Schroders

Schroder UK Growth Fund plc

Annual Report and Accounts

For the year ended
30 April 2017

Investment objective

The principal investment objective of the Company is to achieve capital growth predominantly from investment in UK equities, with the aim of providing a total return in excess of the FTSE All-Share Index.

Investment policy

The Company invests in a relatively concentrated portfolio of between 35 and 65 stocks principally selected for their potential to provide shareholders with attractive returns relative to the FTSE All-Share Index. The portfolio is invested primarily in listed UK equities. It may, if appropriate, include convertible securities, and equity-related derivatives may be used for efficient portfolio management purposes. The yield on the Company's investment portfolio is of secondary importance.

The stocks are predominantly constituents of the FTSE 350 Index.

The size of individual stock holdings depends on the Manager's degree of conviction, not the stock's weight in any index.

Contents

Financial Highlights

Total returns for the year ended 30 April 2017

17.5%	13.9%	20.1%
NAV one year	Share price one year	Benchmark one year

Other financial information

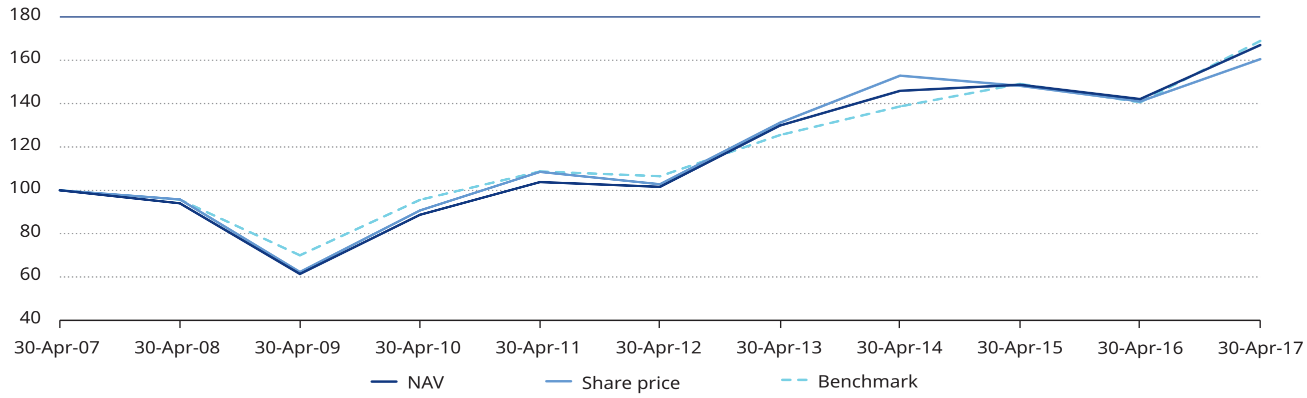
	30 April 2017	30 April 2016	% Change
Shareholders' funds (£'000)	304,372	274,880	+10.7
Shares in issue	155,589,184	160,375,184	(3.0)
NAV per share (pence)	195.63	171.40	+14.1
Share price (pence)	168.50	152.88	+10.2
Share price discount (%)	13.9	10.8	
Net cash (%)[1]	(0.6)	(2.0)	

	Year ended 30 April 2017	Year ended 30 April 2016	% Change
Net revenue after taxation (£'000)	9,248	9,262	(0.2)
Return per share (pence)	5.83	5.77	+1.0
Dividends per share (pence)	5.40	5.20	+3.8
Ongoing Charges (%)[2]	0.62	0.32	

[1]Borrowings used for investment purposes less cash, expressed as a percentage of net assets. At the current and comparative year end, cash exceeded borrowings (the Company had no borrowings) and this is shown as a negative "Net cash" position. If borrowings were to exceed cash, this would be shown as "Gearing".

[2]Ongoing Charges represents the management fee and all other operating expenses excluding transaction costs, expressed as a percentage of the average daily net asset values during the year. The figure for the comparative year is lower than the historical average because, following the departure of the portfolio manager in September 2014, the Manager agreed to bear portfolio transition costs of £1.615 million by way of a management fee waiver with effect from 1 November 2014. This waiver reduced the fee payable for the year ended 30 April 2016 by £892,000.

10 Year NAV, share price and benchmark total returns to 30 April 2017



Source: Morningstar/Thomson Reuters. Rebased to 100 at 30 April 2007.

Chairman's Statement

Performance

I am pleased to present my first annual Statement since succeeding Alan Clifton as Chairman on 4 August 2016.

This was a good period to be a shareholder in a UK focused investment trust as overall returns were considerably higher than average. However, it was a difficult period for active stock pickers to outperform the index as unpredictable political developments heavily influenced individual stock performance and our Company's performance did not match that of the market.

During the year to 30 April 2017, our Company's net asset value ("NAV") produced a total return of 17.5%, while the share price produced a total return of 13.9%. This compares to a total return of 20.1% for the benchmark, the FTSE All-Share Index, over the same period.

Further comment on performance and investment policy can be found in the Manager's Review.

Earnings and dividends

The Directors have declared a second interim dividend of 2.70 pence per share, bringing total dividends for the year to 5.40 pence per share, an increase of 3.8% over total dividends of 5.20 pence per share paid in respect of the previous year. The second interim dividend will be payable on 31 July 2017 to shareholders on the register on 14 July 2017.

The first interim and the proposed second interim together will take the income yield on our Company's shares to 3.1%, using 172.25 pence, the share price at 30 June 2017.

Gearing

During the year, the Company maintained its total borrowing facilities at £35 million, equally divided between a revolving one year credit facility and an overdraft facility. The gearing facilities have remained undrawn throughout the year, and, at the end of the year, the net cash position was 0.6%. The Manager will utilise the Company's borrowing facility when suitable investment opportunities arise. The Board sets internal guidelines for the Manager's use of gearing which are altered from time to time but are subject to net effective gearing not representing more than 20% of shareholders' funds.

Share buy-backs

The share buy-back policy seeks to operate in the best interests of shareholders by taking into account the relative level of the Company's share price discount when compared with peer group trusts, the absolute level of discount, volatility in the level of discount and the impact from share buy-back activity on the long-term liquidity of the Company's issued shares.

Shares have been purchased for holding in treasury during most weeks from September 2016 and a total of 4,786,000 ordinary shares (3.0% of the shares outstanding at 30 April 2016) were purchased in total during the year ended 30 April 2017.

Discounts for investment trusts specialising in investing in the shares of UK companies remain at the widest they have been for the last five years partly on uncertainty about the impact on the UK economy of the UK's decision to leave the EU. The buy-back programme has been modestly accretive to NAV and the Board believes it has helped reduce the volatility in our discount.

Investment policy

The Manager is currently seeing a number of attractive investment opportunities across the UK stock market and, in order to allow the Manager to exploit these opportunities, the Board decided in June 2017 to make two minor changes to the Company's investment policy. The previous policy was "The stocks are predominantly constituents of the FTSE 350 Index but the Company may invest up to 5% of net assets at the time of investment in each of smaller capitalisation stocks and AIM". The current policy has deleted the restriction of 5% of net assets in each of smaller capitalisation stocks and AIM stocks. In addition, the Company previously had a restriction that no holding should exceed 2% of the issued share capital of any company. That has been replaced with a restriction that no holding should exceed 5% of the issued share capital of any company.

The Board, having taken advice, does not consider these two changes, individually or when taken together, to amount to a material change in the Company's investment policy.

Full details of the Company's investment objective and policy are set out on the inside front cover of this Report.

Board composition and succession planning

The Board continues to review its composition and consider its succession and refreshment policies.

I am pleased to welcome Andrew Westenberger to the Board following his appointment on 5 May 2017. Mr Westenberger's biographical details can be found on page 15 of this Report. Mr Westenberger brings significant financial expertise and experience to the Board. In accordance with the Company's Articles of Association, a resolution to elect him as a Director of the Company will be proposed at the forthcoming Annual General Meeting.

Stella Pirie will retire at the Annual General Meeting and will not seek re-election. I would like to take this opportunity to thank Mrs Pirie for her invaluable contribution during her 15 year tenure and in particular for her work as Chairman of

Chairman's Statement

the Audit Committee. Mr Westenberger will succeed Mrs Pirie as Chairman of the Audit Committee.

Outlook

Perhaps the most surprising feature of the UK stock market over the last year is how well it has performed despite the wrenching changes in the political environment at home and abroad. Companies with international businesses have clearly benefited from sterling's fall and the rise in the stock market has been concentrated into certain areas.

Looking forward there are many uncertainties both political and economic in the UK and overall market returns may be less than over previous years. Our Manager continues to focus on finding companies with good earnings prospects that are under-appreciated by the market.

Annual General Meeting

The Annual General Meeting will be held at 12.00 noon on Wednesday 2 August 2017. Shareholders are warmly invited to attend. As in previous years, the meeting will include a presentation by the Manager on the prospects for the UK market and the Company's investment strategy.

Carolan Dobson
Chairman

6 July 2017

Manager's Review

Over the year to 30 April 2017 the total return of the net asset value was 17.5%, compared to the total return from the FTSE All-Share Index of 20.1%.

Market background

The UK equity market performed strongly over the 12 months as the outlook for global economic growth improved and sterling fell.

Government response since the financial crisis has been to keep interest rates at ultra low levels whilst using quantitative easing to encourage growth. Austerity, weak economic growth, and low growth of real wages have contributed to a rise of political populism centred on the view that policy has led to an uneven distribution of the benefits of globalisation. The election of Donald Trump, the Brexit referendum and the recent UK general election have reflected these concerns.

The changed economic sentiment has been reflected in a different sector leadership within the stock market. Over the last five years investors have been conditioned to falling profits expectations so have given reliable growth businesses ever higher ratings. This reversed last summer with the expectation of significant profits growth in the short-term, partly because of weak sterling after the Brexit referendum but also reflecting the improvement in global growth. As a result, there was a rotation away from sectors with stable businesses ("defensives") towards sectors that benefit more from rising growth ("cyclicals"), such as financials, resources and industrials.

Portfolio performance

This divergence between cyclical and defensive sectors was matched, in a period of sharply falling sterling, by a divergence between businesses with international earnings and those more dependent on domestic sources. This can all be seen in the performance of commodity sectors (Mining +46%, Oil & Gas +23%) as well as Construction (+39%), Industrial Engineering (+59%) and Banks (+33.5%). Conversely, domestic companies performed relatively poorly, e.g. Food Retail (+9.9%) and General Retail (+0.2%). In addition, more defensive sectors underperformed, e.g. Electricity (–2.0%), Gas & Water (+3.8%) and Healthcare & Pharmaceuticals (+14.0%).

The net effect on the portfolio relative to the index came through more at a stock than a sector level. As an example, the underweight position in HSBC hurt performance, with the bank a beneficiary of many of the trends above, particularly the improving outlook for emerging market growth and the translation of its international earnings into sterling. The portfolio was also impacted by its underweight to mining shares, after economic stimulus by the Chinese authorities coupled with rationalisation of supply boosted commodity prices. Finally, the portfolio was impacted by profit warnings in two stocks where there had been accounting misstatements, IT company Redcentric and BT.

Performance attribution, 12 months to 30 April 2017

	Impact (%)
FTSE All-Share Index	+20.1
Stock selection	–2.4
Sector allocation	0.0
Cash contribution	0.0
Costs	–0.6
Residual/rounding	+0.4
NAV total return	**+17.5**

Source: Schroders

On the positive side, the portfolio benefited from holding Cobham, Bae Systems and Chemring in an Aerospace & Defence sector that looked cheap on cyclically-adjusted valuations. Indivior, a pharma company treating opioid addiction, was the top contributor, after a court upheld several of its patents. Other positive contributors included financial infrastructure business NEX Group (formerly ICAP) and transport operator FirstGroup.

Top 5 positive and negative contributors

Top 5 positive	Portfolio weight (%)	Active weight (%)	Total return (%)	Impact (%)
Indivior	1.5	1.4	119.9	+0.7
Cobham	0.3	0.2	35.3	+0.6
NEX Group	0.4	0.4	56.2	+0.5
FirstGroup	1.6	1.5	36.6	+0.4
Smiths Group	1.8	1.5	52.4	+0.4
Total				**+2.6**
Top 5 negative	**Portfolio weight (%)**	**Active weight (%)**	**Total return (%)**	**Impact (%)**
HSBC	0.8	–4.5	50.6	–1.5
Redcentric	1.0	1.0	–51.2	–1.0
BT Group	2.9	1.4	–28.6	–0.9
Just Group	2.5	2.5	–7.9	–0.7
Glencore	0.0	–1.3	86.4	–0.6
Total				**–4.7**

Source: Schroders, 12 months to 30 April 2017. Portfolio weight is the average over the period. Active weight compares that to the FTSE All-Share Index. Impact is contribution to performance relative to the Index. Total return refers to the return of the stock whilst in the portfolio. If not held it refers to the return of the stock in the Index.

Manager's Review

Portfolio activity

The market movements over the last 12 months lead to us finding an increasing number of value opportunities among domestic cyclicals, as concerns over the outlook for disposable income have been discounted in valuations. As examples, we initiated a position in retailers J Sainsbury, Marks & Spencer, Halfords, and gaming group Ladbrokes Coral. In the financials sector, we increased exposure to Standard Chartered and initiated a holding in HSBC.

We correspondingly sold out of holdings that have performed well where we felt the value opportunity has played out, such as business information group, RELX, pest-control specialist, Rentokil Initial, accountancy software company Sage, cruise company Carnival and tobacco company Imperial Brands.

Largest overweight positions

	Portfolio weight (%)	Index weight (%)	Difference (%)
Standard Chartered	4.7	0.8	3.9
Balfour Beatty	3.9	0.1	3.8
Aviva	4.6	0.9	3.7
Tesco	3.7	0.6	3.1
Just Group	2.8	0.0	2.8
FirstGroup	2.6	0.1	2.5
Lloyds Banking	4.5	2.0	2.4
Pearson	2.5	0.2	2.3
Ladbrokes Coral	2.1	0.1	2.0
Computacenter	2.0	0.0	2.0

Source: Schroders, Factset, as at 30 April 2017

Investment outlook

Whilst the last year saw strong rotation towards more cyclical shares, there are signs that US growth momentum is beginning to roll over and that Chinese authorities have started to tighten policy. Valuations for the market in aggregate look high while at the same time, heightened uncertainty is likely following the general election and as the Brexit negotiations start. These factors make us reluctant to use the borrowing facility at the moment.

However, the portfolio is full of stocks representing good cyclically-adjusted value, a measure that has worked well for our investment approach in the past. We are finding this value today in four areas: domestic stocks (for example Tesco, Ladbrokes Coral); financials (eg. Standard Chartered, Lloyds); recovery stocks (eg. Balfour Beatty); and certain commodity sectors (eg. Royal Dutch Shell). We believe that these stocks provide a sound foundation for the future of the portfolio, notwithstanding the political and economic challenges that are likely to continue to impact markets.

Schroder Investment Management Limited,
6 July 2017

Securities shown are for illustrative purposes only and should not be viewed as a recommendation to buy or sell.

Investment Portfolio at 30 April 2017

	£'000	%
Financials		
Standard Chartered	**14,052**	**4.7**
Aviva	**13,871**	**4.6**
Lloyds Banking Group	**13,619**	**4.5**
Just Retirement Group	**8,353**	**2.8**
The Royal Bank of Scotland	**6,768**	**2.3**
HSBC	4,407	1.4
NEX Group	3,853	1.3
Legal & General	3,262	1.1
ICAP	2,560	0.9
Ashmore	1,854	0.6
Total Financials	**72,599**	**24.2**
Consumer Services		
Tesco	**11,066**	**3.7**
FirstGroup	**7,683**	**2.6**
Pearson	**7,634**	**2.5**
Marks & Spencer	**6,380**	**2.1**
Ladbrokes	**6,363**	**2.1**
Daily Mail and General Trust	5,499	1.8
Go-Ahead	3,839	1.3
Halfords	3,206	1.1
Sainsbury	2,939	0.9
Morrison (Wm)	2,411	0.8
Mitchells & Butlers	1,815	0.6
ITV	1,675	0.6
Trinity Mirror	1,672	0.6
GAME Digital	604	0.2
Total Consumer Services	**62,786**	**20.9**
Industrials		
Balfour Beatty	**11,601**	**3.9**
BAE Systems	**8,069**	**2.7**
Smiths Group	**6,135**	**2.0**
Cobham	4,899	1.6
Chemring	4,781	1.6
Qinetiq	4,162	1.4
Mears	3,820	1.3
Total Industrials	**43,467**	**14.5**

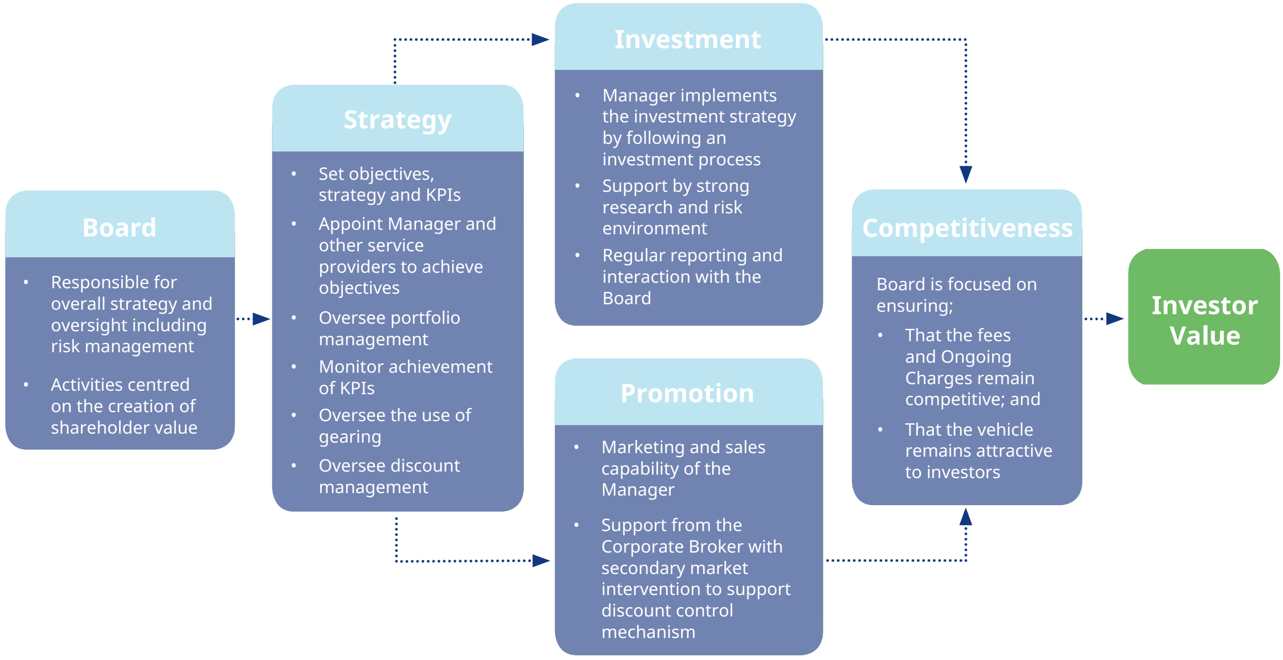
	£'000	%
Oil and Gas		
Royal Dutch Shell 'B'	**23,868**	**8.0**
BP	**15,569**	**5.2**
Royal Dutch Shell 'A'	921	0.3
Total Oil & Gas	**40,358**	**13.5**
Healthcare		
GlaxoSmithKline	**13,305**	**4.4**
AstraZeneca	**7,712**	**2.6**
Indivior	4,479	1.5
Ventura	1,469	0.5
Total Healthcare	**26,965**	**9.0**
Technology		
Computacenter	**6,012**	**2.0**
Fidessa	4,197	1.4
SDL	3,047	1.0
Redcentric	2,615	0.9
Iomart	2,409	0.8
Total Technology	**18,280**	**6.1**
Consumer Goods		
British American Tobacco	**15,108**	**5.0**
Total Consumer Goods	**15,108**	**5.0**
Telecommunications		
Vodafone	**6,075**	**2.0**
BT	5,314	1.8
Total Telecommunications	**11,389**	**3.8**
Utilities		
Centrica	4,947	1.6
Drax Group	4,305	1.4
Total Utilities	**9,252**	**3.0**
Total investments[1]	**300,204**	**100.0**

[1]Total investments comprises all equity investments.

Stocks in bold are the 20 largest investments, which by value account for 69.7% (2016: 69.0%) of total investments.

Strategic Review

Business model



The Company carries on business as an investment trust. It has been approved by HM Revenue & Customs as an investment trust in accordance with Section 1158 of the Corporation Tax Act 2010, by way of a one-off application and it is intended that the Company will continue to conduct its affairs in a manner which will enable it to retain this status.

The Company is domiciled in the UK and is an investment company within the meaning of Section 833 of the Companies Act 2006. The Company is not a close company for taxation purposes.

It is not intended that the Company should have a limited life but the Directors consider it desirable that shareholders should have the opportunity to review the future of the Company at appropriate intervals. Accordingly, the Articles of Association contain provisions requiring the Directors to put a proposal for the continuation of the Company to shareholders at the Annual General Meeting in 2019 and thereafter at five yearly intervals.

The Company's business model may be demonstrated by the diagram above.

Investment objective and policy

Details of the Company's investment objective and policy may be found on the inside front cover.

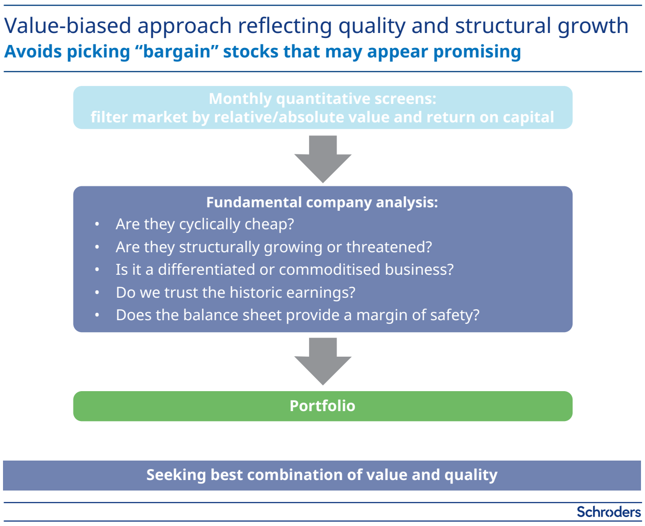
The Board has appointed the Manager, Schroder Unit Trusts Limited, to implement the investment strategy and to manage the Company's assets in line with the appropriate restrictions placed on it by the Board, including limits on the type and relative size of holdings which may be held in the portfolio and on the use of gearing, cash, derivatives and other financial instruments as appropriate.

Investment process: seeking consistent outperformance through the best combination of value and quality

The Manager aims to deliver consistent returns to investors by investing in a focused portfolio of equities, predominantly in constituent companies of the FTSE 350 Index. The Manager takes a value-based approach, assessing the relative quality, structural growth and cyclicality of the portfolio holdings. The investment approach forces a constant re-evaluation of where the best combination of value and quality lies in the market as well as seeking to invest in companies which appear cheap in a cyclical context. This combination aims to produce a portfolio capable of generating decent and sustainable returns on capital and ultimately cash returns to shareholders over the medium term. Gearing – the use of borrowing to amplify returns – will be used tactically when the Manager believes that investors are being well-rewarded for taking on incremental risk.

The Manager believes that, over time, the mis-pricing of stocks compared to their fair value will be recognised by the market. The belief is that valuation is the key determinant of future returns: high valuations are often accompanied by higher growth expectations, resulting in a higher probability of an unsuccessful investment.

The investment process seeks to identify companies that demonstrate the best combination of value and quality. This approach provides a consistent framework with which to identify mispriced investment opportunities and to appraise company valuations.



The process first considers both relative value and absolute value in tandem:

– Relative value is assessed using a monthly screen to rank companies on the basis of the best combination of value and quality;

– Absolute value is assessed by looking at the cyclically adjusted price-to-earnings ratio to iron out the cyclicality of a company's earnings, using a ten year earnings history. This enables the Manager to consider current levels of profits and operating margins in the context of both their own histories and that of the economic cycle.

This systematic screening of the market forces a constant re-evaluation of where this best combination of value and quality lies. The nature of the screens penalises businesses whose profit streams are cyclically extended, are capital intensive, and where those profits do not convert into cash over time.

The next step is to perform fundamental analysis to assess the quality of the business in a more subjective sense since the Manager believes that different businesses should trade on different valuations, depending upon their structural growth characteristics, franchise strength or stability of earnings. In doing so the Manager looks to avoid picking stocks that appear cheap but show little promise for the future.

Typically this results in a focused portfolio of up to 65 large and medium-sized UK companies that the Manager believes have strong business models and franchises, healthy balance sheets and as yet unrecognised potential on a two to three year view. The Manager does not take a macroeconomic view and impose that view top-down onto the portfolio and hence seeks to construct a portfolio that can perform well independent of a particular macro outcome.

In these ways, the Manager aims to build a margin of safety into the investments, seeking companies with significant upside opportunities that also offer a degree of downside protection through, for example, cash on the balance sheet, recurring revenue streams or low valuation. Upside opportunities are typically presented in the form of management initiatives, unrecognised growth potential or cyclical recovery and low valuation.

Investment restrictions and spread of investment risk

The key restrictions imposed on the Manager are that: (a) no more than 15% of the Company's total net assets, at the date of acquisition, may be invested in any one single company; (b) no more than 10% of the Company's total assets, at the date of acquisition, may be invested in other listed investment companies unless such companies have a stated investment policy not to invest more than 15% of their gross assets in other listed investment companies or investment trusts; (c) the Company will not invest more than 15% of its gross assets in other listed investment companies or investment trusts; (d) no more than 15% of the Company's total net assets may be invested in open-ended funds; and (e) no holding to exceed 5% of the issued share capital of any company.

The Investment Portfolio on page 7 demonstrates that, as at 30 April 2017, the Company held 48 investments spread over nine sectors. The largest investment, Royal Dutch Shell "B" represented 8.0% of total investments at 30 April 2017. At the end of the year, the Company did not hold any unlisted investments, open-ended funds or real estate investment trusts. The Board believes that the objective of spreading investment risk has been achieved in this way.

Promotion

The Company promotes its shares to a broad range of investors which have the potential to be long term supporters of the investment strategy. The Company seeks to achieve this through its Manager and Corporate Broker, which promote the shares of the Company through regular contact with both current and potential shareholders.

Promotion is focused via three channels:

– Discretionary fund managers. The Manager promotes the Company via both London and regional teams. This market is the largest channel by a significant margin.

– Execution only investors. The Company promotes its shares via engaging with platforms and through its website. Volume is smaller but platforms have experienced strong growth in recent times and are an important focus for the Manager.

– The Company also promotes its shares to institutional investors.

The Board also seeks active engagement with investors and meetings with the Chairman are offered to professional investors where appropriate. These activities consist of investor lunches, one-on-one meetings, regional road shows and attendances at conferences for professional investors. In addition, the Company's shares are supported by the Manager's wider marketing of investment companies targeted at all types of investors; this includes maintaining close relationships with adviser and execution-only platforms, advertising in the trade press, maintaining relationships with financial journalists and the provision of digital information on Schroders' website.

Details of the Board's approach to discount management and share issuance may be found in the Chairman's Statement on page 3 and in the Explanation of Special Business at the AGM on page 45.

Key performance indicators

The Board measures the development and success of the Company's business through achievement of the Company's investment objective, as set out on the inside front cover, which is considered to be the most significant key performance indicator for the Company. Comment on performance against the investment objective can be found in the Chairman's Statement.

The Board continues to review the Company's Ongoing Charges to ensure that the total costs incurred by shareholders in the running of the Company remain competitive when measured against peer group funds. An analysis of the Company's costs, including management fees, Directors' fees and general expenses, is submitted to each Board meeting. The management fee is reviewed at least annually.

Corporate and social responsibility

Board diversity

As at 30 April 2017, the Board comprised two men and two women which has increased to three men and two women since the year end. The Board's approach to diversity is that candidates for Board vacancies are selected based on their skills and experience, which are matched against the balance of skills and experience of the overall Board taking into account the specific criteria for the role being offered. Candidates are not specifically selected on the grounds of their gender but this is taken into account when the Board examines its overall balance, skill set and experience.

Responsible investment policy

The Company delegates to its Manager the responsibility for taking environmental, social and governance (ESG) issues into account when assessing the selection, retention and realisation of investments. The Board expects the Manager to engage with investee companies on social, environmental and business ethics issues and to promote best practice. The Board expects the Manager to exercise the Company's voting rights in consideration of these issues.

A description of the Manager's policy on these matters can be found on the Schroders website at www.schroders.com/ri. The Board notes that Schroders believes that companies with good ESG management often perform better and deliver superior returns over time. Engaging with companies to understand how they approach ESG management is an integral part of the investment process. Schroders is compliant with the UK Stewardship Code and its compliance with the principles therein is reported on its website.

The Board monitors the implementation of this policy through regular reporting by the Manager on its engagement activity, how it is integrated into the investment process, and the outcomes of the activity.

Anti-bribery and corruption policy

The Company continues to be committed to carrying out its business fairly, honestly and openly and continues to operate an anti-bribery policy.

Greenhouse gas emissions

As the Company outsources its operations to third parties, it has no greenhouse gas emissions to report.

Principal Risks and Uncertainties

The Board is responsible for the Company's system of risk management and internal control and for reviewing its effectiveness. The Board has adopted a detailed matrix of principal risks affecting the Company's business as an investment trust and has established associated policies and processes designed to manage and, where possible, mitigate those risks, which are monitored by the Audit Committee on an ongoing basis. This system assists the Board in determining the nature and extent of the risks it is willing to take in achieving its strategic objectives. Both the principal risks and the monitoring system are also subject to robust review at least annually. The last review took place in June 2017.

Although the Board believes that it has a robust framework of internal control in place this can provide only reasonable, and not absolute, assurance against material financial misstatement or loss and is designed to manage, not eliminate, risk.

The principal risks and uncertainties faced by the Company have remained unchanged throughout the year under review, except in respect of cyber risk relating to the Company's service providers, which has now been extended beyond the custodian. Cyber risk relating to all of the Company's key service providers is considered an increased threat in light of the rising propensity and impact of cyber attacks on businesses and institutions. To address the risk, the Board is seeking enhanced reporting on cyber risk mitigation and management from its key service providers to ensure that it is managed and mitigated appropriately.

Actions taken by the Board and, where appropriate, its Committees, to manage and mitigate the Company's principal risks and uncertainties is set out in the table below.

Risk	Mitigation and management
Strategic The Company's investment objectives may become out of line with the requirements of investors, resulting in a wide discount of the share price to underlying net asset value.	Appropriateness of the Company's investment remit periodically reviewed and success of the Company in meeting its stated objectives is monitored. Share price relative to net asset value monitored and use of buy back authorities considered on a regular basis. Marketing and distribution activity is actively reviewed.
Investment management The Manager's investment strategy, if inappropriate, may result in the Company underperforming the market and/or peer group companies, leading to the Company and its objectives becoming unattractive to investors.	Review of the Manager's compliance with the agreed investment restrictions, investment performance and risk against investment objectives and strategy; relative performance; the portfolio's risk profile; and appropriate strategies employed to mitigate any negative impact of substantial changes in markets. Annual review of the ongoing suitability of the Manager.
Financial and currency The Company is exposed to the effect of market fluctuations due to the nature of its business. A significant fall in equity markets could have an adverse impact on the market value of the Company's underlying investments.	Risk profile of the portfolio considered and appropriate strategies to mitigate any negative impact of substantial changes in markets discussed with the Manager, including those originating from political risk.
The Company's cost base could become uncompetitive, particularly in light of open-ended alternatives.	Ongoing competitiveness of all service provider fees subject to periodic benchmarking against competitors. Annual consideration of management fee levels.

Risk	Mitigation and management
Custody Safe custody of the Company's assets may be compromised through control failures by the Depositary, including cyber hacking.	Depositary reports on safe custody of the Company's assets, including cash, and portfolio holdings are independently reconciled with the Manager's records. Review of audited internal controls reports covering custodial arrangements. Annual report from the Depositary on its activities, including matters arising from custody operations.
Gearing and leverage The Company utilises credit facilities. These arrangements increase the funds available for investment through borrowing. While this has the potential to enhance investment returns in rising markets, in falling markets the impact could be detrimental to performance.	Gearing is monitored and strict restrictions on borrowings imposed: gearing continues to operate within pre-agreed limits so as not to exceed 20% of shareholders' funds. The Company can also hold up to 20% of shareholders' funds in cash or cash equivalents.
Accounting, legal and regulatory In order to continue to qualify as an investment trust, the Company must comply with the requirements of Section 1158 of the Corporation Tax Act 2010. Breaches of the UK Listing Rules, the Companies Act or other regulations with which the Company is required to comply, could lead to a number of detrimental outcomes.	Confirmation of compliance with relevant laws and regulations by key service providers. Shareholder documents and announcements, including the Company's published Annual Report, are subject to stringent review processes. Procedures have been established to safeguard against disclosure of inside information.
Service provider The Company has no employees and has delegated certain functions to a number of service providers, principally the Manager, Depositary and Registrar. Failure of controls, including as a result of cyber hacking, and poor performance of any service provider could lead to disruption, reputational damage or loss.	Service providers appointed subject to due diligence processes and with clearly-documented contractual arrangements detailing service expectations. Regular reporting by key service providers and monitoring of the quality of services provided. Review of annual audited internal controls reports from key service providers, including confirmation of business continuity arrangements and IT controls.

Risk assessment and internal controls

Risk assessment includes consideration of the scope and quality of the systems of internal control operating within key service providers, and ensures regular communication of the results of monitoring by such providers to the Audit Committee, including the incidence of significant control failings or weaknesses that have been identified at any time and the extent to which they have resulted in unforeseen outcomes or contingencies that may have a material impact on the Company's performance or condition. No significant control failings or weaknesses were identified from the Audit Committee's ongoing risk assessment which has been in place throughout the financial year and up to the date of this Report.

A full analysis of the financial risks facing the Company is set out in note 18 on pages 40 to 44.

Strategic Review

Viability statement

The Directors have assessed the viability of the Company over a five year period, taking into account the Company's position at 30 April 2017 and the potential impacts of the principal risks and uncertainties it faces for the review period.

A period of five years has been chosen for the purposes of the assessment of viability as the Board believes that this reflects a suitable time horizon for strategic planning, taking into account the investment policy, liquidity of investments, potential impact of economic cycles, nature of operating costs, dividends and availability of funding.

In its assessment of the viability of the Company, the Directors have considered each of the Company's principal risks and uncertainties detailed on pages 11 and 12 and in particular the impact of a significant fall in UK equity markets on the value of the Company's investment portfolio. The Directors have also considered the Company's income and expenditure projections and the fact that the Company's investments comprise readily realisable securities which can be sold to meet funding requirements if necessary and on that basis consider that five years is an appropriate time period.

Based on the Company's processes for monitoring operating costs, the Board's view that the Manager has the appropriate depth and quality of resource to achieve superior returns in the longer term, the portfolio risk profile, limits imposed on gearing, counterparty exposure, liquidity risk and financial controls, the Directors have concluded that there is a reasonable expectation that the Company will be able to continue in operation and meet its liabilities as they fall due over the period to 30 April 2022.

In reaching this decision, the Board has taken into account the Company's continuation vote, on the presumption that it will be passed in 2019.

Going concern

Having assessed the principal risks and the other matters discussed in connection with the viability statement set out above, and the "Guidance on Risk Management, Internal Control and Related Financial and Business Reporting" published by the FRC in 2014, the Directors consider it appropriate to adopt the going concern basis in preparing the accounts.

By Order of the Board

Schroder Investment Management Limited
Company Secretary

6 July 2017

Board of Directors

Carolan Dobson

Status: Independent Non-Executive Chairman

Length of Service: 3 years, appointed a Director in March 2014
Experience: She is Chairman of JP Morgan European Smaller Companies Trust plc, Brunner Investment Trust plc, Blackrock Latin American Investment Trust plc and a trustee of Nest. She was a fund manager holding a number of positions including Director at Murray Johnstone Ltd and subsequently undertook several key roles at Abbey Asset Managers Ltd.
Committee membership: Audit, Management Engagement and Nomination and Remuneration Committees
Current remuneration: £35,000 per annum
Connections with the Manager: None
Material interests in any contract which is significant to the Company's business: None
Shared Directorships with any other Directors of the Company: None

Bob Cowdell

Status: Independent Non-Executive Director

Length of Service: 5 years, appointed a Director in November 2011
Experience: He is currently the Chairman of Real Estate Credit Investments Limited and a Non-Executive Director of Thomas Miller Holdings Limited and a former Non-Executive Director of Catlin Insurance Company (UK) Limited, Catlin Underwriting Agencies Limited, XL Insurance Company SE and XL London Market Limited. He was previously co-founder and Head of the ABN AMRO Global Investment Funds Team and Head of Financials at RBS Hoare Govett.
Committee membership: Audit, Management Engagement and Nomination and Remuneration Committees
Current remuneration: £25,000 per annum
Connections with the Manager: None
Material interests in any contract which is significant to the Company's business: None
Shared Directorships with any other Directors of the Company: None

Andrew Hutton

Status: Senior Independent Non-Executive Director

Length of Service: 9 years, appointed a Director in September 2008 and Senior Independent Director in April 2015.
Experience: He is owner and Director of A.J. Hutton Ltd., an investment advisory firm. He was previously a Managing Director of JP Morgan and Head of Investment Management at Coutts Group. He is currently Chairman of JP Morgan Global Emerging Markets Income Trust PLC.
Committee membership: Audit, Management Engagement and Nomination and Remuneration Committees (Chairman of the Nomination and Remuneration Committee)
Current remuneration: £27,000 per annum
Connections with the Manager: None
Material interests in any contract which is significant to the Company's business: None
Shared Directorships with any other Directors of the Company: None

Board of Directors

Stella Pirie OBE

Status: Independent Non-Executive Director

Length of Service: 14 years, appointed a Director in August 2002
Experience: She was formerly Senior Independent Director and Audit Committee Chairman of Avon Rubber plc. She has been Chair of Governors of Bath Spa University and a Director of GCap Media plc and a number of other public and private sector companies.
Committee membership: Audit, Management Engagement and Nomination and Remuneration Committees (Chairman of the Audit Committee)
Current remuneration: £28,000 per annum
Connections with the Manager: None
Material interests in any contract which is significant to the Company's business: None
Shared Directorships with any other Directors of the Company: None

Andrew Westenberger

Status: Independent Non-Executive Director

Length of Service: appointed a Director in May 2017
Experience: He qualified as a chartered accountant with Coopers and Lybrand. He is currently Group Finance Director of Brewin Dolphin Holdings PLC. He was previously Group Finance Director of Evolution Group Plc. Prior to this, he held several senior finance roles at Barclays Capital and Deutsche Bank both in the UK and USA. He is also currently a Non-Executive Director and Trustee of the Chartered Institute of Securities and Investments.
Committee membership: Audit, Management Engagement and Nomination and Remuneration Committees
Current remuneration: £25,000 per annum
Connections with the Manager: None
Material interests in any contract which is significant to the Company's business: None
Shared Directorships with any other Directors of the Company: None

Report of the Directors

The Directors submit their Report and the audited financial statements of the Company for the year ended 30 April 2017.

Revenue and dividend

The net revenue return for the year, after finance costs and taxation, was £9,248,000 (2016: £9,262,000), equivalent to a revenue return per ordinary share of 5.83 pence (2016: 5.77 pence).

Having already paid a dividend of 2.70p per share, the Board has declared a second interim dividend of 2.70p per share for the year ended 30 April 2017 taking ordinary dividends for the full year to 5.40p (2016: 5.20p) per share. The dividend is payable on 28 July 2017 to shareholders on the register on 14 July 2017. As in previous years, dividends are declared as interims to enable payment at the end of January and July.

Directors and their interests

The Directors of the Company and their biographical details can be found on pages 14 and 15. All Directors held office throughout the year under review with the exception of Mr Andrew Westenberger, who was appointed as a Director on 5 May 2017. Details of Directors' share interests in the Company are set out in the Remuneration Report on page 24.

In accordance with the Company's Articles of Association, Mr Westenberger will seek election at the forthcoming Annual General Meeting, this being the first Annual General Meeting since his appointment. In accordance with the Company's Articles of Association and the UK Corporate Governance Code, Mr Cowdell and Mr Hutton will retire at the AGM, and being eligible, offer themselves for re-election.

Re-appointment as a Director is not automatic and follows a formal process of evaluation of each Director's performance and Directors who have served for more than six years are subject to particulary rigorous assessment of their independence and contribution.

Whilst the Board does not believe that length of service, by itself, necessarily affects a Director's independence of character or judgment, Directors are also required to retire each year if they have served more than nine years on the Board, but may then offer themselves for re-election. The Board has assessed the independence of all Directors. All Directors are considered to be independent in character and judgment.

The Board, having taken all relevant matters into account, considers that Mr Cowdell and Mr Hutton continue to demonstrate commitment to their roles, provide valuable contributions to the deliberations of the Board and remain free from conflicts with the Company and its Directors. It therefore recommends that shareholders vote in favour of their re-elections. The Board also recommends that shareholders vote in favour of the election of Mr Westenberger.

Mrs Pirie will retire at the forthcoming AGM and will not seek re-election and Mr Westenberger will become Chairman of the Audit Committee on that date, subject to his election at the AGM.

Share capital

As at the date of this Report, the Company had 155,489,184 ordinary shares of 25p in issue. A total of 5,428,000 shares were held in treasury. Accordingly, the total number of voting rights in the Company at the date of this Report is 155,489,184. Details of changes to the Company's share capital during the year under review are given in note 12 to the accounts on page 38.

Substantial share interests

The Company has received notifications in accordance with the Financial Conduct Authority's ("FCA") Disclosure and Transparency Rule 5.1.2R of the following interests in 3% or more of the voting rights attached to the Company's issued share capital.

	Number of ordinary shares at 30 April 2017	Percentage of total voting rights
1607 Capital Partners LLC	22,173,961	14.05%
Rathbone Brothers PLC	7,781,856	5.00%
Quilter & Co Limited	7,735,411	4.83%
Investec Wealth & Investment Limited	6,911,698	4.31%
Barclays plc	6,018,095	3.76%
East Riding of Yorkshire Council	5,000,000	3.12%

Between 30 April 2017 and the date of this report, the Company received a notification from 1607 Capital Partners LLC of its interest in 23,418,961 shares amounting to 15.06% of the voting rights attached to the Company's issued share capital. No other notifications have been received that update the above table.

Key service providers

The Board has adopted an outsourced business model and has appointed the following key service providers:

Manager

The Company is an Alternative Investment Fund as defined by the AIFM Directive and has appointed Schroder Unit Trusts Limited ("SUTL") as the Manager in accordance with the terms of an Alternative Investment Fund Manager ("AIFM") Agreement. The AIFM Agreement, which is governed by the laws of England and Wales, can be terminated by either party on three months' notice or on immediate notice in the event of certain breaches or the insolvency of either party. As at the date of this Report no such notice had been given by either party.

Report of the Directors

SUTL is authorised and regulated by the FCA and provides portfolio management, risk management, accounting and company secretarial services to the Company under the AIFM Agreement. The Manager also provides general marketing support for the Company and manages relationships with key investors, in conjunction with the Chairman, other Board members or the corporate broker as appropriate. The Manager has delegated investment management, accounting and company secretarial services to another wholly owned subsidiary of Schroders plc, Schroder Investment Management Limited. The Manager has in place appropriate professional indemnity cover.

The Schroders Group manages £416.3 billion (as at 31 March 2017) on behalf of institutional and retail investors, financial institutions and high net worth clients from around the world, invested in a broad range of asset classes across equities, fixed income, multi-asset and alternatives.

The fee waiver which came into effect following the departure of a previous lead portfolio manager in September 2014 came to an end during December 2015, following which a management fee of 0.5% p.a. has been payable.

The management fee payable in respect of the year ended 30 April 2017 amounted to £1,476,000 (2016: £503,000).

Details of all amounts payable to the Manager are set out in note 15 on page 39.

The Board has reviewed the performance of the Manager during the year under review and continues to consider that it has the appropriate depth and quality of resource to deliver superior returns over the longer term. Thus, the Board considers that the Manager's appointment under the terms of the AIFM Agreement, further details of which are set out above, is in the best interests of shareholders as a whole.

Depositary

HSBC Bank plc, which is authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority, carries out certain duties of a Depositary specified in the AIFM Directive including, in relation to the Company, as follows:

– safekeeping of the assets of the Company which are entrusted to it;

– cash monitoring and verifying the Company's cash flows; and

– oversight of the Company and the Manager.

The Company, the Manager and the Depositary may terminate the Depositary Agreement at any time by giving 90 days' notice in writing. The Depositary may only be removed from office when a new Depositary is appointed by the Company.

Corporate Governance Statement

The Board is committed to high standards of corporate governance and has implemented a framework for corporate governance which it considers to be appropriate for an investment trust in order to comply with the principles of the UK Corporate Governance Code. The Financial Reporting Council published a revised version of the UK Corporate Governance Code in April 2017 (the "Code") which applies to accounting periods beginning on or after 17 June 2016. As the Company complies with the provisions of the Code, it has adopted, and elected to disclose against, its provisions ahead of requirements and the disclosures in this Statement report against its provisions. The Code is published by the UK Financial Reporting Council and is available to download from www.frc.org.uk.

Compliance statement

The UK Listing Authority requires all UK listed companies to disclose how they have complied with the provisions of the Code. This Corporate Governance Statement, together with the Statement of Directors' Responsibilities on page 22 and the viability and going concern statements set out on page 13 indicate how the Company has complied with the Code's principles of good governance and its requirements on internal control.

The Board believes that the Company has, throughout the year under review, complied with all relevant provisions set out in the Code.

Operation of the Board

Chairman

The Chairman is an independent non-executive Director who is responsible for leadership of the Board and ensuring its effectiveness in all aspects of its role. The Chairman's other significant commitments are detailed on page 14. She has no conflicting relationships.

Role and operation of the Board

The Board is the Company's governing body; it sets the Company's strategy and is collectively responsible to shareholders for its long term success. The Board is responsible for appointing and subsequently monitoring the activities of the Manager and other service providers to ensure that the investment objectives of the Company continue to be met. The Board also ensures that the Manager adheres to the investment restrictions set by the Board and acts within the parameters set by it in respect of any gearing.

A formal schedule of matters specifically reserved for decision by the Board has been defined and a procedure adopted for Directors, in the furtherance of their duties, to take independent professional advice at the expense of the Company.

The Chairman ensures that all Directors receive relevant management, regulatory and financial information in a timely manner and that they are provided, on a regular basis, with key information on the Company's policies, regulatory requirements and internal controls. The Board receives and considers reports regularly from the Manager and other key advisers and ad hoc reports and information are supplied to the Board as required.

Report of the Directors

The Board is satisfied that it is of sufficient size with an appropriate balance of diverse skills and experience, independence and knowledge of the Company, its sector and the wider investment trust industry, to enable it to discharge its duties and responsibilities effectively and that no individual or group of individuals dominates decision making.

Training and development

On appointment, Directors receive a full, formal and tailored induction. Directors are also regularly provided with key information on the Company's policies, regulatory and statutory requirements and internal controls. Changes affecting Directors' responsibilities are advised to the Board as they arise. Directors also regularly participate in relevant training and industry seminars. Training and development needs are included as part of the evaluation process and are agreed with the Chairman.

Conflicts of interest

The Board has approved a policy on Directors' conflicts of interest. Under this policy, Directors are required to disclose all actual and potential conflicts of interest to the Board as they arise for consideration and approval. The Board may impose restrictions or refuse to authorise such conflicts if deemed appropriate.

Board evaluation

In order to review the effectiveness of the Board, the Committees and the individual Directors, a thorough evaluation process is in place. This is implemented by way of a questionnaire and discussions with the Chairman. In respect of the Chairman herself, discussions are held between the Directors and the Senior Independent Director. The process is considered by the Board to be constructive in terms of identifying areas for improving the functioning and performance of the Board and the Committees, the contribution of individual Directors and building and developing individual and collective strengths. The last evaluation took place in December 2016.

Directors' and officers' liability insurance and indemnity

Directors' and officers' liability insurance cover was in place for the Directors throughout the year. The Company's Articles of Association provide, subject to the provisions of UK legislation, an indemnity for Directors in respect of costs which they may incur relating to the defence of any proceedings brought against them arising out of their positions as Directors, in which they are acquitted or judgment is given in their favour by the Court. This indemnity was in place throughout the year under review and to the date of this report.

Directors' attendance at meetings

Five Board meetings are usually scheduled each year to deal with matters including: the setting and monitoring of investment strategy; approval of borrowings and/or cash positions; and review of investment performance, the level of discount of the Company's shares to underlying net asset value, promotion of the Company and services provided by third parties. Additional meetings of the Board are arranged as required.

The number of meetings of the Board and its committees held during the financial year, and the attendance of individual Directors, is shown below. Whenever possible all Directors attend the Annual General Meeting.

Director	Board	Management Engagement Committee	Nomination and Remuneration Committee	Audit Committee
Alan Clifton[1]	2/6	0/1	1/4	1/2
Bob Cowdell	6/6	1/1	4/4	2/2
Carolan Dobson	6/6	1/1	4/4	2/2
Andrew Hutton	6/6	1/1	4/4	2/2
Stella Pirie	6/6	1/1	4/4	2/2

[1]Mr Clifton retired as a Director on 4 August 2016.

The Board is satisfied that the Chairman and each of the other non-executive Directors commits sufficient time to the affairs of the Company to fulfil their duties as Directors.

Relations with shareholders

Shareholder relations are given high priority by both the Board and the Manager. The Company communicates with shareholders through its webpage and the Annual Report which aims to provide shareholders with a clear understanding of the Company's activities and its results.

The Chairmen of the Board and its committees, as well as the Senior Independent Director, attend the Annual General Meeting ("AGM") and are available to respond to queries and concerns from shareholders.

It is the intention of the Board that the Annual Report and Notice of the AGM be issued to shareholders so as to provide at least 20 working days notice of the AGM. Shareholders wishing to lodge questions in advance of the AGM are invited to do so by writing to the Company Secretary at the address given on the outside back cover.

The Company has adopted a policy on complaints and other shareholder communications which ensures that shareholder complaints and communications addressed to the Company Secretary, the Chairman or the Board are, in each case, considered by the Chairman and the Board.

Committees

In order to assist the Board in fulfilling its governance responsibilities, it has delegated certain functions to Committees. The roles and responsibilities of these Committees, together with details of work undertaken during the year under review, is outlined over the next few pages.

Report of the Directors

The Committees of the Board have defined Terms of Reference which are available on the webpage www.schroders.co.uk/ukgrowth. Membership of the Committees is set out on pages 14 and 15 of this Report.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee is responsible for succession planning bearing in mind the balance of skills, knowledge, experience and diversity existing on the Board and will recommend to the Board when the further recruitment of non-executive Directors is required. The Nomination and Remuneration Committee aims to maintain a balance of relevant skills, experience and length of service of the Directors serving on the Board, taking gender into account. The Nomination and Remuneration Committee also reviews and makes recommendations to the Board in respect of the level of remuneration paid to Directors.

Before the appointment of a new Director, the Committee prepares a description of the role and capabilities required for a particular appointment. While the Committee is dedicated to selecting the best person for the role, the Board also recognises the importance of diversity. The Board agrees that its members should overall possess a range of experience, knowledge, professional skills and personal qualities as well as independence necessary to provide effective oversight of the affairs of the Company. These qualities are taken into account in considering the appointment of a new Director. The Board does not consider it appropriate or to be in the interests of shareholders as a whole to establish prescriptive diversity targets.

Candidates are drawn from suggestions put forward either from recommendation from within the Company or by the use of an external agency. Candidates are then interviewed by members of the Committee, which makes a recommendation to the Board. In respect of the appointment of Andrew Westenberger, the Committee utilised the services of an external search consultancy, Sapphire Partners, in the selection of suitable candidates for a new Director, as the quality of candidates and specific requirements were better met by using an external agency. Sapphire Partners has no other connections with the Company.

To discharge its duties, the Committee met on four occasions during the year to consider Board balance, skills, remuneration and succession planning, including the appointment of a new non-executive Director, recommending the appointment of Mr Andrew Westenberger to the Board for approval.

Management Engagement Committee

The role of the Management Engagement Committee is to ensure that the Manager remains suitable to manage the portfolio, that the management contract is competitive and reasonable for the shareholders, and that the Company maintains appropriate administrative and company secretarial support. The Committee also reviews the services provided by other service providers. All Directors are members of the Management Engagement Committee which is chaired by the Chairman of the Board. The Board considers each member of the Committee to be independent.

To discharge its duties, the Committee met on one occasion during the year to consider: the performance and suitability of the manager; the terms and conditions of the AIFM Agreement, including fees; the performance and suitability of other service providers, and the Committee's Terms of Reference.

By Order of the Board

Schroder Investment Management Limited
Company Secretary

6 July 2017

Report of the Audit Committee

The responsibilities and work carried out by the Audit Committee in the year under review are set out in the following report. The duties and responsibilities of the Committee may be found in the Terms of Reference. Membership of the Committee is as set out on pages 14 and 15. The Board has satisfied itself that at least one of the Committee's members has recent and relevant financial experience.

The Committee met twice during the year ended 30 April 2017. The Committee discharged its responsibilities by:

- considering its Terms of Reference;
- reviewing the operational controls maintained by the Manager and Depositary;
- reviewing the Half Year and Annual Report and Accounts and related audit plan and engagement letter;
- reviewing the need for an internal audit function;
- reviewing the independence of the Auditors;
- evaluating the Auditors' performance; and
- reviewing the principal risks faced by the Company and the system of internal control.

Annual report and financial statements

During its review of the Company's financial statements for the year ended 30 April 2017, the Committee considered the significant issues set out in the table below, including consideration of principal risks and uncertainties in light of the Company's activities, and issues communicated by the Auditors during its reporting.

As a result of the work performed, the Committee has concluded that the Annual Report for the year ended 30 April 2017, taken as a whole, is fair, balanced and understandable and provides the information necessary for shareholders to assess the Company's position, performance, business model and strategy, and has reported on these findings to the Board. The Board's conclusions in this respect are set out in the Statement of Directors' responsibilities in respect of the Annual Report and Accounts on page 22.

Issue considered	How the issue was addressed
– Valuation and existence of holdings	– Review of portfolio holdings and assurance reports on controls from the Manager and Depositary.
– Recognition of investment income	– Consideration of dividends received against forecast and the allocation of special dividends to income or capital.
– Overall accuracy of the Annual Report and Accounts	– Consideration of the draft Annual Report and Accounts and the letter from the Manager in support of the letter of representation to the Auditor.
– Calculation of the investment management fee	– Consideration of methodology used to calculate the fee, matched against the criteria set out in the AIFM Agreement.
– Internal controls and risk management	– Consideration of several key aspects of internal control and risk management operating within the Manager and Depositary.
– Compliance with the investment trust qualifying rules in S1158 of the Corporation Tax Act 2010	– Consideration of the Manager's report confirming compliance.

Report of the Audit Committee

Effectiveness of the independent audit process

The Committee evaluated the effectiveness of the independent audit firm and process prior to making a recommendation on its re-appointment at the forthcoming Annual General Meeting. This evaluation involved an assessment of the effectiveness of the Auditors' performance against agreed criteria including: qualification; knowledge, expertise and resources; independence policies; effectiveness of audit planning; adherence to auditing standards; and overall competence. As part of the evaluation, the Committee considered feedback from the Manager on the audit process and the year end report from the Auditors, which details compliance with regulatory requirements, on safeguards that have been established, and on their own internal quality control procedures. The members of the Committee also met the Auditors without representatives of the Manager present.

Representatives of the Auditors attend the Committee meeting at which the draft Annual Report and Accounts is considered. Having reviewed the performance of the Auditors as described above, the Committee considered it appropriate to recommend the firm's re-appointment.

The Auditors are required to rotate the Senior Statutory Auditor every five years. This is the fifth and final year that the Senior Statutory Auditor will conduct the audit of the Company's financial statements and the appointment of his successor will be considered by the Committee.

PricewaterhouseCoopers LLP has provided audit services to the Company from its incorporation in 1994 to date. The Statutory Auditors and Third Country Regulations 2016 (the "Regulations") were published on 17 June 2016 and take effect for financial periods commencing on or after that date. The Audit Committee has reviewed the impact of the Regulations on the Company's current policies, noting that they include mandatory periodic rotation of the Auditors and re-tendering of the audit contract. PricewaterhouseCoopers LLP will need to be replaced as the Company's Auditors before commencement of the audit in 2021 and the Audit Committee will put the audit contract out to tender prior to that date. The tender process will be overseen by the Committee which will invite a number of audit firms to participate before making a recommendation to the Board for approval. PricewaterhouseCoopers LLP is prevented from taking part in the process under the Regulations.

There are no contractual obligations restricting the choice of external auditors.

Independent Auditors

PricewaterhouseCoopers LLP have indicated their willingness to continue in office. Accordingly, resolutions to re-appoint PricewaterhouseCoopers LLP as auditors to the Company, and to authorise the Directors to determine their remuneration will be proposed at the AGM.

Provision of information to the Auditors

The Directors at the date of approval of this Report confirm that, so far as each of them is aware, there is no relevant audit information of which the Company's Auditors are unaware; and each Director has taken all the steps that he or she ought to have taken as a Director in order to make himself or herself aware of any relevant audit information and to establish that the Company's Auditors are aware of that information.

Provision of non-audit services

The Committee has reviewed the FRC's Guidance on Committees and has formulated a policy on the provision of non-audit services by the Company's Auditors. The Audit Committee has determined that the Company's appointed Auditors will not be considered for the provision of certain non-audit services, such as accounting and preparation of the financial statements, internal audit and custody. The Auditors may, if required, provide other non-audit services however, and this will be judged on a case-by-case basis.

The Auditors have provided taxation compliance services to the Company during the year, for which they received a fee of £2,000 (2016: £2,000).

Internal audit

The Company does not have an internal audit function; it delegates to third parties most of its operations and does not employ any staff. The Committee will continue to monitor the system of internal control in order to provide assurance that it operates as intended and the Directors will continue to annually review whether an internal audit function is needed.

Stella Pirie
Audit Committee Chairman

6 July 2017

Statement of directors' responsibilities in respect of the Annual Report and Accounts

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements 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). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements and the Directors' Remuneration Report comply with the Companies Act 2006.

The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

The directors consider that the annual report and accounts, taken as a whole, is fair, balanced and understandable and provides the information necessary for shareholders to assess the company's performance, business model and strategy.

Each of the directors, whose names and functions are listed in the Board of Directors on pages 14 and 15 confirm that, to the best of their knowledge:

- the company financial statements, which have been 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), give a true and fair view of the assets, liabilities, financial position and profit of the company; and
- the Strategic Report includes a fair review of the development and performance of the business and the position of the company, together with a description of the principal risks and uncertainties that it faces.

On behalf of the Board

Carolan Dobson
Chairman

6 July 2017

Remuneration Report

Introduction

This Report has been prepared in accordance with the relevant provisions of the Companies Act 2006 and the Large and Medium-sized Companies and Groups (Accounts and Reports) (Amendment) Regulations 2013.

The following Remuneration Policy is currently in force and is subject to a binding vote every three years. An ordinary resolution to approve the Remuneration Policy will be put to shareholders at the forthcoming AGM and the current policy provisions will apply until that date (no changes are proposed). In addition, the below Directors' annual report on remuneration is subject to an annual advisory vote. An ordinary resolution to approve this Report will be put to shareholders at the forthcoming AGM.

At the AGM held on 5 August 2014, 99.78% of the votes cast (including votes cast at the Chairman's discretion) in respect of approval of the Directors' Remuneration Policy were in favour, while 0.22% were against. 14,615,232 votes were withheld.

At the AGM held on 4 August 2016, 94.15% of the votes cast (including votes cast at the Chairman's discretion) in respect of approval of the Report on Remuneration for the year ended 30 April 2016 were in favour, while 5.85% were against. 24,620 votes were withheld.

Directors' remuneration policy

The determination of the Directors' fees is a matter considered by the Nomination and Remuneration Committee and recommended to the Board for adoption.

It is the Board's policy to determine the level of Directors' remuneration having regard to amounts payable to non-executive directors in the industry generally, the role that individual directors fulfil in respect of Board and Committee responsibilities, and time committed to the Company's affairs, taking into account the aggregate limit of fees set out in the Company's Articles of Association. This aggregate level of Directors' fees is currently set at £200,000 per annum and any increase in this level requires approval by the Board and the Company's shareholders. The Chairman of the Board, the Chairman of the Audit Committee and the Senior Independent Director each receive fees at a higher rate than the other Directors to reflect their additional responsibilities. Directors' fees are set at a level to recruit and retain individuals of sufficient calibre, with the level of knowledge, experience and expertise necessary to promote the success of the Company in reaching its short and long term strategic objectives.

The Board and its Committees exclusively comprise non-executive Directors. No Director past or present has an entitlement to a pension, and the Company has not, and does not intend to operate a share scheme for Directors or to award any share options or long term performance incentives to any Director. No Director has a service contract with the Company. However Directors have a letter of appointment. Directors do not receive exit payments and are not provided with any compensation for loss of office. No other payments are made to Directors other than the reimbursement of reasonable out-of-pocket expenses incurred in attending to the Company's business.

The terms of Directors' letters of appointment are available for inspection at the Company's registered office address during normal business hours and during the Annual General Meeting at the location of such meeting.

The Board did not seek the views of shareholders in setting this Remuneration Policy. Any comments on the Policy received from shareholders would be considered on a case-by-case basis.

As the Company does not have any employees, no employee pay and employment conditions were taken into account when setting this Remuneration Policy and no employees were consulted in its construction.

Directors' fees are reviewed annually and take into account research from third parties on the fee levels of directors of peer group companies, as well as industry norms and factors affecting the time commitment expected of the Directors. New Directors are subject to the provisions set out in this Remuneration Policy.

Directors' annual report on remuneration

This Report sets out how the Directors' remuneration policy was implemented during the year ended 30 April 2017.

Fees paid to Directors

The following amounts were paid by the Company to the Directors for services as non-executive Directors in respect of the year ended 30 April 2017 and the previous financial year:

	Salary/fees 2017 £	Salary/fees 2016 £
Carolan Dobson (Chairman)[1]	**32,434**	25,000
Alan Clifton[2]	**9,133**	35,000
Bob Cowdell	**25,000**	25,000
Andrew Hutton	**27,000**	25,000
Stella Pirie	**28,000**	28,000
	121,567	138,000

[1]Appointed Chairman on 4 August 2016.
[2]Retired as Chairman and as a Director on 4 August 2016.

The information in the above table has been audited.

Consideration of matters relating to Directors' remuneration

Directors' remuneration was last reviewed by the Board in June 2017. The members of the Board at the time that remuneration levels were considered were as set out on pages 14 and 15 of this Annual Report (except Mr Westenberger had yet to be appointed at the date of the review that took place in March 2017). Although no external advice was sought in considering the levels of Directors' fees, information on fees paid to Directors of other investment trusts managed by Schroders and peer group companies provided by the Manager and corporate broker was taken into consideration.

During the year under review, the Board agreed that the Senior Independent Director should receive an additional £2,000 per annum effective from 1 May 2016, to reflect his additional responsibilities.

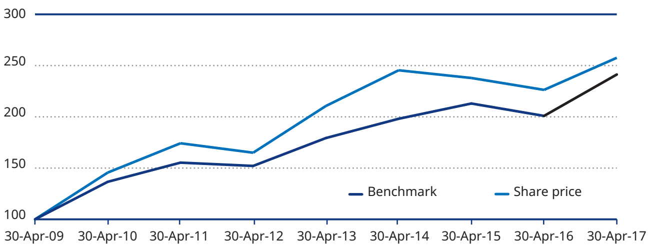
Following the review in June 2017, the Board agreed that Directors' fees should be increased by 2.9%, being the increase in the Consumer Price Index during the financial year under review. This increase took effect from 1 May 2017. Directors' fees were last increased in November 2013.

Expenditure by the Company on remuneration and distributions to shareholders

The table below compares the remuneration paid to Directors to distributions made to shareholders during the year under review and the prior financial year. In considering these figures, shareholders should take into account the Company's investment objective.

	Year ended 30 April 2017 £'000	Year ended 30 April 2016 £'000	Change %
Remuneration payable to Directors	**122**	138	–11.6
Distributions paid to shareholders			
Dividends	**8,433**	9,798	–13.9
Share buybacks	**7,955**	880	+804.0
Total distributions paid to shareholders	**16,388**	10,678	53.5

8 year share price and benchmark total returns



Source: Morningstar/Thomson Reuters. Rebased to 100 at 30 April 2009.

Directors' share interests

The Company's Articles of Association do not require Directors to own shares in the Company. The interests of Directors, including those of connected persons, at the beginning and end of the financial year under review are set out below.

	At 30 April 2017	At 1 May 2016
Carolan Dobson	**15,960**	15,960
Bob Cowdell	**8,648**	8,648
Andrew Hutton	**50,000**	50,000
Stella Pirie	**48,324**	47,638

The information in the above table has been audited (see Independent Auditors' Report on pages 25 to 29).

Carolan Dobson
Chairman

6 July 2017

Independent Auditors' Report to the Members of Schroder UK Growth Fund plc

Report on the financial statements

Our opinion

In our opinion, Schroder UK Growth Fund plc's financial statements (the "financial statements"):

- give a true and fair view of the state of the Company's affairs as at 30 April 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

What we have audited

The financial statements, included within the Annual Report and Accounts (the "Annual Report"), comprise:

- the Statement of Financial Position as at 30 April 2017;
- the Income Statement for the year then ended;
- the Statement of Changes in Equity for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

Certain required disclosures have been presented elsewhere in the Annual Report, rather than in the notes to the financial statements. These are cross-referenced from the financial statements and are identified as audited.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law (United Kingdom Generally Accepted Accounting Practice).

Our audit approach

Overview

Materiality

- Overall materiality: £3.0 million which represents 1% of net assets.

Audit Scope

- The Company is a standalone Investment Trust Company and engages Schroder Unit Trusts Limited (the "Manager") to manage its assets.
- We conduct our audit of the financial statements at the offices of HSBC Securities Services, to whom the Manager has, with the consent of the Directors, delegated the provision of certain administrative functions.
- We tailored the scope of our audit taking into account the types of investments within the Company, the involvement of the third parties referred to above, the accounting processes and controls, and the industry in which the Company operates.

Areas of focus

- Income from investments.
- Valuation and existence of investments.

The scope of our audit and our areas of focus

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)").

We designed our audit by determining materiality and assessing the risks of material misstatement in the financial statements. In particular, we looked at where the Directors made subjective judgements, for example in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits we also addressed the risk of management override of internal controls, including evaluating whether there was evidence of bias by the Directors that represented a risk of material misstatement due to fraud.

The risks of material misstatement that had the greatest effect on our audit, including the allocation of our resources and effort, are identified as "areas of focus" in the table below. We have also set out how we tailored our audit to address these specific areas in order to provide an opinion on the financial statements as a whole, and any comments we make on the results of our procedures should be read in this context. This is not a complete list of all risks identified by our audit.

Independent Auditors' Report to the Members of Schroder UK Growth Fund plc

Area of focus	How our audit addressed the area of focus
Income from investments Refer to page 20 (Report of the Audit Committee), page 33 (Accounting Policies) and page 35 (Notes to the Accounts). ISAs (UK & Ireland) presume there is a risk of fraud in income recognition. We considered this risk to specifically relate to the risk of overstating investment gains and the misclassification of dividend income as capital rather than revenue due to the pressure management may feel to achieve capital growth in line with the objective of the Company. We focused on the valuation of investments with respect to gains on investments and the accuracy and completeness of dividend income recognition and its presentation in the Income Statement as set out in the requirements of The Association of Investment Companies Statement of Recommended Practice (the "AIC SORP").	We assessed the accounting policy for income recognition for compliance with accounting standards and the AIC SORP and performed testing to check that income had been accounted for in accordance with this stated accounting policy. We found that the accounting policies implemented were in accordance with accounting standards and the AIC SORP, and that income has been accounted for in accordance with the stated accounting policy. We understood and assessed the design and implementation of key controls surrounding income recognition. The gains/losses on investments held at fair value comprise realised and unrealised gains/losses. For unrealised gains and losses, we tested the valuation of the portfolio at the year end (see below), together with testing the reconciliation of opening and closing investments. For realised gains/losses, we tested a sample of disposal proceeds by agreeing the proceeds to bank statements and we re-performed the calculation of a sample of realised gains/losses. No misstatements were identified by our testing which required reporting to those charged with governance. In addition, we tested dividend receipts by agreeing the dividend rates from a sample of investments to independent third party sources. No misstatements were identified by our testing which required reporting to those charged with governance. To test for completeness, we tested that the appropriate dividends had been received in the year by reference to independent data of dividends declared for all dividends during the year. Our testing did not identify any unrecorded dividends. We tested the allocation and presentation of dividend income between the revenue and capital return columns of the Income Statement in line with the requirements set out in the AIC SORP. We then tested the classification of income and capital special dividends to independent third party sources. We did not find any special dividends that were not treated in accordance with the AIC SORP.
Valuation and existence of investments. Refer to pages 20 (Report of the Audit Committee), page 33 (Accounting Policies) and page 37 (Notes to the Accounts). The investment portfolio at 30 April 2017 comprised of listed equity investments of £300 million. We focused on the valuation and existence of investments because investments represent the principal element of the net asset value as disclosed in the Statement of Financial Position in the financial statements.	We 100% tested the valuation of the listed investments by agreeing the prices used in the valuation to independent third party sources. No misstatements were identified by our testing which required reporting to those charged with governance. We agreed the existence of investments to independent third party sources by agreeing the holdings of investments to an independent confirmation from the Depositary, HSBC Bank plc. No differences were identified.

Independent Auditors' Report to the Members of Schroder UK Growth Fund plc

How we tailored the audit scope

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial statements as a whole, taking into account the types of investments within the Company, the involvement of the Manager and HSBC, the accounting processes and controls, and the industry in which the Company operates.

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). The Company's accounting is delegated to HSBC who maintains its own accounting records and controls and reports to the Manager and the Directors.

We conducted a fully substantive audit; however, as part of our risk assessment, we assessed the control environment in place at both the Manager and HSBC to obtain an understanding of the controls environment in place at the service providers. This assessment of the operating and accounting structure in place at both organisations involved obtaining and analysing the relevant control reports issued by the independent auditor of the Manager and HSBC. Following this assessment, we applied professional judgement to determine the extent of testing required over each balance in the financial statements.

Materiality

The scope of our audit was influenced by our application of materiality. We set certain quantitative thresholds for materiality. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures on the individual financial statement line items and disclosures and in evaluating the effect of misstatements, both individually and on the financial statements as a whole.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

Overall materiality	£3.0 million (2016: £2.7 million).
How we determined it	1% of net assets.
Rationale for benchmark applied	We have applied this benchmark, a generally accepted auditing practice for investment trust audits, in the absence of indicators that an alternative benchmark would be appropriate and because we believe this provides an appropriate and consistent year-on-year basis for our audit.

We agreed with the Audit Committee that we would report to them misstatements identified during our audit above £152,000 (2016: £138,000) as well as misstatements below that amount that, in our view, warranted reporting for qualitative reasons.

Going concern

Under the Listing Rules we are required to review the Directors' statement, set out on page 13, in relation to going concern. We have nothing to report having performed our review.

Under ISAs (UK & Ireland) we are required to report to you if we have anything material to add or to draw attention to in relation to the Directors' statement about whether they considered it appropriate to adopt the going concern basis in preparing the financial statements. We have nothing material to add or to draw attention to.

As noted in the Directors' statement, the Directors have concluded that it is appropriate to adopt the going concern basis in preparing the financial statements. The going concern basis presumes that the Company has adequate resources to remain in operation, and that the Directors intend it to do so, for at least one year from the date the financial statements were signed. As part of our audit we have concluded that the Directors' use of the going concern basis is appropriate. However, because not all future events or conditions can be predicted, these statements are not a guarantee as to the Company's ability to continue as a going concern.

Other required reporting

Consistency of other information and compliance with applicable requirements

Companies Act 2006 reporting

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

Independent Auditors' Report to the Members of Schroder UK Growth Fund plc

In addition, in light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we are required to report if we have identified any material misstatements in the Strategic Report and the Report of the Directors. We have nothing to report in this respect.

ISAs (UK & Ireland) reporting

Under ISAs (UK & Ireland) we are required to report to you if, in our opinion:

– information in the Annual Report is: – materially inconsistent with the information in the audited financial statements; or – apparently materially incorrect based on, or materially inconsistent with, our knowledge of the Company acquired in the course of performing our audit; or – otherwise misleading.	We have no exceptions to report.
– the statement given by the Directors on page 22, in accordance with provision C.1.1 of the UK Corporate Governance Code (the "Code"), that they consider the Annual Report taken as a whole to be fair, balanced and understandable and provides the information necessary for members to assess the Company's position and performance, business model and strategy is materially inconsistent with our knowledge of the Company acquired in the course of performing our audit.	We have no exceptions to report.
– the section of the Annual Report on page 20, as required by provision C.3.8 of the Code, describing the work of the Audit Committee does not appropriately address matters communicated by us to the Audit Committee.	We have no exceptions to report.

The Directors' assessment of the prospects of the Company and of the principal risks that would threaten the solvency or liquidity of the Company

Under ISAs (UK & Ireland) we are required to report to you if we have anything material to add or to draw attention to in relation to:

– the Directors' confirmation on page 11 of the Annual Report, in accordance with provision C.2.1 of the Code, that they have carried out a robust assessment of the principal risks facing the Company, including those that would threaten its business model, future performance, solvency or liquidity.	We have nothing material to add or to draw attention to.
– the disclosures in the Annual Report that describe those risks and explain how they are being managed or mitigated.	We have nothing material to add or to draw attention to.
– the Directors' explanation on page 13 of the Annual Report, in accordance with provision C.2.2 of the Code, as to how they have assessed the prospects of the Company, over what period they have done so and why they consider that period to be appropriate, and their statement as to whether they have a reasonable expectation that the Company will be able to continue in operation and meet its liabilities as they fall due over the period of their assessment, including any related disclosures drawing attention to any necessary qualifications or assumptions.	We have nothing material to add or to draw attention to.

Under the Listing Rules we are required to review the Directors' statement that they have carried out a robust assessment of the principal risks facing the Company and the Directors' statement in relation to the longer-term viability of the Company. Our review was substantially less in scope than an audit and only consisted of making inquiries and considering the Directors' process supporting their statements; checking that the statements are in alignment with the relevant provisions of the Code; and considering whether the statements are consistent with the knowledge acquired by us in the course of performing our audit. We have nothing to report having performed our review.

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements and the part of the Remuneration Report to be audited are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Independent Auditors' Report to the Members of Schroder UK Growth Fund plc

Directors' remuneration

Remuneration report – Companies Act 2006 opinion

In our opinion, the part of the Remuneration Report to be audited has been properly prepared in accordance with the Companies Act 2006.

Other Companies Act 2006 reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of Directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Corporate governance statement

Under the Listing Rules we are required to review the part of the Corporate Governance Statement relating to ten further provisions of the Code. We have nothing to report having performed our review.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the Directors

As explained more fully in the Statement of Directors' Responsibilities in respect of the Annual Report and Accounts set out on page 22, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 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.

What an audit of financial statements involves

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the Directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the Directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report. With respect to the Strategic Report and Report of the Directors, we consider whether those reports include the disclosures required by applicable legal requirements.

Richard McGuire (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

6 July 2017

- The maintenance and integrity of the Schroders website is the responsibility of the Directors; the work carried out by the auditors does not involve consideration of these matters and, accordingly, the auditors accept no responsibility for any changes that may have occurred to the financial statements since they were initially presented on the website.
- Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Income Statement for the year ended 30 April 2017

	Notes	2017 Revenue £'000	2017 Capital £'000	2017 Total £'000	2016 Revenue £'000	2016 Capital £'000	2016 Total £'000
Gains/(losses) on investments held at fair value through profit or loss	2	–	37,665	37,665	–	(22,277)	(22,277)
Income from investments	3	10,068	–	10,068	9,836	88	9,924
Other interest receivable and similar income	3	1	–	1	3	–	3
Gross return/(loss)		10,069	37,665	47,734	9,839	(22,189)	(12,350)
Investment management fee	4	(443)	(1,033)	(1,476)	(151)	(352)	(503)
Administrative expenses	5	(375)	–	(375)	(430)	–	(430)
Net return/(loss) on ordinary activities before taxation		9,251	36,632	45,883	9,258	(22,541)	(13,283)
Taxation on ordinary activities	6	(3)	–	(3)	4	–	4
Net return/(loss) on ordinary activities after taxation		9,248	36,632	45,880	9,262	(22,541)	(13,279)
Return/(loss) per share	8	5.83p	23.09p	28.92p	5.77p	(14.04)p	(8.27)p

Dividends declared in respect of the financial year ended 30 April 2017 amount to 5.40p (2016: 5.20p) per share. Further information on dividends is given in note 7 on pages 36 and 37.

The "Total" column of this statement is the profit and loss account of the Company. The "Revenue" and "Capital" columns represent supplementary information prepared under guidance issued by The Association of Investment Companies. The Company has no other items of other comprehensive income, and therefore the net return on ordinary activities after taxation is also the total comprehensive income for the year.

All revenue and capital items in the above statement derive from continuing operations. No operations were acquired or discontinued in the year.

The notes on pages 33 to 44 form an integral part of these accounts.

Statement of Changes in Equity for the year ended 30 April 2017

	Called-up share capital £'000	Share premium £'000	Capital redemption reserve £'000	Warrant exercise reserve £'000	Share purchase reserve £'000	Capital reserves £'000	Revenue reserve £'000	Total £'000
At 30 April 2015	40,229	9,875	19,759	417	78,071	142,012	8,474	298,837
Net (loss)/return on ordinary activities after taxation	–	–	–	–	–	(22,541)	9,262	(13,279)
Repurchase of the Company's own shares into treasury	–	–	–	–	(880)	–	–	(880)
Dividends paid in the year	–	–	–	–	–	–	(9,798)	(9,798)
At 30 April 2016	40,229	9,875	19,759	417	77,191	119,471	7,938	274,880
Net return on ordinary activities after taxation	–	–	–	–	–	36,632	9,248	45,880
Repurchase of the Company's own shares into treasury	–	–	–	–	(7,955)	–	–	(7,955)
Dividends paid in the year	–	–	–	–	–	–	(8,433)	(8,433)
At 30 April 2017	**40,229**	**9,875**	**19,759**	**417**	**69,236**	**156,103**	**8,753**	**304,372**

The notes on pages 33 to 44 form an integral part of these accounts.

Statement of Financial Position at 30 April 2017

	Note	2017 £'000	2016 £'000
Fixed assets			
Investments held at fair value through profit or loss	9	**300,204**	267,828
Current assets			
Debtors	10	**4,357**	3,503
Cash at bank and in hand		**1,712**	5,553
		6,069	9,056
Current liabilities			
Creditors: amounts falling due within one year	11	**(1,901)**	(2,004)
Net current assets		**4,168**	7,052
Total assets less current liabilities		**304,372**	274,880
Net assets		**304,372**	274,880
Capital and reserves			
Called-up share capital	12	**40,229**	40,229
Share premium	13	**9,875**	9,875
Capital redemption reserve	13	**19,759**	19,759
Warrant exercise reserve	13	**417**	417
Share purchase reserve	13	**69,236**	77,191
Capital reserves	13	**156,103**	119,471
Revenue reserve	13	**8,753**	7,938
Total equity shareholders' funds		**304,372**	274,880
Net asset value per share	14	**195.63p**	171.40p

These accounts were approved and authorised for issue by the Board of Directors on 6 July 2017 and signed on its behalf by:

Carolan Dobson
Chairman

The notes on pages 33 to 44 form an integral part of these accounts.

Registered in England and Wales

Company registration number: 2894077

Notes to the Accounts

1. Accounting Policies

(a) Basis of accounting

The accounts are prepared in accordance with the Companies Act 2006, United Kingdom Generally Accepted Accounting Practice ("UK GAAP"), in particular in accordance with Financial Reporting Standard (FRS) 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and with the Statement of Recommended Practice "Financial Statements of Investment Trust Companies and Venture Capital Trusts" (the "SORP") issued by the Association of Investment Companies in November 2014 and updated in January 2017. All of the Company's operations are of a continuing nature.

The accounts have been prepared on a going concern basis under the historical cost convention, as modified by the revaluation of investments held at fair value through profit or loss.

The accounts are presented in sterling and amounts have been rounded to the nearest thousand.

The accounting policies applied to these accounts are consistent with those applied in the accounts for the year ended 30 April 2016.

(b) Valuation of investments

The Company's business is investing in financial assets with a view to profiting from their total return in the form of income and capital growth. This portfolio of financial assets is managed and its performance evaluated on a fair value basis, in accordance with a documented investment strategy and information is provided internally on that basis to the Company's Board of Directors. Accordingly, upon initial recognition the investments are designated by the Company as "held at fair value through profit or loss". Investments are included initially at fair value which is taken to be their cost. Subsequently investments are valued at fair value, which are quoted bid prices for investments traded in active markets.

All purchases and sales are accounted for on a trade date basis.

The Company has early adopted an amendment to paragraph 34.22 of FRS 102, issued by the Financial Reporting Council in March 2016, regarding the criteria used to categorise investments into the fair value hierarchy set out in note 17 on page 40.

(c) Accounting for reserves

The Company has early adopted an amendment to paragraph 34.22 of FRS 102, issued by the Financial Reporting Council in March 2016, regarding the criteria used to categorise investments into the fair value hierarchy set out in note 17 on page 40.

Gains and losses on sales of investments are included in the Income Statement and in capital reserves within "Gains and losses on sales of investments". Increases and decreases in the valuation of investments held at the year end are included in the Income Statement and in capital reserves within "Investment holding gains and losses".

(d) Income

Dividends receivable are included in revenue on an ex-dividend basis except where, in the opinion of the Board, the dividend is capital in nature, in which case it is included in capital.

Where the Company has elected to receive scrip dividends in the form of additional shares rather than in cash, the amount of the cash dividend foregone is recognised in revenue. Any excess in the value of the shares received over the amount of the cash dividend is recognised in capital.

Deposit interest outstanding at the year end is calculated and accrued on a time apportionment basis using market rates of interest.

(e) Expenses

All expenses are accounted for on an accruals basis. Expenses are allocated wholly to the revenue column of the Income Statement with the following exceptions:

- The management fee is allocated 30% to revenue and 70% to capital in line with the Board's expected long term split of revenue and capital return from the Company's investment portfolio.
- Expenses incidental to the purchase or sale of an investment are charged to capital. These expenses are commonly referred to as transaction costs and comprise brokerage commission and stamp duty. Details of transaction costs are given in note 9 on page 37.

(f) Financial instruments

Cash at bank and in hand may comprise cash and demand deposits which are readily convertible to a known amount of cash and are subject to insignificant risk of changes in value.

Other debtors and creditors do not carry any interest, are short term in nature and are accordingly stated at nominal value, with debtors reduced by appropriate allowances for estimated irrecoverable amounts.

(g) Taxation

The tax charge for the year is based on amounts expected to be received or paid.

Deferred tax is accounted for in accordance with FRS 102.

Deferred tax is provided for all timing differences that have originated but not reversed by the accounting date.

Deferred tax liabilities are recognised for all taxable timing differences but deferred tax assets are only recognised to the extent that it is probable that taxable profits will be available against which those timing differences can be utilised.

Tax relief is allocated to expenses charged to the capital column of the Income Statement on the "marginal basis". On this basis, if taxable income is capable of being entirely offset by revenue expenses, then no tax relief is transferred to the capital column.

Deferred tax is measured at the tax rate which is expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates that have been enacted or substantively enacted at the accounting date and is measured on an undiscounted basis.

(h) Value added tax ("VAT")

Expenses are disclosed inclusive of the related irrecoverable VAT.

(i) Dividends payable

In accordance with FRS 102, dividends are included in the accounts in the year in which they are paid.

(j) Repurchases of shares into treasury and subsequent reissues

The cost of repurchasing shares into treasury, including the related stamp duty and transaction costs is dealt with in the Statement of Changes in Equity. Share repurchase transactions are accounted for on a trade date basis. Where shares held in treasury are subsequently cancelled, the nominal value of those shares is transferred out of "called-up share capital" and into "capital redemption reserve".

The sales proceeds of treasury shares reissued are treated as a realised profit up to the amount of the purchase price of those shares and is transferred to capital reserves. The excess of the sales proceeds over the purchase price is transferred to "share premium".

2. Gains/(losses) on investments held at fair value through profit or loss

	2017 £'000	2016 £'000
Gains/(losses) on sales of investments based on historic cost	25,389	(6,975)
Amounts recognised in investment holding gains and losses in the previous year in respect of investments sold in the year	(11,148)	(4,592)
Gains/(losses) on sales of investments based on the carrying value at the previous balance sheet date	14,241	(11,567)
Net movement in investment holding gains and losses	23,424	(10,710)
Gains/(losses) on investments held at fair value through profit or loss	**37,665**	(22,277)

Notes to the Accounts

3. Income

	2017 £'000	2016 £'000
Income from investments:		
UK dividends	10,068	9,836
Other interest receivable and similar income		
Deposit interest	1	3
Total income	10,069	9,839
Capital:		
Special dividend allocated to capital	–	88

4. Investment management fee

	2017 Revenue £'000	2017 Capital £'000	2017 Total £'000	2016 Revenue £'000	2016 Capital £'000	2016 Total £'000
Management fee	443	1,033	1,476	151	352	503

The basis for calculating the investment management fee is set out in the Report of the Directors on page 17 and details of all amounts payable to the Manager are given in note 15 on page 39.

5. Administrative expenses

	2017 £'000	2016 £'000
Administration expenses	226	266
Directors' fees[1]	122	138
Auditors' remuneration for audit services[2]	25	24
Auditors' remuneration for taxation compliance services[3]	2	2
	375	430

[1] Details of all amounts payable to Directors are given in the Remuneration Report on page 23.
[2] Includes £4,000 (2016: £4,000) irrecoverable VAT.
[3] Includes £340 (2016: £400) irrecoverable VAT.

6. Taxation on ordinary activities

	2017 £'000	2016 £'000
(a) Analysis of charge in the year:		
Irrecoverable overseas tax	3	(4)
Tax charge for the year	3	(4)

Financial

Notes to the Accounts

(b) Factors affecting tax charge for the year

The tax assessed for the year is lower (2016: higher) than the Company's applicable rate of corporation tax for the year of 19.92% (2016: 20.00%).

The factors affecting the tax charge for the year are as follows:

	Revenue £'000 (2017)	Capital £'000 (2017)	Total £'000 (2017)	Revenue £'000 (2016)	Capital £'000 (2016)	Total £'000 (2016)
Net return/(loss) on ordinary activities before taxation	**9,251**	**36,632**	**45,883**	9,258	(22,541)	(13,283)
Net return/(loss) on ordinary activities before taxation multiplied by the Company's applicable rate of corporation tax for the year of 19.92% (2016: 20.00%)	**1,843**	**7,297**	**9,140**	1,852	(4,508)	(2,656)
Effects of:						
Capital returns on investments	**–**	**(7,503)**	**(7,503)**	–	4,455	4,455
Income not chargeable to corporation tax	**(1,993)**	**–**	**(1,993)**	(1,967)	(18)	(1,985)
Unrelieved expenses	**150**	**206**	**356**	115	71	186
Irrecoverable overseas tax	**3**	**–**	**3**	(4)	–	(4)
Tax charge/(credit) for the year	**3**	**–**	**3**	(4)	–	(4)

(c) Deferred taxation

The Company has an unrecognised deferred tax asset of £7,099,000 (2016: £7,196,000) based on a prospective corporation tax rate of 17% (2016: 18%). The reduction in the standard rate of corporation tax was substantively enacted in September 2016 and is effective from 1 April 2020.

The deferred tax asset has arisen due to the cumulative excess of deductible expenses over taxable income. Given the composition of the Company's portfolio, it is not likely that this asset will be utilised in the foreseeable future and therefore no asset has been recognised in the accounts.

Given the Company's status as an Investment Trust Company, no provision has been made for deferred tax on any capital gains or losses arising from the revaluation or disposal of investments.

7. Dividends

(a) Dividends paid and declared

	2017 £'000	2016 £'000
2016 second interim dividend of 2.60p (2015: 2.50p) paid out of revenue profits[1]	**4,166**	4,017
2015 special dividend of 1.00p paid out of revenue profits	**–**	1,607
2017 first interim dividend of 2.70p (2016: 2.60p) paid out of revenue profits	**4,267**	4,174
Total dividends paid in the year	**8,433**	9,798

	2017 £'000	2016 £'000
2017 second interim dividend declared of 2.70p (2016: 2.60p) to be paid out of revenue profits	**4,201**	4,170

[1]The 2016 second interim dividend amounted to £4,170,000. However the amount actually paid was £4,166,000 as shares were repurchased into treasury after the accounting date but prior to the dividend Record Date.

(b) Dividends for the purposes of Section 1158 of the Corporation Tax Act 2010 ("S1158")

The requirements of S1158 are considered on the basis of dividends declared in respect of the financial year as shown below. The revenue available for distribution by way of dividend for the year is £9,248,000. (2016: £9,262,000).

	2017 £'000	2016 £'000
First interim dividend of 2.70p (2016: 2.60p)	4,267	4,174
Second interim dividend of 2.70p (2016: 2.60p)	4,201	4,170
Total dividends of 5.40p (2016: 5.20p) per share	8,468	8,344

8. Return/(loss) per share

	2017	2016
Revenue return (£'000)	9,248	9,262
Capital return/loss (£'000)	36,632	(22,541)
Total return/(loss) (£'000)	45,880	(13,279)
Weighted average number of shares in issue during the year	158,643,285	160,591,922
Revenue return per share	5.83p	5.77p
Capital return/(loss) per share	23.09p	(14.04)p
Total return/(loss) per share	28.92p	(8.27)p

9. Investments held at fair value through profit or loss

	2017 £'000	2016 £'000
Opening book cost	266,891	270,337
Opening investment holding gains	937	16,239
Opening valuation	267,828	286,576
Purchases at cost	139,726	96,997
Sales proceeds	(145,015)	(93,468)
Gains/(losses) on sales of investments based on the carrying value at the previous balance sheet date	14,241	(11,567)
Net movement in investment holding gains and losses	23,424	(10,710)
Closing valuation	300,204	267,828
Closing book cost	286,991	266,891
Closing investment holding gains	13,213	937
Total investments held at fair value through profit or loss	300,204	267,828

All investments are listed on a recognised stock exchange.

The following transaction costs, comprising stamp duty and brokerage commission were incurred during the year:

	2017 £'000	2016 £'000
On acquisitions	739	506
On disposals	96	70
	835	576

Notes to the Accounts

10. Debtors

	2017 £'000	2016 £'000
Dividends and interest receivable	**2,189**	1,785
Securities sold awaiting settlement	**2,143**	1,696
Taxation recoverable	**11**	11
Other debtors	**14**	11
	4,357	3,503

The Directors consider that the carrying amount of debtors approximates to their fair value.

11. Creditors: amounts falling due within one year

	2017 £'000	2016 £'000
Securities purchased awaiting settlement	**1,035**	1,562
Other creditors and accruals	**866**	442
	1,901	2,004

During the year, the Company extended its £17.5 million, one year, Revolving Credit Facility with Scotiabank, to 10 July 2017. The facility has not been utilised during the current or comparative year. Further details are given in note 18(a) on page 40.

In addition to the Credit Facility, the Company has a £17.5 million overdraft facility with HSBC Bank plc which has not been utilised in the current or comparative year.

The Directors consider that the carrying amount of creditors falling due within one year approximates to their fair value.

12. Called-up share capital

	2017 £'000	2016 £'000
Ordinary shares allotted, called-up and fully paid:		
Opening balance of 160,375,184 (2015: 160,917,184) shares of 25p each:	**40,094**	40,229
Repurchase of 4,786,000 (2016: 542,000) shares into treasury	**(1,197)**	(135)
Subtotal of 155,589,184 (2016: 160,375,184) shares	**38,897**	40,094
5,328,000 (2016: 542,000) shares held in treasury	**1,332**	135
Closing balance[1]	**40,229**	40,229

[1] Represents 160,917,184 (2016: 160,917,184) shares of 25p each, including 5,328,000 (2016: 542,000) shares held in treasury. During the year, the Company purchased 4,786,000 of its own shares, nominal value £1,196,500 to hold in treasury for a total consideration of £7,955,000 representing 2.97% of the shares outstanding at the beginning of the year. The reason for these share repurchases was to seek to manage the volatility of the share price discount to net asset value per share.

Notes to the Accounts

13. Reserves

	Share premium[1] £'000	Capital redemption reserve[1] £'000	Warrant exercise reserve[1] £'000	Share purchase reserve[2] £'000	Capital reserves: Gains and losses on sales of investments[2] £'000	Capital reserves: Investment holding gains and losses[3] £'000	Revenue reserve[4] £'000
Opening balance	9,875	19,759	417	77,191	118,534	937	7,938
Gains on sales of investments based on the carrying value at the previous balance sheet date	–	–	–	–	14,241	–	–
Net movement in investment holding gains and losses	–	–	–	–	–	23,424	–
Transfer on disposal of investments	–	–	–	–	11,148	(11,148)	–
Management fee allocated to capital	–	–	–	–	(1,033)	–	–
Repurchase of the Company's own shares into treasury	–	–	–	(7,955)	–	–	–
Dividends paid	–	–	–	–	–	–	(8,433)
Retained revenue for the year	–	–	–	–	–	–	9,248
Closing balance	9,875	19,759	417	69,236	142,890	13,213	8,753

The Company's Articles of Association permit dividend distributions out of realised capital profits.

[1] These reserves are not distributable.
[2] These are realised (distributable) capital reserves which may be used to repurchase the Company's own shares or distributed as dividends.
[3] This reserve comprises holding gains on liquid investments (which may be deemed to be realised) and other amounts which are unrealised. An analysis has not been made between those amounts that are realised (and may be distributed as dividends or used to repurchase the Company's own shares) and those that are unrealised.
[4] The revenue reserve may distributed as dividends or used to repurchase the Company's own shares.

14. Net asset value per share

	2017	2016
Total equity shareholders funds (£'000)	304,372	274,880
Shares in issue at the year end, excluding shares held in treasury	155,589,184	160,375,184
Net asset value per share	195.63p	171.40p

15. Transactions with the Manager

Under the terms of the Alternative Investment Fund Manager Agreement, the Manager is entitled to receive a management fee. Details of the basis of the calculation are given in the Report of the Directors on page 16. Any investments in funds managed or advised by the Manager or any of its associated companies, are excluded from the assets used for the purpose of the calculation and therefore incur no fee. The fee payable in respect of the year ended 30 April 2017 amounted to £1,476,000 (2016: £503,000) of which £745,000 (2016: £338,000) was outstanding at the year end. The management fee payable in respect of the comparative year was reduced by £892,000 because, following the departure of the portfolio manager in September 2014, the Manager agreed to bear portfolio transition costs by way of a management fee waiver.

No Director of the Company served as a director of any member of the Schroders Group at any time during the year.

16. Related party transactions

Details of the remuneration payable to Directors are given in the Remuneration Report on page 23 and details of Directors' shareholdings are given in the Remuneration Report on page 24. Details of transactions with the Manager are given in note 15 above. There have been no other transactions with related parties during the year (2016: nil).

Notes to the Accounts

17. Disclosures regarding financial instruments measured at fair value

The Company's financial instruments within the scope of FRS 102 that are held at fair value comprise its investment portfolio.

FRS 102 requires financial instruments to be categorised into a hierarchy consisting of the three levels below. Note that the criteria used to categorise investments include an amendment to paragraph 34.22 of FRS 102, issued by the Financial Reporting Council in March 2016, and which the Company has early adopted.

Level 1 – valued using unadjusted quoted prices in active markets for identical assets.

Level 2 – valued using observable inputs other than quoted prices included within Level 1.

Level 3 – valued using inputs that are unobservable.

Details of the valuation techniques used by the Company are given in note 1(b) on page 33.

At 30 April 2017, all investments in the Company's portfolio are categorised as Level 1 (2016: same).

18. Financial instruments' exposure to risk and risk management policies

As an investment trust, the Company invests in equities for the long term so as to secure its investment objective stated on the inside front cover. In pursuing this objective, the Company is exposed to a variety of financial risks that could result in a reduction in the Company's net assets or a reduction in the profits available for dividends.

These financial risks include market risk (comprising interest rate risk and market price risk), liquidity risk and credit risk. The Directors' policy for managing these risks is set out below. The Board coordinates the Company's risk management policy. The Company has no significant exposure to foreign exchange risk.

The objectives, policies and processes for managing the risks and the methods used to measure the risks that are set out below, have not changed from those applying in the comparative year.

The Company's classes of financial instruments are as follows:

– investments in equity shares which are held in accordance with the Company's investment objective;
– short term debtors, creditors and cash arising directly from its operations; and
– a sterling credit facility with Scotiabank and an overdraft facility with HSBC Bank plc, the purpose of which are to manage the working capital requirements and to gear the Company as appropriate.

(a) Market risk

The fair value or future cash flows of a financial instrument held by the Company may fluctuate because of changes in market prices. This market risk comprises two elements – interest rate risk and market price risk. Information to enable an evaluation of the nature and extent of these two elements of market risk is given in parts (i) and (ii) of this note, together with sensitivity analyses where appropriate. The Board reviews and agrees policies for managing these risks and these policies have remained unchanged from those applying in the comparative year. The Manager assesses the exposure to market risk when making each investment decision and monitors the overall level of market risk on the whole of the investment portfolio on an ongoing basis.

(i) Interest rate risk

Interest rate movements may affect the level of income receivable on cash deposits and the interest payable on variable rate borrowings when interest rates are re-set.

Management of interest rate risk

Liquidity and borrowings are managed with the aim of increasing returns to shareholders. The Board's policy is to limit gearing/(net cash) within the range +20% to -20%, where gearing represents borrowings used for investment purposes less cash, expressed as a percentage of net assets.

The possible effects on cash flows that could arise as a result of changes in interest rates are taken into account when the Company borrows on the credit facility. However, amounts drawn down on this facility are for short term periods and therefore exposure to interest rate risk would not be significant.

Interest rate exposure

The exposure of financial assets and financial liabilities to floating interest rates, giving cash flow interest rate risk when rates are re-set, is shown below:

	2017 £'000	2016 £'000
Exposure to floating interest rates:		
Cash at bank and in hand	**1,712**	5,553
Total exposure	**1,712**	5,553

Interest receivable on cash balances is at a margin below LIBOR (2016: same).

During the year, the Company extended its £17.5 million one year revolving credit facility with Scotiabank to 10 July 2017. Interest is payable at a rate of LIBOR as quoted in the market for the loan period plus a margin, plus Mandatory Costs, which are the lender's costs of complying with certain regulatory requirements of the Bank of England. The facility has not been utilised in the current or comparative year.

The Company also has a £17.5 million overdraft facility with HSBC Bank plc, which has not been utilised in the current or comparative year.

The above year end amounts are not representative of the exposure to interest rates during the year as the level of cash balances has fluctuated. The maximum and minimum balances during the year are as follows:

	2017 £'000	2016 £'000
Minimum interest rate exposure during the year – net cash balances	**786**	4,552
Maximum interest rate exposure during the year – net cash balances	**10,546**	12,724

Interest rate sensitivity

The following table illustrates the sensitivity of the return after taxation for the year and net assets to a 0.5% (2016: 0.5%) increase or decrease in interest rates in regards to the Company's monetary financial assets and financial liabilities. This level of change is considered to be a reasonable illustration based on observation of current market conditions. The sensitivity analysis is based on the Company's monetary financial instruments held at the balance sheet date with all other variables held constant.

	2017		2016	
	0.5% increase in rate £'000	0.5% decrease in rate £'000	0.5% increase in rate £'000	0.5% decrease in rate £'000
Income statement – return after taxation				
Revenue return	**9**	**(9)**	28	(28)
Total return after taxation	**9**	**(9)**	28	(28)
Net assets	**9**	**(9)**	28	(28)

In the opinion of the Directors, this sensitivity analysis may not be representative of the Company's future exposure to interest rate changes due to fluctuations in the level of cash balances and drawings on the credit facility.

(ii) Market price risk

Market price risk includes changes in market prices, other than those arising from interest rate risk, which may affect the value of investments.

Management of market price risk

The Board meets on at least four occasions each year to consider the asset allocation of the portfolio and the risk associated with particular industry sectors. The investment management team has responsibility for monitoring the portfolio, which is selected in accordance with the Company's investment objective and seeks to ensure that individual stocks meet an acceptable risk/reward profile.

Market price risk exposure

The Company's total exposure to changes in market prices at 30 April comprises its portfolio of investments:

	2017 £'000	2016 £'000
Investments held at fair value through profit or loss	**300,204**	267,828

The above data is broadly representative of the exposure to market price risk during the year.

Concentration of exposure to market price risk

An analysis of the Company's investments is given on page 7. This shows that the portfolio comprises entirely UK listed investments. Accordingly there is a concentration of exposure to the UK. However it should be noted that the Company's investments may not be entirely exposed to economic conditions in the UK, as many companies listed in the UK do much of their business overseas.

Market price risk sensitivity

The following table illustrates the sensitivity of the return after taxation for the year and net assets to an increase or decrease of 10% (2016: 10%) in the fair values of the Company's investments. This level of change is considered to be a reasonable illustration based on observation of current market conditions. The sensitivity analysis is based on the Company's exposure to market price risk through its portfolio of investments and assumes all other variables are held constant.

	2017		2016	
	10% increase in fair value £'000	10% decrease in fair value £'000	10% increase in fair value £'000	10% decrease in fair value £'000
Income statement – return after taxation				
Revenue return	**–**	**–**	–	–
Capital return	**30,020**	**(30,020)**	26,783	(26,783)
Total return after taxation and net assets	**30,020**	**(30,020)**	26,783	(26,783)
Change in net asset value	**9.9%**	**(9.9%)**	9.7%	(9.7%)

(b) Liquidity risk

This is the risk that the Company will encounter difficulty in meeting its obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Management of the risk

Liquidity risk is not significant as the Company's assets comprise mainly readily realisable securities, which can be sold to meet funding requirements if necessary. A credit facility and an overdraft facility are available to manage short term working capital requirements if needed.

Liquidity risk exposure

Contractual maturities of the financial liabilities, based on the earliest date on which payment can be required are as follows:

	Three months or less 2017 £'000	Three months or less 2016 £'000
Creditors: amounts falling due within one year		
Securities purchased awaiting settlement	**1,035**	1,562
Other creditors and accruals	**866**	442
	1,901	2,004

(c) Credit risk

Credit risk is the risk that the failure of the counterparty to a transaction to discharge its obligations under that transaction could result in loss to the Company.

Management of credit risk

This risk is not significant and is managed as follows:

Portfolio dealing

The Company invests in markets that operate a "Delivery Versus Payment" settlement process which mitigates the risk of losing the principal of a trade during settlement. The Manager continuously monitors dealing activity to ensure best execution, which involves measuring various indicators including the quality of trade settlement and incidence of failed trades. Counterparties must be pre-approved by the Manager's credit committee.

Exposure to the Custodian

The Custodian of the Company's assets is HSBC Bank plc which has Long Term Credit Ratings of AA- with Fitch and Aa2 with Moody's. The Company's investments are held in accounts which are segregated from the Custodian's own trading assets. If the Custodian were to become insolvent, the Company's right of ownership of its investments is clear and they are therefore protected. However the Company's cash balances are all deposited with the Custodian as banker and held on the Custodian's balance sheet. Accordingly, in accordance with usual banking practice, the Company will rank as a general creditor to the Custodian in respect of cash balances.

Credit risk exposure

The following amounts shown in the Statement of Financial Position, represent the maximum exposure to credit risk at the current and comparative year end.

	2017		2016	
	Balance sheet £'000	Maximum exposure £'000	Balance sheet £'000	Maximum exposure £'000
Fixed assets				
Investments held at fair value through profit or loss	**300,204**	**–**	267,828	–
Current assets				
Debtors – dividends and interest receivable and other debtors	**2,214**	**2,200**	1,807	1,796
Securities sold awaiting settlement	**2,143**	**2,143**	1,696	1,696
Cash at bank and in hand	**1,712**	**1,712**	5,553	5,553
	306,273	**6,055**	276,884	9,045

No debtors are past their due date and none have been written down or are deemed to be impaired.

(d) Fair values of financial assets and financial liabilities

All financial assets and liabilities are either carried in the balance sheet at fair value or the balance sheet amount is a reasonable approximation of fair value.

19. Capital management policies and procedures

The Company's objectives, policies and processes for managing capital are unchanged from the preceding year.

The Company's capital structure comprises the following:

	2017 £'000	2016 £'000
Equity		
Called-up share capital	**40,229**	40,229
Reserves	**264,143**	234,651
Total equity	**304,372**	274,880

The Company's capital management objectives are to ensure that it will continue as a going concern and to maximise the capital return to its equity shareholders through an appropriate level of gearing. The Board's policy is to limit gearing/(net cash) within the range +20% to -20%, where gearing represents borrowings used for investment purposes less cash, expressed as a percentage of net assets. Neither the credit facility nor the overdraft facility were utilised during the current or comparative year.

The Board, with the assistance of the Manager, monitors and reviews the broad structure of the Company's capital on an ongoing basis. This review includes:

– the planned level of gearing, which takes into account the Manager's views on the market;

– the need to buy back the Company's own shares for cancellation, which takes into account the share price discount;

– the opportunities for issues of new shares; and

– the amount of dividends to be paid, in excess of that which is required to be distributed.

Annual General Meeting – Explanation of Special Business

The Annual General Meeting ("AGM") of the Company will be held on Wednesday, 2 August 2017 at 12.00 noon. The formal Notice of Meeting is set out on page 46.

The following information is important and requires your immediate attention. If you are in any doubt about the action you should take, you should consult an independent financial adviser, authorised under the Financial Services and Markets Act 2000. If you have sold or transferred all of your ordinary shares in the Company, please forward this document with its accompanying form of proxy at once to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for onward transmission to the purchaser or transferee.

Special Business to be proposed at the Annual General Meeting ("AGM")

Resolution 9: Directors' authority to allot shares (ordinary resolution) and Resolution 10: power to disapply pre-emption rights (special resolution)

The Directors are seeking authority to allot a limited number of unissued ordinary shares for cash without first offering them to existing shareholders in accordance with statutory pre-emption procedures.

Appropriate resolutions will be proposed at the forthcoming AGM and are set out in full in the Notice of AGM. An ordinary resolution will be proposed to authorise the Directors to allot shares up to a maximum aggregate nominal amount of £3,887,229 (being 10% of the issued share capital as at the date of the Notice of the AGM). A special resolution will also be proposed to give the Directors authority to allot securities for cash on a non pre-emptive basis up to a maximum aggregate nominal amount of £3,887,229 (being 10% of the Company's issued share capital as at the date of the Notice of the AGM). This authority includes shares that the Company sells or transfers that have been held in treasury. The Board has established guidelines for treasury shares and will only reissue shares held in treasury at a price equal to or greater than the Company's net asset value (inclusive of current year income) plus any applicable costs.

The Directors do not intend to allot shares pursuant to these authorities other than to take advantage of opportunities in the market as they arise and only if they believe it to be advantageous to the Company's existing shareholders to do so and when it would not result in any dilution of NAV per share.

If approved, both of these authorities will expire at the conclusion of the AGM in 2018 unless renewed, varied or revoked earlier.

Resolution 11: authority to make market purchases of the Company's own shares (special resolution)

At the AGM held on 4 August 2016, the Company was granted authority to make market purchases of up to 24,018,954 ordinary shares of 25p each for cancellation. A total of 4,499,000 shares have been bought back under this authority and the Company therefore has remaining authority to purchase up to 19,519,954 ordinary shares. This authority will expire at the forthcoming AGM.

The Directors believe it is in the best interests of the Company and its shareholders to have a general authority for the Company to buy back its ordinary shares in the market as they keep under review the share price discount to net asset value and the purchase of ordinary shares. A special resolution will be proposed at the forthcoming AGM to give the Company authority to make market purchases of up to 14.99% of the ordinary shares in issue as at the date of the Notice of the AGM (excluding treasury shares). The Directors will exercise this authority only if the Directors consider that any purchase would be for the benefit of the Company and its shareholders, taking into account relevant factors and circumstances at the time. Any shares so purchased would be cancelled or held in treasury for potential reissue. If renewed, the authority to be given at the 2017 AGM will lapse at the conclusion of the AGM in 2018 unless renewed, varied or revoked earlier.

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of Schroder UK Growth Fund plc will be held at 31 Gresham Street, London EC2V 7QA on Wednesday, 2 August 2017 at 12.00 noon to consider the following resolutions of which resolutions 1 to 9 will be proposed as ordinary resolutions and resolutions 10 and 11 will be proposed as special resolutions:

1. To receive the Report of the Directors and the audited Accounts for the year ended 30 April 2017.
2. To approve the Directors' Remuneration Policy.
3. To approve the Directors' Annual Report on Remuneration for the year ended 30 April 2017.
4. To approve the election of Andrew Westenberger as a Director of the Company.
5. To approve the re-election of Bob Cowdell as a Director of the Company.
6. To approve the re-election of Andrew Hutton as a Director of the Company.
7. To re-appoint PricewaterhouseCoopers LLP as Auditors to the Company.
8. To authorise the Directors to determine the remuneration of PricewaterhouseCoopers LLP as Auditors to the Company.
9. To consider, and if thought fit, pass the following resolution as an ordinary resolution:

   "THAT in substitution for all existing authorities the Directors be generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 (the "Act") to exercise all the powers of the Company to allot relevant securities (within the meaning of section 551 of the Act) up to an aggregate nominal amount of £3,887,229 (being 10% of the issued ordinary share capital, excluding shares held in treasury, at the date of this Notice) for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) at the conclusion of the next Annual General Meeting of the Company, but that the Company may make an offer or agreement which would or might require relevant securities to be allotted after expiry of this authority and the Board may allot relevant securities in pursuance of that offer or agreement."

10. To consider and, if thought fit, to pass the following resolution as a Special Resolution:

    "That, subject to the passing of Resolution 9 set out above, the Directors be and are hereby empowered, pursuant to Section 571 of the Act, to allot equity securities (including any shares held in treasury) (as defined in section 560(1) of the Act) pursuant to the authority given in accordance with section 551 of the Act by the said Resolution 9 and/or where such allotment constitutes an allotment of equity securities by virtue of section 560(2) of the Act as if Section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £3,887,229 (representing 10% of the aggregate nominal amount of the share capital in issue at the date of this Notice); and provided that this power shall expire at the conclusion of the next Annual General Meeting of the Company but so that this power shall enable the Company to make offers or agreements before such expiry which would or might require equity securities to be allotted after such expiry."

11. To consider and, if thought fit, to pass the following resolution as a special resolution:

    "THAT the Company be and is hereby generally and unconditionally authorised in accordance with Section 701 of the Companies Act 2006 (the "Act") to make market purchases (within the meaning of Section 693 of the Act) of ordinary shares of 25p each in the capital of the Company ("Shares") at whatever discount the prevailing market price represents to the prevailing net asset value per Share provided that:

    (a) the maximum number of Shares which may be purchased is 23,307,828, representing 14.99% of the Company's issued ordinary share capital as at the date of this Notice (excluding treasury shares);

    (b) the maximum price (exclusive of expenses) which may be paid for a Share shall not exceed the higher of;

        i) 105% of the average of the middle market quotations for the Shares as taken from the London Stock Exchange Daily Official List for the five business days preceding the date of purchase; and

        ii) the higher of the last independent bid and the highest current independent bid on the London Stock Exchange;

    (c) the minimum price (exclusive of expenses) which may be paid for a Share shall be 25p, being the nominal value per Share;

    (d) this authority hereby conferred shall expire at the conclusion of the next Annual General Meeting of the Company in 2018 (unless previously renewed, varied or revoked by the Company prior to such date);

    (e) the Company may make a contract to purchase Shares under the authority hereby conferred which will or may be executed wholly or partly after the expiration of such authority and may make a purchase of Shares pursuant to any such contract; and

    (f) any Shares so purchased will be cancelled or held in treasury."

By order of the Board
For and on behalf of
Schroder Investment Management Limited
Registered Number: 2894077
6 July 2017

Registered Office:
31 Gresham Street,
London EC2V 7QA

Explanatory Notes to the Notice of Meeting

1. Ordinary shareholders are entitled to attend and vote at the meeting and to appoint one or more proxies, who need not be a shareholder, as their proxy to exercise all or any of their rights to attend, speak and vote on their behalf at the meeting.

   A proxy form is attached. If you wish to appoint a person other than the Chairman as your proxy, please insert the name of your chosen proxy holder in the space provided at the top of the form. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account). Additional proxy forms can be obtained by contacting the Company's Registrars, Equiniti Limited, on 0800 032 0641 or +44(0) 121 415 0207 for overseas callers, or you may photocopy the attached proxy form. Please indicate in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. Completion and return of a form of proxy will not preclude a member from attending the Annual General Meeting and voting in person.

   On a vote by show of hands, every ordinary shareholder who is present in person has one vote and every duly appointed proxy who is present has one vote. On a poll vote, every ordinary shareholder who is present in person or by way of a proxy has one vote for every share of which he/she is a holder.

   The "Vote Withheld" option on the proxy form is provided to enable you to abstain on any particular resolution. However it should be noted that a "Vote Withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.

   A proxy form must be signed and dated by the shareholder or his or her attorney duly authorised in writing. In the case of joint holdings, any one holder may sign this form. The vote of the senior joint holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder and for this purpose seniority will be determined by the order in which the names appear on the Register of Members in respect of the joint holding. To be valid, proxy form(s) must be completed and returned to the Company's Registrars, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA, in the enclosed envelope together with any power of attorney or other authority under which it is signed or a copy of such authority certified notarially, to arrive no later than 48 hours before the time fixed for the meeting, or an adjourned meeting. Shareholders may also appoint a proxy to vote on the resolutions being put to the meeting electronically at www.sharevote.co.uk. Shareholders who are not registered to vote electronically, will need to enter the Voting ID, Task ID and Shareholder Reference Number set out in their personalised proxy form. Alternatively, shareholders who have already registered with Equiniti's Shareview service can appoint a proxy by logging onto their portfolio at www.shareview.co.uk using their user ID and password. Once logged in, click "view" on the "My Investments" page, click on the link to vote, then follow the on-screen instructions. The on-screen instructions give details on how to complete the appointment process. Please note that to be valid, your proxy instructions must be received by Equiniti no later than 12.00 noon on 31 July 2017. If you have any difficulties with online voting, you should contact the shareholder helpline on 0800 032 0641 (or +44(0) 121 415 0207 for overseas callers).

   If an ordinary shareholder submits more than one valid proxy appointment, the appointment received last before the latest time for receipt of proxies will take precedence.

   Shareholders may not use any electronic address provided either in this Notice of Annual General Meeting or any related documents to communicate with the Company for any purposes other than expressly stated.

   Representatives of shareholders that are corporations will have to produce evidence of their proper appointment when attending the Annual General Meeting.

2. Any person to whom this notice is sent who is a person nominated under section 146 of the Companies Act 2006 to enjoy information rights (a "Nominated Person") may, under an agreement between him or her and the shareholder by whom he or she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the Annual General Meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he or she may, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights.

   The statement of the rights of ordinary shareholders in relation to the appointment of proxies in note 1 above does not apply to Nominated Persons. The rights described in that note can only be exercised by ordinary shareholders of the Company.

3. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company has specified that only those shareholders registered in the Register of members of the Company at 6.30 p.m. on 31 July 2017, or 6.30 p.m. two days prior to the date of an adjourned meeting, shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their name at that time. Changes to the Register of Members after 6.30 p.m. on 31 July 2017 shall be disregarded in determining the right of any person to attend and vote at the meeting.

4. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the

Explanatory Notes to the Notice of Meeting

CREST manual. The CREST manual can be viewed at www.euroclear.com. A CREST message appointing a proxy (a "CREST proxy instruction") regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction previously given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID RA19) by the latest time for receipt of proxy appointments.

5. Copies of the terms of appointment of the non-executive Directors and a statement of all transactions of each Director and of his family interests in the shares of the Company, will be available for inspection by any member of the Company at the registered office of the Company during normal business hours on any weekday (English public holidays excepted) and at the Annual General Meeting by any attendee, for at least 15 minutes prior to, and during, the Annual General Meeting. None of the Directors has a contract of service with the Company.

6. The biographies of the Directors offering themselves for election and re-election are set out on pages 14 and 15 of the Company's Annual Report and Accounts for the year ended 30 April 2017.

7. As at 6 July 2017, 155,489,184 ordinary shares of 25 pence each were in issue (excluding 5,428,000 shares held in treasury). Therefore the total number of voting rights of the Company as at 6 July 2017 was 155,489,184.

8. A copy of this Notice of meeting, which includes details of shareholder voting rights, together with any other information as required under Section 311A of the Companies Act 2006, is available from the Company's webpage, www.schroders.co.uk/ukgrowth.

9. Pursuant to Section 319A of the Companies Act 2006, the Company must cause to be answered at the Annual General Meeting any question relating to the business being dealt with at the AGM which is put by a member attending the meeting, except in certain circumstances, including if it is undesirable in the interests of the Company or the good order of the meeting that the question be answered or if to do so would involve the disclosure of confidential information.

Shareholder information

Webpage and share price information

The Company has a dedicated webpage, which may be found at www.schroders.co.uk/ukgrowth. The webpage has been designed to be utilised as the Company's primary method of electronic communication with shareholders. It contains details of the Company's ordinary share price and copies of Report and Accounts and other documents published by the Company as well as information on the Directors, Terms of Reference of Committees and other governance arrangements. In addition, the site contains links to announcements made by the Company to the market, Equiniti's shareview service and Schroders' website. There is also a section entitled "How to Invest".

The Company releases its net asset value on both a cum and ex-income basis to the market on a daily basis.

Share price information may also be found in the Financial Times and on the Company's webpage.

A glossary of terms used in this Annual Report may be found on the Company's webpage.

ISA status

The Company's shares are eligible for stocks and shares ISAs.

Non-Mainstream Pooled Investments status

The Company currently conducts its affairs so that its shares can be recommended by IFAs to ordinary retail investors in accordance with the FCA's rules in relation to non-mainstream investment products and intends to continue to do so for the foreseeable future. The Company's shares are excluded from the FCA's restrictions which apply to non-mainstream investment products because they are shares in an investment trust.

Financial calendar

Half year results announced	December
First interim dividend	January
Financial year end	30 April
Annual results announced	July
Second interim dividend paid	July
Annual General Meeting	August

Alternative Investment Fund Managers ("AIFM") Directive

Certain pre-sale, regular and periodic disclosures required by the AIFM Directive may be found either in this Annual Report or on the website www.schroders.co.uk/its.

The Company's leverage policy and details of limits on leverage required under the AIFM Directive are published on the website at www.schroders.co.uk/its.

Preferential treatment of investors

The Company's investors purchase shares on the open market and therefore the Company is not in a position to influence the treatment of investors. No investor receives preferential treatment.

Liquidity risk management

The Company's shares are traded on the London Stock Exchange through market intermediaries. There are no special rights to redemption.

Periodic and regular disclosure under the Directive

(a) none of the Company's assets are subject to special arrangements arising from their illiquid nature;

(b) there are no new arrangements for managing the liquidity of the Company including, but not limited to, any material changes to the liquidity management systems and procedures employed by the Manager in place. Shareholders will be notified immediately where the issue, cancellation, sale and redemption of shares is suspended, when redemptions are suspended or where other similar special arrangements are activated;

(c) the current risk profile of the Company and the risk management systems employed by the Manager to manage those risks can be found in the Strategic Report; and

(d) the total amount of leverage employed by the Company may be found in the AIFM disclosures on the website www.schroders.co.uk/its.

Any changes to the following information will be provided through a regulatory news service without undue delay and in accordance with the Directive:

(a) the maximum level of leverage which the Manager may employ on behalf of the Company; and

(b) the right of re-use of collateral or any changes to any guarantee granted under any leveraging arrangement.

Remuneration disclosures

The information required under the AIFM Directive to be made available to investors in the Company on request in respect of remuneration paid by the AIFM to its staff, and, where relevant, carried interest paid by the Company, can be found on the website www.schroders.co.uk/its.

www.schroders.co.uk/ukgrowth

Advisers

Alternative Investment Fund Manager (the "Manager")

Schroder Unit Trusts Limited
31 Gresham Street
London EC2V 7QA

Investment Manager and Company Secretary

Schroder Investment Management Limited
31 Gresham Street
London EC2V 7QA
Telephone: 020 7658 3206

Registered Office

31 Gresham Street
London EC2V 7QA

Depositary and Custodian

HSBC Bank plc
8 Canada Square
London E14 5HQ

Lending Bank

Scotiabank Europe PLC
201 Bishopsgate
6th Floor
London EC2M 3NS

Registrars

Equiniti Limited
Aspect House
Spencer Road
Lancing
West Sussex BN99 6DA
Shareholder Helpline: 0800 032 0641*
Website: www.shareview.co.uk

*Calls to this number are free of charge from UK landlines.

Communications with shareholders are mailed to the address held on the register. Any notifications and enquiries relating to shareholdings, including a change of address or other amendment should be directed to Equiniti Limited at Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA.

Corporate Broker

Winterflood Investment Trusts
The Atrium Building
Canon Bridge House
Dowgate Hill
London EC4R 2GA

Independent Auditors

PricewaterhouseCoopers LLP
7 More London Riverside
London SE1 2RT

Shareholder enquiries

General enquiries about the Company should be addressed to the Company Secretary at the Company's Registered Office.

Dealing Codes

ISIN: GB0007913485
SEDOL: 0791348
Ticker: SDU

Global Intermediary Identification Number (GIIN)

A60BYK.99999.SL.826

Legal Entity Identifier (LEI)

549300XX386SYWX8XW22

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