

Baillie Gifford™

Baillie Gifford Overseas Growth Funds ICVC

Annual Report and Financial Statements

for the year ended 30 April 2024



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*Collectively these comprise the Authorised Corporate Director's Report as required by the Financial Conduct Authority's Collective Investment Schemes Sourcebook ("COLL").

About the Company

Baillie Gifford Overseas Growth Funds ICVC (Investment Company with Variable Capital) ('the Company') is an umbrella UK Open-Ended Investment Company ('OEIC') under regulation 14 (Authorisation) of the Open-Ended Investment Companies Regulations 2001. An OEIC is a collective investment vehicle in which your funds are pooled with those of other investors and spread across a portfolio of companies, thus reducing risk.

At 30 April 2024 the Company offered ten sub-funds, and the range may be varied in the future. Each sub-fund is valued on a daily basis. All ten sub-funds are subject to different charging structures and subscription limits. All shares are single priced. Details of the sub-funds and the share classes are contained in the Prospectus, along with details of the switching facility available between sub-funds. The Prospectus was last revised on 30 April 2024 and the Instrument of Incorporation was last revised on 1 November 2021. Copies of the Prospectus or Instrument of Incorporation can be obtained from Baillie Gifford & Co Limited, the Authorised Corporate Director ('ACD') by contacting Client Relations.

The Company is registered in Scotland, registered number SI 000010, and the address of its Head Office is Calton Square, 1 Greenside Row, Edinburgh EH1 3AN. The operation of the Company is governed by the Financial Conduct Authority's Collective Investment Schemes Sourcebook ('COLL') ('the Regulations'), its Instrument of Incorporation and its Prospectus.

The Company's shareholders are not liable for its debts beyond the amount subscribed. Each sub-fund is classed as a UK UCITS retail scheme under COLL.

Any comments expressed in this report should not be taken as a recommendation or advice.

Assessment of value for the Funds

Under COLL 6.6.20R (1), Baillie Gifford & Co Limited, the ACD of the Company, must conduct an assessment at least annually for each UK authorised sub-fund it manages, of whether the payments out of the sub-funds set out in the Prospectus are justified in the context of the overall value delivered to shareholders. This assessment of value must, as a minimum, consider seven criteria, namely: quality of service, performance, authorised fund manager costs, economies of scale, comparable market

rates, comparable services and classes of shares. The ACD will issue the statement of value in a separate composite report, performing the assessment across their full range of UK authorised sub-funds. The ACD has chosen a reference date of 31 March and will publish a composite report by 31 July each year. The latest report as at 31 March 2023 is available on the website at www.bailliegifford.com.

Changes to Shares Classes

Class G Shares were closed in Baillie Gifford Emerging Markets Leading Companies Fund on 20 November 2023.

About the Company cont.

Sub-fund Cross-holdings Table

Sub-fund	Cross-holding	Number of Shares	Value of Shares £'000
Baillie Gifford Developed Asia Pacific Fund	Baillie Gifford Japanese Smaller Companies Fund	120,547	4,658

At 30 April 2024 no other sub-funds had any cross-holdings.

About the Company cont.

Authorised Corporate Director

Baillie Gifford & Co Limited
(Authorised & regulated by the Financial Conduct Authority, Financial Services Register No. 119179)
Calton Square
1 Greenside Row
Edinburgh
EH1 3AN
Telephone: 0800 917 2113
Fax: 0131 275 3955

Directors of the ACD

Executive

M J C Wylie (Chairman)
E Delaney
C M Fraser
L B S Haddow
D S McGowan
C M Murphy (appointed 22 November 2023)
A J Telfer (resigned 22 November 2023)

Independent Non-Executive

K B M Bolsover
D R Buckley
C R S Turpin (appointed 22 November 2023)

Investment Adviser

Baillie Gifford & Co
(Authorised & regulated by the Financial Conduct Authority, Financial Services Register No. 142597)
Calton Square
1 Greenside Row
Edinburgh
EH1 3AN

Depository

NatWest Trustee and Depository Services Limited
(Authorised & regulated by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority, Financial Services Register No. 794152)
House A, Floor 0
175 Glasgow Road
Gogarburn
Edinburgh
EH12 1HQ

Registrar

Baillie Gifford & Co Limited
(Authorised & regulated by the Financial Conduct Authority, Financial Services Register No. 119179)
Calton Square
1 Greenside Row
Edinburgh
EH1 3AN

Auditor

PricewaterhouseCoopers LLP
Atria One
144 Morrison Street
Edinburgh
EH3 8EX

Baillie Gifford & Co Limited, the Authorised Corporate Director of the OEIC, is wholly owned by Baillie Gifford & Co. We only provide information about our products and do not provide investment advice.

Statement of Authorised Corporate Director's Responsibilities

The Financial Conduct Authority's Collective Investment Schemes Sourcebook ('COLL') requires the Authorised Corporate Director to prepare financial statements for each interim and annual accounting period which give a true and fair view of the financial position of the Company and of its revenue and expenditure and of its net gains and losses on the property of the Company for the period. In preparing the financial statements the Authorised Corporate Director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- comply with the disclosure requirements of the Statement of Recommended Practice relating to the Financial Statements of UK Authorised Funds issued in 2014;
- follow generally accepted accounting principles and applicable accounting standards; including FRS 102 "The Financial Reporting Standard applicable in the UK and the Republic of Ireland";
- keep proper accounting records which enable it to demonstrate that the financial statements as prepared comply with the above requirements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in operation; and
- take reasonable steps for the prevention and detection of fraud and irregularities.

The Authorised Corporate Director is responsible for the management of the Company in accordance with the Instrument of Incorporation, the Prospectus and the Regulations.

The Annual Report and Financial Statements were approved by the Authorised Corporate Director and signed on its behalf by:

D S McGowan, Director
C M Fraser, Director
Baillie Gifford & Co Limited
28 June 2024

Statement of Depositary's Responsibilities and Report of the Depositary to the Shareholders of Baillie Gifford Overseas Growth Funds ICVC ("the Company") for the Year Ended 30 April 2024

The Depositary must ensure that the Company is managed in accordance with the Financial Conduct Authority's Collective Investment Schemes Sourcebook, the Open-Ended Investment Companies Regulations 2001 (SI 2001/1228) (the OEIC Regulations), as amended, the Financial Services and Markets Act 2000, as amended, (together 'the Regulations'), the Company's Instrument of Incorporation and Prospectus (together 'the Scheme documents') as detailed below.

The Depositary must in the context of its role act honestly, fairly, professionally, independently and in the interests of the Company and its investors.

The Depositary is responsible for the safekeeping of all custodial assets and maintaining a record of all other assets of the Company in accordance with the Regulations.

The Depositary must ensure that:

the Company's cash flows are properly monitored and that cash of the Company is booked into the cash accounts in accordance with the Regulations;

the sale, issue, redemption and cancellation of shares are carried out in accordance with the Regulations;

the value of shares in the Company is calculated in accordance with the Regulations;

any consideration relating to transactions in the Company's assets is remitted to the Company within the usual time limits;

the Company's income is applied in accordance with the Regulations and;

the instructions of the Authorised Fund Manager ('the AFM') are carried out (unless they conflict with the Regulations).

The Depositary also has a duty to take reasonable care to ensure that the Company is managed in accordance with the Regulations and the Scheme documents in relation to the investment and borrowing powers applicable to the Company.

Having carried out such procedures as we consider necessary to discharge our responsibilities as Depositary of the Company, it is our opinion, based on the information available to us and the explanations provided, that in all material respects the Company, acting through the AFM:

has carried out the issue, sale, redemption and cancellation, and calculation of the price of the Company's shares and the application of the Company's income in accordance with the Regulations and the Scheme documents of the Company, and

has observed the investment and borrowing powers and restrictions applicable to the Company.

*NatWest Trustee and Depositary Services Limited
Trustee & Depositary Services
Edinburgh
10 May 2024*

Independent Auditors' Report to the Shareholders of Baillie Gifford Overseas Growth Funds ICVC

Report on the audit of the financial statements

Opinion

In our opinion, the financial statements of Baillie Gifford Overseas Growth Funds ICVC (the "Company"):

- give a true and fair view of the financial position of the Company and each of the sub-funds as at 30 April 2024 and of the net revenue/expenses and the net capital gains/losses on the scheme property of the Company and each of the sub-funds for the year then ended; and
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law), the Statement of Recommended Practice for UK Authorised Funds, the Collective Investment Schemes sourcebook and the Instrument of Incorporation.

Baillie Gifford Overseas Growth Funds ICVC is an Open Ended Investment Company ('OEIC') with ten sub-funds. The financial statements of the Company comprise the financial statements of each of the sub-funds. We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the balance sheets as at 30 April 2024; the statements of total return and the statements of change in net assets attributable to shareholders for the year then ended; the distribution tables; the Accounting policies; the Risk Disclosures; and the notes to the financial statements.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's or any sub-funds' ability to continue as a going concern for a period of at least twelve months from the date on which the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the Authorised Corporate Director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the Company's or any sub-funds' ability to continue as a going concern.

Our responsibilities and the responsibilities of the Authorised Corporate Director with respect to going concern are described in the relevant sections of this report.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The Authorised Corporate Director is responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

Independent Auditors' Report to the Shareholders of Baillie Gifford Overseas Growth Funds ICVC cont.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

Based on our work undertaken in the course of the audit, the Collective Investment Schemes sourcebook requires us also to report certain opinions as described below.

Authorised Corporate Director's Report

In our opinion, the information given in the Authorised Corporate Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Responsibilities for the financial statements and the audit

Responsibilities of the Authorised Corporate Director for the financial statements

As explained more fully in the Statement of Authorised Corporate Director's Responsibilities, the Authorised Corporate Director is responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The Authorised Corporate Director is also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Authorised Corporate Director is responsible for assessing the Company's and each of the sub-funds' ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the Authorised Corporate

Director either intends to wind up or terminate the Company or individual sub-fund, or has no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the Company/industry, we identified that the principal risks of non-compliance with laws and regulations related to breaches of the Collective Investment Schemes sourcebook, and we considered the extent to which non-compliance might have a material effect on the financial statements, in particular those parts of the sourcebook which may directly impact on the determination of amounts and disclosures in the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to increase revenue or to increase the net asset value of the Company or the sub-funds. Audit procedures performed included:

- Discussions with the Authorised Corporate Director, including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;

Independent Auditors' Report to the Shareholders of Baillie Gifford Overseas Growth Funds ICVC cont.

Reviewing relevant meeting minutes, including those of the Authorised Corporate Director's board of directors;

- Identifying and testing journal entries, specifically any journals posted as part of the financial year end close process; and
- Designing audit procedures to incorporate unpredictability around the nature, timing or extent of our testing.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the Company's shareholders as a body in accordance with paragraph 4.5.12 of the Collective Investment Schemes sourcebook as required by paragraph 67(2) of the Open-Ended Investment Companies Regulations 2001 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Opinion on matter required by the Collective Investment Schemes sourcebook

In our opinion, we have obtained all the information and explanations we consider necessary for the purposes of the audit.

Collective Investment Schemes sourcebook exception reporting

Under the Collective Investment Schemes sourcebook we are also required to report to you if, in our opinion:

- proper accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records.

We have no exceptions to report arising from this responsibility.

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Edinburgh
28 June 2024

Accounting Policies

(1) *Basis of accounting*

The financial statements have been prepared under the historical cost basis, as modified by the revaluation of investments and in accordance with UK Generally Accepted Accounting Principles, the Instrument of Incorporation, the Statement of Recommended Practice ('SORP') relating to the Financial Statements of UK Authorised Funds issued in 2014 and the Financial Conduct Authority's Collective Investment Schemes Sourcebook ('COLL'). Unless otherwise stated, accounting policies within these financial statements are consistent with prior year policies.

The financial statements have been prepared on a going concern basis.

FRS 102 requires the Company to disclose, for the financial instruments held, the level within the fair value hierarchy that the fair value measurement of those instruments should be categorised. The fair value hierarchy is as follows:

Level 1: The unadjusted quoted price in an active market for an identical instrument.

Level 2: Valuation techniques using observable inputs other than quoted prices included within Level 1.

Level 3: Valuation techniques using unobservable inputs.

(2) *Recognition of income*

Equities: Dividends on equities are recognised when the security is quoted ex-dividend. The ordinary element of stocks received in lieu of cash dividends is recognised as revenue and, where applicable, is included in the distributions. Special dividends are treated as repayments of capital or revenue depending on the facts of each particular case.

Collective Investment Schemes: Distributions and accumulations from holdings in collective investment schemes are recognised when the scheme units go ex-dividend. Amounts stated as equalisation on units in distributions or reports are treated as a return of capital and deducted from the cost of investment.

Deposits and Other Income: Interest on deposits is accounted for on an accruals basis. Underwriting commission is recognised when the issue takes place. Other income is accounted for on either an accruals or a receipts basis depending on the circumstances of each particular case.

Real Estate Investment Trusts: Distributions from Real Estate Investment Trusts (REITs) are recognised when the security is quoted as ex-dividend. Income is streamed between dividend income and property income distributions as appropriate.

Special dividends: Special dividends are treated as repayments of capital or revenue depending on the facts of each particular case.

(3) *Treatment of management expenses*

For all the sub-funds, all management expenses, other than those relating to the purchase and sale of investments and custodian transaction costs, have been allocated against revenue. For all of the sub-funds VAT is written off to the extent that it is not considered to be recoverable.

Where the ACD, at its sole discretion, considers the expenses within a sub-fund to be too high, the ACD may rebate some of those expenses to that sub-fund. Where the ACD pays a rebate to a sub-fund this will reduce the expenses within that sub-fund.

(4) *Allocation of revenue and expenses to share classes*

Revenue is allocated when earned in the proportion of the net asset value of each share class to the total net asset value of the relevant sub-fund. Expenses incurred solely in respect of a share class are allocated directly to that class. Expenses incurred in respect of, or attributable to, the relevant sub-fund as a whole are allocated when incurred in the proportion of the net asset value of each share class to the total net asset value of the relevant sub-fund.

(5) *Distribution policies*

Distributions: All the sub-funds distribute income annually and pay dividend distributions. All sub-funds pay distributions out of income after the deduction of relevant expenses.

Equalisation on units in collective investment schemes: Equalisation declared on distributions/accumulations for units held in collective investment schemes reduces the cost of investment and does not form part of the distribution/accumulation to shareholders.

Accounting Policies cont.

(6) *Taxation*

Corporation tax is charged at 20% of the revenue liable to corporation tax less expenses allocated to revenue. Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay less or receive more tax. Deferred tax assets are recognised only to the extent that the ACD considers that it is more likely than not that there will be taxable profits from which the underlying timing differences can be deducted. Deferred tax assets are not discounted.

(7) *Basis of valuation of investments*

The investments of the sub-funds have been valued at closing bid prices on 30 April 2024, or the Investment Adviser's valuation where indicated. Investments are valued using the fair value hierarchy, referenced in accounting policy 1.

(8) *Foreign exchange*

All foreign securities and currencies held at the year end have been translated into sterling at the rate of exchange ruling at 30 April 2024. Transactions during the year have been translated at the exchange rate ruling on the transaction date.

Risk Disclosures

General Risk Management Process

The Company's overall risk management process is the responsibility of the ACD. Risks which are specific to the sub-funds are managed by the ACD in accordance with the Risk Management Policy, with oversight by the Depositary. The ACD has established a risk management framework, including a permanent risk management function, to monitor the risks in relation to the sub-funds. Where appropriate, the risk management function builds on the existing parts of the risk management framework of the Investment Advisor to make use of expertise and advice, and avoid unnecessary duplication.

The risk profile of each of the sub-funds is considered by the ACD to determine the nature and extent of risk management procedures and assess the appropriateness of disclosures made to investors. The ACD then considers the material risks facing the sub-funds via the receipt of quarterly reports from the risk management function.

Sub-Fund Risk Profile

The risk profile of a sub-fund is determined using a number of factors including market risk (comprising foreign currency risk, interest rate risk and other price risk), credit risk, liquidity risk and operational risk. As described above, the ACD operates a risk management framework to oversee the risks that the sub-funds are exposed to and assess the sensitivity of a sub-fund's portfolio to these risks. The approach to managing these risks is set out below with oversight and monitoring provided by the ACD's risk management function.

Market Risk

Market risk is the potential for changes in the market value of underlying investments in a sub-fund. This comprises foreign currency risk, interest rate risk and other price risk.

Asset allocation is determined by the Investment Adviser who ensures that the distribution of the sub-funds' assets is appropriate in terms of the investment objectives. Divergence from the target asset allocation is strictly controlled and the portfolio closely monitored in terms of risk.

Derivatives may be used by certain sub-funds of the Company, as specified in the sub-fund's investment objective and policy, for the purposes of hedging (which includes efficient portfolio management). The ACD does not anticipate such use of derivatives having any effect on the overall risk profile of any sub-fund of the company.

The Investment Adviser does not currently use derivatives in any sub-fund and accordingly no value at risk or sensitivity analysis information is given.

Foreign currency risk

The Investment Adviser has identified three principal areas where foreign currency risk could impact the sub-funds, being where movements in exchange rates affect the value of investments, short-term timing differences and the revenue received.

A proportion of the net assets of all the sub-funds are denominated in currencies other than sterling, with the effect that the balance sheet and total return can be affected by currency movements. The balance sheet currency exposure is disclosed in the Notes to the Financial Statements of each sub-fund.

The sub-funds may be subject to short-term exposure to exchange rate movements, for instance where the date of an investment purchase and the date when the settlement occurs are different. To reduce this risk the Investment Adviser will normally execute a foreign currency contract on the transaction date wherever practicable.

The sub-funds may receive revenue in currencies other than sterling and hence movements in exchange rates can affect the sterling value of this revenue. To minimise this risk arrangements are in place to convert all revenue receipts to sterling on, or shortly after, the date of receipt.

Interest rate risk

The majority of the financial assets of the sub-funds are equities and other investments which neither pay interest nor have a maturity date. Therefore, these sub-funds' direct exposure to interest rate risk is not considered to be significant.

Risk Disclosures cont.

Other price risk

Market price risk arises mainly from uncertainty about future prices of the financial instruments held. It represents the potential loss the sub-funds might suffer through holding market positions in the face of price movements.

Investment markets can go down as well as up and market conditions can change rapidly. This means the value of an investor's holding may go down as well as up, and an investor may not recover the amounts invested especially if investments are not held for the long term. A market price decrease applied to the fund would result in a decrease on the net asset value of the Fund and vice versa.

Counterparty credit risk

The Investment Adviser monitors both the creditworthiness of counterparties and the extent to which the counterparty risk is diversified. The organisations with whom derivative transactions can be arranged are either top rated institutions themselves or subsidiaries of such institutions. The aim is to strike a balance between spreading counterparty risk amongst a number of institutions and keeping costs low by achieving economies of scale.

Stock settlement is normally on a delivery versus payment ("DVP") basis where the payment for stock is due at the time of delivery. Where stock settlement is not on a DVP basis, additional procedures are in place and approvals required to manage the settlement risks that may arise.

Liquidity risk

Liquidity risk is the potential that there are insufficiently realisable assets to cater for investor redemptions. Liquidity is managed by the Investment Advisor by taking into account the investment strategy, liquidity profile, and redemption policy of each sub-fund. The level of liquidity maintained by each sub-fund is appropriate to its underlying obligations based on an assessment of the relative liquidity of the sub-fund's assets in the market, taking account of the time required for liquidation and the price or value at which those assets can be liquidated, and their sensitivity to other market risks or factors.

Operational risk

Failure of Baillie Gifford & Co's accounting systems or those of other third party service providers could lead to an inability to provide accurate reporting and monitoring or a misappropriation of assets. Baillie Gifford & Co have a comprehensive business continuity plan which facilitates continued operation of the business in the event of a service disruption or major disaster. The ACD reviews Baillie Gifford & Co's report on internal controls and the reports by other key third party providers.

Fair values

The financial assets and liabilities of the sub-funds are included in the valuation at market value, or at the Investment Adviser's valuation (as indicated in the portfolio statement of the sub-funds). These values have been determined by reference to prices available from the markets on which the instruments are traded.

Remuneration Report

Baillie Gifford & Co ('Baillie Gifford') maintains a Remuneration Policy (the 'Policy') which applies to group companies, including Baillie Gifford & Co Limited (the 'ACD'), which is the group's sole UK UCITS management company for the range of UK UCITS operated within the group. The Policy is subject to review on at least an annual basis by the Management Committee of Baillie Gifford & Co and the Board of the ACD. Details of the policy are set out in the Remuneration Disclosure, updated in June 2023, and are summarised below.

Application of the UK UCITS Remuneration Code

The ACD is required to identify individuals whose professional activities have a material impact on the risk profiles of the UK UCITS it manages (known as 'Material Risk Takers'), and the UK UCITS Remuneration Code requirements and disclosures apply to those individuals. The list of Material Risk Takers compiled by the ACD principally covers governance and control functions.

The ACD delegates portfolio management and certain administration roles to other entities, namely its parent Baillie Gifford and another affiliate Baillie Gifford Overseas Limited. These delegates are not required to comply with the UK UCITS Remuneration Code as they are subject to regulatory requirements on remuneration that are considered equally as effective as those applicable under the UK UCITS Remuneration Code.

General Principles of the Policy

The ACD endeavours to reward staff fairly and appropriately for their contribution towards the success of the business and the level of service and performance delivered to its clients. The Policy is designed to be consistent with and promote sound and effective risk management and should not encourage risk-taking which is inconsistent with the risk profiles of the UK UCITS the ACD manages. It is designed to be in line with the ACD's strategy, objectives, values and the long-term interests of investors in the UK UCITS funds it manages. The Policy has been designed to avoid conflicts of interest and is subject to independent internal review by the compliance and risk functions. In order to achieve this, the remuneration of staff is reviewed annually, taking into account individual performance and market practice for the role being undertaken.

Governance of Remuneration

Baillie Gifford's Remuneration Policy is overseen by the group's Remuneration Committee. The Remuneration Committee in turn reports to the management body of Baillie Gifford, the Management Committee. The Board of the Company also oversees adherence to the UK UCITS Remuneration Code.

Approach to Remuneration

The key elements of staff remuneration are:

Fixed pay: salary and pension contributions. The aim is to offer compensation which is well positioned relative to the industry, supported by a positive working environment and strong culture.

The Annual Performance Award: an annual variable compensation award determined by performance measures that are important to the firm and its clients, with measures generally shared across the firm, weighted according to the role each member performs.

A Long-Term Profit Award: an annual variable compensation award distributing a proportion of the firm's profitability to all staff, reinforcing the collegiate culture and the sense of collective responsibility and purpose. Awards will rise and fall alongside the financial performance of the firm.

These elements are balanced to achieve an appropriate ratio between fixed and variable pay. The different levels within both performance-linked and profit awards offer the opportunity for people to progress over time, in line with changes to their role, responsibilities and contribution to the firm.

Additionally, the firm's deferral arrangements enhance this common sense of purpose and longer-term view by re-investing between 10% and 50% of any award into funds that broadly represent the overall investment approach of the firm.

Recent Changes to the Policy

Amendments to staff variable remuneration arrangements were introduced for the performance year commencing 1 April 2022 and are reflected in the structure outlined above. Full details of these arrangements can be found in the Remuneration Disclosure at www.bailliegifford.com.

Remuneration Report cont.

	Headcount	Total Remuneration ¹ £'000
Baillie Gifford & Co Limited		
Fixed remuneration	47	1,660
Variable remuneration	47	510
Baillie Gifford & Co Limited Remuneration Code Staff²		
Total remuneration	26	2,050

This remuneration disclosure has been provided at the level of Baillie Gifford & Co Limited as authorised fund manager of UK UCITS, as at 31 March 2023. Remuneration information at an individual AIF or UK UCITS level is not readily available.

¹The total remuneration is the proportion of overall remuneration for Staff as it relates to the time spent on UK UCITS related activity for Baillie Gifford & Co Limited.

²All Material Risk Takers are senior managers or staff engaged in control functions of Baillie Gifford & Co Limited and therefore a breakdown of remuneration between senior management and other risk takers is not applicable.

Baillie Gifford™

Baillie Gifford American Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2024*



Baillie Gifford American Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the S&P 500 Index, as stated in sterling, by at least 1.5% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% in shares of US companies of any size and in any sector. US companies are companies which are listed, incorporated, domiciled or conduct a significant portion of their business in the US. The Fund may also invest in other transferable securities of US companies and money market instruments. The Fund will be actively managed and will be concentrated.

Risk and Reward Profile

The Risk and Reward Indicator table demonstrates where the Fund ranks in terms of its potential risk and reward. The higher the rank the greater the potential reward but the greater the risk of losing money. It is based on past data, may change over time and may not be a reliable indication of the future risk profile of the Fund. The shaded area in the table below shows the Fund's ranking on the Risk and Reward Indicator.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

The Fund is actively managed meaning the Investment Manager selects investments of their own choosing with the aim of achieving the Fund's objectives. This is done without seeking to replicate any index in either of performance or portfolio composition. This investment style, selecting companies with perceived greater

long-term growth potential ahead of any short-term returns, in combination with the relative concentration of the Fund, may lead to prolonged periods of underperformance in certain market conditions, both in relation to the Fund's benchmark and in absolute terms.

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

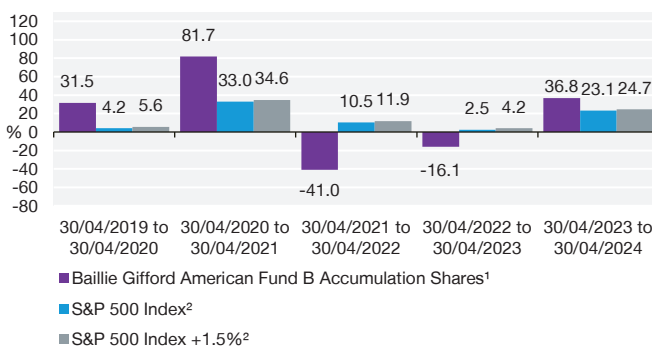
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.50%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the S&P 500 Index (the 'Index') by at least 1.5% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2024, the return on B Accumulation Shares was 36.8%¹ compared to the Index of 23.1%² and the target return of 24.7%². We believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance, a period in line with the Fund's objective. Over that period, the annualised return on B Accumulation Shares was 10.1%¹ compared to the return on the Index of 14.1%² and the target return of 15.6%². Although periods of underperformance are inevitable given our style of investment, we fully appreciate that returns over the past few years will have disappointed investors in the Fund. The Fund struggled during 2021 and 2022 against a backdrop of high inflation and rising interest rates but we remain confident that our long-term growth approach will add value over time.

Market Environment

It was a rewarding year for US equity investors, with markets reacting well to US Federal Reserve interest rate statements and positive economic data. However, we do not think the Fund's holdings depend on these factors to the degree stock markets suggest. Company fundamental growth and structural changes like digitisation are more important drivers of long-term returns.

Performance

The Fund was behind its benchmark over five years but delivered strong one-year returns on the back of good financial results from many of its holdings. While 2022 was spent adapting to a new economic environment, 2023 saw companies executing and growing with cost control as well as reinvesting strongly in future growth.

Notable contributions to performance came from a diverse range of businesses including NVIDIA, DoorDash and Shopify.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and S&P, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 279. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

NVIDIA's chips play a dominant role in Artificial Intelligence (AI) software. Although the Fund materially reduced the holding size at the end of 2023, partly as chip demand tends to ebb and flow, we still have high conviction in its growth opportunity.

DoorDash is dominant in US food delivery. It has sought efficiency at every step and is profitable, where many of its competitors have failed. We believe its growth strongly supports its ability to execute on its long-run growth opportunity.

Shopify continues to offer merchants better features using AI, enabling faster, more informed business decisions. This enhanced value helps to expand its merchant reach and should help it increase the range of fees for its services over the long-run.

Notable detractors were Moderna and Alnylam in biotechnology and Novocure in medical devices.

Moderna saw a greater Covid-19 vaccine sales drop-off than we or the wider market expected. This is an important year of evolution for Moderna, which expects three key vaccine milestones. Its technology has the potential for broad use in lucrative disease areas. We took the opportunity to add to the position in March 2024.

Alnylam researches and markets medicines that silence faulty genes. A regulator rejection and clinical trial change delayed its commercial progress. Still, it expects to be profitable as early as 2026. We continue to see potential for Alnylam to address a range of diseases.

Novocure's device uses electric fields to inhibit solid cancers. It has had past successes but suffered setbacks in non-small-cell and ovarian cancers. This impacted our conviction in its ability to build a larger commercial operation, so we sold the holding.

We are enthusiastic about the prospects for exceptional US growth businesses, given the extent of change underway and the market's apparent short-term focus. The best companies will adapt as lesser ones fall away. We believe this environment creates ideal conditions for growth investors.

Notable Transactions

The Fund took new positions in three health companies: Inspire Medical Systems in sleep apnoea, Insulet in diabetes, and Guardant Health in cancer blood testing. It also took a holding in Aurora in autonomous freight, and added to Meta in social media, now among the Fund's largest holdings.

The Fund sold Zoom amid rising competition and Twilio after a change in company leadership. It sold directory firm Redfin on concerns about its debt position in a slower property market. The Fund materially reduced its NVIDIA holding at the end of the quarter, although it remains a sizeable exposure.

Baillie Gifford & Co, 10 May 2024

Principal Holdings as at 30 April 2024

Investment	Percentage of total Fund
Amazon.com	8.12
NVIDIA	7.74
The Trade Desk	7.53
Shopify 'A'	7.39
Meta Platforms Inc	5.27
Doordash Inc	4.45
Netflix Inc	4.15
Moderna Inc	3.91
Tesla Inc	3.88
Cloudflare Inc	3.82

Material Portfolio Changes for the year ended 30 April 2024

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Meta Platforms Inc	137,494	NVIDIA	196,925
Inspire Medical Systems	48,706	Shopify 'A'	95,223
Insulet	45,413	The Trade Desk	78,402
Amazon.com	43,477	Tesla Inc	76,844
Samsara	34,292	Netflix Inc	61,832
Guardant Health Inc	31,809	Amazon.com	56,084
YETI Holdings	31,380	Twilio Inc	56,022
Sprout Social	31,187	CoStar Group	45,881
Doordash Inc	22,906	Duolingo Inc	43,447
Aurora Innovation Class A Common	22,791	Watsco Inc	42,579

Portfolio Statement as at 30 April 2024

Stock description	Holding	Market value £'000	% of total net assets
Communication Services - 22.06% (18.47%)			
Meta Platforms Inc	438,574	150,607	5.27
Netflix Inc	270,050	118,728	4.15
Pinterest	2,188,910	58,492	2.05
Roblox	1,888,832	53,626	1.88
Roku	735,491	33,839	1.18
The Trade Desk	3,253,446	215,268	7.53
Consumer Discretionary - 25.22% (23.11%)			
Amazon.com	1,658,034	232,044	8.12
Chewy	1,722,906	20,598	0.72
Coursera Inc	2,938,974	23,964	0.84
Doordash Inc	1,232,217	127,202	4.45
Duolingo Inc	492,694	88,832	3.11
Rivian Automotive Inc	702,674	4,994	0.17
Sweetgreen	2,701,426	48,478	1.70
Tesla Inc	757,868	110,931	3.88
Wayfair Inc	1,055,778	42,302	1.48
YETI Holdings	754,534	21,513	0.75
Consumer Staples - 0.57% (0.00%)			
Oddity	622,091	16,162	0.57
Financials - 1.98% (2.61%)			
Affirm Holdings Inc Class A	1,737,486	44,237	1.55
Lemonade Inc	893,991	12,294	0.43
Health Care - 12.89% (18.67%)			
10X Genomics Inc Class A	627,783	14,675	0.51
Alnylam Pharmaceuticals	329,376	37,837	1.32
Denali Therapeutics	1,622,590	19,995	0.70
Doximity Inc	1,110,000	21,533	0.75
Guardant Health Inc	1,442,407	20,723	0.73
Inspire Medical Systems	314,891	60,800	2.13
Insulet	270,848	37,174	1.30

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Moderna Inc	1,268,374	111,699	3.91
Penumbra Inc	158,042	24,780	0.87
Recursion Pharmaceuticals Inc	1,808,381	11,279	0.39
Sana Biotechnology Inc	1,117,131	8,030	0.28
Industrials - 2.80% (7.87%)			
Watsco Inc	223,918	79,957	2.80
Information Technology - 30.70% (27.32%)			
Aurora Innovation Class A Common	9,683,396	21,421	0.75
Cloudflare Inc	1,565,012	109,238	3.82
Datadog	731,404	73,307	2.56
Hashicorp Inc	1,342,012	34,736	1.22
NVIDIA	321,029	221,319	7.74
Samsara	1,311,094	36,553	1.28
Shopify 'A'	3,770,433	211,324	7.39
Snowflake Inc	407,509	50,490	1.77
Sprout Social	697,193	28,068	0.98
Workday Inc	466,177	91,080	3.19
Materials - 0.20% (0.38%)			
Ginkgo Bioworks Holdings Inc	7,984,816	5,682	0.20
Real Estate - 2.98% (0.53%)			
CoStar Group	1,166,192	85,219	2.98
Portfolio of investments		2,841,030	99.40
Net other assets - 0.60% (1.04%)		17,036	0.60
Net assets		2,858,066	100.00

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	810.88	932.58	1,660.83
Return before operating charges*	282.89	(108.73)	(705.11)
Operating charges	(14.96)	(12.97)	(23.14)
Return after operating charges*	267.93	(121.70)	(728.25)
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	1,078.81	810.88	932.58
*After direct transaction costs of:	0.10	0.09	0.15
Performance:			
Return after charges	33.04%	(13.05)%	(43.85)%
Other Information:			
Closing net asset value (£'000)	51,000	47,905	73,405
Closing number of shares	4,727,434	5,907,791	7,871,227
Operating charges	1.52%	1.51%	1.51%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,147	1,044	1,850
Lowest share price (pence)	785.2	722.6	955.9

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	979.68	1,115.50	1,966.80
Return before operating charges*	343.09	(130.56)	(841.96)
Operating charges	(6.22)	(5.26)	(9.34)
Return after operating charges*	336.87	(135.82)	(851.30)
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	1,316.55	979.68	1,115.50
*After direct transaction costs of:	0.12	0.10	0.18
Performance:			
Return after charges	34.39%	(12.18)%	(43.28)%
Other Information:			
Closing net asset value (£'000)	1,730,710	1,596,587	2,122,962
Closing number of shares	131,457,872	162,970,514	190,314,931
Operating charges	0.52%	0.51%	0.51%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,399	1,252	2,197
Lowest share price (pence)	948.8	865.5	1,142

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	904.89	1,030.34	1,816.64
Return before operating charges*	316.90	(120.59)	(777.68)
Operating charges	(5.75)	(4.86)	(8.62)
Return after operating charges*	311.15	(125.45)	(786.30)
Distributions on income shares	0.00	0.00	0.00
Closing net asset value per share	1,216.04	904.89	1,030.34
*After direct transaction costs of:	0.11	0.10	0.17
Performance:			
Return after charges	34.39%	(12.18)%	(43.28)%
Other Information:			
Closing net asset value (£'000)	233,988	208,116	280,708
Closing number of shares	19,241,833	22,999,191	27,244,262
Operating charges	0.52%	0.51%	0.51%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,292	1,157	2,029
Lowest share price (pence)	876.3	799.4	1,055

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,128.01	1,277.99	2,242.06
Return before operating charges*	395.66	(149.86)	(963.86)
Operating charges	(0.14)	(0.12)	(0.21)
Return after operating charges*	395.52	(149.98)	(964.07)
Distributions	(1.30)	(1.49)	(1.06)
Retained distributions on accumulation shares	1.30	1.49	1.06
Closing net asset value per share	1,523.53	1,128.01	1,277.99
*After direct transaction costs of:	0.14	0.12	0.21
Performance:			
Return after charges	35.06%	(11.74)%	(43.00)%
Other Information:			
Closing net asset value (£'000)	301,426	252,116	327,022
Closing number of shares	19,784,734	22,350,518	25,588,703
Operating charges	0.01%	0.01%	0.01%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,618	1,437	2,507
Lowest share price (pence)	1,093	992.3	1,308

Comparative Tables cont.

Comparative Table: W1 Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	987.88	1,122.75	1,975.19
Return before operating charges*	346.14	(131.44)	(847.12)
Operating charges	(3.99)	(3.43)	(5.32)
Return after operating charges*	342.15	(134.87)	(852.44)
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	1,330.03	987.88	1,122.75
*After direct transaction costs of:	0.12	0.10	0.18
Performance:			
Return after charges	34.63%	(12.01)%	(43.16)%
Other Information:			
Closing net asset value (£'000)	63,111	58,919	90,702
Closing number of shares	4,745,062	5,964,180	8,078,507
Operating charges	0.33%	0.33%	0.29% ²
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,413	1,261	2,207
Lowest share price (pence)	956.8	871.4	1,149

Comparative Tables cont.

Comparative Table: W1 Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	912.45	1,037.02	1,824.36
Return before operating charges*	319.70	(121.40)	(782.44)
Operating charges	(3.68)	(3.17)	(4.90)
Return after operating charges*	316.02	(124.57)	(787.34)
Distributions on income shares	0.00	0.00	0.00
Closing net asset value per share	1,228.47	912.45	1,037.02
*After direct transaction costs of:	0.11	0.10	0.17
Performance:			
Return after charges	34.63%	(12.01)%	(43.16)%
Other Information:			
Closing net asset value (£'000)	262,392	241,055	318,243
Closing number of shares	21,359,339	26,418,580	30,688,355
Operating charges	0.33%	0.33%	0.29% ²
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,305	1,165	2,039
Lowest share price (pence)	883.7	804.8	1,061

Comparative Tables cont.

Comparative Table: W3 Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	986.40	1,121.38	1,973.37
Return before operating charges*	345.61	(131.25)	(846.15)
Operating charges	(4.35)	(3.73)	(5.84)
Return after operating charges*	341.26	(134.98)	(851.99)
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	1,327.66	986.40	1,121.38
*After direct transaction costs of:	0.12	0.10	0.18
Performance:			
Return after charges	34.60%	(12.04)%	(43.17)%
Other Information:			
Closing net asset value (£'000)	72,383	57,500	80,391
Closing number of shares	5,451,915	5,829,273	7,168,930
Operating charges	0.36%	0.36%	0.32% ³
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,410	1,260	2,205
Lowest share price (pence)	955.3	870.3	1,148

Comparative Tables cont.

Comparative Table: W3 Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	911.02	1,035.69	1,822.56
Return before operating charges*	319.19	(121.22)	(781.48)
Operating charges	(4.01)	(3.45)	(5.39)
Return after operating charges*	315.18	(124.67)	(786.87)
Distributions on income shares	0.00	0.00	0.00
Closing net asset value per share	1,226.20	911.02	1,035.69
*After direct transaction costs of:	0.11	0.10	0.17
Performance:			
Return after charges	34.60%	(12.04)%	(43.17)%
Other Information:			
Closing net asset value (£'000)	138,946	133,722	159,271
Closing number of shares	11,331,403	14,678,274	15,378,268
Operating charges	0.36%	0.36%	0.32% ³
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,302	1,163	2,036
Lowest share price (pence)	882.3	803.8	1,060

Comparative Tables cont.

Comparative Table: W4 Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	980.59	1,116.53	1,968.64
Return before operating charges*	343.28	(130.70)	(843.27)
Operating charges	(6.10)	(5.24)	(8.84)
Return after operating charges*	337.18	(135.94)	(852.11)
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	1,317.77	980.59	1,116.53
*After direct transaction costs of:	0.12	0.10	0.17
Performance:			
Return after charges	34.39%	(12.18)%	(43.28)%
Other Information:			
Closing net asset value (£'000)	3,278	3,510	3,534
Closing number of shares	248,744	357,937	316,500
Operating charges	0.51%	0.51%	0.51%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,400	1,254	2,199
Lowest share price (pence)	949.7	866.3	1,143

Comparative Tables cont.

Comparative Table: W4 Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	907.63	1,030.82	1,817.52
Return before operating charges*	314.70	(118.26)	(778.48)
Operating charges	(5.71)	(4.93)	(8.22)
Return after operating charges*	308.99	(123.19)	(786.70)
Distributions on income shares	0.00	0.00	0.00
Closing net asset value per share	1,216.62	907.63	1,030.82
*After direct transaction costs of:	0.11	0.09	0.16
Performance:			
Return after charges	34.04%	(11.95)%	(43.28)%
Other Information:			
Closing net asset value (£'000)	832	393	1,198
Closing number of shares	68,396	43,335	116,202
Operating charges	0.51%	0.52% ⁴	0.52%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,292	1,157	2,030
Lowest share price (pence)	876.8	799.8	1,055

¹The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

A dilution adjustment is made whenever dealings in the shares of the Fund result in shares being issued or cancelled by the Company. The adjustment will take account of any spread between the buying and selling prices of the Fund's investments and the costs (which may include dealing charges and taxes) of acquiring or disposing of such investments. Please note that the direct transaction cost disclosures above do not include the dilution adjustment charges. For further details on dilution adjustment charges please see the General Information section. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

²As at 30 April 2022 the ACD considered 0.31% to be a more indicative rate for the ongoing charges figure for Class W1 Shares.

³As at 30 April 2022 the ACD considered 0.35% to be a more indicative rate for the ongoing charges figure for Class W3 Shares.

⁴As at 30 April 2023 the ACD considered 0.51% to be a more indicative rate for the ongoing charges figure for Class W4 Shares.

Financial Statements

Statement of Total Return for the year ended 30 April 2024

	Notes	2024		2023	
		£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		854,759		(387,123)
Revenue	3	3,345		4,559	
Expenses	4	(12,951)		(13,409)	
Net expense before taxation		(9,606)		(8,850)	
Taxation	5	(404)		(613)	
Net expense after taxation			(10,010)		(9,463)
Total return before distributions			844,749		(396,586)
Distributions	6		840		621
Change in net assets attributable to shareholders from investment activities			845,589		(395,965)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2024

	2024		2023	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		2,599,823		3,457,436
Amounts receivable on issue of shares	682,622		402,554	
Amounts payable on cancellation of shares	(1,271,421)		(865,648)	
		(588,799)		(463,094)
Dilution adjustment		1,196		1,113
Change in net assets attributable to shareholders from investment activities		845,589		(395,965)
Retained distributions on accumulation shares		257		333
Closing net assets attributable to shareholders		2,858,066		2,599,823

Financial Statements cont.

Balance Sheet as at 30 April 2024

	Notes	2024 £'000	2023 £'000
Assets:			
Fixed assets:			
Investments	13	2,841,030	2,572,704
Current assets:			
Debtors	8	33,418	27,245
Cash and bank balances	9	25,193	21,759
Total assets		2,899,641	2,621,708
Liabilities:			
Creditors:			
Bank overdrafts	9	(8,211)	(8,208)
Other creditors	10	(33,364)	(13,677)
Total liabilities		(41,575)	(21,885)
Net assets attributable to shareholders		2,858,066	2,599,823

Notes to the Financial Statements

1 Net capital gains/(losses)

	2024	2023
	£'000	£'000
Non-derivative securities	853,866	(387,528)
Currency gains/(losses)	906	413
Transaction costs	(13)	(8)
Net capital gains/(losses)	854,759	(387,123)

2 Purchases, sales and transaction costs

	2024	2023
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	668,500	296,378
Commissions	159	95
Taxes	-	-
Total transaction costs on equity purchases ¹	159	95
Purchases including transaction costs	668,659	296,473

¹These amounts have been deducted in determining net capital gains/(losses).

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.02	0.03
Taxes on equity purchases	0.00	0.00

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2024	2023
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	1,254,168	775,848
Commissions	(263)	(147)
Taxes	(10)	(13)
Total transaction costs on equity sales ¹	(273)	(160)
Sales net of transaction costs	1,253,895	775,688

¹These amounts have been deducted in determining net capital gains/(losses).

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.02)	(0.02)
Taxes on equity sales	(0.00)	(0.00)

	2024		2023	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	422	0.01	242	0.01
Taxes	10	0.00	13	0.00
Total direct transaction costs	432	0.01	255	0.01

	2024	2023
	%	%
Average portfolio dealing spread	0.12	0.11

The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

Dilution adjustment charges, which do not form part of the direct transaction costs disclosures above, may be incurred as a result of trading in underlying Funds. For further details on dilution adjustment charges please see the General Information section.

Dealing spread is the difference in the buying and selling prices of the underlying investments. Dealing spreads vary considerably depending on the transaction value and market sentiment. The Fund may have holdings in single priced funds. The notional spread on these holdings is not included in the average dealing spread calculated for this Fund.

Notes to the Financial Statements cont.

3 Revenue

	2024	2023
	£'000	£'000
Overseas dividends	2,692	4,084
Bank interest	653	475
Total revenue	3,345	4,559

4 Expenses

	2024	2023
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	12,708	13,146
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	191	191
Bank charges	43	66
	234	257
Other expenses:		
Audit fee	7	6
Professional fees	2	-
	9	6
Total expenses	12,951	13,409

5 Taxation

	2024	2023
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	404	613
Total taxation	404	613

The Fund is subject to corporation tax at 20% (2023: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2024, the Fund had excess management expenses of £126,697,000 (2023: £114,397,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2024	2023
	£'000	£'000
Net expense before taxation	(9,606)	(8,850)
Net expense before taxation multiplied by the standard rate of corporation tax of 20% (2023: 20%)	(1,921)	(1,770)
Effects of:		
Non-taxable overseas dividends	(538)	(817)
Overseas tax on dividends	404	613
Excess management expenses	2,459	2,587
Total taxation	404	613

6 Distributions

	2024	2023
	£'000	£'000
Final to 30 April	257	333
Amounts deducted on cancellation of shares	(2,706)	(1,874)
Amounts added on issue of shares	1,609	920
Total distributions	(840)	(621)

The distributions take account of revenue transactions on the issue and cancellation of shares. Details of the distributions per share are set out in the Distribution Table.

7 Reconciliation of net revenue to net distributions for the year

	2024	2023
	£'000	£'000
Net expense after taxation for the year	(10,010)	(9,463)
Add capital transfers for deficits of income	9,170	8,841
Add distributable revenue brought forward	1	2
Less distributable revenue carried forward	(1)	(1)
Net distributions for the year	(840)	(621)

Notes to the Financial Statements cont.

8 Debtors

	2024	2023
	£'000	£'000
Receivable for issue of shares	15,849	15,690
Sales awaiting settlement	17,083	10,884
Accrued income	415	576
VAT recoverable	10	9
Other debtors	61	86
Total debtors	33,418	27,245

9 Cash and bank balances

	2024	2023
	£'000	£'000
Sterling bank accounts	8,226	8,204
Foreign currency bank accounts	16,967	13,555
	25,193	21,759
Sterling bank accounts overdrawn	(8,211)	(8,208)
Total cash and bank balances	16,982	13,551

10 Other creditors

	2024	2023
	£'000	£'000
Payable for cancellation of shares	15,100	10,700
Purchases awaiting settlement	17,074	2,016
Due to the ACD or associates	1,154	922
Due to the Depositary or associates	27	31
Other accrued expenses	9	8
Total other creditors	33,364	13,677

11 Related party transactions

Baillie Gifford & Co Limited, as ACD, is regarded as a related party by virtue of the services provided to the Company. Baillie Gifford & Co Limited acts as principal in respect of all transactions of shares in the Company, except where stocks are transferred on the issue or cancellation of shares. The aggregate monies received through issue and paid on cancellation are disclosed in the Statement of Change in Net Assets Attributable to Shareholders. Amounts receivable and payable on the issue and cancellation of shares have been disclosed in notes 8 and 10 respectively.

Amounts paid to Baillie Gifford & Co Limited in respect of ACD fees are disclosed in note 4 with amounts due at the year end given in note 10.

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Shares held by the ACD and associates of the ACD

The shares held by the ACD and associates of the ACD as a percentage of the Fund's NAV were:

	2024	2023
	%	%
ACD and associates of the ACD	0.15	0.51

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.23	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.24
A Accumulation Shares	5,907,790	2,400,168	(2,994,476)	(586,048)	4,727,434
B Accumulation Shares	162,970,514	51,393,600	(82,371,474)	(534,768)	131,457,872
B Income Shares	22,999,191	1,443,609	(4,911,986)	(288,981)	19,241,833
C Accumulation Shares	22,350,518	1,153,485	(3,719,269)	-	19,784,734
W1 Accumulation Shares	5,964,180	4,690	(1,213,288)	(10,520)	4,745,062
W1 Income Shares	26,418,580	55,766	(5,017,318)	(97,689)	21,359,339
W3 Accumulation Shares	5,829,273	22,487	(1,366,414)	966,569	5,451,915
W3 Income Shares	14,678,274	80,335	(3,777,209)	350,003	11,331,403
W4 Accumulation Shares	357,937	23,928	(191,916)	58,795	248,744
W4 Income Shares	43,336	1,135	(6,708)	30,633	68,396

13 Basis of valuation

	2024	2023
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	2,841,030	2,572,704
Level 2: Observable market data	-	-
Level 3: Unobservable data	-	-
Total	2,841,030	2,572,704

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

A substantial proportion of the net assets of the Fund are denominated in a currency other than sterling, with the effect that the balance sheet and total return can be significantly affected by currency movements.

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2024			2023		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
UK sterling	15	-	15	(4)	-	(4)
US dollar	16,967	2,841,030	2,857,997	13,555	2,572,704	2,586,259

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

The Fund invests in a generally diversified portfolio of assets. Consequently the ACD considers that a single measure of market sensitivity does not accurately reflect the risks faced by the Fund.

Distribution Table

Final distribution for the year ended 30 April 2024

Group 1 : shares purchased prior to 1 May 2023

Group 2 : shares purchased 1 May 2023 to 30 April 2024

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.24)	Distribution (paid/accumulated 30.06.23)
	30.04.24 pence per share	30.04.24 pence per share	30.04.24 pence per share	30.04.23 pence per share
A Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
B Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
B Income				
Group 1	-	-	-	-
Group 2	-	-	-	-
C Accumulation				
Group 1	1.30000	-	1.30000	1.49000
Group 2	0.68379	0.61621	1.30000	1.49000
W1 Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
W1 Income				
Group 1	-	-	-	-
Group 2	-	-	-	-
W3 Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
W3 Income				
Group 1	-	-	-	-
Group 2	-	-	-	-
W4 Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-

Distribution Table cont.

Final distribution for the year ended 30 April 2024

Group 1 : shares purchased prior to 1 May 2023

Group 2 : shares purchased 1 May 2023 to 30 April 2024

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.24)	Distribution (paid/accumulated 30.06.23)
	30.04.24 pence per share	30.04.24 pence per share	30.04.24 pence per share	30.04.23 pence per share
W4 Income				
Group 1	-	-	-	-
Group 2	-	-	-	-

Baillie Gifford™

Baillie Gifford China Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2024*



Baillie Gifford China Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the MSCI China All Shares Index, as stated in sterling, by at least 2% per annum over five-year rolling periods.

Investment Policy

The Fund will invest at least 90% in the shares of, or depositary receipts representing the shares of, Chinese companies. Chinese companies are companies that have their headquarters or a significant part of their operations in China and may be listed, quoted or traded on any market. Depositary receipts are transferable securities issued by a bank and which represent the shares of a company. The Fund may also invest in other transferable securities of Chinese companies and money market instruments. The Fund will be actively managed and may invest in companies of any size and in any sector.

Risk and Reward Profile

The Risk and Reward Indicator table demonstrates where the Fund ranks in terms of its potential risk and reward. The higher the rank the greater the potential reward but the greater the risk of losing money. It is based on past data, may change over time and may not be a reliable indication of the future risk profile of the Fund. The shaded area in the table below shows the Fund's ranking on the Risk and Reward Indicator.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

The Fund is actively managed meaning the Investment Manager selects investments of their own choosing with the aim of achieving the Fund's objectives. This is done

without seeking to replicate any index in either of performance or portfolio composition. This investment style, selecting companies with perceived greater long-term growth potential ahead of any short-term returns, in combination with the relative concentration of the Fund, may lead to prolonged periods of underperformance in certain market conditions, both in relation to the Fund's benchmark and in absolute terms.

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

Investing in China may harm your investment due to difficulties with market volatility, political and economic instability including the risk of market shutdown, trading, liquidity, settlement, corporate governance, regulation, legislation and taxation.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

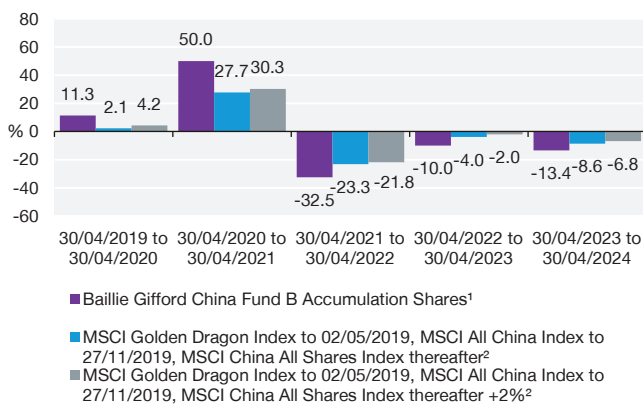
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.72%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI China All Shares Index (the 'Index') by at least 2% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2024, the return on B Accumulation Shares was -13.4%¹ compared to Index of -8.6%² and the target return of -6.8%². We believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance, a period in line with the Fund's objective. Over that period, the annualised return on B Accumulation Shares was -2.6%¹ compared to the Index of -2.6%² and the target return of -0.6%². Although periods of underperformance are inevitable given our style of investment, we fully appreciate that returns over the past few years will have disappointed investors in the Fund. The Fund struggled during 2021 and 2022 against a backdrop of high inflation and rising interest rates but we remain confident that our long-term growth approach will add value over time.

Market Environment

Despite recent months beginning to show signs of a recovery, it has been another challenging year for Chinese equity markets. The extent of the drawdown and the persistence of negative sentiment and weak confidence has provided a difficult backdrop. The consumer, largely shell-shocked from Covid-19 lockdowns and witnessing challenges in the property sector has remained cautious. The private sector, seeing a weaker domestic economy and reeling from the memory of regulatory headwinds and a lack of trust in government and its policymaking, has been slow to invest and employ; weaker income growth did little to help the consumption recovery. China's growth was supported by offshore demand which kept exports buoyant at a time in which domestic demand was lacking. This weak domestic environment led authorities to step in with a raft of policy measures aimed at shoring up sentiment prior to Chinese New Year in February. This led to a more recent rebound in stock markets, and some initial signs of optimism returning.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 279. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Against this backdrop, we are encouraged by: the operational growth exhibited by companies held in the Fund; current low valuations; and, government support for 'new productive forces' which include electric vehicles, new materials, the climate transition, digital development and industrial automation. These areas of secular and disruptive growth are well represented in the Fund.

Performance

The fund underperformed the Index over the year. The economic and geopolitical challenges made for a difficult backdrop for the Index as a whole. In this environment, the best performing sectors were utilities, energy and financials. We have limited holdings in these sectors given they are typically dominated by state-owned enterprises and do not exhibit the growth characteristics we seek. Despite many companies in the Fund delivering strong operational performance, their share prices have fallen over the 12 months which brought down returns.

At a stock level, sportswear manufacturer, Li Ning, and construction software company, Glodon, were two of the biggest detractors from performance. Both have been affected by the speed of China's post-Covid-19 consumption recovery, with Li Ning's growth being hurt by slower demand and a build-up in inventory, and Glodon affected by troubles in the property and construction sector. The top contributors over the period include car manufacturer Brilliance Auto which announced special dividend payments to shareholders, and Zijin Mining, which announced record copper and gold production in 2023 and a positive growth outlook for coming years. Our focus remains on the long-term outlook for individual companies with significant growth potential.

Notable Transactions

The Fund has taken advantage of opportunities created by volatility in share prices, low valuations, and strong operational performance at a number of companies. In addition to those reported in the semi-annual commentary, new holdings were bought in two consumer

brands, one leading China's coffee revolution, Luckin Coffee, and the other developing its brand recognition in China's domestic baijiu (white alcohol) sector, Shanxi Xinghuacun Fen Wine. Additions were made to companies delivering strong operational performance but where share prices had been weak. This included: the world's largest electric vehicle battery manufacturer, CATL; food delivery and on-line services company, Meituan; and gaming company, NetEase. These were funded by complete sales of: Glodon, whose company strengths have been overwhelmed by a weak industry background; WuXi AppTec and Asymchem Laboratories, where geopolitics is increasingly likely to impact future revenue growth; and JD.com, a solid ecommerce company but where expectations for growth have diminished significantly.

Baillie Gifford & Co, 6 May 2024

Principal Holdings as at 30 April 2024

Investment	Percentage of total Fund
Tencent	9.62
Kweichow Moutai 'A'	5.96
Meituan	5.46
Alibaba Group Holding	4.79
Ping An Insurance	4.10
PDD Holdings Inc	3.64
China Merchants Bank 'H'	3.33
CATL 'A'	3.22
Midea Group 'A'	2.84
NetEase HK Line	2.82

Material Portfolio Changes for the year ended 30 April 2024

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Byd Company 'H'	4,407	Tencent	12,657
Centre Testing 'A' - Stock Connect	4,205	Alibaba Group Holding	10,846
PDD Holdings Inc	4,062	JD.com	8,266
Anker Innovations 'A'	4,036	Ping An Insurance	6,473
Meituan	3,140	Kweichow Moutai 'A'	5,660
Tencent	2,742	Centre Testing 'A' - Local	5,127
Silergy	2,463	Sanhua Intelligent Controls 'A'	4,948
Luckin Coffee Inc ADR	2,370	Zijin Mining Group Co Ltd 'H'	4,716
Alibaba Group Holding	2,170	PDD Holdings Inc	4,520
Kweichow Moutai 'A'	2,155	Meituan	4,378

Portfolio Statement as at 30 April 2024

Stock description	Holding	Market value £'000	% of total net assets
Communication Services - 14.52% (12.32%)			
Kingsoft Corp Ltd	586,200	1,541	0.70
Kuaishou Technology	529,100	3,023	1.38
NetEase HK Line	403,690	6,195	2.82
Tencent	596,500	21,148	9.62
Consumer Discretionary - 31.78% (27.94%)			
Alibaba Group Holding	1,387,632	10,535	4.79
Brilliance China Automotive	5,376,000	3,590	1.63
Byd Company 'H'	148,000	3,258	1.48
Fuyao Glass Industry Grp 'H'	920,400	4,417	2.01
Haier Smart Home 'H'	1,470,280	4,391	2.00
Huayu Auto Systems 'A'	1,496,814	2,721	1.24
Li Ning	1,212,500	2,581	1.18
Luckin Coffee Inc ADR	110,014	1,843	0.84
Meituan	1,072,070	11,987	5.46
Midea Group 'A'	810,335	6,235	2.84
Minth Group	1,030,000	1,414	0.64
PDD Holdings Inc	80,119	8,003	3.64
Pop Mart International Group Ltd	673,000	2,326	1.06
Robam Appliances 'A'	734,969	1,920	0.87
Shenzhou International Group Holdings	578,800	4,622	2.10
Consumer Staples - 9.80% (7.46%)			
Kweichow Moutai 'A'	69,622	13,091	5.96
Proya Cosmetics 'A'	351,907	4,249	1.93
Shanxi Xinghuacun Fen Wine 'A' - Stock Connect	73,300	2,121	0.96
Yifeng Pharmacy Chain 'A' - Stock Connect	431,517	2,091	0.95
Financials - 7.43% (9.83%)			
China Merchants Bank 'H'	2,085,500	7,315	3.33
Ping An Bank 'A'	2,522,488	3,001	1.36
Ping An Insurance	1,641,500	6,026	2.74

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Health Care - 5.02% (9.93%)			
BeiGene HK Line	466,922	4,498	2.05
Guangzhou Kingmed 'A'	569,593	2,408	1.10
Medlive Technology Co Ltd	1,445,500	1,230	0.56
Sinocare 'A'	641,848	1,691	0.77
Topchoice Medical Investment 'A'	178,793	1,199	0.54
Industrials - 15.24% (16.43%)			
Beijing United IT 'A'	482,758	1,385	0.63
CATL 'A'	316,582	7,074	3.22
Centre Testing 'A' - Stock Connect	2,280,052	3,161	1.44
Dongguan Yiheda Automation Co 'A'	335,600	881	0.40
Estun Automation 'A'	1,410,958	2,513	1.14
Guangdong KinLong Hardware 'A'	178,600	654	0.30
Jiangsu Azure Corp 'A'	2,235,900	2,071	0.94
Sanhua Intelligent Controls 'A'	1,294,879	3,129	1.42
Shenzhen Inovance 'A'	598,043	3,924	1.79
Shenzhen Megmeet Electrical 'A'	1,182,566	2,843	1.29
Sungrow Power Supply 'A' - Stock Connect	180,132	2,053	0.94
Weichai Power 'H'	2,318,000	3,811	1.73
Information Technology - 7.52% (7.68%)			
Anker Innovations 'A'	340,414	3,243	1.48
Kingdee Int'l Software Group	2,291,000	1,956	0.89
LONGi Green Energy Technology 'A'	640,723	1,286	0.59
SG Micro 'A'	259,692	2,201	1.00
Silergy	472,000	5,036	2.29
Sunny Optical Technology	264,600	1,037	0.47
Yonyou 'A'	1,373,122	1,763	0.80
Materials - 4.44% (5.37%)			
Sinocera Material 'A'	1,730,100	3,702	1.68
Zijin Mining Group Co Ltd 'H'	3,430,000	6,059	2.76

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Real Estate - 1.24% (0.84%)			
KE Holdings (HK Line)	518,985	2,165	0.98
KE Holdings ADR	46,476	561	0.26
Utilities - 1.43% (1.41%)			
ENN Energy Holdings	455,400	3,146	1.43
Portfolio of investments		216,324	98.42
Net other assets - 1.58% (0.79%)		3,479	1.58
Net assets		219,803	100.00

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	444.69	502.72	747.89
Return before operating charges*	(52.59)	(50.40)	(235.37)
Operating charges	(6.21)	(7.63)	(9.80)
Return after operating charges*	(58.80)	(58.03)	(245.17)
Distributions	(0.62)	0.00	0.00
Retained distributions on accumulation shares	0.62	0.00	0.00
Closing net asset value per share	385.89	444.69	502.72
*After direct transaction costs of:	0.32	0.40	0.90
Performance:			
Return after charges	(13.22)%	(11.54)%	(32.78)%
Other Information:			
Closing net asset value (£'000)	552	2,205	7,433
Closing number of shares	142,929	495,940	1,478,651
Operating charges	1.54% ¹	1.52%	1.52%
Direct transaction costs ²	0.08%	0.08%	0.14%
Prices:			
Highest share price (pence)	447.5	581.4	784.7
Lowest share price (pence)	323.2	396.5	429.3

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	485.87	545.18	804.99
Return before operating charges*	(57.76)	(55.11)	(254.49)
Operating charges	(3.29)	(4.20)	(5.32)
Return after operating charges*	(61.05)	(59.31)	(259.81)
Distributions	(3.93)	(2.63)	0.00
Retained distributions on accumulation shares	3.93	2.63	0.00
Closing net asset value per share	424.82	485.87	545.18
*After direct transaction costs of:	0.35	0.44	0.97
Performance:			
Return after charges	(12.57)%	(10.88)%	(32.27)%
Other Information:			
Closing net asset value (£'000)	201,268	333,331	403,994
Closing number of shares	47,377,138	68,605,061	74,103,511
Operating charges	0.76%	0.77%	0.77%
Direct transaction costs ²	0.08%	0.08%	0.14%
Prices:			
Highest share price (pence)	489.0	631.3	845.7
Lowest share price (pence)	355.2	431.6	465.2

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	430.85	486.07	717.72
Return before operating charges*	(51.21)	(49.12)	(226.87)
Operating charges	(2.91)	(3.75)	(4.78)
Return after operating charges*	(54.12)	(52.87)	(231.65)
Distributions on income shares	(3.48)	(2.35)	0.00
Closing net asset value per share	373.25	430.85	486.07
*After direct transaction costs of:	0.31	0.39	0.87
Performance:			
Return after charges	(12.56)%	(10.88)%	(32.28)%
Other Information:			
Closing net asset value (£'000)	17,976	26,845	32,746
Closing number of shares	4,816,217	6,230,706	6,736,882
Operating charges	0.76%	0.77%	0.77%
Direct transaction costs ²	0.08%	0.08%	0.14%
Prices:			
Highest share price (pence)	433.6	562.8	754.0
Lowest share price (pence)	315.0	384.8	414.7

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	545.14	607.30	890.29
Return before operating charges*	(64.88)	(61.86)	(282.61)
Operating charges	(0.15)	(0.30)	(0.38)
Return after operating charges*	(65.03)	(62.16)	(282.99)
Distributions	(7.93)	(7.32)	(4.13)
Retained distributions on accumulation shares	7.93	7.32	4.13
Closing net asset value per share	480.11	545.14	607.30
*After direct transaction costs of:	0.39	0.49	1.07
Performance:			
Return after charges	(11.93)%	(10.24)%	(31.79)%
Other Information:			
Closing net asset value (£'000)	5	5	6
Closing number of shares	1,000	1,000	1,000
Operating charges	0.03%	0.05%	0.05%
Direct transaction costs ²	0.08%	0.08%	0.14%
Prices:			
Highest share price (pence)	548.7	704.0	936.5
Lowest share price (pence)	400.7	482.6	517.7

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	433.75	489.79	722.95
Return before operating charges*	(51.57)	(49.89)	(229.50)
Operating charges	(0.12)	(0.25)	(0.31)
Return after operating charges*	(51.69)	(50.14)	(229.81)
Distributions on income shares	(6.30)	(5.90)	(3.35)
Closing net asset value per share	375.76	433.75	489.79
*After direct transaction costs of:	0.31	0.39	0.87
Performance:			
Return after charges	(11.92)%	(10.24)%	(31.79)%
Other Information:			
Closing net asset value (£'000)	2	2	2
Closing number of shares	500	500	500
Operating charges	0.03%	0.05%	0.05%
Direct transaction costs ²	0.08%	0.08%	0.14%
Prices:			
Highest share price (pence)	436.6	567.8	760.4
Lowest share price (pence)	318.9	389.2	420.4

¹As at 30 April 2024 the ACD considered 1.50% to be a more indicative rate for the ongoing charges figure for Class A Shares.

²The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

A dilution adjustment is made whenever dealings in the shares of the Fund result in shares being issued or cancelled by the Company. The adjustment will take account of any spread between the buying and selling prices of the Fund's investments and the costs (which may include dealing charges and taxes) of acquiring or disposing of such investments. Please note that the direct transaction cost disclosures above do not include the dilution adjustment charges. For further details on dilution adjustment charges please see the General Information section.

For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

Financial Statements

Statement of Total Return for the year ended 30 April 2024

	Notes	2024		2023	
		£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		(45,991)		(51,711)
Revenue	3	5,201		5,740	
Expenses	4	(2,018)		(3,314)	
Net revenue before taxation		3,183		2,426	
Taxation	5	(394)		(418)	
Net revenue after taxation			2,789		2,008
Total return before distributions			(43,202)		(49,703)
Distributions	6		(2,791)		(2,007)
Change in net assets attributable to shareholders from investment activities			(45,993)		(51,710)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2024

	2024		2023	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		362,388		444,181
Amounts receivable on issue of shares	19,187		117,815	
Amounts payable on cancellation of shares	(117,877)		(150,192)	
		(98,690)		(32,377)
Dilution adjustment		235		490
Change in net assets attributable to shareholders from investment activities		(45,993)		(51,710)
Retained distributions on accumulation shares		1,863		1,804
Closing net assets attributable to shareholders		219,803		362,388

Financial Statements cont.

Balance Sheet as at 30 April 2024

	Notes	2024 £'000	2023 £'000
Assets:			
Fixed assets:			
Investments	13	216,324	359,515
Current assets:			
Debtors	8	1,050	4,560
Cash and bank balances	9	3,359	3,078
Total assets		220,733	367,153
Liabilities:			
Creditors:			
Bank overdrafts	9	(270)	-
Distributions payable		(168)	(146)
Other creditors	10	(492)	(4,619)
Total liabilities		(930)	(4,765)
Net assets attributable to shareholders		219,803	362,388

Notes to the Financial Statements

1 Net capital gains/(losses)

	2024	2023
	£'000	£'000
Non-derivative securities	(46,010)	(51,498)
Currency gains/(losses)	31	(183)
Transaction costs	(12)	(30)
Net capital gains/(losses)	(45,991)	(51,711)

2 Purchases, sales and transaction costs

	2024	2023
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	47,608	116,998
Commissions	18	40
Taxes	26	80
Total transaction costs on equity purchases ¹	44	120
Purchases including transaction costs	47,652	117,118

¹These amounts have been deducted in determining net capital gains/(losses).

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.04	0.03
Taxes on equity purchases	0.05	0.07

	2024	2023
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	144,198	147,509
Commissions	(44)	(41)
Taxes	(146)	(175)
Total transaction costs on equity sales ¹	(190)	(216)
Sales net of transaction costs	144,008	147,293

¹These amounts have been deducted in determining net capital gains/(losses).

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.03)	(0.03)
Taxes on equity sales	(0.10)	(0.12)

	2024		2023	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	62	0.02	81	0.02
Taxes	172	0.06	255	0.06
Total direct transaction costs	234	0.08	336	0.08

	2024	2023
	%	%
Average portfolio dealing spread	0.10	0.10

The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

Dilution adjustment charges, which do not form part of the direct transaction costs disclosures above, may be incurred as a result of trading in underlying Funds. For further details on dilution adjustment charges please see the General Information section.

Dealing spread is the difference in the buying and selling prices of the underlying investments. Dealing spreads vary considerably depending on the transaction value and market sentiment. The Fund may have holdings in single priced funds. The notional spread on these holdings is not included in the average dealing spread calculated for this Fund.

3 Revenue

	2024	2023
	£'000	£'000
Overseas dividends	5,184	5,697
Bank interest	17	43
Total revenue	5,201	5,740

Notes to the Financial Statements cont.

4 Expenses

	2024	2023
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	1,958	3,156
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	18	29
Bank charges	32	121
	50	150
Other expenses:		
Audit fee	7	6
Professional fees	3	2
	10	8
Total expenses	2,018	3,314

5 Taxation

	2024	2023
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	394	418
Total taxation	394	418

The Fund is subject to corporation tax at 20% (2023: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2024, the Fund had excess management expenses of £17,190,000 (2023: £15,189,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2024	2023
	£'000	£'000
Net revenue before taxation	3,183	2,426
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2023: 20%)	637	485
Effects of:		
Non-taxable overseas dividends	(1,037)	(1,139)
Overseas tax on dividends	394	418
Excess management expenses	400	654
Total taxation	394	418

6 Distributions

	2024	2023
	£'000	£'000
Final to 30 April	2,031	1,950
Amounts deducted on cancellation of shares	948	770
Amounts added on issue of shares	(188)	(713)
Total distributions	2,791	2,007

The distributions take account of revenue transactions on the issue and cancellation of shares. Details of the distributions per share are set out in the Distribution Table.

7 Reconciliation of net revenue to net distributions for the year

	2024	2023
	£'000	£'000
Net revenue after taxation for the year	2,789	2,008
Add capital transfers for deficits of income	-	6
Add distributable revenue brought forward	7	-
Less distributable revenue carried forward	(5)	(7)
Net distributions for the year	2,791	2,007

Notes to the Financial Statements cont.

8 Debtors

	2024	2023
	£'000	£'000
Receivable for issue of shares	226	41
Sales awaiting settlement	-	4,220
Accrued income	-	294
VAT recoverable	1	1
Return on capital debtor	823	-
Other debtors	-	4
Total debtors	1,050	4,560

9 Cash and bank balances

	2024	2023
	£'000	£'000
Sterling bank accounts	2,027	2,648
Foreign currency bank accounts	1,332	430
	3,359	3,078
Sterling bank accounts overdrawn	(270)	-
Total cash and bank balances	3,089	3,078

10 Other creditors

	2024	2023
	£'000	£'000
Payable for cancellation of shares	336	2,044
Purchases awaiting settlement	-	2,316
Due to the ACD or associates	139	220
Due to the Depositary or associates	3	25
Other accrued expenses	14	14
Total other creditors	492	4,619

Notes to the Financial Statements cont.

11 Related party transactions

Baillie Gifford & Co Limited, as ACD, is regarded as a related party by virtue of the services provided to the Company. Baillie Gifford & Co Limited acts as principal in respect of all transactions of shares in the Company, except where stocks are transferred on the issue or cancellation of shares. The aggregate monies received through issue and paid on cancellation are disclosed in the Statement of Change in Net Assets Attributable to Shareholders. Amounts receivable and payable on the issue and cancellation of shares have been disclosed in notes 8 and 10 respectively.

Amounts paid to Baillie Gifford & Co Limited in respect of ACD fees are disclosed in note 4 with amounts due at the year end given in note 10.

Shares held by the ACD and associates of the ACD

The shares held by the ACD and associates of the ACD as a percentage of the Fund's NAV were:

	2024	2023
	%	%
ACD and associates of the ACD	0.00	0.00

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.23	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.24
A Accumulation Shares	495,940	7,562	(73,739)	(286,834)	142,929
B Accumulation Shares	68,605,061	4,255,439	(25,738,354)	254,992	47,377,138
B Income Shares	6,230,706	493,809	(1,916,323)	8,025	4,816,217
C Accumulation Shares	1,000	1,000	(1,000)	-	1,000
C Income Shares	500	500	(500)	-	500

13 Basis of valuation

	2024	2023
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	216,324	359,515
Level 2: Observable market data	-	-
Level 3: Unobservable data	-	-
Total	216,324	359,515

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

A proportion of the net assets of the Fund are denominated in currencies other than sterling, with the effect that the balance sheet and total return can be significantly affected by currency movement.

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2024			2023		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Chinese yuan	286	82,610	82,896	161	153,195	153,356
Hong Kong dollar	868	118,271	119,139	-	196,851	196,851
Taiwanese dollar	-	5,036	5,036	-	4,075	4,075
UK sterling	1,756	-	1,756	2,648	-	2,648
US dollar	178	10,408	10,585	269	5,394	5,663

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

The Fund invests in a generally diversified portfolio of assets. Consequently the ACD considers that a single measure of market sensitivity does not accurately reflect the risks faced by the Fund.

Distribution Table

Final distribution for the year ended 30 April 2024

Group 1 : shares purchased prior to 1 May 2023

Group 2 : shares purchased 1 May 2023 to 30 April 2024

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.24)	Distribution (paid/accumulated 30.06.23)
	30.04.24 pence per share	30.04.24 pence per share	30.04.24 pence per share	30.04.23 pence per share
A Accumulation				
Group 1	0.62000	-	0.62000	-
Group 2	-	0.62000	0.62000	-
B Accumulation				
Group 1	3.93000	-	3.93000	2.63000
Group 2	0.38565	3.54435	3.93000	2.63000
B Income				
Group 1	3.48000	-	3.48000	2.35000
Group 2	0.26631	3.21369	3.48000	2.35000
C Accumulation				
Group 1	7.93000	-	7.93000	7.32000
Group 2	7.93000	-	7.93000	7.32000
C Income				
Group 1	6.30000	-	6.30000	5.90000
Group 2	6.30000	-	6.30000	5.90000

Baillie Gifford™

Baillie Gifford Developed Asia Pacific Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2024*



Baillie Gifford Developed Asia Pacific Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the MSCI Pacific Index, as stated in sterling, by at least 1.5% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% directly or indirectly in shares of companies in developed Asia of any size and in any sector. Developed Asian companies are companies which are listed, incorporated, domiciled or conducting a significant portion of their business in Australia, Hong Kong, Japan, New Zealand or Singapore. The indirect investment will be through collective investment schemes. The Fund may also invest in other transferable securities of companies in developed Asia and money market instruments. The Fund will be actively managed.

Risk and Reward Profile

The Risk and Reward Indicator table demonstrates where the Fund ranks in terms of its potential risk and reward. The higher the rank the greater the potential reward but the greater the risk of losing money. It is based on past data, may change over time and may not be a reliable indication of the future risk profile of the Fund. The shaded area in the table below shows the Fund's ranking on the Risk and Reward Indicator.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

The Fund is actively managed meaning the Investment Manager selects investments of their own choosing with the aim of achieving the Fund's objectives. This is done without seeking to replicate any index in either of

performance or portfolio composition. This investment style, selecting companies with perceived greater long-term growth potential ahead of any short-term returns, in combination with the relative concentration of the Fund, may lead to prolonged periods of underperformance in certain market conditions, both in relation to the Fund's benchmark and in absolute terms.

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

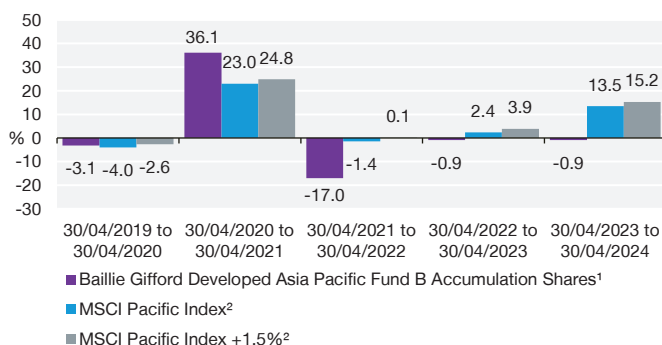
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.55%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Pacific Index (the 'Index') by at least 1.5% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2024 the return on B Accumulation Shares was -0.9%¹ compared to the Index of 13.5%² and the target return of 15.2%². We believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance, a period in line with the Fund's objective. Over that period, the annualised return on B Accumulation Shares was 1.5%¹ compared to the Index of 6.2%² and the target return of 7.8%². Although periods of underperformance are inevitable given our style of investment, we fully appreciate that returns over the past few years will have disappointed investors in the Fund. The Fund struggled during 2021 and 2022 against a backdrop of high inflation and rising interest rates but we remain confident that our long-term growth approach will add value over time.

Market Environment

Japan has been the key driver of relative underperformance for the Fund in recent years. This can be attributed to the strong and sharp cyclical rally that the market has enjoyed, which has bolstered the earnings and valuations for economically sensitive stocks – such as autos, banks and exporters - and lowly rated stocks. This has created a difficult stylistic headwind for the Fund, which continues to prefer high quality growth stocks over the cyclical constituents that characterise the market rally.

Performance

This cyclical trend - which has prevailed for well over 12 months denting the longer-term performance of the Fund - is illustrated in the relative performance attribution of the Fund. Companies positively skewed to the robust health of the US economy have performed well and reflect the strongest contributions to performance. These include James Hardie Industries, which has a dominant market share manufacturing and supplying fibre cement building products in the US, Recruit, which owns the job

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 279. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

listing service sites Indeed and Glassdoor that are predominately skewed towards the US jobs market, and Techtronic, which has - through its brands Milwaukee and Ryobi - a significant share of DIY power tools in the US market.

In contrast, the biggest detractors to performance include the likes of Shiseido, a premium Japanese skincare company which has suffered from the fallout of weak Chinese discretionary spend; exposure to Japanese smaller companies, which have been shunned by the investors preferring large liquid, export orientated stocks over domestic small caps; and Toyota, where a nil holding in the world's largest car company – which has doubled its market cap in the past 12 months - has hurt performance in relation to the Index.

We believe it is important to avoid confusing cyclical with structural growth, especially given how vulnerable large parts of the market now appear. Our patient long-term investment approach allows us to look through the cycle, for companies underpinned by strong fundamentals and attractive – and sustainable - growth opportunities.

Notable Transactions

To that end we have not diverged from our usual path, of identifying and investing in esoteric growth companies across the region. These include companies such as Technopro, Japan's largest IT focused HR dispatching company addressing Japan burgeoning demand for IT engineers, Nakanishi, a medtech marvel that benefits from a razor blade model by selling high-end handpieces and drills for dentists, and Tokyo Electron, a manufacturer of semiconductor production equipment that specialises in etching, deposition and wafer cleaning. These have been funded by the sale of companies where we see significant challenge to their operational progress, such as Misumi, Nidec and Pigeon.

Baillie Gifford & Co, 9 May 2024

Principal Holdings as at 30 April 2024

Investment	Percentage of total Fund
Baillie Gifford Japanese Smaller Companies Fund C Acc ¹	5.22
United Overseas Bank	4.65
MS&AD Insurance	4.46
SMC	4.03
SoftBank Group	3.99
SBI Holdings	3.87
James Hardie Industries	3.85
Recruit Holdings	3.50
Techtronic Industries	3.39
Shimano	3.05

¹Baillie Gifford Overseas Growth Funds ICVC cross-holding (please refer to note 11).

Material Portfolio Changes for the year ended 30 April 2024

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Nippon Paint	2,134	Baillie Gifford Japanese Smaller Companies Fund C Acc ¹	3,106
Chugai Pharmaceutical	1,718	MS&AD Insurance	2,889
Technopro Holdings	1,377	United Overseas Bank	2,268
Tokyo Electron	1,372	SMC	2,048
Baillie Gifford Japanese Smaller Companies Fund C Acc ¹	1,104	Makita Corporation	1,967
IDP Education	958	Shiseido	1,961
Techtronic Industries	803	SoftBank Group	1,906
United Overseas Bank	781	James Hardie Industries	1,880
Olympus	723	SBI Holdings	1,789
Cosmos Pharmaceutical	714	Olympus	1,715

¹Baillie Gifford Overseas Growth Funds ICVC cross-holding (please refer to note 11).

Portfolio Statement as at 30 April 2024

Stock description	Holding	Market value £'000	% of total net assets
Australia - 15.13% (12.78%)			
BHP Group Ltd (Aus. listing)	90,390	2,017	2.26
Cochlear	12,408	2,092	2.34
IDP Education	99,874	844	0.94
James Hardie Industries	122,457	3,442	3.85
REA Group	16,027	1,493	1.67
Treasury Wine Estates	160,421	1,006	1.13
Washington Soul Pattinson	154,813	2,623	2.94
Hong Kong - 11.64% (14.49%)			
AIA Group	250,600	1,478	1.66
Galaxy Entertainment Group	486,000	1,759	1.97
Hong Kong Exchanges & Clearing	90,517	2,325	2.60
Techtronic Industries	271,500	3,030	3.39
Tencent	47,300	1,677	1.88
Tsingtao Brewery 'H'	22,000	128	0.14
Japan - 64.37% (63.95%)			
Asahi Group Holdings	26,100	716	0.80
Baillie Gifford Japanese Smaller Companies Fund C Acc ¹	120,547	4,658	5.22
Chugai Pharmaceutical	54,400	1,394	1.56
Cosmos Pharmaceutical	15,100	1,115	1.25
CyberAgent Inc	172,100	864	0.97
Denso	163,100	2,228	2.49
FANUC	57,200	1,343	1.50
Fast Retailing	10,600	2,235	2.50
freee K.K.	35,800	508	0.57
Hoshizaki Corp	36,100	999	1.12
Keyence	5,200	1,855	2.08
Kobe Bussan Co Ltd	39,000	678	0.76
LY Corp	491,100	955	1.07
MonotaRO Co	68,200	661	0.74
MS&AD Insurance	275,700	3,983	4.46
Murata	132,600	1,954	2.19
Nakanishi	39,100	481	0.54

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Nintendo	39,400	1,544	1.73
Nippon Paint	239,200	1,233	1.38
Olympus	241,800	2,700	3.02
Recruit Holdings	89,300	3,128	3.50
SBI Holdings	176,800	3,456	3.87
Shimano	20,800	2,725	3.05
Shiseido	116,100	2,483	2.78
SMC	8,500	3,603	4.03
SoftBank Group	88,800	3,567	3.99
Sugi Holdings	123,048	1,449	1.62
Symex Corp	73,100	940	1.05
Technopro Holdings	68,200	935	1.05
Tokyo Electron	8,600	1,533	1.72
Unicharm	65,900	1,571	1.76
New Zealand - 1.96% (2.20%)			
Ryman Healthcare Ltd	298,954	573	0.64
Xero Ltd	18,607	1,178	1.32
Singapore - 5.71% (4.75%)			
iFAST Corp	117,200	506	0.57
Sea Ltd ADR	8,681	438	0.49
United Overseas Bank	233,435	4,156	4.65
Thailand - 0.00% (0.75%)			
Portfolio of investments		88,259	98.81
Net other assets - 1.19% (1.08%)		1,065	1.19
Net assets		89,324	100.00

¹Baillie Gifford Overseas Growth Funds ICVC cross-holding (please refer to note 11).

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.
Figures in brackets refer to 30 April 2023.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	537.57	547.10	672.56
Return before operating charges*	3.39	(1.78)	(116.13)
Operating charges	(7.77)	(7.75)	(9.33)
Return after operating charges*	(4.38)	(9.53)	(125.46)
Distributions	(1.57)	(2.87)	(0.84)
Retained distributions on accumulation shares	1.57	2.87	0.84
Closing net asset value per share	533.19	537.57	547.10
*After direct transaction costs of:	0.16	0.11	0.19
Performance:			
Return after charges	(0.81)%	(1.74)%	(18.65)%
Other Information:			
Closing net asset value (£'000)	1,038	1,747	3,451
Closing number of shares	194,713	325,173	630,774
Operating charges	1.47%	1.43%	1.45%
Direct transaction costs ¹	0.03%	0.02%	0.03%
Prices:			
Highest share price (pence)	559.7	582.5	716.0
Lowest share price (pence)	489.5	495.3	536.5

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	617.15	622.80	758.92
Return before operating charges*	3.88	(2.06)	(131.83)
Operating charges	(3.65)	(3.59)	(4.29)
Return after operating charges*	0.23	(5.65)	(136.12)
Distributions	(7.04)	(8.55)	(7.11)
Retained distributions on accumulation shares	7.04	8.55	7.11
Closing net asset value per share	617.38	617.15	622.80
*After direct transaction costs of:	0.18	0.12	0.22
Performance:			
Return after charges	0.04%	(0.91)%	(17.94)%
Other Information:			
Closing net asset value (£'000)	73,356	96,047	127,525
Closing number of shares	11,881,734	15,563,006	20,476,136
Operating charges	0.60%	0.58%	0.59%
Direct transaction costs ¹	0.03%	0.02%	0.03%
Prices:			
Highest share price (pence)	647.5	667.5	810.4
Lowest share price (pence)	564.4	564.5	610.6

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	536.17	548.61	676.20
Return before operating charges*	3.59	(1.75)	(117.44)
Operating charges	(3.31)	(3.16)	(3.81)
Return after operating charges*	0.28	(4.91)	(121.25)
Distributions on income shares	(6.11)	(7.53)	(6.34)
Closing net asset value per share	530.34	536.17	548.61
*After direct transaction costs of:	0.16	0.11	0.19
Performance:			
Return after charges	0.05%	(0.89)%	(17.93)%
Other Information:			
Closing net asset value (£'000)	14,922	5,225	6,575
Closing number of shares	2,813,767	974,480	1,198,415
Operating charges	0.62% ²	0.58%	0.59%
Direct transaction costs ¹	0.03%	0.02%	0.03%
Prices:			
Highest share price (pence)	562.7	588.1	721.5
Lowest share price (pence)	490.4	497.5	544.1

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	716.58	719.19	871.46
Return before operating charges*	4.65	(2.39)	(151.94)
Operating charges	(0.28)	(0.22)	(0.33)
Return after operating charges*	4.37	(2.61)	(152.27)
Distributions	(12.19)	(13.85)	(12.79)
Retained distributions on accumulation shares	12.19	13.85	12.79
Closing net asset value per share	720.95	716.58	719.19
*After direct transaction costs of:	0.21	0.14	0.25
Performance:			
Return after charges	0.61%	(0.36)%	(17.47)%
Other Information:			
Closing net asset value (£'000)	4	20,368	22,811
Closing number of shares	500	2,842,340	3,171,679
Operating charges	0.04% ³	0.03%	0.04%
Direct transaction costs ¹	0.03%	0.02%	0.03%
Prices:			
Highest share price (pence)	755.7	774.1	932.4
Lowest share price (pence)	657.1	652.3	705.1

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	438.19	448.37	553.17
Return before operating charges*	2.92	(1.42)	(96.48)
Operating charges	(0.22)	(0.13)	(0.21)
Return after operating charges*	2.70	(1.55)	(96.69)
Distributions on income shares	(7.42)	(8.63)	(8.11)
Closing net asset value per share	433.47	438.19	448.37
*After direct transaction costs of:	0.13	0.09	0.16
Performance:			
Return after charges	0.62%	(0.35)%	(17.48)%
Other Information:			
Closing net asset value (£'000)	4	4	4
Closing number of shares	1,000	1,000	1,000
Operating charges	0.05%	0.03%	0.04%
Direct transaction costs ¹	0.03%	0.02%	0.03%
Prices:			
Highest share price (pence)	462.2	482.7	591.4
Lowest share price (pence)	401.9	407.0	447.5

¹The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

A dilution adjustment is made whenever dealings in the shares of the Fund result in shares being issued or cancelled by the Company. The adjustment will take account of any spread between the buying and selling prices of the Fund's investments and the costs (which may include dealing charges and taxes) of acquiring or disposing of such investments. Please note that the direct transaction cost disclosures above do not include the dilution adjustment charges. For further details on dilution adjustment charges please see the General Information section. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

²As at 30 April 2024 the ACD considered 0.60% to be a more indicative rate for the ongoing charges figure for Class B Shares.

³As at 30 April 2024 the ACD considered 0.05% to be a more indicative rate for the ongoing charges figure for Class C Shares.

Financial Statements

Statement of Total Return for the year ended 30 April 2024

	Notes	2024		2023	
		£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		(1,232)		(2,203)
Revenue	3	1,818		2,875	
Expenses	4	(551)		(736)	
Net revenue before taxation		1,267		2,139	
Taxation	5	(99)		(152)	
Net revenue after taxation			1,168		1,987
Total return before distributions			(64)		(216)
Distributions	6		(1,168)		(1,988)
Change in net assets attributable to shareholders from investment activities			(1,232)		(2,204)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2024

	2024		2023	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		123,391		160,366
Amounts receivable on issue of shares	22,012		30,064	
Amounts payable on cancellation of shares	(55,751)		(66,670)	
		(33,739)		(36,606)
Dilution adjustment		64		101
Change in net assets attributable to shareholders from investment activities		(1,232)		(2,204)
Retained distributions on accumulation shares		840		1,734
Closing net assets attributable to shareholders		89,324		123,391

Financial Statements cont.

Balance Sheet as at 30 April 2024

	Notes	2024 £'000	2023 £'000
Assets:			
Fixed assets:			
Investments	13	88,259	122,053
Current assets:			
Debtors	8	3,652	1,068
Cash and bank balances	9	798	1,025
Total assets		92,709	124,146
Liabilities:			
Creditors:			
Bank overdrafts	9	-	(272)
Distributions payable		(172)	(73)
Other creditors	10	(3,213)	(410)
Total liabilities		(3,385)	(755)
Net assets attributable to shareholders		89,324	123,391

Notes to the Financial Statements

1 Net capital gains/(losses)

	2024	2023
	£'000	£'000
Non-derivative securities	(1,152)	(2,172)
Currency gains/(losses)	(66)	(16)
Transaction costs	(14)	(15)
Net capital gains/(losses)	(1,232)	(2,203)

2 Purchases, sales and transaction costs

	2024	2023
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	24,920	26,891
Commissions	7	6
Taxes	3	7
Total transaction costs on equity purchases ¹	10	13
Gross purchases of funds excluding transaction costs	-	1,943
Purchases including transaction costs	24,930	28,847

¹These amounts have been deducted in determining net capital gains/(losses).

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.03	0.02
Taxes on equity purchases	0.01	0.03

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2024	2023
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	57,651	58,981
Commissions	(14)	(13)
Taxes	(10)	(13)
Total transaction costs on equity sales ¹	(24)	(26)
Gross sales of funds excluding transaction costs	-	4,159
Sales net of transaction costs	57,627	63,114

¹These amounts have been deducted in determining net capital gains/(losses).

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.02)	(0.02)
Taxes on equity sales	(0.02)	(0.02)

	2024		2023	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	21	0.02	19	0.01
Taxes	13	0.01	20	0.01
Total direct transaction costs	34	0.03	39	0.02

	2024	2023
	%	%
Average portfolio dealing spread	0.09	0.09

The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

Dilution adjustment charges, which do not form part of the direct transaction costs disclosures above, may be incurred as a result of trading in underlying Funds. For further details on dilution adjustment charges please see the General Information section.

Dealing spread is the difference in the buying and selling prices of the underlying investments. Dealing spreads vary considerably depending on the transaction value and market sentiment. The Fund may have holdings in single priced funds. The notional spread on these holdings is not included in the average dealing spread calculated for this Fund.

Notes to the Financial Statements cont.

3 Revenue

	2024	2023
	£'000	£'000
UK dividends ¹	61	101
Overseas dividends	1,741	2,748
Bank interest	16	14
Other income	-	12
Total revenue	1,818	2,875

¹Includes income from relevant Collective Investment Schemes.

4 Expenses

	2024	2023
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	522	702
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	7	10
Bank charges	9	16
	16	26
Other expenses:		
Audit fee	7	6
Professional fees	6	2
	13	8
Total expenses	551	736

5 Taxation

	2024	2023
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	99	152
Total taxation	99	152

The Fund is subject to corporation tax at 20% (2023: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

Notes to the Financial Statements cont.

5 Taxation (continued)

At 30 April 2024, the Fund had excess management expenses of £6,734,000 (2023: £6,198,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

The tax charge is explained as follows:

	2024	2023
	£'000	£'000
Net revenue before taxation	1,267	2,139
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2023: 20%)	253	428
Effects of:		
Non-taxable UK dividends	(12)	(20)
Non-taxable overseas dividends	(348)	(550)
Other income not subject to tax	-	(2)
Overseas tax on dividends	99	152
Excess management expenses	107	144
Total taxation	99	152

6 Distributions

	2024	2023
	£'000	£'000
Final to 30 April	1,011	1,807
Amounts deducted on cancellation of shares	304	327
Amounts added on issue of shares	(147)	(146)
Total distributions	1,168	1,988

The distributions take account of revenue transactions on the issue and cancellation of shares. Details of the distributions per share are set out in the Distribution Table.

7 Reconciliation of net revenue to net distributions for the year

	2024	2023
	£'000	£'000
Net revenue after taxation for the year	1,168	1,987
Add distributable revenue brought forward	1	2
Less distributable revenue carried forward	(1)	(1)
Net distributions for the year	1,168	1,988

Notes to the Financial Statements cont.

8 Debtors

	2024	2023
	£'000	£'000
Receivable for issue of shares	18	137
Sales awaiting settlement	3,125	200
Accrued income	508	724
Overseas tax recoverable	-	4
Other debtors	1	3
Total debtors	3,652	1,068

9 Cash and bank balances

	2024	2023
	£'000	£'000
Sterling bank accounts	798	1,025
Sterling bank accounts overdrawn	-	(272)
Total cash and bank balances	798	753

10 Other creditors

	2024	2023
	£'000	£'000
Payable for cancellation of shares	181	198
Purchases awaiting settlement	2,976	150
Due to the ACD or associates	46	46
Due to the Depositary or associates	2	8
Other accrued expenses	8	8
Total other creditors	3,213	410

11 Related party transactions

Baillie Gifford & Co Limited, as ACD, is regarded as a related party by virtue of the services provided to the Company. Baillie Gifford & Co Limited acts as principal in respect of all transactions of shares in the Company, except where stocks are transferred on the issue or cancellation of shares. The aggregate monies received through issue and paid on cancellation are disclosed in the Statement of Change in Net Assets Attributable to Shareholders. Amounts receivable and payable on the issue and cancellation of shares have been disclosed in notes 8 and 10 respectively.

Amounts paid to Baillie Gifford & Co Limited in respect of ACD fees are disclosed in note 4 with amounts due at the year end given in note 10.

The Fund invests in other funds for whom Baillie Gifford & Co, the ultimate parent company of the ACD, act as Investment Adviser and these funds are therefore considered to be related parties. Transactions with these related party funds are noted in the table below.

2024

2023

Notes to the Financial Statements cont.

11 Related party transactions (continued)

	Purchases £'000	Sales £'000	Income £'000	Purchases £'000	Sales £'000	Income £'000
Baillie Gifford Japanese Smaller Companies Fund C Acc	1,104	3,106	70	1,943	4,159	101

Shares held by the ACD and associates of the ACD

The shares held by the ACD and associates of the ACD as a percentage of the Fund's NAV were:

	2024 %	2023 %
ACD and associates of the ACD	0.01	0.00

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.23	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.24
A Accumulation Shares	325,173	57,803	(100,198)	(88,065)	194,713
B Accumulation Shares	15,563,006	3,526,565	(7,273,912)	66,075	11,881,734
B Income Shares	974,480	44,156	(543,584)	2,338,715	2,813,767
C Accumulation Shares	2,842,340	41,085	(1,149,549)	(1,733,376)	500
C Income Shares	1,000	1,000	(1,000)	-	1,000

13 Basis of valuation

	2024 Assets £'000	2023 Assets £'000
Level 1: Quoted prices	83,601	114,255
Level 2: Observable market data	4,658	7,798
Level 3: Unobservable data	-	-
Total	88,259	122,053

14 Derivatives and other financial instruments

Currency exposures

A proportion of the net assets of the Fund are denominated in currencies other than sterling, with the effect that the balance sheet and total return can be significantly affected by currency movement.

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments (continued)

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2024			2023		
	Monetary exposures	Non-monetary exposures	Total	Monetary exposures	Non-monetary exposures	Total
	£'000	£'000	£'000	£'000	£'000	£'000
Australian dollar	-	14,695	14,695	-	17,427	17,427
Hong Kong dollar	-	10,397	10,397	-	17,876	17,876
Japanese yen	-	52,836	52,836	-	71,109	71,109
New Zealand dollar	-	574	574	-	1,053	1,053
Singapore dollar	-	4,662	4,662	-	6,791	6,791
UK sterling	798	4,658	5,456	753	7,798	8,551
US dollar	-	438	438	-	-	-

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

The Fund invests in a generally diversified portfolio of assets. Consequently the ACD considers that a single measure of market sensitivity does not accurately reflect the risks faced by the Fund.

Distribution Table

Final distribution for the year ended 30 April 2024

Group 1 : shares purchased prior to 1 May 2023

Group 2 : shares purchased 1 May 2023 to 30 April 2024

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.24)	Distribution (paid/accumulated 30.06.23)
	30.04.24 pence per share	30.04.24 pence per share	30.04.24 pence per share	30.04.23 pence per share
A Accumulation				
Group 1	1.57000	-	1.57000	2.87000
Group 2	1.57000	-	1.57000	2.87000
B Accumulation				
Group 1	7.04000	-	7.04000	8.55000
Group 2	4.61136	2.42864	7.04000	8.55000
B Income				
Group 1	6.11000	-	6.11000	7.53000
Group 2	4.38741	1.72259	6.11000	7.53000
C Accumulation				
Group 1	12.19000	-	12.19000	13.85000
Group 2	10.15180	2.03820	12.19000	13.85000
C Income				
Group 1	7.42000	-	7.42000	8.63000
Group 2	7.42000	-	7.42000	8.63000

Baillie Gifford™

Baillie Gifford Emerging Markets Growth Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2024*



Baillie Gifford Emerging Markets Growth Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the MSCI Emerging Markets Index, as stated in sterling by at least 2% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% in shares of emerging market companies. Emerging markets companies are companies which are listed, incorporated, domiciled or conducting a significant portion of their business in emerging markets and the Fund may invest in companies of any size or in any sector. Emerging markets will be determined by the investment manager at its sole discretion. The Fund may also invest in other transferable securities of emerging market companies and money market instruments. The Fund will be actively managed.

Risk and Reward Profile

The Risk and Reward Indicator table demonstrates where the Fund ranks in terms of its potential risk and reward. The higher the rank the greater the potential reward but the greater the risk of losing money. It is based on past data, may change over time and may not be a reliable indication of the future risk profile of the Fund. The shaded area in the table below shows the Fund's ranking on the Risk and Reward Indicator.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

The Fund is actively managed meaning the Investment Manager selects investments of their own choosing with the aim of achieving the Fund's objectives. This is done

without seeking to replicate any index in either of performance or portfolio composition. This investment style, selecting companies with perceived greater long-term growth potential ahead of any short-term returns, in combination with the relative concentration of the Fund, may lead to prolonged periods of underperformance in certain market conditions, both in relation to the Fund's benchmark and in absolute terms.

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

Investing in China may harm your investment due to difficulties with market volatility, political and economic instability including the risk of market shutdown, trading, liquidity, settlement, corporate governance, regulation, legislation and taxation.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

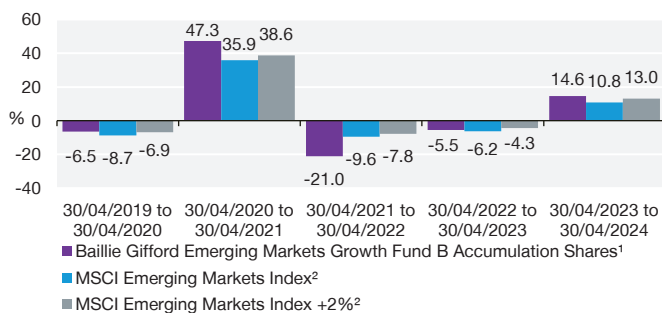
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.72%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Emerging Markets Index (the ‘Index’) by at least 2% per annum (the ‘target return’) over rolling five-year periods. For the year to 30 April 2024 the return on B Accumulation Shares was 14.6%¹ compared to the Index of 10.8%² and the target return of 13.0%². We believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance, a period in line with the Fund’s objective. Over that period, the annualised return on B Accumulation Shares was 3.3%¹ compared to the Index of 3.1%² and the target return of 5.2%². Although periods of underperformance are inevitable given our style of investment, we fully appreciate that returns over the past few years will have disappointed investors in the Fund. The Fund struggled during 2021 and 2022 against a backdrop of high inflation and rising interest rates but we remain confident that our long-term growth approach will add value over time.

Market Environment

We celebrate 30 years of investing in emerging markets (EM) this year. In this time, the asset class has changed dramatically, highlighting the importance of an active and adaptable approach. This has felt particularly pronounced in recent years, where India’s weighting in the Index has more than doubled, and China’s has nearly halved.

India has undoubtedly captured investors’ attention. It has a large and growing working-age population, rising levels of innovation and many foreign companies (like Apple) have started building a manufacturing export base in the region. However, while we like the long-term prospects for the country, we are growing increasingly cautious about the valuations of some companies, which is reflected in the Fund’s underweight exposure to India.

In stark contrast, sentiment towards China has been unipolar. The critical issue has not changed: saving has beaten consumer spending. Confidence does not change overnight, but recent pledges from the government to create a “stable, transparent and predictable policy environment” are a step in the right direction. Despite the challenges, China continues to be home to some of the

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 279. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

world's most innovative companies, trading at bargain prices, so we continue to balance the bottom-up attractions against the more challenging macroeconomic backdrop.

Overall, the EM environment continues to look attractive. Many investors have begun questioning elevated developed market valuations despite stubbornly high inflation and record debt levels. It also feels significant that it's now cheaper to borrow money in EM, which has not happened since the 1990s. So, a perception of relative safety can now be added to the EM investment case.

Performance

Investors in Brazil, Mexico, India, Taiwan and South Korea all enjoyed strong returns for the year, but those in China were left wanting.

The Fund is barbelled between structural and cyclical growth stocks, and this diversification has continued to be rewarded. For anyone following the oil price over the last 12 months, it will be no surprise that Brazilian oil company, Petrobras, saw strong operational performance over the year. Given the ongoing enthusiasm for the Artificial Intelligence theme and TSMC's strong guidance at its most recent quarterly results, it is also no surprise that it was a top contributor over the year. Elsewhere, it has been pleasing to see a strong rebound from other semiconductor companies in the portfolio, with Samsung Electronics and SK Hynix also making strong contributions over the period.

Detractors for the Fund included First Quantum Minerals, Ping An Insurance and Samsung SDI for different reasons. The most significant of these was First Quantum Minerals. The company's Cobre Panama mine is of political significance, and in the lead-up to the most recent election, their mining license was revoked. However, the company employs 1 in 50 Panamanians and is the second largest contributor to the Panamanian budget after the Canal. Having engaged with the company, we believe this mine is significantly undervalued, and patience will be rewarded.

Notable Transactions

As is expected with a long-term investment approach, turnover during the year remains low. We continue to find opportunities across the universe with new positions ranging from a Kazakhstan super-app to a Brazilian cosmetics company. We also took a position in the Chinese coffee company Luckin Coffee, the largest coffee company in China, having recently overtaken Starbucks. Axis Bank in India and FEMSA in Mexico were also added to the portfolio.

We reduced exposure to the auto industry during the year, particularly in electric vehicles (EVs). Our concern is that the adoption of EVs may slow while global cost pressures continue, and technology and infrastructure improvements are needed in many large markets. As a result, we have sold CATL, LG Chem, and Samsung SDI, among others.

Competition for capital within the portfolio remains fierce. The calibre of companies available to emerging markets equity investors has never been higher, particularly as many EM currencies have transitioned from a headwind to a tailwind.

Baillie Gifford & Co, 10 May 2024

Principal Holdings as at 30 April 2024

Investment	Percentage of total Fund
TSMC	9.08
Samsung Electronics	7.13
Tencent	5.25
Petrobras	5.06
Reliance Industries Ltd	4.08
MercadoLibre	3.46
SK Hynix Inc	2.83
Alibaba Group Holding	2.61
Hyundai Motor Co	2.05
Tata Consultancy Services	1.85

Material Portfolio Changes for the year ended 30 April 2024

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Samsung Electronics	19,721	TSMC	50,053
Kweichow Moutai 'A'	14,345	Samsung Electronics	29,563
FEMSA ADR	11,424	HDFC Bank	23,645
Axis Bank	10,540	Tencent	16,817
Accton Technology	9,812	Petrobras Common ADR	16,649
Saudi Tadawul Group	7,765	Meituan	16,549
Natura &Co Hdg	7,449	Reliance Industries Ltd	15,357
Jio Financial Services Ltd	7,205	MercadoLibre	13,497
Kaspi.kz ADR	7,111	SK Hynix Inc	12,201
Luckin Coffee Inc ADR	6,726	LG Chem. Ltd.	11,280

Portfolio Statement as at 30 April 2024

Stock description	Holding	Market value £'000	% of total net assets
Brazil - 12.85% (11.80%)			
B3 S.A.	4,622,600	7,678	1.10
Banco Bradesco Pn ADR	2,287,940	4,915	0.71
Lorenz Pn 1000 ¹	1,800,000	-	0.00
MercadoLibre	20,766	24,181	3.46
Natura &Co Hdg	2,426,700	6,200	0.89
Nu Holdings Ltd.	829,056	7,184	1.03
Petrobras Common ADR	2,005,793	27,184	3.89
Petrobras Pref ADR	634,000	8,162	1.17
Raizen	8,950,060	4,206	0.60
Chile - 0.77% (1.19%)			
Lundin Mining	588,214	5,361	0.77
China - 25.75% (32.35%)			
Alibaba Group Holding	2,402,148	18,237	2.61
Anker Innovations 'A'	690,600	6,578	0.94
Baidu.com Group Holding	759,150	8,116	1.16
BeiGene HK Line	288,636	2,781	0.40
Brilliance China Automotive	8,348,000	5,575	0.80
China Merchants Bank 'H'	2,355,500	8,262	1.18
Haier Smart Home 'H'	2,588,880	7,732	1.11
JD.com	486,645	5,705	0.82
KE Holdings (HK Line)	1,117,258	4,660	0.67
KE Holdings ADR	67,572	816	0.12
Kuaishou Technology	711,700	4,066	0.58
Kweichow Moutai 'A'	59,900	11,263	1.61
Li Ning	1,111,500	2,366	0.34
Luckin Coffee Inc ADR	345,314	5,786	0.83
Lufax Holding Ltd	293,836	1,028	0.15
Midea Group 'A'	1,386,289	10,667	1.53
Ping An Bank 'A'	3,358,572	3,997	0.57
Ping An Insurance	2,309,500	8,478	1.21
Shenzhou International Group Holdings	902,500	7,207	1.03
Silergy	754,000	8,044	1.15

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Tencent	1,034,000	36,658	5.25
Tencent Music Entertainment ADR	568,662	5,700	0.82
Zai Lab HK Line	657,940	865	0.12
Zijin Mining Group Co Ltd 'H'	2,984,000	5,271	0.75
India - 14.18% (15.25%)			
Axis Bank	1,045,398	11,666	1.67
Delhivery Ltd	1,536,427	6,603	0.95
HDFC Life Insurance Co Ltd	1,086,012	6,067	0.87
Jio Financial Services Ltd	3,351,599	12,095	1.73
PB Fintech	310,396	3,758	0.54
Reliance Industries Ltd	1,015,079	28,507	4.08
Tata Consultancy Services	353,654	12,933	1.85
Tech Mahindra	723,502	8,750	1.25
Ultratech Cement Ltd	70,857	6,763	0.97
WNS Global Services	56,320	1,885	0.27
Indonesia - 1.59% (2.66%)			
Bank Rakyat Indonesia	45,488,766	11,082	1.59
Kazakhstan - 0.93% (0.00%)			
Kaspi.kz ADR	69,075	6,487	0.93
Mexico - 4.81% (4.09%)			
Cemex ADR	760,907	4,801	0.69
FEMSA ADR	103,198	9,685	1.39
Grupo Financiero Banorte	1,585,397	12,579	1.80
Walmex	2,175,220	6,510	0.93
Other Emerging - 1.75% (2.35%)			
First Quantum Minerals	1,209,966	12,253	1.75
Panama - 0.86% (0.95%)			
Copa Holdings S A	79,213	6,041	0.86

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Peru - 0.89% (0.86%)			
Credicorp	47,044	6,222	0.89
Poland - 1.56% (1.21%)			
Allegro.eu	1,062,144	7,107	1.02
KGHM Polska Miedz	136,026	3,775	0.54
Russia - 0.00% (0.00%)			
Mmc Norilsk Nickel ²	17,300,200	-	0.00
Moscow Exchange ²	4,837,610	-	0.00
Norilsk Nickel ADR ²	7	-	0.00
Sberbank Of Russia ²	9,801,752	-	0.00
Saudi Arabia - 1.02% (0.00%)			
Saudi Tadawul Group	126,640	7,108	1.02
Singapore - 1.02% (1.41%)			
Sea Ltd ADR	141,122	7,121	1.02
South Africa - 0.58% (0.63%)			
Firststrand Ltd	1,304,761	3,605	0.52
Impala Platinum Holdings	118,717	426	0.06
South Korea - 15.21% (18.58%)			
Coupang	515,691	9,266	1.33
Hyundai Motor Co	98,955	14,352	2.05
NAVER Corp	19,181	2,044	0.29
Samsung Electronics	1,112,317	49,812	7.13
Samsung Electronics Pref	292,306	11,013	1.58
SK Hynix Inc	196,296	19,759	2.83
Taiwan - 11.86% (11.33%)			
Accton Technology	761,000	8,604	1.23
Mediatek	444,000	10,803	1.55

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
TSMC	3,273,796	63,432	9.08
Thailand - 3.22% (1.79%)			
Fabrinet	35,956	4,975	0.71
PTT Exploration and Production	2,341,900	7,898	1.13
SCB X	1,408,100	3,216	0.46
Valeura Energy	1,981,400	6,416	0.92
Turkey - 0.00% (0.36%)			
Vietnam - 0.55% (0.00%)			
Mobile World Investment	2,225,000	3,842	0.55
Portfolio of investments		694,190	99.40
Net other assets - 0.60% (-6.81%)		4,198	0.60
Net assets		698,388	100.00

¹This stock was delisted at the year end and has been valued at the Investment Adviser's valuation and therefore is categorised as level 3 in note 13.

²This stock was valued at nil at the year end amid the ongoing conflict in Ukraine. It has been valued at the Investment Adviser's valuation and therefore is categorised as level 3 in note 13.

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	720.72	764.03	983.89
Return before operating charges*	112.46	(31.87)	(206.10)
Operating charges	(11.82)	(11.44)	(13.76)
Return after operating charges*	100.64	(43.31)	(219.86)
Distributions	(10.56)	(26.19)	(11.54)
Retained distributions on accumulation shares	10.56	26.19	11.54
Closing net asset value per share	821.36	720.72	764.03
*After direct transaction costs of:	0.90	0.44	0.45
Performance:			
Return after charges	13.96%	(5.67)%	(22.35)%
Other Information:			
Closing net asset value (£'000)	3,962	8,001	14,548
Closing number of shares	482,360	1,110,185	1,904,147
Operating charges	1.57%	1.56%	1.53%
Direct transaction costs ¹	0.12%	0.06%	0.05%
Prices:			
Highest share price (pence)	824.1	802.4	1,008
Lowest share price (pence)	713.3	646.0	698.0

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	842.47	886.43	1,133.00
Return before operating charges*	131.76	(37.13)	(238.47)
Operating charges	(7.09)	(6.83)	(8.10)
Return after operating charges*	124.67	(43.96)	(246.57)
Distributions	(19.09)	(36.88)	(21.10)
Retained distributions on accumulation shares	19.09	36.88	21.10
Closing net asset value per share	967.14	842.47	886.43
*After direct transaction costs of:	1.06	0.51	0.52
Performance:			
Return after charges	14.80%	(4.96)%	(21.76)%
Other Information:			
Closing net asset value (£'000)	457,790	509,615	842,955
Closing number of shares	47,334,290	60,490,208	95,095,230
Operating charges	0.80%	0.80%	0.78%
Direct transaction costs ¹	0.12%	0.06%	0.05%
Prices:			
Highest share price (pence)	970.2	936.2	1,162
Lowest share price (pence)	837.0	752.3	809.1

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	638.06	701.96	919.07
Return before operating charges*	100.08	(29.28)	(193.44)
Operating charges	(5.30)	(5.41)	(6.55)
Return after operating charges*	94.78	(34.69)	(199.99)
Distributions on income shares	(14.46)	(29.21)	(17.12)
Closing net asset value per share	718.38	638.06	701.96
*After direct transaction costs of:	0.81	0.41	0.42
Performance:			
Return after charges	14.85%	(4.94)%	(21.76)%
Other Information:			
Closing net asset value (£'000)	131,708	148,523	209,338
Closing number of shares	18,333,937	23,277,303	29,821,764
Operating charges	0.79%	0.80%	0.78%
Direct transaction costs ¹	0.12%	0.06%	0.05%
Prices:			
Highest share price (pence)	735.1	741.5	942.9
Lowest share price (pence)	634.2	595.8	656.3

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	987.81	1,031.91	1,309.49
Return before operating charges*	155.15	(43.30)	(276.86)
Operating charges	(0.73)	(0.80)	(0.72)
Return after operating charges*	154.42	(44.10)	(277.58)
Distributions	(30.03)	(50.24)	(33.12)
Retained distributions on accumulation shares	30.03	50.24	33.12
Closing net asset value per share	1,142.23	987.81	1,031.91
*After direct transaction costs of:	1.25	0.60	0.60
Performance:			
Return after charges	15.63%	(4.27)%	(21.20)%
Other Information:			
Closing net asset value (£'000)	104,921	143,584	151,606
Closing number of shares	9,185,656	14,535,631	14,691,720
Operating charges	0.07%	0.08%	0.06%
Direct transaction costs ¹	0.12%	0.06%	0.05%
Prices:			
Highest share price (pence)	1,145	1,096	1,345
Lowest share price (pence)	981.6	878.9	941.0

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	645.70	710.49	931.47
Return before operating charges*	101.87	(29.65)	(196.82)
Operating charges	(0.48)	(0.55)	(0.59)
Return after operating charges*	101.39	(30.20)	(197.41)
Distributions on income shares	(19.65)	(34.59)	(23.57)
Closing net asset value per share	727.44	645.70	710.49
*After direct transaction costs of:	0.82	0.41	0.42
Performance:			
Return after charges	15.70%	(4.25)%	(21.19)%
Other Information:			
Closing net asset value (£'000)	7	6	7
Closing number of shares	1,000	1,000	1,000
Operating charges	0.07%	0.08%	0.07%
Direct transaction costs ¹	0.12%	0.06%	0.05%
Prices:			
Highest share price (pence)	749.1	754.6	956.8
Lowest share price (pence)	642.0	605.3	669.4

¹The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

A dilution adjustment is made whenever dealings in the shares of the Fund result in shares being issued or cancelled by the Company. The adjustment will take account of any spread between the buying and selling prices of the Fund's investments and the costs (which may include dealing charges and taxes) of acquiring or disposing of such investments. Please note that the direct transaction cost disclosures above do not include the dilution adjustment charges. For further details on dilution adjustment charges please see the General Information section. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

Financial Statements

Statement of Total Return for the year ended 30 April 2024

	Notes	2024		2023	
		£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		84,155		(99,984)
Revenue	3	23,212		57,848	
Expenses	4	(5,008)		(7,675)	
Net revenue before taxation		18,204		50,173	
Taxation	5	(1,028)		(2,332)	
Net revenue after taxation			17,176		47,841
Total return before distributions			101,331		(52,143)
Distributions	6		(17,177)		(47,848)
Change in net assets attributable to shareholders from investment activities			84,154		(99,991)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2024

	2024		2023	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		809,729		1,218,454
Amounts receivable on issue of shares	45,841		57,229	
Amounts payable on cancellation of shares	(253,761)		(396,897)	
		(207,920)		(339,668)
Dilution adjustment		579		1,032
Change in net assets attributable to shareholders from investment activities		84,154		(99,991)
Retained distributions on accumulation shares		11,846		29,902
Closing net assets attributable to shareholders		698,388		809,729

Financial Statements cont.

Balance Sheet as at 30 April 2024

	Notes	2024 £'000	2023 £'000
Assets:			
Fixed assets:			
Investments	13	694,190	864,887
Current assets:			
Debtors	8	16,967	30,184
Cash and bank balances	9	19,329	35,715
Total assets		730,486	930,786
Liabilities:			
Creditors:			
Bank overdrafts	9	(11,500)	(28,622)
Distributions payable		(2,651)	(6,799)
Other creditors	10	(17,947)	(85,636)
Total liabilities		(32,098)	(121,057)
Net assets attributable to shareholders		698,388	809,729

Notes to the Financial Statements

1 Net capital gains/(losses)

	2024	2023
	£'000	£'000
Non-derivative securities	84,314	(100,020)
Currency gains/(losses)	(137)	53
Transaction costs	(22)	(17)
Net capital gains/(losses)	84,155	(99,984)

2 Purchases, sales and transaction costs

	2024	2023
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	174,699	130,398
Commissions	131	99
Taxes	56	74
Total transaction costs on equity purchases ¹	187	173
Purchases including transaction costs	174,886	130,571

¹These amounts have been deducted in determining net capital gains/(losses).

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.07	0.08
Taxes on equity purchases	0.03	0.06

	2024	2023
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	431,454	379,981
Commissions	(156)	(128)
Taxes	(564)	(403)
Total transaction costs on equity sales ¹	(720)	(531)
Sales net of transaction costs	430,734	379,450

¹These amounts have been deducted in determining net capital gains/(losses).

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.04)	(0.03)
Taxes on equity sales	(0.13)	(0.11)

	2024		2023	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	287	0.04	227	0.02
Taxes	620	0.08	477	0.04
Total direct transaction costs	907	0.12	704	0.06

	2024	2023
	%	%
Average portfolio dealing spread	0.14	0.15

The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

Dilution adjustment charges, which do not form part of the direct transaction costs disclosures above, may be incurred as a result of trading in underlying Funds. For further details on dilution adjustment charges please see the General Information section.

Dealing spread is the difference in the buying and selling prices of the underlying investments. Dealing spreads vary considerably depending on the transaction value and market sentiment. The Fund may have holdings in single priced funds. The notional spread on these holdings is not included in the average dealing spread calculated for this Fund.

3 Revenue

	2024	2023
	£'000	£'000
Overseas dividends	23,098	57,684
Bank interest	105	94
Other income	9	70
Total revenue	23,212	57,848

Notes to the Financial Statements cont.

4 Expenses

	2024	2023
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	4,535	6,805
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	51	76
Bank charges	335	735
Bank overdraft interest	29	12
	415	823
Other expenses:		
Audit fee	7	6
Non-audit fees paid to auditors	24	17
Professional fees	27	24
	58	47
Total expenses	5,008	7,675

5 Taxation

	2024	2023
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	1,426	2,332
Tax recoverable on overseas dividends	(398)	-
Total taxation	1,028	2,332

The Fund is subject to corporation tax at 20% (2023: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2024, the Fund had excess management expenses of £35,223,000 (2023: £33,900,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2024	2023
	£'000	£'000
Net revenue before taxation	18,204	50,173
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2023: 20%)	3,641	10,035
Effects of:		
Non-taxable overseas dividends	(3,905)	(9,733)
Other income not subject to tax	-	(14)
Overseas tax on dividends	1,426	2,332
Excess management expenses	264	-
Utilisation of excess management expenses	-	(35)
Tax recoverable on overseas dividends	(398)	-
Expense relief claimed on overseas tax	-	(253)
Total taxation	1,028	2,332

6 Distributions

	2024	2023
	£'000	£'000
Final to 30 April	14,496	36,702
Amounts deducted on cancellation of shares	3,455	13,134
Amounts added on issue of shares	(774)	(1,988)
Total distributions	17,177	47,848

The distributions take account of revenue transactions on the issue and cancellation of shares. Details of the distributions per share are set out in the Distribution Table.

7 Reconciliation of net revenue to net distributions for the year

	2024	2023
	£'000	£'000
Net revenue after taxation for the year	17,176	47,841
Add distributable revenue brought forward	6	13
Less distributable revenue carried forward	(5)	(6)
Net distributions for the year	17,177	47,848

Notes to the Financial Statements cont.

8 Debtors

	2024	2023
	£'000	£'000
Receivable for issue of shares	-	114
Sales awaiting settlement	13,801	25,119
Accrued income	1,761	4,802
Overseas tax recoverable	116	113
VAT recoverable	2	5
Return on capital debtor	1,279	-
Other debtors	8	31
Total debtors	16,967	30,184

9 Cash and bank balances

	2024	2023
	£'000	£'000
Sterling bank accounts	12,997	32,317
Foreign currency bank accounts	6,332	3,398
	19,329	35,715
Sterling bank accounts overdrawn	(11,500)	(28,622)
Total cash and bank balances	7,829	7,093

10 Other creditors

	2024	2023
	£'000	£'000
Payable for cancellation of shares	3,977	81,033
Purchases awaiting settlement	11,284	1,749
Due to the ACD or associates	388	434
Due to the Depositary or associates	37	123
Capital gains tax provision	2,245	2,287
Other accrued expenses	16	10
Total other creditors	17,947	85,636

11 Related party transactions

Baillie Gifford & Co Limited, as ACD, is regarded as a related party by virtue of the services provided to the Company. Baillie Gifford & Co Limited acts as principal in respect of all transactions of shares in the Company, except where stocks are transferred on the issue or cancellation of shares. The aggregate monies received through issue and paid on cancellation are disclosed in the Statement of Change in Net Assets Attributable to Shareholders. Amounts receivable and payable on the issue and cancellation of shares have been disclosed in notes 8 and 10 respectively.

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Amounts paid to Baillie Gifford & Co Limited in respect of ACD fees are disclosed in note 4 with amounts due at the year end given in note 10.

Shares held by the ACD and associates of the ACD

The shares held by the ACD and associates of the ACD as a percentage of the Fund's NAV were:

	2024	2023
	%	%
ACD and associates of the ACD	1.88	1.85

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.23	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.24
A Accumulation Shares	1,110,185	367,586	(575,009)	(420,402)	482,360
B Accumulation Shares	60,490,208	3,916,579	(17,402,242)	329,745	47,334,290
B Income Shares	23,277,303	663,227	(6,285,088)	678,495	18,333,937
C Accumulation Shares	14,535,631	416,512	(5,355,604)	(410,883)	9,185,656
C Income Shares	1,000	1,000	(1,000)	-	1,000

13 Basis of valuation

	2024	2023
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	694,190	864,887
Level 2: Observable market data	-	-
Level 3: Unobservable data ¹	-	-
Total	694,190	864,887

¹For further information on the assets included in Level 3, as at 30 April 2024, please refer to the Portfolio Statement.

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

A proportion of the net assets of the Fund are denominated in currencies other than sterling, with the effect that the balance sheet and total return can be significantly affected by currency movement.

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2024			2023		
	Monetary exposures	Non-monetary exposures	Total	Monetary exposures	Non-monetary exposures	Total
	£'000	£'000	£'000	£'000	£'000	£'000
Brazilian real	-	18,084	18,084	-	15,858	15,858
Canadian dollar	215	24,030	24,245	-	31,551	31,551
Chinese yuan	-	32,505	32,505	-	27,266	27,266
Hong Kong dollar	-	125,979	125,979	-	218,723	218,723
Indian rupee	1,380	97,142	98,521	32	123,512	123,544
Indonesian rupiah	-	11,082	11,082	-	21,556	21,556
Mexican peso	470	19,089	19,559	-	24,619	24,619
Polish zloty	-	10,882	10,882	-	9,819	9,819
Saudi Arabian Riyal	-	7,108	7,108	-	-	-
South African rand	-	4,031	4,031	-	5,095	5,095
South Korean won	-	96,979	96,979	-	140,846	140,846
Taiwanese dollar	-	90,884	90,884	604	100,158	100,762
Thai baht	-	11,115	11,115	-	14,494	14,494
UK sterling	1,497	-	1,497	3,695	-	3,695
US dollar	3,248	141,439	144,687	2,763	131,391	134,154
Vietnamese dong	1,019	3,842	4,861	-	-	-

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

The Fund invests in a generally diversified portfolio of assets. Consequently the ACD considers that a single measure of market sensitivity does not accurately reflect the risks faced by the Fund.

Distribution Table

Final distribution for the year ended 30 April 2024

Group 1 : shares purchased prior to 1 May 2023

Group 2 : shares purchased 1 May 2023 to 30 April 2024

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.24)	Distribution (paid/accumulated 30.06.23)
	30.04.24 pence per share	30.04.24 pence per share	30.04.24 pence per share	30.04.23 pence per share
A Accumulation				
Group 1	10.56000	-	10.56000	26.19000
Group 2	3.59360	6.96640	10.56000	26.19000
B Accumulation				
Group 1	19.09000	-	19.09000	36.88000
Group 2	6.43309	12.65691	19.09000	36.88000
B Income				
Group 1	14.46000	-	14.46000	29.21000
Group 2	8.77126	5.68874	14.46000	29.21000
C Accumulation				
Group 1	30.03000	-	30.03000	50.24000
Group 2	12.02814	18.00186	30.03000	50.24000
C Income				
Group 1	19.65000	-	19.65000	34.59000
Group 2	19.65000	-	19.65000	34.59000

Baillie Gifford™

Baillie Gifford Emerging Markets Leading Companies Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2024*



Baillie Gifford Emerging Markets Leading Companies Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the MSCI Emerging Markets Index, as stated in sterling, by at least 2% per annum over rolling five year periods.

Investment Policy

The Fund will invest at least 90% in shares of emerging market companies. Emerging market companies are companies which are listed, incorporated, domiciled or conducting a significant portion of their business in emerging markets and the Fund may invest in any sector. Emerging markets will be determined by the investment manager at its sole discretion. The emerging market companies in which the Fund will invest are those having a market capitalisation free float above £1 billion. The Fund may also invest in other transferable securities of emerging market companies and money market instruments. The Fund will be actively managed.

Risk and Reward Profile

The Risk and Reward Indicator table demonstrates where the Fund ranks in terms of its potential risk and reward. The higher the rank the greater the potential reward but the greater the risk of losing money. It is based on past data, may change over time and may not be a reliable indication of the future risk profile of the Fund. The shaded area in the table below shows the Fund's ranking on the Risk and Reward Indicator.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

The Fund is actively managed meaning the Investment Manager selects investments of their own choosing with the aim of achieving the Fund's objectives. This is done without seeking to replicate any index in either of performance or portfolio composition. This investment style, selecting companies with perceived greater long-term growth potential ahead of any short-term returns, in combination with the relative concentration of the Fund, may lead to prolonged periods of underperformance in certain market conditions, both in relation to the Fund's benchmark and in absolute terms.

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

Investing in China may harm your investment due to difficulties with market volatility, political and economic instability including the risk of market shutdown, trading, liquidity, settlement, corporate governance, regulation, legislation and taxation.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

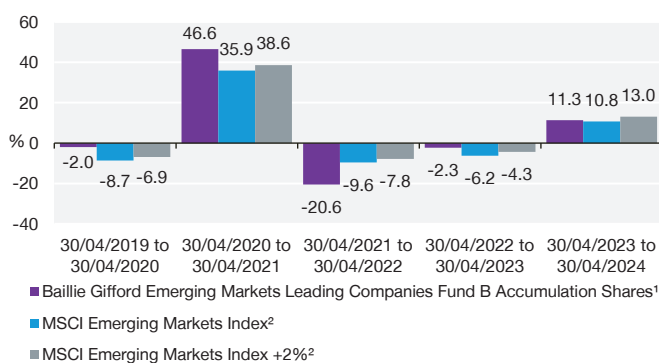
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.72%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Emerging Markets Index (the ‘Index’) by at least 2% per annum (the ‘target return’) over rolling five-year periods. For the year to 30 April 2024, the return on B Accumulation Shares was 11.3%¹ compared to the Index of 10.8%² and the target return of 13.0%². We believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance, a period in line with the Fund’s objective. Over that period, the annualised return on B Accumulation Shares was 4.4%¹ compared to the Index of 3.1%² and the target return of 5.2%². Although periods of underperformance are inevitable given our style of investment, we fully appreciate that returns over the past few years will have disappointed investors in the Fund. The Fund struggled during 2021 and 2022 against a backdrop of high inflation and rising interest rates but we remain confident that our long-term growth approach will add value over time.

Market Environment

We celebrate 30 years of investing in emerging markets (EM) this year. In this time, the asset class has changed dramatically, highlighting the importance of an active and adaptable approach. This has felt particularly pronounced in recent years, where India’s weighting in the Index has more than doubled, and China’s has nearly halved.

India has undoubtedly captured investors’ attention. It has a large and growing working-age population, rising levels of innovation and many foreign companies (like Apple) have started building a manufacturing export base in the region. However, while we like the long-term prospects for the country, we are growing increasingly cautious about the valuations of some companies, which is reflected in the Fund’s underweight exposure to India.

In stark contrast, sentiment towards China has been unipolar. The critical issue has not changed: saving has beaten consumer spending. Confidence does not change overnight, but recent pledges from the government to create a “stable, transparent and predictable policy environment” are a step in the right direction. Despite the challenges, China continues to be home to some of the

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 279. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

world's most innovative companies, trading at bargain prices, so we continue to balance the bottom-up attractions against the more challenging macroeconomic backdrop.

Overall, the EM environment continues to look attractive. Many investors have begun questioning elevated developed market valuations despite stubbornly high inflation and record debt levels. It also feels significant that it's now cheaper to borrow money in EM, which has not happened since the 1990s. So, a perception of relative safety can now be added to the EM investment case.

Performance

Returns were mixed across markets over the year. Investors in Brazil, Mexico, India, Taiwan and South Korea all enjoyed strong returns for the year, but those in China were left wanting. Share prices showed a greater connection to company fundamentals though in a year with so many elections, this is unlikely to remain the case. The Fund is barbelled between structural and cyclical growth stocks and this diversification continued to be rewarded. For anyone following the oil price in 2023 it will come as no surprise that Brazilian oil company, Petrobras, saw strong operational performance over the year. Given the ongoing enthusiasm for the Artificial Intelligence theme and TSMC's strong guidance at its most recent quarterly results, it is also no surprise that it was a top contributor over the year. Elsewhere it has been pleasing to see a strong rebound from other semiconductor companies in the portfolio, with Samsung Electronics and SK Hynix also making strong contributions over the period.

China was weak for much of the year, as highlighted above. Ping An Insurance, Baidu and Li Ning are examples of holdings that have seen their share prices decline. Looking at Ping An Insurance, we have been debating the merits of this position. On the one hand, it retains a strong brand presence in Chinese insurance, competing against poor state-run peers. The structural drivers remain in place for the insurance market, with a lack of a social security net and rising middle class incomes over the long term. On the other hand, we are

noticing a change in tone from the government towards the private financial sector and are wary of a possible increase in regulatory pressure, with some of the excesses being taken out of the system. We wonder if we should expect more 'national service' for the likes of Ping An. This remains a source of debate in the team.

Notable Transactions

As is expected with a long-term investment approach, turnover during the year remains low. We took six new positions and sold two holdings. Our bottom-up analysis found opportunities across the universe with new positions ranging from a Kazakhstan super-app to a Brazilian cosmetics company. One new holding that we are particularly excited by is Chinese ecommerce company PDD. PDD has done a terrific job servicing the sizeable cost-conscious consumer market in China, taking share from larger incumbents. As one of the few Chinese ecommerce platforms that retains the potential for massive operational upside, we felt PDD was worthy of a place in the portfolio. We also took a position in Chinese coffee company, Luckin Coffee, which is the largest coffee company in China, having recently overtaken Starbucks. Axis Bank in India and FEMSA in Mexico were also added to the Fund.

During the year, we sold the position in solar panel company - LONGi Green Energy Technology. The investment case for LONGi was made in the belief that it had significant technological and scale advantages over others in the solar industry. This belief was increasingly challenged throughout the year and while LONGi remains best in class, we believe the industry as a whole is overearning and the attritional battle may have just begun. We also sold the residual holding in XP which was originally inherited as a spin out from Itau. Following a series of management meetings, we were left unclear of the company's long-term strategy and competitive edge.

Competition for capital within the portfolio remains fierce and the calibre of companies available to emerging markets equity investors has never been higher.

Baillie Gifford & Co, 10 May 2024

Principal Holdings as at 30 April 2024

Investment	Percentage of total Fund
TSMC	9.55
Samsung Electronics	9.20
Tencent	4.88
Petrobras Common ADR	4.86
Reliance Industries Ltd	4.84
HDFC Bank	4.02
MercadoLibre	3.87
Ping An insurance	3.58
Alibaba Group Holding	3.24
SK Hynix Inc	2.53

Material Portfolio Changes for the year ended 30 April 2024

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Samsung Electronics	25,968	TSMC	38,892
TSMC	20,216	MercadoLibre	26,902
FEMSA ADR	18,574	Samsung Electronics	20,863
Tencent	17,705	Petrobras Common ADR	18,300
Kaspi.kz ADR	14,395	SK Hynix Inc	16,060
Jio Financial Services Ltd	14,170	Cemex ADR	15,415
SK Hynix Inc	13,994	Reliance Industries Ltd	13,347
PDD Holdings Inc	13,708	Tencent	11,710
Axis Bank	13,506	Bank Rakyat Indonesia	11,284
Natura &Co Hdg	13,468	Naspers	11,157

Portfolio Statement as at 30 April 2024

Stock description	Holding	Market value £'000	% of total net assets
Brazil - 12.55% (13.98%)			
B3 S.A.	4,680,200	7,774	0.94
Banco Bradesco Pref	3,133,682	6,755	0.82
Itau Unibanco SA-ADR	1,234,552	5,945	0.72
MercadoLibre	27,304	31,795	3.87
Natura &Co Hdq	4,305,000	10,998	1.34
Petrobras Common ADR	2,947,610	39,948	4.86
China - 27.75% (29.36%)			
Alibaba Group Holding	3,513,172	26,672	3.24
Baidu.com Group Holding	1,107,098	11,836	1.44
Brilliance China Automotive	17,096,000	11,417	1.39
Byd Company 'H'	457,000	10,061	1.22
CATL 'A'	327,272	7,312	0.89
China Merchants Bank 'H'	3,225,000	11,312	1.38
Haier Smart Home 'H'	3,350,600	10,007	1.22
JD.com	844,831	9,903	1.20
Kuaishou Technology	577,100	3,297	0.40
Li Ning	1,858,000	3,956	0.48
Luckin Coffee Inc ADR	411,549	6,896	0.84
Meituan	1,406,530	15,726	1.91
PDD Holdings Inc	142,656	14,249	1.73
Ping An Bank 'A'	4,934,400	5,872	0.71
Ping An Insurance	6,434,000	23,618	2.87
Silergy	1,502,000	16,025	1.95
Tencent	1,130,900	40,094	4.88
India - 16.70% (13.70%)			
Axis Bank	1,246,802	13,914	1.69
HDFC Bank	2,003,143	29,146	3.54
HDFC Life Insurance Co Ltd	704,885	3,938	0.48
ICICI Bank ADR	594,609	13,068	1.59
ICICI Prudential Life Insurance	865,351	4,745	0.58
Infosys Ltd ADR	924,157	12,340	1.50
Jio Financial Services Ltd	5,663,733	20,438	2.48

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Reliance Industries Ltd	1,416,797	39,788	4.84
Indonesia - 1.59% (2.92%)			
Bank Rakyat Indonesia	53,646,253	13,069	1.59
Kazakhstan - 1.49% (0.00%)			
Kaspi.kz ADR	130,330	12,239	1.49
Mexico - 5.50% (4.57%)			
Cemex ADR	2,267,803	14,308	1.74
FEMSA ADR	171,755	16,118	1.96
Grupo Financiero Banorte	1,865,621	14,803	1.80
Other Emerging Markets - 2.43% (3.11%)			
First Quantum Minerals	1,974,386	19,994	2.43
Panama - 1.59% (1.75%)			
Copa Holdings S A	171,838	13,105	1.59
Peru - 1.23% (1.14%)			
Credicorp	76,333	10,096	1.23
Poland - 2.86% (2.35%)			
Allegro.eu	1,533,872	10,263	1.25
KGHM Polska Miedz	479,077	13,295	1.61
Russia - 0.00% (0.00%)			
Mmc Norilsk Nickel ¹	16,268,000	-	0.00
Sberbank Of Russia ¹	10,866,236	-	0.00
Singapore - 1.02% (1.41%)			
Sea Ltd ADR	166,582	8,405	1.02

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
South Africa - 0.44% (1.45%)			
Naspers	23,417	3,582	0.44
South Korea - 14.15% (13.67%)			
Coupang	357,507	6,424	0.78
Samsung Electronics	1,689,056	75,640	9.20
Samsung SDI Co Ltd	53,952	13,530	1.64
SK Hynix Inc	206,911	20,827	2.53
Taiwan - 9.55% (9.09%)			
TSMC	4,053,744	78,544	9.55
Portfolio of investments		813,087	98.85
Net other assets - 1.15% (1.50%)		9,489	1.15
Net assets		822,576	100.00

¹This stock was valued at nil at the year end amid the ongoing conflict in Ukraine. It has been valued at the Investment Adviser's valuation and therefore is categorised as level 3 in note 13.

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	460.07	472.05	601.40
Return before operating charges*	55.15	(4.76)	(121.09)
Operating charges	(7.47)	(7.22)	(8.26)
Return after operating charges*	47.68	(11.98)	(129.35)
Distributions	(4.31)	(12.98)	(5.60)
Retained distributions on accumulation shares	4.31	12.98	5.60
Closing net asset value per share	507.75	460.07	472.05
*After direct transaction costs of:	0.43	0.37	0.27
Performance:			
Return after charges	10.36%	(2.54)%	(21.51)%
Other Information:			
Closing net asset value (£'000)	139	860	2,887
Closing number of shares	27,378	187,002	611,689
Operating charges	1.58% ¹	1.56%	1.51%
Direct transaction costs ²	0.09%	0.08%	0.05%
Prices:			
Highest share price (pence)	509.0	511.7	619.4
Lowest share price (pence)	444.1	414.9	427.0

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	518.83	528.38	668.14
Return before operating charges*	62.28	(5.32)	(134.97)
Operating charges	(4.18)	(4.23)	(4.79)
Return after operating charges*	58.10	(9.55)	(139.76)
Distributions	(8.90)	(18.47)	(10.92)
Retained distributions on accumulation shares	8.90	18.47	10.92
Closing net asset value per share	576.93	518.83	528.38
*After direct transaction costs of:	0.48	0.42	0.31
Performance:			
Return after charges	11.20%	(1.81)%	(20.92)%
Other Information:			
Closing net asset value (£'000)	281,751	267,286	360,105
Closing number of shares	48,835,918	51,516,511	68,152,508
Operating charges	0.78%	0.81%	0.77%
Direct transaction costs ²	0.09%	0.08%	0.05%
Prices:			
Highest share price (pence)	578.4	576.0	689.0
Lowest share price (pence)	502.7	466.1	477.5

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	422.08	445.62	575.38
Return before operating charges*	50.81	(4.39)	(116.21)
Operating charges	(3.41)	(3.57)	(4.14)
Return after operating charges*	47.40	(7.96)	(120.35)
Distributions on income shares	(7.24)	(15.58)	(9.41)
Closing net asset value per share	462.24	422.08	445.62
*After direct transaction costs of:	0.39	0.35	0.27
Performance:			
Return after charges	11.23%	(1.79)%	(20.92)%
Other Information:			
Closing net asset value (£'000)	20,634	19,805	23,689
Closing number of shares	4,463,955	4,692,386	5,315,852
Operating charges	0.78%	0.81%	0.77%
Direct transaction costs ²	0.09%	0.08%	0.05%
Prices:			
Highest share price (pence)	470.7	485.9	593.3
Lowest share price (pence)	409.1	393.2	411.2

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	585.78	592.29	743.59
Return before operating charges*	70.63	(5.98)	(150.95)
Operating charges	(0.30)	(0.53)	(0.35)
Return after operating charges*	70.33	(6.51)	(151.30)
Distributions	(14.48)	(25.00)	(17.18)
Retained distributions on accumulation shares	14.48	25.00	17.18
Closing net asset value per share	656.11	585.78	592.29
*After direct transaction costs of:	0.55	0.47	0.35
Performance:			
Return after charges	12.01%	(1.10)%	(20.35)%
Other Information:			
Closing net asset value (£'000)	520,047	430,570	517,483
Closing number of shares	79,261,567	73,503,213	87,369,441
Operating charges	0.05%	0.09%	0.05%
Direct transaction costs ²	0.09%	0.08%	0.05%
Prices:			
Highest share price (pence)	657.8	649.2	767.7
Lowest share price (pence)	569.7	524.4	534.8

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	425.02	448.77	580.23
Return before operating charges*	51.42	(4.41)	(117.78)
Operating charges	(0.22)	(0.40)	(0.27)
Return after operating charges*	51.20	(4.81)	(118.05)
Distributions on income shares	(10.52)	(18.94)	(13.41)
Closing net asset value per share	465.70	425.02	448.77
*After direct transaction costs of:	0.40	0.36	0.27
Performance:			
Return after charges	12.05%	(1.07)%	(20.35)%
Other Information:			
Closing net asset value (£'000)	5	4	4
Closing number of shares	1,000	1,000	1,000
Operating charges	0.05%	0.09%	0.05%
Direct transaction costs ²	0.09%	0.08%	0.05%
Prices:			
Highest share price (pence)	477.4	492.0	599.1
Lowest share price (pence)	413.5	397.4	417.3

Comparative Tables cont.

Comparative Table: G Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	562.91	572.16	722.63
Return before operating charges*	(562.91)	(5.54)	(146.09)
Operating charges	n/a	(3.71)	(4.38)
Return after operating charges*	(562.91)	(9.25)	(150.47)
Distributions	n/a	(21.03)	(12.62)
Retained distributions on accumulation shares	n/a	21.03	12.62
Closing net asset value per share	574.56³	562.91	572.16
*After direct transaction costs of:	n/a	0.45	0.34
Performance:			
Return after charges	n/a	(1.62)%	(20.82)%
Other Information:			
Closing net asset value (£'000)	n/a	6	53,797
Closing number of shares	n/a	1,000	9,402,565
Operating charges	n/a	0.66% ⁴	0.65%
Direct transaction costs ²	n/a	0.08%	0.05%
Prices:			
Highest share price (pence)	614.0	624.8	745.3
Lowest share price (pence)	545.8	505.4	517.0

¹As at 30 April 2024, the ACD considered 1.52% to be a more indicative rate for the ongoing charges figure for Class A Accumulation Shares.

²The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

A dilution adjustment is made whenever dealings in the shares of the Fund result in shares being issued or cancelled by the Company. The adjustment will take account of any spread between the buying and selling prices of the Fund's investments and the costs (which may include dealing charges and taxes) of acquiring or disposing of such investments. Please note that the direct transaction cost disclosures above do not include the dilution adjustment charges. For further details on dilution adjustment charges please see the General Information section.

For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

³Class G Accumulation Shares were closed on 20 November 2023, therefore they are no longer available for subscription.

⁴As at 30 April 2023, the ACD considered 0.69% to be a more indicative rate for the ongoing charges figure for Class G Accumulation Shares.

Financial Statements

Statement of Total Return for the year ended 30 April 2024

	Notes	2024		2023	
		£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		72,480		(48,523)
Revenue	3	19,841		39,564	
Expenses	4	(2,434)		(3,361)	
Net revenue before taxation		17,407		36,203	
Taxation	5	(1,264)		(1,497)	
Net revenue after taxation			16,143		34,706
Total return before distributions			88,623		(13,817)
Distributions	6		(16,136)		(34,712)
Change in net assets attributable to shareholders from investment activities			72,487		(48,529)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2024

	2024		2023	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		718,531		957,965
Amounts receivable on issue of shares	210,859		81,076	
Amounts payable on cancellation of shares	(195,792)		(300,656)	
		15,067		(219,580)
Dilution adjustment		666		760
Change in net assets attributable to shareholders from investment activities		72,487		(48,529)
Retained distributions on accumulation shares		15,825		27,915
Closing net assets attributable to shareholders		822,576		718,531

Financial Statements cont.

Balance Sheet as at 30 April 2024

	Notes	2024 £'000	2023 £'000
Assets:			
Fixed assets:			
Investments	13	813,087	707,788
Current assets:			
Debtors	8	56,518	8,550
Cash and bank balances	9	15,902	26,784
Total assets		885,507	743,122
Liabilities:			
Creditors:			
Bank overdrafts	9	(10,964)	(21,081)
Distributions payable		(323)	(731)
Other creditors	10	(51,644)	(2,779)
Total liabilities		(62,931)	(24,591)
Net assets attributable to shareholders		822,576	718,531

Notes to the Financial Statements

1 Net capital gains/(losses)

	2024	2023
	£'000	£'000
Non-derivative securities	72,265	(48,112)
Currency gains/(losses)	227	(399)
Transaction costs	(12)	(12)
Net capital gains/(losses)	72,480	(48,523)

2 Purchases, sales and transaction costs

	2024	2023
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	315,500	151,818
Commissions	125	79
Taxes	148	90
Total transaction costs on equity purchases ¹	273	169
Purchases including transaction costs	315,773	151,987

¹These amounts have been deducted in determining net capital gains/(losses).

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.04	0.05
Taxes on equity purchases	0.05	0.06

	2024	2023
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	282,159	348,631
Commissions	(83)	(115)
Taxes	(293)	(401)
Total transaction costs on equity sales ¹	(376)	(516)
Sales net of transaction costs	281,783	348,115

¹These amounts have been deducted in determining net capital gains/(losses).

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.03)	(0.03)
Taxes on equity sales	(0.10)	(0.12)

	2024		2023	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	208	0.03	194	0.02
Taxes	441	0.06	491	0.06
Total direct transaction costs	649	0.09	685	0.08

	2024	2023
	%	%
Average portfolio dealing spread	0.12	0.15

The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

Dilution adjustment charges, which do not form part of the direct transaction costs disclosures above, may be incurred as a result of trading in underlying Funds. For further details on dilution adjustment charges please see the General Information section.

Dealing spread is the difference in the buying and selling prices of the underlying investments. Dealing spreads vary considerably depending on the transaction value and market sentiment. The Fund may have holdings in single priced funds. The notional spread on these holdings is not included in the average dealing spread calculated for this Fund.

3 Revenue

	2024	2023
	£'000	£'000
Overseas dividends	19,728	39,456
Bank interest	113	108
Total revenue	19,841	39,564

Notes to the Financial Statements cont.

4 Expenses

	2024	2023
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	2,058	2,675
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	53	59
Bank charges	290	604
	343	663
Other expenses:		
Audit fee	7	5
Non-audit fees paid to auditors	13	7
Professional fees	13	11
	33	23
Total expenses	2,434	3,361

5 Taxation

	2024	2023
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	1,264	1,497
Total taxation	1,264	1,497

The Fund is subject to corporation tax at 20% (2023: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2024, the Fund had excess management expenses of £1,960,000 (2023: £1,968,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2024	2023
	£'000	£'000
Net revenue before taxation	17,407	36,203
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2023: 20%)	3,481	7,241
Effects of:		
Non-taxable overseas dividends	(3,447)	(6,666)
Overseas tax on dividends	1,264	1,497
Utilisation of excess management expenses	(2)	(390)
Expense relief claimed on overseas tax	(32)	(185)
Total taxation	1,264	1,497

6 Distributions

	2024	2023
	£'000	£'000
Final to 30 April	16,147	28,645
Amounts deducted on cancellation of shares	2,854	7,783
Amounts added on issue of shares	(2,865)	(1,716)
Total distributions	16,136	34,712

The distributions take account of revenue transactions on the issue and cancellation of shares. Details of the distributions per share are set out in the Distribution Table.

7 Reconciliation of net revenue to net distributions for the year

	2024	2023
	£'000	£'000
Net revenue after taxation for the year	16,143	34,706
Add distributable revenue brought forward	4	10
Less distributable revenue carried forward	(11)	(4)
Net distributions for the year	16,136	34,712

Notes to the Financial Statements cont.

8 Debtors

	2024	2023
	£'000	£'000
Receivable for issue of shares	-	4,949
Sales awaiting settlement	52,260	-
Accrued income	1,492	3,526
Overseas tax recoverable	51	43
VAT recoverable	3	4
Return on capital debtor	2,703	-
Other debtors	9	28
Total debtors	56,518	8,550

9 Cash and bank balances

	2024	2023
	£'000	£'000
Sterling bank accounts	14,847	25,320
Foreign currency bank accounts	1,055	1,464
	15,902	26,784
Sterling bank accounts overdrawn	(10,964)	(21,081)
Total cash and bank balances	4,938	5,703

10 Other creditors

	2024	2023
	£'000	£'000
Payable for cancellation of shares	26,623	969
Purchases awaiting settlement	22,422	-
Due to the ACD or associates	194	164
Due to the Depositary or associates	29	98
Capital gains tax provision	2,353	1,536
Other accrued expenses	23	12
Total other creditors	51,644	2,779

Notes to the Financial Statements cont.

11 Related party transactions

Baillie Gifford & Co Limited, as ACD, is regarded as a related party by virtue of the services provided to the Company. Baillie Gifford & Co Limited acts as principal in respect of all transactions of shares in the Company, except where stocks are transferred on the issue or cancellation of shares. The aggregate monies received through issue and paid on cancellation are disclosed in the Statement of Change in Net Assets Attributable to Shareholders. Amounts receivable and payable on the issue and cancellation of shares have been disclosed in notes 8 and 10 respectively.

Amounts paid to Baillie Gifford & Co Limited in respect of ACD fees are disclosed in note 4 with amounts due at the year end given in note 10.

Shares held by the ACD and associates of the ACD

The shares held by the ACD and associates of the ACD as a percentage of the Fund's NAV were:

	2024	2023
	%	%
ACD and associates of the ACD	18.49	4.89

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.23	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.24
A Accumulation Shares	187,002	342	(57,873)	(102,093)	27,378
B Accumulation Shares	51,516,511	9,848,159	(12,614,906)	86,154	48,835,918
B Income Shares	4,692,386	182,796	(1,489,269)	1,078,042	4,463,955
C Accumulation Shares	73,503,213	26,301,823	(19,774,805)	(768,664)	79,261,567
C Income Shares	1,000	1,000	(1,000)	-	1,000
G Accumulation Shares	1,000	-	(1,000)	-	-

13 Basis of valuation

	2024	2023
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	813,087	707,788
Level 2: Observable market data	-	-
Level 3: Unobservable data ¹	-	-
Total	813,087	707,788

¹For further information on the assets included in Level 3, as at 30 April 2024, please refer to the Portfolio Statement.

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

A proportion of the net assets of the Fund are denominated in currencies other than sterling, with the effect that the balance sheet and total return can be significantly affected by currency movement.

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2024			2023		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Brazilian real	-	25,527	25,527	-	15,654	15,654
Canadian dollar	-	19,993	19,993	-	22,364	22,364
Chinese yuan	411	-	411	-	-	-
Chinese yuan	-	13,184	13,184	-	20,807	20,807
Hong Kong dollar	-	177,899	177,899	-	179,795	179,795
Indian rupee	-	111,969	111,969	-	75,976	75,976
Indonesian rupiah	-	13,069	13,069	-	21,000	21,000
Mexican peso	-	14,803	14,803	-	12,567	12,567
Polish zloty	-	23,558	23,558	-	16,851	16,851
South African rand	-	3,582	3,582	-	10,387	10,387
South Korean won	-	109,997	109,997	-	93,614	93,614
Taiwanese dollar	-	94,569	94,569	319	75,729	76,048
UK sterling	3,882	-	3,882	4,240	-	4,240
US dollar	644	204,938	205,582	1,145	163,044	164,189

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

The Fund invests in a generally diversified portfolio of assets. Consequently the ACD considers that a single measure of market sensitivity does not accurately reflect the risks faced by the Fund.

Distribution Table

Final distribution for the year ended 30 April 2024

Group 1 : shares purchased prior to 1 May 2023

Group 2 : shares purchased 1 May 2023 to 30 April 2024

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.24)	Distribution (paid/accumulated 30.06.23)
	30.04.24 pence per share	30.04.24 pence per share	30.04.24 pence per share	30.04.23 pence per share
A Accumulation				
Group 1	4.31000	-	4.31000	12.98000
Group 2	4.16185	0.14815	4.31000	12.98000
B Accumulation				
Group 1	8.90000	-	8.90000	18.47000
Group 2	3.18389	5.71611	8.90000	18.47000
B Income				
Group 1	7.24000	-	7.24000	15.58000
Group 2	2.79715	4.44285	7.24000	15.58000
C Accumulation				
Group 1	14.48000	-	14.48000	25.00000
Group 2	6.02508	8.45492	14.48000	25.00000
C Income				
Group 1	10.52000	-	10.52000	18.94000
Group 2	10.52000	-	10.52000	18.94000
G Accumulation				
Group 1	n/a	n/a	n/a	21.03000
Group 2	n/a	n/a	n/a	21.03000

Baillie Gifford™

Baillie Gifford European Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2024*



Baillie Gifford European Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the MSCI Europe ex UK Index, as stated in sterling, by at least 1.5% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% in shares of European companies of any size and in any sector. European companies are companies which are listed, incorporated, domiciled or conducting a significant portion of their business in Europe (including Turkey and excluding the UK). The Fund may also invest in other transferable securities of European companies and money market instruments. The Fund will be actively managed and will be concentrated.

Risk and Reward Profile

The Risk and Reward Indicator table demonstrates where the Fund ranks in terms of its potential risk and reward. The higher the rank the greater the potential reward but the greater the risk of losing money. It is based on past data, may change over time and may not be a reliable indication of the future risk profile of the Fund. The shaded area in the table below shows the Fund's ranking on the Risk and Reward Indicator.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

The Fund is actively managed meaning the Investment Manager selects investments of their own choosing with the aim of achieving the Fund's objectives. This is done without seeking to replicate any index in either of performance or portfolio composition. This investment

style, selecting companies with perceived greater long-term growth potential ahead of any short-term returns, in combination with the relative concentration of the Fund, may lead to prolonged periods of underperformance in certain market conditions, both in relation to the Fund's benchmark and in absolute terms.

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Adoption of Net Zero Asset Managers initiative

Baillie Gifford & Co, the Fund's Investment Manager, has joined the Net Zero Asset Managers initiative (NZAMi), as part of the Investment Manager's commitment to support the goal of net zero greenhouse gas emissions by 2050, in line with global efforts to limit warming to 1.5°C.

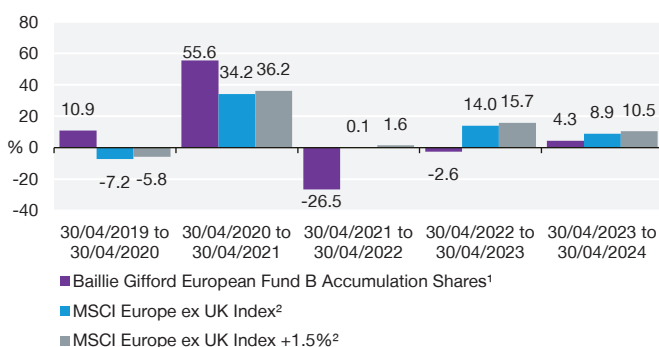
This commitment includes supporting investing aligned with net zero emissions by 2050 or sooner, and the Fund will now be managed in line with and counted towards the Investment Manager's net zero commitment.

Baillie Gifford European Fund cont.

As a long-term investor, the Investment Manager's investment process already takes account of the long-term prospects (including long-term sustainability) of an investment. Consideration of climate-related factors and the impact of these on a company's competitive positioning form an integral part of this process. Accordingly, the adoption of NZAMi-aligned targets by the Fund is consistent with the current approach and as such there will be no immediate consequential changes to the current portfolio of the Fund.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.55%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Europe ex UK Index (the 'Index') by at least 1.5% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2024 the return on B Accumulation Shares was 4.3%¹ compared to the Index of 8.9%² and the target return of 10.5%². We believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to just performance, a period in line with the Fund's objective. Over that period, the annualised return on B Accumulation Shares was 5.2%¹ compared to the Index of 9.1%² and the target return of 10.8%². Although periods of underperformance are inevitable given our style of investment, we fully appreciate that returns over the past few years will have disappointed investors in the Fund. The Fund struggled during 2021 and 2022 against a backdrop of high inflation and rising interest rates but we remain confident that our long-term growth approach will add value over time.

Market Environment

European equity markets rose strongly over the period. There has been general optimism since the summer of 2023 regarding global economic growth and that, coupled with expectations of falling interest rates at some point in 2024, drove markets higher.

Performance

The Fund underperformed. Perhaps the notable feature of the past 12 months was how the drivers of the Index's growth in value was concentrated in the largest companies in the Index. We typically find more opportunities in smaller and mid-sized companies, reflecting how they often have greater growth and return prospects. This preference, along with some stock specific issues, has detracted from performance. However, we believe that over the long-term, our growth-focused investment philosophy is well placed to deliver outperformance for clients.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 279. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

At a stock level, the luxury fashion company Kering was the largest detractor. Its brands, including its largest brand Gucci, are struggling to regain the popularity that many had experienced a few years ago. The online fashion marketplace company Zalando also detracted due to significantly slower growth and rising competition, while freight forwarder DSV detracted as growth normalised after the pandemic-induced boom in freight rates.

Notable contributors to performance included the Nordic online classifieds marketplaces company Schibsted. It has sold most of its stake in fellow marketplaces business Adevinta and also sold its legacy news media business over the period. These moves make Schibsted more focused and potentially higher growth, while it also has a large cash pile which is likely to be returned to shareholders. The audio streaming platform Spotify also contributed with markets reacting positively to increased profitability and consistent growth in the user base.

Notable Transactions

Portfolio turnover over the year was below 20%, as expected given our long-term approach, for the year. New purchases included the drug manufacturer Lonza, access solutions business Assa Abloy, and biotech company Genmab. Stocks which we exited included the aforementioned Zalando, meal kits company HelloFresh, and rubber compounder Hexpol.

Baillie Gifford & Co, 10 May 2024

Principal Holdings as at 30 April 2024

Investment	Percentage of total Fund
Ryanair	5.38
Topicus.Com Inc	4.86
Schibsted B	4.72
ASML	4.71
Prosus N.V.	4.67
Atlas Copco B	4.15
Kingspan Group	3.65
Hypoport	3.64
Avanza Bank Holding	3.40
Nexans	3.34

Material Portfolio Changes for the year ended 30 April 2024

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Moncler	11,841	Prosus N.V.	24,998
LVMH	11,242	Richemont	22,528
Soitec	9,020	Topicus.Com Inc	19,301
Lonza Group	8,159	Ryanair	18,226
EQT	6,918	Spotify Technology SA	16,705
Assa Abloy 'B'	6,268	Adevinta	16,655
Sartorius Stedim Biotech	4,573	ASML	16,316
Hypoport	4,441	Schibsted B	15,089
Genmab	4,315	Atlas Copco B	15,037
DSV	3,814	Zalando SE	14,708

Portfolio Statement as at 30 April 2024

Stock description	Holding	Market value £'000	% of total net assets
Denmark - 4.36% (3.69%)			
DSV	87,869	10,058	2.68
Genmab	17,051	3,830	1.02
Royal Unibrew A/S	41,002	2,486	0.66
France - 12.50% (10.59%)			
Dassault Systemes	219,684	6,946	1.85
Kering	27,983	7,885	2.10
LVMH	11,982	7,923	2.11
Nexans	146,434	12,542	3.34
Sartorius Stedim Biotech	47,554	8,243	2.20
Soitec	42,867	3,390	0.90
Germany - 6.99% (10.96%)			
adidas	30,435	5,858	1.56
Delivery Hero AG	205,381	4,609	1.23
Evotec	251,980	2,088	0.56
Hypoport	64,622	13,674	3.64
Ireland - 9.03% (7.18%)			
Kingspan Group	191,427	13,706	3.65
Ryanair	1,176,113	20,186	5.38
Italy - 4.65% (1.80%)			
Moncler	164,559	8,990	2.39
Reply Spa	81,390	8,472	2.26
Luxembourg - 0.71% (0.84%)			
Eurofins	54,597	2,685	0.71
Netherlands - 22.51% (21.92%)			
Adyen N.V.	9,281	8,955	2.39
ASML	24,898	17,701	4.71
EXOR	120,572	10,553	2.81
IMCD Group N.V.	94,789	11,514	3.07

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Prosus N.V.	651,495	17,527	4.67
Topicus.Com Inc	282,748	18,244	4.86
Norway - 5.43% (6.06%)			
AutoStore Hdgs	2,314,931	2,669	0.71
Schibsted B	790,329	17,726	4.72
Poland - 3.20% (3.17%)			
Allegro.eu	1,798,079	12,031	3.20
Sweden - 19.71% (21.26%)			
Assa Abloy 'B'	253,131	5,450	1.45
Atlas Copco B	1,283,116	15,596	4.15
Avanza Bank Holding	730,959	12,743	3.40
Beijer Ref	566,518	6,509	1.73
Camurus	77,018	2,793	0.74
Epiroc B	433,277	5,807	1.55
EQT	317,434	6,962	1.86
Kinnevik	673,247	5,697	1.52
Spotify Technology SA	41,623	9,324	2.48
Vostok New Ventures	1,625,678	3,113	0.83
Switzerland - 8.88% (10.42%)			
CRISPR Therapeutics AG	69,030	2,921	0.78
Lonza Group	19,650	8,733	2.33
Mettler-Toledo	4,775	4,689	1.25

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Richemont	97,066	10,811	2.88
Wizz Air Holdings Plc	277,518	6,167	1.64
Portfolio of investments		367,806	97.97
Net other assets - 2.03% (2.11%)		7,630	2.03
Net assets		375,436	100.00

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.
 Figures in brackets refer to 30 April 2023.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	2,251.98	2,284.87	3,166.75
Return before operating charges*	77.64	(1.89)	(837.46)
Operating charges	(31.56)	(31.00)	(44.42)
Return after operating charges*	46.08	(32.89)	(881.88)
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	2,298.06	2,251.98	2,284.87
*After direct transaction costs of:	1.09	1.08	1.55
Performance:			
Return after charges	2.05%	(1.44)%	(27.85)%
Other Information:			
Closing net asset value (£'000)	2,887	6,145	12,493
Closing number of shares	125,634	272,860	546,778
Operating charges	1.45%	1.44%	1.43%
Direct transaction costs ¹	0.05%	0.05%	0.05%
Prices:			
Highest share price (pence)	2,432	2,486	3,615
Lowest share price (pence)	1,831	1,814	2,143

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	2,682.00	2,698.18	3,707.94
Return before operating charges*	93.77	(1.19)	(988.65)
Operating charges	(15.37)	(14.99)	(21.11)
Return after operating charges*	78.40	(16.18)	(1,009.76)
Distributions	(9.44)	(9.80)	(5.05)
Retained distributions on accumulation shares	9.44	9.80	5.05
Closing net asset value per share	2,760.40	2,682.00	2,698.18
*After direct transaction costs of:	1.30	1.27	1.82
Performance:			
Return after charges	2.92%	(0.60)%	(27.23)%
Other Information:			
Closing net asset value (£'000)	308,706	614,147	1,599,470
Closing number of shares	11,183,398	22,898,797	59,279,681
Operating charges	0.59%	0.59%	0.58%
Direct transaction costs ¹	0.05%	0.05%	0.05%
Prices:			
Highest share price (pence)	2,920	2,955	4,245
Lowest share price (pence)	2,189	2,150	2,527

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	2,073.70	2,093.79	2,882.76
Return before operating charges*	72.43	(0.82)	(768.82)
Operating charges	(11.86)	(11.68)	(16.24)
Return after operating charges*	60.57	(12.50)	(785.06)
Distributions on income shares	(7.30)	(7.59)	(3.91)
Closing net asset value per share	2,126.97	2,073.70	2,093.79
*After direct transaction costs of:	1.00	0.99	1.40
Performance:			
Return after charges	2.92%	(0.60)%	(27.23)%
Other Information:			
Closing net asset value (£'000)	60,748	89,435	122,224
Closing number of shares	2,856,064	4,312,835	5,837,465
Operating charges	0.59%	0.59%	0.58%
Direct transaction costs ¹	0.05%	0.05%	0.05%
Prices:			
Highest share price (pence)	2,257	2,293	3,301
Lowest share price (pence)	1,693	1,668	1,965

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	3,064.17	3,065.76	4,190.00
Return before operating charges*	108.07	(0.73)	(1,123.01)
Operating charges	(0.89)	(0.86)	(1.23)
Return after operating charges*	107.18	(1.59)	(1,124.24)
Distributions	(27.52)	(27.17)	(28.30)
Retained distributions on accumulation shares	27.52	27.17	28.30
Closing net asset value per share	3,171.35	3,064.17	3,065.76
*After direct transaction costs of:	1.48	1.44	2.05
Performance:			
Return after charges	3.50%	(0.05)%	(26.83)%
Other Information:			
Closing net asset value (£'000)	3,095	31,006	94,942
Closing number of shares	97,577	1,011,893	3,096,834
Operating charges	0.03%	0.03%	0.03%
Direct transaction costs ¹	0.05%	0.05%	0.05%
Prices:			
Highest share price (pence)	3,353	3,372	4,807
Lowest share price (pence)	2,508	2,449	2,869

¹The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

A dilution adjustment is made whenever dealings in the shares of the Fund result in shares being issued or cancelled by the Company. The adjustment will take account of any spread between the buying and selling prices of the Fund's investments and the costs (which may include dealing charges and taxes) of acquiring or disposing of such investments. Please note that the direct transaction cost disclosures above do not include the dilution adjustment charges. For further details on dilution adjustment charges please see the General Information section. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

Financial Statements

Statement of Total Return for the year ended 30 April 2024

	Notes	2024		2023	
		£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		428		(124,884)
Revenue	3	5,515		13,889	
Expenses	4	(2,876)		(5,551)	
Net revenue before taxation		2,639		8,338	
Taxation	5	(898)		(1,919)	
Net revenue after taxation			1,741		6,419
Total return before distributions			2,169		(118,465)
Distributions	6		(1,755)		(6,446)
Change in net assets attributable to shareholders from investment activities			414		(124,911)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2024

	2024		2023	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		740,733		1,829,129
Amounts receivable on issue of shares	71,491		130,613	
Amounts payable on cancellation of shares	(438,918)		(1,098,874)	
		(367,427)		(968,261)
Dilution adjustment		633		2,257
Change in net assets attributable to shareholders from investment activities		414		(124,911)
Retained distributions on accumulation shares		1,083		2,519
Closing net assets attributable to shareholders		375,436		740,733

Financial Statements cont.

Balance Sheet as at 30 April 2024

	Notes	2024 £'000	2023 £'000
Assets:			
Fixed assets:			
Investments	13	367,806	725,070
Current assets:			
Debtors	8	2,143	3,242
Cash and bank balances	9	11,255	17,973
Total assets		381,204	746,285
Liabilities:			
Creditors:			
Distributions payable		(208)	(327)
Other creditors	10	(5,560)	(5,225)
Total liabilities		(5,768)	(5,552)
Net assets attributable to shareholders		375,436	740,733

Notes to the Financial Statements

1 Net capital gains/(losses)

	2024	2023
	£'000	£'000
Non-derivative securities	722	(124,559)
Currency gains/(losses)	(273)	(291)
Transaction costs	(21)	(34)
Net capital gains/(losses)	428	(124,884)

2 Purchases, sales and transaction costs

	2024	2023
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	97,457	223,340
Commissions	39	95
Taxes	106	127
Total transaction costs on equity purchases ¹	145	222
Purchases including transaction costs	97,602	223,562

¹These amounts have been deducted in determining net capital gains/(losses).

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.04	0.04
Taxes on equity purchases	0.11	0.06

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2024	2023
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	455,705	1,166,882
Commissions	(117)	(307)
Taxes	-	(1)
Total transaction costs on equity sales ¹	(117)	(308)
Sales net of transaction costs	455,588	1,166,574

¹These amounts have been deducted in determining net capital gains/(losses).

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.03)	(0.03)
Taxes on equity sales	0.00	(0.00)

	2024		2023	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	156	0.03	402	0.04
Taxes	106	0.02	128	0.01
Total direct transaction costs	262	0.05	530	0.05

	2024	2023
	%	%
Average portfolio dealing spread	0.17	0.15

The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

Dilution adjustment charges, which do not form part of the direct transaction costs disclosures above, may be incurred as a result of trading in underlying Funds. For further details on dilution adjustment charges please see the General Information section.

Dealing spread is the difference in the buying and selling prices of the underlying investments. Dealing spreads vary considerably depending on the transaction value and market sentiment. The Fund may have holdings in single priced funds. The notional spread on these holdings is not included in the average dealing spread calculated for this Fund.

Notes to the Financial Statements cont.

3 Revenue

	2024	2023
	£'000	£'000
Overseas dividends	5,349	13,661
Bank interest	166	228
Total revenue	5,515	13,889

4 Expenses

	2024	2023
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	2,762	5,305
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	33	67
Bank charges	51	156
	84	223
Other expenses:		
Audit fee	9	6
Professional fees	21	17
	30	23
Total expenses	2,876	5,551

5 Taxation

	2024	2023
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	350	1,220
Prior year tax reclaims written off	548	767
Tax recoverable on overseas dividends	-	(68)
Total taxation	898	1,919

The Fund is subject to corporation tax at 20% (2023: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

Notes to the Financial Statements cont.

5 Taxation (continued)

At 30 April 2024, the Fund had excess management expenses of £49,362,000 (2023: £46,651,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

The tax charge is explained as follows:

	2024	2023
	£'000	£'000
Net revenue before taxation	2,639	8,338
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2023: 20%)	528	1,667
Effects of:		
Non-taxable overseas dividends	(1,070)	(2,732)
Overseas tax on dividends	350	1,220
Excess management expenses	542	1,065
Prior year tax reclaims written off	548	767
Tax recoverable on overseas dividends	-	(68)
Total taxation	898	1,919

6 Distributions

	2024	2023
	£'000	£'000
Final to 30 April	1,291	2,846
Amounts deducted on cancellation of shares	605	4,045
Amounts added on issue of shares	(141)	(445)
Total distributions	1,755	6,446

The distributions take account of revenue transactions on the issue and cancellation of shares. Details of the distributions per share are set out in the Distribution Table.

7 Reconciliation of net revenue to net distributions for the year

	2024	2023
	£'000	£'000
Net revenue after taxation for the year	1,741	6,419
Add capital transfers for deficits of income	14	27
Add distributable revenue brought forward	1	1
Less distributable revenue carried forward	(1)	(1)
Net distributions for the year	1,755	6,446

Notes to the Financial Statements cont.

8 Debtors

	2024	2023
	£'000	£'000
Receivable for issue of shares	70	276
Sales awaiting settlement	928	598
Accrued income	457	947
Overseas tax recoverable	686	1,378
VAT recoverable	1	3
Other debtors	1	40
Total debtors	2,143	3,242

9 Cash and bank balances

	2024	2023
	£'000	£'000
Sterling bank accounts	3,374	13,833
Foreign currency bank accounts	7,881	4,140
Total cash and bank balances	11,255	17,973

10 Other creditors

	2024	2023
	£'000	£'000
Payable for cancellation of shares	4,420	3,681
Purchases awaiting settlement	927	1,192
Due to the ACD or associates	195	307
Due to the Depositary or associates	10	37
Other accrued expenses	8	8
Total other creditors	5,560	5,225

11 Related party transactions

Baillie Gifford & Co Limited, as ACD, is regarded as a related party by virtue of the services provided to the Company. Baillie Gifford & Co Limited acts as principal in respect of all transactions of shares in the Company, except where stocks are transferred on the issue or cancellation of shares. The aggregate monies received through issue and paid on cancellation are disclosed in the Statement of Change in Net Assets Attributable to Shareholders. Amounts receivable and payable on the issue and cancellation of shares have been disclosed in notes 8 and 10 respectively.

Amounts paid to Baillie Gifford & Co Limited in respect of ACD fees are disclosed in note 4 with amounts due at the year end given in note 10.

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Shares held by the ACD and associates of the ACD

The shares held by the ACD and associates of the ACD as a percentage of the Fund's NAV were:

	2024	2023
	%	%
ACD and associates of the ACD	0.55	1.87

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.23	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.24
A Accumulation Shares	272,860	7,422	(95,115)	(59,533)	125,634
B Accumulation Shares	22,898,797	2,082,142	(13,843,935)	46,394	11,183,398
B Income Shares	4,312,835	289,183	(2,575,260)	829,306	2,856,064
C Accumulation Shares	1,011,893	401,670	(760,355)	(555,631)	97,577

13 Basis of valuation

	2024	2023
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	367,806	725,070
Level 2: Observable market data	-	-
Level 3: Unobservable data	-	-
Total	367,806	725,070

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

A proportion of the net assets of the Fund are denominated in currencies other than sterling, with the effect that the balance sheet and total return can be significantly affected by currency movement.

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2024			2023		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Canadian dollar	1,037	18,244	19,282	-	29,819	29,819
Danish krone	366	16,374	16,740	-	27,343	27,343
Euro	3,763	193,447	197,210	-	364,652	364,652
Norwegian krona	273	20,395	20,668	-	44,899	44,899
Polish zloty	384	12,031	12,415	-	23,453	23,453
Swedish krona	1,151	64,670	65,821	-	142,390	142,390
Swiss franc	501	19,544	20,044	-	37,050	37,050
UK sterling	3,374	6,166	9,540	13,833	17,688	31,521
US dollar	406	16,934	17,340	4,140	37,776	41,916

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

The Fund invests in a generally diversified portfolio of assets. Consequently the ACD considers that a single measure of market sensitivity does not accurately reflect the risks faced by the Fund.

Distribution Table

Final distribution for the year ended 30 April 2024

Group 1 : shares purchased prior to 1 May 2023

Group 2 : shares purchased 1 May 2023 to 30 April 2024

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.24)	Distribution (paid/accumulated 30.06.23)
	30.04.24 pence per share	30.04.24 pence per share	30.04.24 pence per share	30.04.23 pence per share
A Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
B Accumulation				
Group 1	9.44000	-	9.44000	9.80000
Group 2	5.58477	3.85523	9.44000	9.80000
B Income				
Group 1	7.30000	-	7.30000	7.59000
Group 2	5.07553	2.22447	7.30000	7.59000
C Accumulation				
Group 1	27.52000	-	27.52000	27.17000
Group 2	19.16680	8.35320	27.52000	27.17000

Baillie Gifford™

Baillie Gifford Global Discovery Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2024*



Baillie Gifford Global Discovery Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the S&P Global Small Cap Index, as stated in sterling, by at least 2% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% in shares of companies in any country and in any sector which typically at the time of initial purchase have a market capitalisation of US\$10 billion or less. The Fund may also invest in other transferable securities of companies anywhere in the world and money market instruments. The Fund will be actively managed.

Risk and Reward Profile

The Risk and Reward Indicator table demonstrates where the Fund ranks in terms of its potential risk and reward. The higher the rank the greater the potential reward but the greater the risk of losing money. It is based on past data, may change over time and may not be a reliable indication of the future risk profile of the Fund. The shaded area in the table below shows the Fund's ranking on the Risk and Reward Indicator.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

The Fund is actively managed meaning the Investment Manager selects investments of their own choosing with the aim of achieving the Fund's objectives. This is done without seeking to replicate any index in either of performance or portfolio composition. This investment style, selecting companies with perceived greater long-term growth potential ahead of any short-term

returns, in combination with the relative concentration of the Fund, may lead to prolonged periods of underperformance in certain market conditions, both in relation to the Fund's benchmark and in absolute terms.

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

Investing in China may harm your investment due to difficulties with market volatility, political and economic instability including the risk of market shutdown, trading, liquidity, settlement, corporate governance, regulation, legislation and taxation.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

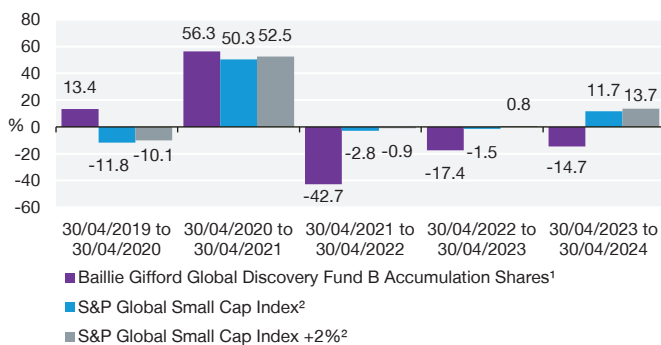
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.75%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the S&P Global Small Cap Index (the 'Index') by at least 2% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2024 the return on B Accumulation Shares was -14.7%¹ compared to the Index of 11.7%² and the target return of 13.7%². We believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance, a period in line with the Fund's objective. Over that period, the annualised return on B Accumulation Shares was -6.5%¹ compared to the Index of 7.2%² and the target return of 9.2%². Although periods of underperformance are inevitable given our style of investment, it has been an incredibly challenging period for investors in the Fund. The Fund struggled during 2021 and 2022 against a backdrop of high inflation and rising interest rates and an initial sharp drawdown has extended into a prolonged drift lower. This period has more than outweighed strong performance in the early part of the five-year period, particularly in 2021. Despite this challenging period for

investors, we remain confident that our long-term growth approach will add value over time and believe the robust performance of the high-potential portfolio holdings will translate into improved share price performance over the long term.

Market Environment

Over the last 12 months, stock market indices continued their climb higher as the global economy exhibited resilient growth. This partially conceals the level of uncertainty remaining in the market, both in the timing of future central bank rate reductions and the impact on consumer spending. This uncertainty continues to weigh heavily on smaller companies, as the relative valuation discount to larger companies has widened further. The market continues to reward predictable and consistent earnings growth and undervalue high-potential businesses with more uncertain payoffs, creating a headwind for our style of growth investing – this caused the Fund to underperform the small cap index. However, this bias also presents an opportunity from current valuations.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and S&P, total return in sterling terms. The target return out-performance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 279. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Performance

The main factor in this extended period of underperformance has been the pronounced impact of central banks hiking interest rates. Companies held by the Fund are early-stage businesses with the majority of their future profits further in the future than those in the Index. Higher discount rates have devalued these companies' future profits and therefore hit their valuations. With inflation and interest rates changing so rapidly over the last few years, a cloud of uncertainty has remained, leading company share prices to move rapidly on any unexpected macroeconomic developments. The rate increases have not spared any of the companies in the portfolio, but have particularly affected earlier-stage holdings, which are some of the top detractors over the last five years.

We believe this uncertainty has also impaired the market's tolerance for risk, which has had a secondary impact on the share prices of companies in the portfolio. The market has put a premium on consistent growth, particularly in bottom-line profits, and has been particularly punitive to companies choosing to reinvest today to spur future payoffs or those that have made strategic missteps or experienced slowing growth.

At a stock level, Alnylam and Novocure were two of the top detractors from performance in the last year.

Alnylam is a biotechnology company which has pioneered the development of RNA drugs, which can stop the production of specific proteins in the body. In October, the FDA announced its drug Onpattro would not be approved for the treatment of ATTR-cardiomyopathy, a debilitating genetic disease. Then in February, the market reacted negatively to Alnylam making changes to the structure of its HELIOS-B trial, which could expand the use of its drug Amvuttra to a much larger patient population. We believe these changes could help differentiate the drug from competitors and Alnylam has a broad pipeline of drugs in development.

Medical device maker Novocure detracted from performance after two disappointing trial results last year. The company has developed a Tumour Treating Field (TTF) device that uses electromagnetic waves to

halt tumour progression. A mixed trial result in lung cancer was followed by a failed trial in ovarian cancer. Despite these results, TTF has shown strong efficacy alongside immunotherapy drugs and was successful in a phase three trial in March to treat a certain type of brain cancer. Despite mistakes in trial design, we believe the potential of TTF is undervalued by the market.

The top contributors to performance in the period were AeroVironment and JFrog.

The share price of unmanned aircraft systems developer AeroVironment performed strongly as it continued to deliver impressive financial and operational results. It announced its capabilities were included in the US government's \$6bn Ukraine aid package, a new contract with the US Marines and further orders from the US Army for its Switchblade, a loitering munitions drone. This growing demand is also reflected in its last results which showed almost 40% revenue growth, a strong order backlog and a long-term expansion in margins.

JFrog's share price doubled in the period as it benefited from the accelerating use of generative Artificial Intelligence (AI). Its software is being used to update existing programs to integrate AI capabilities as well as to mitigate certain cyber security threats. Its core cloud platform delivered 59% year-on-year growth in its last results as well as forward guidance ahead of market expectations. Its profitability is improving through operating leverage and a focus on efficiency.

Notable Transactions

We added several new companies to the portfolio in the last 12 months including Confluent, a data streaming platform, RxSight the implantable lens provider and AeHR Test Systems a semiconductor manufacturing equipment provider. We also sold a number of holdings where we had lost conviction including, robotics company iRobot, telehealth software provider Teladoc, and Victrex the polymer solutions provider.

Baillie Gifford & Co, 10 May 2024

Principal Holdings as at 30 April 2024

Investment	Percentage of total Fund
Alnylam Pharmaceuticals	5.85
AeroVironment	4.34
Staar Surgical	3.60
Axon Enterprise Inc	3.48
Appian Corp	3.47
JFrog Ltd	3.12
Liveramp Holdings Inc	3.05
Exact Sciences	2.91
Ocado	2.82
Schrodinger	2.74

Material Portfolio Changes for the year ended 30 April 2024

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Oxford Nanopore Technologies PLC	6,329	Alnylam Pharmaceuticals	23,812
Aehr Test Systems	4,234	Zillow Group Inc Class C	23,412
Confluent Inc.	3,991	Exact Sciences	21,289
Nanobiotix ADR	3,840	Axon Enterprise Inc	19,074
Schrodinger	3,814	Staar Surgical	12,811
MP Materials	3,432	MarketAxess Holdings	11,959
Novocure Ltd	3,337	Teladoc	7,455
RxSight Inc	2,975	Fiverr Intl	6,284
SkyWater Technology	2,783	Ocado	5,589
Beam Therapeutics	2,480	ShockWave Medical Inc	5,364

Portfolio Statement as at 30 April 2024

Stock description	Holding	Market value £'000	% of total net assets
Australia - 0.63% (0.07%)			
Catapult Group Intl.	1,393,777	1,033	0.20
Silex Systems	850,004	2,244	0.43
Brazil - 1.72% (1.58%)			
dLocal	553,728	6,280	1.21
MercadoLibre	2,250	2,620	0.51
Canada - 0.56% (0.63%)			
Abcellera Biologics Inc	953,732	2,871	0.56
China - 4.42% (5.08%)			
Angelalign Technology Inc	13,600	109	0.02
China Lumena New Mats. ¹	102,450	-	0.00
Hua Medicine	25,001,500	4,059	0.79
Kingdee Int'l Software Group	12,296,000	10,497	2.03
New Horizon Health Limited ²	1,590,500	1,722	0.33
Zai Lab HK Line	4,933,830	6,489	1.25
Denmark - 1.56% (1.99%)			
Genmab	35,812	8,045	1.56
France - 1.59% (0.28%)			
Collectis	421,173	869	0.17
Collectis ADR	148,884	297	0.05
Nanobiotix ADR	1,529,492	7,072	1.37
Israel - 3.77% (2.82%)			
CyberArk Software Ltd	17,543	3,352	0.65
JFrog Ltd	507,573	16,145	3.12
Italy - 0.67% (0.32%)			
Cosmo Pharmaceuticals	54,713	3,445	0.67

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Japan - 2.11% (2.64%)			
freee K.K.	169,000	2,397	0.46
Infomart Corp	1,262,000	2,382	0.46
M3	109,100	937	0.18
Peptidream	508,000	5,213	1.01
New Zealand - 0.64% (0.70%)			
Xero Ltd	51,910	3,286	0.64
Switzerland - 0.29% (0.46%)			
Sensirion Holding AG	28,794	1,522	0.29
UK - 12.97% (13.06%)			
4D Pharma ¹	1,337,267	-	0.00
Adaptimmune Therapeutics	6,056,564	5,708	1.11
Avacta	2,083,648	948	0.18
Ceres Power	2,006,011	3,569	0.69
Genus	268,354	4,809	0.93
Ilika	3,605,400	1,046	0.20
IP Group	8,313,892	3,982	0.77
ITM Power	4,711,045	2,398	0.46
Nucana Plc ADR	96,801	296	0.06
Ocado	4,128,540	14,578	2.82
Oxford Nanopore Technologies PLC	11,965,854	11,768	2.28
PureTech Health	6,478,329	13,993	2.71
Renishaw	95,082	3,946	0.76
United States - 68.86% (70.34%)			
Aehr Test Systems	260,539	2,493	0.48
AeroVironment	176,118	22,440	4.34
Akili Inc	1,216,300	359	0.07
Alnylam Pharmaceuticals	263,123	30,226	5.85
Ambarella	206,727	7,583	1.47
American Superconductor Corp	872,318	8,604	1.66

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Appian Corp	600,677	17,946	3.47
Axon Enterprise Inc	71,878	18,003	3.48
Beam Therapeutics	226,045	3,827	0.74
Blackline	116,575	5,399	1.04
Cardlytics Inc	393,924	3,854	0.74
Chegg	505,024	2,081	0.40
Codexis	679,983	1,580	0.31
Confluent Inc.	161,137	3,614	0.70
Digimarc	262,445	4,431	0.86
Doximity Inc	345,257	6,698	1.30
EverQuote Inc	147,708	2,376	0.46
Exact Sciences	317,834	15,065	2.91
Expensify Inc	697,160	885	0.17
Hashicorp Inc	330,377	8,551	1.65
IPG Photonics Corp	120,747	8,098	1.57
Liveramp Holdings Inc	615,401	15,776	3.05
MarketAxess Holdings	66,628	10,647	2.06
MP Materials	214,300	2,738	0.53
Novocure Ltd	659,035	6,442	1.25
Pacira BioSciences	286,462	6,005	1.16
Progyny	350,499	8,974	1.74
Quanterix Corp	391,135	5,035	0.97
QuantumScape Corp	838,503	3,630	0.70
RxSight Inc	72,174	3,003	0.58
Schrodinger	727,355	14,162	2.74
ShockWave Medical Inc	4,834	1,274	0.25
SkyWater Technology	446,800	3,658	0.71
Sprout Social	321,078	12,926	2.50
Staar Surgical	508,891	18,638	3.60
Stratasys	226,300	1,755	0.34
Sutro Biopharma	1,042,428	2,822	0.55
Tandem Diabetes Care	83,518	2,447	0.47
TransMedics Group	100,301	7,539	1.46
Trupanion	169,700	3,045	0.59
Twist Bioscience Corp	292,900	7,303	1.41

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Upwork Inc	1,429,367	13,356	2.58
Veeco Instruments	156,344	4,410	0.85
Zillow Group Inc Class C	386,145	13,125	2.54
Zuora Inc Class A	1,684,024	13,261	2.56
Portfolio of investments		516,011	99.79
Net other assets - 0.21% (0.03%)		1,063	0.21
Net assets		517,074	100.00

¹This stock was delisted at the year end and has been valued at the Investment Adviser's valuation and therefore is categorised as level 3 in note 13.

²This stock was suspended at the year end and has been valued at the Investment Adviser's valuation and therefore is categorised as level 3 in note 13.

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,153.84	1,370.76	2,450.04
Return before operating charges*	(171.99)	(197.08)	(1,047.64)
Operating charges	(16.76)	(19.84)	(31.64)
Return after operating charges*	(188.75)	(216.92)	(1,079.28)
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	965.09	1,153.84	1,370.76
*After direct transaction costs of:	0.21	0.26	0.41
Performance:			
Return after charges	(16.36)%	(15.82)%	(44.05)%
Other Information:			
Closing net asset value (£'000)	3,169	6,813	21,690
Closing number of shares	328,358	590,507	1,582,367
Operating charges	1.56% ¹	1.54%	1.53%
Direct transaction costs ³	0.02%	0.02%	0.02%
Prices:			
Highest share price (pence)	1,248.0	1,536	2,535
Lowest share price (pence)	924.2	1,145	1,389

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,353.80	1,596.32	2,831.86
Return before operating charges*	(202.76)	(230.80)	(1,216.94)
Operating charges	(10.11)	(11.72)	(18.60)
Return after operating charges*	(212.87)	(242.52)	(1,235.54)
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	1,140.93	1,353.80	1,596.32
*After direct transaction costs of:	0.25	0.30	0.48
Performance:			
Return after charges	(15.72)%	(15.19)%	(43.63)%
Other Information:			
Closing net asset value (£'000)	467,201	720,141	933,479
Closing number of shares	40,949,243	53,194,031	58,476,912
Operating charges	0.80% ²	0.78%	0.78%
Direct transaction costs ³	0.02%	0.02%	0.02%
Prices:			
Highest share price (pence)	1,467.0	1,793	2,934
Lowest share price (pence)	1,089.0	1,335	1,616

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,168.22	1,377.50	2,443.68
Return before operating charges*	(174.95)	(199.16)	(1,050.15)
Operating charges	(8.74)	(10.12)	(16.03)
Return after operating charges*	(183.69)	(209.28)	(1,066.18)
Distributions on income shares	0.00	0.00	0.00
Closing net asset value per share	984.53	1,168.22	1,377.50
*After direct transaction costs of:	0.22	0.26	0.41
Performance:			
Return after charges	(15.72)%	(15.19)%	(43.63)%
Other Information:			
Closing net asset value (£'000)	46,058	85,101	124,313
Closing number of shares	4,678,107	7,284,633	9,024,515
Operating charges	0.80% ²	0.78%	0.78%
Direct transaction costs ³	0.02%	0.02%	0.02%
Prices:			
Highest share price (pence)	1,266.0	1,547	2,532
Lowest share price (pence)	939.4	1,152	1,394

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,585.79	1,855.91	3,267.77
Return before operating charges*	(238.63)	(269.59)	(1,411.04)
Operating charges	(0.59)	(0.53)	(0.82)
Return after operating charges*	(239.22)	(270.12)	(1,411.86)
Distributions	(1.03)	(1.26)	(1.04)
Retained distributions on accumulation shares	1.03	1.26	1.04
Closing net asset value per share	1,346.57	1,585.79	1,855.91
*After direct transaction costs of:	0.30	0.35	0.55
Performance:			
Return after charges	(15.09)%	(14.55)%	(43.21)%
Other Information:			
Closing net asset value (£'000)	645	760	889
Closing number of shares	47,920	47,920	47,920
Operating charges	0.04%	0.03%	0.03%
Direct transaction costs ³	0.02%	0.02%	0.02%
Prices:			
Highest share price (pence)	1,722.0	2,089	3,390
Lowest share price (pence)	1,280.0	1,554	1,877

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,239.26	1,451.44	2,557.16
Return before operating charges*	(186.42)	(210.71)	(1,104.20)
Operating charges	(0.46)	(0.41)	(0.64)
Return after operating charges*	(186.88)	(211.12)	(1,104.84)
Distributions on income shares	(0.88)	(1.06)	(0.88)
Closing net asset value per share	1,051.50	1,239.26	1,451.44
*After direct transaction costs of:	0.23	0.27	0.43
Performance:			
Return after charges	(15.08)%	(14.55)%	(43.21)%
Other Information:			
Closing net asset value (£'000)	1	1	1
Closing number of shares	50	50	50
Operating charges	0.04%	0.03%	0.03%
Direct transaction costs ³	0.02%	0.02%	0.02%
Prices:			
Highest share price (pence)	1,346.0	1,634	2,653
Lowest share price (pence)	1,000.0	1,215	1,469

¹As at 30 April 2024 the ACD considered 1.54% to be a more indicative rate for the ongoing charges figure for Class A Shares.

²As at 30 April 2024 the ACD considered 0.79% to be a more indicative rate for the ongoing charges figure for Class B Shares.

³The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

A dilution adjustment is made whenever dealings in the shares of the Fund result in shares being issued or cancelled by the Company. The adjustment will take account of any spread between the buying and selling prices of the Fund's investments and the costs (which may include dealing charges and taxes) of acquiring or disposing of such investments. Please note that the direct transaction cost disclosures above do not include the dilution adjustment charges. For further details on dilution adjustment charges please see the General Information section.

For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

Financial Statements

Statement of Total Return for the year ended 30 April 2024

	Notes	2024		2023	
		£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		(106,092)		(148,635)
Revenue	3	773		1,018	
Expenses	4	(5,362)		(7,570)	
Net expense before taxation		(4,589)		(6,552)	
Taxation	5	(65)		(86)	
Net expense after taxation			(4,654)		(6,638)
Total return before distributions			(110,746)		(155,273)
Distributions	6		706		472
Change in net assets attributable to shareholders from investment activities			(110,040)		(154,801)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2024

	2024		2023	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		812,816		1,080,372
Amounts receivable on issue of shares	7,197		28,259	
Amounts payable on cancellation of shares	(193,320)		(141,303)	
		(186,123)		(113,044)
Dilution adjustment		421		288
Change in net assets attributable to shareholders from investment activities		(110,040)		(154,801)
Retained distributions on accumulation shares		-		1
Closing net assets attributable to shareholders		517,074		812,816

Financial Statements cont.

Balance Sheet as at 30 April 2024

	Notes	2024 £'000	2023 £'000
Assets:			
Fixed assets:			
Investments	13	516,011	812,594
Current assets:			
Debtors	8	6,933	8,021
Cash and bank balances	9	5,220	7,097
Total assets		528,164	827,712
Liabilities:			
Creditors:			
Bank overdrafts	9	(3,610)	(5,728)
Other creditors	10	(7,480)	(9,168)
Total liabilities		(11,090)	(14,896)
Net assets attributable to shareholders		517,074	812,816

Notes to the Financial Statements

1 Net capital gains/(losses)

	2024	2023
	£'000	£'000
Non-derivative securities	(106,005)	(148,850)
Currency gains/(losses)	(81)	223
Transaction costs	(6)	(8)
Net capital gains/(losses)	(106,092)	(148,635)

2 Purchases, sales and transaction costs

	2024	2023
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	48,101	80,258
Commissions	18	28
Taxes	38	34
Total transaction costs on equity purchases ¹	56	62
Purchases including transaction costs	48,157	80,320

¹These amounts have been deducted in determining net capital gains/(losses).

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.04	0.03
Taxes on equity purchases	0.08	0.04

	2024	2023
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	238,569	195,743
Commissions	(62)	(52)
Taxes	(3)	(5)
Total transaction costs on equity sales ¹	(65)	(57)
Sales net of transaction costs	238,504	195,686

¹These amounts have been deducted in determining net capital gains/(losses).

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.03)	(0.03)
Taxes on equity sales	(0.00)	(0.00)

	2024		2023	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	80	0.01	80	0.01
Taxes	41	0.01	39	0.00
Total direct transaction costs	121	0.02	119	0.01

	2024	2023
	%	%
Average portfolio dealing spread	0.46	0.34

The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

Dilution adjustment charges, which do not form part of the direct transaction costs disclosures above, may be incurred as a result of trading in underlying Funds. For further details on dilution adjustment charges please see the General Information section.

Dealing spread is the difference in the buying and selling prices of the underlying investments. Dealing spreads vary considerably depending on the transaction value and market sentiment. The Fund may have holdings in single priced funds. The notional spread on these holdings is not included in the average dealing spread calculated for this Fund.

3 Revenue

	2024	2023
	£'000	£'000
UK dividends	372	462
Overseas dividends	350	482
Bank interest	51	71
Other income	-	3
Total revenue	773	1,018

Notes to the Financial Statements cont.

4 Expenses

	2024	2023
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	5,117	7,328
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	46	66
Bank charges	180	168
	226	234
Other expenses:		
Audit fee	8	6
Non-audit fees paid to auditors	2	1
Professional fees	9	1
	19	8
Total expenses	5,362	7,570

5 Taxation

	2024	2023
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	55	74
Prior year tax reclaims written off	11	12
Tax recoverable on overseas dividends	(1)	-
Total taxation	65	86

The Fund is subject to corporation tax at 20% (2023: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2024, the Fund had excess management expenses of £59,619,000 (2023: £54,308,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2024	2023
	£'000	£'000
Net expense before taxation	(4,589)	(6,552)
Net expense before taxation multiplied by the standard rate of corporation tax of 20% (2023: 20%)	(918)	(1,310)
Effects of:		
Non-taxable UK dividends	(74)	(92)
Non-taxable overseas dividends	(70)	(97)
Other income not subject to tax	-	(1)
Overseas tax on dividends	55	74
Excess management expenses	1,062	1,500
Prior year tax reclaims written off	11	12
Tax recoverable on overseas dividends	(1)	-
Total taxation	65	86

6 Distributions

	2024	2023
	£'000	£'000
Final to 30 April	-	1
Amounts deducted on cancellation of shares	(749)	(614)
Amounts added on issue of shares	43	141
Total distributions	(706)	(472)

The distributions take account of revenue transactions on the issue and cancellation of shares. Details of the distributions per share are set out in the Distribution Table.

7 Reconciliation of net revenue to net distributions for the year

	2024	2023
	£'000	£'000
Net expense after taxation for the year	(4,654)	(6,638)
Add capital transfers for deficits of income	3,948	6,166
Add distributable revenue brought forward	-	-
Less distributable revenue carried forward	-	-
Net distributions for the year	(706)	(472)

Notes to the Financial Statements cont.

8 Debtors

	2024	2023
	£'000	£'000
Sales awaiting settlement	6,910	7,937
Accrued income	11	57
Overseas tax recoverable	4	15
VAT recoverable	2	3
Other debtors	6	9
Total debtors	6,933	8,021

9 Cash and bank balances

	2024	2023
	£'000	£'000
Sterling bank accounts	5,220	6,423
Foreign currency bank accounts	-	674
	5,220	7,097
Sterling bank accounts overdrawn	(3,610)	(5,728)
Total cash and bank balances	1,610	1,369

10 Other creditors

	2024	2023
	£'000	£'000
Payable for cancellation of shares	2,330	2,857
Purchases awaiting settlement	4,786	5,788
Due to the ACD or associates	365	493
Due to the Depositary or associates	(17)	14
Other accrued expenses	16	16
Total other creditors	7,480	9,168

11 Related party transactions

Baillie Gifford & Co Limited, as ACD, is regarded as a related party by virtue of the services provided to the Company. Baillie Gifford & Co Limited acts as principal in respect of all transactions of shares in the Company, except where stocks are transferred on the issue or cancellation of shares. The aggregate monies received through issue and paid on cancellation are disclosed in the Statement of Change in Net Assets Attributable to Shareholders. Amounts receivable and payable on the issue and cancellation of shares have been disclosed in notes 8 and 10 respectively.

Amounts paid to Baillie Gifford & Co Limited in respect of ACD fees are disclosed in note 4 with amounts due at the year end given in note 10.

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Shares held by the ACD and associates of the ACD

The shares held by the ACD and associates of the ACD as a percentage of the Fund's NAV were:

	2024	2023
	%	%
ACD and associates of the ACD	0.00	0.00

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.23	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.24
A Accumulation Shares	590,507	217,030	(326,413)	(152,766)	328,358
B Accumulation Shares	53,194,031	320,441	(12,693,089)	127,860	40,949,243
B Income Shares	7,284,633	96,327	(2,705,305)	2,452	4,678,107
C Accumulation Shares	47,920	-	-	-	47,920
C Income Shares	50	50	(50)	-	50

13 Basis of valuation

	2024	2023
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	514,288	812,594
Level 2: Observable market data	-	-
Level 3: Unobservable data ¹	1,722	-
Total	516,011	812,594

¹For further information on the assets included in Level 3, as at 30 April 2024, please refer to the Portfolio Statement.

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

A proportion of the net assets of the Fund are denominated in currencies other than sterling, with the effect that the balance sheet and total return can be significantly affected by currency movement.

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2024			2023		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Australian dollar	-	6,563	6,563	-	6,240	6,240
Danish krone	-	8,045	8,045	-	16,167	16,167
Euro	-	869	869	-	641	641
Hong Kong dollar	-	22,876	22,876	-	37,062	37,062
Japanese yen	-	10,929	10,929	-	21,414	21,414
Swiss franc	-	4,967	4,967	-	6,359	6,359
UK sterling	1,610	61,037	62,647	695	97,750	98,445
US dollar	-	400,726	400,726	674	626,961	627,635

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

The Fund invests in a generally diversified portfolio of assets. Consequently the ACD considers that a single measure of market sensitivity does not accurately reflect the risks faced by the Fund.

Distribution Table

Final distribution for the year ended 30 April 2024

Group 1 : shares purchased prior to 1 May 2023

Group 2 : shares purchased 1 May 2023 to 30 April 2024

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.24)	Distribution (paid/accumulated 30.06.23)
	30.04.24 pence per share	30.04.24 pence per share	30.04.24 pence per share	30.04.23 pence per share
A Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
B Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
B Income				
Group 1	-	-	-	-
Group 2	-	-	-	-
C Accumulation				
Group 1	1.03000	-	1.03000	1.26000
Group 2	1.03000	-	1.03000	1.26000
C Income				
Group 1	0.88000	-	0.88000	1.06000
Group 2	0.88000	-	0.88000	1.06000

Baillie Gifford™

Baillie Gifford Japanese Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2024*



Baillie Gifford Japanese Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the TOPIX, as stated in sterling, by at least 1.5% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% in shares of Japanese companies of any size and in any sector. Japanese companies are companies which are listed, incorporated, domiciled or conduct a significant portion of their business in Japan. The Fund may also invest in other transferable securities of Japanese companies and money market instruments. The Fund will be actively managed.

Risk and Reward Profile

The Risk and Reward Indicator table demonstrates where the Fund ranks in terms of its potential risk and reward. The higher the rank the greater the potential reward but the greater the risk of losing money. It is based on past data, may change over time and may not be a reliable indication of the future risk profile of the Fund. The shaded area in the table below shows the Fund's ranking on the Risk and Reward Indicator.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

The Fund is actively managed meaning the Investment Manager selects investments of their own choosing with the aim of achieving the Fund's objectives. This is done without seeking to replicate any index in either of performance or portfolio composition. This investment style, selecting companies with perceived greater long-term growth potential ahead of any short-term

returns, in combination with the relative concentration of the Fund, may lead to prolonged periods of underperformance in certain market conditions, both in relation to the Fund's benchmark and in absolute terms.

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

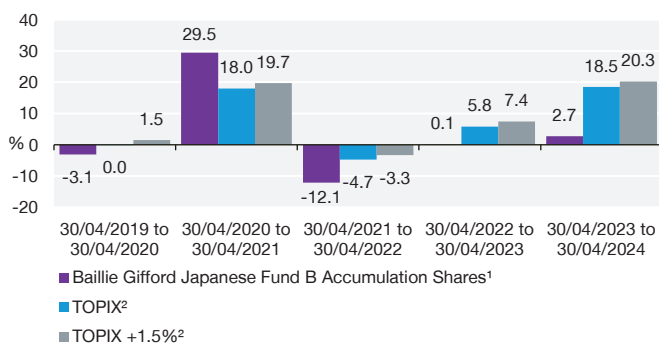
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.60%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the TOPIX (the ‘Index’) by at least 1.5% per annum (the ‘target return’) over rolling five-year periods. For the year to 30 April 2024, the return on B Accumulation Shares was 2.7%¹ compared to the Index of 18.5%² and the target return of 20.3%². We believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance, a period in line with the Fund’s objective. Over that period, the annualised return on B Accumulation Shares was 2.5%¹ compared to the Index of 7.1%² and the target return of 8.7%². Although periods of underperformance are inevitable given our style of investment, we fully appreciate that returns over the past few years will have disappointed investors in the Fund. The Fund struggled during 2021 and 2022 against a backdrop of high inflation and rising interest rates but we remain confident that our long-term growth approach will add value over time.

Market Environment

The severe weakness in equity prices over the past 12 months has significantly impacted short-term performance and detracted from the Fund’s longer-term track record. In Japan, unlike elsewhere, growth investing has remained starkly out of favour. This has been driven by prospects of a tighter monetary policy, a weak currency buoying exporters and policy initiatives led by the Tokyo Stock Exchange. We question the sustainability of these drivers and believe the rally may soon run out of steam, leaving its biggest beneficiaries – companies with questionable idiosyncratic appeal – exposed. Given these developments, it is unsurprising that the pool of growth names in which we invest has remained out of favour.

Performance

Notable detractors were Shiseido and Misumi. Shiseido, the beauty and cosmetics company, has struggled due to weaker demand from Chinese consumers post-Covid-19. Despite Japan seeing an influx of foreign visitors, the recovery in the number of visitors from mainland China

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and TOPIX, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 279. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

has been much slower. Misumi, the wholesaler of machinery parts also detracted due to concerns about Chinese consumption and increasing competition. We view these as short-term concerns for both companies.

Notable contributors were MS&AD Insurance and DMG Mori. Insurance giant MS&AD saw its share price increase due to its plans to unwind its substantial equity cross-shareholdings. DMG Mori, the world's largest machine tool maker continues to defy the wider factory automation-sector, by growing despite the challenging environment, thanks to its strong presence outside of China and its success in raising the average sale prices.

Notable Transactions

We added several new companies to the Fund in the last 12 months: Eisai, which has developed an Alzheimer's disease treatment, Kose Corp, the beauty and cosmetics company, Olympus, the manufacturer of endoscopes and M3 the healthcare platform for medical professionals.

We sold holdings where we had lost conviction including trading companies Toyota Tsusho, Mitsui and Mitsubishi Corp. We also sold Makita the manufacturer of power tools and Denso the car parts maker due to concerns about increased competition. Outsourcing was also sold as it is in the process of being acquired by Private Equity.

Baillie Gifford & Co, 13 May 2024

Principal Holdings as at 30 April 2024

Investment	Percentage of total Fund
SoftBank Group	6.45
Sumitomo Mitsui Trust	4.76
Rakuten	4.49
SBI Holdings	4.10
MS&AD Insurance	3.83
GMO Internet	3.32
Nintendo	3.25
Bridgestone	3.10
Kubota	2.89
Sony	2.85

Material Portfolio Changes for the year ended 30 April 2024

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Rakuten	30,085	Denso	79,060
M3	28,294	Mitsubishi Corp	65,544
Olympus	18,257	SoftBank Group	59,672
Kose Corp	16,699	Mitsui	54,159
MonotaRO Co	9,547	Sumitomo Mitsui Trust	51,808
CyberAgent Inc	8,294	MS&AD Insurance	49,273
Systemex Corp	7,840	SBI Holdings	43,895
Rohm	7,733	Nintendo	37,816
Park24 Co Ltd	7,157	FANUC	36,227
SoftBank Group	6,313	Bridgestone	35,832

Portfolio Statement as at 30 April 2024

Stock description	Holding	Market value £'000	% of total net assets
Commerce - 3.82% (8.60%)			
Misumi	2,157,600	28,283	1.81
MonotaRO Co	1,695,500	16,443	1.06
Sugi Holdings	1,262,800	14,875	0.95
Finance & Insurance - 15.72% (14.23%)			
Japan Exchange Group	2,156,600	40,572	2.60
Kyoto Financial Group Inc	470,700	6,717	0.43
MS&AD Insurance	4,132,000	59,691	3.83
SBI Holdings	3,268,536	63,896	4.10
Sumitomo Mitsui Trust	4,400,800	74,105	4.76
Manufacturing - 48.16% (51.10%)			
Asahi Group Holdings	424,600	11,647	0.75
Bridgestone	1,365,600	48,367	3.10
Calbee Inc	1,723,400	30,175	1.94
DMG Mori	1,814,700	39,030	2.50
Eisai	184,100	6,075	0.39
FANUC	1,869,900	43,909	2.82
Kao	1,039,400	34,419	2.21
Keyence	98,700	35,213	2.26
Kose Corp	405,600	16,780	1.08
Kubota	3,491,400	45,103	2.89
Kyocera	2,414,600	23,681	1.52
Murata	1,404,700	20,699	1.33
Nidec	452,800	16,943	1.09
Nintendo	1,295,200	50,745	3.25
Nippon Electric Glass	538,200	10,672	0.68
Olympus	1,327,100	14,820	0.95
Peptidream	650,800	6,678	0.43
Pigeon	1,154,900	8,425	0.54
Pola Orbis Holdings Inc	3,841,400	28,209	1.81
Rohm	2,536,400	29,535	1.89
Shiseido	1,568,300	33,548	2.15
SMC	58,200	24,669	1.58

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Sony	670,300	44,512	2.85
Sumitomo Metal Mining Co Ltd	1,190,400	32,103	2.06
System Corp	1,394,400	17,929	1.15
Topcon Corp	1,605,100	15,103	0.97
Tsumura	1,151,300	22,203	1.42
Unicharm	1,103,400	26,302	1.69
Wacom Co Ltd	4,345,400	13,408	0.86
Real Estate - 3.65% (3.08%)			
Iida Group Holdings	631,900	6,473	0.42
Mitsubishi Estate	1,033,100	15,246	0.98
Park24 Co Ltd	1,543,200	13,330	0.85
Tokyo Tatemono	1,637,800	21,877	1.40
Services - 13.62% (10.50%)			
Bengo4.Com Inc	315,700	4,672	0.30
Cookpad	318,200	258	0.02
CyberAgent Inc	8,797,900	44,189	2.84
Infomart Corp	2,315,600	4,372	0.28
Kakaku.com	913,700	8,455	0.54
M3	1,728,800	14,841	0.95
Mixi Inc	1,198,300	14,656	0.94
Nihon M&A	2,135,000	9,404	0.60
Rakuten	18,063,900	69,993	4.49
Recruit Holdings	1,182,600	41,424	2.66
Transport And Communications - 13.71% (11.71%)			
BASE	1,747,600	2,430	0.15
Broadleaf	2,623,500	7,709	0.49
Colopl Inc	5,862,500	18,179	1.17
Digital Garage	271,300	3,845	0.25
freee K.K.	717,600	10,179	0.65
GMO Internet	3,907,200	51,724	3.32
LY Corp	5,677,600	11,039	0.71
Mercari Inc	871,500	8,149	0.52

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
SoftBank Group	2,503,000	100,542	6.45
Portfolio of investments		1,538,470	98.68
Net other assets - 1.32% (0.78%)		20,630	1.32
Net assets		1,559,100	100.00

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,500.97	1,511.22	1,756.59
Return before operating charges*	68.13	11.67	(220.07)
Operating charges	(22.06)	(21.92)	(25.30)
Return after operating charges*	46.07	(10.25)	(245.37)
Distributions	(3.44)	(10.75)	(7.52)
Retained distributions on accumulation shares	3.44	10.75	7.52
Closing net asset value per share	1,547.04	1,500.97	1,511.22
*After direct transaction costs of:	0.30	0.15	0.17
Performance:			
Return after charges	3.07%	(0.68)%	(13.97)%
Other Information:			
Closing net asset value (£'000)	5,209	7,704	12,631
Closing number of shares	336,694	513,238	835,807
Operating charges	1.48%	1.47%	1.47%
Direct transaction costs ¹	0.02%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,639	1,585	1,868
Lowest share price (pence)	1,373	1,365	1,486

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,809.73	1,806.69	2,082.32
Return before operating charges*	82.94	14.14	(262.99)
Operating charges	(11.36)	(11.10)	(12.64)
Return after operating charges*	71.58	3.04	(275.63)
Distributions	(19.67)	(28.15)	(26.24)
Retained distributions on accumulation shares	19.67	28.15	26.24
Closing net asset value per share	1,881.31	1,809.73	1,806.69
*After direct transaction costs of:	0.36	0.18	0.20
Performance:			
Return after charges	3.96%	0.17%	(13.24)%
Other Information:			
Closing net asset value (£'000)	689,637	1,006,019	1,354,157
Closing number of shares	36,657,264	55,589,619	74,952,213
Operating charges	0.63%	0.62%	0.62%
Direct transaction costs ¹	0.02%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,991	1,909	2,221
Lowest share price (pence)	1,663	1,634	1,776

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,515.40	1,536.44	1,796.95
Return before operating charges*	69.76	12.34	(227.00)
Operating charges	(9.50)	(9.44)	(10.87)
Return after operating charges*	60.26	2.90	(237.87)
Distributions on income shares	(16.48)	(23.94)	(22.64)
Closing net asset value per share	1,559.18	1,515.40	1,536.44
*After direct transaction costs of:	0.30	0.15	0.18
Performance:			
Return after charges	3.98%	0.19%	(13.24)%
Other Information:			
Closing net asset value (£'000)	154,237	375,085	452,007
Closing number of shares	9,892,134	24,751,600	29,419,077
Operating charges	0.63%	0.62%	0.62%
Direct transaction costs ¹	0.02%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,668	1,624	1,917
Lowest share price (pence)	1,393	1,390	1,532

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	2,082.67	2,066.77	2,367.86
Return before operating charges*	95.92	16.31	(300.63)
Operating charges	(0.42)	(0.41)	(0.46)
Return after operating charges*	95.50	15.90	(301.09)
Distributions	(35.34)	(44.63)	(43.85)
Retained distributions on accumulation shares	35.34	44.63	43.85
Closing net asset value per share	2,178.17	2,082.67	2,066.77
*After direct transaction costs of:	0.42	0.21	0.23
Performance:			
Return after charges	4.59%	0.77%	(12.72)%
Other Information:			
Closing net asset value (£'000)	247,747	268,928	286,406
Closing number of shares	11,374,138	12,912,658	13,857,648
Operating charges	0.02%	0.02%	0.02%
Direct transaction costs ¹	0.02%	0.01%	0.01%
Prices:			
Highest share price (pence)	2,304	2,195	2,531
Lowest share price (pence)	1,919	1,871	2,031

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,524.04	1,545.06	1,808.54
Return before operating charges*	70.61	12.65	(229.64)
Operating charges	(0.31)	(0.31)	(0.35)
Return after operating charges*	70.30	12.34	(229.99)
Distributions on income shares	(25.84)	(33.36)	(33.49)
Closing net asset value per share	1,568.50	1,524.04	1,545.06
*After direct transaction costs of:	0.31	0.15	0.18
Performance:			
Return after charges	4.61%	0.80%	(12.72)%
Other Information:			
Closing net asset value (£'000)	2	2	2
Closing number of shares	100	100	100
Operating charges	0.02%	0.02%	0.02%
Direct transaction costs ¹	0.02%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,687	1,642	1,933
Lowest share price (pence)	1,405	1,399	1,551

Comparative Tables cont.

Comparative Table: W1 Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,824.54	1,818.21	2,091.76
Return before operating charges*	83.63	14.27	(264.76)
Operating charges	(8.19)	(7.94)	(8.79)
Return after operating charges*	75.44	6.33	(273.55)
Distributions	(23.00)	(31.61)	(30.13)
Retained distributions on accumulation shares	23.00	31.61	30.13
Closing net asset value per share	1,899.98	1,824.54	1,818.21
*After direct transaction costs of:	0.36	0.18	0.20
Performance:			
Return after charges	4.13%	0.35%	(13.08)%
Other Information:			
Closing net asset value (£'000)	46,693	60,909	69,333
Closing number of shares	2,457,557	3,338,336	3,813,277
Operating charges	0.45%	0.44%	0.43%
Direct transaction costs ¹	0.02%	0.01%	0.01%
Prices:			
Highest share price (pence)	2,011	1,924	2,233
Lowest share price (pence)	1,678	1,645	1,787

Comparative Tables cont.

Comparative Table: W1 Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,523.49	1,544.60	1,806.96
Return before operating charges*	70.19	12.50	(228.73)
Operating charges	(6.83)	(6.75)	(7.60)
Return after operating charges*	63.36	5.75	(236.33)
Distributions on income shares	(19.21)	(26.86)	(26.03)
Closing net asset value per share	1,567.64	1,523.49	1,544.60
*After direct transaction costs of:	0.30	0.15	0.18
Performance:			
Return after charges	4.16%	0.37%	(13.08)%
Other Information:			
Closing net asset value (£'000)	142,428	338,395	362,920
Closing number of shares	9,085,533	22,211,874	23,496,011
Operating charges	0.45%	0.44%	0.43%
Direct transaction costs ¹	0.02%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,679	1,635	1,929
Lowest share price (pence)	1,401	1,398	1,544

Comparative Tables cont.

Comparative Table: W3 Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,820.03	1,813.93	2,087.05
Return before operating charges*	83.36	14.20	(263.93)
Operating charges	(8.53)	(8.10)	(9.19)
Return after operating charges*	74.83	6.10	(273.12)
Distributions	(22.53)	(31.32)	(29.86)
Retained distributions on accumulation shares	22.53	31.32	29.86
Closing net asset value per share	1,894.86	1,820.03	1,813.93
*After direct transaction costs of:	0.36	0.18	0.20
Performance:			
Return after charges	4.11%	0.34%	(13.09)%
Other Information:			
Closing net asset value (£'000)	49,195	71,434	76,201
Closing number of shares	2,596,218	3,924,900	4,200,864
Operating charges	0.47%	0.45%	0.45%
Direct transaction costs ¹	0.02%	0.01%	0.01%
Prices:			
Highest share price (pence)	2,005	1,919	2,227
Lowest share price (pence)	1,673	1,641	1,783

Comparative Tables cont.

Comparative Table: W3 Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,514.78	1,535.78	1,796.60
Return before operating charges*	69.75	12.39	(227.22)
Operating charges	(7.11)	(6.86)	(7.91)
Return after operating charges*	62.64	5.53	(235.13)
Distributions on income shares	(18.76)	(26.53)	(25.69)
Closing net asset value per share	1,558.66	1,514.78	1,535.78
*After direct transaction costs of:	0.30	0.15	0.18
Performance:			
Return after charges	4.14%	0.36%	(13.09)%
Other Information:			
Closing net asset value (£'000)	76,307	183,397	181,590
Closing number of shares	4,895,690	12,107,154	11,823,959
Operating charges	0.47%	0.45%	0.45%
Direct transaction costs ¹	0.02%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,669	1,626	1,917
Lowest share price (pence)	1,393	1,390	1,535

Comparative Tables cont.

Comparative Table: W6 Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,813.14	1,806.95	2,079.00
Return before operating charges*	83.09	14.25	(263.20)
Operating charges	(8.49)	(8.06)	(8.85)
Return after operating charges*	74.60	6.19	(272.05)
Distributions	(22.50)	(31.31)	(29.76)
Retained distributions on accumulation shares	22.50	31.31	29.76
Closing net asset value per share	1,887.74	1,813.14	1,806.95
*After direct transaction costs of:	0.36	0.18	0.20
Performance:			
Return after charges	4.11%	0.34%	(13.09)%
Other Information:			
Closing net asset value (£'000)	41,121	64,651	76,544
Closing number of shares	2,178,300	3,565,708	4,236,086
Operating charges	0.47%	0.45%	0.44%
Direct transaction costs ¹	0.02%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,998	1,912	2,219
Lowest share price (pence)	1,667	1,635	1,776

Comparative Tables cont.

Comparative Table: W6 Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,514.85	1,535.85	1,796.68
Return before operating charges*	69.80	12.47	(227.38)
Operating charges	(7.11)	(6.86)	(7.73)
Return after operating charges*	62.69	5.61	(235.11)
Distributions on income shares	(18.81)	(26.61)	(25.72)
Closing net asset value per share	1,558.73	1,514.85	1,535.85
*After direct transaction costs of:	0.30	0.15	0.18
Performance:			
Return after charges	4.14%	0.37%	(13.09)%
Other Information:			
Closing net asset value (£'000)	106,524	235,164	234,248
Closing number of shares	6,834,039	15,523,876	15,252,049
Operating charges	0.47%	0.45%	0.44%
Direct transaction costs ¹	0.02%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,670	1,626	1,918
Lowest share price (pence)	1,393	1,390	1,535

¹The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

A dilution adjustment is made whenever dealings in the shares of the Fund result in shares being issued or cancelled by the Company. The adjustment will take account of any spread between the buying and selling prices of the Fund's investments and the costs (which may include dealing charges and taxes) of acquiring or disposing of such investments. Please note that the direct transaction cost disclosures above do not include the dilution adjustment charges. For further details on dilution adjustment charges please see the General Information section. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

Financial Statements

Statement of Total Return for the year ended 30 April 2024

	Notes	2024		2023	
		£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		37,781		(42,142)
Revenue	3	35,224		68,068	
Expenses	4	(9,780)		(14,240)	
Net revenue before taxation		25,444		53,828	
Taxation	5	(3,522)		(6,821)	
Net revenue after taxation			21,922		47,007
Total return before distributions			59,703		4,865
Distributions	6		(21,924)		(47,011)
Change in net assets attributable to shareholders from investment activities			37,779		(42,146)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2024

	2024		2023	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		2,611,688		3,106,039
Amounts receivable on issue of shares	71,859		144,484	
Amounts payable on cancellation of shares	(1,176,222)		(621,991)	
		(1,104,363)		(477,507)
Dilution adjustment		1,114		434
Change in net assets attributable to shareholders from investment activities		37,779		(42,146)
Retained distributions on accumulation shares		12,882		24,868
Closing net assets attributable to shareholders		1,559,100		2,611,688

Financial Statements cont.

Balance Sheet as at 30 April 2024

	Notes	2024 £'000	2023 £'000
Assets:			
Fixed assets:			
Investments	13	1,538,470	2,591,239
Current assets:			
Debtors	8	17,062	47,631
Cash and bank balances	9	21,541	41,573
Total assets		1,577,073	2,680,443
Liabilities:			
Creditors:			
Bank overdrafts	9	(7,570)	(21,803)
Distributions payable		(5,579)	(19,235)
Other creditors	10	(4,824)	(27,717)
Total liabilities		(17,973)	(68,755)
Net assets attributable to shareholders		1,559,100	2,611,688

Notes to the Financial Statements

1 Net capital gains/(losses)

	2024	2023
	£'000	£'000
Non-derivative securities	39,546	(41,480)
Currency gains/(losses)	(1,719)	(636)
Transaction costs	(46)	(26)
Net capital gains/(losses)	37,781	(42,142)

2 Purchases, sales and transaction costs

	2024	2023
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	183,108	152,295
Commissions	75	71
Taxes	-	-
Total transaction costs on equity purchases ¹	75	71
Purchases including transaction costs	183,183	152,366

¹These amounts have been deducted in determining net capital gains/(losses).

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.04	0.05
Taxes on equity purchases	0.00	0.00

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2024	2023
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	1,275,805	608,446
Commissions	(307)	(169)
Taxes	-	-
Total transaction costs on equity sales ¹	(307)	(169)
Sales net of transaction costs	1,275,498	608,277

¹These amounts have been deducted in determining net capital gains/(losses).

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.02)	(0.03)
Taxes on equity sales	0.00	0.00

	2024		2023	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	382	0.02	240	0.01
Taxes	-	0.00	-	0.00
Total direct transaction costs	382	0.02	240	0.01

	2024	2023
	%	%
Average portfolio dealing spread	0.05	0.06

The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

Dilution adjustment charges, which do not form part of the direct transaction costs disclosures above, may be incurred as a result of trading in underlying Funds. For further details on dilution adjustment charges please see the General Information section.

Dealing spread is the difference in the buying and selling prices of the underlying investments. Dealing spreads vary considerably depending on the transaction value and market sentiment. The Fund may have holdings in single priced funds. The notional spread on these holdings is not included in the average dealing spread calculated for this Fund.

Notes to the Financial Statements cont.

3 Revenue

	2024	2023
	£'000	£'000
Overseas dividends	35,224	68,068
Total revenue	35,224	68,068

4 Expenses

	2024	2023
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	9,475	13,824
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	131	186
Bank charges	134	220
Bank overdraft interest	33	4
	298	410
Other expenses:		
Audit fee	7	6
Total expenses	9,780	14,240

5 Taxation

	2024	2023
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	3,522	6,821
Total taxation	3,522	6,821

The Fund is subject to corporation tax at 20% (2023: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2024, the Fund had excess management expenses of £139,790,000 (2023: £130,010,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2024	2023
	£'000	£'000
Net revenue before taxation	25,444	53,828
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2023: 20%)	5,089	10,766
Effects of:		
Non-taxable overseas dividends	(7,045)	(13,614)
Overseas tax on dividends	3,522	6,821
Excess management expenses	1,956	2,848
Total taxation	3,522	6,821

6 Distributions

	2024	2023
	£'000	£'000
Final to 30 April	18,461	44,102
Amounts deducted on cancellation of shares	3,844	3,808
Amounts added on issue of shares	(381)	(899)
Total distributions	21,924	47,011

The distributions take account of revenue transactions on the issue and cancellation of shares. Details of the distributions per share are set out in the Distribution Table.

7 Reconciliation of net revenue to net distributions for the year

	2024	2023
	£'000	£'000
Net revenue after taxation for the year	21,922	47,007
Add distributable revenue brought forward	6	10
Less distributable revenue carried forward	(4)	(6)
Net distributions for the year	21,924	47,011

8 Debtors

	2024	2023
	£'000	£'000
Receivable for issue of shares	1,686	556
Sales awaiting settlement	3,752	23,671
Accrued income	11,618	23,383
VAT recoverable	6	9
Other debtors	-	12
Total debtors	17,062	47,631

Notes to the Financial Statements cont.

9 Cash and bank balances

	2024	2023
	£'000	£'000
Sterling bank accounts	7,558	21,756
Foreign currency bank accounts	13,983	19,817
	21,541	41,573
Sterling bank accounts overdrawn	(7,570)	(21,803)
Total cash and bank balances	13,971	19,770

10 Other creditors

	2024	2023
	£'000	£'000
Payable for cancellation of shares	2,652	3,443
Purchases awaiting settlement	1,451	23,216
Due to the ACD or associates	687	978
Due to the Depositary or associates	26	72
Other accrued expenses	8	8
Total other creditors	4,824	27,717

11 Related party transactions

Baillie Gifford & Co Limited, as ACD, is regarded as a related party by virtue of the services provided to the Company. Baillie Gifford & Co Limited acts as principal in respect of all transactions of shares in the Company, except where stocks are transferred on the issue or cancellation of shares. The aggregate monies received through issue and paid on cancellation are disclosed in the Statement of Change in Net Assets Attributable to Shareholders. Amounts receivable and payable on the issue and cancellation of shares have been disclosed in notes 8 and 10 respectively.

Amounts paid to Baillie Gifford & Co Limited in respect of ACD fees are disclosed in note 4 with amounts due at the year end given in note 10.

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Shares held by the ACD and associates of the ACD

The shares held by the ACD and associates of the ACD as a percentage of the Fund's NAV were:

	2024	2023
	%	%
ACD and associates of the ACD	0.00	0.00

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.23	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.24
A Accumulation Shares	513,238	26,243	(117,822)	(84,965)	336,694
B Accumulation Shares	55,589,619	1,924,789	(20,781,969)	(75,175)	36,657,264
B Income Shares	24,751,600	696,115	(15,084,637)	(470,944)	9,892,134
C Accumulation Shares	12,912,658	69,483	(1,608,003)	-	11,374,138
C Income Shares	100	100	(100)	-	100
W1 Accumulation Shares	3,338,336	52,313	(939,191)	6,099	2,457,557
W1 Income Shares	22,211,874	334,150	(13,384,609)	(75,882)	9,085,533
W3 Accumulation Shares	3,924,900	74,264	(1,523,256)	120,310	2,596,218
W3 Income Shares	12,107,154	77,994	(7,815,829)	526,371	4,895,690
W6 Accumulation Shares	3,565,708	19,365	(1,416,926)	10,153	2,178,300
W6 Income Shares	15,523,876	1,143,125	(9,863,112)	30,150	6,834,039

13 Basis of valuation

	2024	2023
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	1,538,470	2,591,239
Level 2: Observable market data	-	-
Level 3: Unobservable data	-	-
Total	1,538,470	2,591,239

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

A proportion of the net assets of the Fund are denominated in a currency other than sterling, with the effect that the balance sheet and total return can be significantly affected by currency movement.

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2024			2023		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Japanese yen	13,983	1,538,470	1,552,453	19,817	2,591,239	2,611,056
UK sterling	(12)	-	(12)	(47)	-	(47)

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

The Fund invests in a generally diversified portfolio of assets. Consequently the ACD considers that a single measure of market sensitivity does not accurately reflect the risks faced by the Fund.

Distribution Table

Final distribution for the year ended 30 April 2024

Group 1 : shares purchased prior to 1 May 2023

Group 2 : shares purchased 1 May 2023 to 30 April 2024

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.24)	Distribution (paid/accumulated 30.06.23)
	30.04.24 pence per share	30.04.24 pence per share	30.04.24 pence per share	30.04.23 pence per share
A Accumulation				
Group 1	3.44000	-	3.44000	10.75000
Group 2	3.44000	-	3.44000	10.75000
B Accumulation				
Group 1	19.67000	-	19.67000	28.15000
Group 2	13.72336	5.94664	19.67000	28.15000
B Income				
Group 1	16.48000	-	16.48000	23.94000
Group 2	12.18495	4.29505	16.48000	23.94000
C Accumulation				
Group 1	35.34000	-	35.34000	44.63000
Group 2	25.85938	9.48062	35.34000	44.63000
C Income				
Group 1	25.84000	-	25.84000	33.36000
Group 2	25.84000	-	25.84000	33.36000
W1 Accumulation				
Group 1	23.00000	-	23.00000	31.61000
Group 2	16.45540	6.54460	23.00000	31.61000
W1 Income				
Group 1	19.21000	-	19.21000	26.86000
Group 2	15.50025	3.70975	19.21000	26.86000
W3 Accumulation				
Group 1	22.53000	-	22.53000	31.32000
Group 2	16.93155	5.59845	22.53000	31.32000
W3 Income				
Group 1	18.76000	-	18.76000	26.53000
Group 2	15.83193	2.92807	18.76000	26.53000

Distribution Table cont.

Final distribution for the year ended 30 April 2024

Group 1 : shares purchased prior to 1 May 2023

Group 2 : shares purchased 1 May 2023 to 30 April 2024

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.24)	Distribution (paid/accumulated 30.06.23)
	30.04.24 pence per share	30.04.24 pence per share	30.04.24 pence per share	30.04.23 pence per share
W6 Accumulation				
Group 1	22.50000	-	22.50000	31.31000
Group 2	16.09887	6.40113	22.50000	31.31000
W6 Income				
Group 1	18.81000	-	18.81000	26.61000
Group 2	12.36880	6.44120	18.81000	26.61000

Baillie Gifford™

Baillie Gifford Japanese Smaller Companies Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2024*



Baillie Gifford Japanese Smaller Companies Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the MSCI Japan Small Cap Index, as stated in sterling, by at least 1.5% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% in shares of Japanese companies in any sector. Japanese companies are companies which are listed, incorporated, domiciled or conduct a significant portion of their business in Japan. The Fund will generally invest in smaller companies, being a company that has either a market capitalisation or turnover of less than ¥150 billion at the time of initial purchase. The Fund may also invest in other transferable securities of Japanese companies and money market instruments. The Fund will be actively managed.

Risk and Reward Profile

The Risk and Reward Indicator table demonstrates where the Fund ranks in terms of its potential risk and reward. The higher the rank the greater the potential reward but the greater the risk of losing money. It is based on past data, may change over time and may not be a reliable indication of the future risk profile of the Fund. The shaded area in the table below shows the Fund's ranking on the Risk and Reward Indicator.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

The Fund is actively managed meaning the Investment Manager selects investments of their own choosing with the aim of achieving the Fund's objectives. This is done without seeking to replicate any index in either of

performance or portfolio composition. This investment style, selecting companies with perceived greater long-term growth potential ahead of any short-term returns, in combination with the relative concentration of the Fund, may lead to prolonged periods of underperformance in certain market conditions, both in relation to the Fund's benchmark and in absolute terms.

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

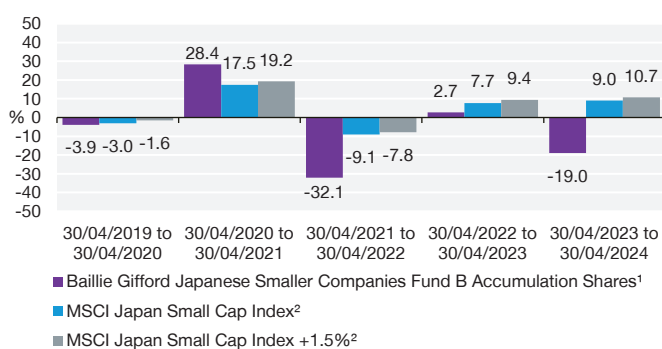
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.60%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Japan Small Cap Index (the 'Index') by at least 1.5% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2024 the return on B Accumulation Shares was -19.0%¹ compared to the Index of 9.0%² and the target return of 10.7%². We believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance, a period in line with the Fund's objective. Over that period, the annualised return on B Accumulation Shares was -7.0%¹ compared to the Index of 4.0%² and the target return of 5.6%². Although periods of underperformance are inevitable given our style of investment, we fully appreciate that returns over the past few years will have disappointed investors in the Fund.

The Fund struggled during 2021 and 2022 as share prices significantly declined, as the post Covid-19 era saw a snap away from the highly rated and rapidly growing businesses that had performed so well in

previous years. Businesses with most of their value rooted in the potential profitability of their operations several years down the line were devalued substantially. In 2023, we saw a recovery in share prices as global enthusiasm returned to Japanese stock markets and absolute Fund performance started to improve, but still lagged the wider market.

Market Environment

Over the last 12 months, there has been much excitement about Japanese equities, but it has not been shared equally across the corporate landscape. Instead, it has been concentrated within cyclical sectors. A post Covid-19 economic recovery, weak yen, corporate reform initiatives, and the prospect of rising interest rates have coalesced to create a strong tailwind for cyclical—typically value-orientated companies, such as autos, banks, and resources. Small caps, and in particular small-cap growth stocks in which this Fund invests, have been largely ignored.

A flood of foreign capital has added to that trend, by flowing into Japan's largest and most liquid cyclical companies, for example, Toyota Motor. This has driven a

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 279. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

performance wedge between small and large businesses, with the latter outperforming by 25% cumulatively over the past 3 years. Within the small-cap space, we have also witnessed a decoupling of performance between value and growth as the prospect of rising rates has caused a de-rating of high-growth businesses. Small-cap value has outperformed small-cap growth by 25% cumulatively over the same period.

This backdrop has significantly hurt the Fund's absolute and relative performance. Relative to peers and the benchmark, the Fund stands out, for being positioned further down the market cap spectrum, with a greater allocation to small and micro stocks. Although this is where we see high inefficiencies and therefore the greatest growth potential long-term for the Fund, it has been particularly punished in recent years.

We believe we are reaching an inflection point in market expectations. Cyclical factors that have dominated market returns, now trade well above their ten-year average valuation multiple, and the supportive macroeconomic factors behind recent earnings growth appear to be dissipating. Contrast that with the companies held by the Fund which have consistently grown far faster than the market, thanks to several enduring structural growth trends, and are no longer priced at a significant premium to the market. The price-to-sales spread (or relative price of this growth) is now lower than it has been for over 10 years. We believe this creates an exciting opportunity for upside from this point on.

Performance

While the broader macroeconomic backdrop has been the main contributing factor to the extent of the Fund's underperformance, there have been individual stocks which have disappointed. This includes GMO Financial Gate and LITALICO.

GMO Financial Gate is a leading offline digital payments provider that operates in the cashless payments market. Its share price has been weak with no material news, yet sales and profits have been growing rapidly over the past few years as it builds an alternate offline

payment network that is low-cost and much faster compared to traditional networks operated by other card companies.

LITALICO, which provides education and welfare for disabled adults and children, also detracted. Management is investing aggressively in rolling out learning centres nationwide, impacting margin expansion in the short term, which was taken by the market as a disappointment. In contrast, we see this as positioning the company for future growth.

On the other hand, there has continued to be positive news from companies including Toyo Tanso and Horiba.

Toyo Tanso, a speciality maker of carbon products, released blockbuster earnings: despite recording a 30% climb in operating profits (OP) for the year, the company guided for double-digit growth in OP thanks to a quadrupling of sales for Silicon Carbide semiconductor applications.

Horiba, a leading measurement and analysis equipment maker, posted equally encouraging results thanks to strong auto and semiconductor-related demand.

Notable Transactions

During the period we acquired eight new companies: SWCC Showa an electric wire and cable manufacturer; Appier Group who provides Artificial Intelligence (AI) software to help understand customer behaviour; CellSource a company that focuses on regenerative medicine; Oisix an online meal kit provider; Anest Iwata a manufacturer of air compressors, Soracom a mobile virtual network operator; Inforich who specialises in mobile device charging solutions; and, Gift Holdings a large ramen restaurant chain.

Investment Report cont.

These were funded from the sales of several companies where we had lost conviction. Examples include Pigeon the baby-care product manufacturer where growth has slowed and we do not think it will recover to previous profitable levels, and Open Door the price comparison site which has struggled post Covid-19 and competition in the market is increasing.

Baillie Gifford & Co, 13 May 2024

Principal Holdings as at 30 April 2024

Investment	Percentage of total Fund
Toyo Tanso	3.55
Lifenet Insurance	3.20
GMO Payment Gateway	2.99
Cosmos Pharmaceutical	2.93
Nifco Inc	2.75
Katitas	2.33
SIIX Corp	2.32
Nakanishi	2.31
Wealthnavi Inc	2.28
OSG Corp	2.13

Material Portfolio Changes for the year ended 30 April 2024

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Appier Group Inc	3,676	MatsukiyoCocokara & Co	9,138
Vector	2,794	Descente Ltd	6,579
Oisix	2,703	Nakanishi	5,454
I-ne	2,566	Outsourcing	5,250
Istyle	2,345	Toyo Tanso	4,464
Wealthnavi Inc	2,266	Snow Peak	4,462
SWCC Showa Holdings Co	2,156	Cosmos Pharmaceutical	4,086
Infomart Corp	2,142	Technopro Holdings	3,879
CellSource Co Ltd	2,063	Yonex	3,684
SpiderPlus & Co	1,486	Asahi Intecc Co Ltd	3,665

Portfolio Statement as at 30 April 2024

Stock description	Holding	Market value £'000	% of total net assets
Communication Services - 8.38% (6.36%)			
Akatsuki	10,400	122	0.06
Avex Inc	463,800	3,058	1.57
Bengo4.Com Inc	202,100	2,991	1.54
GA technologies	522,900	3,556	1.83
Kamakura Shinsho	662,000	1,797	0.92
Soracom Inc	124,700	1,240	0.64
Vector	523,600	3,537	1.82
Consumer Discretionary - 12.97% (18.07%)			
Daikyonishikawa	216,900	799	0.41
Demae-Can	566,700	788	0.40
Descente Ltd	162,900	2,952	1.52
Gift Holdings	24,100	367	0.19
Inforich Inc	51,990	1,029	0.53
Istyle	452,900	1,223	0.63
Jade Group Inc	167,600	1,314	0.68
LITALICO	441,300	4,116	2.12
Nifco Inc	276,300	5,359	2.75
Seria Co Ltd	133,100	1,819	0.93
Shoei Co Ltd	221,800	2,284	1.17
Yonex	497,100	3,181	1.64
Consumer Staples - 6.86% (8.09%)			
Cosmos Pharmaceutical	77,300	5,708	2.93
I-ne	271,382	2,452	1.26
Kitanotatsujin Corp	54,500	50	0.03
MatsukiyoCocokara & Co	263,280	3,002	1.54
Oisix	351,300	2,143	1.10
Financials - 12.25% (10.17%)			
Anicom Holdings Inc	1,283,800	3,877	1.99
eGuarantee Inc	397,100	3,488	1.79
GMO Financial Gate Inc	99,400	3,576	1.84
GMO Payment Gateway	59,900	2,229	1.15

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Lifenet Insurance	875,300	6,219	3.20
Wealthnavi Inc	606,700	4,440	2.28
Health Care - 8.15% (7.66%)			
Asahi Intecc Co Ltd	342,800	4,052	2.08
CellSource Co Ltd	173,951	1,376	0.71
JEOL	122,200	3,909	2.01
M3	3,100	27	0.01
Nakanishi	365,700	4,497	2.31
Peptidream	194,500	1,996	1.03
Industrials - 28.69% (29.48%)			
Anest Iwata	201,000	1,376	0.71
Crowdworks	274,600	1,876	0.96
Harmonic Drive Systems	156,400	3,175	1.63
Infomart Corp	1,676,000	3,164	1.63
Kitz Corp	485,500	3,312	1.70
MonotaRO Co	174,500	1,692	0.87
Nabtesco	59,800	795	0.41
Nihon M&A	6,600	29	0.01
Nikkiso Co Ltd	622,100	3,987	2.05
Nittoku	328,070	3,255	1.67
Noritsu Koki	189,400	2,980	1.53
OSG Corp	399,400	4,137	2.13
Raksul Inc	686,400	3,149	1.62
Shima Seiki Mfg.	183,500	1,312	0.67
Sho-Bond Holdings Ltd	123,600	3,826	1.97
SWCC Showa Holdings Co	162,400	3,441	1.77
Technopro Holdings	221,800	3,039	1.56
Toyo Tanso	173,400	6,899	3.55
Tsugami Corp	483,900	3,362	1.73
WDB Holdings	20,000	230	0.12
Weathernews Inc	33,200	781	0.40

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Information Technology - 16.75% (14.98%)			
Appier Group Inc	387,600	2,608	1.34
Cybozu Inc	274,100	2,241	1.15
ENECHANGE Ltd.	150,000	343	0.18
Horiba	43,100	3,390	1.74
IRISO Electronics Co Ltd	151,900	2,382	1.23
Kohoku Kogyo Co Ltd	255,700	2,664	1.37
Megachips Corp	197,500	3,699	1.90
Nippon Ceramic	114,100	1,567	0.81
Optex Co Ltd	419,600	3,954	2.03
oRo	154,200	2,056	1.06
SIIX Corp	544,200	4,516	2.32
SpiderPlus & Co	695,067	2,222	1.14
Torex Semiconductor	103,700	937	0.48
Materials - 2.78% (3.32%)			
KH Neochem	242,500	2,983	1.54
Kumiai Chemical	592,500	2,418	1.24
Real Estate - 2.33% (1.87%)			
Katitas	466,500	4,531	2.33
Portfolio of investments		192,901	99.16
Net other assets - 0.84% ((0.00%))		1,627	0.84
Net assets		194,528	100.00

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	3,385.36	3,324.50	5,003.61
Return before operating charges*	(587.31)	114.36	(1,609.37)
Operating charges	(48.51)	(53.50)	(69.74)
Return after operating charges*	(635.82)	60.86	(1,679.11)
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	2,749.54	3,385.36	3,324.50
*After direct transaction costs of:	0.62	0.70	1.38
Performance:			
Return after charges	(18.78)%	1.83%	(33.56)%
Other Information:			
Closing net asset value (£'000)	811	1,447	4,832
Closing number of shares	29,507	42,737	145,359
Operating charges	1.56% ¹	1.53%	1.52%
Direct transaction costs ²	0.02%	0.02%	0.03%
Prices:			
Highest share price (pence)	3,459	3,773	5,456
Lowest share price (pence)	2,705	2,990	3,277

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	4,127.37	4,016.90	5,991.57
Return before operating charges*	(720.39)	136.76	(1,940.42)
Operating charges	(24.27)	(26.29)	(34.25)
Return after operating charges*	(744.66)	110.47	(1,974.67)
Distributions	(28.22)	(32.95)	(16.09)
Retained distributions on accumulation shares	28.22	32.95	16.09
Closing net asset value per share	3,382.71	4,127.37	4,016.90
*After direct transaction costs of:	0.76	0.85	1.66
Performance:			
Return after charges	(18.04)%	2.75%	(32.96)%
Other Information:			
Closing net asset value (£'000)	91,328	173,576	303,700
Closing number of shares	2,699,847	4,205,503	7,560,551
Operating charges	0.64%	0.62%	0.62%
Direct transaction costs ²	0.02%	0.02%	0.03%
Prices:			
Highest share price (pence)	4,219	4,571	6,555
Lowest share price (pence)	3,327	3,617	3,959

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	3,713.05	3,642.56	5,455.06
Return before operating charges*	(647.67)	124.21	(1,767.04)
Operating charges	(21.91)	(23.86)	(30.84)
Return after operating charges*	(669.58)	100.35	(1,797.88)
Distributions on income shares	(25.40)	(29.86)	(14.62)
Closing net asset value per share	3,018.07	3,713.05	3,642.56
*After direct transaction costs of:	0.68	0.77	1.49
Performance:			
Return after charges	(18.03)%	2.75%	(32.96)%
Other Information:			
Closing net asset value (£'000)	45,733	102,294	125,620
Closing number of shares	1,515,314	2,755,010	3,448,683
Operating charges	0.64%	0.62%	0.62%
Direct transaction costs ²	0.02%	0.02%	0.03%
Prices:			
Highest share price (pence)	3,796	4,145	5,968
Lowest share price (pence)	2,993	3,280	3,605

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	4,686.15	4,533.53	6,721.81
Return before operating charges*	(820.92)	153.58	(2,187.05)
Operating charges	(1.29)	(0.96)	(1.23)
Return after operating charges*	(822.21)	152.62	(2,188.28)
Distributions	(58.15)	(66.11)	(54.82)
Retained distributions on accumulation shares	58.15	66.11	54.82
Closing net asset value per share	3,863.94	4,686.15	4,533.53
*After direct transaction costs of:	0.86	0.96	1.84
Performance:			
Return after charges	(17.55)%	3.37%	(32.55)%
Other Information:			
Closing net asset value (£'000)	56,653	75,518	86,070
Closing number of shares	1,466,198	1,611,513	1,898,521
Operating charges	0.03%	0.02%	0.02%
Direct transaction costs ²	0.02%	0.02%	0.03%
Prices:			
Highest share price (pence)	4,791	5,168	7,371
Lowest share price (pence)	3,800	4,086	4,468

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	3,738.69	3,668.07	5,505.17
Return before operating charges*	(654.41)	125.21	(1,791.28)
Operating charges	(1.03)	(1.17)	(1.00)
Return after operating charges*	(655.44)	124.04	(1,792.28)
Distributions on income shares	(46.37)	(53.42)	(44.82)
Closing net asset value per share	3,036.88	3,738.69	3,668.07
*After direct transaction costs of:	0.69	0.78	1.51
Performance:			
Return after charges	(17.53)%	3.38%	(32.56)%
Other Information:			
Closing net asset value (£'000)	3	4	4
Closing number of shares	100	100	100
Operating charges	0.03%	0.03%	0.02%
Direct transaction costs ²	0.02%	0.02%	0.03%
Prices:			
Highest share price (pence)	3,823	4,182	6,037
Lowest share price (pence)	3,032	3,306	3,660

¹As at 30 April 2024 the ACD considered 1.53% to be a more indicative rate for the ongoing charges figure for Class A Shares.

²The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

A dilution adjustment is made whenever dealings in the shares of the Fund result in shares being issued or cancelled by the Company. The adjustment will take account of any spread between the buying and selling prices of the Fund's investments and the costs (which may include dealing charges and taxes) of acquiring or disposing of such investments. Please note that the direct transaction cost disclosures above do not include the dilution adjustment charges. For further details on dilution adjustment charges please see the General Information section.

For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

Financial Statements

Statement of Total Return for the year ended 30 April 2024

	Notes	2024		2023	
		£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		(55,423)		16,301
Revenue	3	4,045		7,160	
Expenses	4	(1,295)		(2,439)	
Net revenue before taxation		2,750		4,721	
Taxation	5	(404)		(716)	
Net revenue after taxation			2,346		4,005
Total return before distributions			(53,077)		20,306
Distributions	6		(2,347)		(4,007)
Change in net assets attributable to shareholders from investment activities			(55,424)		16,299

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2024

	2024		2023	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		352,839		520,226
Amounts receivable on issue of shares	10,835		23,066	
Amounts payable on cancellation of shares	(115,473)		(209,576)	
		(104,638)		(186,510)
Dilution adjustment		137		373
Change in net assets attributable to shareholders from investment activities		(55,424)		16,299
Retained distributions on accumulation shares		1,614		2,451
Closing net assets attributable to shareholders		194,528		352,839

Financial Statements cont.

Balance Sheet as at 30 April 2024

	Notes	2024 £'000	2023 £'000
Assets:			
Fixed assets:			
Investments	13	192,901	352,854
Current assets:			
Debtors	8	1,271	3,727
Cash and bank balances	9	3,350	4,262
Total assets		197,522	360,843
Liabilities:			
Creditors:			
Bank overdrafts	9	(1,317)	(2,171)
Distributions payable		(385)	(823)
Other creditors	10	(1,292)	(5,010)
Total liabilities		(2,994)	(8,004)
Net assets attributable to shareholders		194,528	352,839

Notes to the Financial Statements

1 Net capital gains/(losses)

	2024	2023
	£'000	£'000
Non-derivative securities	(55,025)	16,676
Currency gains/(losses)	(377)	(359)
Transaction costs	(21)	(16)
Net capital gains/(losses)	(55,423)	16,301

2 Purchases, sales and transaction costs

	2024	2023
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	48,505	100,996
Commissions	20	39
Taxes	-	-
Total transaction costs on equity purchases ¹	20	39
Purchases including transaction costs	48,525	101,035

¹These amounts have been deducted in determining net capital gains/(losses).

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.04	0.04
Taxes on equity purchases	0.00	0.00

	2024	2023
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	153,491	273,328
Commissions	(39)	(72)
Taxes	-	-
Total transaction costs on equity sales ¹	(39)	(72)
Sales net of transaction costs	153,452	273,256

¹These amounts have been deducted in determining net capital gains/(losses).

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.03)	(0.03)
Taxes on equity sales	0.00	0.00

	2024		2023	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	59	0.02	111	0.02
Taxes	-	0.00	-	0.00
Total direct transaction costs	59	0.02	111	0.02

	2024	2023
	%	%
Average portfolio dealing spread	0.15	0.14

The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

Dilution adjustment charges, which do not form part of the direct transaction costs disclosures above, may be incurred as a result of trading in underlying Funds. For further details on dilution adjustment charges please see the General Information section.

Dealing spread is the difference in the buying and selling prices of the underlying investments. Dealing spreads vary considerably depending on the transaction value and market sentiment. The Fund may have holdings in single priced funds. The notional spread on these holdings is not included in the average dealing spread calculated for this Fund.

3 Revenue

	2024	2023
	£'000	£'000
Overseas dividends	4,045	7,158
Other income	-	2
Total revenue	4,045	7,160

Notes to the Financial Statements cont.

4 Expenses

	2024	2023
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	1,246	2,355
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	18	32
Bank charges	19	37
Bank overdraft interest	2	9
	39	78
Other expenses:		
Audit fee	7	6
Professional fees	3	-
	10	6
Total expenses	1,295	2,439

5 Taxation

	2024	2023
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	404	716
Total taxation	404	716

The Fund is subject to corporation tax at 20% (2023: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2024, the Fund had excess management expenses of £31,498,000 (2023: £30,202,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2024	2023
	£'000	£'000
Net revenue before taxation	2,750	4,721
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2023: 20%)	550	944
Effects of:		
Non-taxable overseas dividends	(809)	(1,431)
Overseas tax on dividends	404	716
Excess management expenses	259	487
Total taxation	404	716

6 Distributions

	2024	2023
	£'000	£'000
Final to 30 April	2,000	3,273
Amounts deducted on cancellation of shares	408	809
Amounts added on issue of shares	(61)	(75)
Total distributions	2,347	4,007

The distributions take account of revenue transactions on the issue and cancellation of shares. Details of the distributions per share are set out in the Distribution Table.

7 Reconciliation of net revenue to net distributions for the year

	2024	2023
	£'000	£'000
Net revenue after taxation for the year	2,346	4,005
Add capital transfers for deficits of income	1	2
Add distributable revenue brought forward	-	-
Less distributable revenue carried forward	-	-
Net distributions for the year	2,347	4,007

8 Debtors

	2024	2023
	£'000	£'000
Sales awaiting settlement	492	2,441
Accrued income	777	1,284
VAT recoverable	1	1
Other debtors	1	1
Total debtors	1,271	3,727

Notes to the Financial Statements cont.

9 Cash and bank balances

	2024	2023
	£'000	£'000
Sterling bank accounts	1,311	2,138
Foreign currency bank accounts	2,039	2,124
	3,350	4,262
Sterling bank accounts overdrawn	(1,317)	(2,171)
Total cash and bank balances	2,033	2,091

10 Other creditors

	2024	2023
	£'000	£'000
Payable for cancellation of shares	563	2,584
Purchases awaiting settlement	634	2,271
Due to the ACD or associates	81	135
Due to the Depositary or associates	6	12
Other accrued expenses	8	8
Total other creditors	1,292	5,010

11 Related party transactions

Baillie Gifford & Co Limited, as ACD, is regarded as a related party by virtue of the services provided to the Company. Baillie Gifford & Co Limited acts as principal in respect of all transactions of shares in the Company, except where stocks are transferred on the issue or cancellation of shares. The aggregate monies received through issue and paid on cancellation are disclosed in the Statement of Change in Net Assets Attributable to Shareholders. Amounts receivable and payable on the issue and cancellation of shares have been disclosed in notes 8 and 10 respectively.

Amounts paid to Baillie Gifford & Co Limited in respect of ACD fees are disclosed in note 4 with amounts due at the year end given in note 10.

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Shares held by the ACD and associates of the ACD

The shares held by the ACD and associates of the ACD as a percentage of the Fund's NAV were:

	2024	2023
	%	%
ACD and associates of the ACD	21.64	15.65

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.23	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.24
A Accumulation Shares	42,737	9,635	(6,434)	(16,431)	29,507
B Accumulation Shares	4,205,503	191,145	(1,692,005)	(4,796)	2,699,847
B Income Shares	2,755,010	6,405	(1,266,382)	20,281	1,515,314
C Accumulation Shares	1,611,513	73,544	(218,859)	-	1,466,198
C Income Shares	100	100	(100)	-	100

13 Basis of valuation

	2024	2023
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	192,901	352,854
Level 2: Observable market data	-	-
Level 3: Unobservable data	-	-
Total	192,901	352,854

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

A proportion of the net assets of the Fund are denominated in a currency other than sterling, with the effect that the balance sheet and total return can be significantly affected by currency movement.

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2024			2023		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Japanese yen	2,039	192,901	194,941	2,124	352,854	354,978
UK sterling	(6)	-	(6)	(33)	-	(33)

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

The Fund invests in a generally diversified portfolio of assets. Consequently the ACD considers that a single measure of market sensitivity does not accurately reflect the risks faced by the Fund.

Distribution Table

Final distribution for the year ended 30 April 2024

Group 1 : shares purchased prior to 1 May 2023

Group 2 : shares purchased 1 May 2023 to 30 April 2024

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.24)	Distribution (paid/accumulated 30.06.23)
	30.04.24 pence per share	30.04.24 pence per share	30.04.24 pence per share	30.04.23 pence per share
A Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
B Accumulation				
Group 1	28.22000	-	28.22000	32.95000
Group 2	12.93049	15.28951	28.22000	32.95000
B Income				
Group 1	25.40000	-	25.40000	29.86000
Group 2	16.35312	9.04688	25.40000	29.86000
C Accumulation				
Group 1	58.15000	-	58.15000	66.11000
Group 2	31.98841	26.16159	58.15000	66.11000
C Income				
Group 1	46.37000	-	46.37000	53.42000
Group 2	46.37000	-	46.37000	53.42000

Baillie Gifford™

Baillie Gifford Pacific Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2024*



Baillie Gifford Pacific Fund

Investment Objective

The Fund aims to outperform (after deduction of costs) the MSCI AC Asia ex Japan Index, as stated in sterling, by at least 2% per annum over rolling five-year periods.

Investment Policy

The Fund will invest at least 90% directly or indirectly in shares of companies of any size and in any sector in Asia (excluding Japan) and Australasia. The Fund will invest in companies which are listed, incorporated, domiciled or conducting a significant portion of their business in Asia (excluding Japan) and Australasia. The indirect investment will be through collective investment schemes. The Fund may also invest in other transferable securities of companies in Asia (excluding Japan) and Australasia as well as money market instruments. The Fund will be actively managed.

Risk and Reward Profile

The Risk and Reward Indicator table demonstrates where the Fund ranks in terms of its potential risk and reward. The higher the rank the greater the potential reward but the greater the risk of losing money. It is based on past data, may change over time and may not be a reliable indication of the future risk profile of the Fund. The shaded area in the table below shows the Fund's ranking on the Risk and Reward Indicator.



Market conditions can change rapidly and a fund in any rank can lose you your investment. The Fund is classified as above as it invests in company shares.

The indicator does not take into account the following relevant material risks:

The Fund is actively managed meaning the Investment Manager selects investments of their own choosing with the aim of achieving the Fund's objectives. This is done without seeking to replicate any index in either of performance or portfolio composition. This investment style, selecting companies with perceived greater long-term growth potential ahead of any short-term returns, in combination with the relative concentration of the Fund, may lead to prolonged periods of underperformance in certain market conditions, both in relation to the Fund's benchmark and in absolute terms.

Over shorter time periods the Fund's share price can be volatile and returns can be much higher or lower than our five-year average target. There is no guarantee this objective will be achieved over any time period.

Investing in China may harm your investment due to difficulties with market volatility, political and economic instability including the risk of market shutdown, trading, liquidity, settlement, corporate governance, regulation, legislation and taxation.

In adverse market conditions it may be difficult to sell investments held by the Fund in a timely manner and their value may fall significantly. This could affect how much money you receive and even delay the selling of your shares if dealing in the Fund is suspended.

Custody of assets involves a risk of loss if a custodian becomes insolvent or breaches duties of care.

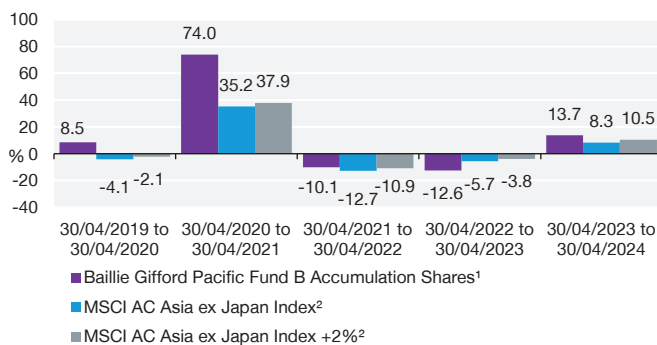
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

Where possible, charges are taken from income. If insufficient, the rest will be taken from capital, reducing the capital value of the Fund.

For a more detailed explanation of the risks, please see the "Risk Warnings" section of the prospectus.

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.65%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI AC Asia ex Japan Index (the 'Index') by at least 2% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2024, the return on B Accumulation Shares was 13.7%¹ compared to the Index of 8.3%² and the target return of 10.5%². We believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance, a period in line with the Fund's objective. Over that period, the annualised return on B Accumulation Shares was 11.0%¹ compared to the Index of 3.0%² and the target return of 5.0%².

Market Environment

Investors could be forgiven for losing patience with an asset class that has produced plenty of volatility but little in the way of excess returns over the last decade. Globally, markets continue to contend with Russia's

invasion of Ukraine and its ramifications, and the pace and magnitude of the Federal Reserve's interest rate rises (and the risk of a US recession).

The relatively modest financial stimulus and the monetary measures observed across emerging Asia in response to the pandemic stands in stark contrast to the many trillions of US dollars desperately deployed by western economies. For much of the developed world, we worry that such profligacy will be a financial burden for years to come, leading to slower growth and unforeseen issues. In contrast, therefore, we view emerging Asia as an attractive alternative for capital flows. At the start of 2023, we've seen the impact of interest rate rises devastating some western banks. As confidence in their health has waned, there's been a run on their deposits and rapid Government intervention as a result.

Compare this with much of Asia and the picture looks rather different. The problems we've seen in developed market financials have stemmed from a rapid move away from ZIRP (zero interest rate policy) to higher interest rates and the resultant impact of increasingly mismatched positions within some banks. In emerging Asia, most

¹Source: FE, 10am dealing prices, income accumulated.²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 279. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

banks have been operating against a different backdrop for some time, where rates have been both structurally higher and more volatile.

Performance

We do not draw conclusions from shorter-term performance and continue to focus on longer-term performance numbers.

Among the top contributors over the 12-month period were CNOOC and Tata Motors. As China's largest offshore oil and gas producer, CNOOC is systematically important to the country's energy security and has continuously expanded production. Its capex budget doubled over the five years from 2018 to 2023, and 2023 was the fifth straight year that it has achieved a record high production. Despite the solid delivered growth, the stock traded at a low price-to-earnings multiple with a high dividend yield.

Tata Motors, an Indian car maker, has experienced a significant turnaround in the past few years, particularly with its Jaguar Land Rover (JLR) segment. The company's decision to focus on electric vehicles for Jaguar brand and high-end models for Land Rover has been pivotal here. As the market has recognised its successful turnaround, future upside will be contingent on the potential growth in the electric vehicle space. The Fund has reduced positioning in Tata Motors.

Among the top performance detractors over the period were the Fund's modest underweight (i.e. the portfolio's weight in the holding is less than that of the Index) in TSMC (Taiwan semiconductor manufacturer) and the holding in Merdeka Copper Gold (Indonesian mining). While admiring TSMC's business quality and its continuous growth, we are aware that it already takes a large weight in the Index, which means the room to express a meaningful overweight for the Fund is limited under the Fund's diversification rules. However, the Fund's focus on the semiconductor supply chain is represented by a number of other holdings in Taiwan and Korea, for instance SK Hynix (memory chips) and Accton (data centre switches).

Merdeka reported a net loss for fiscal year 2023 due to the drag from its nickel arm with a lower pricing environment and weak operational performance from its Wetar Copper project. The Fund bought Merdeka a few years ago in anticipation of rapid production growth. This had worked well since purchase. However, at purchase, we acknowledged that while Merdeka has successfully acquired good assets, it still needed to prove it can operate them well. The hiccups at the Wetar projects show the challenges. The Fund has taken profit and exited the position.

Notable Transactions

We have made a few changes to the Fund during the period, mostly driven by idiosyncratic stock stories while taking the recent changes in market valuation into consideration.

We have become more cautious on the outlook of a few holdings that are related with the renewable sector. The Fund has reduced exposure to direct nickel holdings, exited from positions in Samsung SDI (battery maker), LONGi (solar module maker), as well as a few small holdings in auto parts producers in China.

The Fund took profit from exiting a few names that have performed well: Star Health (India insurance), Tata Steel (India industrial), and Merdeka (Indonesia mining).

The Fund added exposures to the semiconductor sector via a new holding in SK Hynix (Korean memory chips maker), as well as topping up existing holdings in Samsung Electronics and TSMC.

We retain a balance of growth drivers, both structural and cyclical, and the resultant portfolio is one that displays strong growth characteristics.

Baillie Gifford & Co, 3 May 2024

Principal Holdings as at 30 April 2024

Investment	Percentage of total Fund
Samsung Electronics	8.59
TSMC	8.44
CNOOC	5.30
Tencent	5.16
Reliance Industries Ltd	4.07
ICIC	2.68
Zijin Mining Group Co Ltd 'H'	2.62
SK Hynix Inc	2.57
Jio Financial Services Ltd	2.53
MMG Ltd	2.37

Material Portfolio Changes for the year ended 30 April 2024

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Samsung Electronics	159,855	Alibaba Group Holding	52,417
Tencent	119,523	Samsung SDI Co Ltd	48,095
TSMC	100,032	Tata Motors Ltd	45,874
SK Hynix Inc	71,297	Merdeka Copper Gold	41,204
PDD Holdings Inc	66,338	Samsung E&A	29,471
Jio Financial Services Ltd	52,561	Vedanta Ltd	29,411
CNOOC	50,265	PT Astra International	28,328
Luckin Coffee Inc ADR	46,927	Hyundai Mipo Dockyard	26,505
Samsung Electronics Pref	45,974	Tata Steel Ltd	24,252
Baidu.com Group Holding	31,848	Phoenix Mills	23,745

Portfolio Statement as at 30 April 2024

Stock description	Holding	Market value £'000	% of total net assets
China - 33.86% (36.69%)			
Baidu.com Group Holding	3,843,800	41,094	1.28
Brilliance China Automotive	12,604,000	8,417	0.26
China Oilfield Services Ltd 'H'	32,994,000	28,367	0.88
CNOOC	82,552,000	170,696	5.30
Guangzhou Kingmed 'A'	1,852,618	7,834	0.24
JD.com	4,106,089	48,133	1.50
KE Holdings (HK Line)	3,308,096	13,799	0.43
KE Holdings ADR	314,510	3,800	0.12
Kingdee Int'l Software Group	15,054,000	12,851	0.40
Kuaishou Technology	7,400,800	42,281	1.32
Li Ning	4,863,500	10,354	0.32
Luckin Coffee Inc ADR	2,533,640	42,452	1.32
Lufax Holding Ltd	5,867,841	20,526	0.64
Meituan	5,131,010	57,370	1.78
Midea Group 'A'	6,002,180	46,184	1.44
MMG Ltd	209,476,000	76,361	2.37
PDD Holdings Inc	657,045	65,628	2.04
Ping An Insurance	16,861,000	61,895	1.92
Silergy	3,957,000	42,217	1.31
Tencent	4,686,400	166,146	5.16
Zhejiang Supor	6,006,370	39,016	1.21
Zijin Mining Group Co Ltd 'H'	47,794,000	84,429	2.62
Hong Kong - 0.81% (1.07%)			
Techtronic Industries	2,320,000	25,893	0.81
India - 21.40% (18.63%)			
Delhivery Ltd	9,489,345	40,782	1.27
DLF Ltd	8,692,365	74,202	2.30
HDFC Bank	3,999,854	58,198	1.81
ICICI Bank ADR	2,405,887	52,877	1.64
ICICI Prudential Life Insurance	6,089,180	33,391	1.04
Indiabulls Real Estate	32,033,102	40,657	1.26
Jio Financial Services Ltd	22,562,661	81,418	2.53

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
PB Fintech	3,560,841	43,112	1.34
Phoenix Mills	2,336,036	70,470	2.19
Reliance Industries Ltd	4,664,463	130,994	4.07
Tata Motors Ltd	6,517,649	62,878	1.95
Indonesia - 3.29% (10.12%)			
Bank Mandiri	153,979,900	52,751	1.64
Bank Rakyat Indonesia	218,249,806	53,169	1.65
Kazakhstan - 2.01% (1.04%)			
Kaspi.kz ADR	687,982	64,609	2.01
Singapore - 1.82% (2.76%)			
Jadestone Energy P 50p	20,636,572	5,778	0.18
Sea Ltd ADR	1,048,731	52,916	1.64
South Korea - 16.78% (11.54%)			
Coupang	1,700,977	30,565	0.95
Eo Technics Co Ltd	535,091	74,207	2.31
Koh Young Technology	3,492,643	32,997	1.02
Samsung E&A	1,129,108	17,257	0.54
Samsung Electronics	3,627,299	162,439	5.05
Samsung Electronics Pref	3,027,442	114,058	3.54
SK Hynix Inc	822,489	82,791	2.57
SK Square	581,901	25,722	0.80
Taiwan - 12.74% (9.12%)			
Accton Technology	5,039,000	56,974	1.77
AirTac International Group	725,167	20,631	0.64
Bizlink	574,043	3,245	0.10
Eden Biologics Inc ¹	1,327,302	17	0.00
Mediatek	2,371,000	57,687	1.79
TSMC	14,014,091	271,534	8.44

Portfolio Statement as at 30 April 2024 cont.

Stock description	Holding	Market value £'000	% of total net assets
Vietnam - 7.08% (7.00%)			
HDBank	65,856,168	48,870	1.52
Hoa Phat Group	30,442,801	27,195	0.84
JSC Bank for Foreign Trade of Vietnam	4,550,766	13,078	0.41
Military Commercial Joint Bank	47,963,557	33,627	1.04
Mobile World Investment	20,516,000	35,426	1.10
Vietnam Enterprise	7,894,558	45,946	1.43
Viglacera Corp	7,399,894	11,845	0.37
Vinh Hoan	5,122,160	11,944	0.37
Portfolio of investments		3,212,000	99.79
Net other assets - 0.21% (2.03%)		6,907	0.21
Net assets		3,218,907	100.00

¹Eden Biologics Inc (formerly JHL Biotech Inc) delisted from the Taipei (Taiwanese) stock exchange on 21 February 2018. The Board of Directors were of the view that the voluntary delisting was in the best interest of the company and its shareholders; the intention was to relist on an overseas exchange at a later date. Subsequent to delisting, the company has since carved out its operations forming two separate companies, Eden Biologics Inc and Chime Biologics Ltd. Eden Biologics Inc has been valued at the Investment Adviser's valuation using the price of recent investment adjusted to reflect trading conditions and company specific news, inclusive of the carve-out. The company continues to grow its product pipeline and progress clinical trials to facilitate the relisting process. Chime Biologics Ltd was sold by Baillie Gifford Pacific Fund during the financial year ended 30 April 2021.

All investments are listed on recognised stock exchanges and are approved securities or regulated collective investment schemes within the meaning of the FCA rules unless otherwise stated.

Figures in brackets refer to 30 April 2023.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	912.75	1,058.06	1,190.62
Return before operating charges*	137.77	(129.80)	(114.44)
Operating charges	(14.54)	(15.51)	(18.12)
Return after operating charges*	123.23	(145.31)	(132.56)
Distributions	(9.30)	(6.15)	0.00
Retained distributions on accumulation shares	9.30	6.15	0.00
Closing net asset value per share	1,035.98	912.75	1,058.06
*After direct transaction costs of:	1.01	0.87	0.93
Performance:			
Return after charges	13.50%	(13.73)%	(11.13)%
Other Information:			
Closing net asset value (£'000)	4,125	7,898	23,518
Closing number of shares	398,176	865,279	2,222,790
Operating charges	1.58% ¹	1.61% ^{1,2,3}	1.56% ¹
Direct transaction costs ⁴	0.11%	0.09%	0.08%
Prices:			
Highest share price (pence)	1,053	1,052	1,282
Lowest share price (pence)	862.5	837.6	941.1

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,082.06	1,243.72	1,387.72
Return before operating charges*	164.45	(153.13)	(134.39)
Operating charges	(7.82)	(8.53)	(9.61)
Return after operating charges*	156.63	(161.66)	(144.00)
Distributions	(20.47)	(16.90)	(4.62)
Retained distributions on accumulation shares	20.47	16.90	4.62
Closing net asset value per share	1,238.69	1,082.06	1,243.72
*After direct transaction costs of:	1.21	1.02	1.08
Performance:			
Return after charges	14.48%	(13.00)%	(10.38)%
Other Information:			
Closing net asset value (£'000)	3,027,157	2,178,882	3,122,262
Closing number of shares	244,383,252	201,363,380	251,042,538
Operating charges	0.71%	0.75% ³	0.71%
Direct transaction costs ⁴	0.11%	0.09%	0.08%
Prices:			
Highest share price (pence)	1,258	1,237	1,502
Lowest share price (pence)	1,027	988.7	1,105

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	839.72	980.46	1,098.06
Return before operating charges*	127.74	(120.72)	(106.32)
Operating charges	(6.06)	(6.71)	(7.62)
Return after operating charges*	121.68	(127.43)	(113.94)
Distributions on income shares	(15.89)	(13.31)	(3.66)
Closing net asset value per share	945.51	839.72	980.46
*After direct transaction costs of:	0.94	0.81	0.86
Performance:			
Return after charges	14.49%	(13.00)%	(10.38)%
Other Information:			
Closing net asset value (£'000)	187,613	188,779	224,416
Closing number of shares	19,842,520	22,481,165	22,888,940
Operating charges	0.71%	0.75% ³	0.71%
Direct transaction costs ⁴	0.11%	0.09%	0.08%
Prices:			
Highest share price (pence)	976.4	974.8	1,188
Lowest share price (pence)	797.1	779.5	874.5

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,240.51	1,416.65	1,570.49
Return before operating charges*	189.60	(174.84)	(152.76)
Operating charges	(0.76)	(1.30)	(1.08)
Return after operating charges*	188.84	(176.14)	(153.84)
Distributions	(31.78)	(27.68)	(15.19)
Retained distributions on accumulation shares	31.78	27.68	15.19
Closing net asset value per share	1,429.35	1,240.51	1,416.65
*After direct transaction costs of:	1.39	1.17	1.23
Performance:			
Return after charges	15.22%	(12.43)%	(9.80)%
Other Information:			
Closing net asset value (£'000)	1	1	1
Closing number of shares	100	100	100
Operating charges	0.06%	0.10% ³	0.07%
Direct transaction costs ⁴	0.11%	0.09%	0.08%
Prices:			
Highest share price (pence)	1,451	1,409	1,705
Lowest share price (pence)	1,181	1,130	1,258

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2024 (pence per share)	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)
Change in net assets per share:			
Opening net asset value per share	845.11	987.10	1,106.15
Return before operating charges*	129.30	(121.78)	(107.57)
Operating charges	(0.43)	(0.90)	(0.76)
Return after operating charges*	128.87	(122.68)	(108.33)
Distributions on income shares	(21.68)	(19.31)	(10.72)
Closing net asset value per share	952.30	845.11	987.10
*After direct transaction costs of:	0.95	0.81	0.87
Performance:			
Return after charges	15.25%	(12.43)%	(9.79)%
Other Information:			
Closing net asset value (£'000)	10	9	10
Closing number of shares	1,000	1,000	1,000
Operating charges	0.05%	0.10% ³	0.07%
Direct transaction costs ⁴	0.11%	0.09%	0.08%
Prices:			
Highest share price (pence)	988.8	981.5	1,201
Lowest share price (pence)	804.9	787.3	885.9

¹As at 30 April 2024 the ACD considered 1.56% to be a more indicative rate for the ongoing charges figure for Class A Shares.

²As at 30 April 2023 the ACD considered 1.56% to be a more indicative rate for the ongoing charges figure for Class A Shares.

³Changes to methodology in the Investment Association's Guidance on Disclosure of Fund Charges and Costs (July 2020, updated January 2022) were effective from 30 June 2022 and resulted in increased ongoing charges figures for the Fund. Ongoing charges disclosures now include indirect fees associated with holding closed-ended investment funds. This does not necessarily mean that fund expenses have increased, rather that a new way of showing them has been introduced. As at April 30, 2024, the operating charges includes 0.04% of indirect costs associated with holding closed-ended investment funds.

⁴The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

A dilution adjustment is made whenever dealings in the shares of the Fund result in shares being issued or cancelled by the Company. The adjustment will take account of any spread between the buying and selling prices of the Fund's investments and the costs (which may include dealing charges and taxes) of acquiring or disposing of such investments. Please note that the direct transaction cost disclosures above do not include the dilution adjustment charges. For further details on dilution adjustment charges please see the General Information section. For further details on the costs associated with investing in the Fund please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford's Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

Financial Statements

Statement of Total Return for the year ended 30 April 2024

	Notes	2024		2023	
		£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		329,964		(451,840)
Revenue	3	70,776		69,478	
Expenses	4	(18,100)		(19,314)	
Net revenue before taxation		52,676		50,164	
Taxation	5	(4,733)		(7,776)	
Net revenue after taxation			47,943		42,388
Total return before distributions			377,907		(409,452)
Distributions	6		(47,948)		(42,399)
Change in net assets attributable to shareholders from investment activities			329,959		(451,851)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2024

	2024		2023	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		2,375,569		3,370,207
Amounts receivable on issue of shares	813,199		226,870	
Amounts payable on cancellation of shares	(352,181)		(806,461)	
		461,018		(579,591)
Dilution adjustment		2,299		2,720
Change in net assets attributable to shareholders from investment activities		329,959		(451,851)
Retained distributions on accumulation shares		50,062		34,084
Closing net assets attributable to shareholders		3,218,907		2,375,569

Financial Statements cont.

Balance Sheet as at 30 April 2024

	Notes	2024 £'000	2023 £'000
Assets:			
Fixed assets:			
Investments	13	3,212,000	2,327,431
Current assets:			
Debtors	8	68,803	5,422
Cash and bank balances	9	186,628	87,497
Total assets		3,467,431	2,420,350
Liabilities:			
Creditors:			
Bank overdrafts	9	(43,903)	(36,338)
Distributions payable		(3,153)	(2,992)
Other creditors	10	(201,468)	(5,451)
Total liabilities		(248,524)	(44,781)
Net assets attributable to shareholders		3,218,907	2,375,569

Notes to the Financial Statements

1 Net capital gains/(losses)

	2024	2023
	£'000	£'000
Non-derivative securities	330,989	(455,006)
Currency gains/(losses)	(982)	3,202
Transaction costs	(43)	(36)
Net capital gains/(losses)	329,964	(451,840)

2 Purchases, sales and transaction costs

	2024	2023
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	1,248,835	462,972
Commissions	699	291
Taxes	571	433
Total transaction costs on equity purchases ¹	1,270	724
Purchases including transaction costs	1,250,105	463,696

¹These amounts have been deducted in determining net capital gains/(losses).

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.06	0.06
Taxes on equity purchases	0.05	0.09

	2024	2023
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	716,821	990,024
Commissions	(577)	(521)
Taxes	(917)	(1,267)
Total transaction costs on equity sales ¹	(1,494)	(1,788)
Sales net of transaction costs	715,327	988,236

¹These amounts have been deducted in determining net capital gains/(losses).

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2024	2023
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.08)	(0.05)
Taxes on equity sales	(0.13)	(0.13)

	2024		2023	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	1,276	0.05	812	0.03
Taxes	1,488	0.06	1,700	0.06
Total direct transaction costs	2,764	0.11	2,512	0.09

	2024	2023
	%	%
Average portfolio dealing spread	0.15	0.20

The Fund incurs broker commission and transfer taxes/stamp duty as a necessary part of buying and selling the Fund's underlying investments in order to achieve the investment objective. In the case of shares; broker commissions, transfer taxes and stamp duty may be paid by the Fund on transactions.

Dilution adjustment charges, which do not form part of the direct transaction costs disclosures above, may be incurred as a result of trading in underlying Funds. For further details on dilution adjustment charges please see the General Information section.

Dealing spread is the difference in the buying and selling prices of the underlying investments. Dealing spreads vary considerably depending on the transaction value and market sentiment. The Fund may have holdings in single priced funds. The notional spread on these holdings is not included in the average dealing spread calculated for this Fund.

3 Revenue

	2024	2023
	£'000	£'000
UK dividends	-	295
Overseas dividends	70,032	68,625
Bank interest	662	549
Other income	82	9
Total revenue	70,776	69,478

Notes to the Financial Statements cont.

4 Expenses

	2024	2023
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	16,928	17,764
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	171	181
Bank charges	929	1,310
Bank overdraft interest	13	-
	1,113	1,491
Other expenses:		
Audit fee	7	9
Non-audit fees paid to auditors	34	28
Professional fees	18	22
	59	59
Total expenses	18,100	19,314

5 Taxation

	2024	2023
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	6,156	7,776
Tax recoverable on overseas dividends	(1,423)	-
Total taxation	4,733	7,776

The Fund is subject to corporation tax at 20% (2023: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2024, the Fund had excess management expenses of £87,187,000 (2023: £69,795,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2024	2023
	£'000	£'000
Net revenue before taxation	52,676	50,164
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2023: 20%)	10,535	10,033
Effects of:		
Non-taxable UK dividends	-	(59)
Non-taxable overseas dividends	(14,006)	(13,645)
Other income not subject to tax	-	(2)
Overseas tax on dividends	6,156	7,776
Excess management expenses	3,478	3,673
Tax recoverable on overseas dividends	(1,423)	-
Expense relief claimed on overseas tax	(7)	-
Total taxation	4,733	7,776

6 Distributions

	2024	2023
	£'000	£'000
Final to 30 April	53,215	37,075
Amounts deducted on cancellation of shares	4,222	8,208
Amounts added on issue of shares	(9,489)	(2,884)
Total distributions	47,948	42,399

The distributions take account of revenue transactions on the issue and cancellation of shares. Details of the distributions per share are set out in the Distribution Table.

7 Reconciliation of net revenue to net distributions for the year

	2024	2023
	£'000	£'000
Net revenue after taxation for the year	47,943	42,388
Add distributable revenue brought forward	10	21
Less distributable revenue carried forward	(5)	(10)
Net distributions for the year	47,948	42,399

Notes to the Financial Statements cont.

8 Debtors

	2024	2023
	£'000	£'000
Receivable for issue of shares	2,424	1,599
Sales awaiting settlement	63,085	-
Accrued income	1,276	3,563
VAT recoverable	9	10
Return on capital debtor	1,931	-
Other debtors	78	250
Total debtors	68,803	5,422

9 Cash and bank balances

	2024	2023
	£'000	£'000
Sterling bank accounts	53,816	34,717
Foreign currency bank accounts	132,812	52,780
	186,628	87,497
Sterling bank accounts overdrawn	(43,903)	(34,687)
Foreign currency bank accounts overdrawn	-	(1,651)
	(43,903)	(36,338)
Total cash and bank balances	142,725	51,159

10 Other creditors

	2024	2023
	£'000	£'000
Payable for cancellation of shares	1,123	370
Purchases awaiting settlement	178,602	-
Due to the ACD or associates	1,832	1,218
Due to the Depositary or associates	111	233
Capital gains tax provision	19,779	3,621
Other accrued expenses	21	9
Total other creditors	201,468	5,451

11 Related party transactions

Baillie Gifford & Co Limited, as ACD, is regarded as a related party by virtue of the services provided to the Company. Baillie Gifford & Co Limited acts as principal in respect of all transactions of shares in the Company, except where stocks are transferred on the issue or cancellation of shares. The aggregate monies received through issue and paid on cancellation are disclosed in the Statement of Change in Net Assets Attributable to Shareholders. Amounts receivable and payable on the issue and cancellation of shares have been disclosed in notes 8 and 10 respectively.

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Amounts paid to Baillie Gifford & Co Limited in respect of ACD fees are disclosed in note 4 with amounts due at the year end given in note 10.

Shares held by the ACD and associates of the ACD

The shares held by the ACD and associates of the ACD as a percentage of the Fund's NAV were:

	2024	2023
	%	%
ACD and associates of the ACD	0.00	0.00

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.23	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.24
A Accumulation Shares	865,279	250,320	(443,183)	(274,240)	398,176
B Accumulation Shares	201,363,380	70,079,347	(27,254,739)	195,264	244,383,252
B Income Shares	22,481,165	3,744,059	(6,428,641)	45,937	19,842,520
C Accumulation Shares	100	100	(100)	-	100
C Income Shares	1,000	1,000	(1,000)	-	1,000

13 Basis of valuation

	2024	2023
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	3,211,983	2,327,361
Level 2: Observable market data	-	-
Level 3: Unobservable data ¹	17	70
Total	3,212,000	2,327,431

¹For further information on the assets included in Level 3, as at 30 April 2024, please refer to the Portfolio Statement.

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

A proportion of the net assets of the Fund are denominated in currencies other than sterling, with the effect that the balance sheet and total return can be significantly affected by currency movement.

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2024			2023		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Australian dollar	-	-	-	-	27,084	27,084
Chinese yuan	-	93,034	93,034	-	171,510	171,510
Hong Kong dollar	51,832	848,087	899,919	-	682,709	682,709
Indian rupee	80	636,102	636,182	(1,651)	404,608	402,957
Indonesian rupiah	-	105,920	105,920	-	213,362	213,362
South Korean won	-	509,471	509,471	48	254,994	255,042
Taiwanese dollar	-	452,305	452,305	179	240,124	240,303
UK sterling	9,913	51,725	61,638	30	55,543	55,573
US dollar	80,277	333,373	413,650	52,553	157,805	210,358
Vietnamese dong	622	181,985	182,606	-	119,694	119,694

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

The Fund invests in a generally diversified portfolio of assets. Consequently the ACD considers that a single measure of market sensitivity does not accurately reflect the risks faced by the Fund.

Distribution Table

Final distribution for the year ended 30 April 2024

Group 1 : shares purchased prior to 1 May 2023

Group 2 : shares purchased 1 May 2023 to 30 April 2024

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.24)	Distribution (paid/accumulated 30.06.23)
	30.04.24 pence per share	30.04.24 pence per share	30.04.24 pence per share	30.04.23 pence per share
A Accumulation				
Group 1	9.30000	-	9.30000	6.15000
Group 2	3.00261	6.29739	9.30000	6.15000
B Accumulation				
Group 1	20.47000	-	20.47000	16.90000
Group 2	7.55047	12.91953	20.47000	16.90000
B Income				
Group 1	15.89000	-	15.89000	13.31000
Group 2	7.23516	8.65484	15.89000	13.31000
C Accumulation				
Group 1	31.78000	-	31.78000	27.68000
Group 2	31.78000	-	31.78000	27.68000
C Income				
Group 1	21.68000	-	21.68000	19.31000
Group 2	21.68000	-	21.68000	19.31000

General Information

Dilution Adjustment

A sub-fund suffers dilution (reduction) in the value of the Scheme Property attributable to it because the actual costs of buying or selling investments for the sub-fund deviate from the mid-market values generally used in calculating the price of shares in the sub-fund. Such deviation may occur as a result of the costs (which may include dealing charges and taxes) incurred in dealing in such investments and of any spread between the buying and selling prices of such investments. It is not possible to predict accurately whether dilution is likely to occur.

The COLL Rules allow the cost of dilution to be (1) met directly from the Scheme Property attributable to the sub-fund or (2) addressed by the imposition on investors of a dilution levy on the issue by the Company, subscriptions facilitated by the ACD, cancellation by the Company or redemption by the ACD of shares in the sub-fund or (3) dealt with by means of a dilution adjustment, which is the policy which has been adopted by the ACD in relation to the sub-funds of the Company. With a view to mitigating the effects of dilution, the ACD therefore reserves the right at its sole discretion to make a dilution adjustment in the calculation of the dealing price, and thereby swing the dealing price, of shares in any sub-fund of the Company if in its opinion the existing shareholders (for net purchases of shares) or remaining shareholders (for net redemptions of shares) might otherwise be adversely affected. By 'purchases' of shares we mean issues by the Company and subscriptions facilitated by the ACD and by 'redemptions' of shares we mean cancellations by the Company and redemptions by the ACD.

The COLL Rules acknowledge that the need to make a dilution adjustment may depend on the volume of purchases of shares or redemptions of shares. Accordingly, the ACD reserves the right at its sole discretion to impose a dilution adjustment in the following circumstances:

- (a) If the sub-fund is experiencing steady decline (net outflow of investment).
- (b) If the sub-fund is experiencing steady growth (net inflow of investment).

- (c) If the sub-fund is experiencing large levels of net purchases or net redemptions relative to its size.
- (d) Where the sub-fund experiences net purchases or net redemptions on any Dealing Day exceeding a particular value or a particular percentage of the value of the sub-fund.
- (e) In any other circumstances where the ACD believes it will be in the interests of shareholders to make a dilution adjustment.

The ACD is currently of the opinion that it is in the best interests of shareholders in the Company to make a dilution adjustment whenever dealings in the shares of any sub-fund result in shares in that sub-fund being issued or cancelled by the Company. The ACD believes that this policy should result in no significant dilution occurring. The adjustment will take account of any spread between the buying and selling prices of the relevant sub-fund's investments and the costs (which may include dealing charges and taxes) of acquiring or disposing of such investments, as the case may be.

The level of the dilution adjustment is set by the ACD based on prevailing market conditions. Where liquidity is restricted and trading in size in the portfolio's investments results in significant movement in the prices of these investments the ACD may adjust the level of the dilution adjustment to protect the interests of the ongoing investors in a sub-fund. The ACD has thresholds for the sub-funds for daily net inflows or outflows of cash into or out of the sub-funds. Above these thresholds, which vary by sub-fund and according to market conditions, the ACD will increase the dilution adjustment to reflect the increased dealing costs incurred by the sub-funds as a result of larger inflows and outflows. A consequence of this policy is, however, that smaller transactions made on any day that the relevant threshold is exceeded will also trade at the price incorporating the higher adjustment and this may lead to increased dealing costs. Whether an adjustment may be necessary will depend upon the net movement into or out of a sub-fund on any given day and on the underlying market conditions on that day and it is therefore not possible to predict when an adjustment may be made.

General Information cont.

Dilution Adjustment cont.

On any Dealing Day when the Company neither issues nor cancels shares in a sub-fund the price of shares in that sub-fund will not contain any dilution adjustment.

This policy to swing the dealing price will be subject to regular review and may change. The ACD's decision on whether or not to make a dilution adjustment, and on what level of adjustment to make in particular circumstances or generally, will not prevent it from making a different decision in similar circumstances in the future.

Where a dilution adjustment is applied, it will increase the dealing price when there are net inflows into the relevant sub-fund and decrease the dealing price when there are net outflows. The dealing price of each class of share in a sub-fund will be calculated separately but any dilution adjustment will in percentage terms affect the dealing price of shares of each class identically.

On the occasions when no dilution adjustment is made there may be an adverse impact on the value of the Scheme Property attributable to the relevant sub-fund.

Stamp Duty Reserve Tax ('SDRT')

Generally, there will be no SDRT charge when shareholders surrender or redeem shares. However, where the redemption is satisfied by a non-pro rata in-specie redemption, then a charge to SDRT may apply.

Taxation Reporting

In order to fulfil its legal obligations, the ACD is required to collect and report certain information about shareholders (and in some circumstances the shareholder's controlling persons), including their identity, tax residency, tax status and financial information relating to their shareholding. Shareholders must provide the ACD with any information required to meet these obligations, and may also be asked to provide self-certifications and tax reference numbers or the

equivalent. The ACD reserves the right to refuse an application for shares or a transfer of shares until it receives a declaration as to the shareholder's tax residency or status in the form prescribed by the ACD.

The ACD is also required to provide to HMRC certain information regarding shareholders, payments made to shareholders and proceeds arising on the disposal of shares, and HMRC may pass such information on to the tax authorities of another jurisdiction.

Share Classes

The net asset value per share and the number of shares in each class are shown in the Comparative Tables sections of the relevant sub-fund. The distributions per share class are shown in the Distribution Tables. In each sub-fund all share classes have the same rights on winding up.

With effect from 1 March 2022, Class A Shares are only available to persons with a written agreement with the ACD or one of its associates. This requirement for a written agreement does not apply to those who held shares in this class as at 28 February 2022 and who will continue to hold shares in this class.

Class C Shares are only available to persons to whom an associate of the ACD provides services under an investment management agreement or who has a separate fee arrangement with the ACD or one of its associates.

Class G Shares are only available to persons who were previously investors in Baillie Gifford Emerging Markets Pension Fund (a pension fund that was a unit-linked fund of Baillie Gifford Life Limited, an associate of the ACD) and such other persons as the ACD may permit at its sole discretion.

Class W Shares are only available to persons who have, or whose agent has, a separate fee arrangement with the ACD or one of its associates in relation to the relevant Class W Shares.

The minimum lump sum investment amounts are shown in the table on page 282.

General Information cont.

Equalisation

The Company will operate grouping for equalisation. Each class of shares will operate its own equalisation account. Shares subscribed for during a distribution period are called Group 2 shares. Shares subscribed for during any previous distribution period are called Group 1 shares. Group 2 shares contain in their subscription price an amount called equalisation which represents a proportion of the net income of the sub-fund that has accrued up to the date of subscription. The amount of equalisation is averaged across all the holders of Group 2 shares and is refunded to them as part of their first distribution and is treated as a return of capital for tax purposes. Being capital it is not liable to income tax but must be deducted from the cost of the shares for capital gains tax purposes.

An “income equalisation like” mechanism will be operated by the ACD for conversions. The ACD will ensure that the mechanism is operated to ensure fair treatment of those converting their shares and other shareholders in the affected classes.

Fund Charges and Costs

For further details on the costs associated with investing in the sub-funds of the ICVC, please see the Enhanced Disclosure of Fund Costs and Charges document and Baillie Gifford’s Funds Costs and Charges Summary, both of which are available on the website www.bailliegifford.com.

Conflicts of Interest

From time to time, there may be situations that give rise to a material interest or conflict of interest. Such interests can arise between the interests of the ACD, the Investment Adviser, other persons associated with them and the interests of the sub-funds and their shareholders. A material interest or a conflict of interest can also arise between the interests of different shareholders. In such circumstances the ACD will put in place effective

organisational and administrative arrangements to manage and monitor the material interest or conflict of interest in a way that ensures shareholders are treated fairly, or where it is impractical to manage the conflict, it will be disclosed.

The ACD, the Investment Adviser and other persons associated with them may, from time to time, act as authorised corporate directors, investment managers or advisers to other persons, companies or funds which follow similar investment objectives to the sub-funds. It is therefore possible that the ACD and/or the Investment Adviser may in the course of their business have potential conflicts of interest with the Company or a particular sub-fund. Each of the ACD and the Investment Adviser will, however, have regard in such event to, amongst other things, its obligation to act in the best interests of the Company so far as practicable, having regard to its obligations to other clients, when undertaking any investment where potential conflicts of interest may arise. The Depositary may, from time to time, act as the depositary or trustee of other companies or funds.

Full details of the ACD’s conflicts of interest policy can be inspected at the offices of the ACD at Calton Square, 1 Greenside Row, Edinburgh, EH1 3AN during normal business hours.

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General Information cont.

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Taskforce on Climate-related Financial Disclosures

Following the adoption of the Taskforce on Climate-related Financial Disclosures’ (‘TCFD’) recommendations into the FCA’s ESG sourcebook, Baillie Gifford & Co Limited is required to publish its ‘TCFD entity report’ by 30 June each year, detailing how in its role as ACD it takes climate-related matters into account in managing investments on behalf of clients and consumers. The regulations also require the ACD to prepare a TCFD product report for each sub-fund on how climate-related matters are taken into account within the sub-fund, including a core set of climate-related metrics. The reports must be made available on the ACD’s website and a clear and prominent signpost to the product report for each authorised sub-fund must be included within each set of annual and interim financial statements. The ACD has chosen a reference period

General Information cont.

Taskforce on Climate-related Financial Disclosures cont.

covering 12 months up to 31 December and will publish the reports by 30 June each year. The latest product reports covering the period up to 31 December 2022 are available on the website via this link [Literature/Individual Investors/Baillie Gifford](#).

General Information cont.

Minimum Lump Sum Investment Amounts and Annual Management Charge

	Class A	Class B	Class C	Class W
Minimum lump sum investments:				
Baillie Gifford American Fund	£1,000	£100,000	£250,000	£1,000
Baillie Gifford China Fund	£1,000	£100,000	£250,000	n/a
Baillie Gifford Developed Asia Pacific Fund	£1,000	£100,000	£250,000	n/a
Baillie Gifford Emerging Markets Growth Fund	£1,000	£100,000	£250,000	n/a
Baillie Gifford Emerging Markets Leading Companies Fund	£1,000	£100,000	£250,000	n/a
Baillie Gifford European Fund	£1,000	£100,000	£250,000	n/a
Baillie Gifford Global Discovery Fund	£1,000	£100,000	£250,000	n/a
Baillie Gifford Japanese Fund	£1,000	£100,000	£250,000	£1,000
Baillie Gifford Japanese Smaller Companies Fund	£1,000	£100,000	£250,000	n/a
Baillie Gifford Pacific Fund	£1,000	£100,000	£250,000	n/a
Annual management charge:				
Baillie Gifford American Fund	1.50%	0.50%	Nil	Note 1
Baillie Gifford China Fund	1.47%	0.72%	Nil	n/a
Baillie Gifford Developed Asia Pacific Fund	1.40%	0.55%	Nil	n/a
Baillie Gifford Emerging Markets Growth Fund	1.47%	0.72%	Nil	n/a
Baillie Gifford Emerging Markets Leading Companies Fund	1.47%	0.72%	Nil	n/a
Baillie Gifford European Fund	1.40%	0.55%	Nil	n/a
Baillie Gifford Global Discovery Fund	1.50%	0.75%	Nil	n/a
Baillie Gifford Japanese Fund	1.45%	0.60%	Nil	Note 2
Baillie Gifford Japanese Smaller Companies Fund	1.50%	0.60%	Nil	n/a
Baillie Gifford Pacific Fund	1.50%	0.65%	Nil	n/a

¹Where the combined net asset value of the relevant Class W Shares (accumulation and income) is equal to or greater than £100 million, the following fee scale will be applied to the whole of the net asset value of the relevant Class W Shares:

- 0.50% on the first £30 million;
- 0.40% on the next £30 million;
- 0.30% on the next £200 million;
- 0.25% on the next £400 million; and
- 0.20% thereafter.

(where the combined net asset value of the relevant Class W Shares (accumulation and income) is less than £100 million a rate of 0.50% shall be applied to the whole of the net asset value of the relevant Class W Shares).

²Where the combined net asset value of the relevant Class W Shares (accumulation and income) is equal to or greater than £100 million, the following fee scale will be applied to the whole of the net asset value of the relevant Class W Shares:

- 0.60% on the first £30 million;
- 0.50% on the next £20 million; and
- 0.40% thereafter.

(where the combined net asset value of the relevant Class W Shares (accumulation and income) is less than £100 million a rate of 0.60% shall be applied to the whole of the net asset value of the relevant Class W Shares).

General Information cont.

Minimum Lump Sum Investment Amounts and Annual Management Charge cont.

Active Share

Active Share is a measure of how actively managed a sub-fund is and is calculated by taking 100 minus the % of the sub-fund that overlaps with the Target Benchmark. An Active Share of 100 indicates no overlap with the Target Benchmark and an Active Share of zero indicates a portfolio that tracks the Target Benchmark. The Active Share as at the year end and the Target Benchmark for each sub-fund is shown in the table below. The Active Share has been shown against these indices to highlight the active management style against what is deemed to be the most relevant index for each sub-fund.

Sub-fund	Active Share	Comparative Index
Baillie Gifford American Fund	87%	S&P 500 Index
Baillie Gifford China Fund	69%	MSCI China All Shares Index
Baillie Gifford Developed Asia Pacific Fund	81%	MSCI Pacific Index
Baillie Gifford Emerging Markets Growth Fund	70%	MSCI Emerging Markets Index
Baillie Gifford Emerging Markets Leading Companies Fund	68%	MSCI Emerging Markets Index
Baillie Gifford European Fund	88%	MSCI Europe ex UK Index
Baillie Gifford Global Discovery Fund	99%	S&P Global Small Cap Index
Baillie Gifford Japanese Fund	83%	TOPIX
Baillie Gifford Japanese Smaller Companies Fund	96%	MSCI Japan Small Cap Index
Baillie Gifford Pacific Fund	69%	MSCI AC Asia ex Japan Index

General Information cont.

Portfolio Turnover Ratio

Portfolio Turnover Ratio is a measure of portfolio change or trading activity in a Fund. It is calculated as the minimum of purchases and sales in a month, divided by the average market value of the Fund. The annual turnover is then calculated as the sum of the monthly turnover figures for the 12 month period.

Sub-fund	Portfolio Turnover Ratio
Baillie Gifford American Fund	23%
Baillie Gifford China Fund	20%
Baillie Gifford Developed Asia Pacific Fund	25%
Baillie Gifford Emerging Markets Growth Fund	24%
Baillie Gifford Emerging Markets Leading Companies Fund	21%
Baillie Gifford European Fund	19%
Baillie Gifford Global Discovery Fund	7%
Baillie Gifford Japanese Fund	9%
Baillie Gifford Japanese Smaller Companies Fund	18%
Baillie Gifford Pacific Fund	26%

The Group's Funds

Baillie Gifford Bond Funds ICVC

Baillie Gifford Emerging Markets Bond Fund¹

Baillie Gifford High Yield Bond Fund

Baillie Gifford Investment Grade Bond Fund

Baillie Gifford Strategic Bond Fund

Baillie Gifford Investment Funds ICVC

Baillie Gifford Climate Optimism Fund

Baillie Gifford Diversified Growth Fund

Baillie Gifford Long Term Global Growth Investment Fund

Baillie Gifford Multi Asset Growth Fund

Baillie Gifford Positive Change Fund

Baillie Gifford Sustainable Multi Asset Fund

Baillie Gifford Investment Funds II ICVC

Baillie Gifford Health Innovation Fund

Baillie Gifford Japanese Income Growth Fund

Baillie Gifford Sterling Aggregate Bond Fund

Baillie Gifford Sustainable Growth Fund

Baillie Gifford Sustainable Income Fund

Baillie Gifford UK Equity Core Fund

Baillie Gifford Overseas Growth Funds ICVC

Baillie Gifford American Fund

Baillie Gifford China Fund

Baillie Gifford Developed Asia Pacific Fund

Baillie Gifford Emerging Markets Growth Fund

Baillie Gifford Emerging Markets Leading Companies Fund

Baillie Gifford European Fund

Baillie Gifford Global Discovery Fund

Baillie Gifford Japanese Fund

Baillie Gifford Japanese Smaller Companies Fund

Baillie Gifford Pacific Fund

Baillie Gifford UK & Balanced Funds ICVC

Baillie Gifford British Smaller Companies Fund²

Baillie Gifford Global Alpha Growth Fund

Baillie Gifford Global Alpha Paris-Aligned Fund

Baillie Gifford Global Income Growth Fund

Baillie Gifford International Fund

Baillie Gifford Managed Fund

Baillie Gifford Responsible Global Equity Income Fund

Baillie Gifford UK and Worldwide Equity Fund

Baillie Gifford UK Equity Alpha Fund

Glenfinlas Global Fund³

¹Baillie Gifford Emerging Markets Bond Fund is no longer available for subscription.

²Baillie Gifford British Smaller Companies Fund is no longer available for subscription.

³Glenfinlas Global Fund is no longer available for subscription.

**For further information about the Funds or
Baillie Gifford's range of OEICS, please:**

Contact us at: Client Relations Team
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Call our Client Relations Team on 0800 917 2113. Your call may be recorded for training or monitoring purposes.

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