lower fees<sup>3</sup>

- Lowers the blended underlying management fee<sup>3</sup>
- Lowers the blended underlying carried interest<sup>4</sup>
- Accompanied by a lower Fund Management Fee<sup>3</sup>

1. Based on available capital. The Adviser will have discretion over the selection and sizing (subject to an investment cap and certain minimum investment thresholds) of each Direct Access Co-Investment.

2. Cash drag refers to the opportunity cost of a fund holding a portion of its assets in cash and cash equivalents to meet unfunded obligations, take advantage of future investment opportunities, or provide potential liquidity to shareholders.

3. Lower fees compared to the period before the lower Fund Management Fee and Direct Access arrangements. Effective February 1, 2022, the Fund Management Fee decreased to 0.90% from 1.20% for both Class A and Class I Shares per the Fund's current prospectus, as supplemented. The Direct Access arrangements have a blended underlying management fee that is generally lower than that of a typical (unregistered) private equity primary investment, which can charge a management fee of 1.00% to 2.00% annually on committed capital or net invested capital. As a registered private equity tender offer fund, the Fund is subject to additional fees and expenses.

4. iCapital Opinion. The Direct Access arrangements have a blended underlying carried interest that is generally lower than that of a typical (unregistered) private equity primary fund-investment, which can charge carried interest of 20 to 30% of net profits.

There can be no assurance that the Fund will be able to implement its investment strategy or achieve its investment objectives.



# INTRODUCTION TO THE CORE MANAGERS AND iCAPITAL

## A leading global alternative investment firm

### 47 Years

of investment experience

### ~\$510B in client AUM

invested in the public (\$223B) and private markets (\$287B)

### ~2,500 employees

including 400+ professionals supporting sourcing, diligence and value creation

### ~\$28B invested

alongside KKR clients and employees in its own products<sup>1</sup>

### Multi-asset expertise

across private equity, real estate, infrastructure, and credit

### 23 offices

on 4 continents serving local markets

### 720+ investment professionals

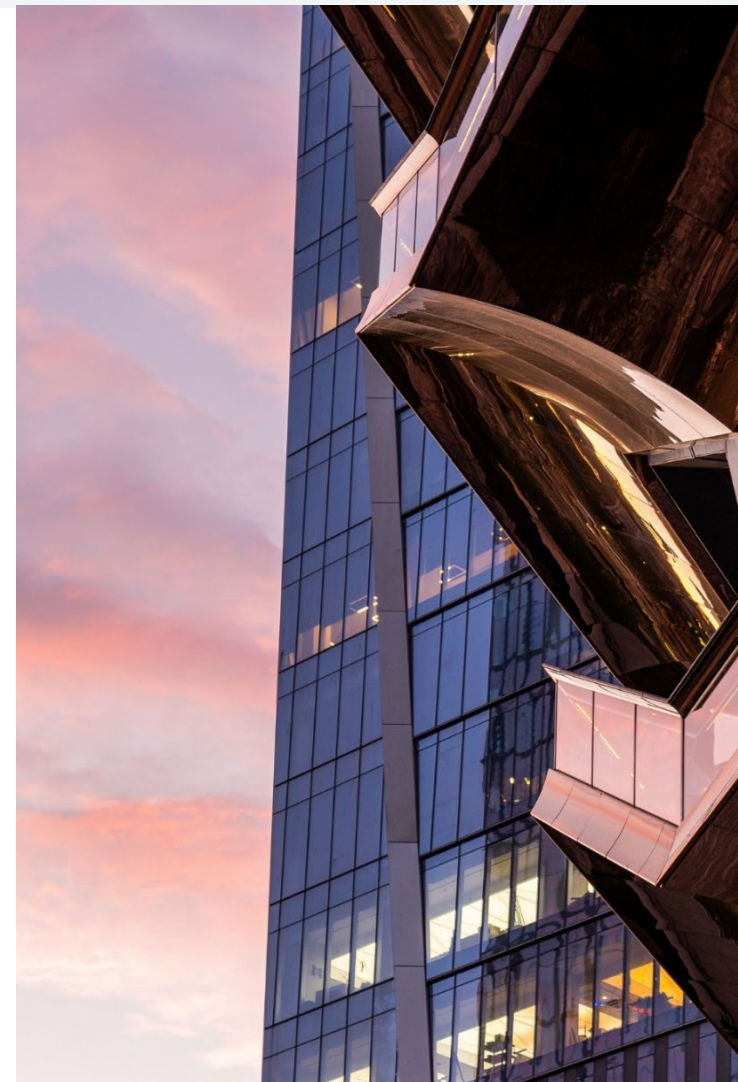
including 300 dedicated to private equity

### ~700 PE transactions

with ~\$700B in enterprise value across 20 industries<sup>2</sup>

Source: KKR as of March 31, 2023. Past performance is not necessarily indicative of future results and there can be no guarantee that any historical trends will continue over the life of the Fund. There can be no assurance that the Fund will be able to implement its investment strategy or achieve its investment objectives.

1. Includes investments /commitments made by KKR's balance sheet, KKR employees, KKR Capstone, and other affiliates. Investments made by current and former KKR employees and KKR Capstone are retained by those individuals personally. Includes unfunded commitments made by individuals.
2. Includes ~360 investments in PE portfolio companies and ~340 follow-on investments in these companies, excluding public toehold investments.



One of the most active enterprise software investors since 2010<sup>1</sup>



## People

Technologists and engineers at the core, translating ideas into action



## Ecosystem

Operationally focused enterprise software investor with a proprietary engineered approach for systematic value creation at scale



## Expertise

Vista knows enterprise software and has the track record in investing, operations, growth and innovation to prove it



**\$100B**

Assets under management



**6**

Locations



**650+**

Employees



**190+**

Investment professionals



**22+**

Years of software investing experience



**290+**

Software investment and dedicated operating professionals



**600+**

Private equity transactions

Source: Vista. As of June 30, 2023. Past performance is not necessarily indicative of future results and there can be no guarantee that any historical trends will continue over the life of the Fund. There can be no assurance that the Fund will be able to implement its investment strategy or achieve its investment objectives.

1. Active defined by number of Enterprise Software transactions. Source: Pitchbook, as of 6/30/2023. Vista data from 1/1/2010 through 6/30/2023, inclusive of signed and/or closed deals. Reflects deal activity across all Vista PE Funds. The statistical information has been obtained by sources that are believed to be reliable, and is provided only for general comparison against other investors in the market. The investment strategies and objectives and fee arrangements would vary greatly among different investors.

## One of the world's largest global growth investment firms

### Scaled Platform

- \$83B+ AUM
- ~\$108B+ invested across more than 1,000 portfolio companies<sup>1</sup>
- 250 global investment professionals
- 80+ value creation-focused professionals

### Growth Mindset

- Traditional growth equity and growth buyouts
- Average portfolio revenue growth of 19% (LTM YoY growth rate)<sup>2</sup>
- 70%+ value creation from growth in operating performance<sup>3</sup>



### Strong Alignment

- \$4.4B committed to funds since 2000, committing \$1.2B+ from 2022 to 2023 alone
- No deal, transaction or monitoring fees<sup>4</sup>
- Private partnership – “One Firm” culture

### Sector Expertise, Local Presence

- Industry-specialized, thesis-based investor
- 11 offices globally
- 55+ years in North America, 30+ years in Europe, 25+ years in Asia

Source: Warburg Pincus. As of June 30, 2023 unless noted otherwise. Past performance is not necessarily indicative of future results and there can be no guarantee that any historical trends will continue over the life of the Fund. There can be no assurance that the Fund will be able to implement its investment strategy or achieve its investment objectives.

1. Includes all investments across all Warburg Pincus private equity funds
2. Past performance is not necessarily indicative of future results. Growth metrics are based on December 31, 2022 financials from all active Warburg Pincus portfolio companies valued on a revenue and/or EBITDA basis (or some derivative thereof), which together represent ~77% of aggregate portfolio carrying value as of June 30, 2023. This analysis excludes real estate, discontinued energy and other such investments (i.e., balance sheet lenders, structured investments, etc.), which are valued based on different metrics and methodologies, and represent the remaining ~23% aggregate portfolio carrying value.
3. Internal Warburg Pincus analysis based on methodology as described by Professor Oliver Gottschalg and Dr. Bernd Kreuter in the paper “Buyout Value Creation: The difference between small, medium and mega deals”, October 2010. As with any analysis of this type, the methodology relies on certain good faith assumptions that are inherently subjective. A similar analysis with different assumptions may yield different results. Data were gathered for 565 out of 701 Warburg Pincus portfolio companies from 1998 to the date noted herein, which represents \$80 billion invested.
4. Employees of Warburg Pincus may receive directors’ fees for their service as directors of portfolio companies and there may be situations where Warburg Pincus and/or an affiliate of Warburg Pincus may receive a fee. However, in such circumstances, the management fee of the relevant Warburg Pincus private equity fund is reduced by a proportionate share of the net amount of such fees through a 100% offset.



# THE IDIRECT TEAM AT ICAPITAL

## Investments



**Nick Veronis**  
Co-Portfolio Manager  
& Managing Partner

**Prior Experience:**

- Veronis Suhler Stevenson
- Atlas Advisors
- 23 years in PE



**David Shyu**  
Co-Portfolio Manager  
& Managing Director

**Prior Experience:**

- Newbury Partners
- Goldman Sachs
- 19 years in PE



**Li Tang**  
Vice President

**Prior Experience:**

- Corebridge Financial
- AIG Asset Management
- 7 years in PE



**Eric Lee**  
Assistant Vice  
President

**Prior Experience:**

- CVC Capital Partners
- Barclays
- 5 years in PE

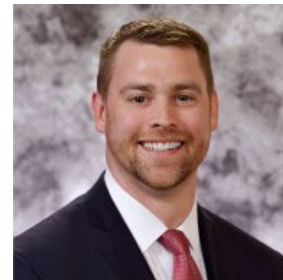
## Product & Business Development



**Anuj Goswamy**  
Investment Product Manager  
& Senior Vice President

**Prior Experience:**

- Neuberger Berman
- UBS Financial Services
- JP Morgan
- 16 years experience



**Nathan Gray**  
Investment Product Sales  
& Senior Vice President

**Prior Experience:**

- Axio Financial
- Columbia Threadneedle
- Advisors Asset Management
- 17 years experience



**Alex Powers**  
Assistant Treasurer  
& Vice President

**Prior Experience:**

- Altegris Investments
- Brown Brothers Harriman
- 10 years experience

# STRONG COLLABORATION

Four global franchises bringing private equity to accredited investors<sup>1</sup>

**iCapital**

**Responsible for investment selection and portfolio management**

- Conducts supplementary diligence on new investment opportunities
- Full discretion over portfolio construction
- Ongoing monitoring and reporting

**KKR**



**WARBURG PINCUS**

**Responsible for the sourcing, value creation and exiting of underlying investments<sup>1</sup>**

- Provides the Fund with the opportunity to participate in every new company investment on a deal-by-deal basis<sup>2</sup>
- Partners with the management teams of leading companies that are poised for significant growth or operational improvements

Past performance is not necessarily indicative of future results and there can be no guarantee that any historical trends will continue over the life of the Fund. There can be no assurance that the Fund will be able to implement its investment strategy or achieve its investment objectives.

1. Each of KKR, Vista or Warburg Pincus' activities in connection with the offering of interests in the Fund are solely related to marketing support efforts, and none of the firm are involved in distributing/selling shares of the Fund or facilitating the placement of orders by specific financial intermediaries or investors..
2. None of KKR, Vista or Warburg Pincus are a sponsor, promoter, advisor nor affiliate of the Fund. An affiliate of KKR owns an economic interest of 8% of the Adviser, an affiliate of Vista owns an economic interest of 8% of the Adviser, and Warburg Pincus owns 8% of the Adviser. A wholly owned subsidiary of iCapital Network owns the remaining economic interest of 75% of the Adviser. iCapital is solely responsible for the management and day to day operations of the Adviser and holds 100% of its voting interests. KKR, Vista or Warburg Pincus will have no control over or voting interests in the Adviser, including no representation on any investment committee or equivalent body or any input into the investment advice provided by the Adviser. KKR, Vista or Warburg Pincus will have no role in approving the Fund's participation in any underlying investment.

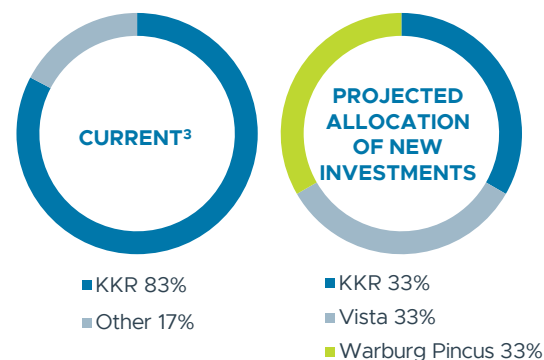
# RECENT UPDATES

# TARGETED PORTFOLIO TRANSITION

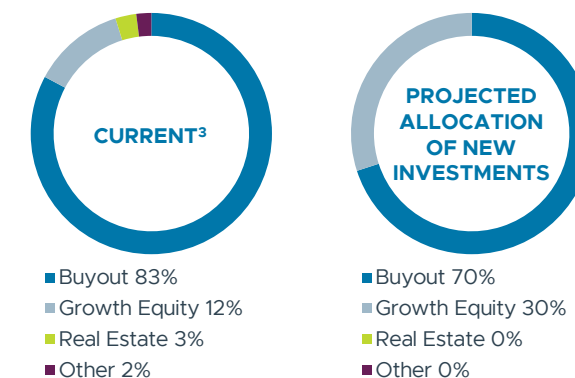
## Accelerated rebalancing<sup>1</sup>

- During an anticipated rebalancing period of 12-18 months<sup>2</sup>, the Fund intends to allocate a greater percentage of available capital to new deals alongside Vista and Warburg Pincus
  - The Fund also intends to continue allocating to new deals alongside KKR, albeit at a lower percentage
- Subsequently, the Fund intends to pursue an equal allocation of new deals alongside each of the three core managers

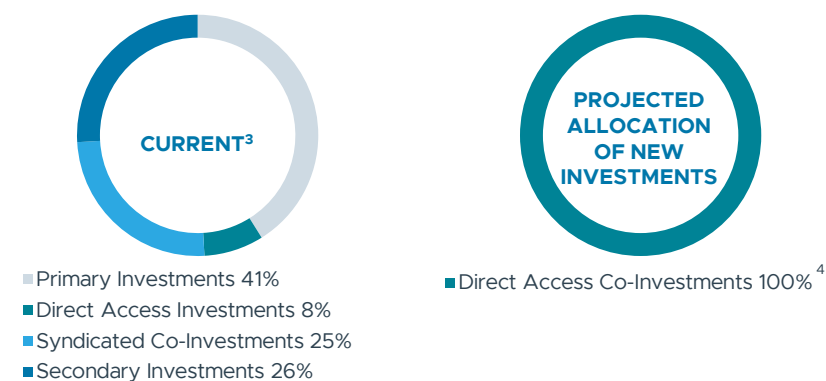
### MANAGER



### STYLE



### TYPE



1. Illustrates expected allocations for the Fund. There can be no assurances that similar investment opportunities will be available to the Fund.  
 2. Transition period will be dependent on the then-current market conditions, Adviser's discretion, fundraising and realization schedules and the rebalance period may accordingly be longer or shorter than this estimated time frame.  
 3. By private equity portfolio value plus unfunded commitments. As of 06/30/2023.  
 4. Direct Access co-investments include Direct Access investments, syndicated co-investments and GP-led secondary investments alongside KKR, Vista and Warburg Pincus.

Source: iCapital. For illustrative purposes only. Illustrates expected allocations for the Fund. There can be no assurances that similar investment opportunities will be available to the Fund. Direct Access investments originate from each of KKR, Vista or Warburg Pincus' fund mandates. The Adviser will have discretion over the selection and sizing (subject to an investment cap) of each Direct Access investment. KKR, Vista or Warburg Pincus will have no role in approving the Fund's participation in any specific Direct Access investment. There can be no assurance that the Fund will be able to implement its investment strategy or achieve its investment objectives. Past performance is not necessarily indicative of future results and there can be no guarantee that any historical trends will continue over the life of the Fund.

# DIRECT ACCESS IMPLEMENTATION

## iCapital pioneered a new way to make private equity investments<sup>1</sup>

- Opportunity to participate in every new company investment made by the core managers on a deal-by-deal basis, not just the subset of syndicated co-investments available to traditional limited partners with sizable primary investments
  - The Direct Access arrangements cover all the private equity strategies of the core managers, which translates into an estimated pipeline of 55-80 new company investments per year
    - KKR strategies: Regional Flagships<sup>2</sup>, Middle Market, Technology Growth, Health Care Growth, Long Duration and Impact
    - Vista strategies: Flagship, Middle Market, and Small Cap
    - Warburg Pincus strategies: Flagship
- Ability to control the sizing and selection of each opportunity based on available capital
- Direct Access investments are typically fully funded upfront (i.e., little or no unfunded obligation), which potentially reduces the impact of cash drag<sup>3</sup> within the registered fund
  - Addresses the fundamental mismatch between fully funded subscriptions from the Fund's investors and periodic capital calls associated with primary investments

Past performance is not necessarily indicative of future results and there can be no guarantee that any historical trends will continue over the life of the Fund.

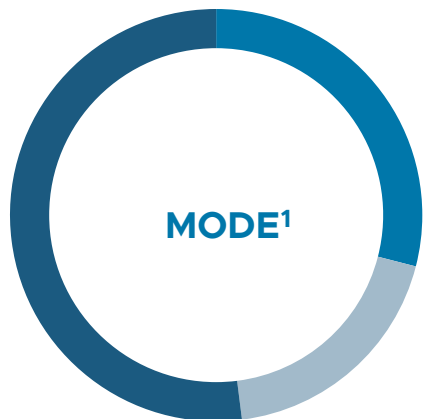
1. iCapital opinion. Direct Access is the first arrangement of its type in a private equity registered fund with deal-by-deal-access to buyout and growth equity transactions from a select manager.

2. KKR's flagship private equity includes Americas, Asia and European private equity strategies

3. Cash drag refers to the opportunity cost of a fund holding a portion of its assets in cash and cash equivalents to meet unfunded obligations, take advantage of future investment opportunities, or provide potential liquidity to shareholders  
There can be no assurance that the Fund will be able to implement its investment strategy or achieve its investment objectives.

# FUND METRICS

# PORTFOLIO COMPOSITION



- Entry Mode 29%
- Value Creation Mode 19%
- Harvest Mode 52%



- Americas 64%
- Asia 18%
- Europe 18%



- Information Technology 28%
- Health Care 19%
- Financials 11%
- Industrials 11%
- Consumer Discretionary 9%
- Consumer Staples 8%
- Communication Services 7%
- Real Estate 3%
- Energy 2%
- Materials 1%
- Other 0%

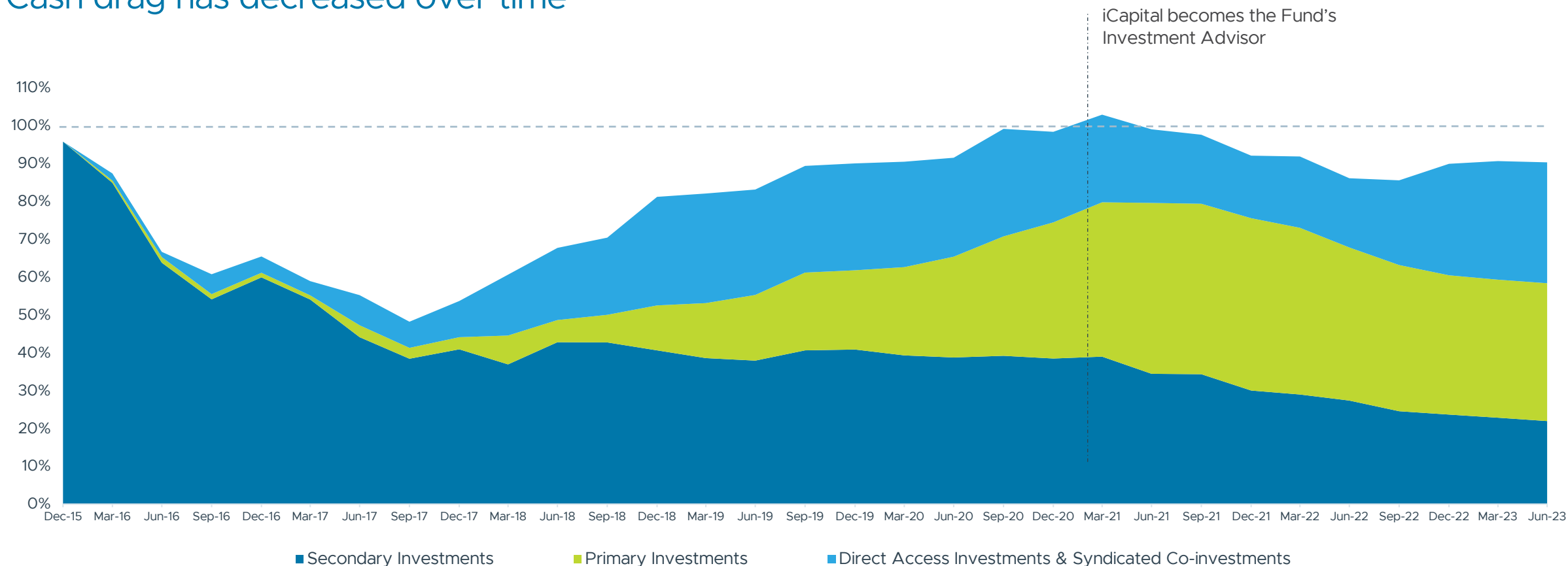
**As of June 30, 2023, the Fund has exposure to 384 companies, with over 70% of existing underlying investment value in either Value Creation Mode (2-4 years old) or Harvest Mode (4+ years old)**

1. By private equity portfolio value plus unfunded commitments, as of June 30, 2023.  
 2. By underlying investment value, as of June 30, 2023.

Given the percentage of assets allocated to investment interests managed by a single manager (KKR), the Fund is exposed to risks related to KKR, and, once the Fund has begun investing alongside Vista and Warburg Pincus, it will also be exposed to risks related to Vista and Warburg Pincus. Diversification does not ensure profit or protect against loss in a positive or declining market. There is no guarantee that any investment will achieve its objectives, generate profits or avoid losses. Past performance is no guarantee of future results and there can be no guarantee that any historical trends will continue over the life of the Fund. There can be no assurance that the Fund will be able to implement its investment strategy or achieve its investment objectives. Holdings are subject to change. For illustrative purposes only.

# HISTORICAL ASSET MIX BY INVESTMENT TYPE

Cash drag has decreased over time



Source: iCapital. As of June 30, 2023. Holdings are subject to change. Allocations to Direct Access investments, syndicated co-investments, secondary investments, and primary investments will adjust with market conditions. Diversification does not ensure profit or protect against loss in a positive or declining market. There is no guarantee that any investment will achieve its objectives, generate profits or avoid losses. Past performance is no guarantee of future results. There can be no guarantee that any historical trends will continue over the life of the Fund. There can be no assurance that the Fund will be able to implement its investment strategy or achieve its investment objectives. Please see the Fund's prospectus for more information. For illustrative purposes only. iCapital Registered Fund Adviser LLC was appointed as the Fund's Adviser on February 12, 2021.



As of June 30, 2023

	QTD	YTD	One Year	Three Year	Five Year	Since Inception <sup>1</sup>
<b>Total Return<sup>2</sup> (%)</b>						
Class I	3.27	3.88	2.54	13.84	8.85	9.28
Class A <sup>3</sup>	3.12	3.60	1.97	13.17	8.22	8.58
MSCI ACWI	6.18	13.94	16.53	10.99	8.10	8.10
<b>Standard Deviation<sup>4</sup> (%)</b>						
Class I						7.94
Class A						7.93
MSCI ACWI						15.61

1. July 31, 2015.
2. Returns for Class I and Class A shares based on NAV per share, including reinvestment of dividends and distributions. Past performance is not necessarily indicative of future results and there can be no guarantee that any historical trends will continue over the life of the Fund. There can be no assurance that the Fund will be able to implement its investment strategy or achieve its investment objectives.
3. Class A shares are subject to a maximum sales load of 3.5%. Class I shares have no sales load.
4. Based on monthly data. Standard deviation is a statistical measure of how consistent returns are over time; a lower standard deviation indicates historically less volatility. Returns for periods greater than one year are annualized. The total annual fund expense ratio, gross of any fee waivers or expense reimbursements, is 2.45% for Class A shares and 1.85% for Class I shares as of the most recent Prospectus dated June 20, 2023, as supplemented. See the Prospectus for more information. The performance data quoted represents past performance, which is no guarantee of future results. Current performance may be lower or higher than the performance data shown above. Investment return and principal value will fluctuate, so that shares, when sold, may be worth more or less than their original cost. The Fund's performance is net of certain fees and expenses. See the Fund's prospectus for a comprehensive explanation of the Fund's fees and expenses. The returns reflect any expense limitation and reimbursement agreement in place at the time, without which, the performance in certain periods would have been lower or higher. The Fund's performance, especially for short periods of time, should not be the sole factor in making your investment decision. For the period from the Fund's inception through May 31, 2016, the returns and expenses of Class A shares reflect the performance of the prior feeder fund; and the returns of Class I shares reflect the performance of the Fund prior to its issuance of multiple share classes and reclassification of existing shares. From June 1, 2016 forward, the returns reflect performance of Class A and Class I shares, respectively, of the iCapital KKR Private Markets Fund (formerly known as the Altegris KKR Commitments Master Fund). As of February 12, 2021, iCapital Registered Fund Adviser LLC (the "Adviser") is the investment adviser to the Fund. Prior to February 12, 2021, the Fund was managed by a different investment adviser. As of February 1, 2022, the Fund no longer had a sub-adviser. Prior to February 1, 2022, StepStone Group L.P. ("StepStone") served as sub-adviser. MSCI All-Country World Index. The MSCI ACWI captures large and mid cap representation across 23 developed markets and 27 emerging markets countries. With more than 3,000 constituents, the index covers approximately 85% of the global investable equity opportunity set. The index shown is for general market comparisons and is not meant to represent any actual fund. An index is unmanaged and not available for direct investment.

# TERMS

<b>Structure</b>	<ul style="list-style-type: none"> <li>• '40 Act Registered Tender Offer Closed End Fund</li> </ul>	
<b>Investor Eligibility</b>	<ul style="list-style-type: none"> <li>• Accredited Investors</li> </ul>	
<b>Minimum Investment</b>	<ul style="list-style-type: none"> <li>• \$25,000</li> </ul>	
<b>Subscriptions</b>	<ul style="list-style-type: none"> <li>• Monthly subscriptions; offered at the then-current Net Asset Value (“NAV”) per share as of the date on which the purchase order is accepted, plus any applicable sales charge</li> </ul>	
<b>Liquidity</b>	<ul style="list-style-type: none"> <li>• The Fund offers to repurchase Shares from Shareholders on a quarterly basis, in an amount not to exceed 5% of the Fund’s NAV, subject to the discretion of the Board to make such tender offer each quarter<sup>1</sup></li> </ul>	
<b>Tender Dates/ Timing</b>	<ul style="list-style-type: none"> <li>• March 31, June 30, September 30 and December 31, as applicable. Each repurchase offer will commence approx. 45 days prior to the applicable repurchase date. The Fund expects that full payment will be made on or before the 60<sup>th</sup> day following the valuation date during those quarters that the Board determines to make a tender offer.</li> </ul>	
<b>Early Repurchase Fee</b>	<ul style="list-style-type: none"> <li>• Any repurchase of Shares from a Shareholder which were held for less than one year will be subject to a 2% fee on shares repurchased at NAV</li> </ul>	
<b>Repurchase Threshold</b>	<ul style="list-style-type: none"> <li>• The Fund expects to repurchase shares if the repurchase is in the best interest of the Fund</li> <li>• If over the four most recent quarters:             <ul style="list-style-type: none"> <li>○ The Fund does not repurchase all shares tendered by Shareholders; or</li> <li>○ The aggregate shares repurchased over the period divided by outstanding shares is at least 12%; or</li> <li>○ Any repurchase offer exceeds 50% of outstanding shares</li> </ul> </li> <li>• A special meeting of shareholders will be called, and shareholders will be asked whether to liquidate the Fund             <ul style="list-style-type: none"> <li>○ If shareholders do vote to liquidate, the Adviser will seek to liquidate over a three-year period, after which management fees are waived</li> </ul> </li> </ul>	
<b>Distributions</b>	<ul style="list-style-type: none"> <li>• Reinvested, with option to receive in cash at least annually</li> </ul>	
<b>Tax Reporting</b>	<ul style="list-style-type: none"> <li>• Form 1099-DIV or 1099-B<sup>2</sup></li> </ul>	
<b>Transaction Fees<sup>3</sup></b>	<b>Class A</b>	<b>Class I</b>
<b>Sales Load</b>	Up to a maximum of 3.5% of investment amount when shares are purchased	None
<b>Annual Expenses</b>	<b>Class A</b>	<b>Class I</b>
<b>Management Fee</b>	0.90% on NAV	0.90% on NAV
<b>Distribution Fee</b>	0.60% on NAV	None
<b>Total Annual Fund Expenses<sup>4</sup></b>	2.45% on NAV	1.85% on NAV

1. A 2% early repurchase fee imposed for repurchases within one year of investment. There can be no assurance that the Fund or the private equity funds in which it invests will be able to dispose of its investments at the price and at the time it wishes to do so, and investors should expect that they will likely not receive a return of their capital for a long period of time even if the investments of the Fund or the private equity funds in which it is invested prove successful. Prospective investors should also be aware that the Board may determine not to make any tender offer during one or more quarters.

2. Please consult a tax advisor for specifics on how an investment in the Fund may impact particular tax situations. None of the Fund, iCapital, KKR, Vista, Warburg Pincus renders tax advice to clients.

3. See the Fund’s prospectus for comprehensive information about the Fund’s fees and expenses.

4. Total Annual Fund Expenses are per the Fund’s current prospectus, as supplemented, and include acquired fund fees and expenses which are borne indirectly by Shareholders.

Note: This page is a summary of certain terms of the Fund. Please consult the Fund’s prospectus for a complete description of the Fund’s terms. In addition, any investment will be governed by the terms and provisions of the Prospectus.

# APPENDIX

# NUMBER OF U.S. PUBLIC COMPANIES HAS BEEN STEADILY DECLINING

The universe of U.S. public companies has dropped in half over the past 20+ years<sup>1</sup>

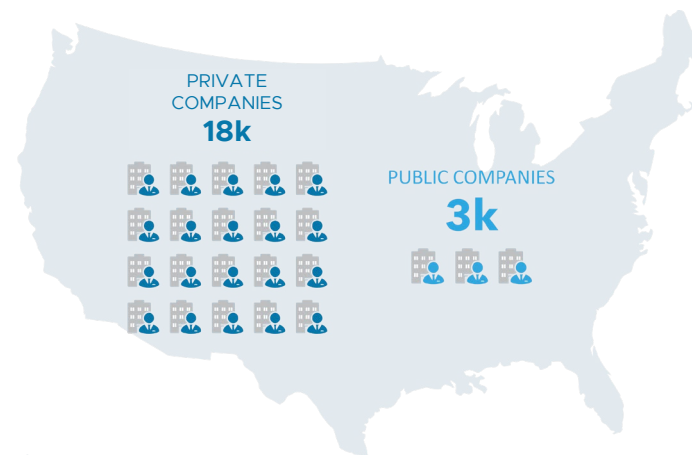
1998 = 7,499

2019 = 4,266



... and the universe of U.S. private companies is vastly larger today

Companies with annual revenues over \$100 million<sup>2</sup>



1. For illustrative purposes only. Source: The World Bank, as of May 2022.
2. For illustrative purposes only. Source: Hamilton Lane, as of January 2022  
Please note information presented includes the most recent practicably available data.

# EXAMPLES OF PRIVATE EQUITY FUND STRUCTURES

	Typical PE Fund	Feeder Fund	40 Act Registered Fund
<b>Minimum Eligibility</b>	[Generally] QP	[Generally] QP	AI or QC
<b>Minimum Investment</b>	<b>\$5,000,000</b>	<b>\$100,000 to \$250,000</b>	<b>\$25,000 and up</b>
<b>Capital Calls</b>	Yes	Yes	No
<b>Subscription Frequency</b>	Closed-end	Closed-end	Closed-end; often continuously offered on a monthly basis
<b>Redemption Feature</b>	None	None	Limited; up to 5% of Net Asset Value quarterly, subject to the discretion of the Fund's Board
<b>Tax Reporting</b>	K-1	K-1	1099

Note: Specifics vary by fund. QP refers to Qualified Purchaser eligibility as defined under section 2(a)(51) of the Investment Company Act. Generally, Qualified Purchasers refer to individuals or entities that have at least \$5 million in investments. QC refers to Qualified Client eligibility as defined by Rule 205-3 under the Advisers Act, as amended. Generally, Qualified Clients refer to individuals or entities that have at least \$1.1 million of assets under management with the investment adviser or a net worth in excess of \$2.2 million. AI refers to Accredited Investor eligibility as defined by Rule 501(a) of Regulation D under the Securities Act of 1933, as amended. Generally, Accredited Investors refer to individuals with net worth over \$1 million (excluding primary residence); entities with \$5 million in total assets. iDirect Private Markets Fund does not charge a performance fee on capital gains/appreciation, but certain other registered private equity funds do.

# Important Information – Disclosures

INVESTORS SHOULD CAREFULLY CONSIDER THE INVESTMENT OBJECTIVES, RISKS, CHARGES AND EXPENSES OF THE iDIRECT PRIVATE MARKETS FUND BEFORE INVESTING. THIS AND OTHER IMPORTANT INFORMATION ABOUT THE FUND IS CONTAINED IN THE FUND'S PROSPECTUS, WHICH CAN BE OBTAINED BY CALLING 877-562-1686 OR VISITING [WWW.IDIRECTPMFUND.COM](http://WWW.IDIRECTPMFUND.COM). THE PROSPECTUS SHOULD BE READ CAREFULLY BEFORE INVESTING.

This information is not an offer to sell securities issued by iDirect Private Markets Fund (the "Fund"). All investors in the Fund must be "Accredited Investors," as defined in Regulation D under the Securities Act of 1933. The Fund is a diversified, closed-end investment company, registered under the Investment Company Act of 1940, as amended (the "1940 Act") and designed for long-term investors and not as a trading vehicle.

The Fund differs from open-end investment companies in that investors do not have the right to redeem their units on a daily basis. Instead, repurchases of units are subject to the approval of the Fund's Board of Trustees (the "Board"). The Fund's units represent illiquid securities of an unlisted closed-end fund, are not listed on any securities exchange or traded in any other market, and are subject to substantial limitations on transferability. LIQUIDITY IN ANY GIVEN QUARTER IS NOT GUARANTEED. YOU SHOULD NOT INVEST IN THE FUND IF YOU NEED A LIQUID INVESTMENT.

The investment adviser of the Fund is iCapital Registered Fund Adviser LLC (the "Adviser"). No assurance can be given that the Fund's investment program will be successful. An investment in the Fund should be viewed only as part of an overall investment program. While the portfolio composition that has been developed by the Adviser reflect its assessment of the relative attractiveness of sub-sectors within the context of an appropriately diversified portfolio, given the percentage of assets that are allocated to investment interests managed by a trio of managers -KKR, Vista, and Warburg Pincus- the Fund is exposed to risks related to KKR, Vista and Warburg Pincus. None of KKR, Vista or Warburg Pincus is a sponsor, promoter, advisor nor affiliate of the Fund. Vista and Warburg Pincus are expected to acquire an economic interest of less than 8% of the Adviser, and a wholly owned subsidiary of iCapital Network owns an economic interest of more than 75% of the Adviser. iCapital RFA Holding is solely responsible for the management and day to day operations of the Adviser and holds one hundred percent of its voting interests. None of KKR, Vista or Warburg Pincus has control over or voting interests in the Adviser, including no representation on any investment committee or equivalent body or any input into the investment advice provided by the Adviser. KKR, Vista or Warburg Pincus personnel will have no role in approving the Fund's participation in any underlying investment.

The S&P 500 Total Return Index and the MSCI ACWI are widely accepted, unmanaged indexes of U.S. stock market performance and global equity performance, respectively. Indices do not reflect commissions or fees that may be charged to an investment product based on the index, which may materially affect the performance data presented. There are significant differences in the risks and potential for volatility of the Fund relative to an index. Investors may not invest in the index directly. Preqin's database provides information on many active Private Equity funds from different managers and is widely used in the industry to understand trends.

An investment in the Fund is speculative and involves substantial risks. It is possible that investors may lose some or all of their investment. In general, alternative investments such as private equity involve a high degree of risk, including potential loss of principal invested. These investments can be highly illiquid, charge higher fees than other investments, and typically do not grow at an even rate of return and may decline in value. In addition, past performance is not necessarily indicative of future results.

In addition to all of the risks inherent in alternative investments, an investment in the Fund involves specific risks associated with private equity investing. Underlying funds and many of the securities held by underlying funds may be difficult to value and will be priced in the absence of readily available market quotations, based on determinations of fair value, which may prove to be inaccurate. Fund investors will bear asset-based fees and expenses at the Fund level, and will also indirectly bear fees, expenses and performance-based compensation of the underlying funds.

Underlying funds will not be registered under the 1940 Act.

The Fund's investment portfolio will consist of primary and secondary investments in private equity funds that hold securities issued primarily by privately held companies ("Investment Funds"), co-investments, cash and cash-equivalents. Many of such investments involve a high degree of business and financial risk that can result in substantial losses.

# Important Information – Disclosures and Risks

THE FUND'S PROSPECTUS PROVIDES A MORE COMPLETE DISCUSSION OF THE RISKS SUMMARIZED BELOW

The Fund currently invests a substantial portion of its assets in Investment Funds managed by investment managers affiliated with KKR and in the future expects to invest a substantial portion of its assets in Investment Interests managed by KKR, Vista and Warburg Pincus, and therefore may be less diversified, and more subject to concentration risk and/or investment manager-specific risk, than other funds of private equity funds. If the Fund determines that its focused investment strategy on KKR, Vista and Warburg Pincus Investment Funds and co-investment opportunities is no longer appropriate or desirable, the Fund would allocate its assets to other non-KKR, non-Vista or non-Warburg Pincus investment opportunities which may expose the Fund to other risks or make it more difficult for the Fund to achieve its investment objective.

The Fund's performance depends upon the performance of the investment managers and selected strategies, the adherence by such investment managers to such selected strategies, the instruments used by such investment managers and the Advisers' ability to select investment managers and strategies and effectively allocate Fund assets among them. The Fund is organized to provide shareholders with a multi-strategy investment program and not as an indirect way to gain access to any particular KKR, Vista or Warburg Pincus or other Investment Fund.

The Fund's investment portfolio will consist of Investment Funds which hold securities issued primarily by privately held companies, and operating results for the portfolio companies in a specified period will be difficult to predict. Such investments involve a high degree of business and financial risk, including those relating to the current global pandemic that can result in substantial losses.

Subject to the limitations and restrictions of the 1940 Act, the Fund may use leverage by borrowing money for investment purposes, to satisfy repurchase requests and for other temporary purposes, which may increase the Fund's volatility. Leverage is a speculative technique that exposes the Fund to greater risk and higher costs than if it were not implemented. The Fund will have to pay interest and dividends on its borrowings, which may reduce the Fund's current income.

An investment manager's investments, depending upon strategy, may be in companies whose capital structures are highly leveraged. Such investments involve a high degree of risk in that adverse fluctuations in the cash flow of such companies, or increased interest rates, may impair their ability to meet their obligations, which may accelerate and magnify declines in the value of any such portfolio company investments in a down market.

Fund shareholders will bear two layers of fees and expenses: asset-based fees and expenses at the Fund level, and asset-based fees, carried interests, incentive allocations or fees and expenses at the Investment Fund level. In addition, to the extent that the Fund invests in an Investment Fund that is itself a "fund of funds," the Fund will bear a third layer of fees.

KKR personnel have no role in the Adviser's investment process. Because the Fund allocates assets primarily to private equity investment funds and other investment funds sponsored by or affiliated with KKR, KKR's substantial economic interest in the Adviser may create an incentive for the Adviser to favor the interests of KKR over the interests of the Fund in the assessment and selection of underlying funds, the negotiation of terms, and the exercise of the Fund's rights in the underlying funds associated with KKR. iCapital Network and/or its affiliates may advise and/or administer funds that may invest in other funds advised by KKR or which have other relationships with KKR, which may also give rise to a conflict of interest. The Adviser's investment controls, policies and procedures, and the role of StepStone, as the lead party in the process of selecting, negotiating terms with, and managing investments in underlying funds, may help to mitigate these potential conflict of interests.

The Fund has qualified, and intends to qualify in the future, as a regulated investment company under the Internal Revenue Code, but may be subject to substantial tax liabilities if it fails to so qualify.

The Fund may invest indirectly a substantial portion of its assets in Investment Funds that follow a particular type of investment strategy, which may expose the Fund to the risks of that strategy.

The Fund's investments in Investment Funds (which will constitute a vast majority of the Fund's investments), and many of the investments by the Investment Funds, will be priced in the absence of a readily available market and may be priced based on determinations of fair value, which may prove to be inaccurate. Neither the Adviser nor the Board will be able to confirm independently the accuracy of the investment managers' valuations (which are unaudited, except at year-end). This risk is exacerbated to the extent that Investment Funds generally provide valuations only on a quarterly basis. While such information is provided on a quarterly basis, the Fund will provide valuations, and will issue shares, on a monthly basis. To the extent that the Fund does not receive timely information from the Investment Funds regarding their valuations, the Fund's ability to accurately calculate its net asset value may be impaired. An Investment Fund's information could also be inaccurate due to fraudulent activity, misvaluation or inadvertent error. The Fund may not uncover errors in valuation for a significant period of time, if ever.

There is no market exchange available for shares of the Fund thereby making them illiquid and difficult to dispose of.

The Fund historically employed an "over-commitment" strategy, which could result in an insufficient cash supply to fund Investment Fund commitments. Such a short fall would have negative impacts on the Fund, including an adverse impact on the Fund's ability to pay for repurchases of shares tendered by shareholders or to meet expenses generally. Moreover, if the Fund defaults on its commitment or fails to satisfy capital calls in a timely manner then, generally, it will be subject to significant penalties, including the complete forfeiture of the Fund's investment in the Investment Fund.

Investment managers may invest the Investment Funds' assets in securities of non-U.S. issuers, including those in emerging markets, and the Fund's assets may be invested in Investment Funds that may be denominated in non-U.S. currencies, thereby exposing the Fund to various risks that may not be applicable to U.S. securities.

The Fund is distributed by iCapital Securities, LLC ("iCapital Securities"), a registered broker/dealer affiliate of iCapital Network and the Fund's adviser iCapital Registered Fund Adviser LLC.

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