



Scottish Widows Tracker and Specialist Investment Funds ICVC

Annual Short Report
for the year ended
31 March 2013

Scottish Widows Tracker and Specialist Investment Funds ICVC

The Company

Scottish Widows Tracker and Specialist Investment Funds ICVC

15 Dalkeith Road

Edinburgh

EH16 5WL

Incorporated in Scotland under registered number SI000014. Authorised and regulated by the Financial Conduct Authority.

Authorised Corporate Director (ACD), Authorised Fund Manager & Registrar

Scottish Widows Unit Trust Managers Limited

Registered Office:

Charlton Place

Andover

SP10 1RE

Head Office:

15 Dalkeith Road

Edinburgh

EH16 5WL

Authorised and regulated by the Financial Conduct Authority and a member of the Investment Management Association.

Investment Adviser

Scottish Widows Investment Partnership Limited

Registered Office:

33 Old Broad Street

London

EC2N 1HZ

Business Address:

Edinburgh One

60 Morrison Street

Edinburgh

EH3 8BE

Authorised and regulated by the Financial Conduct Authority and a member of the Investment Management Association.

Depositary

State Street Trustees Limited

Registered Office:

20 Churchill Place

London

E14 5HJ

Correspondence Address:

525 Ferry Road

Edinburgh

EH5 2AW

Authorised and regulated by the Financial Conduct Authority.

Independent Auditors

PricewaterhouseCoopers LLP

Erskine House

68-73 Queen Street

Edinburgh

EH2 4NH

Introduction

Twice a year we are required to send you a Short Report of the Investment Company with Variable Capital (ICVC) in which you're invested. The report covers how the funds in the ICVC have performed and how they are invested. It also includes a review from the funds' managers. Short Reports are important as not only do they keep you up-to-date with fund activity and fund managers' opinion, but they also contain important information about any changes to how the funds operate. However please note that Short Reports don't contain any details about the value of your personal investment. Information that is personal to you is sent to you annually in your OEIC or ISA statement. The statement gives you the value of your investment. You can also get an up-to-date value of your investment by registering at www.scottishwidows.co.uk/statements.

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Long reports are available on request. If you would like a copy, please telephone Client Services on **0845 300 2244** or download the Financial Statements from the website www.scottishwidows.co.uk which is a website maintained by Scottish Widows plc on behalf of Scottish Widows Unit Trust Managers Limited.

Daily fund prices can also be found at the above website.

Prospectus changes

During the year and up to the date of this report, the following changes were made to the Company and therefore the following changes were reflected in the Prospectus of Scottish Widows Tracker and Specialist Investment Funds ICVC:

- The wording in the Prospectus was updated on 30 June 2012 to explain that Shares in the Funds are currently only available to be acquired or switched by persons that are resident in the UK (unless the ACD agrees otherwise). The ACD is unable to accept business from persons who are US residents or subsequently become US residents;
- The wording in the Prospectus was updated on 30 June 2012 to explain the method used for the calculation of the global exposure of derivative and forward transactions that may be used by the Funds;
- On 12 November 2012 a new Share Class was introduced: Class G net income share and a Class G net accumulation share. The Class G net accumulation share and Class G net income share are only available in the UK Tracker Fund; and
- Following FCA approval, the American Smaller Companies Fund merged with the American Growth Fund (a sub-fund of Scottish Widows Overseas Growth Investment Funds ICVC) at 8:01am on 30 November 2012, via a scheme of arrangement. As a result the assets of the American Smaller Companies Fund transferred to the American Growth Fund. Subsequently, the American Smaller Companies Fund commenced the process of being terminated and was therefore no longer available for further investment and has a planned termination completion date of 31 January 2013, following which the ACD will issue the termination statements within 4 months of this date.

A copy of the Prospectus is available on request.

Important information

Amendments to the UK Regulations governing Open-Ended Investment Companies and the FCA's Collective Investment Schemes sourcebook which require limitation of liability between sub-funds of the Company came into effect on 21 December 2011. The new segregated liability regime is mandatory and it is our intention to apply to the FCA within the transitional period for approval to amend the Company's Prospectus and Instrument of Incorporation which will provide for this change. The transitional implementation period is open until 20 December 2013.

FUND PROFILE

Fund objectives and investment policy

This Fund aims to give long-term capital growth by investing primarily in shares of companies based in developing countries, or having a significant proportion of their business activities in such countries.

Investors should aim to hold their investment in this Fund for the medium to long-term (at least five to ten years).

Any Income received by the Fund is retained in the Fund and has the effect of increasing the share price.

The Fund is allowed to use derivatives (contracts which have a value linked to the price of another asset) for the following reasons:

- To help reduce risk;
- To help reduce cost;
- To help generate extra capital or income for the Fund with an acceptably low level of risk.

We calculate the value of this Fund at 8am daily on working days in the UK. Our dealing times are from 9am to 5pm each working day. Instructions received before 5pm will receive the next day's price.

Synthetic risk and reward profile

There are several different ways of measuring risk. The table below uses an industry standard measure of fund risk based on measuring a fund's volatility using its returns over the past five years. Volatility is generated by both rising and falling prices. Volatility doesn't tell you how much a fund has lost or gained; it indicates how volatile its returns were historically. The Fund's ranking may change over time and may not be a reliable indication of its future risk profile.

This is a separate measure to Scottish Widows' Investment Approaches (where we use our own methodology to take an overall look at funds' risks and aims and categorise our funds as Secure, Cautious, Balanced, Progressive, Adventurous or Specialist). You can read more about them at www.scottishwidows.co.uk/investmentapproaches.



This Fund is ranked at 7 because it has experienced very high levels of volatility over the past 5 years. The synthetic risk and reward indicator shown here is accurate as at 31 March 2013 and there have been no changes to this ranking to date.

Investment Manager's Review

Emerging markets were up over the 12 months, buoyed by hopes that these regions will benefit from improved liquidity and stimulus measures in 2013. The net return for the Fund over the reporting period was 6.52%, this compares to the 7.63% gross return of its benchmark, the MSCI Emerging Markets Index.

Turkey's equity market was the stand-out performer over the year. It gained a huge 42.4%. The country's economy has performed well throughout the global economic downturn and it has benefited from strong gross domestic product figures and export numbers. In contrast, Brazil was one of the significant laggards, dropping 3.3% over the 12 months.

Recently, Brazil chose to hold its benchmark interest rate steady at an all-time low of 7.25%, leading to speculation that it will be increased at some point this year in order to rein in inflation. Indonesia and Malaysia also left rates unchanged, but Mexico made an unexpected move to cut rates for the first time in almost four years. India was another to follow suit, making its second chop in the space of three months during March, as it attempts to revive economic growth.

In China, the economy picked up momentum towards the year-end, following the government's increased spending on infrastructure. More recently, however, an index showing the strength of the country's services sector slowed in February, while property companies felt the effects of a new tax on real estate profits. Other economic reports revealed a rise in consumer inflation coupled with weaker industrial output and retail sales. The country's policy makers said at the start of its National People's Congress that the target growth rate for 2013 would be 7.5%.

At asset level, our holding in Thailand's Siam Commercial Bank was positive for performance over the reporting period. The stock has benefited from a favourable context of solid economic growth in Thailand and the positive impact of 12 years of financial deleveraging on the country's banking sector. Recent loan growth has also been strong.

Meanwhile OGX Petroleo e Gas Participacoes, the Brazilian oil company, negatively affected performance. Investors were concerned about debt levels on the company's balance sheet; flow rates from the company's key oil field, Tubarao Azul, also gave cause for concern. Our holding in Federal Grid Unified Energy System also underperformed, mainly because of political and regulatory problems that arose following changes to the Russian government in May.

We remain cautious on the future for emerging equity markets. Slowing Chinese economic growth, falling commodity prices, fiscal challenges, corporate governance issues and a deteriorating political situation in many countries are negative influences on performance.

Investment markets and conditions can change rapidly and as such the views expressed should not be taken as statements of fact nor should reliance be placed on these views when making investment decisions.

Emerging Markets Fund (continued)

Distribution

| XD date | Payment date |
|----------|--------------|
| 31/03/13 | 31/05/13 |

Ongoing charges figure

| | 31/03/13 | 31/03/12 |
|----------------|----------|----------|
| | % | % |
| A Accumulation | 1.67 | n/a |
| X Accumulation | 0.18 | n/a |

Subsequent to a change in the rules of the Collective Investment Schemes Sourcebook issued by the Financial Conduct Authority the total expense ratio has been replaced by the ongoing charges figure (OCF). As a result of this change comparative figures for the preceding financial year are not required and as such have not been reported.

The Ongoing Charges Figure (OCF) is the total expenses paid by each share class in the year against its average net asset value. It excludes the cost of buying or selling assets for the Fund (unless these assets are shares of another fund). The OCF can fluctuate as underlying costs change.

Details of investments

| Investments | 31/03/13 | 31/03/12 |
|----------------------------|---------------|---------------|
| | % | % |
| South Korea | 13.58 | 14.20 |
| Brazil | 12.13 | 14.39 |
| China | 9.70 | 8.79 |
| Taiwan | 9.50 | 10.36 |
| India | 6.67 | 6.50 |
| Russia | 6.38 | 6.99 |
| South Africa | 6.23 | 6.30 |
| Ireland | 6.19 | - |
| Mexico | 5.84 | 4.94 |
| Hong Kong | 4.79 | 5.70 |
| Malaysia | 3.59 | 3.14 |
| United States | 2.54 | 2.95 |
| Indonesia | 2.54 | 2.44 |
| Turkey | 2.25 | 1.84 |
| Cayman Islands | 2.17 | 2.36 |
| Thailand | 1.81 | 2.31 |
| Poland | 1.28 | 1.14 |
| Philippines | 0.78 | 0.65 |
| Colombia | 0.73 | 0.61 |
| Bermuda | 0.38 | 0.38 |
| Hungary | 0.32 | 0.31 |
| Czech Republic | 0.30 | 0.34 |
| Virgin Islands | 0.05 | 0.12 |
| Forward Currency Contracts | (0.05) | - |
| Net other assets | 0.30 | 3.24 |
| Total net assets | 100.00 | 100.00 |

Net asset value

| | NAV per share | NAV per share | NAV percentage change |
|----------------|---------------|---------------|-----------------------|
| | 31/03/13 | 31/03/12 | |
| | (p) | (p) | % |
| A Accumulation | 151.82 | 142.46 | 6.57 |
| X Accumulation | 172.41 | 159.45 | 8.13 |

Please note: negative figures are shown in brackets.

Performance record

| | 01/04/12 | 01/04/11 | 01/04/10 | 01/04/09 | 01/04/08 | 01/04/07 |
|--|----------|----------|----------|----------|----------|----------|
| | 31/03/13 | 31/03/12 | 31/03/11 | 31/03/10 | 31/03/09 | 31/03/08 |
| | % | % | % | % | % | % |
| Emerging Markets Fund A | | | | | | |
| Accumulation | 6.52 | (10.14) | 7.59 | 68.01 | (29.82) | 13.01 |
| Global Emerging Markets Sector | | | | | | |
| Average Return | 7.91 | (6.71) | 9.24 | 69.14 | (27.33) | 16.10 |
| MSCI Emerging Markets Large Cap Index | | | | | | |
| Cap Index | 7.63 | (8.05) | 13.29 | 71.55 | (26.37) | 20.05 |

Source: Lipper for Emerging Markets Fund and Global Emerging Markets Sector Average Return (Funds which invest 80% or more of their assets in emerging market equities as defined by the relevant FTSE or MSCI Global Emerging Markets Index). Basis: Mid to Mid, revenue reinvested and net of expenses.

Source: Rimes for the MSCI Emerging Markets Large Cap Index (GBP). Basis: Revenue reinvested and gross of expenses.

Past performance is not a reliable indicator of future results. The value of an investment and any revenue from it is not guaranteed and can go down as well as up depending on investment performance and currency exchange rates.

Distribution

| | Final |
|----------------|----------|
| | 31/03/13 |
| | (p) |
| A Accumulation | 1.6063 |
| X Income | 3.6935 |

Top five holdings

| | 31/03/13 | | 31/03/12 |
|---|----------|--|----------|
| | % | | % |
| 1. iShares MSCI Emerging Markets | 6.19 | Samsung Electronics | 3.98 |
| 2. Samsung Electronics | 4.63 | Petroleo Brasileiro ADR | 2.56 |
| 3. iShares MSCI Emerging Markets Index Fund | 2.25 | iShares MSCI Emerging Markets Index Fund | 2.55 |
| 4. Taiwan Semiconductor | 1.95 | Vale ADR | 2.46 |
| 5. China Mobile | 1.82 | China Mobile | 2.15 |

Number of holdings: 205

Number of holdings: 184

FUND PROFILE

Fund objectives and investment policy

This Fund aims to give an income with the possibility for long-term capital growth by investing in government and other fixed interest securities from anywhere in the world, apart from South East Asia, but including Japan.

Investors should aim to hold their investment in this Fund for the medium to long-term (at least five to ten years).

Any Income received by the Fund in respect of accumulation shares is retained in the Fund and has the effect of increasing the share price. Any Income received by the Fund in respect of Income shares will be paid out to you.

The Fund is allowed to use derivatives (contracts which have a value linked to the price of another asset) for the following reasons:

- To help reduce risk;
- To help reduce cost;
- To help generate extra capital or income for the Fund with an acceptably low level of risk.

We calculate the value of this Fund at 8am daily on working days in the UK. Our dealing times are from 9am to 5pm each working day. Instructions received before 5pm will receive the next day's price.

Synthetic risk and reward profile

There are several different ways of measuring risk. The table below uses an industry standard measure of fund risk based on measuring a fund's volatility using its returns over the past five years. Volatility is generated by both rising and falling prices. Volatility doesn't tell you how much a fund has lost or gained; it indicates how volatile its returns were historically. The Fund's ranking may change over time and may not be a reliable indication of its future risk profile.

This is a separate measure to Scottish Widows' Investment Approaches (where we use our own methodology to take an overall look at funds' risks and aims and categorise our funds as Secure, Cautious, Balanced, Progressive, Adventurous or Specialist). You can read more about them at www.scottishwidows.co.uk/investmentapproaches.



This Fund is ranked at 5 because it has experienced medium to high levels of volatility over the past 5 years. The synthetic risk and reward indicator shown here is accurate as at 31 March 2013 and there have been no changes to this ranking to date.

Investment Manager's Review

Two themes dominated government bond market movements for most of the review period; a stream of disappointing economic data, and anxiety over the future of the European single currency. Later in the year, uncertainty over the resolution – or otherwise – of the US "fiscal cliff" was also thrown into the mix. The machinations of politicians and central bankers – as they sought to resolve these problems – have heavily influenced bond prices.

Early in 2012, the European Central Bank launched two Long-Term Refinancing Operations (LTROs). These provided cheap loans for the commercial banking system, boosting confidence and stabilising Spanish and Italian ten-year yields. But investors remained fearful of the potential fallout from the eurozone sovereign debt crisis, causing peripheral government bond yields to rise sharply once more. Meanwhile, adverse economic data – from the US, China and Brazil - continued to undermine confidence.

In July, ECB president Mario Draghi pledged to do "whatever it takes" to preserve the euro, and this arrested the rising trend in peripheral government bond yields. Initially, this pledge drove yields lower and prices higher in "core" markets such as the US, the UK and the eurozone. This set a pattern for the remainder of the review period. Policy action – or the promise of action – would enhance investor risk appetite and the attraction of peripheral eurozone government bonds, while detracting from core government bonds. But the initial impact tended subsequently to dissipate, resulting in a renewed "flight to safety" and to core government bonds. The mix has been further complicated by political tensions in Italy, the prospect of financial meltdown in Cyprus, and by the ramifications of the looming US "fiscal cliff", with uncertainty exerting upward pressure on US Treasury yields.

Overall, US Treasuries and German Bunds continue to benefit from the uncertainties. "Safe haven" buying has pushed prices higher and kept yields at low levels. The yield on the benchmark ten-year Treasury fell from 2.2% to 1.85%, and that of the ten-year Bund from 1.81% to 1.28%.

International Bond Fund (continued)

Investment Manager's Review (continued)

The Scottish Widows International Bond Fund underperformed its benchmark, the JP Morgan Global Bonds ex Japan index, in the 12 months to 31 March. The Fund returned 6.32% over the review period, while the benchmark index returned 7.57%. The Fund was positioned with a generally short duration in core economies such as the US and Germany for most of the review period. Being short duration meant the portfolio was weighted towards bonds with shorter-dated maturities. This makes a fund less sensitive to interest rate changes, and is a strategy managers adopt when they expect interest rates to rise. As yields in core markets have continued to fall, this has detracted from Fund performance.

In terms of currencies, the Fund has typically been overweight in "higher beta" currencies such as the Swedish krona and Australian dollar. Such currencies become relatively more valuable when global economic activity strengthens. A short duration position in US dollar bonds was beneficial in the early part of the review period, while ten-year yields were rising. The overweight in the Swedish currency has been generally positive for relative performance. From January onwards, we adopted a short position in the euro against a variety of currencies at various stages. Earlier on, we were long Australian and US dollars; latterly we were long the Swedish krona and the Japanese yen.

Looking ahead, our medium-term view of core government bond markets is bearish (A bearish view is where the investor believes that a particular security, a sector, or the overall market is about to fall) and government bond yields generally offer poor value. The "flight to quality" and other cyclical influences have made the US market expensive, and yields could move higher if macroeconomic data exceed consensus expectations and prompt the Federal Reserve to consider slowing Treasury purchases. Elsewhere, the safe-haven premium for investing in German Bunds may unwind as some certainty returns to financial markets and a measure of stability returns to the European banking sector.

Against that, however, monetary authorities will continue to favour maintaining low interest rates in an effort to stimulate the economy. Interest rates are likely to be kept exceptionally low over the next couple of years in the US, the euro area and Japan.

Investment markets and conditions can change rapidly and as such the views expressed should not be taken as statements of fact nor should reliance be placed on these views when making investment decisions.

International Bond Fund (continued)

Distribution

| XD date | Payment date |
|----------|--------------|
| 31/03/13 | 31/05/13 |

Ongoing charges figure

| | 31/03/13 | 31/03/12 |
|----------------|----------|----------|
| | % | % |
| A Accumulation | 1.36 | n/a |
| A Income | 1.36 | n/a |
| B Accumulation | 1.11 | n/a |
| B Income | 1.11 | n/a |
| C Income | 0.86 | n/a |

Subsequent to a change in the rules of the Collective Investment Schemes Sourcebook issued by the Financial Conduct Authority the total expense ratio has been replaced by the ongoing charges figure (OCF). As a result of this change comparative figures for the preceding financial year are not required and as such have not been reported.

The Ongoing Charges Figure (OCF) is the total expenses paid by each share class in the year against its average net asset value. It excludes the cost of buying or selling assets for the Fund (unless these assets are shares of another fund). The OCF can fluctuate as underlying costs change.

Details of investments

| Investments | 31/03/13 | 31/03/12 |
|----------------------------|---------------|---------------|
| | % | % |
| United States | 35.95 | 47.86 |
| Japan | 27.61 | - |
| Germany | 8.18 | 10.88 |
| Italy | 6.86 | 9.10 |
| United Kingdom | 6.83 | 9.46 |
| France | 4.11 | 8.34 |
| Spain | 3.08 | 4.21 |
| Canada | 1.68 | 2.63 |
| Belgium | 1.67 | 2.38 |
| Netherlands | 1.19 | 0.98 |
| Australia | 1.01 | 1.44 |
| Denmark | 0.61 | 0.90 |
| Sweden | 0.39 | 0.70 |
| Forward Currency Contracts | 0.10 | - |
| Net other assets | 0.73 | 1.12 |
| Total net assets | 100.00 | 100.00 |

Net asset value

| | NAV per share | NAV per share | NAV percentage change |
|----------------|---------------|---------------|-----------------------|
| | 31/03/13 | 31/03/12 | |
| | (p) | (p) | % |
| A Accumulation | 217.00 | 204.09 | 6.33 |
| A Income | 134.38 | 127.10 | 5.73 |
| B Accumulation | 222.88 | 209.21 | 6.53 |
| B Income | 134.54 | 127.25 | 5.73 |
| C Income | 135.10 | 127.78 | 5.73 |

Please note: negative figures are shown in brackets.

Performance record

| | 01/04/12 | 01/04/11 | 01/04/10 | 01/04/09 | 01/04/08 | 01/04/07 |
|--------------------------------|----------|----------|----------|----------|----------|----------|
| | 31/03/13 | 31/03/12 | 31/03/11 | 31/03/10 | 31/03/09 | 31/03/08 |
| | % | % | % | % | % | % |
| International Bond Fund | | | | | | |
| A Accumulation | 6.32 | 7.02 | (1.85) | (2.07) | 30.85 | 13.29 |
| Global Bonds | | | | | | |
| Sector Average | | | | | | |
| Return | 9.06 | 3.66 | 2.05 | 15.37 | 10.10 | 6.51 |
| JP Morgan | | | | | | |
| Global Bonds | | | | | | |
| Ex Japan Index | 7.57 | 6.85 | (0.41) | (0.63) | 31.48 | 17.02 |

Source: Lipper for International Bond Fund and Global Bonds Sector Average Return (funds which invest at least 80% of their assets in fixed interest securities. All funds which contain more than 80% fixed interest investments are to be classified under this heading regardless of the fact that they may have more than 80% in a particular geographical sector, unless that geographic area is the UK, when the fund should be classified under the relevant UK (Sterling) heading). Basis: Mid to Mid, net revenue reinvested and net of expenses

Source: Datastream for the JP Morgan Global Bonds Ex Japan Index (GBP). Basis: Gross Revenue reinvested and gross of expenses.

Past performance is not a reliable indicator of future results. The value of an investment and any revenue from it is not guaranteed and can go down as well as up depending on investment performance and currency exchange rates.

Distribution

| | Final |
|----------------|----------|
| | 31/03/13 |
| | (p) |
| A Accumulation | 0.5325 |
| A Income | 0.3302 |
| B Accumulation | 0.7603 |
| B Income | 0.4611 |
| C Income | 0.5933 |

Top five holdings

| | 31/03/13 | 31/03/12 |
|--|----------|---|
| | % | % |
| 1. United States Treasury Note 2.125% 31/05/2015 | 6.82 | United States Treasury Note 2.125% 29/02/2016 |
| 2. United States Treasury Note 2.125% 29/02/2016 | 6.81 | United States Treasury Note 2.125% 31/05/2015 |
| 3. Japan Government Bond 1.7% 20/03/2017 | 6.72 | United States Treasury Note 3.75% 15/11/2018 |
| 4. United States Treasury Note 1.375% 15/05/2013 | 5.52 | UK Treasury 5% 07/03/2018 |
| 5. Japan Government Bond 1.1% 20/03/2021 | 5.11 | United States Treasury Note 4.25% 15/05/2039 |

Number of holdings: 46

Number of holdings: 40

Summary of portfolio by credit ratings

| | Total Net Assets | Total Net Assets |
|--------------------------------|------------------|------------------|
| | 31/03/13 | 31/03/12 |
| | % | % |
| Rating block | | |
| Investment grade (AAA to BBB-) | 99.17 | 98.88 |
| Total bonds | 99.17 | 98.88 |
| Other | 0.83 | 1.12 |
| Total net assets | 100.00 | 100.00 |

The credit ratings used in the above table have been supplied by Standard & Poor's.

FUND PROFILE

Fund objectives and investment policy

This Fund aims to give long-term capital growth by investing mainly in shares of companies operating in Latin American countries. Investors should aim to hold their investment in this Fund for the medium to long-term (at least five to ten years).

Any Income received by the Fund is retained in the Fund and has the effect of increasing the share price.

The Fund is allowed to use derivatives (contracts which have a value linked to the price of another asset) for the following reasons:

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- To help reduce cost;
- To help generate extra capital or income for the Fund with an acceptably low level of risk.

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Synthetic risk and reward profile

There are several different ways of measuring risk. The table below uses an industry standard measure of fund risk based on measuring a fund's volatility using its returns over the past five years. Volatility is generated by both rising and falling prices. Volatility doesn't tell you how much a fund has lost or gained; it indicates how volatile its returns were historically. The Fund's ranking may change over time and may not be a reliable indication of its future risk profile.

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This Fund is ranked at 7 because it has experienced very high levels of volatility over the past 5 years. The synthetic risk and reward indicator shown here is accurate as at 31 March 2013 and there have been no changes to this ranking to date.

Investment Manager's Review

Over the 12-month reporting period, the Fund's net return was 0.08%. This represents a slight underperformance compared to the benchmark, the MSCI Latin America Index, which had a gross return of 0.86%.

Latin American equities were subject to global economic trends over the year. In the early part of the reporting period, concerns about the health of the eurozone caused nervous investors to shun equities in favour of cash and bonds. Worries over the health of the Chinese economy also took their toll on Latin American stocks. Shares started to pick up again, though, during the summer months, particularly after the European Central Bank (ECB) confirmed its support for the euro. The Federal Reserve's decision to announce open-ended stimulus measures in order to kick-start the global economy also allowed some risk assets to return to favour.

That said, the Brazilian and Mexican markets (the two key economies in Latin America) have seen diverging performance over the reporting period. The MSCI Mexico Index gained 14.1% in local currency, total return terms. But its Brazilian peer was down over the 12 months, recording a drop of 3.3% in local currency, total return terms.

In January, the minutes from a Brazilian central bank meeting revealed that policymakers partly attribute the country's slow economic recovery to supply bottlenecks which can't be addressed by monetary policy. Meanwhile, Mexico's industrial production fell for the first time since November 2009, while retail sales in the country experienced the largest monthly drop in 12 years in December.

Finally, Brazil chose to hold its benchmark interest rate steady at an all-time low of 7.25%, leading to speculation that it will be increased at some point this year in order to rein in inflation. In contrast, Mexico made an unexpected move to cut rates for the first time in almost four years.

At asset level, the Fund's holding in Credicorp, the Peruvian financial company, generated positive results. During the second quarter of 2012, the stock experienced a sell-off in response to concerns about deteriorating asset quality. Since then, however, the share price has enjoyed a rebound upon investors' realisation that this deterioration was not part of a trend.

In recent months, Mexico's Grupo Financiero Banorte, another financial company, has also positively influenced performance. Conversely, America Movil, the Mexican telecoms operator, was detrimental to returns over the early months of 2013. The share price declined after Mexico's new government announced plans to impose far-reaching reforms on the country's largest communications companies in order to introduce more competition to the industry.

Latin American Fund (continued)

Investment Manager's Review (continued)

On a regional basis, the Fund is relatively defensively positioned and will remain so in the near term. Mexico has a comparatively healthier economy, however valuations reflect this. Given how far they have fallen in Brazil, some opportunities may exist there despite the commodity headwind.

Investment markets and conditions can change rapidly and as such the views expressed should not be taken as statements of fact nor should reliance be placed on these views when making investment decisions.

Distribution

| XD date | Payment date |
|----------|--------------|
| 31/03/13 | 31/05/13 |

Ongoing charges figure

| | 31/03/13 | 31/03/12 |
|----------------|----------|----------|
| | % | % |
| A Accumulation | 1.77 | n/a |
| B Accumulation | 1.52 | n/a |
| X Accumulation | 0.30 | n/a |

Subsequent to a change in the rules of the Collective Investment Schemes Sourcebook issued by the Financial Conduct Authority the total expense ratio has been replaced by the ongoing charges figure (OCF). As a result of this change comparative figures for the preceding financial year are not required and as such have not been reported.

The Ongoing Charges Figure (OCF) is the total expenses paid by each share class in the year against its average net asset value. It excludes the cost of buying or selling assets for the Fund (unless these assets are shares of another fund). The OCF can fluctuate as underlying costs change.

Details of investments

| Investments | 31/03/13 | 31/03/12 |
|-------------------------|---------------|---------------|
| | % | % |
| Brazil | 58.67 | 61.55 |
| Mexico | 28.48 | 19.33 |
| Chile | 5.89 | 8.12 |
| Colombia | 2.87 | 2.79 |
| Bermuda | 1.79 | 1.05 |
| United States | 1.20 | 0.74 |
| Peru | 0.98 | 1.11 |
| Ireland | - | 3.03 |
| British Virgin Islands | - | 0.64 |
| Net other assets | 0.12 | 1.64 |
| Total net assets | 100.00 | 100.00 |

Net asset value

| | NAV per share | NAV per share | NAV percentage change |
|----------------|---------------|---------------|-----------------------|
| | 31/03/13 | 31/03/12 | % |
| | (p) | (p) | % |
| A Accumulation | 381.57 | 382.20 | (0.16) |
| B Accumulation | 389.88 | 389.57 | 0.08 |
| X Accumulation | 396.61 | 431.11 | (8.00) |

Please note: negative figures are shown in brackets.

Performance record

| | 01/04/12 | 01/04/11 | 01/04/10 | 01/04/09 | 01/04/08 | 01/04/07 |
|--|----------|----------|----------|----------|----------|----------|
| | 31/03/13 | 31/03/12 | 31/03/11 | 31/03/10 | 31/03/09 | 31/03/08 |
| | % | % | % | % | % | % |
| Latin American Fund A | | | | | | |
| Accumulation | 0.08 | (7.60) | 4.91 | 97.68 | (31.86) | 29.31 |
| Specialist Sector | | | | | | |
| Average Return | N/A | N/A | N/A | N/A | (24.65) | 17.46 |
| Equity Emerging Markets Latin American Sector | | | | | | |
| Average Return | 5.24 | (9.43) | 7.70 | 81.83 | N/A | N/A |
| MSCI Latin American Index | | | | | | |
| | 0.86 | (7.82) | 7.94 | 86.94 | (28.11) | 37.99 |

Source: Lipper for Latin American Fund and Equity Global Emerging Markets Latin American Sector Average Return. From 01/05/09 the sector average was changed as this was deemed to best reflect the Fund's peer group. IMA for specialist Sector Average Return (funds that have an investment universe that is not accommodated by the mainstream sectors). Performance ranking of funds within the sector as a whole is inappropriate, given the diverse nature of its constituents). Basis: Mid to Mid, revenue reinvested and net of expenses.

Source: Rimes for the MSCI Latin American Index (GBP). Basis: Revenue reinvested and gross of expenses.

Past performance is not a reliable indicator of future results. The value of an investment and any revenue from it is not guaranteed and can go down as well as up depending on investment performance and currency exchange rates.

Distribution

| | Final |
|----------------|----------|
| | 31/03/13 |
| | (p) |
| A Accumulation | 3,1850 |
| B Accumulation | 4,2018 |
| X Accumulation | — |

Top five holdings

| | 31/03/13 | | 31/03/12 |
|--|----------|---|----------|
| | % | | % |
| 1. Cia de Bebidas das Americas Preference Shares | 6.90 | Petroleo Brasileiro Preference Shares | 8.28 |
| 2. Petroleo Brasileiro Preference Shares | 6.61 | Vale Preference 'A' Shares | 7.52 |
| 3. Vale Preference 'A' Shares | 6.54 | Itau Unibanco Preference Shares | 6.15 |
| 4. Banco Bradesco Preference Shares | 6.48 | America Movil ADR | 6.11 |
| 5. America Movil ADR | 6.23 | Cia de Bebidas das Americas Preference Shares | 5.05 |

Number of holdings: 62

Number of holdings: 71

FUND PROFILE

Fund objectives and investment policy

This Fund aims to give a total return by tracking the performance of the overseas fixed interest market, currently represented by the J P Morgan Global Government Bond (non UK) Traded Index. The Fund invests primarily in overseas government fixed interest securities and other overseas fixed interest securities. The Fund uses a number of methods to track its selected Index. Discretion may be used in deciding which investments in the Index will be included in the Fund.

Investors should aim to hold their investment in this Fund for the medium to long-term (at least five to ten years).

Any Income received by the Fund in respect of accumulation shares is retained in the Fund and has the effect of increasing the share price. Any Income received by the Fund in respect of Income shares will be paid out to you.

The Fund is allowed to use derivatives (contracts which have a value linked to the price of another asset) for the following reasons:

- To help reduce risk;
- To help reduce cost;
- To help generate extra capital or income for the Fund with an acceptably low level of risk.

We calculate the value of this Fund at 8am daily on working days in the UK. Our dealing times are from 9am to 5pm each working day. Instructions received before 5pm will receive the next day's price.

Tracking Error

Tracking Error measures the standard deviation of the relative returns. It is the annualised standard deviation of the returns of a fund minus those of its benchmark (relative returns) and not the standard deviation of each fund's unique returns. The lower the tracking error of a fund, the more the fund resembles its benchmark or the market regarding risk and return characteristics.

The size of the Fund's tracking error for the year ended 31 March 2013 was 0.1 %.

Synthetic risk and reward profile

There are several different ways of measuring risk. The table below uses an industry standard measure of fund risk based on measuring a fund's volatility using its returns over the past five years. Volatility is generated by both rising and falling prices. Volatility doesn't tell you how much a fund has lost or gained; it indicates how volatile its returns were historically. The Fund's ranking may change over time and may not be a reliable indication of its future risk profile.

This is a separate measure to Scottish Widows' Investment Approaches (where we use our own methodology to take an overall look at funds' risks and aims and categorise our funds as Secure, Cautious, Balanced, Progressive, Adventurous or Specialist). You can read more about them at www.scottishwidows.co.uk/investmentapproaches.



This Fund is ranked at 5 because it has experienced medium to high levels of volatility over the past 5 years. The synthetic risk and reward indicator shown here is accurate as at 31 March 2013 and there have been no changes to this ranking to date.

Investment Manager's Review

The Overseas Fixed Interest Tracker Fund delivered a return of 3.85 % in the twelve months to 31 March 2013. Over the period, the Fund has tracked the JP Morgan Global Government Bond (excluding UK) Index. Sampling techniques are used to match country exposure and duration (the sensitivity of a bond to changes in interest rates).

Two themes dominated government bond market movements for most of the review period; a stream of disappointing economic data, and anxiety over the future of the European single currency. Later in the year, uncertainty over the resolution – or otherwise – of the US "fiscal cliff" was also thrown into the mix. The machinations of politicians and central bankers – as they sought to resolve these problems – have heavily influenced bond prices.

Early in 2012, the European Central Bank launched two Long-Term Refinancing Operations (LTROs). These provided cheap loans for the commercial banking system, boosting confidence and stabilising Spanish and Italian ten-year yields. But investors remained fearful of the potential fallout from the eurozone sovereign debt crisis, causing peripheral government bond yields to rise sharply once more. Meanwhile, adverse economic data – from the US, China and Brazil - continued to undermine confidence.

Overseas Fixed Interest Tracker Fund (continued) for the year ended 31 March 2013

Investment Manager's Review (continued)

In July, ECB president Mario Draghi pledged to do "whatever it takes" to preserve the euro, and this arrested the rising trend in peripheral government bond yields. Initially, this pledge drove yields lower and prices higher in "core" markets such as the US, the UK and the eurozone. This set a pattern for the remainder of the review period. Policy action – or the promise of action – would enhance investor risk appetite and the attraction of peripheral eurozone government bonds, while detracting from core government bonds. But the initial impact tended subsequently to dissipate, resulting in a renewed "flight to safety" and to core government bonds. The mix has been further complicated by political tensions in Italy, the prospect of financial meltdown in Cyprus, and by the ramifications of the looming US "fiscal cliff", with uncertainty exerting upward pressure on US Treasury yields.

Overall, US Treasuries and German Bunds continue to benefit from the uncertainties. "Safe haven" buying has pushed prices higher and kept yields at low levels. The yield on the benchmark ten-year Treasury fell from 2.2% to 1.85%, and that of the ten-year Bund from 1.81% to 1.28%.

Looking ahead, our medium-term view of core government bond markets is bearish (A bearish view is where the investor believes that a particular security, a sector, or the overall market is about to fall) and government bond yields generally offer poor value. The "flight to quality" and other cyclical influences have made the US market expensive, and yields could move higher if macroeconomic data exceed consensus expectations and prompt the Federal Reserve to consider slowing Treasury purchases. Elsewhere, the safe-haven premium for investing in German Bunds may unwind as some certainty returns to financial markets and a measure of stability returns to the European banking sector. Against that, however, monetary authorities will continue to favour maintaining low interest rates in an effort to stimulate the economy. Interest rates are likely to be kept exceptionally low over the next couple of years in the US, the euro area and Japan.

Investment markets and conditions can change rapidly and as such the views expressed should not be taken as statements of fact nor should reliance be placed on these views when making investment decisions.

Overseas Fixed Interest Tracker Fund (continued)

Distribution

| XD date | Payment date |
|----------|--------------|
| 31/12/12 | 28/02/13 |
| 31/03/13 | 31/05/13 |

Ongoing charges figure

| | 31/03/13 | 31/03/12 |
|----------------|----------|----------|
| | % | % |
| I Accumulation | 0.63 | n/a |
| I Income | 0.64 | n/a |

Subsequent to a change in the rules of the Collective Investment Schemes Sourcebook issued by the Financial Conduct Authority the total expense ratio has been replaced by the ongoing charges figure (OCF). As a result of this change comparative figures for the preceding financial year are not required and as such have not been reported.

The Ongoing Charges Figure (OCF) is the total expenses paid by each share class in the year against its average net asset value. It excludes the cost of buying or selling assets for the Fund (unless these assets are shares of another fund). The OCF can fluctuate as underlying costs change.

Details of investments

| Investments | 31/03/13 | 31/03/12 |
|-------------------------|---------------|---------------|
| | % | % |
| United States | 38.51 | 35.54 |
| Japan | 29.71 | 32.74 |
| Italy | 7.05 | 6.70 |
| France | 6.70 | 7.57 |
| Germany | 6.63 | 6.92 |
| Spain | 3.14 | 2.81 |
| Belgium | 1.95 | 1.96 |
| Canada | 1.82 | 2.01 |
| Netherlands | 1.51 | 0.63 |
| Australia | 1.11 | 1.06 |
| Denmark | 0.63 | 0.62 |
| Sweden | 0.46 | 0.49 |
| Net other assets | 0.78 | 0.95 |
| Total net assets | 100.00 | 100.00 |

Net asset value

| | NAV per share | NAV per share | NAV percentage change |
|----------------|---------------|---------------|-----------------------|
| | 31/03/13 | 31/03/12 | % |
| | (p) | (p) | |
| I Accumulation | 188.96 | 181.84 | 3.92 |
| I Income | 143.47 | 139.38 | 2.93 |

Please note: negative figures are shown in brackets.

Performance record

| | 01/04/12 | 01/04/11 | 01/04/10 | 01/04/09 | 01/04/08 | 01/04/07 |
|---|----------|----------|----------|----------|----------|----------|
| | 31/03/13 | 31/03/12 | 31/03/11 | 31/03/10 | 31/03/09 | 31/03/08 |
| | % | % | % | % | % | % |
| Overseas Fixed Interest Tracker Fund I | | | | | | |
| Accumulation | 3.85 | 4.96 | 0.17 | (0.63) | 35.88 | 16.97 |
| Global Bonds | | | | | | |
| Sector Average | | | | | | |
| Return | 9.06 | 3.66 | 2.05 | 15.37 | 10.10 | 6.51 |
| JP Morgan Global Government Bond (non UK) Traded Index | | | | | | |
| 4.49 | 5.39 | 2.15 | 0.00 | 36.72 | 19.15 | |

Source: Lipper for Overseas Fixed Interest Tracker Fund and Global Bonds Sector Average Return (funds which invest at least 80% of their assets in fixed interest securities. All funds which contain more than 80% fixed interest investments are to be classified under this heading regardless of the fact that they may have more than 80% in a particular geographic sector, unless that geographic area is the UK, when the fund should be classified under the relevant UK (Sterling) heading). Basis: Mid to Mid, net revenue reinvested and net of expenses.

Source: Datastream for the JP Morgan Global Government Bond (non UK) Traded Index (GBP). Basis: Gross revenue reinvested and gross of expenses.

Past performance is not a reliable indicator of future results. The value of an investment and any revenue from it is not guaranteed and can go down as well as up depending on investment performance and currency exchange rates.

Distribution

| | Third interim | Final |
|----------------|---------------|----------|
| | 31/12/12 | 31/03/13 |
| | (p) | (p) |
| I Accumulation | 0.4396 | 0.4512 |
| I Income | 0.3344 | 0.3392 |

Top five holdings

| | 31/03/13 | | 31/03/12 |
|--|----------|---|----------|
| | % | | % |
| 1. United States Treasury Note 2.125% 29/02/2016 | 8.26 | United States Treasury Note 3.75% 15/11/2018 | 7.65 |
| 2. United States Treasury Note 3.75% 15/11/2018 | 7.02 | United States Treasury Note 2.125% 29/02/2016 | 7.49 |
| 3. Japan Government Bond 1.7% 20/03/2017 | 6.32 | Japan Government Bond 0.6% 20/09/2014 | 6.37 |
| 4. Japan Government Bond 0.6% 20/09/2014 | 6.31 | United States Treasury Note 2.125% 31/05/2015 | 5.89 |
| 5. United States Treasury Note 2.125% 31/05/2015 | 5.96 | Japan Government Bond 1.7% 20/03/2017 | 5.43 |
| Number of holdings: 37 | | Number of holdings: 37 | |

Summary of portfolio by credit ratings

| | Total Net Assets | Total Net Assets |
|--------------------------------|------------------|------------------|
| | 31/03/13 | 31/03/12 |
| | % | % |
| Rating block | | |
| Investment grade (AAA to BBB-) | 99.22 | 99.05 |
| Total bonds | 99.22 | 99.05 |
| Other | 0.78 | 0.95 |
| Total net assets | 100.00 | 100.00 |

The credit ratings used in the above table have been supplied by Standard & Poor's.

FUND PROFILE

Fund objectives and investment policy

This Fund aims to give a total return by tracking the performance of the UK Equity market, currently represented by the Financial Times Stock Exchange All Share Index. The Fund invests primarily in UK equities. The Fund uses a number of methods to track its selected Index. Discretion may be used in deciding which investments in the Index will be included in the Fund.

Investors should aim to hold their investment in this Fund for the medium to long-term (at least five to ten years).

Any Income received by the Fund in respect of accumulation shares is retained in the Fund and has the effect of increasing the share price. Any Income received by the Fund in respect of Income shares will be paid out to you.

The Fund is allowed to use derivatives (contracts which have a value linked to the price of another asset) for the following reasons:

- To help reduce risk;
- To help reduce cost;
- To help generate extra capital or income for the Fund with an acceptably low level of risk.

We calculate the value of this Fund at 8am daily on working days in the UK. Our dealing times are from 9am to 5pm each working day. Instructions received before 5pm will receive the next day's price.

Tracking Error

Tracking Error measures the standard deviation of the relative returns. It is the annualised standard deviation of the returns of a fund minus those of its benchmark (relative returns) and not the standard deviation of each fund's unique returns. The lower the tracking error of a fund, the more the fund resembles its benchmark or the market regarding risk and return characteristics.

The size of the Fund's tracking error for the year ended 31 March 2013 was 0.1 %.

Synthetic risk and reward profile

There are several different ways of measuring risk. The table below uses an industry standard measure of fund risk based on measuring a fund's volatility using its returns over the past five years. Volatility is generated by both rising and falling prices. Volatility doesn't tell you how much a fund has lost or gained; it indicates how volatile its returns were historically. The Fund's ranking may change over time and may not be a reliable indication of its future risk profile.

This is a separate measure to Scottish Widows' Investment Approaches (where we use our own methodology to take an overall look at funds' risks and aims and categorise our funds as Secure, Cautious, Balanced, Progressive, Adventurous or Specialist). You can read more about them at www.scottishwidows.co.uk/investmentapproaches.



This Fund is ranked at 6 because it has experienced high levels of volatility over the past 5 years. The synthetic risk and reward indicator shown here is accurate as at 31 March 2013 and there have been no changes to this ranking to date.

Investment Manager's Review

During the year under review, data showed that the UK had slumped, albeit briefly, into a double-dip recession (each recession representing two consecutive quarters of negative growth). Yet despite this unpromising environment, the UK market notched up solid gains; the FTSE All-Share Index rose by 16.77% on the year. Share prices fell from the middle of March through to late May – but staged a powerful rally from late June onwards, driving market indices to levels not seen for four-and-a-half years.

Two related factors helped to whet investors' appetite for UK equities. First, the US economy (the world's largest) began to exhibit welcome signs of life: growth picked up, its housing market turned a corner and the unemployment rate fell. Secondly, central banks such as the US Federal Reserve, Bank of Japan and European Central Bank bought (or promised to buy) government bonds, thereby pushing down their yields. In this way, central banks were explicitly encouraging investors to switch into riskier assets – such as equities – where they hoped returns could be greater.

Over the year, banks were the strongest performing sector of the UK market. In part, that was because fears of imminent financial crisis continued to recede. Other industries geared into rising asset prices, such as life insurers, also did well. The mining sector was the weakest area of the market.

On a stock level, the top ten performing companies in the FTSE All-Share Index over the year were Thomas Cook, Pace, 888 Holdings, Ashtead Group, EasyJet, CSR, TalkTalk Telecom, Barratt Developments, Keller and Howden Joinery. The bottom ten performing companies in the index were Petropavlovsk, ENRC, Kazakhmys, Bumi, African Barrick Gold, New World Resources, Lonmin, SDL, Kenmare Resources and Ferrexpo.

UK All Share Tracker Fund (continued)

Investment Manager's Review (continued)

In terms of activity, the Fund continued to track the FTSE All-Share Index. We therefore periodically rebalanced its holdings in accordance with the changes made by index provider FTSE at its quarterly reviews. In June, the free float methodology that FTSE uses to calculate its indices changed (these adjustments ensure that the weighting of company in the index reflects the actual availability of that company's stock in the market for public investment). This resulted in a period of increased turnover for all tracker funds.

Looking forward, central bankers have indicated that interest rates are going to remain low for some time and the Bank of England has indicated that the UK economy will likely remain weak. In this environment, investors are being obliged to expose themselves to some degree of risk if they want to see any sort of total return. In particular, investors seeking yield are increasingly turning to equities, where yields look attractive compared to government bonds.

Investment markets and conditions can change rapidly and as such the views expressed should not be taken as statements of fact nor should reliance be placed on these views when making investment decisions.

Distribution

| XD date | Payment date |
|----------|--------------|
| 31/03/13 | 31/05/13 |

Ongoing charges figure

| | 31/03/13 | 31/03/12 |
|----------------|----------|----------|
| | % | % |
| I Accumulation | 0.36 | n/a |
| I Income | 0.35 | n/a |

Subsequent to a change in the rules of the Collective Investment Schemes Sourcebook issued by the Financial Conduct Authority the total expense ratio has been replaced by the ongoing charges figure (OCF). As a result of this change comparative figures for the preceding financial year are not required and as such have not been reported.

The Ongoing Charges Figure (OCF) is the total expenses paid by each share class in the year against its average net asset value. It excludes the cost of buying or selling assets for the Fund (unless these assets are shares of another fund). The OCF can fluctuate as underlying costs change.

Details of investments

| Investments | 31/03/13 | 31/03/12 |
|-------------------------|---------------|---------------|
| | % | % |
| Financials | 26.16 | 24.28 |
| Oil & Gas | 14.61 | 16.57 |
| Consumer Goods | 13.51 | 12.71 |
| Consumer Services | 9.33 | 8.64 |
| Industrials | 9.05 | 8.06 |
| Basic Materials | 8.18 | 10.35 |
| Health Care | 6.95 | 6.82 |
| Telecommunications | 5.77 | 5.87 |
| Utilities | 3.64 | 3.68 |
| Technology | 1.65 | 1.50 |
| Derivatives | (0.10) | (0.18) |
| Net other assets | 1.25 | 1.70 |
| Total net assets | 100.00 | 100.00 |

Net asset value

| | NAV per share | NAV per share | NAV percentage change |
|----------------|---------------|---------------|-----------------------|
| | 31/03/13 | 31/03/12 | |
| | (p) | (p) | % |
| I Accumulation | 193.43 | 165.40 | 16.95 |
| I Income | 123.93 | 109.31 | 13.37 |

Performance record

| | 01/04/12 | 01/04/11 | 01/04/10 | 01/04/09 | 01/04/08 | 01/04/07 |
|----------------------|----------|----------|----------|----------|----------|----------|
| | 31/03/13 | 31/03/12 | 31/03/11 | 31/03/10 | 31/03/09 | 31/03/08 |
| | % | % | % | % | % | % |
| UK All Share Tracker | | | | | | |
| Fund I | | | | | | |
| Accumulation | 16.75 | 0.54 | 8.58 | 58.25 | (31.61) | (8.38) |
| UK All Companies | | | | | | |
| Sector Average | | | | | | |
| Return | 17.47 | 0.39 | 11.35 | 50.94 | (31.59) | (10.16) |
| FTSE All-Share Index | 16.77 | 1.39 | 8.72 | 52.30 | (29.33) | (7.74) |

Source: Lipper for UK All Share Tracker Fund and UK All Companies Sector Average Return (funds which invest at least 80% of their assets in UK equities which have a primary objective of achieving capital growth). Basis: Mid to Mid, revenue reinvested and net of expenses.

Source: Rimes for the FTSE All-Share Index (GBP). Basis: Revenue reinvested and gross of expenses.

Past performance is not a reliable indicator of future results. The value of an investment and any revenue from it is not guaranteed and can go down as well as up depending on investment performance and currency exchange rates.

Distribution

| | Final |
|----------------|----------|
| | 31/03/13 |
| | (p) |
| I Accumulation | 2,5540 |
| I Income | 1,6558 |

Top five holdings

| | 31/03/13 | | 31/03/12 |
|---------------------------------|----------|------------------------------|----------|
| | % | | % |
| 1. HSBC | 6.20 | HSBC | 5.20 |
| 2. SWIP Sterling Liquidity Fund | 5.68 | Vodafone | 4.64 |
| 3. Vodafone | 4.46 | BP | 4.61 |
| 4. BP | 4.34 | SWIP Sterling Liquidity Fund | 4.38 |
| 5. Royal Dutch Shell 'A' Shares | 3.90 | Royal Dutch Shell 'A' Shares | 4.24 |

Number of holdings: 590

Number of holdings: 563

Please note: negative figures are shown in brackets.

FUND PROFILE

Fund objectives and investment policy

This Fund aims to give a total return by tracking the performance of the UK Fixed Interest market, currently represented by the Financial Times Stock Exchange Actuaries UK Gilts All Stocks Index. The Fund invests primarily in UK Government Gilts. The Fund uses a number of methods to track its selected Index. Discretion may be used in deciding which investments in the Index will be included in the Fund.

Investors should aim to hold their investment in this Fund for the medium to long-term (at least five to ten years).

Any Income received by the Fund in respect of accumulation shares is retained in the Fund and has the effect of increasing the share price. Any Income received by the Fund in respect of Income shares will be paid out to you.

The Fund is allowed to use derivatives (contracts which have a value linked to the price of another asset) for the following reasons:

- To help reduce risk;
- To help reduce cost;
- To help generate extra capital or income for the Fund with an acceptably low level of risk.

We calculate the value of this Fund at 8am daily on working days in the UK. Our dealing times are from 9am to 5pm each working day. Instructions received before 5pm will receive the next day's price.

Tracking Error

Tracking Error measures the standard deviation of the relative returns. It is the annualised standard deviation of the returns of a fund minus those of its benchmark (relative returns) and not the standard deviation of each fund's unique returns. The lower the tracking error of a fund, the more the fund resembles its benchmark or the market regarding risk and return characteristics.

The size of the Fund's tracking error for the year ended 31 March 2013 was 0.1%.

Synthetic risk and reward profile

There are several different ways of measuring risk. The table below uses an industry standard measure of fund risk based on measuring a fund's volatility using its returns over the past five years. Volatility is generated by both rising and falling prices. Volatility doesn't tell you how much a fund has lost or gained; it indicates how volatile its returns were historically. The Fund's ranking may change over time and may not be a reliable indication of its future risk profile.

This is a separate measure to Scottish Widows' Investment Approaches (where we use our own methodology to take an overall look at funds' risks and aims and categorise our funds as Secure, Cautious, Balanced, Progressive, Adventurous or Specialist). You can read more about them at www.scottishwidows.co.uk/investmentapproaches.



This Fund is ranked at 4 because it has experienced medium levels of volatility over the past 5 years. The synthetic risk and reward indicator shown here is accurate as at 31 March 2013 and there have been no changes to this ranking to date.

Investment Manager's Review

Over the year to the end of March the benchmark FTSE-A UK Gilts All Stocks index returned 5.25%. The Fund returned 4.65% net of fees over the same period.

In part, this modest positive return reflected continued support from central-bank intervention. Although the Bank of England was less aggressive in its bond-buying than the US Federal Reserve or Bank of Japan, it nonetheless increased the size of its bond buying programme, taking total asset purchases as part of its quantitative easing programme to £375 billion. In mid-2012 another flare up in the eurozone crisis also offered support for Gilts; despite concerns over the UK's creditworthiness, bonds issued by the UK government continue to be regarded as a safe-haven asset. This perception continued to support prices hold down yields – when tensions in the eurozone were at their peak, Gilt yields hit record lows.

That support, however, began to ebb a little in the latter stages of the reporting period. In January 2013, Gilt yields rose and prices (which are the inverse of yields) fell. Most explanations for the sell off focused on better economic data coming from the US and expectations of a "great rotation" out of bonds and into equities. In February 2013, ratings agency Moody's stripped the UK of its Aaa rating. And while the downgrade attracted sensationalist media coverage, the UK's borrowing costs were little changed following the news.

With the burden of supporting the economy falling squarely on monetary (rather than fiscal) policy, the market's appetite for index-linked debt remained very strong. It is anticipated that the Bank of England may grow more tolerant of inflation under the stewardship of governor-elect Mark Carney.

UK Fixed Interest Tracker Fund (continued)

Investment Manager's Review (continued)

Activity over the year continued to serve the Fund's aim of tracking the performance of the FTSE-A UK Gilts All Stocks index. This is achieved by using sampling techniques to capture both the duration of the market (i.e. its price sensitivity to interest-rate changes) and the shape of the yield curve. Holdings were switched only when it would provide a truer representation of the curve. Cash inflows and coupon payments were invested to maintain a close replication of the benchmark index.

Looking forward, we could see a general reduction in demand for Gilts, as demand from the Bank of England, overseas buyers, pension funds and UK banks moderates. That would seem to point to a move higher in Gilt yields and to a fall in prices (which move inversely to yields). At the same time, we acknowledge that the weak outlook for the global economy and uncertainty in Europe may limit the extent of any sell off in the Gilt market.

Investment markets and conditions can change rapidly and as such the views expressed should not be taken as statements of fact nor should reliance be placed on these views when making investment decisions.

Distribution

| XD date | Payment date |
|----------|--------------|
| 31/12/12 | 28/02/13 |
| 31/03/13 | 31/05/13 |

Ongoing charges figure

| | 31/03/13 | 31/03/12 |
|----------------|----------|----------|
| | % | % |
| I Accumulation | 0.36 | n/a |
| I Income | 0.36 | n/a |

Subsequent to a change in the rules of the Collective Investment Schemes Sourcebook issued by the Financial Conduct Authority the total expense ratio has been replaced by the ongoing charges figure (OCF). As a result of this change comparative figures for the preceding financial year are not required and as such have not been reported.

The Ongoing Charges Figure (OCF) is the total expenses paid by each share class in the year against its average net asset value. It excludes the cost of buying or selling assets for the Fund (unless these assets are shares of another fund). The OCF can fluctuate as underlying costs change.

Details of investments

| Investments | 31/03/13 | 31/03/12 |
|-------------------------|---------------|---------------|
| | % | % |
| Government Securities | 99.63 | 99.39 |
| Net other assets | 0.37 | 0.61 |
| Total net assets | 100.00 | 100.00 |

Net asset value

| | NAV per share | NAV per share | NAV percentage |
|----------------|---------------|---------------|----------------|
| | 31/03/13 | 31/03/12 | change |
| | (p) | (p) | % |
| I Accumulation | 209.41 | 200.13 | 4.64 |
| I Income | 121.18 | 117.97 | 2.72 |

Summary of portfolio by credit ratings

| Rating block | Total Net Assets | Total Net Assets |
|--------------------------------|------------------|------------------|
| | 31/03/13 | 31/03/12 |
| | % | % |
| Investment grade (AAA to BBB-) | 99.63 | 99.39 |
| Total bonds | 99.63 | 99.39 |
| Other | 0.37 | 0.61 |
| Total net assets | 100.00 | 100.00 |

The credit ratings used in the above table have been supplied by Standard & Poor's.

Performance record

| | 01/04/12 | 01/04/11 | 01/04/10 | 01/04/09 | 01/04/08 | 01/04/07 |
|--|----------|----------|----------|----------|----------|----------|
| | 31/03/13 | 31/03/12 | 31/03/11 | 31/03/10 | 31/03/09 | 31/03/08 |
| | % | % | % | % | % | % |

UK Fixed Interest Tracker Fund

| | | | | | | |
|------------------|------|-------|------|--------|-------|------|
| I Accumulation | 4.65 | 13.44 | 4.75 | (0.71) | 9.28 | 6.16 |
| UK Gilt Sector | | | | | | |
| Average Return | 4.52 | 13.81 | 4.33 | (0.05) | 8.84 | 5.18 |
| FTSE A UK Gilts | | | | | | |
| All Stocks Index | 5.25 | 14.46 | 5.16 | 0.77 | 10.32 | 7.58 |

Source: Lipper for UK Fixed Interest Tracker Fund and UK Gilt Sector Average Return (funds which invest at least 95% of their assets in Sterling denominated (or hedged back to Sterling) triple AAA rated, government backed securities, with at least 80% invested in UK government securities, (Gilts)). Basis: Mid to Mid, net revenue reinvested and net of expenses.

Source: Datastream for the FTSE A UK Gilts All Stocks Index (GBP). Basis: Gross revenue reinvested and gross of expenses.

Past performance is not a reliable indicator of future results. The value of an investment and any revenue from it is not guaranteed and can go down as well as up depending on investment performance and currency exchange rates.

Distribution

| | 31/12/12 | 31/03/13 |
|----------------|---------------|----------|
| | Third interim | Final |
| | (p) | (p) |
| I Accumulation | 0.9815 | 0.9032 |
| I Income | 0.5732 | 0.5249 |

Top five holdings

| | 31/03/13 | 31/03/12 |
|--------------------------------|----------|-----------------------------------|
| | % | % |
| 1. UK Treasury 4% 07/03/2022 | 3.87 | UK Treasury 5% 07/09/2014 3.94 |
| 2. UK Treasury 5% 07/03/2025 | 3.84 | UK Treasury 4.75% 07/09/2015 3.71 |
| 3. UK Treasury 5% 07/09/2014 | 3.77 | UK Treasury 4.75% 07/03/2020 3.71 |
| 4. UK Treasury 4.5% 07/03/2019 | 3.73 | UK Treasury 4% 07/09/2016 3.70 |
| 5. UK Treasury 5% 07/03/2018 | 3.61 | UK Treasury 5% 07/03/2025 3.45 |

Number of holdings: 39

Number of holdings: 38

Please note: negative figures are shown in brackets.

FUND PROFILE

Fund objectives and investment policy

This Fund aims to give a total return by tracking the performance of the gilt market, currently represented by the Financial Times Stock Exchange Actuaries Index-Linked All Stocks Index. The Fund invests primarily in UK Index-Linked Government Gilts. The Fund uses a number of methods to track its selected Index. Discretion may be used in deciding which investments in the Index will be included in the Fund.

Investors should aim to hold their investment in this Fund for the medium to long-term (at least five to ten years).

Any Income received by the Fund in respect of accumulation shares is retained in the Fund and has the effect of increasing the share price. Any Income received by the Fund in respect of Income shares will be paid out to you.

The Fund is allowed to use derivatives (contracts which have a value linked to the price of another asset) for the following reasons:

- To help reduce risk;
- To help reduce cost;
- To help generate extra capital or income for the Fund with an acceptably low level of risk.

We calculate the value of this Fund at 8am daily on working days in the UK. Our dealing times are from 9am to 5pm each working day. Instructions received before 5pm will receive the next day's price.

Tracking Error

Tracking Error measures the standard deviation of the relative returns. It is the annualised standard deviation of the returns of a fund minus those of its benchmark (relative returns) and not the standard deviation of each fund's unique returns. The lower the tracking error of a fund, the more the fund resembles its benchmark or the market regarding risk and return characteristics.

The size of the Fund's tracking error for the year ended 31 March 2013 was 0.1%.

Synthetic risk and reward profile

There are several different ways of measuring risk. The table below uses an industry standard measure of fund risk based on measuring a fund's volatility using its returns over the past five years. Volatility is generated by both rising and falling prices. Volatility doesn't tell you how much a fund has lost or gained; it indicates how volatile its returns were historically. The Fund's ranking may change over time and may not be a reliable indication of its future risk profile.

This is a separate measure to Scottish Widows' Investment Approaches (where we use our own methodology to take an overall look at funds' risks and aims and categorise our funds as Secure, Cautious, Balanced, Progressive, Adventurous or Specialist). You can read more about them at www.scottishwidows.co.uk/investmentapproaches.



This Fund is ranked at 4 because it has experienced medium levels of volatility over the past 5 years. The synthetic risk and reward indicator shown here is accurate as at 31 March 2013 and there have been no changes to this ranking to date.

Investment Manager's Review

Index-linked Gilts enjoyed a vintage year, generating a handsome total return of 10.21% over the reporting period. This represented a significant degree of outperformance relative to conventional (i.e. non index-linked) Gilts. The Fund, meanwhile, returned 9.45% net of fees.

The gains were, in large part, the proceeds of an unexpected windfall in the form of a favourable decision on the calculation methodology behind the retail price index (RPI), to which payments on index-linked Gilts are tied. The Consumer Prices Advisory Committee (CPAC), which advises the UK Statistics Authority on ways to implement and improve the indices it uses to measure inflation, confounded expectations by recommending that the methodology for calculating the retail price index (RPI) be left unchanged. Before the announcement, the consensus had been that any new methodology would result in a lower reading for RPI – and thus lower payments to holders of index-linked bonds. When news of the decision broke, index-linked Gilts enjoyed their strongest one-day return since 1987.

The second factor spurring demand for index-linked debt was the market's growing expectation that the Bank of England's governor-elect, Mark Carney, will prove even more tolerant of inflation than his predecessor, Sir Mervyn King. Although pre-Budget expectations that the Bank of England's monetary policy committee's (MPC's) remit might be changed to incorporate a nominal GDP target proved wide of the mark, recent comments from Mr Carney and the Chancellor have been interpreted as signalling that the MPC might tolerate persistently above-target inflation providing that it serves other economic goals.

UK Index-Linked Tracker Fund (continued)

Investment Manager's Review (continued)

Trading activity over the period continued to serve the objective of tracking the benchmark FTA Index Linked All Stocks Index. Changes to the portfolio during the review period were therefore confined to reflecting shifts in the yield curve and changes to the index. New money and coupon payments were invested to maintain a full replication of the benchmark index.

Looking forward, we still believe there is valuable upside in index-linked bonds even after recent moves higher. On a hold-to-maturity basis we believe index-linked Gilts could offer better returns than their nominal counterparts.

Investment markets and conditions can change rapidly and as such the views expressed should not be taken as statements of fact nor should reliance be placed on these views when making investment decisions.

Distribution

| XD date | Payment date |
|----------|--------------|
| 31/12/12 | 28/02/13 |
| 31/03/13 | 31/05/13 |

Ongoing charges figure

| | 31/03/13 | 31/03/12 |
|----------------|----------|----------|
| | % | % |
| I Accumulation | 0.36 | n/a |
| I Income | 0.36 | n/a |

Subsequent to a change in the rules of the Collective Investment Schemes Sourcebook issued by the Financial Conduct Authority the total expense ratio has been replaced by the ongoing charges figure (OCF). As a result of this change comparative figures for the preceding financial year are not required and as such have not been reported.

The Ongoing Charges Figure (OCF) is the total expenses paid by each share class in the year against its average net asset value. It excludes the cost of buying or selling assets for the Fund (unless these assets are shares of another fund). The OCF can fluctuate as underlying costs change.

Details of investments

| Investments | 31/03/13 | 31/03/12 |
|-------------------------|---------------|---------------|
| | % | % |
| UK Index-Linked Gilts | 99.96 | 99.98 |
| Net other assets | 0.04 | 0.02 |
| Total net assets | 100.00 | 100.00 |

Net asset value

| | NAV per share | NAV per share | NAV percentage change |
|----------------|---------------|---------------|-----------------------|
| | 31/03/13 | 31/03/12 | |
| | (p) | (p) | % |
| I Accumulation | 239.79 | 219.34 | 9.32 |
| I Income | 201.53 | 185.80 | 8.47 |

Summary of portfolio by credit ratings

| | Total Net Assets | Total Net Assets |
|--------------------------------|------------------|------------------|
| | 31/03/13 | 31/03/12 |
| | % | % |
| Rating block | | |
| Investment grade (AAA to BBB-) | 99.96 | 99.98 |
| Total bonds | 99.96 | 99.98 |
| Other | 0.04 | 0.02 |
| Total net assets | 100.00 | 100.00 |

The credit ratings used in the above table have been supplied by Standard & Poor's.

Please note: negative figures are shown in brackets.

Performance record

| | 01/04/12 | 01/04/11 | 01/04/10 | 01/04/09 | 01/04/08 | 01/04/07 |
|--|----------|----------|----------|----------|----------|----------|
| | 31/03/13 | 31/03/12 | 31/03/11 | 31/03/10 | 31/03/09 | 31/03/08 |
| | % | % | % | % | % | % |

UK Index-Linked

| | | | | | | |
|----------------|------|-------|------|------|--------|-------|
| Tracker Fund | | | | | | |
| I Accumulation | 9.45 | 17.35 | 6.69 | 8.83 | (1.71) | 11.90 |

UK Index-Linked

| | | | | | | |
|----------------|-------|-------|------|-------|--------|-------|
| Gilts Sector | | | | | | |
| Average Return | 10.14 | 18.56 | 6.72 | 10.17 | (2.12) | 11.76 |

FTSE Actuaries

| | | | | | | |
|------------|--|--|--|--|--|--|
| Government | | | | | | |
| Securities | | | | | | |

Index-Linked

| | | | | | | |
|------------|-------|-------|------|-------|--------|-------|
| All Stocks | | | | | | |
| Index | 10.21 | 18.12 | 6.53 | 10.27 | (1.33) | 13.10 |

Source: Lipper for UK Index-Linked Tracker Fund and UK Index-Linked Gilts Sector Average Return (funds which invest at least 95% of their assets in Sterling denominated (or hedged back to Sterling) triple AAA rated government backed index linked securities, with at least 80% invested in UK Index Linked Gilts). Basis: Mid to Mid, net revenue reinvested and net of expenses.

Source: Datastream for the FTSE Actuaries Government Securities Index-Linked All Stocks Index (GBP). Basis: Gross revenue reinvested and gross of expenses.

Past performance is not a reliable indicator of future results. The value of an investment and any revenue from it is not guaranteed and can go down as well as up depending on investment performance and currency exchange rates.

Distribution

| | Third interim | Final |
|----------------|---------------|----------|
| | 31/12/12 | 31/03/13 |
| | (p) | (p) |
| I Accumulation | 0.4452 | 0.4199 |
| I Income | 0.3756 | 0.3535 |

Top five holdings

| | 31/03/13 | | 31/03/12 |
|---|----------|--|----------|
| | % | | % |
| 1. UK Treasury 2.5% Index-Linked 26/07/2016 | 7.10 | UK Treasury 2.5% Index-Linked 26/07/2016 | 8.17 |
| 2. UK Treasury 2.5% Index-Linked 16/04/2020 | 6.56 | UK Treasury 2.5% Index-Linked 16/04/2020 | 7.15 |
| 3. UK Treasury 1.875% Index-Linked 22/11/2022 | 6.50 | UK Treasury 1.25% Index-Linked 22/11/2027 | 7.00 |
| 4. UK Treasury 2.5% Index-Linked 17/07/2024 | 6.26 | UK Treasury 1.875% Index-Linked 22/11/2022 | 6.92 |
| 5. UK Treasury 1.25% Index-Linked 22/11/2027 | 6.08 | UK Treasury 2.5% Index-Linked 17/07/2024 | 6.64 |

Number of holdings: 22

Number of holdings: 19

FUND PROFILE

Fund objectives and investment policy

This Fund aims to give long-term capital growth by investing in a wide portfolio of primarily UK smaller companies' shares. Investors should aim to hold their investment in this Fund for the medium to long-term (at least five to ten years).

Any Income received by the Fund is retained in the Fund and has the effect of increasing the share price.

The Fund is allowed to use derivatives (contracts which have a value linked to the price of another asset) for the following reasons:

- To help reduce risk;
- To help reduce cost;
- To help generate extra capital or income for the Fund with an acceptably low level of risk.

We calculate the value of this Fund at 8am daily on working days in the UK. Our dealing times are from 9am to 5pm each working day. Instructions received before 5pm will receive the next day's price.

Synthetic risk and reward profile

There are several different ways of measuring risk. The table below uses an industry standard measure of fund risk based on measuring a fund's volatility using its returns over the past five years. Volatility is generated by both rising and falling prices. Volatility doesn't tell you how much a fund has lost or gained; it indicates how volatile its returns were historically. The Fund's ranking may change over time and may not be a reliable indication of its future risk profile.

This is a separate measure to Scottish Widows' Investment Approaches (where we use our own methodology to take an overall look at funds' risks and aims and categorise our funds as Secure, Cautious, Balanced, Progressive, Adventurous or Specialist). You can read more about them at www.scottishwidows.co.uk/investmentapproaches.



This Fund is ranked at 6 because it has experienced high levels of volatility over the past 5 years. The synthetic risk and reward indicator shown here is accurate as at 31 March 2013 and there have been no changes to this ranking to date.

Investment Manager's Review

It was a rewarding year for investors in smaller companies. In total-return terms (i.e. including dividends) the Numis Smaller Companies (excluding Investment Trusts) Index rose by 23.55%. Over the same period, the Fund did considerably better, returning 26.47%.

That the share prices of small companies rose so far despite lacklustre news on the UK economy was testament to the role that central banks, including the Bank of England, have played in supporting risk appetite and asset prices. In July, European Central Bank chief Mario Draghi promised to do "whatever it takes" to protect the euro. That helped sustain a relief rally in equities that lasted through the summer. Mr Draghi, however, did not act alone. The US Federal Reserve announced a third round of quantitative easing – "QE3" – that will see it spending an additional \$40 billion a month buying mortgage-backed securities. As central banks worldwide expanded their balance sheets, asset prices rose. By buying (or promising to buy) government bonds and pushing down their yield, policymakers are encouraging investors to switch into riskier assets – such as equities – where potential returns may be greater.

Fund performance over the reporting period was very strong; it outperformed the index and the majority of its peer group. This primarily reflected successful stock selection. The Fund's strongest performer was Ashtead, which rents heavy equipment such as cranes and pumps. Ashtead's US operation has benefited from the economic and housing recovery in the United States which has driven demand for construction equipment. It continued to press the enhanced pricing power it has enjoyed since the financial crisis, which wiped out many of its rivals. Other strong performers over the year included Howden Joinery, which supplies kitchens to the building trade. It continued to grow its business while shedding a legacy of onerous leases it inherited after being spun out of MFI. TalkTalk Telecom also did well: investors rewarded it for making good progress in integrating formerly problematic legacy systems and launching a low-cost TV-and-broadband alternative to Sky.

New holdings established during the year included Playtech. It creates the software used in online gambling and recently received £424m for its share of a joint venture with William Hill. It is now working in partnership with Ladbrokes. Other new holdings included Carphone Warehouse, which is responding to a changing mobile telecoms market by using an enhanced in-store experience to sell higher margin products and services. A new position in housebuilder Bellway, meanwhile, may be a beneficiary from the government's recent attempts to jumpstart the housing market.

Many of our sales reflected a view that a given holding was looking fully valued, making further gains hard to envisage. These included taking profits on successful positions such as ASOS and Oxford Instruments. More recent sales included Debenhams, whose turnaround story looks less convincing than it once did. We have reduced the Fund's exposure to resources.

UK Smaller Companies Fund (continued)

Investment Manager's Review (continued)

Looking ahead, after a very strong run, smaller companies look less attractively valued than they did a year ago. In this environment, investors need to broaden their horizons to find undervalued companies. With some of last year's strongest performers now appearing expensive, the portfolio managers are searching for value by looking for "recovery situations" where valuations are more attractive (such as recruitment agency Robert Walters) and, while keeping liquidity constraints in mind, searching for opportunities among companies with lower market capitalisations.

Investment markets and conditions can change rapidly and as such the views expressed should not be taken as statements of fact nor should reliance be placed on these views when making investment decisions.

Distribution

| XD date | Payment date |
|----------|--------------|
| 31/03/13 | 31/05/13 |

Ongoing charges figure

| | 31/03/13 | 31/03/12 |
|----------------|----------|----------|
| | % | % |
| A Accumulation | 1.61 | n/a |
| B Accumulation | 1.37 | n/a |
| C Accumulation | 0.87 | n/a |
| X Accumulation | 0.12 | n/a |

Subsequent to a change in the rules of the Collective Investment Schemes Sourcebook issued by the Financial Conduct Authority the total expense ratio has been replaced by the ongoing charges figure (OCF). As a result of this change comparative figures for the preceding financial year are not required and as such have not been reported.

The Ongoing Charges Figure (OCF) is the total expenses paid by each share class in the year against its average net asset value. It excludes the cost of buying or selling assets for the Fund (unless these assets are shares of another fund). The OCF can fluctuate as underlying costs change.

Details of investments

| Investments | 31/03/13 | 31/03/12 |
|-------------------------|---------------|---------------|
| | % | % |
| Industrials | 26.49 | 25.28 |
| Consumer Services | 23.85 | 23.53 |
| Financials | 22.59 | 16.35 |
| Technology | 7.47 | 8.54 |
| Consumer Goods | 5.22 | 7.18 |
| Telecommunications | 4.51 | 3.79 |
| Oil & Gas | 3.65 | 6.09 |
| Health Care | 2.49 | 2.28 |
| Basic Materials | 1.95 | 4.20 |
| Utilities | 0.48 | 0.84 |
| Net other assets | 1.30 | 1.92 |
| Total net assets | 100.00 | 100.00 |

Net asset value

| | NAV per share | NAV per share | NAV percentage change |
|----------------|---------------|---------------|-----------------------|
| | 31/03/13 | 31/03/12 | 31/03/12 |
| | (p) | (p) | % |
| A Accumulation | 269.84 | 213.29 | 26.51 |
| B Accumulation | 276.55 | 218.09 | 26.81 |
| C Accumulation | 290.76 | 228.16 | 27.44 |
| X Accumulation | 315.48 | 245.74 | 28.38 |

Please note: negative figures are shown in brackets.

Performance record

| | 01/04/12 | 01/04/11 | 01/04/10 | 01/04/09 | 01/04/08 | 01/04/07 |
|--|----------|----------|----------|----------|----------|----------|
| | 31/03/13 | 31/03/12 | 31/03/11 | 31/03/10 | 31/03/09 | 31/03/08 |
| | % | % | % | % | % | % |

| | | | | | | |
|--|-------|------|-------|-------|---------|---------|
| UK Smaller Companies Fund A | 26.47 | 8.50 | 19.17 | 56.36 | (39.56) | (23.34) |
| UK Smaller Companies Sector Average Return | 19.42 | 1.37 | 28.98 | 58.22 | (36.83) | (18.17) |
| Numis Smaller Companies ex-IT Index | 23.55 | 5.51 | 20.35 | 69.01 | (33.34) | (18.97) |

Source: Lipper for UK Smaller Companies Fund and UK Smaller Companies Sector Average Return (funds which invest at least 80% of their assets in UK equities of companies which form the bottom 10% by market capitalisation). Basis: Mid to Mid, revenue reinvested and net of expenses.

Source: Rimes for the Numis Smaller Companies ex-IT Index. With effect from 28th March 2012 Hoare Govett Smaller Companies ex-IT Index was renamed to the Numis Smaller Companies ex-IT Index. Basis: net revenue reinvested and gross of expenses.

Past performance is not a reliable indicator of future results. The value of an investment and any revenue from it is not guaranteed and can go down as well as up depending on investment performance and currency exchange rates.

Distribution

| | Final 31/03/13 (p) |
|----------------|--------------------|
| A Accumulation | 2.9051 |
| B Accumulation | 3.5620 |
| C Accumulation | 4.9587 |
| X Accumulation | 7.3464 |

Top five holdings

| | 31/03/13 | 31/03/12 |
|-------------------|----------|----------|
| | % | % |
| 1. Howden Joinery | 2.76 | 3.07 |
| 2. Paragon | 2.58 | 2.76 |
| 3. Hansteen | 2.52 | 2.58 |
| 4. Savills | 2.50 | 2.52 |
| 5. Bellway | 2.45 | 2.23 |

Number of holdings: 78

Number of holdings: 78

FUND PROFILE

Fund objectives and investment policy

This Fund aims to give long-term capital growth by tracking the performance of the UK equity market, currently represented by the Financial Times Stock Exchange 100 Index (FTSE 100 Index). The Fund normally invests in all of the shares in the Index, but may invest in a sample of shares and derivatives. Discretion may be used over investing in shares entering or exiting the Index.

Investors should aim to hold their investment in this Fund for the medium to long-term (at least five to ten years).

Any Income received by the Fund in respect of accumulation shares is retained in the Fund and has the effect of increasing the share price. Any Income received by the Fund in respect of Income shares will be paid out to you.

The Fund is allowed to use derivatives (contracts which have a value linked to the price of another asset) for the following reasons:

- To help reduce risk;
- To help reduce cost;
- To help generate extra capital or income for the Fund with an acceptably low level of risk.

We calculate the value of this Fund at 8am daily on working days in the UK. Our dealing times are from 9am to 5pm each working day. Instructions received before 5pm will receive the next day's price.

Tracking Error

Tracking Error measures the standard deviation of the relative returns. It is the annualised standard deviation of the returns of a fund minus those of its benchmark (relative returns) and not the standard deviation of each fund's unique returns. The lower the tracking error of a fund, the more the fund resembles its benchmark or the market regarding risk and return characteristics.

The size of the Fund's tracking error for the year ended 31 March 2013 was 0.1 %.

Synthetic risk and reward profile

There are several different ways of measuring risk. The table below uses an industry standard measure of fund risk based on measuring a fund's volatility using its returns over the past five years. Volatility is generated by both rising and falling prices. Volatility doesn't tell you how much a fund has lost or gained; it indicates how volatile its returns were historically. The Fund's ranking may change over time and may not be a reliable indication of its future risk profile.

This is a separate measure to Scottish Widows' Investment Approaches (where we use our own methodology to take an overall look at funds' risks and aims and categorise our funds as Secure, Cautious, Balanced, Progressive, Adventurous or Specialist). You can read more about them at www.scottishwidows.co.uk/investmentapproaches.



This Fund is ranked at 6 because it has experienced high levels of volatility over the past 5 years. The synthetic risk and reward indicator shown here is accurate as at 31 March 2013 and there have been no changes to this ranking to date.

Investment Manager's Review

The UK stock market made good progress over the year under review. In total-return terms (i.e. including dividends) the FTSE 100 Index, whose movements the Fund aims to track, rose by 15.45%.

On a sector level, some of the best returns over the year were produced by banks, life insurers and beverage companies. Financial stocks featured prominently in the list of the top ten performing companies in the FTSE 100 Index over the reporting period: Hargreaves Lansdown, Aberdeen Asset Management, Standard Life and Lloyds Banking Group all make the list alongside EasyJet, TUI Travel, Associated British Foods, ARM Holdings, ITV and Next. On the other side of the ledger, mining stocks fell sharply as worries about slowing growth in the Chinese economy sent metal prices lower. The bottom ten performing companies in the index were ENRC, Evraz, Anglo American, BG Group, Aggreko, Tullow Oil, Vedanta Resources, Petrofac, Fresnillo and Antofagasta.

In terms of activity and composition, the Fund continued to mirror the FTSE 100 Index. We therefore periodically rebalanced its holdings in accordance with the changes that index provider FTSE made at its quarterly reviews. In June 2012, Man Group and International Power were deleted from the index and replaced by Babcock and Pennon. In September, Melrose and Wood Group (John) were promoted to the FTSE 100 Index at the expense of Ashmore Group and ICAP. In FTSE's final quarterly review of 2012, TUI Travel rejoined the index, replacing Pennon Group. In March 2013, EasyJet and the London Stock Exchange joined the index, ousting Kazakhmys and Intu Properties (formerly known as Capital Shopping Centres). Our sales and purchases reflected these changes.

Looking forward, central bankers have indicated that interest rates are going to remain low for some time and the Bank of England has indicated that the UK economy will likely remain weak. In this environment, investors are being obliged to expose themselves to some degree of risk if they want to see any sort of total return. In particular, investors seeking yield are increasingly turning to equities, where yields look attractive compared to government bonds.

Investment markets and conditions can change rapidly and as such the views expressed should not be taken as statements of fact nor should reliance be placed on these views when making investment decisions.

UK Tracker Fund (continued)

Distribution

| XD date | Payment date |
|----------|--------------|
| 31/03/13 | 31/05/13 |

Ongoing charges figure

| | 31/03/13 % | 31/03/12 % |
|----------------|---------------|---------------|
| A Accumulation | 0.99 | n/a |
| A Income | 0.99 | n/a |
| B Accumulation | 0.50 | n/a |
| B Income | 0.50 | n/a |
| G Accumulation | 0.99 | * |
| G Income | 0.99 | * |
| X Accumulation | - | n/a |

Share class G Accumulation was launched 12 November 2012.

Share class G Income was launched 12 November 2012.

Subsequent to a change in the rules of the Collective Investment Schemes Sourcebook issued by the Financial Conduct Authority the total expense ratio has been replaced by the ongoing charges figure (OCF). As a result of this change comparative figures for the preceding financial year are not required and as such have not been reported.

The Ongoing Charges Figure (OCF) is the total expenses paid by each share class in the year against its average net asset value. It excludes the cost of buying or selling assets for the Fund (unless these assets are shares of another fund). The OCF can fluctuate as underlying costs change.

* Note: The OCF quoted is since launch and does not represent a full year.

Details of investments

| Investments | 31/03/13 % | 31/03/12 % |
|-------------------------|---------------|---------------|
| Financials | 21.67 | 17.93 |
| Oil & Gas | 17.13 | 19.53 |
| Consumer Goods | 15.51 | 14.95 |
| Basic Materials | 9.38 | 11.75 |
| Consumer Services | 8.51 | 8.16 |
| Health Care | 8.01 | 8.22 |
| Industrials | 7.38 | 6.07 |
| Telecommunications | 6.81 | 6.91 |
| Utilities | 4.17 | 4.27 |
| Technology | 1.00 | 0.79 |
| Derivatives | (0.05) | (0.05) |
| Net other assets | 0.48 | 1.47 |
| Total net assets | 100.00 | 100.00 |

Net asset value

| | NAV per share 31/03/13 (p) | NAV per share 31/03/12 (p) | NAV percentage change % |
|----------------|----------------------------------|----------------------------------|----------------------------|
| A Accumulation | 240.58 | 210.17 | 14.47 |
| A Income | 160.98 | 144.54 | 11.37 |
| B Accumulation | 254.24 | 220.97 | 15.06 |
| B Income | 160.12 | 143.74 | 11.40 |
| G Accumulation | 111.91 | - | - |
| G Income | 110.76 | - | - |
| X Accumulation | 267.92 | 231.78 | 15.59 |

Performance record

| | 01/04/12 31/03/13 % | 01/04/11 31/03/12 % | 01/04/10 31/03/11 % | 01/04/09 31/03/10 % | 01/04/08 31/03/09 % | 01/04/07 31/03/08 % |
|--------------------------------|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|
| UK Tracker Fund A | | | | | | |
| Accumulation | 14.57 | (0.76) | 7.30 | 55.40 | (31.52) | (7.53) |
| UK All Companies Sector | | | | | | |
| Average Return | 17.47 | 0.39 | 11.35 | 50.94 | (31.59) | (10.16) |
| FTSE 100 Index | | | | | | |
| Index | 15.45 | 1.24 | 7.44 | 50.42 | (28.17) | (6.26) |

Source: Lipper for UK Tracker Fund and UK All Companies Sector Average Return (funds which invest at least 80% of their assets in UK equities which have a primary objective of achieving capital growth). Basis: Mid to Mid, revenue reinvested and net of expenses.

Source: Rimes for the FTSE 100 Index (GBP). Basis: Revenue reinvested and gross of expenses.

Past performance is not a reliable indicator of future results. The value of an investment and any revenue from it is not guaranteed and can go down as well as up depending on investment performance and currency exchange rates.

Distribution

| | Final 31/03/13 (p) |
|----------------|--------------------------|
| A Accumulation | 2.7951 |
| A Income | 1.8968 |
| B Accumulation | 3.5732 |
| B Income | 2.2613 |
| G Accumulation | 1.1464 |
| G Income | 1.1455 |
| X Accumulation | 4.3406 |

Top five holdings

| | 31/03/13 % | | 31/03/12 % |
|---------------------------------|---------------|------------------------------|---------------|
| 1. HSBC | 7.70 | HSBC | 6.45 |
| 2. Vodafone | 5.51 | Vodafone | 5.76 |
| 3. BP | 5.30 | BP | 5.72 |
| 4. Royal Dutch Shell 'A' Shares | 4.82 | Royal Dutch Shell 'A' Shares | 5.26 |
| 5. GlaxoSmithKline | 4.51 | GlaxoSmithKline | 4.71 |

Number of holdings: 103

Number of holdings: 104

Please note: negative figures are shown in brackets.



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