

# What is private company investing and why do we do it?

September 2023

---

**Discover what private company investing is, and why our decades of institutional knowledge of exceptional growth companies gives us an advantage.**

---

**Your capital is at risk.**

---

**Ben James (BJ):** Hello, and welcome to this series of films on investing in private companies at Baillie Gifford. We aim to give you everything you need to know. They're applicable to all clients that invest in our range of trusts and vehicles that hold private companies. I'm Ben James, an investment specialist director that looks after our US Equity Growth and Scottish Mortgage investment trusts, both of which hold significant numbers of private companies. I'm joined by James Yuill and Rachael Callaghan, both from the Private Companies Team.

James is the head of our operations and Rachael is a manager looking after investor relations. Welcome, guys.

**Rachael Callaghan (RC):** Hi, Ben.

**James Yuill (JY):** Hi, Ben.

**BJ:** Let's start with, why do we invest in private companies? Rachael, in the industry, there are loads of different definitions, venture capital, seed investing, angel investing, private equity. We call it private companies. Why do we do that?

**RC:** I think that's a great starting point, Ben. And largely, it's a case of semantics based on our investment philosophy. We call it private companies at Baillie Gifford because we are not just buying equity. We are investing in private companies and joining them on their journey. We are looking for high-growth, transformational, disruptive companies that just happen to be private. And that means that their shares aren't traded on the public stock exchanges. They are held privately by founders, management teams and shareholders.

**BJ:** Why did we start investing in private companies in the first place? As we know, but our audience might not know, companies are staying private for longer. In the past, companies would list on the public stock exchange and be able to sell their shares to anyone around. And they would be about seven years old. They're now averaging about 12 years old. And some of our largest private companies at Baillie Gifford are over 20 years old. What happened was there was a lot of money that was allowed to go after private companies because they could hold more shareholders on their shareholder register after some regulation in the US.

And also because of technology, the Internet and so on, they didn't need as much money to grow significantly. Whereas in the past, that wasn't the case. And you see these companies becoming really big, many billions of dollars at a relatively early stage, but able to stay private because there's lots of money being able to invest in them.

**JY:** Absolutely. It's a whole new ecosystem for growth companies themselves.

**BJ:** That's right. And we were part of that. We started in 2012. And we were fortunate to realise that we have a range of investment trusts in the UK which are permanent pools of capital, which can hold private companies in them without the risk of a liquidity problem. They could hold them for a long time and support them. That's another reason why we do this, Rachael. And I think that we might have an edge in this. Can you talk about that?

**RC:** Yes. It's important to remember that at Baillie Gifford, we've been analysing growth companies for over a century. We were founded in 1908. And that gives us an intrinsic institutional heritage that a lot of people don't have. We have an edge in analysing high-growth, exceptional, innovative companies. And I don't just mean in terms of how they can improve profit margins or the business model development or product development plan or how they might expand into different geographies.

Of course, we take all of that into our analysis when we're looking at different investment cases. But there's also the intangible things, whether or not... It doesn't matter if you have all these great business models and spreadsheets if you don't have the willingness and the ability to execute on the business plans that you have. And we have this unfair advantage at Baillie Gifford where we have decades of institutional knowledge on what makes exceptional growth companies work, how they get to the next stage of their growth.

And that comes from strong cultures, good governance structures and really visionary founders and management teams that have the willingness and the ability to push forward into that next stage of growth.

**BJ:** One of the challenges we get from some clients is that if there's all this new money and a new ecosystem going after private companies, how do we get access? And James, you'll have seen, looking after the shareholder registers of these companies we invest in, that actually, we have quite a good reputation here and are able to get access. Can you talk about that a bit?

**JY:** Yes. The luxury a lot of these companies have is they can be selective on who is on that shareholder list. It's a much narrower list than you would see for a public company. And what they want is shareholders that are supportive, that are there for that long-term journey. And that doesn't stop when they become public. Having that reputation and knowing that we're long term, that gives the confidence to the companies that Baillie Gifford are a good shareholder to have.

**BJ:** And what about our structure then also is attractive to these founders in these companies? Because in traditional private equity, what happens when a private company goes to list on the market, goes to an IPO?

**JY:** It'd sell. Traditionally, either the vehicles don't allow them to hold listed equities for long...

**BJ:** The managers would sell it. The investors would sell it.

**JY:** Exactly. The managers will sell and cash out, really, when they become public. Whereas what we're looking to do is to hold them throughout that journey to the point where they've achieved a level of growth and transformation that we believe they can.

**BJ:** It's quite appealing for founders and people running companies for us to hold it to and through IPO?

**JY:** Exactly.

**RC:** Yes.

**BJ:** And the third reason is because it helps us understand, therefore, how the world's changing. And also, the fourth reason that I will always talk about is the fact that previously, decades ago, it was quite hard to access these great companies. But because of the vehicles that we use to invest in them, we can democratise access to these world-leading private growth companies.

Let's summarise it up. The reason why we do this is companies just staying private for longer. It gives us access to some of the most innovative companies and leaders in the world and improves our networks. It helps us understand where the world's changing and therefore, what we need to invest in and what that might mean for our public companies. And it democratises access to these great private companies for everyone.

**RC:** Yes, exactly.

**JY:** Absolutely.

**BJ:** Thanks for watching this film and look out for other films in the series on investing in private companies at Baillie Gifford.

**Important information and risk factors**

Investment in private companies may carry greater risk. These assets may be more difficult to sell, so changes in their prices may be greater.

Past performance is not a guide to future returns.

The views expressed should not be considered as advice or a recommendation to buy, sell or hold a particular investment. They reflect opinion and should not be taken as statements of fact nor should any reliance be placed on them when making investment decisions.

This film was produced and approved in September 2023 and has not been updated subsequently. It represents views held at the time of recording and may not reflect current thinking.

This communication contains information on investments which does not constitute independent research. Accordingly, it is not subject to the protections afforded to independent research, but is classified as advertising under Art 68 of the Financial Services Act ('FinSA') and Baillie Gifford and its staff may have dealt in the investments concerned.

All information is sourced from Baillie Gifford & Co and is current unless otherwise stated.

Baillie Gifford & Co and Baillie Gifford & Co Limited are authorised and regulated by the Financial Conduct Authority (FCA). Baillie Gifford & Co Limited is an Authorised Corporate Director of OEICs.

Baillie Gifford Overseas Limited provides investment management and advisory services to non-UK Professional/Institutional clients only. Baillie Gifford Overseas Limited is wholly owned by Baillie Gifford & Co. Baillie Gifford & Co and Baillie Gifford Overseas Limited are authorised and regulated by the FCA in the UK.

Persons resident or domiciled outside the UK should consult with their professional advisers as to whether they require any governmental or other consents in order to enable them to invest, and with their tax advisers for advice relevant to their own particular circumstances.

## Financial Intermediaries

This communication is suitable for use of financial intermediaries. Financial intermediaries are solely responsible for any further distribution and Baillie Gifford takes no responsibility for the reliance on this document by any other person who did not receive this document directly from Baillie Gifford.

## Europe

Baillie Gifford Investment Management (Europe) Limited provides investment management and advisory services to European (excluding UK) clients. It was incorporated in Ireland in May 2018. Baillie Gifford Investment Management (Europe) Limited is authorised by the Central Bank of Ireland as an AIFM under the AIFM Regulations and as a UCITS management company under the UCITS Regulation. Baillie Gifford Investment Management (Europe) Limited is also authorised in accordance with Regulation 7 of the AIFM Regulations, to provide management of portfolios of investments, including Individual Portfolio Management ('IPM') and Non-Core Services. Baillie Gifford Investment Management (Europe) Limited has been appointed as UCITS management company to the following UCITS umbrella company; Baillie Gifford Worldwide Funds plc. Through passporting it has established Baillie Gifford Investment Management (Europe) Limited (Frankfurt Branch) to market its investment management and advisory services and distribute Baillie Gifford Worldwide Funds plc in Germany. Similarly, it has established Baillie Gifford Investment Management (Europe) Limited (Amsterdam Branch) to market its investment management and advisory services and distribute Baillie Gifford Worldwide Funds plc in The Netherlands. Baillie Gifford Investment Management (Europe) Limited also has a representative office in Zurich, Switzerland pursuant to Art. 58 of the Federal Act on Financial Institutions ("FinIA"). The representative office is authorised by the Swiss Financial Market Supervisory Authority (FINMA). The representative office does not constitute a branch and therefore does not have authority to commit Baillie Gifford Investment Management (Europe) Limited. Baillie Gifford Investment Management (Europe) Limited is a wholly owned subsidiary of Baillie Gifford Overseas Limited, which is wholly owned by Baillie Gifford & Co. Baillie Gifford Overseas Limited and Baillie Gifford & Co are authorised and regulated in the UK by the Financial Conduct Authority.

## China

Baillie Gifford Investment Management (Shanghai) Limited 柏基投资管理(上海)有限公司 ('BGIMS') is wholly owned by Baillie Gifford Overseas Limited and may provide investment research to the Baillie Gifford Group pursuant to applicable laws. BGIMS is incorporated in Shanghai in the People's Republic of China ('PRC') as a wholly foreign-owned limited liability company with a unified social credit code of 91310000MA1FL6KQ30. BGIMS is a registered Private Fund Manager with the Asset Management Association of China

(‘AMAC’) and manages private security investment fund in the PRC, with a registration code of P1071226.

Baillie Gifford Overseas Investment Fund Management (Shanghai) Limited

柏基海外投资基金管理(上海)有限公司(‘BGQS’) is a wholly owned subsidiary of BGIMS incorporated in Shanghai as a limited liability company with its unified social credit code of 91310000MA1FL7JFXQ. BGQS is a registered Private Fund Manager with AMAC with a registration code of P1071708. BGQS has been approved by Shanghai Municipal Financial Regulatory Bureau for the Qualified Domestic Limited Partners (QDLP) Pilot Program, under which it may raise funds from PRC investors for making overseas investments.

### **Hong Kong**

Baillie Gifford Asia (Hong Kong) Limited 柏基亞洲(香港)有限公司 is wholly owned by Baillie Gifford Overseas Limited and holds a Type 1 and a Type 2 license from the Securities & Futures Commission of Hong Kong to market and distribute Baillie Gifford’s range of collective investment schemes to professional investors in Hong Kong. Baillie Gifford Asia (Hong Kong) Limited

柏基亞洲(香港)有限公司 can be contacted at Suites 2713-2715, Two International Finance Centre, 8 Finance Street, Central, Hong Kong. Telephone +852 3756 5700.

### **South Korea**

Baillie Gifford Overseas Limited is licensed with the Financial Services Commission in South Korea as a cross border Discretionary Investment Manager and Non-discretionary Investment Adviser.

### **Japan**

Mitsubishi UFJ Baillie Gifford Asset Management Limited (‘MUBGAM’) is a joint venture company between Mitsubishi UFJ Trust & Banking Corporation and Baillie Gifford Overseas Limited. MUBGAM is authorised and regulated by the Financial Conduct Authority.

### **Australia**

Baillie Gifford Overseas Limited (ARBN 118 567 178) is registered as a foreign company under the Corporations Act 2001 (Cth) and holds Foreign Australian Financial Services Licence No 528911. This material is provided to you on the basis that you are a “wholesale client” within the meaning of section 761G of the Corporations Act 2001 (Cth) (“Corporations Act”). Please advise Baillie Gifford Overseas Limited immediately if you are not a wholesale client. In no circumstances may this material be made available to a “retail client” within the meaning of section 761G of the Corporations Act.

This material contains general information only. It does not take into account any person's objectives, financial situation or needs.

**South Africa**

Baillie Gifford Overseas Limited is registered as a Foreign Financial Services Provider with the Financial Sector Conduct Authority in South Africa.

**North America**

Baillie Gifford International LLC is wholly owned by Baillie Gifford Overseas Limited; it was formed in Delaware in 2005 and is registered with the SEC. It is the legal entity through which Baillie Gifford Overseas Limited provides client service and marketing functions in North America. Baillie Gifford Overseas Limited is registered with the SEC in the United States of America.

The Manager is not resident in Canada, its head office and principal place of business is in Edinburgh, Scotland. Baillie Gifford Overseas Limited is regulated in Canada as a portfolio manager and exempt market dealer with the Ontario Securities Commission ('OSC'). Its portfolio manager licence is currently passported into Alberta, Quebec, Saskatchewan, Manitoba and Newfoundland & Labrador whereas the exempt market dealer licence is passported across all Canadian provinces and territories. Baillie Gifford International LLC is regulated by the OSC as an exempt market and its licence is passported across all Canadian provinces and territories. Baillie Gifford Investment Management (Europe) Limited ('BGE') relies on the International Investment Fund Manager Exemption in the provinces of Ontario and Quebec.

**Israel**

Baillie Gifford Overseas is not licensed under Israel's Regulation of Investment Advising, Investment Marketing and Portfolio Management Law, 5755-1995 (the Advice Law) and does not carry insurance pursuant to the Advice Law. This material is only intended for those categories of Israeli residents who are