



HOW DO I KNOW IF THIS FUND IS RIGHT FOR ME?

TPIC is appropriate for investors who seek an investment with the goals of producing capital appreciation in the long term, and current income over the life of the investment. This fund offers a means to add diversification through access to private equity, which previously had much higher minimums and was often difficult to access by many individual investors.¹ Before subscribing to the fund, read the prospectus carefully, including the “Suitability Standards” section, to determine if these goals fit into your investment strategy.

¹ Diversification does not assure a profit or protect against loss in a declining market.

WHO CAN INVEST IN TPIC?

TPIC is a long-term investment for investors of adequate financial means who have limited need for liquidity in their investment. To invest in the fund, an investor must have either (i) a net worth (not including home, furnishings, and personal automobiles) of at least \$70,000 and an annual gross income of at least \$70,000, or (ii) a net worth (not including home, furnishings, and personal automobiles) of at least \$250,000. Some states impose higher standards. Please see the prospectus for details.

WHAT IS THE PRICE OF A SHARE AND THE MINIMUM INVESTMENT?

The offering price of TPIC’s shares is determined by its board of directors and may change over time as the value of the underlying portfolio changes. Visit www.TritonPacificPE.com for current price information. The minimum investment is \$5,000. Once an investor has satisfied the initial minimum payment requirement, additional purchases are permitted in increments of \$500. The investment minimum for subsequent purchases does not apply to shares purchased through the fund’s distribution reinvestment plan.

HOW DO I INVEST IN TPIC?

Your financial advisor will provide you with a subscription document to complete and a prospectus outlining the terms of TPIC’s offering. When you are ready to invest, simply follow the directions on the subscription document. Your financial advisor can help you with any questions you might have.

HOW OFTEN ARE DISTRIBUTIONS PAID?

Distributions are anticipated to be paid on a monthly basis, subject to the discretion of the board of directors and as described more fully in the prospectus.

CAN I REINVEST MY DISTRIBUTIONS?

Yes, the fund’s distribution reinvestment plan allows you to use your cash distributions to purchase shares at a 5% discount to the then current public offering price.

HOW DO I KEEP TRACK OF MY INVESTMENTS?

After you invest, you will receive account statements on a quarterly basis. You will also be able to view these statements and other investment documentation online. You will be provided access to a shareholder portal that you can access through our website www.TritonPacificPE.com under the investor relations tab.

HOW DOES TAX REPORTING WORK?

Each year a statement on Form 1099-DIV will be mailed to stockholders identifying the sources of distributions from TPIC for the previous year. The fund structure allows for simpler tax reporting, meaning you will not have to deal with any burdensome K-1 reconciliation.

HOW LONG SHOULD I EXPECT TO HOLD MY INVESTMENT?

TPIC is not publicly traded and was not designed for investors who expect to liquidate their holdings quickly. Similar to private debt and equity investments made by institutional investors, TPIC’s structure is more appropriate for the long-term nature of the assets in which it invests. To provide stockholders with limited liquidity, the fund intends to conduct quarterly tender offers under its share repurchase program. It intends to seek a liquidity event for stockholders within five to seven years following the completion of its offering stage; however, the offering period may extend for an indefinite period. Multiple interim liquidity events may include an orderly liquidation of the private debt portfolio, harvesting individual private equity investments, and “special distributions” to investors. Liquidity may also come from the listing of the TPIC’s shares on a public exchange, the sale of all or substantially all of the fund’s assets followed by a final distribution to investors or a merger or other transaction where investors likely would receive cash or shares in a publicly traded company. However, there can be no assurance that a liquidity event can be completed.

TritonPacific

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WHAT IS PRIVATE EQUITY? HOW DOES IT WORK?

Private Equity investing is defined as an investment in a privately owned business, and has also been referred to as “Leveraged Buyouts” or “Growth Capital Investing”. Private equity investors can make investments that focus on long term value creation even if sometimes at the expense of short term earnings. Typically, a private equity firm identifies an attractive privately held business where the founders/owners seek liquidity or want additional capital for growth. After terms are agreed upon and extensive due diligence has been completed, the private equity firm completes its investment and shifts its attention to increasing value by providing strategic guidance and operating expertise to the business. Under ideal conditions, the company’s value increases and is ultimately sold at a premium to a strategic or financial buyer.

WILL TPIC INVEST IN START-UP COMPANIES?

Private Equity is typically focused on more mature, proven businesses where the company’s financial statements can demonstrate its success. In essence, the business has succeeded, and could be even more valuable under new ownership, with more capital, strategic guidance, and operating expertise available to the business. Triton Pacific’s historic investment discipline filters out unproven businesses, no matter how interesting the concept or attractive the Business Plan.

WHY DOES TPIC CONTEMPLATE USING BOTH AN ADVISOR AND A SUB-ADVISOR?

TPIC will invest in both private equity and private debt. Triton Pacific Capital Partners has been making private equity investments for more than a decade. To compliment this skill set, the Advisor may contract with one or more institutional fixed income managers to oversee a portion of the portfolio such as syndicated bank loans. This combination potentially affords investors the opportunity to balance the yield provided by senior secured floating rate loans with the higher expected returns that may result from private equity investing.

CAN THIS BE INVESTED IN A QUALIFIED RETIREMENT PLAN?

Yes. TPIC is eligible for investment in Qualified Plans, including IRA and Defined Contribution and Defined Benefit Plans, subject to acceptance by the Plan’s Custodian.

IS TPIC PRIVATE EQUITY OR A BDC?

It’s both. TPIC is a BDC, which provides additional transparency and governance, and will invest in both Private Equity and Private Debt, which have historically carried higher minimums and sometimes been challenging to access by individual investors.

WHAT IS A BDC?

BDC is an acronym for Business Development Company, a corporate format for investing in American businesses that was enacted by Congress in 1980. Historically, BDCs were solely focused on loans to private businesses, but recently the BDC marketplace has grown to nearly \$30 billion of publicly traded companies and more than \$15 billion of non-traded companies, and have come to include both debt and equity investments consistent with Congress’ original intent.

WHY DOESN’T TPIC JUST FOCUS ON YIELD LIKE OTHER BDCS?

TPIC’s balanced investment strategy provides shareholders with the opportunity to generate higher long-term total returns through private equity investments along with attractive current yield through floating rate private debt investments. The combination allows investors a potentially lower risk approach to private company investing by focusing on both equity and debt, and not exposing the portfolio to the concentrated risks of just one asset class.

DISCLAIMERS & NOTES:

There is no guarantee that Triton Pacific Investment Corporation will achieve these or any of its other investment goals. Investing in TPIC should be considered speculative and includes the risk of substantial loss of investment.

Investing in private equity and private debt is subject to significant risks and may not be suitable for all investors. These risks may include limited operating history, reliance on investment advisor, potential conflicts of interest, payment of substantial fees to the investment advisor and the dealer manager, potential illiquidity and liquidation at more or less the original amount invested. Please see TPIC’s prospectus for a complete description of the risks involved with an investment.

This is neither an offer to sell nor a solicitation of an offer to buy the securities described herein, and it must be read along with the prospectus to fully understand the offering. The offering is made only by a prospectus filed with the Securities and Exchange Commission.