PABRAI INVESTMENT FUNDS

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To: All Limited Partners and Investors of the Pabrai Investment Funds

From: Mohnish Pabrai, Managing Partner

Date: April 17, 2024

Re: **Q1 2024 Letter to Partners**

Dear Partners:

For the quarter ended March 31, 2024, a total of $23.6 million was added to the various funds by new and existing partners. The additions on a per fund basis are:

PIF2: $1.0 million PIF3: $6.5 million PIF4: $16.1 million

PIF2 is the oldest fund and has been closed to new investors for many years. SEC rules limit PIF2 to a total of 100 partners and the fund currently has four open slots. PIF2 is open to US-based investors who are Qualified Clients. The minimum investment to join PIF2 as a new partner is $5 million.

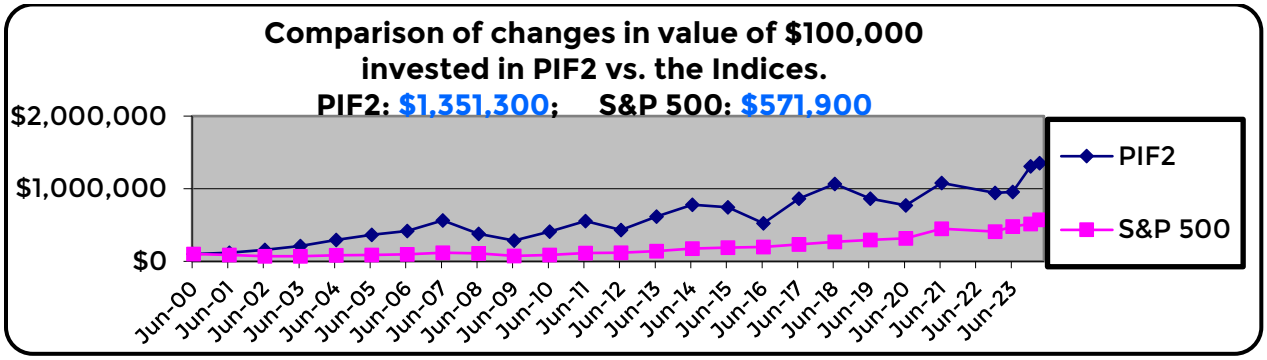
PIF3 is our offshore fund for non-US accredited offshore investors, and U.S. IRAs, foundations, and endowments. The minimum investment to join PIF3 as a new partner is $6 million. PIF3 is closed to new and existing IRAs but continues to be open to US foundations/endowments and foreign investors. PIF4 is for qualified US investors. The minimum investment to join PIF4 as a new partner is $5 million.

For existing investors in any of the funds, the minimum addition to their current investment is $25,000. Here are the deposit slips for PIF2, PIF3 and PIF4.

If you are interested in or would like more information about the July 1, 2024 opening, please contact me at mp@pabraifunds.com or Kimberly Engleman at ke@pabraifunds.com. The updated performance numbers on all the funds are:

THE PABRAI INVESTMENT FUND II, LP (US Qualified Investors) Performance Summary:

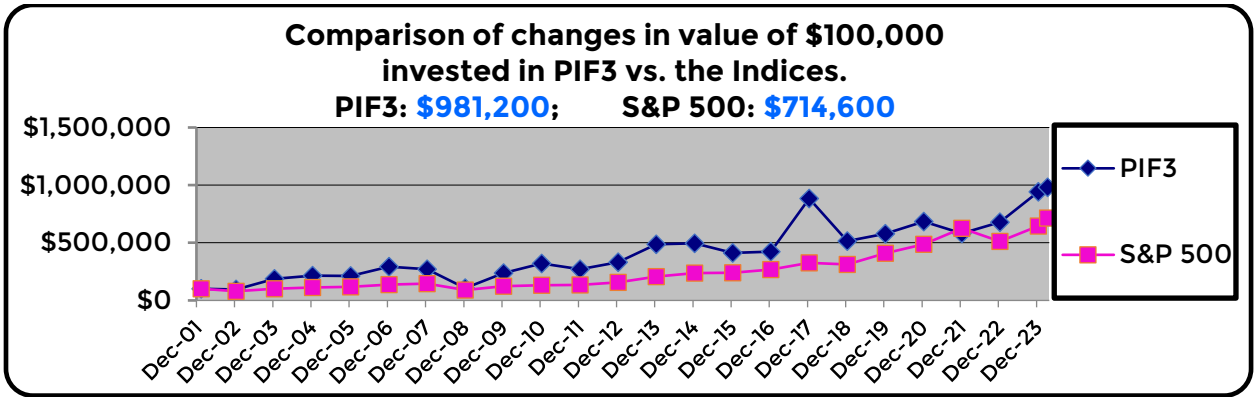
	S&P 500	PIF2 (net to investors)
10/1/00-6/30/01	-14.0%	17.4%
7/1/01-6/30/02	-18.0%	35.3%
7/1/02-6/30/03	0.3%	34.2%
7/1/03-6/30/04	19.1%	38.7%
7/1/04-6/30/05	6.3%	23.4%
7/1/05-6/30/06	8.6%	15.0%
7/1/06-6/30/07	20.6%	34.0%
7/1/07-6/30/08	-13.1%	-32.4%
7/1/08-6/30/09	-26.2%	-25.2%
7/1/09-6/30/10	14.4%	43.6%
7/1/10-6/30/11	30.7%	35.8%
7/1/11-6/30/12	3.9%	-21.8%
7/1/12-6/30/13	20.6%	42.2%
7/1/13-6/30/14	24.6%	26.7%
7/1/14-6/30/15	7.4%	-4.5%
7/1/15-6/30/16	4.0%	-30.0%
7/1/16-6/30/17	17.9%	64.9%
7/1/17-6/30/18	14.4%	23.9%
7/1/18-6/30/19	10.4%	-19.2%
7/1/19-6/30/20	7.5%	-10.6%
7/1/20-6/30/21	40.8%	39.7%
7/1/21-6/30/22	-10.6%	-28.9%
7/1/22-6/30/23	19.6%	24.6%
7/1/23-3/31/24	19.4%	41.5%
1/1/24-3/31/24	10.6%	3.2%
Annualized	**7.7%**	**11.7%**
Cumulative	**471.9%**	**1251.3%**



PIF2 Investors:
A $100,000 investment in PIFI at inception on July 1, 1999 and rolled over into PIF2 on 12/31/02 ($197,900) was worth $1,893,100 as of March 31, 2024 (net to investors). This equates to an annualized return of 12.6% since inception – after all fees and expenses. An investment of $100,000 in the S&P 500 on July 1, 1999 was worth $607,400 on March 31, 2024 – an annualized gain of 7.6%. The S&P 500 gains include reinvested dividends. In the graph above, the start date for PIF2 is shown as June 2000 for readability. The correct start date is October 2000.

PABRAI INVESTMENT FUND 3, LTD (Offshore/IRA Investors) Performance Summary:

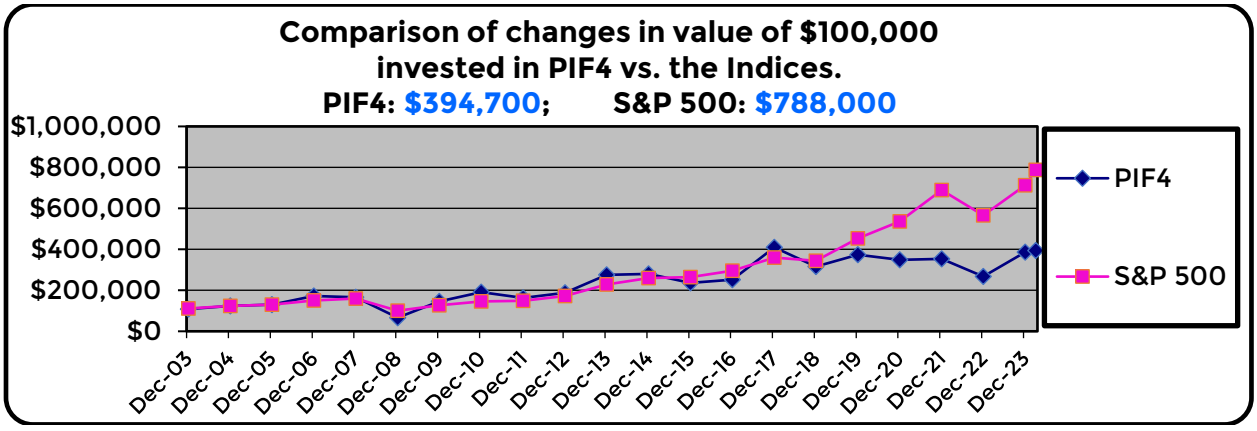
	S&P 500	PIF3 (net to investors)
2/1/02-12/31/02	-20.4%	-5.2%
1/1/03-12/31/03	28.7%	96.5%
1/1/04-12/31/04	10.9%	14.7%
1/1/05-12/31/05	4.9%	-0.2%
1/1/06-12/31/06	15.8%	37.8%
1/1/07-12/31/07	5.5%	-7.8%
1/1/08-12/31/08	-37.0%	-60.9%
1/1/09-12/31/09	26.5%	125.0%
1/1/10-12/31/10	15.1%	34.4%
1/1/11-12/31/11	2.1%	-15.7%
1/1/12-12/31/12	16.0%	23.4%
1/1/13-12/31/13	32.4%	46.6%
1/1/14-12/31/14	13.7%	1.9%
1/1/15-12/31/15	1.4%	-16.7%
1/1/16-12/31/16	11.9%	2.3%
1/1/17-12/31/17	21.8%	109.2%
1/1/18-12/31/18	-4.4%	-41.9%
1/1/19-12/31/19	31.5%	12.5%
1/1/20-12/31/20	18.4%	18.4%
1/1/21-12/31/21	28.7%	-15.2%
1/1/22-12/31/22	-18.1%	16.8%
1/1/23-12/31/23	26.3%	38.9%
1/1/24-3/31/24	10.6%	4.1%
Annualized	**9.3%**	**10.8%**
Cumulative	**614.6%**	**881.2%**



PIF3 Investors:
A $100,000 investment in PIF3 at inception on February 1, 2002 was worth $981,600 as of March 31, 2024 (net to investors). This equates to an annualized return of 10.8% since inception. An investment of $100,000 in the S&P 500 on February 1, 2002 was worth $714,600 on March 31, 2024 – an annualized gain of 9.3%. The S&P 500 gains include reinvested dividends. In the graph above, the start date for PIF3 is shown as December 31, 2001 for readability. The correct start date is Feb. 1, 2002.

THE PABRAI INVESTMENT FUND IV, LP (US Qualified Investors) Performance Summary:

	S&P 500	PIF4 (net to investors)
10/1/03-12/31/03	12.2%	8.4%
1/1/04-12/31/04	10.9%	14.4%
1/1/05-12/31/05	4.9%	4.9%
1/1/06-12/31/06	15.8%	32.4%
1/1/07-12/31/07	5.5%	-3.4%
1/1/08-12/31/08	-37.0%	-60.0%
1/1/09-12/31/09	26.5%	118.8%
1/1/10-12/31/10	15.1%	30.7%
1/1/11-12/31/11	2.1%	-14.8%
1/1/12-12/31/12	16.0%	16.1%
1/1/13-12/31/13	32.4%	46.0%
1/1/14-12/31/14	13.7%	1.8%
1/1/15-12/31/15	1.4%	-15.4%
1/1/16-12/31/16	11.9%	6.3%
1/1/17-12/31/17	21.8%	62.4%
1/1/18-12/31/18	-4.4%	-22.8%
1/1/19-12/31/19	31.5%	18.0%
1/1/20-12/31/20	18.4%	-6.7%
1/1/21-12/31/21	28.7%	1.5%
1/1/22-12/31/22	-18.1%	-24.4%
1/1/23-12/31/23	26.3%	44.7%
1/1/24-3/31/24	10.6%	2.2%
Annualized	**10.6%**	**6.9%**
Cumulative	**688.0%**	**294.7%**



PIF4 Investors:
A $100,000 investment in PIF4 at inception on October 1, 2003 was worth $394,700 as of March 31, 2024 (net to investors). This equates to an annualized gain of 6.9% since inception. An investment of $100,000 in the S&P 500 on October 1, 2003 was worth $788,000 on March 31, 2024 – an annualized gain of 10.6%. The S&P 500 gains include reinvested dividends. In the graph above, the start date for PIF4 is shown as Dec 31, 2003 for readability. The correct start date is Oct. 1, 2003.

General Comments

The three funds were up 2-4% in Q1 2024 versus the S&P 500 which was up 10.6%. It was a volatile quarter. All three funds were solidly ahead of the S&P 500 around Feb. 21 and then fell behind. They have made up this lost ground and then some since then. The funds have had very strong performance as Q2 gets underway. As I pen this missive on April 16, the three funds are up 14.7%, 17.4% and 10.4% YTD respectively versus 6.3% for the S&P 500.

While it is exciting to see that we are off to a great start in 2024, I am singularly focused on the long haul. All three funds are valued well below their respective underlying intrinsic value, which bodes well for the future. If the funds have zero trading activity for the next several years, I believe we'll deliver results well ahead of the S&P 500. I just need to be great at doing nothing for a while.

Over the last four years, the three funds have compounded at 25.3%, 27.2% and 17.4% respectively versus the S&P 500's impressive 19.9% annualized returns. PIF4 has lagged the S&P 500 for a while, but is well positioned to beat the overheated S&P in the years ahead.

Our Turkiye Bets

I love the four businesses we own in Turkiye. They are all exceptional wide moat businesses run by world class management teams. I hope I am prudent enough to own them for decades. While they are all quite undervalued, they are all up meaningfully versus our cost basis. We have not invested more than 10% of assets in any of them. Our Reysas bet was well under 1.5% of AUM. However, they collectively make up 56%, 75% and 42% of the three funds.

I have not and will not trim these positions just because they make up a large portion of our AUM. That would be like selling your home for half or less than its conservative market value. However, if this type of concentration makes you uncomfortable, I would recommend exiting at the next exit window of 12/31/24.

Alignment of Interests

My immediate family has a stake of 167,886 units of PIF2 and 227,121 units of PIF4. The administrative team at Pabrai Funds and I own 42,917 units of PIF4 and 11,773 units of PIF3 in various retirement accounts. In addition, The Dakshana Foundation owns 84,924 units of PIF3. The aggregate stake of the Pabrai family, the Pabrai Funds team and The Dakshana Foundation in Pabrai Funds is worth approximately $43 million.

Pabrai Funds charges no management fee, just performance fees – which are ¼ of the returns over 6% annualized (subject to high-water marks). I only get paid when you make money. When you win, I win. I am very bullish on the long-term future of Pabrai Funds – as demonstrated by my being the second largest investor in the funds. No fees were earned in Q4 2023.

I have an approximately $5.8 million investment in Dhandho Holdings. Additionally, The Dakshana Foundation has an approximately $0.6 million investment in Dhandho Holdings. Besides this, I have no other meaningful interests in any other mutual funds, hedge funds or private equity funds. Our interests are completely aligned.

We have moved!

In January 2024, Dalal Street closed on the purchase of an office condo about 1.5 miles from our existing office in West Lake Hills in Austin, Texas. We have moved our location to that address permanently. Given that we now own our office, we hope to never move again. Please update your address books to our new address:

4407 Bee Cave Road
Suite 513
West Lake Hills, Texas 78746-6496

Update to Firm Brochure, Brochure Supplement, and Privacy Notice:

We have completed the annual update of Part 2A of our Form ADV (i.e., our Firm Brochure), Part 2B of our Form ADV (i.e., our Brochure Supplement), and our Privacy Notice. The latest versions of these documents can be found in the legal tab of our website: Legal.

Online Portal for Investment Statements and Audited Financials

Your 3/31 investor statements and the latest audited financial statements for each Fund have been uploaded to your investor portal. If you have trouble accessing your investor portal or need to reset your password, please contact Kimberly Engleman at ke@pabraifunds.com for assistance.

Final K-1's (for US Investors)

For PIF2 and PIF4 investors, your final K-1s were uploaded to the portal mid-March. If you (or your accountant) need assistance downloading the K-1, please nudge Kimberly Engleman at ke@pabraifunds.com.

Annual Redemption Date Only for Retirement Account RMDs

We have an annual redemption date on September 30th only for retirement accounts invested in the PIFs in which the beneficial owner is 73 years or older. The purpose of this is to allow folks who are 73 years or older and who are invested in the PIFs with retirement assets to meet their annual RMDs. These investors can also still redeem whatever they wish on 12/31 with 60 days' advance notice.

We recommend that these folks make their first redemption request with the next 5 years in mind and redeem 20% of their balance. They can then keep those retirement funds in cash or a low-cost index fund with daily liquidity (e.g., an S&P 500 index fund with their broker/custodian) and tap that annually for RMDs as needed. Then, each year, they can

redeem an additional 3.5% - 7% to make sure that they have sufficient funds for RMDs at all times.

We need to receive the redemption request with 60 days' advance notice (i.e., by August 1st). Please nudge Kimberly Engleman at ke@pabraifunds.com if this is of interest and she will provide you with a redemption request form.

Annual Report – Will be out in Q2 2024

Our modus operandi now is to provide expansive commentary in the annual reports and the annual meetings. The quarterly letter will continue to provide updated performance numbers and announcements, but minimal commentary. The annual report is slated to be published in Q2 2024.

Chai With Pabrai Blog

Please check out my blog www.ChaiWithPabrai.com which I try to keep updated. I try to do 1-2 Zoom sessions with students every month. This is about the max. of what I am interested in doing. Here are some recent additions to the blog:

Session with Columbia Business School on February 14, 2024

I very much enjoyed my session with the students of Columbia Business School. I talked about Berkshire Hathaway's investment decisions, car dealerships and the coal business.

Session with Columbia Business School on February 14, 2024

Suggestion Box

We are always interested in hearing how we can better serve you. Please feel free to email me any suggestions/feedback you may have at mp@pabraifunds.com.

2024 Annual Meeting

There will be two annual meetings held sequentially in 2024: an in-person meeting in Austin, Texas and a virtual meeting. These meetings will cover Pabrai Funds, Dhandho Holdings and Dhandho Funds. We have moved the meetings from September to April.

The **In-Person Austin** meeting is scheduled to be held on **Saturday April 20th, 2024** at 4:00 PM Central Time at:

St. Edwards University
John Brooks Williams Science Center South
3001 South Congress, Austin, Texas 78704-6489 Tel: +1 512-448-8400

St. Edwards has a beautiful campus lined with 100-year-old Texas live oak trees and is only 10 minutes from downtown Austin. It is also a 10-minute drive from Austin-Bergstrom International Airport (AUS).

There are many hotels in downtown Austin and cheaper options 10-15 miles out.

Agenda for the Austin meeting:

4:00 – 4:30 PM: Meet and Greet
4:30 – 6:30 PM: Presentation and Q&A
6:30 – 7:15 PM: Cocktail Hour

The **Virtual** meeting is scheduled to be held via video conference on **Saturday April 27th, 2024** at 1:00 PM US Central Time. Confirmed guests will receive instructions via email on how to attend the virtual meeting.

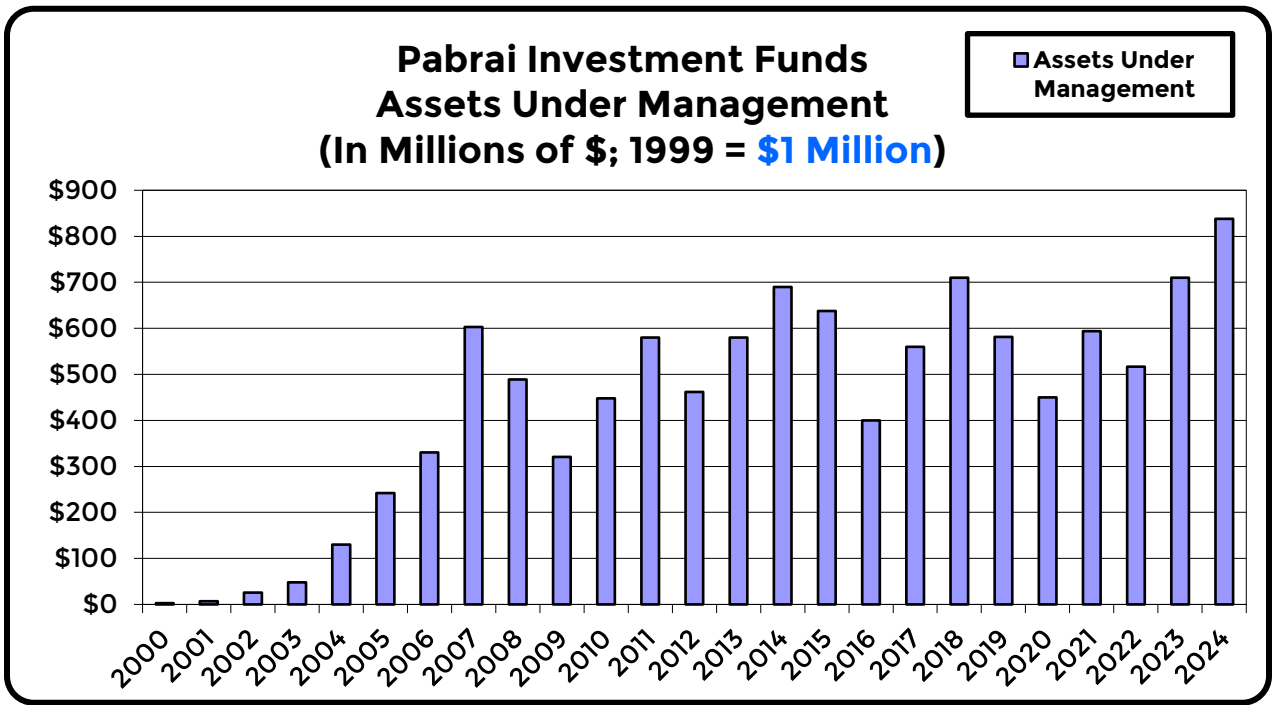
Agenda for the virtual meeting:

1:00 – 3:00 PM US Central Time: Presentation and Q&A

The invites went out electronically via email in February 2023. If you didn't receive it, please contact invite@pabraifunds.com. I look forward to seeing you soon.

Assets Under Management

There is $756 million in assets across all three funds as of March 31, 2024. And about $838 million as of April 16, 2024.



Thanks for your continued interest, referrals and support. Feel free to call me at +1512.999.7110 or email me at mp@pabraifunds.com with any queries or comments.

Warm regards,



Mohnish Pabrai

Note: The assets under management in the above graph are as of June 30 for all annual periods. Various indices are included throughout this letter for reference. Reference to an index or benchmark does not imply that the strategy will achieve returns, experience volatility, or have other results similar to the index. As an example, the Funds may invest in foreign securities or fixed income instruments; however the indices presented only include U.S. securities. These indices are purely a basket of stocks, and the Funds may invest in securities other than stocks such as bonds, warrants and preferred stocks. The Funds typically hold fewer than 10 positions as compared to 500 in the S&P, 30 in the DJIA, and thousands in the NASDAQ. Therefore, the Funds are significantly more concentrated than the benchmark indices and may experience notably higher volatility and return characteristics from these indices.

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Appendix A

PIF2's Performance History (Net to Investors)

No. of Units	Date	PIF2 NAV
110,000	10/01/2000	$10.00
330,014	06/30/2001	$11.74
1,027,795	06/30/2002	$15.89
1,950,982	06/30/2003	$21.32
2,445,212	06/30/2004	$29.58
2,696,688	06/30/2005	$36.52
2,634,780	06/30/2006	$41.99
2,969,380	06/30/2007	$56.25
2,931,045	06/30/2008	$38.01
2,463,647	06/30/2009	$28.45
2,393,859	06/30/2010	$40.84
2,257,420	06/30/2011	$55.46
2,180,892	06/30/2012	$43.36
2,057,676	06/30/2013	$61.68
1,906,927	06/30/2014	$78.13
1,795,006	06/30/2015	$74.64
1,684,602	06/30/2016	$52.26
1,774,805	06/30/2017	$86.17
1,959,084	06/30/2018	$106.77
1,884,302	06/30/2019	$86.30
1,829,713	06/30/2020	$77.13
1,833,800	06/30/2021	$107.77
1,807,057	06/30/2022	$76.64
1,851,599	03/31/2023	$89.00
1,861,149	06/30/2023	$95.50
1,889,944	09/30/2023	$131.33
1,840,690	12/31/2023	$130.96
1,861,689	03/31/2024	$135.13

PIF3's Performance History (Net to Investors)

No. of Units	Date	PIF3 NAV
65,100	02/01/2002	$10.00
266,019	12/31/2002	$9.48
479,673	12/31/2003	$18.63
1,633,201	12/31/2004	$21.37
2,450,650	12/31/2005	$21.32
2,876,646	12/31/2006	$29.37
6,336,472	12/31/2007	$27.09
5,405,734	12/31/2008	$10.57
5,038,652	12/31/2009	$23.79
4,885,248	12/31/2010	$31.95
4,701,614	12/31/2011	$26.92
4,318,818	12/31/2012	$33.21
4,375,863	12/31/2013	$48.70
4,290,222	12/31/2014	$49.61
3,798,683	12/31/2015	$41.33
2,330,096	12/31/2016	$42.27
2,381,430	12/31/2017	$88.45
2,379,615	12/31/2018	$51.42
2,376,897	12/31/2019	$57.85
2,326,717	12/31/2020	$68.52
2,438,032	12/31/2021	$58.11
2,623,843	12/31/2022	$67.86
2,795,778	03/31/2023	$65.12
2,813,209	06/30/2023	$71.22
2,863,706	09/30/2023	$101.12
2,629,823	12/31/2023	$94.28
2,733,774	03/31/2024	$98.12

PIF4's Performance History (Net to Investors)

No. of Units	Date	PIF4 NAV
595,030	10/01/2003	$10.00
1,219,330	12/31/2003	$10.84
5,627,712	12/31/2004	$12.40
9,055,843	12/31/2005	$13.01
10,833,516	12/31/2006	$17.23
15,891,190	12/31/2007	$16.64
15,688,228	12/31/2008	$6.66
14,864,752	12/31/2009	$14.57
15,246,424	12/31/2010	$19.05
14,493,713	12/31/2011	$16.24
12,398,564	12/31/2012	$18.85
11,560,682	12/31/2013	$27.53
10,641,808	12/31/2014	$28.03
9,531,765	12/31/2015	$23.71
8,701,894	12/31/2016	$25.21
8,039,765	12/31/2017	$40.96
7,809,565	12/31/2018	$31.64
6,628,989	12/31/2019	$37.33
6,019,728	12/31/2020	$34.82
5,759,043	12/31/2021	$35.33
5,674,342	12/31/2022	$26.69
5,749,279	03/31/2023	$25.20
5,829,649	06/30/2023	$26.44
5,958,206	09/30/2023	$36.30
5,304,941	12/31/2023	$38.62
5,386,505	03/31/2024	$39.47

Past performance is not indicative of future results. Returns are presented net of all fees and expenses, include the reinvestment of income and are calculated using a simple rate of return. The securities discussed do not represent all securities recommended for the Funds. It is also not a recommendation to buy or sell and one should not presume they will be profitable.

Please be aware that our past newsletters may discuss specific securities that have performed well without necessarily addressing those that have underperformed within our Fund(s). Readers should not infer that all investment decisions within the Funds were profitable.