

BAILLIE GIFFORD

Baillie Gifford Overseas Growth Funds ICVC

Annual Report and Financial Statements

for the year ended 30 April 2023



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

About the Company

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

At 30 April 2023 the Company offered ten sub-funds, and the range may be varied in the future. Each sub-fund is valued on a daily basis. All ten sub-funds are subject to different charging structures and subscription limits. All shares are single priced. Details of the sub-funds and the share classes are contained in the Prospectus, along with details of the switching facility available between sub-funds. The Prospectus was last revised on 28 April 2023 and the Instrument of Incorporation was last revised on 1 November 2021. Copies of the Prospectus or Instrument of Incorporation can be obtained from Baillie Gifford & Co Limited, the Authorised Corporate Director ('ACD') by contacting Client Relations.

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

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

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

Assessment of value for the Funds

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

rates, comparable services and classes of shares. The ACD will issue the statement of value in a separate composite report, performing the assessment across their full range of UK authorised sub-funds. The ACD has chosen a reference date of 31 March and will publish a composite report by 31 July each year. The latest report as at 31 March 2022 is available on the website at www.bailliegifford.com.

About the Company cont.

Sub-fund Cross-holdings Table

Sub-fund	Cross-holding	Number of Shares	Value of Shares £'000
Baillie Gifford Developed Asia Pacific Fund	Baillie Gifford Japanese Smaller Companies Fund C Acc	166,411	7,798

At 30 April 2023 no other sub-funds had any cross-holdings.

About the Company cont.

Authorised Corporate Director

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

Directors of the ACD

Executive
M J C Wylie (Chairman)
E Delaney
C M Fraser
L B S Haddow
D S McGowan
A J Telfer
Independent Non-Executive
K B M Bolsover
D R Buckley

Investment Adviser

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

Depository

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

Registrar

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

Auditor

PricewaterhouseCoopers LLP
Atria One
144 Morrison Street
Edinburgh
EH3 8EX

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

Statement of Authorised Corporate Director's Responsibilities

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

- select suitable accounting policies and then apply them consistently;

- make judgements and estimates that are reasonable and prudent;

- comply with the disclosure requirements of the Statement of Recommended Practice relating to the Financial Statements of UK Authorised Funds issued in 2014;

- follow generally accepted accounting principles and applicable accounting standards; including FRS 102 "The Financial Reporting Standard applicable in the UK and the Republic of Ireland";

- keep proper accounting records which enable it to demonstrate that the financial statements as prepared comply with the above requirements;

- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in operation; and

- take reasonable steps for the prevention and detection of fraud and irregularities.

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

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

M J C Wylie, Chairman
C M Fraser, Director
Baillie Gifford & Co Limited
28 June 2023

Statement of Depositary's Responsibilities and Report of the Depositary to the Shareholders of Baillie Gifford Overseas Growth Funds ICVC ("the Company") for the Year Ended 30 April 2023

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

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

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

The Depositary must ensure that:

- the Company's cash flows are properly monitored and that cash of the Company is booked into the cash accounts in accordance with the Regulations;
- the sale, issue, redemption and cancellation of shares are carried out in accordance with the Regulations;
- the value of shares in the Company is calculated in accordance with the Regulations;
- any consideration relating to transactions in the Company's assets is remitted to the Company within the usual time limits;
- the Company's income is applied in accordance with the Regulations and;
- the instructions of the Authorised Fund Manager ('the AFM') are carried out (unless they conflict with the Regulations).

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

Having carried out such procedures as we consider necessary to discharge our responsibilities as Depositary of the Company, it is our opinion, based on the

information available to us and the explanations provided, that in all material respects the Company, acting through the AFM:

- (i) has carried out the issue, sale, redemption and cancellation, and calculation of the price of the Company's shares and the application of the Company's income in accordance with the Regulations and the Scheme documents of the Company, and
- (ii) has observed the investment and borrowing powers and restrictions applicable to the Company.

NatWest Trustee and Depositary Services Limited
Trustee & Depositary Services
Edinburgh
1 May 2023

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

Report on the audit of the financial statements

Opinion

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

- give a true and fair view of the financial position of the Company and each of the sub-funds as at 30 April 2023 and of the net revenue/expenses and the net capital gains/losses on the scheme property of the Company and each of the sub-funds for the year then ended; and
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law), the Statement of Recommended Practice for UK Authorised Funds, the Collective Investment Schemes sourcebook and the Instrument of Incorporation.

Baillie Gifford Overseas Growth Funds is an Open Ended Investment Company ('OEIC') with ten sub-funds. The financial statements of the Company comprise the financial statements of each of the sub-funds. We have audited the financial statements included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the balance sheets as at 30 April 2023; the statements of total return and the statements of change in net assets attributable to shareholders for the year then ended; the distribution tables; the accounting policies; and the notes to the financial statements.

Basis for opinion

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

Independence

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

Conclusions relating to going concern

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

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

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

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

Reporting on other information

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

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

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

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

Authorised Corporate Director's Report

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

Responsibilities for the financial statements and the audit

Responsibilities of the Authorised Corporate Director for the financial statements

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

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

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

Auditors' responsibilities for the audit of the financial statements

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

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

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

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

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

- Reviewing relevant meeting minutes, including those of the Authorised Corporate Director's board of directors;
- Identifying and testing journal entries, specifically any journals posted as part of the financial year end close process; and
- Designing audit procedures to incorporate unpredictability around the nature, timing or extent of our testing.

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

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

Use of this report

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

Other required reporting

Opinion on matter required by the Collective Investment Schemes sourcebook

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

Collective Investment Schemes sourcebook exception reporting

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

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

We have no exceptions to report arising from this responsibility.

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Edinburgh
28 June 2023

Accounting Policies

(1) *Basis of accounting*

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

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

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

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

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

Level 3: Valuation techniques using unobservable inputs.

(2) *Recognition of income*

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

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

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

Real Estate Investment Trusts: Distributions from Real Estate Investment Trusts (REITs) are recognised when the security is quoted as ex-dividend. Income is streamed between dividend income and property income distributions as appropriate. Special dividends are treated as repayments of capital or revenue depending on the facts of each particular case.

(3) *Treatment of management expenses*

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

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

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

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

(5) *Distribution policies*

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

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

Accounting Policies cont.

(6) *Taxation*

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

(7) *Basis of valuation of investments*

The investments of the sub-funds have been valued at closing bid prices on 30 April 2023, or the Investment Adviser's valuation where indicated. Investments are valued using the fair value hierarchy, referenced in accounting policy 1.

(8) *Foreign exchange*

All foreign securities and currencies held at the year end have been translated into sterling at the rate of exchange ruling at 30 April 2023. Transactions during the year have been translated at the exchange rate ruling on the transaction date.

Risk Disclosures

General Risk Management Process

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

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

Sub-Fund Risk Profile

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

Market Risk

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

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

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

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

Foreign currency risk

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

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

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

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

Interest rate risk

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

Risk Disclosures cont.

Other price risk

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

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

Counterparty credit risk

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

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

Liquidity risk

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

Operational risk

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

Fair values

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

Remuneration Report

Baillie Gifford & Co ('Baillie Gifford') maintains a Remuneration Policy (the 'Policy') which applies to group companies, including Baillie Gifford & Co Limited (the 'Company'), which is the group's sole UK UCITS management company for the range of UK UCITS operated within the group. The Policy is subject to review on at least an annual basis by the Management Committee of Baillie Gifford & Co and the Board of Baillie Gifford & Co Limited. The 2023 review is currently being carried out and no material changes are expected.

Application of the UK UCITS Remuneration Code

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

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

General Principles of the UK UCITS Remuneration Code

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

Governance of Remuneration

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

Salary/Bonus Review Process

In terms of the Baillie Gifford group salary review process, the level of salary awarded is influenced by individual performance, the profitability and performance of the firm and the movement in salary levels for the relevant job match within independent survey data utilised by Baillie Gifford. This information is collated and analysed by the Human Resources Department, who submit recommendations on salary awards for each individual member of staff to the Remuneration Committee. The Remuneration Committee may adjust salary awards according to the information provided which will include input from the Compliance, Business Risk and Internal Audit functions on any relevant risk and compliance concerns.

The Management Committee then finalises and authorises the annual salary awards for all staff, and specifically the remuneration of senior officers in the risk management (Business Risk) and Compliance functions.

In terms of variable remuneration, Baillie Gifford operates two arrangements - an Annual Performance Award (APA) and a Long-Term Profit Award (LTPA).

The APA is an annual bonus determined by a range of performance measures that are important to the firm and its clients, with measures generally being shared across the firm, weighted according to the role each member performs. For most, this will be a combination of the firm's Net Promoter Score (NPS) and investment performance. The NPS is taken directly from the annual client survey, operated on the firm's behalf by an independent third party. Investment performance is typically measured on a 5-year basis, with targets and benchmark indices reviewed and agreed annually following consultation with the Remuneration Committee.

In order to reinforce our collegiate culture and our sense of collective responsibility and purpose, the partnership also awards staff a share in its profitability - the LTPA. This will rise and fall alongside the financial performance of the firm, helping to align everyone's interests with those of the firm and also our clients.

Remuneration Report cont.

These arrangements are balanced to achieve an appropriate ratio between fixed pay and variable pay for all roles.

Baillie Gifford operates deferral arrangements whereby a proportion of variable pay for all staff is deferred, the proportions deferred varying between 10% and 50% of variable remuneration depending upon the level of responsibility or role an individual holds. The deferral period is for three years and vests on a pro rata basis with a retention period of six months thereafter. The proportion of variable remuneration which is deferred is held in a selection of Baillie Gifford collective investment schemes.

This deferral arrangement is aligned to Baillie Gifford's longer-term approach as a firm and the long-term investment strategies for clients. Deferring into shares in collective investment schemes managed by Baillie Gifford also aligns the interests of staff in the bonus scheme with the interests and experience of Baillie Gifford's clients generally.

The structure of Baillie Gifford's bonus arrangements also builds in mechanisms to make risk adjustments at a group level for known future losses which are not accounted for at the time bonus levels are set, and also at an individual level, where a member of the bonus scheme is found to have acted inappropriately or taken excessive risks, in order to achieve greater levels of reward.

Further information with respect to the Policy is available at www.bailliegifford.com.

	Headcount	Total Remuneration ¹ £'000
Baillie Gifford & Co Limited		
Fixed remuneration	49	2,000
Variable remuneration	49	880
Baillie Gifford & Co Limited Remuneration Code Staff²		
Total remuneration	28	2,760

This remuneration disclosure has been provided at the level of Baillie Gifford & Co Limited as authorised fund manager of UK UCITS, as at 31 March 2022. Remuneration information at an individual AIF or UK UCITS level is not readily available.

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

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

BAILLIE GIFFORD

Baillie Gifford American Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2023*



Baillie Gifford American Fund

Investment Objective

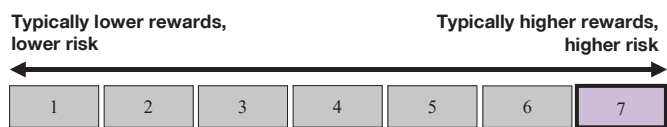
The Fund aims to outperform (after deduction of costs) the S&P 500 Index, as stated in sterling, by at least 1.5% per annum over rolling five-year periods.

Investment Policy

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

Risk and Reward Profile

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



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

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

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

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

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

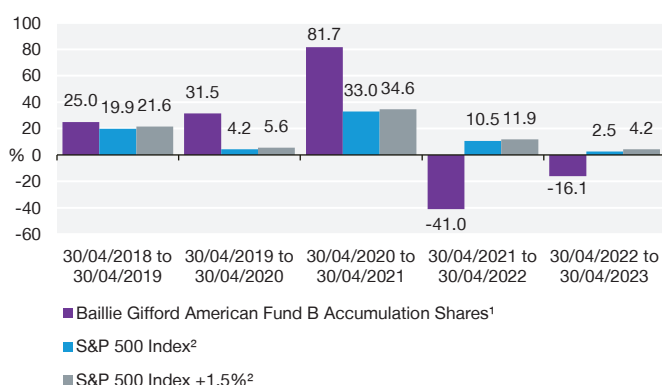
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

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

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

Investment Report

Past Performance



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

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the S&P 500 Index (the 'Index') by at least 1.5% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2023, the return on B Accumulation Shares was -16.1%³ compared to the Index of 2.5%² and the target return of 4.2%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 8.1%³ compared to the return on the Index of 13.5%² and the target return of 15.0%². It is disappointing that over this period the Fund has underperformed its target return. Returns have been impacted by recent, short-term weakness.

Market Environment

In 2022, US stock markets faced challenges due to high inflation, energy security concerns, supply chain issues, and a tight labour market. The Federal Reserve's monetary policy tightening, including interest rate hikes and reduced bond holdings, raised recession concerns and led to falling stock prices. Although energy-related businesses showed strength, they remained a minority. In 2023, positive signs emerged as US annual inflation continued to fall, and growth company valuations began to rebound.

Performance

The Fund experienced negative absolute and relative returns in the 12 months to April 2023, amid a challenging market environment. We understand this has been a difficult period to be invested in the Fund. We remain optimistic about the long-term opportunities for the exceptional growth companies in the Fund, many of which are early in their growth trajectory.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and S&P, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 281. ³Source: Baillie Gifford & Co Limited, 10am dealing prices, income accumulated. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Our stock selections include exposure to innovative healthcare businesses, companies facilitating the shift of consumers and businesses online, those involved in electrifying transport, firms making education more accessible, and businesses supporting local enterprises. The growth prospects of these businesses are more tied to change than overall economic activity.

The largest detractors from relative performance over this period were Tesla, First Republic Bank, and Cloudflare. Tesla experienced a challenging 12 months for its share price, but operationally it has gone from strength to strength. The share price fall appears to be tied to Elon Musk's takeover of Twitter, raising concerns about his attention to Tesla. However, through ongoing engagement with management, we maintain our conviction in Tesla's long-term success.

Cloudflare, which operates a global network of datacentres, saw revenue growth slow slightly and a cautious outlook on future guidance. Despite this, the company's gross margins remain above expectations, operating margins have risen, and it expects to be self-funding this year. This is a position of strength from which to address its vast opportunity.

We sold our long-standing holding in First Republic Bank after the Silicon Valley Bank collapse, as the risks posed to its operations and profitability were severe. Our investment case had been built upon First Republic Bank's ability to use its exemplary service model and conservative lending culture to maintain a stable and low-cost funding base from its depositors. These strengths didn't protect it from a digital bank run. This event serves as a painful reminder of the connections among seemingly unrelated institutions.

Top contributors to relative performance included Shopify, Netflix, and NVIDIA. Shopify, a digital merchant solutions company, adapted to the changing market environment by raising prices for its core product and optimising costs while continuing to invest in core capabilities. The company continues to grow sales and increase its take rate, delivering greater-than-expected profits.

Netflix saw a steep fall in its share price in April 2022 on weak subscriber numbers for the first quarter of 2022, but has since seen continued subscriber growth, a promising advertising-based basic plan, and well-received content. The platform generates healthy profits, distinguishing itself from the broader loss-making streaming industry. As competitors moderate their spending, the content battle in the industry may cool down, further benefiting Netflix.

NVIDIA, a chipmaker specialising in Graphic Processing Units (GPUs), experienced a strong run in share price following October 2022. Sales of the company's products to Data Center customers continue to grow, and operating margins remain strong. The prospect of generative Artificial Intelligence (AI) remains exciting, with massive future demand expected for NVIDIA's GPUs.

In conclusion, we assess the companies in the Fund today to be resilient to the challenges of the current environment. This resilience is built upon access to funding, control over pricing, and control over costs. These factors, combined with our proactive investment approach, provide a strong foundation for sustained growth and enduring value driven by structural change that will continue across various market backdrops.

By focusing on these key areas, we can continue to confidently invest in exceptional businesses that promise long-term success. We remain committed to delivering strong performance for our investors and thank you for your ongoing support during this challenging period.

Notable Transactions

We invested in three new companies during this period: Sweetgreen, the fast-casual restaurant chain that serves healthy salads, Roblox, the online game platform and game creation system, and Doximity, the online networking service for medical professionals.

We sold five companies: Peloton, Teladoc, First Republic Bank, Appian, and Carvana.

Baillie Gifford & Co, 12 May 2023

Principal Holdings as at 30 April 2023

Investment	Percentage of total Fund
The Trade Desk	8.70
Shopify 'A'	7.95
Moderna Inc	5.99
NVIDIA	5.71
Tesla Inc	5.71
Amazon.com	5.70
CoStar Group	4.20
Netflix Inc	3.95
Watsco Inc	3.67
Alnylam Pharmaceuticals	3.42

Material Portfolio Changes for the year ended 30 April 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Roblox	59,782	Abiomed	135,677
Duolingo Inc	31,538	The Trade Desk	75,314
Doordash Inc	31,166	Illumina	58,529
Shopify 'A'	27,934	Penumbra Inc	37,509
Doximity Inc	24,059	Appian Corp	35,989
Sweetgreen	23,275	Tesla Inc	35,009
Hashicorp Inc	17,589	Moderna Inc	30,029
Twilio Inc	15,004	Netflix Inc	28,891
Pinterest	12,927	Watsco Inc	27,880
Datadog	6,671	Amazon.com	27,842

Portfolio Statement as at 30 April 2023

Stock description	Holding	Market value £'000	% of total net assets
Communication Services - 18.47% (7.21%)			
Netflix Inc	391,637	102,812	3.95
Pinterest	2,167,698	39,649	1.53
Roblox	1,944,832	55,054	2.12
Roku	851,116	38,063	1.46
Snap Inc	2,660,582	18,416	0.71
The Trade Desk	4,417,935	226,117	8.70
Consumer Discretionary - 23.11% (25.09%)			
Amazon.com	1,766,305	148,216	5.70
Carvana	599,909	3,312	0.13
Chegg	2,079,130	29,725	1.14
Chewy	2,006,480	49,503	1.90
Coursera Inc	2,705,172	26,752	1.03
Doordash Inc	1,327,232	64,614	2.49
Duolingo Inc	732,731	79,342	3.05
Rivian Automotive Inc	817,974	8,350	0.32
Sweetgreen	1,338,326	8,444	0.33
Tesla Inc	1,135,269	148,410	5.71
Wayfair Inc	1,230,381	34,095	1.31
Financials - 2.61% (4.03%)			
Affirm Holdings Inc Class A	1,704,974	13,348	0.51
Lemonade Inc	1,085,167	9,350	0.36
MarketAxess Holdings	178,421	45,170	1.74
Health Care - 18.67% (20.84%)			
10X Genomics Inc Class A	742,795	30,985	1.19
Alnylam Pharmaceuticals	561,789	88,999	3.42
Denali Therapeutics	1,838,548	36,320	1.40
Doximity Inc	868,263	25,380	0.98
Illumina	251,693	41,153	1.58
Moderna Inc	1,472,177	155,639	5.99
Novocure Ltd	1,007,194	52,816	2.03
Penumbra Inc	183,013	41,370	1.59

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Recursion Pharmaceuticals Inc	2,080,826	7,897	0.30
Sana Biotechnology Inc	1,138,568	4,792	0.19
Industrials - 7.87% (5.76%)			
CoStar Group	1,782,664	109,167	4.20
Watsco Inc	346,092	95,333	3.67
Information Technology - 27.32% (35.15%)			
Cloudflare Inc	1,691,144	63,292	2.43
Datadog	836,598	44,855	1.73
Hashicorp Inc	1,550,595	33,075	1.27
NVIDIA	672,351	148,437	5.71
Shopify 'A'	5,363,338	206,699	7.95
Snowflake Inc	463,033	54,555	2.10
Twilio Inc	1,053,942	44,115	1.70
Workday Inc	541,580	80,192	3.08
Zoom	720,090	35,199	1.35
Materials - 0.38% (0.74%)			
Ginkgo Bioworks Holdings Inc	10,239,003	9,857	0.38
Real Estate - 0.53% (0.68%)			
Redfin	2,337,245	13,835	0.53
Portfolio of investments		2,572,704	98.96
Net other assets - 1.04% (0.50%)		27,119	1.04
Net assets		2,599,823	100.00

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

Figures in brackets refer to 30 April 2022.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	932.58	1,660.83	908.34
Return before operating charges*	(108.73)	(705.11)	774.25
Operating charges	(12.97)	(23.14)	(21.76)
Return after operating charges*	(121.70)	(728.25)	752.49
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	810.88	932.58	1,660.83
*After direct transaction costs of:	0.09	0.15	0.29
Performance:			
Return after charges	(13.05)%	(43.85)%	82.84%
Other Information:			
Closing net asset value (£'000)	47,905	73,405	138,849
Closing number of shares	5,907,791	7,871,227	8,360,247
Operating charges	1.51%	1.51%	1.51%
Direct transaction costs ¹	0.01%	0.01%	0.02%
Prices:			
Highest share price (pence)	1,044	1,850	1,917
Lowest share price (pence)	722.6	955.9	878.7

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,115.50	1,966.80	1,065.03
Return before operating charges*	(130.56)	(841.96)	910.50
Operating charges	(5.26)	(9.34)	(8.73)
Return after operating charges*	(135.82)	(851.30)	901.77
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	979.68	1,115.50	1,966.80
*After direct transaction costs of:	0.10	0.18	0.34
Performance:			
Return after charges	(12.18)%	(43.28)%	84.67%
Other Information:			
Closing net asset value (£'000)	1,596,587	2,122,962	4,371,454
Closing number of shares	162,970,514	190,314,931	222,262,348
Operating charges	0.51%	0.51%	0.51%
Direct transaction costs ¹	0.01%	0.01%	0.02%
Prices:			
Highest share price (pence)	1,252	2,197	2,266
Lowest share price (pence)	865.5	1,142	1,030

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,030.34	1,816.64	983.69
Return before operating charges*	(120.59)	(777.68)	840.71
Operating charges	(4.86)	(8.62)	(7.76)
Return after operating charges*	(125.45)	(786.30)	832.95
Distributions on income shares	0.00	0.00	0.00
Closing net asset value per share	904.89	1,030.34	1,816.64
*After direct transaction costs of:			
	0.10	0.17	0.30
Performance:			
Return after charges	(12.18)%	(43.28)%	84.68%
Other Information:			
Closing net asset value (£'000)	208,116	280,708	595,121
Closing number of shares	22,999,191	27,244,262	32,759,338
Operating charges	0.51%	0.51%	0.51%
Direct transaction costs ¹	0.01%	0.01%	0.02%
Prices:			
Highest share price (pence)	1,157	2,029	2,093
Lowest share price (pence)	799.4	1,055	951.7

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,277.99	2,242.06	1,208.05
Return before operating charges*	(149.86)	(963.86)	1,034.20
Operating charges	(0.12)	(0.21)	(0.19)
Return after operating charges*	(149.98)	(964.07)	1,034.01
Distributions	(1.49)	(1.06)	(1.28)
Retained distributions on accumulation shares	1.49	1.06	1.28
Closing net asset value per share	1,128.01	1,277.99	2,242.06
*After direct transaction costs of:	0.12	0.21	0.39
Performance:			
Return after charges	(11.74)%	(43.00)%	85.59%
Other Information:			
Closing net asset value (£'000)	252,116	327,022	598,096
Closing number of shares	22,350,518	25,588,703	26,676,204
Operating charges	0.01%	0.01%	0.01%
Direct transaction costs ¹	0.01%	0.01%	0.02%
Prices:			
Highest share price (pence)	1,437	2,507	2,580
Lowest share price (pence)	992.3	1,308	1,169

Comparative Tables cont.

Comparative Table: W1 Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,122.75	1,975.19	1,067.55
Return before operating charges*	(131.44)	(847.12)	912.73
Operating charges	(3.43)	(5.32)	(5.09)
Return after operating charges*	(134.87)	(852.44)	907.64
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	987.88	1,122.75	1,975.19
*After direct transaction costs of:	0.10	0.18	0.35
Performance:			
Return after charges	(12.01)%	(43.16)%	85.02%
Other Information:			
Closing net asset value (£'000)	58,919	90,702	176,093
Closing number of shares	5,964,180	8,078,507	8,915,221
Operating charges	0.33%	0.29% ²	0.29%
Direct transaction costs ¹	0.01%	0.01%	0.02%
Prices:			
Highest share price (pence)	1,261	2,207	2,274
Lowest share price (pence)	871.4	1,149	1,033

Comparative Tables cont.

Comparative Table: W1 Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,037.02	1,824.36	986.03
Return before operating charges*	(121.40)	(782.44)	843.06
Operating charges	(3.17)	(4.90)	(4.73)
Return after operating charges*	(124.57)	(787.34)	838.33
Distributions on income shares	0.00	0.00	0.00
Closing net asset value per share	912.45	1,037.02	1,824.36
 *After direct transaction costs of:	 0.10	 0.17	 0.33
Performance:			
Return after charges	(12.01)%	(43.16)%	85.02%
Other Information:			
Closing net asset value (£'000)	241,055	318,243	583,300
Closing number of shares	26,418,580	30,688,355	31,972,820
Operating charges	0.33%	0.29% ²	0.29%
Direct transaction costs ¹	0.01%	0.01%	0.02%
Prices:			
Highest share price (pence)	1,165	2,039	2,101
Lowest share price (pence)	804.8	1,061	953.9

Comparative Tables cont.

Comparative Table: W3 Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,121.38	1,973.37	1,066.46
Return before operating charges*	(131.25)	(846.15)	912.32
Operating charges	(3.73)	(5.84)	(5.41)
Return after operating charges*	(134.98)	(851.99)	906.91
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	986.40	1,121.38	1,973.37
*After direct transaction costs of:	0.10	0.18	0.34
Performance:			
Return after charges	(12.04)%	(43.17)%	85.04%
Other Information:			
Closing net asset value (£'000)	57,500	80,391	146,574
Closing number of shares	5,829,273	7,168,930	7,427,629
Operating charges	0.36%	0.32% ³	0.32%
Direct transaction costs ¹	0.01%	0.01%	0.02%
Prices:			
Highest share price (pence)	1,260	2,205	2,272
Lowest share price (pence)	870.3	1,148	1,032

Comparative Tables cont.

Comparative Table: W3 Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,035.69	1,822.56	985.02
Return before operating charges*	(121.22)	(781.48)	842.51
Operating charges	(3.45)	(5.39)	(4.97)
Return after operating charges*	(124.67)	(786.87)	837.54
Distributions on income shares	0.00	0.00	0.00
Closing net asset value per share	911.02	1,035.69	1,822.56
 *After direct transaction costs of:	 0.10	 0.17	 0.31
Performance:			
Return after charges	(12.04)%	(43.17)%	85.03%
Other Information:			
Closing net asset value (£'000)	133,722	159,271	292,863
Closing number of shares	14,678,274	15,378,268	16,068,758
Operating charges	0.36%	0.32% ³	0.32%
Direct transaction costs ¹	0.01%	0.01%	0.02%
Prices:			
Highest share price (pence)	1,163	2,036	2,099
Lowest share price (pence)	803.8	1,060	953.0

Comparative Tables cont.

Comparative Table: W4 Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,116.53	1,968.64	1,446.00 ⁴
Return before operating charges*	(130.70)	(843.27)	530.99
Operating charges	(5.24)	(8.84)	(8.35)
Return after operating charges*	(135.94)	(852.11)	522.64
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	980.59	1,116.53	1,968.64
*After direct transaction costs of:	0.10	0.17	0.32
Performance:			
Return after charges	(12.18)%	(43.28)%	36.14%
Other Information:			
Closing net asset value (£'000)	3,510	3,534	2,666
Closing number of shares	357,937	316,500	135,410
Operating charges	0.51%	0.51%	0.52%
Direct transaction costs ¹	0.01%	0.01%	0.02%
Prices:			
Highest share price (pence)	1,254	2,199	2,268
Lowest share price (pence)	866.3	1,143	1,408

Comparative Tables cont.

Comparative Table: W4 Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,030.82	1,817.52	1,335.00 ⁴
Return before operating charges*	(118.26)	(778.48)	490.13
Operating charges	(4.93)	(8.22)	(7.61)
Return after operating charges*	(123.19)	(786.70)	482.52
Distributions on income shares	0.00	0.00	0.00
Closing net asset value per share	907.63	1,030.82	1,817.52
 *After direct transaction costs of:	 0.09	 0.16	 0.30
Performance:			
Return after charges	(11.95)%	(43.28)%	36.14%
Other Information:			
Closing net asset value (£'000)	393	1,198	745
Closing number of shares	43,335	116,202	40,973
Operating charges	0.52% ⁵	0.52%	0.51%
Direct transaction costs ¹	0.01%	0.01%	0.02%
Prices:			
Highest share price (pence)	1,157	2,030	2,094
Lowest share price (pence)	799.8	1,055	1,300

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

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

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

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

⁴Class W4 Shares were launched on 9 July 2020.

⁵As at 30 April 2023 the ACD considered 0.51% to be a more indicative rate for the ongoing charges figure for Class W4 Shares.

Financial Statements

Statement of Total Return for the year ended 30 April 2023

		2023		2022	
	Notes	£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		(387,123)		(2,808,503)
Revenue	3	4,559		4,385	
Expenses	4	(13,409)		(28,179)	
Net expense before taxation		(8,850)		(23,794)	
Taxation	5	(613)		(656)	
Net expense after taxation			(9,463)		(24,450)
Total return before distributions			(396,586)		(2,832,953)
Distributions	6		621		2,676
Change in net assets attributable to shareholders from investment activities			(395,965)		(2,830,277)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2023

	2023		2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		3,457,436		6,905,761
Amounts receivable on issue of shares	402,554		668,407	
Amounts payable on cancellation of shares	(865,648)		(1,288,673)	
		(463,094)		(620,266)
Dilution adjustment		1,113		1,947
Change in net assets attributable to shareholders from investment activities		(395,965)		(2,830,277)
Retained distributions on accumulation shares		333		271
Closing net assets attributable to shareholders		2,599,823		3,457,436

Financial Statements cont.

Balance Sheet as at 30 April 2023

	Notes	2023 £'000	2022 £'000
Assets:			
Fixed assets:			
Investments	13	2,572,704	3,440,064
Current assets:			
Debtors	8	27,245	5,291
Cash and bank balances	9	21,759	49,910
Total assets		2,621,708	3,495,265
Liabilities:			
Creditors:			
Bank overdrafts	9	(8,208)	(20,785)
Other creditors	10	(13,677)	(17,044)
Total liabilities		(21,885)	(37,829)
Net assets attributable to shareholders		2,599,823	3,457,436

Notes to the Financial Statements

1 Net capital gains/(losses)

	2023	2022
	£'000	£'000
Non-derivative securities	(387,528)	(2,813,040)
Currency gains/(losses)	413	4,544
Transaction costs	(8)	(7)
Net capital gains/(losses)	(387,123)	(2,808,503)

2 Purchases, sales and transaction costs

	2023	2022
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	296,378	1,007,321
Commissions	95	333
Taxes	-	-
Total transaction costs on equity purchases ¹	95	333
Purchases including transaction costs	296,473	1,007,654

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

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.03	0.03
Taxes on equity purchases	0.00	0.00

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2023	2022
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	775,848	1,579,563
Commissions	(147)	(357)
Taxes	(13)	(8)
Total transaction costs on equity sales ¹	(160)	(365)
Sales net of transaction costs	775,688	1,579,198

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

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.02)	(0.02)
Taxes on equity sales	(0.00)	(0.00)

	2023		2022	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	242	0.01	690	0.01
Taxes	13	0.00	8	0.00
Total direct transaction costs	255	0.01	698	0.01

	2023	2022
	%	%
Average portfolio dealing spread	0.11	0.21

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

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

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

Notes to the Financial Statements cont.

3 Revenue

	2023	2022
	£'000	£'000
Overseas dividends	4,084	4,373
Bank interest	475	12
Total revenue	4,559	4,385

4 Expenses

	2023	2022
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	13,146	27,617
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	191	395
Bank charges	66	153
	257	548
Other expenses:		
Audit fee	6	8
Professional fees	-	6
Total expenses	13,409	28,179

5 Taxation

	2023	2022
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	613	656
Total taxation	613	656

The Fund is subject to corporation tax at 20% (2022: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2023, the Fund had excess management expenses of £114,397,000 (2022: £101,464,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2023	2022
	£'000	£'000
Net expense before taxation	(8,850)	(23,794)
Net expense before taxation multiplied by the standard rate of corporation tax of 20% (2022: 20%)	(1,770)	(4,759)
Effects of:		
Non-taxable overseas dividends	(817)	(875)
Other income not subject to tax	-	-
Overseas tax on dividends	613	656
Excess management expenses	2,587	5,634
Total taxation	613	656

6 Distributions

	2023	2022
	£'000	£'000
Final to 30 April	333	271
Amounts deducted on cancellation of shares	(1,874)	(4,375)
Amounts added on issue of shares	920	1,428
Total distributions	(621)	(2,676)

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

7 Reconciliation of net revenue to net distributions for the year

	2023	2022
	£'000	£'000
Net expense after taxation for the year	(9,463)	(24,450)
Add capital transfers for deficits of income	8,841	21,774
Add distributable revenue brought forward	2	2
Less distributable revenue carried forward	(1)	(2)
Net distributions for the year	(621)	(2,676)

Notes to the Financial Statements cont.

8 Debtors

	2023	2022
	£'000	£'000
Receivable for issue of shares	15,690	3,457
Sales awaiting settlement	10,884	1,051
Accrued income	576	769
VAT recoverable	9	14
Other debtors	86	-
Total debtors	27,245	5,291

9 Cash and bank balances

	2023	2022
	£'000	£'000
Sterling bank accounts	8,204	20,872
Foreign currency bank accounts	13,555	29,038
	21,759	49,910
Sterling bank accounts overdrawn	(8,208)	(20,785)
Total cash and bank balances	13,551	29,125

10 Other creditors

	2023	2022
	£'000	£'000
Payable for cancellation of shares	10,700	13,900
Purchases awaiting settlement	2,016	1,645
Due to the ACD or associates	922	1,449
Due to the Depositary or associates	31	42
Other accrued expenses	8	8
Total other creditors	13,677	17,044

11 Related party transactions

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

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

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Shares held by the ACD and associates of the ACD

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

	2023	2022
	%	%
ACD and associates of the ACD	0.51	1.48

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.22	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.23
A Accumulation Shares	7,871,227	3,307,671	(2,989,578)	(2,281,530)	5,907,790
B Accumulation Shares	190,314,931	31,850,999	(61,031,276)	1,835,860	162,970,514
B Income Shares	27,244,262	1,597,644	(5,993,978)	151,263	22,999,191
C Accumulation Shares	25,588,703	1,545,959	(4,784,144)	-	22,350,518
W1 Accumulation Shares	8,078,507	11,682	(2,101,711)	(24,298)	5,964,180
W1 Income Shares	30,688,355	218,305	(4,482,748)	(5,332)	26,418,580
W3 Accumulation Shares	7,168,930	399,774	(761,066)	(978,365)	5,829,273
W3 Income Shares	15,378,268	333,872	(2,031,039)	997,173	14,678,274
W4 Accumulation Shares	316,500	209,085	(168,161)	513	357,937
W4 Income Shares	116,202	2,015	(74,881)	-	43,336

13 Basis of valuation

	2023	2022
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	2,572,704	3,440,064
Level 2: Observable market data	-	-
Level 3: Unobservable data	-	-
Total	2,572,704	3,440,064

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

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

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2023			2022		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
UK sterling	(4)	-	(4)	86	-	86
US dollar	13,555	2,572,704	2,586,259	29,038	3,440,064	3,469,102

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

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

Distribution Table

Final distribution for the year ended 30 April 2023

Group 1 : shares purchased prior to 1 May 2022

Group 2 : shares purchased 1 May 2022 to 30 April 2023

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.23)	Distribution (paid/accumulated 30.06.22)
	30.04.23 pence per share	30.04.23 pence per share	30.04.23 pence per share	30.04.22 pence per share
A Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
B Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
B Income				
Group 1	-	-	-	-
Group 2	-	-	-	-
C Accumulation				
Group 1	1.49000	-	1.49000	1.06000
Group 2	0.98675	0.50325	1.49000	1.06000
W1 Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
W1 Income				
Group 1	-	-	-	-
Group 2	-	-	-	-
W3 Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
W3 Income				
Group 1	-	-	-	-
Group 2	-	-	-	-
W4 Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-

Distribution Table cont.

Final distribution for the year ended 30 April 2023

Group 1 : shares purchased prior to 1 May 2022

Group 2 : shares purchased 1 May 2022 to 30 April 2023

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.23)	Distribution (paid/accumulated 30.06.22)
	30.04.23 pence per share	30.04.23 pence per share	30.04.23 pence per share	30.04.22 pence per share
W4 Income				
Group 1	-	-	-	-
Group 2	-	-	-	-

BAILLIE GIFFORD

Baillie Gifford China Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2023*



Baillie Gifford China Fund

Investment Objective

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

Investment Policy

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

Risk and Reward Profile

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



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

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

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

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

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

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

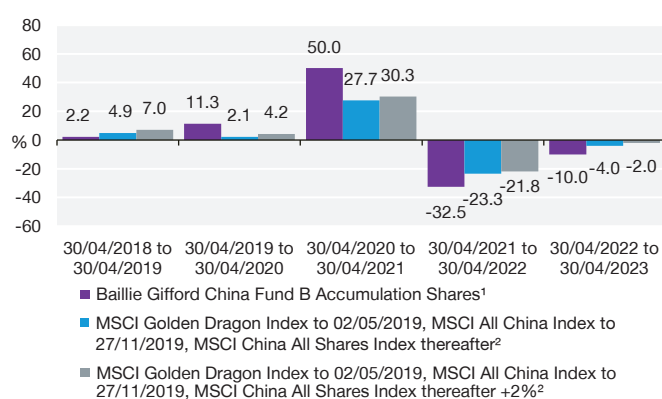
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

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

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

Investment Report

Past Performance



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

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI China All Shares Index (the 'Index') by at least 2% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2023, the return on B Accumulation Shares was -10.0%³ compared to Index of -4.0%² and the target return of -2.0%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 0.7%³ compared to the Index of 0.2%² and the target return of 2.2%². It is disappointing that over this period the Fund has underperformed its target return although performance is ahead of the Index. Returns have been impacted by recent, short-term weakness.

Market Environment

After a challenging period for the Chinese stock market for most of 2022, sentiment changed rapidly towards the end of the year. The speed of China's response to growing domestic frustration over zero-Covid policy and its economic woes surprised many. Beijing also rolled out a series of measures to restore confidence in the property sector. Chinese authorities also allowed access for complete audit inspections into US listed American Depository Receipts (ADRs), removing a significant overhanging threat of companies being forcibly delisted. The Chinese stock market embraced the "reopening" rally at the beginning of 2023 however the rally deflated towards the end of the first quarter. Continued Sino-American tension over chips and balloons could be one thing to blame; waning hope for big bang domestic stimulus could be another.

Our view remains that short-term macroeconomic shifts aren't necessarily a good guide to stock market direction. A careful understanding of individual

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 281. ³Source: Baillie Gifford & Co Limited, 10am dealing prices, income accumulated. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

businesses is vital for long-term returns. As always, we would ask that the Fund is judged on longer, more meaningful timeframes.

Performance

Top contributors to relative return over the period include Zijin Mining (Zijin) and Estun Automation (Estun). Zijin is China's largest miner of gold and copper. 2022 revenue grew by 20% year-over-year and net profit grew by 28%, a record high. We believe Zijin is set to benefit from the supply-demand imbalance in metals and minerals as the world pushes forward the green agenda.

As a small step in the right direction, the company acknowledges various ESG concerns, and is now disclosing an additional 200+ ESG details, and has set goals to achieve carbon peak before 2029 and carbon neutral before 2050. Estun is one of China's leaders in general manufacturing and industrial robots. The growth opportunity here is multi-decade due to China's comparatively low automation levels and rising demand for import substitution. Policy tailwinds should support industry leader Estun, given its strong product quality driven by its better in-house component production capability and a savvy acquisition strategy to enhance competitiveness.

Top detractors to relative return over the period include JD.com and SG Micro. JD.com, one of the major ecommerce players in China, saw slower revenue growth recently. This highlighted a complex macro environment over the last year, as well as cost-cutting and cutting of unprofitable investments, all of which were to be expected. 2022 revenue grew around 10% year over year; net income for 2022 was \$1.5 billion compared to a net loss of roughly \$0.5 billion in 2021. Our thesis on the competitive advantage of JD.com remains largely unchanged. We believe it has a structural advantage in ecommerce logistics, as well as a reputation for quality that others cannot boast. SG Micro is a 'little giant' integrated circuit designer of analog semiconductor chips. The company is taking market share but has been under pressure from short-term worries about pricing pressure as a large overseas competitor ramps up capacity. Short-term cyclical factors have led to a weak

demand outlook given slower than expected demand from smartphone and consumer electronics. This has taken focus away from the long-term secular trends of China's support for growing self-sufficiency in semiconductors and SG Micro's competitive advantages in this space.

Notable Transactions

Two new buys over the period include Centre Testing (CT) and Dongguan Yiheda Automation (Yiheda).

CT provides Testing, Inspection and Certification in China and is the largest private domestic company with less than 2% market share. CT has a scale and reputation advantage to smaller domestic competitors and has a service edge over global ones as well as SoE (state-owned-enterprise) players.

Yiheda specialises in the research, development, and production of factory automation components. It is the leading one-stop shop, providing model parts in its product catalogue that help design engineers save time and reduce cost. We believe the breadth of its product range, the ability to make high quality parts given its web of factories, and its client relationships provide formidable sustainable competitive advantages.

Two notable complete sales over the period include Bilibili and Zai Lab.

We sold Bilibili because of rising concerns about the regulatory backdrop surrounding platforms specifically focused on Generation Z consumers, as well as a view that its monetisation potential was lower and would take longer than we'd previously thought.

We sold the holding in Zai Lab because we decided to marginally reduce our overweight position in healthcare given rising regulatory concerns and geopolitical challenges. We consolidated our healthcare positions in higher conviction holdings and funded better ideas in sectors such as automation and industrial upgrading.

Baillie Gifford & Co, 11 May 2023

Principal Holdings as at 30 April 2023

Investment	Percentage of total Fund
Tencent	8.66
Ping An Insurance	6.76
Alibaba Group Holding	5.75
Kweichow Moutai 'A'	4.89
Meituan	4.03
China Merchants Bank 'H'	3.07
JD.com	2.98
BeiGene HK Line	2.73
CATL 'A'	2.69
Li Ning	2.68

Material Portfolio Changes for the year ended 30 April 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Tencent	12,375	Tencent	15,290
Alibaba Group Holding	7,213	CATL 'A'	8,672
Centre Testing 'A' - Local	5,990	NetEase HK Line	7,386
Jiangsu Azure Corp 'A'	5,722	Alibaba Group Holding	7,380
Silergy	5,428	Meituan	5,423
Kweichow Moutai 'A'	4,251	Kweichow Moutai 'A'	5,147
Dongguan Yiheda Automation Co 'A'	4,091	Shenzhen Inovance 'A'	5,111
Guangdong KinLong Hardware 'A'	3,965	JD.com	4,965
Meituan	3,846	Ping An Insurance	4,729
Centre Testing 'A' - Local P Note (CLSA)	3,795	SG Micro 'A'	4,473

Portfolio Statement as at 30 April 2023

Stock description	Holding	Market value £'000	% of total net assets
Communication Services - 12.32% (15.09%)			
Kingsoft Corp Ltd	1,398,600	4,869	1.34
Kuaishou Technology	433,600	2,254	0.62
NetEase HK Line	438,990	6,167	1.70
Tencent	899,000	31,362	8.66
Consumer Discretionary - 27.94% (30.96%)			
Alibaba Group Holding	2,505,132	20,833	5.75
Brilliance China Automotive	7,228,000	2,403	0.66
Fuyao Glass Industry Grp 'H'	1,266,800	4,083	1.13
Geely Automobile Holdings	4,226,000	4,133	1.14
Haier Smart Home 'H'	2,076,480	5,346	1.47
Huayu Auto Systems 'A'	2,355,814	4,431	1.22
JD.com	784,682	10,808	2.98
Li Ning	1,717,000	9,710	2.68
Meituan	1,082,270	14,589	4.03
Midea Group 'A'	1,115,035	7,271	2.01
Minth Group	1,422,000	3,250	0.90
Pinduoduo Inc ADR	84,551	4,584	1.26
Pop Mart International Group Ltd	957,600	1,838	0.51
Robam Appliances 'A'	1,027,069	3,072	0.85
Shenzhou International Group Holdings	646,800	4,907	1.35
Consumer Staples - 7.46% (6.71%)			
Kweichow Moutai 'A'	87,622	17,710	4.89
Proya Cosmetics 'A'	356,777	6,879	1.90
Yifeng Pharmacy Chain 'A'	425,141	2,431	0.67
Financials - 9.83% (9.97%)			
China Merchants Bank 'H'	2,914,500	11,121	3.07
Ping An Bank 'A'	4,868,988	7,017	1.93
Ping An Insurance	3,046,500	17,492	4.83
Health Care - 9.93% (11.05%)			
Asymchem Laboratories 'A'	275,966	4,006	1.10

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
BeiGene HK Line	646,622	9,889	2.73
Guangzhou Kingmed 'A'	787,193	7,395	2.04
Hangzhou Tigermed Consulting 'A'	356,227	3,721	1.03
Medlive Technology Co Ltd	2,055,500	1,804	0.50
Sinocare 'A'	938,448	3,095	0.85
Topchoice Medical Investment 'A'	234,193	3,205	0.88
WuXi AppTec 'H'	414,478	2,884	0.80
Industrials - 16.43% (11.71%)			
Beijing United Information Technology Co Ltd	455,561	3,146	0.87
CATL 'A'	367,682	9,747	2.69
Centre Testing 'A' - Local	2,197,405	4,858	1.34
Dongguan Yiheda Automation Co 'A'	380,500	2,373	0.66
Estun Automation 'A'	2,564,658	6,715	1.85
Guangdong KinLong Hardware 'A'	231,700	1,859	0.51
Jiangsu Azure Corp 'A'	1,816,100	2,317	0.64
Sanhua Intelligent Controls 'A'	2,989,779	8,010	2.21
Shenzhen Inovance 'A'	1,094,143	7,752	2.14
Shenzhen Megmeet Electrical 'A'	1,671,566	5,768	1.59
Sungrow Power Supply	249,132	3,225	0.89
Weichai Power 'H'	3,216,000	3,768	1.04
Information Technology - 7.68% (7.42%)			
Glodon 'A'	601,741	4,008	1.11
Glodon 'A' - Local	108,800	725	0.20
Kingdee Int'l Software Group	3,269,000	3,976	1.10
LONGi Green Energy Technology 'A'	822,823	3,295	0.91
SG Micro 'A'	274,225	3,908	1.08
Silergy	328,000	4,074	1.12
Sunny Optical Technology	370,900	3,094	0.85
Yonyou 'A'	1,908,122	4,735	1.31
Materials - 5.37% (4.83%)			
Sinocera Material 'A'	2,400,200	8,117	2.24
Yunnan Energy New Material Co Ltd	201,178	2,405	0.66

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Zijin Mining Group Co Ltd 'H'	6,676,000	8,932	2.47
Real Estate - 0.84% (0.37%)			
KE Holdings (HK Line)	541,085	2,248	0.62
KE Holdings ADR	64,938	811	0.22
Utilities - 1.41% (1.22%)			
ENN Energy Holdings	469,400	5,090	1.41
Portfolio of investments		359,515	99.21
Net other assets - 0.79% (0.67%)		2,873	0.79
Net assets		362,388	100.00

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

Figures in brackets refer to 30 April 2022.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	502.72	747.89	491.73
Return before operating charges*	(50.40)	(235.37)	267.06
Operating charges	(7.63)	(9.80)	(10.90)
Return after operating charges*	(58.03)	(245.17)	256.16
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	444.69	502.72	747.89
*After direct transaction costs of:	0.40	0.90	1.59
Performance:			
Return after charges	(11.54)%	(32.78)%	52.09%
Other Information:			
Closing net asset value (£'000)	2,205	7,433	16,209
Closing number of shares	495,940	1,478,651	2,167,358
Operating charges	1.52%	1.52%	1.51%
Direct transaction costs ¹	0.08%	0.14%	0.22%
Prices:			
Highest share price (pence)	581.4	784.7	935.9
Lowest share price (pence)	396.5	429.3	477.6

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	545.18	804.99	525.34
Return before operating charges*	(55.11)	(254.49)	285.63
Operating charges	(4.20)	(5.32)	(5.98)
Return after operating charges*	(59.31)	(259.81)	279.65
Distributions	(2.63)	0.00	(1.21)
Retained distributions on accumulation shares	2.63	0.00	1.21
Closing net asset value per share	485.87	545.18	804.99
*After direct transaction costs of:	0.44	0.97	1.71
Performance:			
Return after charges	(10.88)%	(32.27)%	53.23%
Other Information:			
Closing net asset value (£'000)	333,331	403,994	681,325
Closing number of shares	68,605,061	74,103,511	84,637,179
Operating charges	0.77%	0.77%	0.77%
Direct transaction costs ¹	0.08%	0.14%	0.22%
Prices:			
Highest share price (pence)	631.3	845.7	1,006
Lowest share price (pence)	431.6	465.2	510.3

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	486.07	717.72	469.01
Return before operating charges*	(49.12)	(226.87)	255.15
Operating charges	(3.75)	(4.78)	(5.35)
Return after operating charges*	(52.87)	(231.65)	249.80
Distributions on income shares	(2.35)	0.00	(1.09)
Closing net asset value per share	430.85	486.07	717.72
 *After direct transaction costs of:	 0.39	 0.87	 1.53
Performance:			
Return after charges	(10.88)%	(32.28)%	53.26%
Other Information:			
Closing net asset value (£'000)	26,845	32,746	70,064
Closing number of shares	6,230,706	6,736,882	9,761,982
Operating charges	0.77%	0.77%	0.77%
Direct transaction costs ¹	0.08%	0.14%	0.22%
Prices:			
Highest share price (pence)	562.8	754.0	898.2
Lowest share price (pence)	384.8	414.7	455.6

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	607.30	890.29	576.84
Return before operating charges*	(61.86)	(282.61)	313.86
Operating charges	(0.30)	(0.38)	(0.41)
Return after operating charges*	(62.16)	(282.99)	313.45
Distributions	(7.32)	(4.13)	(7.16)
Retained distributions on accumulation shares	7.32	4.13	7.16
Closing net asset value per share	545.14	607.30	890.29
*After direct transaction costs of:	0.49	1.07	1.79
Performance:			
Return after charges	(10.24)%	(31.79)%	54.34%
Other Information:			
Closing net asset value (£'000)	5	6	9
Closing number of shares	1,000	1,000	1,000
Operating charges	0.05%	0.05%	0.05%
Direct transaction costs ¹	0.08%	0.14%	0.22%
Prices:			
Highest share price (pence)	704.0	936.5	1,111
Lowest share price (pence)	482.6	517.7	560.3

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	489.79	722.95	472.06
Return before operating charges*	(49.89)	(229.50)	257.08
Operating charges	(0.25)	(0.31)	(0.33)
Return after operating charges*	(50.14)	(229.81)	256.75
Distributions on income shares	(5.90)	(3.35)	(5.86)
Closing net asset value per share	433.75	489.79	722.95
 *After direct transaction costs of:	 0.39	 0.87	 1.47
Performance:			
Return after charges	(10.24)%	(31.79)%	54.39%
Other Information:			
Closing net asset value (£'000)	2	2	4
Closing number of shares	500	500	500
Operating charges	0.05%	0.05%	0.05%
Direct transaction costs ¹	0.08%	0.14%	0.22%
Prices:			
Highest share price (pence)	567.8	760.4	909.4
Lowest share price (pence)	389.2	420.4	458.7

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

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

Financial Statements

Statement of Total Return for the year ended 30 April 2023

		2023		2022	
	Notes	£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		(51,711)		(238,623)
Revenue	3	5,740		4,043	
Expenses	4	(3,314)		(4,790)	
Net revenue/(expense) before taxation		2,426		(747)	
Taxation	5	(418)		(285)	
Net revenue/(expense) after taxation			2,008		(1,032)
Total return before distributions			(49,703)		(239,655)
Distributions	6		(2,007)		(26)
Change in net assets attributable to shareholders from investment activities			(51,710)		(239,681)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2023

	2023		2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		444,181		767,611
Amounts receivable on issue of shares	117,815		250,646	
Amounts payable on cancellation of shares	(150,192)		(335,529)	
		(32,377)		(84,883)
Dilution adjustment		490		1,134
Change in net assets attributable to shareholders from investment activities		(51,710)		(239,681)
Retained distributions on accumulation shares		1,804		-
Closing net assets attributable to shareholders		362,388		444,181

Financial Statements cont.

Balance Sheet as at 30 April 2023

	Notes	2023 £'000	2022 £'000
Assets:			
Fixed assets:			
Investments	13	359,515	441,187
Current assets:			
Debtors	8	4,560	1,101
Cash and bank balances	9	3,078	3,031
Total assets		367,153	445,319
Liabilities:			
Creditors:			
Bank overdrafts	9	-	(759)
Distributions payable		(146)	-
Other creditors	10	(4,619)	(379)
Total liabilities		(4,765)	(1,138)
Net assets attributable to shareholders		362,388	444,181

Notes to the Financial Statements

1 Net capital gains/(losses)

	2023	2022
	£'000	£'000
Non-derivative securities	(51,498)	(238,909)
Currency gains/(losses)	(183)	319
Transaction costs	(30)	(33)
Net capital gains/(losses)	(51,711)	(238,623)

2 Purchases, sales and transaction costs

	2023	2022
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	116,998	317,148
Commissions	40	135
Taxes	80	215
Total transaction costs on equity purchases ¹	120	350
Purchases including transaction costs	117,118	317,498

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

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.03	0.04
Taxes on equity purchases	0.07	0.07

	2023	2022
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	147,509	398,042
Commissions	(41)	(133)
Taxes	(175)	(429)
Total transaction costs on equity sales ¹	(216)	(562)
Sales net of transaction costs	147,293	397,480

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

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.03)	(0.03)
Taxes on equity sales	(0.12)	(0.11)

	2023		2022	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	81	0.02	268	0.04
Taxes	255	0.06	644	0.10
Total direct transaction costs	336	0.08	912	0.14

	2023	2022
	%	%
Average portfolio dealing spread	0.10	0.11

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

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

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

3 Revenue

	2023	2022
	£'000	£'000
Overseas dividends	5,697	4,043
Bank interest	43	-
Total revenue	5,740	4,043

Notes to the Financial Statements cont.

4 Expenses

	2023	2022
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	3,156	4,563
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	29	42
Bank charges	121	174
	150	216
Other expenses:		
Audit fee	6	7
Non-audit fees paid to auditors	-	2
Professional fees	2	2
	8	11
Total expenses	3,314	4,790

5 Taxation

	2023	2022
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	418	285
Total taxation	418	285

The Fund is subject to corporation tax at 20% (2022: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2023, the Fund had excess management expenses of £15,189,000 (2022: £11,917,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2023	2022
	£'000	£'000
Net revenue/(expense) before taxation	2,426	(747)
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2022: 20%)	485	(149)
Effects of:		
Non-taxable overseas dividends	(1,139)	(809)
Other income not subject to tax	-	-
Overseas tax on dividends	418	285
Excess management expenses	654	958
Total taxation	418	285

6 Distributions

	2023	2022
	£'000	£'000
Final to 30 April	1,950	-
Amounts deducted on cancellation of shares	770	78
Amounts added on issue of shares	(713)	(52)
Total distributions	2,007	26

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

7 Reconciliation of net revenue to net distributions for the year

	2023	2022
	£'000	£'000
Net revenue/(expense) after taxation for the year	2,008	(1,032)
Add capital transfers for deficits of income	6	1,050
Add distributable revenue brought forward	-	8
Less distributable revenue carried forward	(7)	-
Net distributions for the year	2,007	26

Notes to the Financial Statements cont.

8 Debtors

	2023	2022
	£'000	£'000
Receivable for issue of shares	41	1,099
Sales awaiting settlement	4,220	-
Accrued income	294	-
VAT recoverable	1	2
Other debtors	4	-
Total debtors	4,560	1,101

9 Cash and bank balances

	2023	2022
	£'000	£'000
Sterling bank accounts	2,648	2,947
Foreign currency bank accounts	430	84
	3,078	3,031
Sterling bank accounts overdrawn	-	(759)
Total cash and bank balances	3,078	2,272

10 Other creditors

	2023	2022
	£'000	£'000
Payable for cancellation of shares	2,044	78
Purchases awaiting settlement	2,316	-
Due to the ACD or associates	220	262
Due to the Depositary or associates	25	23
Other accrued expenses	14	16
Total other creditors	4,619	379

Notes to the Financial Statements cont.

11 Related party transactions

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

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

Shares held by the ACD and associates of the ACD

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

	2023	2022
	%	%
ACD and associates of the ACD	0.00	0.00

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.22	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.23
A Accumulation Shares	1,478,651	219,314	(311,415)	(890,610)	495,940
B Accumulation Shares	74,103,511	19,615,466	(25,915,590)	801,674	68,605,061
B Income Shares	6,736,882	1,520,458	(2,041,883)	15,249	6,230,706
C Accumulation Shares	1,000	1,000	(1,000)	-	1,000
C Income Shares	500	500	(500)	-	500

13 Basis of valuation

	2023	2022
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	359,515	437,732
Level 2: Observable market data	-	-
Level 3: Unobservable data ¹	-	3,456
Total	359,515	441,187

¹Brilliance China Automotive resumed trading during the year and subsequently moved from level 3 to level 1.

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

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

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2023			2022		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Chinese yuan	161	153,195	153,356	1	167,345	167,346
Hong Kong dollar	-	196,851	196,851	-	252,691	252,691
Taiwanese dollar	-	4,075	4,075	-	-	-
UK sterling	2,648	-	2,648	2,188	-	2,188
US dollar	269	5,394	5,663	83	21,152	21,235

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

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

Distribution Table

Final distribution for the year ended 30 April 2023

Group 1 : shares purchased prior to 1 May 2022

Group 2 : shares purchased 1 May 2022 to 30 April 2023

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.23)	Distribution (paid/accumulated 30.06.22)
	30.04.23 pence per share	30.04.23 pence per share	30.04.23 pence per share	30.04.22 pence per share
A Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
B Accumulation				
Group 1	2.63000	-	2.63000	-
Group 2	-	2.63000	2.63000	-
B Income				
Group 1	2.35000	-	2.35000	-
Group 2	-	2.35000	2.35000	-
C Accumulation				
Group 1	7.32000	-	7.32000	4.13000
Group 2	7.32000	-	7.32000	4.13000
C Income				
Group 1	5.90000	-	5.90000	3.35000
Group 2	5.90000	-	5.90000	3.35000

BAILLIE GIFFORD

Baillie Gifford Developed Asia Pacific Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2023*



Baillie Gifford Developed Asia Pacific Fund

Investment Objective

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

Investment Policy

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

Risk and Reward Profile

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



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

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

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

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

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

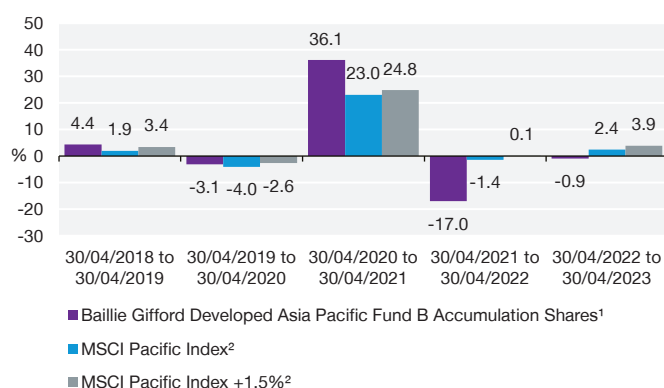
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

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

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

Investment Report

Past Performance



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

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Pacific Index (the 'Index') by at least 1.5% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2023 the return on B Accumulation Shares was -0.9%³ compared to the Index of 2.4%² and the target return of 3.9%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 2.5%³ compared to the Index of 4.0%² and the target return of 5.5%². It is disappointing that over this period the Fund has underperformed its target return. Returns have been impacted by recent, short-term weakness.

Market Environment

Inflationary concerns, rate rises, and the financial fallout of tighter conditions have stirred global markets over the last twelve months. Developed Asia has not been immune. These factors have accelerated a style shift towards areas of perceived safety, sucking capital away from some of Asia's most promising growth opportunities.

In more encouraging news, the belated removal of Covid-19 related mobility restrictions within the region has accelerated a recovery in consumption and cross-border travel. As a result, corporates are recalibrating for higher demand with increased capital expenditure. This is expected to provide a healthy tailwind to company earnings and global growth, potentially offsetting the impact of any western contraction.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 281. ³Source: Baillie Gifford & Co Limited, 10am dealing prices, income accumulated. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Performance

Consumer goods companies have been some of the strongest contributors to performance, as many benefit from a bounce back in consumption. Fast Retailing, the company behind the Uniqlo brand, is restarting its ambitious store rollout plan within China, its largest growth market. Alcoholic beverage businesses Tsingtao Brewery, premium skincare company Shiseido, and Galaxy Entertainment, a Macao casino operator, have all seen their share price rise thanks to a reappraisal of their earnings potential as their key markets reopen.

In contrast, companies that are cyclically exposed to the US market have suffered during the period. James Hardie Industries, a company that has a dominant position in the US, manufacturing and selling fibre cement building products, and Techtronic Industries, a leading manufacturer of power tools which derives a majority of its revenue from North America, have been weak on fears of a slowdown in the US housing market. Recruit Holdings, a world-leading recruitment platform, has fallen in tandem with the decline in employment prospects and job postings in the US, its key market for websites Indeed and Glassdoor. We remain excited about the long-term prospects for Indeed, which should be able to maintain high-single-digit organic growth driven by demographic trends, ongoing share gains, and new product development. Our analysis also suggests a meaningful upside to margins as the business scales. In addition, we believe the company's prodigious cash generation will allow them to weather this cyclical storm and further fuel future inorganic growth and/or share buybacks.

Notable Transactions

During the 12 months we took a new position in Cosmos Pharmaceutical, a leading Japanese discount drugstore with a compelling everyday-low-price model. We expect the company to continue growing through store rollouts and through market share gains from less efficient incumbent supermarkets and independent stores. We

believe that near-term pressures on operating margins due to currency and rising utility costs have created an opportunity to take a holding at a particularly attractive price.

This position was funded from the sale of auto manufacturer Suzuki Motor Corp, on concern that future profitability may come under pressure from rising competition within its key market, India, and Kakaku, which operates price and service comparison websites in Japan, as well as a restaurant listing site, Tabelog. We think that competition in its core markets is likely to increase, and while we note promising new businesses elsewhere in the Kakaku group, we do not think these will be enough to maintain growth at a satisfactory level.

Baillie Gifford & Co, 12 May 2023

Principal Holdings as at 30 April 2023

Investment	Percentage of total Fund
Baillie Gifford Japanese Smaller Companies Fund C Acc ¹	6.32
Shiseido	5.17
United Overseas Bank	4.39
SMC	3.75
Olympus	3.65
Hong Kong Exchanges & Clearing	3.36
MS&AD Insurance	3.26
SBI Holdings	3.05
Galaxy Entertainment Group	3.04
SoftBank Group	2.95

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

Material Portfolio Changes for the year ended 30 April 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Shiseido	2,536	Baillie Gifford Japanese Smaller Companies Fund C Acc ¹	4,159
Baillie Gifford Japanese Smaller Companies Fund C Acc ¹	1,943	Olympus	3,142
United Overseas Bank	1,377	United Overseas Bank	2,905
Galaxy Entertainment Group	1,285	Shiseido	2,635
Olympus	1,146	Kakaku.com	2,452
SMC	1,033	SMC	2,316
Unicharm	975	Hong Kong Exchanges & Clearing	2,113
Hong Kong Exchanges & Clearing	946	SoftBank Group	2,081
Cosmos Pharmaceutical	941	Shimano	2,019
Shimano	913	SBI Holdings	1,968

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

Portfolio Statement as at 30 April 2023

Stock description	Holding	Market value £'000	% of total net assets
Australia - 12.78% (14.02%)			
BHP Group Ltd (Aus. listing)	125,291	2,924	2.37
Cochlear	17,216	2,233	1.81
James Hardie Industries	169,888	2,991	2.43
Mesoblast	467,086	211	0.17
REA Group	21,886	1,621	1.31
Treasury Wine Estates	307,835	2,255	1.83
Washington Soul Pattinson	213,550	3,530	2.86
Hong Kong - 14.49% (13.28%)			
AIA Group	341,000	2,936	2.38
Galaxy Entertainment Group	666,000	3,746	3.04
Hong Kong Exchanges & Clearing	126,317	4,148	3.36
Meituan	7,380	100	0.08
Techtronic Industries	315,500	2,697	2.19
Tencent	64,400	2,247	1.82
Tsingtao Brewery 'H'	236,000	2,002	1.62
Japan - 63.95% (63.32%)			
Asahi Group Holdings	34,600	1,060	0.86
Baillie Gifford Japanese Smaller Companies Fund C Acc ¹	166,411	7,798	6.32
Cosmos Pharmaceutical	12,400	969	0.78
CyberAgent Inc	240,200	1,657	1.34
Denso	55,600	2,648	2.15
FANUC	86,900	2,330	1.89
Fast Retailing	14,700	2,749	2.23
freee K.K.	49,300	1,115	0.90
Hoshizaki Corp	48,500	1,355	1.10
Keyence	5,700	2,035	1.65
Kobe Bussan Co Ltd	52,100	1,158	0.94
Makita Corporation	90,000	2,009	1.63
Misumi	81,700	1,628	1.32
MonotaRO Co	98,600	1,180	0.96
MS&AD Insurance	154,700	4,018	3.26
Murata	60,200	2,772	2.25

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Nidec	37,800	1,481	1.20
Nintendo	52,900	1,768	1.43
Olympus	325,900	4,508	3.65
Pigeon	106,500	1,314	1.06
Recruit Holdings	124,000	2,771	2.24
SBI Holdings	243,200	3,761	3.05
Shimano	28,400	3,488	2.83
Shiseido	160,600	6,382	5.17
SMC	11,700	4,632	3.75
SoftBank Group	122,400	3,643	2.95
Sugi Holdings	82,800	2,787	2.26
Suzuki Motor Corp	9,000	247	0.20
Sysmex Corp	33,200	1,689	1.37
Unicharm	90,100	2,883	2.34
Z Holdings Corp	494,900	1,072	0.87
New Zealand - 2.20% (2.59%)			
Ryman Healthcare Ltd	404,487	1,054	0.85
Xero Ltd	33,855	1,661	1.35
Singapore - 4.75% (4.81%)			
iFAST Corp	159,000	438	0.36
United Overseas Bank	322,035	5,419	4.39
Thailand - 0.75% (0.75%)			
Thai Beverage PCL (Singapore)	2,465,100	933	0.75
Portfolio of investments		122,053	98.92
Net other assets - 1.08% (1.23%)		1,338	1.08
Net assets		123,391	100.00

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

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

Figures in brackets refer to 30 April 2022.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	547.10	672.56	491.11
Return before operating charges*	(1.78)	(116.13)	190.49
Operating charges	(7.75)	(9.33)	(9.04)
Return after operating charges*	(9.53)	(125.46)	181.45
Distributions	(2.87)	(0.84)	(10.68)
Retained distributions on accumulation shares	2.87	0.84	10.68
Closing net asset value per share	537.57	547.10	672.56
*After direct transaction costs of:	0.11	0.19	0.13
Performance:			
Return after charges	(1.74)%	(18.65)%	36.95%
Other Information:			
Closing net asset value (£'000)	1,747	3,451	6,964
Closing number of shares	325,173	630,774	1,035,467
Operating charges	1.43%	1.45%	1.44%
Direct transaction costs ¹	0.02%	0.03%	0.02%
Prices:			
Highest share price (pence)	582.5	716.0	710.8
Lowest share price (pence)	495.3	536.5	478.0

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	622.80	758.92	549.50
Return before operating charges*	(2.06)	(131.83)	213.59
Operating charges	(3.59)	(4.29)	(4.17)
Return after operating charges*	(5.65)	(136.12)	209.42
Distributions	(8.55)	(7.11)	(17.91)
Retained distributions on accumulation shares	8.55	7.11	17.91
Closing net asset value per share	617.15	622.80	758.92
*After direct transaction costs of:	0.12	0.22	0.14
Performance:			
Return after charges	(0.91)%	(17.94)%	38.11%
Other Information:			
Closing net asset value (£'000)	96,047	127,525	199,273
Closing number of shares	15,563,006	20,476,136	26,257,304
Operating charges	0.58%	0.59%	0.59%
Direct transaction costs ¹	0.02%	0.03%	0.02%
Prices:			
Highest share price (pence)	667.5	810.4	800.7
Lowest share price (pence)	564.5	610.6	534.9

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	548.61	676.20	501.34
Return before operating charges*	(1.75)	(117.44)	195.03
Operating charges	(3.16)	(3.81)	(3.83)
Return after operating charges*	(4.91)	(121.25)	191.20
Distributions on income shares	(7.53)	(6.34)	(16.34)
Closing net asset value per share	536.17	548.61	676.20
 *After direct transaction costs of:	 0.11	 0.19	 0.13
Performance:			
Return after charges	(0.89)%	(17.93)%	38.14%
Other Information:			
Closing net asset value (£'000)	5,225	6,575	6,356
Closing number of shares	974,480	1,198,415	939,891
Operating charges	0.58%	0.59%	0.59%
Direct transaction costs ¹	0.02%	0.03%	0.02%
Prices:			
Highest share price (pence)	588.1	721.5	730.7
Lowest share price (pence)	497.5	544.1	488.1

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	719.19	871.46	627.54
Return before operating charges*	(2.39)	(151.94)	244.24
Operating charges	(0.22)	(0.33)	(0.32)
Return after operating charges*	(2.61)	(152.27)	243.92
Distributions	(13.85)	(12.79)	(24.89)
Retained distributions on accumulation shares	13.85	12.79	24.89
Closing net asset value per share	716.58	719.19	871.46
*After direct transaction costs of:	0.14	0.25	0.16
Performance:			
Return after charges	(0.36)%	(17.47)%	38.87%
Other Information:			
Closing net asset value (£'000)	20,368	22,811	28,976
Closing number of shares	2,842,340	3,171,679	3,325,003
Operating charges	0.03%	0.04%	0.04%
Direct transaction costs ¹	0.02%	0.03%	0.02%
Prices:			
Highest share price (pence)	774.1	932.4	918.4
Lowest share price (pence)	652.3	705.1	610.9

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	448.37	553.17	409.93
Return before operating charges*	(1.42)	(96.48)	159.71
Operating charges	(0.13)	(0.21)	(0.21)
Return after operating charges*	(1.55)	(96.69)	159.50
Distributions on income shares	(8.63)	(8.11)	(16.26)
Closing net asset value per share	438.19	448.37	553.17
 *After direct transaction costs of:	 0.09	 0.16	 0.11
Performance:			
Return after charges	(0.35)%	(17.48)%	38.91%
Other Information:			
Closing net asset value (£'000)	4	4	6
Closing number of shares	1,000	1,000	1,000
Operating charges	0.03%	0.04%	0.04%
Direct transaction costs ¹	0.02%	0.03%	0.02%
Prices:			
Highest share price (pence)	482.7	591.4	600.1
Lowest share price (pence)	407.0	447.5	399.2

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

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

Financial Statements

Statement of Total Return for the year ended 30 April 2023

		2023		2022	
	Notes	£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		(2,203)		(38,925)
Revenue	3	2,875		3,299	
Expenses	4	(736)		(1,067)	
Net revenue before taxation		2,139		2,232	
Taxation	5	(152)		(181)	
Net revenue after taxation			1,987		2,051
Total return before distributions			(216)		(36,874)
Distributions	6		(1,988)		(2,050)
Change in net assets attributable to shareholders from investment activities			(2,204)		(38,924)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2023

	2023		2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		160,366		241,575
Amounts receivable on issue of shares	30,064		46,652	
Amounts payable on cancellation of shares	(66,670)		(90,944)	
		(36,606)		(44,292)
Dilution adjustment		101		140
Change in net assets attributable to shareholders from investment activities		(2,204)		(38,924)
Retained distributions on accumulation shares		1,734		1,867
Closing net assets attributable to shareholders		123,391		160,366

Financial Statements cont.

Balance Sheet as at 30 April 2023

	Notes	2023 £'000	2022 £'000
Assets:			
Fixed assets:			
Investments	13	122,053	158,392
Current assets:			
Debtors	8	1,068	888
Cash and bank balances	9	1,025	1,615
Total assets		124,146	160,895
Liabilities:			
Creditors:			
Bank overdrafts	9	(272)	-
Distributions payable		(73)	(76)
Other creditors	10	(410)	(453)
Total liabilities		(755)	(529)
Net assets attributable to shareholders		123,391	160,366

Notes to the Financial Statements

1 Net capital gains/(losses)

	2023	2022
	£'000	£'000
Non-derivative securities	(2,172)	(38,941)
Currency gains/(losses)	(16)	32
Transaction costs	(15)	(16)
Net capital gains/(losses)	(2,203)	(38,925)

2 Purchases, sales and transaction costs

	2023	2022
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	26,891	40,026
Commissions	6	13
Taxes	7	7
Total transaction costs on equity purchases¹	13	20
Gross purchases of funds excluding transaction costs	1,943	2,573
Commissions on purchases of funds	-	-
Taxes on purchases of funds	-	-
Total transaction costs on fund purchases¹	-	-
Purchases including transaction costs	28,847	42,619

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

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.02	0.03
Taxes on equity purchases	0.03	0.02

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2023	2022
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	58,981	80,087
Commissions	(13)	(21)
Taxes	(13)	(19)
Total transaction costs on equity sales ¹	(26)	(40)
Gross sales of funds excluding transaction costs	4,159	5,727
Commissions on sales of funds	-	-
Taxes on sales of funds	-	-
Total transaction costs on fund sales ¹	-	-
Sales net of transaction costs	63,114	85,774

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

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.02)	(0.03)
Taxes on equity sales	(0.02)	(0.02)

	2023		2022	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	19	0.01	34	0.02
Taxes	20	0.01	26	0.01
Total direct transaction costs	39	0.02	60	0.03

	2023	2022
	%	%
Average portfolio dealing spread	0.09	0.09

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

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

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

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

3 Revenue

	2023	2022
	£'000	£'000
UK dividends ¹	101	89
Overseas dividends	2,748	3,210
Bank interest	14	-
Other income	12	-
Total revenue	2,875	3,299

¹Includes income from relevant Collective Investment Schemes.

4 Expenses

	2023	2022
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	702	1,007
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	10	13
Bank charges	16	23
	26	36
Other expenses:		
Audit fee	6	9
Professional fees	2	15
	8	24
Total expenses	736	1,067

Notes to the Financial Statements cont.

5 Taxation

	2023	2022
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	152	181
Total taxation	152	181

The Fund is subject to corporation tax at 20% (2022: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2023, the Fund had excess management expenses of £6,211,000 (2022: £5,488,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

The tax charge is explained as follows:

	2023	2022
	£'000	£'000
Net revenue before taxation	2,139	2,232
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2022: 20%)	428	446
Effects of:		
Non-taxable UK dividends	(20)	(18)
Non-taxable overseas dividends	(550)	(642)
Other income not subject to tax	(2)	-
Overseas tax on dividends	152	181
Excess management expenses	144	214
Total taxation	152	181

6 Distributions

	2023	2022
	£'000	£'000
Final to 30 April	1,807	1,943
Amounts deducted on cancellation of shares	327	257
Amounts added on issue of shares	(146)	(150)
Total distributions	1,988	2,050

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

Notes to the Financial Statements cont.

7 Reconciliation of net revenue to net distributions for the year

	2023	2022
	£'000	£'000
Net revenue after taxation for the year	1,987	2,051
Add distributable revenue brought forward	2	1
Less distributable revenue carried forward	(1)	(2)
Net distributions for the year	1,988	2,050

8 Debtors

	2023	2022
	£'000	£'000
Receivable for issue of shares	137	21
Sales awaiting settlement	200	-
Accrued income	724	857
Overseas tax recoverable	4	8
VAT recoverable	-	2
Other debtors	3	-
Total debtors	1,068	888

9 Cash and bank balances

	2023	2022
	£'000	£'000
Sterling bank accounts	1,025	1,582
Foreign currency bank accounts	-	33
	1,025	1,615
Sterling bank accounts overdrawn	(272)	-
Total cash and bank balances	753	1,615

10 Other creditors

	2023	2022
	£'000	£'000
Payable for cancellation of shares	198	373
Purchases awaiting settlement	150	-
Due to the ACD or associates	46	65
Due to the Depositary or associates	8	7
Other accrued expenses	8	8
Total other creditors	410	453

Notes to the Financial Statements cont.

11 Related party transactions

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

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

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

	2023			2022		
	Purchases	Sales	Income	Purchases	Sales	Income
	£'000	£'000	£'000	£'000	£'000	£'000
Baillie Gifford Japanese Smaller Companies Fund C Acc	1,943	4,159	101	2,573	5,727	89

Shares held by the ACD and associates of the ACD

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

	2023	2022
	%	%
ACD and associates of the ACD	0.00	0.00

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.22	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.23
A Accumulation Shares	630,774	16,837	(149,993)	(172,445)	325,173
B Accumulation Shares	20,476,136	4,766,306	(9,839,295)	159,859	15,563,006
B Income Shares	1,198,415	121,291	(334,329)	(10,897)	974,480
C Accumulation Shares	3,171,679	71	(329,410)	-	2,842,340
C Income Shares	1,000	1,000	(1,000)	-	1,000

13 Basis of valuation

	2023	2022
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	114,255	148,826
Level 2: Observable market data	7,798	9,566
Level 3: Unobservable data	-	-
Total	122,053	158,392

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

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

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2023			2022		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Australian dollar	-	17,427	17,427	33	24,849	24,882
Hong Kong dollar	-	17,876	17,876	-	21,294	21,294
Japanese yen	-	71,109	71,109	-	91,970	91,970
New Zealand dollar	-	1,053	1,053	-	1,785	1,785
Singapore dollar	-	6,791	6,791	-	8,928	8,928
UK sterling	753	7,798	8,551	1,582	9,566	11,148

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

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

Distribution Table

Final distribution for the year ended 30 April 2023

Group 1 : shares purchased prior to 1 May 2022

Group 2 : shares purchased 1 May 2022 to 30 April 2023

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.23)	Distribution (paid/accumulated 30.06.22)
	30.04.23 pence per share	30.04.23 pence per share	30.04.23 pence per share	30.04.22 pence per share
A Accumulation				
Group 1	2.87000	-	2.87000	0.84000
Group 2	2.56559	0.30441	2.87000	0.84000
B Accumulation				
Group 1	8.55000	-	8.55000	7.11000
Group 2	5.80158	2.74842	8.55000	7.11000
B Income				
Group 1	7.53000	-	7.53000	6.34000
Group 2	4.77420	2.75580	7.53000	6.34000
C Accumulation				
Group 1	13.85000	-	13.85000	12.79000
Group 2	13.85000	-	13.85000	12.79000
C Income				
Group 1	8.63000	-	8.63000	8.11000
Group 2	8.63000	-	8.63000	8.11000

BAILLIE GIFFORD

Baillie Gifford Emerging Markets Growth Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2023*



Baillie Gifford Emerging Markets Growth Fund

Investment Objective

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

Investment Policy

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

Risk and Reward Profile

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



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

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

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

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

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

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

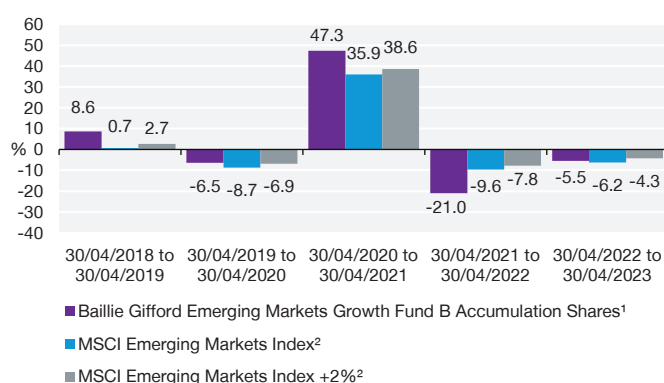
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

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

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

Investment Report

Past Performance



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

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Emerging Markets Index (the 'Index') by at least 2% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2023 the return on B Accumulation Shares was -5.5%³ compared to the Index of -6.2%² and the target return of -4.3%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 2.2%³ compared to the Index of 1.2%² and the target return of 3.2%². It is disappointing that over this period the Fund has underperformed its target return although performance is ahead of the Index. Returns have been impacted by recent, short-term weakness.

Market Environment

Investors could be forgiven for losing patience with an asset class that has produced plenty of volatility, but little in the way of excess returns over the last decade. Globally, markets continue to contend with Russia's invasion of Ukraine and its ramifications, and the pace and magnitude of the Federal Reserve's interest rate rises (and the risk of a US recession).

The relatively modest financial stimulus and the monetary response observed across emerging markets in response to the pandemic stands in stark contrast to the many trillions of US dollars desperately deployed by western economies. For much of the developed world, we worry that such profligacy will be a financial burden for years to come, leading to slower growth and unforeseen issues. In contrast, therefore, we view emerging markets as an attractive alternative for capital flows. In recent weeks we've seen the impact of interest rate rises devastating some western banks. As confidence in their health has waned, there's been a run on their deposits and rapid Government intervention as a result.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 281. ³Source: Baillie Gifford & Co Limited, 10am dealing prices, income accumulated. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Compare this with the emerging markets and the picture looks rather different. The problems we've seen in developed market financials have stemmed from a rapid move away from ZIRP (zero interest rate policy) to higher interest rates and the resultant impact of increasingly mismatched positions within some of the banks. In emerging markets, most banks have been operating against a different backdrop for some time, where rates have been both structurally higher and more volatile.

Performance

Much of what happened over the last year or so has been detrimental to growth stocks and it has been a weak year for performance. The Fund has underperformed in both absolute and in relation to the target return. That said, our investment horizon remains five years and we do take comfort from the fact that the operational performance across the majority of the Fund's holdings has been strong.

MercadoLibre produced good results in 2022 with a strong fourth quarter helping the company to reach new highs across the business, surpassing \$100 billion in total payments volume, \$10 billion of revenue, one billion items shipped through its Mercado Envios logistics business and \$1 billion of Earnings Before Interest and Tax in 2022, all for the first time in its history.

Petrobras was another contributor to performance over the period. It remains the case that the company enjoys some of the lowest lifting costs outside the Middle East and continues to remain highly profitable at current oil price levels.

On the other hand, JD.com (JD), one of the major ecommerce players in China, detracted from performance over the last year. Slower revenue growth and the ongoing RMB10 billion subsidy program has weighed on the share price. In a weaker macro environment, JD turned their focus to lowering costs and increasing efficiencies. Nevertheless, management expect an acceleration in top line growth in 2023 and an improvement in margins. Our thesis on the competitive advantage of this company remains largely unchanged.

We believe it has a structural advantage in ecommerce logistics, as well as a reputation for quality that others cannot boast.

Another detractor over the period is Reliance Industries (Reliance). The short-term fluctuations in oil price, with concerns about a recession in developed markets, obviously impacted stocks in the Energy sector, notably Reliance Industries. Reliance has one of the largest and most complex refineries in the world (as well as some upstream gas fields), but it is in truth a conglomerate; its telecom arm, Reliance Jio has over 400 million mobile subscribers, while Reliance's retail arm is the largest formal player in the market. In addition, Reliance has committed to spending \$10 billion over the next few years to build its green energy division, encompassing wind, solar and hydrogen.

Notable Transactions

Two new buys over the period include Silergy and Delhivery.

Silergy has a speciality in analog chips and is a founder led company with a strong niche competitive advantage. We admire the commitment to R&D and expertise in process technology.

Delhivery is India's leading independent operator of ecommerce fulfilment, alongside broader logistics operations. Its modern operations mean that it has out-competed both traditional incumbents and the in-house operations of Amazon and Flipkart while earning attractive returns.

Two notable sales over the period include Piramal Pharma and Vale.

We sold the holding in Piramal Pharma because we were disappointed by a recent meeting with the management and our view on the growth prospects have diminished.

We sold the holding in Vale (Brazilian metals producer) because our original investment case was based on the potential for Nickel and Copper to become larger parts of the business, and we have a favourable

Investment Report cont.

view on both of these metals. However, more recently we have become concerned about the largest part of the business, the iron ore division.

Baillie Gifford & Co, 11 May 2023

Principal Holdings as at 30 April 2023

Investment	Percentage of total Fund
TSMC	9.83
Samsung Electronics	8.32
Tencent	6.68
HDFC	5.21
Reliance Industries Ltd	4.76
Petrobras	4.56
MercadoLibre	4.06
Alibaba Group Holding	3.70
Ping An Insurance	3.32
Bank Rakyat Indonesia	2.66

Material Portfolio Changes for the year ended 30 April 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
PTT Exploration and Production	16,355	TSMC	27,404
Baidu.com Group Holding	14,966	Petrobras Common ADR	23,358
Silergy	12,606	Vale SA ADR	19,854
MercadoLibre	11,954	First Quantum Minerals	18,519
SEA Ltd ADR	8,955	Tencent	18,259
JD.com	6,681	Samsung Electronics	14,040
SK Hynix Inc	6,583	Alibaba Group Holding	12,916
Samsung Electronics	6,508	Ping An Insurance	12,720
Meituan	6,320	Meituan	11,742
Delhivery Ltd	5,525	Mediatek	11,147

Portfolio Statement as at 30 April 2023

Stock description	Holding	Market value £'000	% of total net assets
Brazil - 11.80% (14.23%)			
B3 S.A.	6,211,100	11,527	1.42
Banco Bradesco Pn ADR	4,474,577	9,932	1.23
Lorenz Pn 1000 ¹	1,800,000	-	0.00
MercadoLibre	32,317	32,847	4.06
Petrobras Common ADR	3,427,724	28,935	3.57
Petrobras Pref ADR	1,058,685	7,985	0.99
Raizen	8,562,960	4,331	0.53
Canada - 2.35% (3.32%)			
First Quantum Minerals	987,906	19,019	2.35
Chile - 1.19% (1.72%)			
Lundin Mining	1,587,447	9,591	1.19
China - 32.35% (30.02%)			
Alibaba Group Holding	3,600,448	29,941	3.70
Anker Innovations Technology C	517,300	4,349	0.54
Baidu.com Group Holding	804,200	9,430	1.16
BeiGene HK Line	420,436	6,430	0.79
Brilliance China Automotive	12,394,000	4,120	0.51
CATL 'A'	335,880	8,904	1.10
China Merchants Bank 'H'	3,698,500	14,113	1.74
Geely Automobile Holdings	6,089,000	5,955	0.74
Haier Smart Home 'H'	3,892,880	10,022	1.24
JD.com	736,295	10,142	1.25
KE Holdings (HK Line)	1,017,958	4,230	0.52
KE Holdings ADR	85,043	1,062	0.13
Kuaishou Technology	619,600	3,222	0.40
Li Ning	1,109,500	6,275	0.78
Lufax Holding Ltd	1,451,356	1,963	0.24
Meituan	1,347,090	18,159	2.24
Midea Group 'A'	1,102,489	7,189	0.89
Minth Group	3,046,000	6,962	0.86
Ping An Bank 'A'	4,735,072	6,824	0.84

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Ping An Insurance	3,490,000	20,038	2.48
Shenzhou International Group Holdings	670,800	5,089	0.63
Silergy	678,000	8,422	1.04
Tencent	1,551,200	54,114	6.68
Tencent Music Entertainment ADR	765,441	4,513	0.56
Zai Lab HK Line	1,064,740	2,935	0.36
Zijin Mining Group Co Ltd 'H'	5,640,000	7,545	0.93
India - 15.25% (14.36%)			
Delhivery Ltd	1,464,414	5,330	0.66
HDFC Limited	1,173,330	31,662	3.91
HDFC Life Insurance Co Ltd	2,039,353	10,503	1.30
Piramal Pharma	284,382	196	0.02
Reliance Industries Ltd	1,638,748	38,563	4.76
Tata Consultancy Services	538,967	16,868	2.08
Tech Mahindra	1,279,956	12,739	1.57
Ultratech Cement Ltd	104,155	7,651	0.95
Indonesia - 2.66% (2.14%)			
Bank Rakyat Indonesia	77,933,266	21,556	2.66
Mexico - 4.09% (2.96%)			
Cemex ADR	1,776,617	8,481	1.05
Grupo Financiero Banorte	2,190,350	15,008	1.85
Walmex	3,011,889	9,611	1.19
Panama - 0.95% (0.94%)			
Copa Holdings S A	107,319	7,708	0.95
Peru - 0.86% (0.66%)			
Credicorp	64,445	6,942	0.86
Poland - 1.21% (0.97%)			
Allegro.eu	839,135	5,261	0.65

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
KGHM Polska Miedz	199,155	4,558	0.56
Russia - 0.00% (0.00%)			
MAGNIT ²	110,229	-	0.00
Magnit OJSC Spon GDR ²	3	-	0.00
Mmc Norilsk Nickel ²	173,002	-	0.00
Moscow Exchange ²	4,837,610	-	0.00
Ozon Holdings ²	333,970	-	0.00
Sberbank Of Russia ²	9,801,752	-	0.00
Singapore - 1.41% (0.55%)			
SEA Ltd ADR	188,970	11,452	1.41
South Africa - 0.63% (0.71%)			
Firststrand Ltd	1,819,799	5,095	0.63
South Korea - 18.58% (15.24%)			
Coupang	717,723	9,570	1.18
Doosan Bobcat	219,941	6,681	0.82
Hyundai Motor Co	147,591	17,310	2.14
LG Chem. Ltd.	35,301	15,508	1.92
NAVER Corp	28,530	3,260	0.40
Samsung Electronics	1,353,269	52,611	6.50
Samsung Electronics Pref	445,094	14,711	1.82
Samsung SDI Co Ltd	33,236	13,652	1.69
SK Hynix Inc	322,035	17,114	2.11
Taiwan - 11.33% (11.84%)			
Mediatek	704,000	12,116	1.50
TSMC	6,140,796	79,620	9.83
Thailand - 1.79% (0.00%)			
PTT Exploration and Production	3,615,100	12,466	1.54
SCB X	845,300	2,028	0.25

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Turkey - 0.36% (0.05%)			
Valeura Energy	1,981,400	2,941	0.36
Portfolio of investments		864,887	106.81
Net other liabilities - -6.81% (0.29%)		(55,158)	(6.81)
Net assets		809,729	100.00

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

²This stock was suspended from trading at the year end due to sanctions imposed by the UK government amid the ongoing conflict in Ukraine. It has been valued at the Investment Adviser's valuation and therefore is categorised as level 3 in note 13.

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

Figures in brackets refer to 30 April 2022.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	764.03	983.89	655.44
Return before operating charges*	(31.87)	(206.10)	341.90
Operating charges	(11.44)	(13.76)	(13.45)
Return after operating charges*	(43.31)	(219.86)	328.45
Distributions	(26.19)	(11.54)	(5.14)
Retained distributions on accumulation shares	26.19	11.54	5.14
Closing net asset value per share	720.72	764.03	983.89
*After direct transaction costs of:	0.44	0.45	0.53
Performance:			
Return after charges	(5.67)%	(22.35)%	50.11%
Other Information:			
Closing net asset value (£'000)	8,001	14,548	21,099
Closing number of shares	1,110,185	1,904,147	2,144,430
Operating charges	1.56%	1.53%	1.52%
Direct transaction costs ¹	0.06%	0.05%	0.06%
Prices:			
Highest share price (pence)	802.4	1,008	1,115
Lowest share price (pence)	646.0	698.0	636.6

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	886.43	1,133.00	749.15
Return before operating charges*	(37.13)	(238.47)	391.76
Operating charges	(6.83)	(8.10)	(7.91)
Return after operating charges*	(43.96)	(246.57)	383.85
Distributions	(36.88)	(21.10)	(13.42)
Retained distributions on accumulation shares	36.88	21.10	13.42
Closing net asset value per share	842.47	886.43	1,133.00
*After direct transaction costs of:	0.51	0.52	0.61
Performance:			
Return after charges	(4.96)%	(21.76)%	51.24%
Other Information:			
Closing net asset value (£'000)	509,615	842,955	1,140,879
Closing number of shares	60,490,208	95,095,230	100,695,529
Operating charges	0.80%	0.78%	0.78%
Direct transaction costs ¹	0.06%	0.05%	0.06%
Prices:			
Highest share price (pence)	936.2	1,162	1,282
Lowest share price (pence)	752.3	809.1	727.7

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	701.96	919.07	614.61
Return before operating charges*	(29.28)	(193.44)	321.99
Operating charges	(5.41)	(6.55)	(6.51)
Return after operating charges*	(34.69)	(199.99)	315.48
Distributions on income shares	(29.21)	(17.12)	(11.02)
Closing net asset value per share	638.06	701.96	919.07
 *After direct transaction costs of:	 0.41	 0.42	 0.50
Performance:			
Return after charges	(4.94)%	(21.76)%	51.33%
Other Information:			
Closing net asset value (£'000)	148,523	209,338	268,196
Closing number of shares	23,277,303	29,821,764	29,181,203
Operating charges	0.80%	0.78%	0.78%
Direct transaction costs ¹	0.06%	0.05%	0.06%
Prices:			
Highest share price (pence)	741.5	942.9	1,052
Lowest share price (pence)	595.8	656.3	597.4

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,031.91	1,309.49	859.66
Return before operating charges*	(43.30)	(276.86)	450.53
Operating charges	(0.80)	(0.72)	(0.70)
Return after operating charges*	(44.10)	(277.58)	449.83
Distributions	(50.24)	(33.12)	(23.79)
Retained distributions on accumulation shares	50.24	33.12	23.79
Closing net asset value per share	987.81	1,031.91	1,309.49
*After direct transaction costs of:	0.60	0.60	0.70
Performance:			
Return after charges	(4.27)%	(21.20)%	52.33%
Other Information:			
Closing net asset value (£'000)	143,584	151,606	206,006
Closing number of shares	14,535,631	14,691,720	15,731,764
Operating charges	0.08%	0.06%	0.06%
Direct transaction costs ¹	0.06%	0.05%	0.06%
Prices:			
Highest share price (pence)	1,096	1,345	1,479
Lowest share price (pence)	878.9	941.0	835.1

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	710.49	931.47	622.30
Return before operating charges*	(29.65)	(196.82)	326.91
Operating charges	(0.55)	(0.59)	(0.51)
Return after operating charges*	(30.20)	(197.41)	326.40
Distributions on income shares	(34.59)	(23.57)	(17.23)
Closing net asset value per share	645.70	710.49	931.47
 *After direct transaction costs of:	 0.41	 0.42	 0.51
Performance:			
Return after charges	(4.25)%	(21.19)%	52.45%
Other Information:			
Closing net asset value (£'000)	6	7	9
Closing number of shares	1,000	1,000	1,000
Operating charges	0.08%	0.07%	0.06%
Direct transaction costs ¹	0.06%	0.05%	0.06%
Prices:			
Highest share price (pence)	754.6	956.8	1,072
Lowest share price (pence)	605.3	669.4	605.1

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

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

Financial Statements

Statement of Total Return for the year ended 30 April 2023

		2023		2022	
	Notes	£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		(99,984)		(378,798)
Revenue	3	57,848		45,166	
Expenses	4	(7,675)		(10,286)	
Net revenue before taxation		50,173		34,880	
Taxation	5	(2,332)		(3,809)	
Net revenue after taxation			47,841		31,071
Total return before distributions			(52,143)		(347,727)
Distributions	6		(47,848)		(31,070)
Change in net assets attributable to shareholders from investment activities			(99,991)		(378,797)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2023

	2023		2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		1,218,454		1,636,189
Amounts receivable on issue of shares	57,229		152,950	
Amounts payable on cancellation of shares	(396,897)		(217,682)	
		(339,668)		(64,732)
Dilution adjustment		1,032		643
Change in net assets attributable to shareholders from investment activities		(99,991)		(378,797)
Retained distributions on accumulation shares		29,902		25,151
Closing net assets attributable to shareholders		809,729		1,218,454

Financial Statements cont.

Balance Sheet as at 30 April 2023

	Notes	2023 £'000	2022 £'000
Assets:			
Fixed assets:			
Investments	13	864,887	1,214,885
Current assets:			
Debtors	8	30,184	7,084
Cash and bank balances	9	35,715	31,408
Total assets		930,786	1,253,377
Liabilities:			
Creditors:			
Bank overdrafts	9	(28,622)	(23,156)
Distributions payable		(6,799)	(5,105)
Other creditors	10	(85,636)	(6,662)
Total liabilities		(121,057)	(34,923)
Net assets attributable to shareholders		809,729	1,218,454

Notes to the Financial Statements

1 Net capital gains/(losses)

	2023	2022
	£'000	£'000
Non-derivative securities	(100,020)	(378,813)
Currency gains/(losses)	53	30
Transaction costs	(17)	(15)
Net capital gains/(losses)	(99,984)	(378,798)

2 Purchases, sales and transaction costs

	2023	2022
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	130,398	254,952
Commissions	99	172
Taxes	74	122
Total transaction costs on equity purchases ¹	173	294
Purchases including transaction costs	130,571	255,246

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

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.08	0.07
Taxes on equity purchases	0.06	0.05

	2023	2022
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	379,981	293,513
Commissions	(128)	(158)
Taxes	(403)	(358)
Total transaction costs on equity sales ¹	(531)	(516)
Sales net of transaction costs	379,450	292,997

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

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.03)	(0.05)
Taxes on equity sales	(0.11)	(0.12)

	2023		2022	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	227	0.02	330	0.02
Taxes	477	0.04	480	0.03
Total direct transaction costs	704	0.06	810	0.05

	2023	2022
	%	%
Average portfolio dealing spread	0.15	0.15

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

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

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

3 Revenue

	2023	2022
	£'000	£'000
Overseas dividends	57,684	45,166
Bank interest	94	-
Other income	70	-
Total revenue	57,848	45,166

Notes to the Financial Statements cont.

4 Expenses

	2023	2022
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	6,805	9,449
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	76	100
Bank charges	735	638
Bank overdraft interest	12	-
	823	738
Other expenses:		
Audit fee	6	7
Non-audit fees paid to auditors	17	19
Professional fees	24	73
	47	99
Total expenses	7,675	10,286

5 Taxation

	2023	2022
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	2,332	3,809
Total taxation	2,332	3,809

The Fund is subject to corporation tax at 20% (2022: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2023, the Fund had excess management expenses of £31,690,000 (2022: £31,865,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2023	2022
	£'000	£'000
Net revenue before taxation	50,173	34,880
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2022: 20%)	10,035	6,976
Effects of:		
Non-taxable overseas dividends	(9,733)	(7,075)
Other income not subject to tax	(14)	-
Overseas tax on dividends	2,332	3,809
Excess management expenses	-	394
Utilisation of excess management expenses	(35)	-
Expense relief claimed on overseas tax	(253)	(295)
Total taxation	2,332	3,809

6 Distributions

	2023	2022
	£'000	£'000
Final to 30 April	36,702	30,256
Amounts deducted on cancellation of shares	13,134	2,156
Amounts added on issue of shares	(1,988)	(1,342)
Total distributions	47,848	31,070

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

7 Reconciliation of net revenue to net distributions for the year

	2023	2022
	£'000	£'000
Net revenue after taxation for the year	47,841	31,071
Add distributable revenue brought forward	13	12
Less distributable revenue carried forward	(6)	(13)
Net distributions for the year	47,848	31,070

Notes to the Financial Statements cont.

8 Debtors

	2023	2022
	£'000	£'000
Receivable for issue of shares	114	624
Sales awaiting settlement	25,119	-
Accrued income	4,802	6,289
Overseas tax recoverable	113	160
VAT recoverable	5	11
Other debtors	31	-
Total debtors	30,184	7,084

9 Cash and bank balances

	2023	2022
	£'000	£'000
Sterling bank accounts	32,317	24,551
Foreign currency bank accounts	3,398	6,857
	35,715	31,408
Sterling bank accounts overdrawn	(28,622)	(23,156)
Total cash and bank balances	7,093	8,252

10 Other creditors

	2023	2022
	£'000	£'000
Payable for cancellation of shares	81,033	1,129
Purchases awaiting settlement	1,749	-
Due to the ACD or associates	434	633
Due to the Depositary or associates	123	86
Capital gains tax provision	2,287	4,789
Other accrued expenses	10	25
Total other creditors	85,636	6,662

11 Related party transactions

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

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

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Shares held by the ACD and associates of the ACD

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

	2023	2022
	%	%
ACD and associates of the ACD	1.85	1.52

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.22	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.23
A Accumulation Shares	1,904,147	73,470	(308,588)	(558,844)	1,110,185
B Accumulation Shares	95,095,230	4,565,231	(39,572,649)	402,396	60,490,208
B Income Shares	29,821,764	2,064,053	(8,704,259)	95,745	23,277,303
C Accumulation Shares	14,691,720	511,625	(667,714)	-	14,535,631
C Income Shares	1,000	1,000	(1,000)	-	1,000

13 Basis of valuation

	2023	2022
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	864,887	1,210,307
Level 2: Observable market data	-	-
Level 3: Unobservable data ¹	-	4,578
Total	864,887	1,214,885

¹For further information on the assets included in Level 3, as at 30 April 2023, please refer to the Portfolio Statement. Brilliance China Automotive resumed trading during the year and subsequently moved from level 3 to level 1.

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

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

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2023			2022		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Brazilian real	-	15,858	15,858	-	35,414	35,414
Canadian dollar	-	31,551	31,551	-	61,996	61,996
Chinese yuan	-	27,266	27,266	-	43,379	43,379
Hong Kong dollar	-	218,723	218,723	-	296,731	296,731
Indian rupee	32	123,512	123,543	-	174,997	174,997
Indonesian rupiah	-	21,556	21,556	-	26,106	26,106
Mexican peso	-	24,619	24,619	-	27,440	27,440
Polish zloty	-	9,819	9,819	-	11,935	11,935
South African rand	-	5,095	5,095	-	8,690	8,690
South Korean won	-	140,846	140,846	-	175,458	175,458
Taiwanese dollar	604	100,158	100,762	631	144,216	144,847
Thai baht	-	14,494	14,494	-	-	-
UK sterling	3,695	-	3,695	1,395	-	1,395
US dollar	2,763	131,391	134,153	6,226	208,525	214,751

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

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

Distribution Table

Final distribution for the year ended 30 April 2023

Group 1 : shares purchased prior to 1 May 2022

Group 2 : shares purchased 1 May 2022 to 30 April 2023

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.23)	Distribution (paid/accumulated 30.06.22)
	30.04.23 pence per share	30.04.23 pence per share	30.04.23 pence per share	30.04.22 pence per share
A Accumulation				
Group 1	26.19000	-	26.19000	11.54000
Group 2	9.33641	16.85359	26.19000	11.54000
B Accumulation				
Group 1	36.88000	-	36.88000	21.10000
Group 2	13.55346	23.32654	36.88000	21.10000
B Income				
Group 1	29.21000	-	29.21000	17.12000
Group 2	12.05832	17.15168	29.21000	17.12000
C Accumulation				
Group 1	50.24000	-	50.24000	33.12000
Group 2	18.29394	31.94606	50.24000	33.12000
C Income				
Group 1	34.59000	-	34.59000	23.57000
Group 2	34.59000	-	34.59000	23.57000

BAILLIE GIFFORD

Baillie Gifford Emerging Markets Leading Companies Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2023*



Baillie Gifford Emerging Markets Leading Companies Fund

Investment Objective

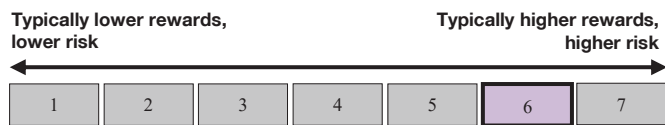
The Fund aims to outperform (after deduction of costs) the MSCI Emerging Markets Index, as stated in sterling, by at least 2% per annum over rolling five year periods.

Investment Policy

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

Risk and Reward Profile

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



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

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

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

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

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

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

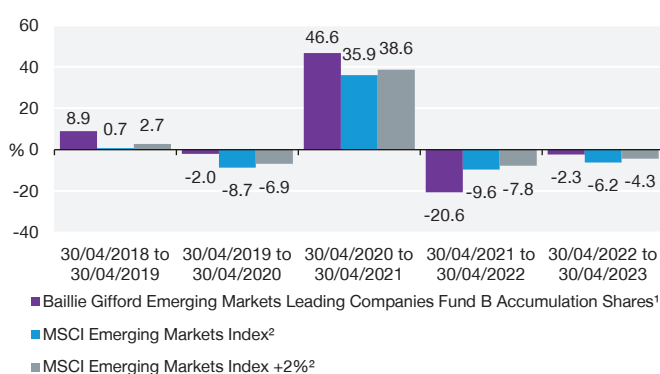
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

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

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

Investment Report

Past Performance



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

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Emerging Markets Index (the 'Index') by at least 2% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2023 the return on B Accumulation Shares was -2.3%³ compared to the Index of -6.2%² and the target return of -4.3%². We believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 3.9%³ compared to the Index of 1.2%² and the target return of 3.2%².

Market Environment

Investors could be forgiven for losing patience with an asset class that has produced plenty of volatility, but little in the way of excess returns over the last decade. Globally, markets continue to contend with Russia's

invasion of Ukraine and its ramifications, and the pace and magnitude of the Federal Reserve's interest rate rises (and the risk of a US recession).

The relatively modest financial stimulus and the monetary response observed across emerging markets in response to the pandemic stands in stark contrast to the many trillions of US dollars desperately deployed by western economies. For much of the developed world, we worry that such profligacy will be a financial burden for years to come, leading to slower growth and unforeseen issues. In contrast, therefore, we view emerging markets as an attractive alternative for capital flows. In recent weeks we've seen the impact of interest rate rises devastating some western banks. As confidence in their health has waned, there's been a run on their deposits and rapid Government intervention as a result.

Compare this with the emerging markets and the picture looks rather different. The problems we've seen in developed market financials have stemmed from a rapid move away from ZIRP (zero interest rate policy) to higher interest rates and the resultant impact of increasingly mismatched positions within some of the

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 281. ³Source: Baillie Gifford & Co Limited, 10am dealing prices, income accumulated. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

banks. In emerging markets, most banks have been operating against a different backdrop for some time, where rates have been both structurally higher and more volatile.

Performance

Much of what happened over the last year or so has been detrimental to growth stocks and it has been a weak year for performance in absolute terms, but the Fund has outperformed in relative terms. Our investment horizon remains five years and we do take comfort from the fact that the operational performance across the majority of the Fund's holdings has been strong.

MercadoLibre produced good results in 2022 with a strong fourth quarter helping the company to reach new highs across the business, surpassing \$100 billion in total payments volume, \$10 billion of revenue, one billion items shipped through its Mercado Envios logistics business and \$1 billion of Earnings Before Interest and Tax in 2022, all for the first time in its history.

Petrobras was another contributor to performance over the period. It remains the case that the company enjoys some of the lowest lifting costs outside the Middle East and continues to remain highly profitable at current oil price levels.

On the other hand, JD.com (JD), one of the major ecommerce players in China, detracted from performance over the last year. Slower revenue growth and the ongoing RMB10 billion subsidy program has weighed on the share price. In a weaker macro environment, JD turned their focus to lowering costs and increasing efficiencies. Nevertheless, management expect an acceleration in top line growth in 2023 and an improvement in margins. Our thesis on the competitive advantage of this company remains largely unchanged. We believe it has a structural advantage in ecommerce logistics, as well as a reputation for quality that others cannot boast.

Another detractor over the period is Reliance Industries (Reliance). The short-term fluctuations in oil price, with concerns about a recession in developed markets, obviously impacted stocks in the Energy sector,

notably Reliance Industries. Reliance has one of the largest and most complex refineries in the world (as well as some upstream gas fields), but it is in truth a conglomerate; its telecom arm, Reliance Jio has over 400 million mobile subscribers, while Reliance's retail arm is the largest formal player in the market. In addition, Reliance has committed to spending \$10 billion over the next few years to build its green energy division, encompassing wind, solar and hydrogen.

Notable Transactions

Two new buys over the period include Silergy and SK Hynix.

Silergy has a speciality in analog chips and is a founder led company with a strong niche competitive advantage. We admire the commitment to R&D and expertise in process technology.

SK Hynix is one of the world's largest manufacturers of memory semiconductor chips. We remain very enthused about the long-term prospects for the semiconductor industry: demand remains underpinned by the ever-expanding desire to collect and store more data, while escalating capital intensity has underpinned the emergence of a favourable supply side structure, characterised by very high barriers to entry.

Two notable complete sales over the period include Bilibili and Geely Automobile (Geely).

We sold Bilibili because of rising concerns about the regulatory backdrop surrounding platforms specifically focused on Generation Z consumers, as well as a view that its monetisation potential was lower and would take longer than we'd previously thought.

We sold the holding in Geely because we have become increasingly concerned by the company's apparent failure to make much progress on electric vehicles in the last three to five years and are also concerned that the parent company's substantial involvement in global auto M&A in recent years suggests that Geely has fallen down their list of priorities.

Baillie Gifford & Co, 11 May 2023

Principal Holdings as at 30 April 2023

Investment	Percentage of total Fund
TSMC	9.09
Samsung Electronics	8.40
MercadoLibre	6.36
Ping An Insurance	6.08
Reliance Industries Ltd	5.16
HDFC	4.93
Tencent	4.40
Petrobras Common ADR	4.25
Alibaba Group Holding	4.00
First Quantum Minerals	3.11

Material Portfolio Changes for the year ended 30 April 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
SK Hynix Inc	15,121	Samsung Electronics	30,289
HDFC Limited	13,982	Naspers	29,085
Silergy	13,482	Tencent	26,581
Tencent	11,224	TSMC	23,054
Baidu.com Group Holding	9,317	Petrobras Common ADR	20,127
TSMC	8,041	ICICI Bank ADR	18,326
Samsung Electronics	7,305	Reliance Industries Ltd	12,913
JD.com	6,957	Samsung SDI Co Ltd	12,159
Reliance Industries Ltd	6,728	MercadoLibre	11,994
Cemex ADR	5,472	JD.com	11,896

Portfolio Statement as at 30 April 2023

Stock description	Holding	Market value £'000	% of total net assets
Brazil - 13.98% (14.27%)			
B3 S.A.	4,607,900	8,552	1.19
Banco Bradesco Pref	3,224,482	7,102	0.99
Itau Unibanco SA-ADR	1,946,875	7,962	1.11
MercadoLibre	44,958	45,696	6.36
Petrobras Common ADR	3,620,281	30,560	4.25
XP	53,729	610	0.08
Canada - 3.11% (2.92%)			
First Quantum Minerals	1,161,622	22,364	3.11
China - 29.36% (31.43%)			
Alibaba Group Holding	3,456,272	28,742	4.00
Baidu.com Group Holding	828,848	9,719	1.35
Brilliance China Automotive	17,638,000	5,864	0.82
Byd Company 'H'	164,500	3,931	0.55
CATL 'A'	306,772	8,132	1.13
China Merchants Bank 'H'	3,175,000	12,116	1.69
Haier Smart Home 'H'	3,385,400	8,715	1.21
JD.com	804,681	11,084	1.54
Kuaishou Technology	527,700	2,744	0.38
Li Ning	1,735,500	9,815	1.36
LONGi Green Energy Technology 'A'	1,374,980	5,506	0.77
Meituan	1,407,430	18,972	2.64
Ping An Bank 'A'	4,974,000	7,168	1.00
Ping An Insurance	6,353,000	36,477	5.08
Silergy	836,000	10,385	1.44
Tencent	906,300	31,617	4.40
India - 13.70% (13.32%)			
HDFC Limited	1,193,268	32,199	4.48
HDFC Life Insurance Co Ltd	630,367	3,247	0.45
ICICI Bank ADR	601,780	10,887	1.52
ICICI Prudential Life Insurance	815,322	3,444	0.48
Infosys Ltd ADR	935,087	11,561	1.61

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Reliance Industries Ltd	1,575,978	37,086	5.16
Indonesia - 2.92% (2.13%)			
Bank Rakyat Indonesia	75,923,253	21,000	2.92
Mexico - 4.57% (2.72%)			
Cemex ADR	4,253,995	20,307	2.82
Grupo Financiero Banorte	1,834,100	12,567	1.75
Panama - 1.75% (1.39%)			
Copa Holdings S A	174,723	12,550	1.75
Peru - 1.14% (1.07%)			
Credicorp	75,753	8,160	1.14
Poland - 2.35% (2.08%)			
Allegro.eu	915,198	5,738	0.80
KGHM Polska Miedz	485,629	11,113	1.55
Russia - 0.00% (0.00%)			
MAGNIT ¹	204,269	-	0.00
Mmc Norilsk Nickel ¹	162,680	-	0.00
Sberbank Of Russia ¹	10,866,236	-	0.00
Singapore - 1.41% (0.69%)			
SEA Ltd ADR	167,102	10,127	1.41
South Africa - 1.45% (2.77%)			
Naspers	73,247	10,387	1.45
South Korea - 13.67% (14.78%)			
Coupang	346,743	4,624	0.64
Samsung Electronics	1,553,181	60,383	8.40
Samsung SDI Co Ltd	53,891	22,136	3.08

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
SK Hynix Inc	208,770	11,095	1.55
Taiwan - 9.09% (9.83%)			
TSMC	5,039,744	65,344	9.09
Portfolio of investments		707,788	98.50
Net other assets - 1.50% (0.60%)		10,743	1.50
Net assets		718,531	100.00

¹This stock was suspended from trading at the year end due to sanctions imposed by the UK government amid the ongoing conflict in Ukraine. It has been valued at the Investment Adviser's valuation and therefore is categorised as level 3 in note 13.

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

Figures in brackets refer to 30 April 2022.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	472.05	601.40	403.28
Return before operating charges*	(4.76)	(121.09)	206.49
Operating charges	(7.22)	(8.26)	(8.37)
Return after operating charges*	(11.98)	(129.35)	198.12
Distributions	(12.98)	(5.60)	(2.24)
Retained distributions on accumulation shares	12.98	5.60	2.24
Closing net asset value per share	460.07	472.05	601.40
*After direct transaction costs of:	0.37	0.27	0.39
Performance:			
Return after charges	(2.54)%	(21.51)%	49.13%
Other Information:			
Closing net asset value (£'000)	860	2,887	1,049
Closing number of shares	187,002	611,689	174,441
Operating charges	1.56%	1.51%	1.52%
Direct transaction costs ¹	0.08%	0.05%	0.07%
Prices:			
Highest share price (pence)	511.7	619.4	684.6
Lowest share price (pence)	414.9	427.0	393.4

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	528.38	668.14	444.71
Return before operating charges*	(5.32)	(134.97)	228.22
Operating charges	(4.23)	(4.79)	(4.79)
Return after operating charges*	(9.55)	(139.76)	223.43
Distributions	(18.47)	(10.92)	(6.99)
Retained distributions on accumulation shares	18.47	10.92	6.99
Closing net asset value per share	518.83	528.38	668.14
*After direct transaction costs of:	0.42	0.31	0.44
Performance:			
Return after charges	(1.81)%	(20.92)%	50.24%
Other Information:			
Closing net asset value (£'000)	267,286	360,105	421,787
Closing number of shares	51,516,511	68,152,508	63,128,162
Operating charges	0.81%	0.77%	0.77%
Direct transaction costs ¹	0.08%	0.05%	0.07%
Prices:			
Highest share price (pence)	576.0	689.0	759.5
Lowest share price (pence)	466.1	477.5	433.8

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	445.62	575.38	386.80
Return before operating charges*	(4.39)	(116.21)	198.82
Operating charges	(3.57)	(4.14)	(4.16)
Return after operating charges*	(7.96)	(120.35)	194.66
Distributions on income shares	(15.58)	(9.41)	(6.08)
Closing net asset value per share	422.08	445.62	575.38
 *After direct transaction costs of:	 0.35	 0.27	 0.38
Performance:			
Return after charges	(1.79)%	(20.92)%	50.33%
Other Information:			
Closing net asset value (£'000)	19,805	23,689	38,367
Closing number of shares	4,692,386	5,315,852	6,668,040
Operating charges	0.81%	0.77%	0.77%
Direct transaction costs ¹	0.08%	0.05%	0.07%
Prices:			
Highest share price (pence)	485.9	593.3	661.0
Lowest share price (pence)	393.2	411.2	377.5

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	592.29	743.59	491.38
Return before operating charges*	(5.98)	(150.95)	252.54
Operating charges	(0.53)	(0.35)	(0.33)
Return after operating charges*	(6.51)	(151.30)	252.21
Distributions	(25.00)	(17.18)	(12.56)
Retained distributions on accumulation shares	25.00	17.18	12.56
Closing net asset value per share	585.78	592.29	743.59
*After direct transaction costs of:	0.47	0.35	0.47
Performance:			
Return after charges	(1.10)%	(20.35)%	51.33%
Other Information:			
Closing net asset value (£'000)	430,570	517,483	534,510
Closing number of shares	73,503,213	87,369,441	71,882,204
Operating charges	0.09%	0.05%	0.05%
Direct transaction costs ¹	0.08%	0.05%	0.07%
Prices:			
Highest share price (pence)	649.2	767.7	844.0
Lowest share price (pence)	524.4	534.8	479.4

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	448.77	580.23	389.72
Return before operating charges*	(4.41)	(117.78)	200.75
Operating charges	(0.40)	(0.27)	(0.27)
Return after operating charges*	(4.81)	(118.05)	200.48
Distributions on income shares	(18.94)	(13.41)	(9.97)
Closing net asset value per share	425.02	448.77	580.23
 *After direct transaction costs of:	 0.36	 0.27	 0.37
Performance:			
Return after charges	(1.07)%	(20.35)%	51.44%
Other Information:			
Closing net asset value (£'000)	4	4	6
Closing number of shares	1,000	1,000	1,000
Operating charges	0.09%	0.05%	0.05%
Direct transaction costs ¹	0.08%	0.05%	0.07%
Prices:			
Highest share price (pence)	492.0	599.1	669.9
Lowest share price (pence)	397.4	417.3	380.5

Comparative Tables cont.

Comparative Table: G Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	572.16	722.63	480.39
Return before operating charges*	(5.54)	(146.09)	246.48
Operating charges	(3.71)	(4.38)	(4.24)
Return after operating charges*	(9.25)	(150.47)	242.24
Distributions	(21.03)	(12.62)	(8.34)
Retained distributions on accumulation shares	21.03	12.62	8.34
Closing net asset value per share	562.91	572.16	722.63
*After direct transaction costs of:	0.45	0.34	0.46
Performance:			
Return after charges	(1.62)%	(20.82)%	50.43%
Other Information:			
Closing net asset value (£'000)	6	53,797	67,946
Closing number of shares	1,000	9,402,565	9,402,565
Operating charges	0.66% ²	0.65%	0.65%
Direct transaction costs ¹	0.08%	0.05%	0.07%
Prices:			
Highest share price (pence)	624.8	745.3	821.2
Lowest share price (pence)	505.4	517.0	468.6

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

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

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

²As at 30 April 2023, the ACD considered 0.69% to be a more indicative rate for the ongoing charges figure for Class G Accumulation Shares.

Financial Statements

Statement of Total Return for the year ended 30 April 2023

		2023		2022	
	Notes	£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		(48,523)		(268,417)
Revenue	3	39,564		30,349	
Expenses	4	(3,361)		(4,195)	
Net revenue before taxation		36,203		26,154	
Taxation	5	(1,497)		(2,933)	
Net revenue after taxation			34,706		23,221
Total return before distributions			(13,817)		(245,196)
Distributions	6		(34,712)		(23,219)
Change in net assets attributable to shareholders from investment activities			(48,529)		(268,415)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2023

	2023		2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		957,965		1,063,665
Amounts receivable on issue of shares	81,076		271,164	
Amounts payable on cancellation of shares	(300,656)		(132,677)	
		(219,580)		138,487
Dilution adjustment		760		555
Change in net assets attributable to shareholders from investment activities		(48,529)		(268,415)
Retained distributions on accumulation shares		27,915		23,673
Closing net assets attributable to shareholders		718,531		957,965

Financial Statements cont.

Balance Sheet as at 30 April 2023

	Notes	2023 £'000	2022 £'000
Assets:			
Fixed assets:			
Investments	13	707,788	952,256
Current assets:			
Debtors	8	8,550	8,221
Cash and bank balances	9	26,784	20,436
Total assets		743,122	980,913
Liabilities:			
Creditors:			
Bank overdrafts	9	(21,081)	(17,603)
Distributions payable		(731)	(500)
Other creditors	10	(2,779)	(4,845)
Total liabilities		(24,591)	(22,948)
Net assets attributable to shareholders		718,531	957,965

Notes to the Financial Statements

1 Net capital gains/(losses)

	2023	2022
	£'000	£'000
Non-derivative securities	(48,112)	(268,242)
Currency gains/(losses)	(399)	(165)
Transaction costs	(12)	(10)
Net capital gains/(losses)	(48,523)	(268,417)

2 Purchases, sales and transaction costs

	2023	2022
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	151,818	349,249
Commissions	79	139
Taxes	90	151
Total transaction costs on equity purchases ¹	169	290
Purchases including transaction costs	151,987	349,539

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

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.05	0.04
Taxes on equity purchases	0.06	0.04

	2023	2022
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	348,631	176,122
Commissions	(115)	(91)
Taxes	(401)	(224)
Total transaction costs on equity sales ¹	(516)	(315)
Sales net of transaction costs	348,115	175,807

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

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.03)	(0.05)
Taxes on equity sales	(0.12)	(0.13)

	2023		2022	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	194	0.02	230	0.02
Taxes	491	0.06	375	0.03
Total direct transaction costs	685	0.08	605	0.05

	2023	2022
	%	%
Average portfolio dealing spread	0.15	0.15

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

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

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

3 Revenue

	2023	2022
	£'000	£'000
Overseas dividends	39,456	30,349
Bank interest	108	-
Total revenue	39,564	30,349

Notes to the Financial Statements cont.

4 Expenses

	2023	2022
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	2,675	3,717
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	59	75
Bank charges	604	377
	663	452
Other expenses:		
Audit fee	5	7
Non-audit fees paid to auditors	7	10
Professional fees	11	9
	23	26
Total expenses	3,361	4,195

5 Taxation

	2023	2022
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	1,497	2,933
Total taxation	1,497	2,933

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2023	2022
	£'000	£'000
Net revenue before taxation	36,203	26,154
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2022: 20%)	7,241	5,231
Effects of:		
Non-taxable overseas dividends	(6,666)	(4,576)
Other income not subject to tax	-	-
Overseas tax on dividends	1,497	2,933
Utilisation of excess management expenses	(390)	(429)
Expense relief claimed on overseas tax	(185)	(226)
Total taxation	1,497	2,933

6 Distributions

	2023	2022
	£'000	£'000
Final to 30 April	28,645	24,174
Amounts deducted on cancellation of shares	7,783	1,562
Amounts added on issue of shares	(1,716)	(2,517)
Total distributions	34,712	23,219

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

7 Reconciliation of net revenue to net distributions for the year

	2023	2022
	£'000	£'000
Net revenue after taxation for the year	34,706	23,221
Add distributable revenue brought forward	10	8
Less distributable revenue carried forward	(4)	(10)
Net distributions for the year	34,712	23,219

Notes to the Financial Statements cont.

8 Debtors

	2023	2022
	£'000	£'000
Receivable for issue of shares	4,949	3,516
Accrued income	3,526	4,688
Overseas tax recoverable	43	14
VAT recoverable	4	3
Other debtors	28	-
Total debtors	8,550	8,221

9 Cash and bank balances

	2023	2022
	£'000	£'000
Sterling bank accounts	25,320	19,816
Foreign currency bank accounts	1,464	620
	26,784	20,436
Sterling bank accounts overdrawn	(21,081)	(17,603)
Total cash and bank balances	5,703	2,833

10 Other creditors

	2023	2022
	£'000	£'000
Payable for cancellation of shares	969	1,796
Due to the ACD or associates	164	253
Due to the Depositary or associates	98	59
Capital gains tax provision	1,536	2,710
Other accrued expenses	12	27
Total other creditors	2,779	4,845

11 Related party transactions

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

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

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Shares held by the ACD and associates of the ACD

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

	2023	2022
	%	%
ACD and associates of the ACD	4.89	10.20

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.22	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.23
A Accumulation Shares	611,689	86,264	(500,627)	(10,324)	187,002
B Accumulation Shares	68,152,508	11,261,214	(27,899,097)	1,886	51,516,511
B Income Shares	5,315,852	509,454	(1,141,563)	8,643	4,692,386
C Accumulation Shares	87,369,441	4,071,956	(17,938,184)	-	73,503,213
C Income Shares	1,000	1,000	(1,000)	-	1,000
G Accumulation Shares	9,402,565	1,934	(9,403,499)	-	1,000

13 Basis of valuation

	2023	2022
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	707,788	947,686
Level 2: Observable market data	-	-
Level 3: Unobservable data ¹	-	4,570
Total	707,788	952,256

¹For further information on the assets included in Level 3, as at 30 April 2023, please refer to the Portfolio Statement. Brilliance China Automotive resumed trading during the year and subsequently moved from level 3 to level 1.

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

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

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2023			2022		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Brazilian real	-	15,654	15,654	-	28,495	28,495
Canadian dollar	-	22,364	22,364	-	27,982	27,982
Chinese yuan	-	20,807	20,807	-	32,029	32,029
Hong Kong dollar	-	179,795	179,795	-	267,460	267,460
Indian rupee	-	75,976	75,976	-	85,034	85,034
Indonesian rupiah	-	21,000	21,000	-	20,448	20,448
Mexican peso	-	12,567	12,567	-	12,346	12,346
Polish zloty	-	16,851	16,851	-	19,924	19,924
South African rand	-	10,387	10,387	-	26,520	26,520
South Korean won	-	93,614	93,614	-	140,104	140,104
Taiwanese dollar	319	75,729	76,048	333	94,180	94,513
UK sterling	4,240	-	4,240	2,213	-	2,213
US dollar	1,145	163,044	164,189	287	197,735	198,022

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

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

Distribution Table

Final distribution for the year ended 30 April 2023

Group 1 : shares purchased prior to 1 May 2022

Group 2 : shares purchased 1 May 2022 to 30 April 2023

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.23)	Distribution (paid/accumulated 30.06.22)
	30.04.23 pence per share	30.04.23 pence per share	30.04.23 pence per share	30.04.22 pence per share
A Accumulation				
Group 1	12.98000	-	12.98000	5.60000
Group 2	8.56204	4.41796	12.98000	5.60000
B Accumulation				
Group 1	18.47000	-	18.47000	10.92000
Group 2	8.15713	10.31287	18.47000	10.92000
B Income				
Group 1	15.58000	-	15.58000	9.41000
Group 2	7.80495	7.77505	15.58000	9.41000
C Accumulation				
Group 1	25.00000	-	25.00000	17.18000
Group 2	12.69102	12.30898	25.00000	17.18000
C Income				
Group 1	18.94000	-	18.94000	13.41000
Group 2	18.94000	-	18.94000	13.41000
G Accumulation				
Group 1	21.03000	-	21.03000	12.62000
Group 2	21.03000	-	21.03000	12.62000

BAILLIE GIFFORD

Baillie Gifford European Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2023*



Baillie Gifford European Fund

Investment Objective

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

Investment Policy

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

Risk and Reward Profile

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



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

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

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

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

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

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

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

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

Adoption of Net Zero Asset Managers initiative

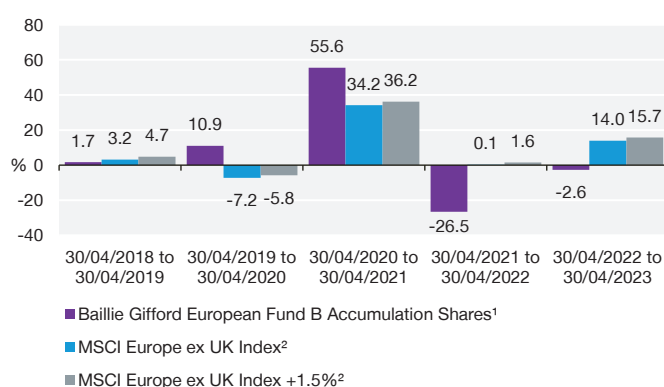
Baillie Gifford & Co, the Fund's Investment Manager, has joined the Net Zero Asset Managers initiative (NZAMi), as part of the Investment Manager's commitment to support the goal of net zero greenhouse gas emissions by 2050, in line with global efforts to limit warming to 1.5°C.

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

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

Investment Report

Past Performance



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

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Europe ex UK Index (the 'Index') by at least 1.5% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2023 the return on B Accumulation Shares was -2.6%³ compared to the Index of 14.0%² and the target return of 15.7%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 4.7%³ compared to the Index of 8.0%² and the target return of 9.6%². It is disappointing that over this period the Fund has underperformed its target return. Returns have been impacted by recent, short-term weakness.

Market Environment

Investing in equity markets has been challenging of late. With macroeconomic matters dominating, stock performance appears to be driven by the oscillations in sentiment over short periods. Our style, as long-term growth investors, has not been in favour, something performance reflects.

In a changeable environment such as this, all an investor can control is the disciplined application of their philosophy and process. Deviation from this task might lead us to investing in fundamentally unattractive businesses in order to chase short-term returns. We believe our edge is as business analysts for the long-term and we think our competitive advantages are greater in periods such as these. We can look through the noise and take advantage of the falling share prices of sustainably growing companies which have prospects of becoming much bigger and more profitable companies in the future.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 281. ³Source: Baillie Gifford & Co Limited, 10am dealing prices, income accumulated. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Performance

The Fund significantly underperformed over the year, something which has weighed on longer term return figures.

The most significant detractors over the period included Kingspan, Avanza Bank and Just Eat Takeaway.com. Kingspan, the Irish company which manufactures construction materials, has performed exceptionally well in the past few years but its share price has fallen more recently due to signs of cyclical weakness. The longer-term tailwinds remain in place for Kingspan as society pushes for greater energy efficiency in buildings. Avanza Bank, Sweden's leading online savings platform, has seen its growth rate normalise somewhat after a brokerage boom through the pandemic. As a result, its shares fell over the period. However, it remains on track to take further market share in Swedish savings, both by attracting new customers as well as increasing its share of wallet with existing customers. Just Eat Takeaway.com has also seen a normalisation in growth but the main drivers of its poor share price performance have been the overhang of a bad acquisition, in the form of GrubHub, and its unprofitable status.

Positive contributions have come from Prosus, Allegro and Richemont. Prosus, an investment company with a significant stake in Chinese company Tencent, performed well in share price terms with fears around the Chinese regulatory environment easing and the company's share buyback programme being well received by investors. Allegro, which is Poland's leading ecommerce marketplace, also performed well. Encouragingly for Allegro, its competition in the form of Amazon and Shopee have shown signs of retrenchment, enabling Allegro to further establish its dominance. Meanwhile Richemont, the luxury goods conglomerate, contributed to performance with the company producing strong growth, both in revenue and in profitability, particularly from its jewellery segment.

Notable Transactions

New purchases over the period included AutoStore, which designs automated cubic storage and retrieval systems for warehouses, Evotec, a contract research organisation, and CRISPR Therapeutics, a gene editing platform which has submitted a treatment for sickle cell disease for regulatory approval. Complete sales included Ubisoft, the gaming company, Rational, a manufacturer of commercial combi-ovens, and Kuehne & Nagel, a freight forwarder.

Baillie Gifford & Co, 12 May 2023

Principal Holdings as at 30 April 2023

Investment	Percentage of total Fund
Prosus N.V.	5.90
Richemont	5.00
Ryanair	4.24
Topicus.Com Inc	4.02
Kering	3.97
Atlas Copco B	3.61
ASML	3.45
Avanza Bank Holding	3.40
Adyen N.V.	3.20
IMCD Group N.V.	3.17

Material Portfolio Changes for the year ended 30 April 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Topicus.Com Inc	27,192	Prosus N.V.	72,391
DSV	21,248	ASML	54,624
Evotec	19,281	Atlas Copco B	51,336
EXOR	18,857	Kuehne & Nagel	46,952
Richemont	18,337	Richemont	41,030
Nexans	13,128	Ryanair	40,349
Kering	10,659	Avanza Bank Holding	40,148
Kinnevik	10,567	IMCD Group N.V.	37,561
Hypoport	9,261	Adyen N.V.	37,154
AutoStore Hdgs	7,663	Nibe Industrier AB 'B' Shares	36,020

Portfolio Statement as at 30 April 2023

Stock description	Holding	Market value £'000	% of total net assets
Denmark - 3.69% (1.61%)			
DSV	143,633	21,497	2.90
Royal Unibrew A/S	82,625	5,846	0.79
France - 10.59% (10.69%)			
Collectis	778,649	1,185	0.16
Collectis ADR	192,369	288	0.04
Dassault Systemes	441,766	14,221	1.92
Kering	57,734	29,397	3.97
Nexans	302,506	20,685	2.79
Sartorius Stedim Biotech	59,452	12,658	1.71
Germany - 10.96% (10.90%)			
adidas	84,607	11,868	1.60
Auto1 Group SE	1,603,773	10,013	1.35
Delivery Hero AG	412,253	13,068	1.76
Evotec	491,698	7,169	0.97
HelloFresh SE Ordinary	351,970	7,457	1.01
Hypoport	66,186	8,412	1.14
Zalando SE	711,427	23,183	3.13
Ireland - 7.18% (7.66%)			
Kingspan Group	396,402	21,782	2.94
Ryanair	2,411,492	31,423	4.24
Italy - 1.80% (4.34%)			
Reply Spa	146,998	13,325	1.80
Luxembourg - 0.84% (0.00%)			
Eurofins	111,958	6,221	0.84
Netherlands - 21.92% (20.90%)			
Adyen N.V.	18,578	23,694	3.20
ASML	50,718	25,548	3.45
EXOR	247,041	16,140	2.18

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
IMCD Group N.V.	196,535	23,494	3.17
Prosus N.V.	733,435	43,710	5.90
Topicus.Com Inc	578,965	29,818	4.02
Norway - 6.06% (5.94%)			
Adevinta	2,185,333	13,311	1.79
Aker Horizons	5,257,055	3,251	0.44
AutoStore Hdgs	4,569,875	7,764	1.05
Schibsted B	1,601,683	20,573	2.78
Poland - 3.17% (1.90%)			
Allegro.eu	3,740,535	23,452	3.17
Sweden - 21.26% (23.72%)			
Atlas Copco B	2,633,398	26,768	3.61
Avanza Bank Holding	1,488,145	25,164	3.40
Beijer Ref	1,165,816	15,101	2.04
Embracer Group AB	1,431,884	5,918	0.80
Epiroc B	728,760	9,915	1.34
Hemnet Group AB	551,028	7,168	0.97
Hexpol AB	1,710,887	16,004	2.16
Kinnevik	1,394,031	18,117	2.45
Nibe Industrier AB 'B' Shares	1,534,751	13,636	1.84
Spotify Technology SA	141,863	15,079	2.03
VNV Global Rights 2023	2,856,713	8	0.00
Vostok New Ventures	2,856,713	4,591	0.62
Switzerland - 10.42% (10.35%)			
Crispr Therapeutics AG	61,113	2,379	0.32
Mettler-Toledo	16,882	20,031	2.71
Richemont	282,055	37,050	5.00
Wizz Air Holdings Plc	585,702	17,688	2.39
Portfolio of investments		725,070	97.89

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Net other assets - 2.11% (1.99%)		15,663	2.11
Net assets		740,733	100.00

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

Figures in brackets refer to 30 April 2022.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	2,284.87	3,166.75	2,031.92
Return before operating charges*	(1.89)	(837.46)	1,174.78
Operating charges	(31.00)	(44.42)	(39.95)
Return after operating charges*	(32.89)	(881.88)	1,134.83
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	2,251.98	2,284.87	3,166.75
*After direct transaction costs of:	1.08	1.55	2.81
Performance:			
Return after charges	(1.44)%	(27.85)%	55.85%
Other Information:			
Closing net asset value (£'000)	6,145	12,493	20,302
Closing number of shares	272,860	546,778	641,115
Operating charges	1.44%	1.43%	1.42%
Direct transaction costs ¹	0.05%	0.05%	0.10%
Prices:			
Highest share price (pence)	2,486	3,615	3,239
Lowest share price (pence)	1,814	2,143	1,981

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	2,698.18	3,707.94	2,359.13
Return before operating charges*	(1.19)	(988.65)	1,368.10
Operating charges	(14.99)	(21.11)	(19.29)
Return after operating charges*	(16.18)	(1,009.76)	1,348.81
Distributions	(9.80)	(5.05)	0.00
Retained distributions on accumulation shares	9.80	5.05	0.00
Closing net asset value per share	2,682.00	2,698.18	3,707.94
*After direct transaction costs of:	1.27	1.82	3.33
Performance:			
Return after charges	(0.60)%	(27.23)%	57.17%
Other Information:			
Closing net asset value (£'000)	614,147	1,599,470	2,396,844
Closing number of shares	22,898,797	59,279,681	64,640,907
Operating charges	0.59%	0.58%	0.58%
Direct transaction costs ¹	0.05%	0.05%	0.10%
Prices:			
Highest share price (pence)	2,955	4,245	3,792
Lowest share price (pence)	2,150	2,527	2,301

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	2,093.79	2,882.76	1,834.04
Return before operating charges*	(0.82)	(768.82)	1,063.38
Operating charges	(11.68)	(16.24)	(14.66)
Return after operating charges*	(12.50)	(785.06)	1,048.72
Distributions on income shares	(7.59)	(3.91)	0.00
Closing net asset value per share	2,073.70	2,093.79	2,882.76
*After direct transaction costs of:	0.99	1.40	2.53
Performance:			
Return after charges	(0.60)%	(27.23)%	57.18%
Other Information:			
Closing net asset value (£'000)	89,435	122,224	103,822
Closing number of shares	4,312,835	5,837,465	3,601,474
Operating charges	0.59%	0.58%	0.58%
Direct transaction costs ¹	0.05%	0.05%	0.10%
Prices:			
Highest share price (pence)	2,293	3,301	2,948
Lowest share price (pence)	1,668	1,965	1,789

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	3,065.76	4,190.00	2,651.26
Return before operating charges*	(0.73)	(1,123.01)	1,539.81
Operating charges	(0.86)	(1.23)	(1.07)
Return after operating charges*	(1.59)	(1,124.24)	1,538.74
Distributions	(27.17)	(28.30)	(19.52)
Retained distributions on accumulation shares	27.17	28.30	19.52
Closing net asset value per share	3,064.17	3,065.76	4,190.00
*After direct transaction costs of:	1.44	2.05	3.56
Performance:			
Return after charges	(0.05)%	(26.83)%	58.04%
Other Information:			
Closing net asset value (£'000)	31,006	94,942	110,589
Closing number of shares	1,011,893	3,096,834	2,639,346
Operating charges	0.03%	0.03%	0.03%
Direct transaction costs ¹	0.05%	0.05%	0.10%
Prices:			
Highest share price (pence)	3,372	4,807	4,284
Lowest share price (pence)	2,449	2,869	2,586

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

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

Financial Statements

Statement of Total Return for the year ended 30 April 2023

	Notes	2023		2022	
		£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		(124,884)		(944,061)
Revenue	3	13,889		20,662	
Expenses	4	(5,551)		(15,931)	
Net revenue before taxation		8,338		4,731	
Taxation	5	(1,919)		(1,459)	
Net revenue after taxation			6,419		3,272
Total return before distributions			(118,465)		(940,789)
Distributions	6		(6,446)		(3,391)
Change in net assets attributable to shareholders from investment activities			(124,911)		(944,180)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2023

	2023		2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		1,829,129		2,631,557
Amounts receivable on issue of shares	130,613		1,217,264	
Amounts payable on cancellation of shares	(1,098,874)		(1,083,387)	
		(968,261)		133,877
Dilution adjustment		2,257		4,005
Change in net assets attributable to shareholders from investment activities		(124,911)		(944,180)
Retained distributions on accumulation shares		2,519		3,870
Closing net assets attributable to shareholders		740,733		1,829,129

Financial Statements cont.

Balance Sheet as at 30 April 2023

	Notes	2023 £'000	2022 £'000
Assets:			
Fixed assets:			
Investments	13	725,070	1,792,642
Current assets:			
Debtors	8	3,242	31,799
Cash and bank balances	9	17,973	20,089
Total assets		746,285	1,844,530
Liabilities:			
Creditors:			
Bank overdrafts	9	-	(208)
Distributions payable		(327)	(228)
Other creditors	10	(5,225)	(14,965)
Total liabilities		(5,552)	(15,401)
Net assets attributable to shareholders		740,733	1,829,129

Notes to the Financial Statements

1 Net capital gains/(losses)

	2023	2022
	£'000	£'000
Non-derivative securities	(124,559)	(946,077)
Currency gains/(losses)	(291)	2,057
Transaction costs	(34)	(41)
Net capital gains/(losses)	(124,884)	(944,061)

2 Purchases, sales and transaction costs

	2023	2022
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	223,340	1,588,374
Commissions	95	558
Taxes	127	708
Total transaction costs on equity purchases ¹	222	1,266
Purchases including transaction costs	223,562	1,589,640

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

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.04	0.04
Taxes on equity purchases	0.06	0.04

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2023	2022
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	1,166,882	1,472,649
Commissions	(307)	(423)
Taxes	(1)	-
Total transaction costs on equity sales ¹	(308)	(423)
Sales net of transaction costs	1,166,574	1,472,226

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

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.03)	(0.03)
Taxes on equity sales	(0.00)	0.00

	2023		2022	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	402	0.04	981	0.03
Taxes	128	0.01	708	0.02
Total direct transaction costs	530	0.05	1,689	0.05

	2023	2022
	%	%
Average portfolio dealing spread	0.15	0.12

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

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

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

Notes to the Financial Statements cont.

3 Revenue

	2023	2022
	£'000	£'000
Overseas dividends	13,661	20,644
Bank interest	228	18
Total revenue	13,889	20,662

4 Expenses

	2023	2022
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	5,305	15,321
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	67	158
Bank charges	156	446
	223	604
Other expenses:		
Audit fee	6	6
Professional fees	17	-
	23	6
Total expenses	5,551	15,931

5 Taxation

	2023	2022
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	1,220	1,475
Prior year tax reclaims written off	767	-
Tax recoverable on overseas dividends	(68)	(16)
Total taxation	1,919	1,459

The Fund is subject to corporation tax at 20% (2022: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

Notes to the Financial Statements cont.

5 Taxation (continued)

At 30 April 2023, the Fund had excess management expenses of £46,651,000 (2022: £41,329,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

The tax charge is explained as follows:

	2023	2022
	£'000	£'000
Net revenue before taxation	8,338	4,731
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2022: 20%)	1,667	946
Effects of:		
Non-taxable overseas dividends	(2,732)	(4,129)
Other income not subject to tax	-	-
Overseas tax on dividends	1,220	1,475
Excess management expenses	1,065	3,183
Prior year tax reclaims written off	767	-
Tax recoverable on overseas dividends	(68)	(16)
Total taxation	1,919	1,459

6 Distributions

	2023	2022
	£'000	£'000
Final to 30 April	2,846	4,098
Amounts deducted on cancellation of shares	4,045	(26)
Amounts added on issue of shares	(445)	(681)
Total distributions	6,446	3,391

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

7 Reconciliation of net revenue to net distributions for the year

	2023	2022
	£'000	£'000
Net revenue after taxation for the year	6,419	3,272
Add capital transfers for deficits of income	27	120
Add distributable revenue brought forward	1	-
Less distributable revenue carried forward	(1)	(1)
Net distributions for the year	6,446	3,391

Notes to the Financial Statements cont.

8 Debtors

	2023	2022
	£'000	£'000
Receivable for issue of shares	276	212
Sales awaiting settlement	598	26,476
Accrued income	947	3,661
Overseas tax recoverable	1,378	1,441
VAT recoverable	3	9
Other debtors	40	-
Total debtors	3,242	31,799

9 Cash and bank balances

	2023	2022
	£'000	£'000
Sterling bank accounts	13,833	185
Foreign currency bank accounts	4,140	19,904
	17,973	20,089
Sterling bank accounts overdrawn	-	(208)
Total cash and bank balances	17,973	19,881

10 Other creditors

	2023	2022
	£'000	£'000
Payable for cancellation of shares	3,681	13,242
Purchases awaiting settlement	1,192	793
Due to the ACD or associates	307	842
Due to the Depositary or associates	37	80
Other accrued expenses	8	8
Total other creditors	5,225	14,965

11 Related party transactions

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

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

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Shares held by the ACD and associates of the ACD

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

	2023	2022
	%	%
ACD and associates of the ACD	1.87	4.12

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.22	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.23
A Accumulation Shares	546,778	32,680	(163,793)	(142,805)	272,860
B Accumulation Shares	59,279,681	4,143,792	(40,639,865)	115,189	22,898,797
B Income Shares	5,837,465	883,995	(2,414,807)	6,182	4,312,835
C Accumulation Shares	3,096,834	34,373	(2,119,314)	-	1,011,893

13 Basis of valuation

	2023	2022
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	725,070	1,792,642
Level 2: Observable market data	-	-
Level 3: Unobservable data	-	-
Total	725,070	1,792,642

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

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

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2023			2022		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Canadian dollar	-	29,819	29,819	783	34,520	35,303
Danish krone	-	27,343	27,343	-	29,432	29,432
Euro	-	364,652	364,652	-	956,843	956,843
Norwegian krona	-	44,899	44,899	-	108,615	108,615
Polish zloty	-	23,453	23,453	869	34,737	35,606
Swedish krona	-	142,390	142,390	-	403,719	403,719
Swiss franc	-	37,050	37,050	-	100,889	100,889
UK sterling	13,833	17,688	31,521	(23)	43,188	43,165
US dollar	4,140	37,776	41,917	18,252	80,699	98,951

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

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

Distribution Table

Final distribution for the year ended 30 April 2023

Group 1 : shares purchased prior to 1 May 2022

Group 2 : shares purchased 1 May 2022 to 30 April 2023

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.23)	Distribution (paid/accumulated 30.06.22)
	30.04.23 pence per share	30.04.23 pence per share	30.04.23 pence per share	30.04.22 pence per share
A Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
B Accumulation				
Group 1	9.80000	-	9.80000	5.05000
Group 2	0.84122	8.95878	9.80000	5.05000
B Income				
Group 1	7.59000	-	7.59000	3.91000
Group 2	1.12197	6.46803	7.59000	3.91000
C Accumulation				
Group 1	27.17000	-	27.17000	28.30000
Group 2	12.70992	14.46008	27.17000	28.30000

BAILLIE GIFFORD

Baillie Gifford Global Discovery Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2023*



Baillie Gifford Global Discovery Fund

Investment Objective

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

Investment Policy

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

Risk and Reward Profile

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



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

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

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

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

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

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

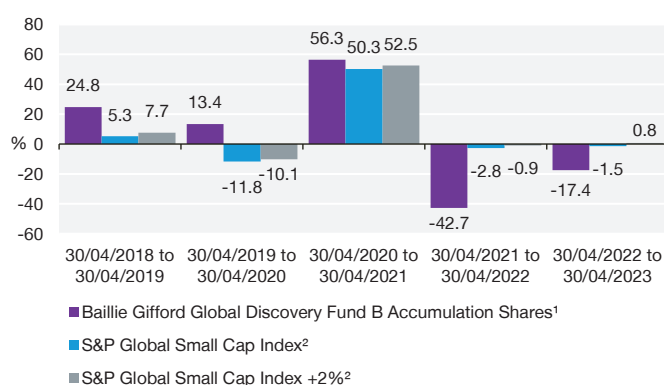
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

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

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

Investment Report

Past Performance



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

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the S&P Global Small Cap Index (the 'Index') by at least 2% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2023 the return on B Accumulation Shares was -17.4%³ compared to the Index of -1.5%² and the target return of 0.8%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 0.9%³ compared to the Index of 6.0%² and the target return of 8.1%². It is disappointing that over this period the Fund has underperformed its target return. Returns have been impacted by recent, short-term weakness.

Market Environment

The broad investing backdrop remains heavily influenced by macroeconomic and geopolitical challenges that have unhelpfully preoccupied the agenda for much of the past year. Optimism is growing that inflation may have peaked, even if it's set to remain elevated. It does at least now feel that some of the disaster scenarios on interest rates are off the table, providing an underpinning to valuations.

That said, we expect investor attention over the coming period to be stubbornly focused on the issues of economic slowdown and second-guessing central bank actions as the path forward becomes more apparent. At the corporate level, the response to heightened uncertainty has generally been to batten down the hatches regarding operational activities (workforce reductions, preserving cash runways, reshoring and better resilience in supply chains etc.) alongside a repositioning of balance sheets (retiring expensive debt, opportunistic buybacks if flexibility allows).

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and S&P, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 281. ³Source: Baillie Gifford & Co Limited, 10am dealing prices, income accumulated. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Performance

The bottom contributors to Fund performance over the period have been Ocado, Upwork and Codexis. Ocado, the UK pioneer of online delivery and fulfilment for groceries, has contended with a challenging operating environment where inflation and recessionary fears have decreased consumer demand and increased sensitivity to pricing. Despite this, their international solutions division has made good progress, signing a deal with a new South Korean retailer and opening new facilities with pre-existing partners. We continue to see Ocado as one of the UK's most exciting tech companies, offering a truly innovative solution with a significant runway for growth. Upwork is an online jobs platform helping businesses engage with freelance talent. The fall in share price has primarily reflected concerns of an upcoming recession, and the lay-offs among tech companies, reducing the demand for Upwork's job-placement services. The company has responded by seeking cost savings through workforce reductions and halting brand media spend. We view these steps as prudent but will continue to monitor the business's progress. Shares in Codexis, a leading protein engineering company, have been weak since the company announced the loss of a critical order for a Covid-19 treatment. Overall, we see the enduring appeal in the holding, believing their capabilities to be unmatched, and several attractive growth avenues remaining.

The top contributors have been Alnylam Pharmaceuticals, Axon Enterprise and Staar Surgical. Alnylam Pharmaceuticals, a US biotech company developing RNA interference treatments for disease-causing genes, has had a stellar 12 months. It's had several treatments make good progress through trials and approvals. While their treatments already in the market are gaining commercial traction, the company is set to generate more than \$1 billion revenue in 2023. We, however, believe there is much more to come and view their outstanding clinical pipeline as the most varied and attractive we've encountered. Axon Enterprise, a US law enforcement technology solutions provider, was another major contributor. The firm's robust 2022 operational results, which exceeded market expectations, buoyed the share price. Revenues rose, driven by impressive growth

in the US market and increased demand for its premium offerings. Holdings in Staar Surgical, a US manufacturer of lenses for correcting refractive eyesight errors, further contributed to relative performance. The company has recorded strong growth for its vision correction lens, notably in China. It's also received approval to launch in the US, which could be transformational for the business. We are confident the firm is well placed to capitalise on the significant structural growth opportunities in worldwide myopia markets.

Notable Transactions

Over the period, the Fund took initial positions in seven companies; Akili, Beam Therapeutics, Doximity, Fiverr, QuantumScape, TransMedics, and Twist Bioscience. Over the same period, holdings in 20 companies were sold entirely. The most significant of these were the sales of Tesla, Galapagos and Baozun.

Baillie Gifford & Co, 10 May 2023

Principal Holdings as at 30 April 2023

Investment	Percentage of total Fund
Alnylam Pharmaceuticals	8.45
Staar Surgical	6.39
Zillow Group	4.29
MarketAxess Holdings	3.98
Exact Sciences	3.85
Axon Enterprise Inc	3.81
Novocure Ltd	3.62
Ocado	3.03
Oxford Nanopore Technologies PLC	2.33
Appian Corp	2.27

Material Portfolio Changes for the year ended 30 April 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Fiverr Intl	10,919	Alnylam Pharmaceuticals	35,726
Twist Bioscience Corp	10,591	Tesla Inc	18,634
Hashicorp Inc	8,118	Blackline	17,126
Doximity Inc	6,998	ShockWave Medical Inc	13,913
Beam Therapeutics	6,314	Axon Enterprise Inc	11,704
QuantumScape Corp	5,668	MercadoLibre	7,003
Schrodinger	4,794	CyberArk Software Ltd	6,450
Oxford Nanopore Technologies PLC	4,702	Q2 Holdings Inc	6,339
TransMedics Group	4,669	Temenos	6,056
Akili Inc	4,588	Pacira BioSciences	5,854

Portfolio Statement as at 30 April 2023

Stock description	Holding	Market value £'000	% of total net assets
Australia - 0.07% (0.53%)			
Catapult Group Intl.	1,393,777	571	0.07
Belgium - 0.00% (0.62%)			
Brazil - 1.58% (1.98%)			
dLocal	553,728	6,168	0.76
MercadoLibre	6,593	6,701	0.82
Canada - 0.63% (0.54%)			
Abcellera Biologics Inc	953,732	5,137	0.63
China - 5.08% (5.15%)			
Agora Inc ADR	489,288	1,304	0.16
Angelalign Technology Inc	13,600	135	0.02
China Lumena New Mats. ¹	102,450	-	0.00
Hua Medicine	25,001,500	7,729	0.95
HUYA ADR	1,144,570	2,959	0.36
Kingdee Int'l Software Group	10,183,000	12,385	1.52
New Horizon Health Limited	760,000	2,149	0.27
Zai Lab HK Line	5,319,530	14,665	1.80
Denmark - 1.99% (1.76%)			
Genmab	49,367	16,167	1.99
France - 0.28% (0.44%)			
Cellectis	421,173	641	0.08
Cellectis ADR	148,884	222	0.03
Nanobiotix ADR	850,841	1,388	0.17
Germany - 0.00% (0.25%)			
Israel - 2.82% (1.98%)			
CyberArk Software Ltd	40,523	4,014	0.49
Fiverr Intl	343,683	9,986	1.23

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
JFrog Ltd	604,939	8,923	1.10
Italy - 0.32% (0.23%)			
Cosmo Pharmaceuticals	54,713	2,636	0.32
Japan - 2.64% (2.50%)			
BASE	1,086,000	1,828	0.23
freee K.K.	265,400	6,001	0.74
Infomart Corp	1,262,000	2,138	0.26
M3	155,600	3,019	0.37
MonotaRO Co	250,400	2,996	0.37
Peptidream	508,000	5,432	0.67
New Zealand - 0.70% (0.65%)			
Xero Ltd	115,510	5,669	0.70
Switzerland - 0.46% (1.13%)			
Molecular Partners AG	96,900	511	0.06
Sensirion Holding AG	37,194	3,212	0.40
UK - 13.06% (14.71%)			
4D Pharma ²	1,337,267	-	0.00
Adaptimmune Therapeutics	6,056,564	6,794	0.84
Avacta	4,318,548	5,226	0.64
C4x Discovery Holdings	10,017,026	1,402	0.17
C4x Discovery Warrants	4,327,136	-	0.00
Ceres Power	2,006,011	7,009	0.86
Genus	268,354	7,208	0.89
Ilika	3,605,400	1,695	0.21
IP Group	8,313,892	4,673	0.57
ITM Power	4,711,045	3,683	0.45
Nucana Plc ADR	2,420,041	1,617	0.20
Ocado	4,881,372	24,651	3.03
Oxford Nanopore Technologies PLC	8,287,964	18,946	2.33
PureTech Health	6,478,329	13,540	1.67

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Renishaw	95,082	3,427	0.42
Rightmove	634,655	3,644	0.45
Victrex	158,050	2,647	0.33
United States - 70.34% (67.25%)			
Adicet Bio Inc	93,449	433	0.05
Aerovironment	213,117	17,058	2.10
Akili Inc	1,216,300	997	0.12
Alnylam Pharmaceuticals	433,338	68,650	8.45
Ambarella	280,100	13,810	1.70
American Superconductor Corp	723,370	2,319	0.29
Appian Corp	619,077	18,465	2.27
Axon Enterprise Inc	184,875	30,990	3.81
Beam Therapeutics	125,009	3,050	0.38
Blackline	224,512	9,946	1.22
Cardlytics Inc	393,924	2,034	0.25
CEVA Inc	106,612	2,129	0.26
Chegg	1,179,685	16,866	2.07
Chinook Therapeutics	92,275	1,467	0.18
Codexis	2,106,255	6,535	0.80
Digimarc	262,445	3,558	0.44
Doximity Inc	254,760	7,447	0.92
Everbridge Inc	200,659	4,194	0.52
EverQuote Inc	718,967	3,976	0.49
Exact Sciences	614,579	31,323	3.85
Expensify Inc	697,160	4,193	0.52
Hashicorp Inc	390,177	8,323	1.02
IPG Photonics Corp	120,747	11,041	1.36
iRobot	27,636	865	0.11
LendingTree	185,194	3,502	0.43
LivePerson Inc	294,091	1,079	0.13
Liveramp Holdings Inc	615,401	11,790	1.45
MarketAxess Holdings	127,624	32,310	3.98
Novocure Ltd	561,025	29,419	3.62
Pacira BioSciences	349,391	12,592	1.55

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
PhenomeX Inc	326,269	304	0.04
Progyny	369,611	9,775	1.20
Q2 Holdings Inc	91,185	1,785	0.22
Quanterix Corp	391,135	3,930	0.48
QuantumScape Corp	764,347	4,257	0.52
Schrodinger	557,723	13,090	1.61
ShockWave Medical Inc	26,315	6,074	0.75
Splunk Inc	37,840	2,596	0.32
Sprout Social	321,078	12,568	1.55
Staar Surgical	927,207	51,978	6.39
Stratasys	226,300	2,586	0.32
Sutro Biopharma	1,042,428	3,525	0.43
Tabula Rasa HealthCare Inc	561,175	2,415	0.30
Tandem Diabetes Care	103,043	3,244	0.40
Teladoc	610,496	12,886	1.59
TransMedics Group	111,301	7,000	0.86
Trupanion	169,700	4,735	0.58
Twist Bioscience Corp	292,900	2,906	0.36
Upwork Inc	1,956,607	14,882	1.83
Veeco Instruments	196,954	2,885	0.35
Wayfair Inc	24,171	670	0.08
Zillow Group Inc Class A	30,990	1,054	0.13
Zillow Group Inc Class C	975,649	33,797	4.16
Zuora Inc Class A	2,010,224	12,443	1.53
Portfolio of investments		812,594	99.97
Net other assets - 0.03% (0.28%)		222	0.03
Net assets		812,816	100.00

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

²This stock was unlisted at the year end and has been valued at the Investment Adviser's valuation.

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

Figures in brackets refer to 30 April 2022.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,370.76	2,450.04	1,537.57
Return before operating charges*	(197.08)	(1,047.64)	946.50
Operating charges	(19.84)	(31.64)	(34.03)
Return after operating charges*	(216.92)	(1,079.28)	912.47
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	1,153.84	1,370.76	2,450.04
*After direct transaction costs of:	0.26	0.41	0.68
Performance:			
Return after charges	(15.82)%	(44.05)%	59.34%
Other Information:			
Closing net asset value (£'000)	6,813	21,690	55,702
Closing number of shares	590,507	1,582,367	2,273,536
Operating charges	1.54%	1.53%	1.51%
Direct transaction costs ¹	0.02%	0.02%	0.03%
Prices:			
Highest share price (pence)	1,536	2,535	2,953
Lowest share price (pence)	1,145	1,389	1,509

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,596.32	2,831.86	1,763.98
Return before operating charges*	(230.80)	(1,216.94)	1,087.97
Operating charges	(11.72)	(18.60)	(20.09)
Return after operating charges*	(242.52)	(1,235.54)	1,067.88
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	1,353.80	1,596.32	2,831.86
*After direct transaction costs of:	0.30	0.48	0.78
Performance:			
Return after charges	(15.19)%	(43.63)%	60.54%
Other Information:			
Closing net asset value (£'000)	720,141	933,479	1,980,347
Closing number of shares	53,194,031	58,476,912	69,930,920
Operating charges	0.78%	0.78%	0.77%
Direct transaction costs ¹	0.02%	0.02%	0.03%
Prices:			
Highest share price (pence)	1,793	2,934	3,408
Lowest share price (pence)	1,335	1,616	1,731

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,377.50	2,443.68	1,522.18
Return before operating charges*	(199.16)	(1,050.15)	938.77
Operating charges	(10.12)	(16.03)	(17.27)
Return after operating charges*	(209.28)	(1,066.18)	921.50
Distributions on income shares	0.00	0.00	0.00
Closing net asset value per share	1,168.22	1,377.50	2,443.68
 *After direct transaction costs of:	 0.26	 0.41	 0.67
Performance:			
Return after charges	(15.19)%	(43.63)%	60.54%
Other Information:			
Closing net asset value (£'000)	85,101	124,313	251,438
Closing number of shares	7,284,633	9,024,515	10,289,345
Operating charges	0.78%	0.78%	0.77%
Direct transaction costs ¹	0.02%	0.02%	0.03%
Prices:			
Highest share price (pence)	1,547	2,532	2,940
Lowest share price (pence)	1,152	1,394	1,494

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,855.91	3,267.77	2,020.36
Return before operating charges*	(269.59)	(1,411.04)	1,248.00
Operating charges	(0.53)	(0.82)	(0.59)
Return after operating charges*	(270.12)	(1,411.86)	1,247.41
Distributions	(1.26)	(1.04)	(3.09)
Retained distributions on accumulation shares	1.26	1.04	3.09
Closing net asset value per share	1,585.79	1,855.91	3,267.77
*After direct transaction costs of:	0.35	0.55	0.88
Performance:			
Return after charges	(14.55)%	(43.21)%	61.74%
Other Information:			
Closing net asset value (£'000)	760	889	1,566
Closing number of shares	47,920	47,920	47,920
Operating charges	0.03%	0.03%	0.02%
Direct transaction costs ¹	0.02%	0.02%	0.03%
Prices:			
Highest share price (pence)	2,089	3,390	3,926
Lowest share price (pence)	1,554	1,877	1,983

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,451.44	2,557.16	1,582.46
Return before operating charges*	(210.71)	(1,104.20)	977.52
Operating charges	(0.41)	(0.64)	(0.46)
Return after operating charges*	(211.12)	(1,104.84)	977.06
Distributions on income shares	(1.06)	(0.88)	(2.36)
Closing net asset value per share	1,239.26	1,451.44	2,557.16
 *After direct transaction costs of:	 0.27	 0.43	 0.69
Performance:			
Return after charges	(14.55)%	(43.21)%	61.74%
Other Information:			
Closing net asset value (£'000)	1	1	1
Closing number of shares	50	50	50
Operating charges	0.03%	0.03%	0.02%
Direct transaction costs ¹	0.02%	0.02%	0.03%
Prices:			
Highest share price (pence)	1,634	2,653	3,075
Lowest share price (pence)	1,215	1,469	1,553

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

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

Financial Statements

Statement of Total Return for the year ended 30 April 2023

		2023		2022	
	Notes	£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		(148,780)		(906,595)
Revenue	3	1,018		1,137	
Expenses	4	(7,570)		(14,188)	
Net expense before taxation		(6,552)		(13,051)	
Taxation	5	(86)		(56)	
Net expense after taxation			(6,638)		(13,107)
Total return before distributions			(155,418)		(919,702)
Distributions	6		472		1,469
Change in net assets attributable to shareholders from investment activities			(154,946)		(918,233)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2023

	2023		2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		1,080,372		2,289,054
Amounts receivable on issue of shares	28,259		115,104	
Amounts payable on cancellation of shares	(141,303)		(406,425)	
		(113,044)		(291,321)
Dilution adjustment		288		872
Change in net assets attributable to shareholders from investment activities		(154,946)		(918,233)
Retained distributions on accumulation shares		1		-
Closing net assets attributable to shareholders		812,671		1,080,372

Financial Statements cont.

Balance Sheet as at 30 April 2023

	Notes	2023 £'000	2022 £'000
Assets:			
Fixed assets:			
Investments	13	812,594	1,077,293
Current assets:			
Debtors	8	8,021	3,848
Cash and bank balances	9	7,097	13,824
Total assets		827,712	1,094,965
Liabilities:			
Creditors:			
Bank overdrafts	9	(5,728)	(10,927)
Other creditors	10	(9,168)	(3,666)
Total liabilities		(14,896)	(14,593)
Net assets attributable to shareholders		812,816	1,080,372

Notes to the Financial Statements

1 Net capital gains/(losses)

	2023	2022
	£'000	£'000
Non-derivative securities	(148,995)	(907,152)
Currency gains/(losses)	223	563
Transaction costs	(8)	(6)
Net capital gains/(losses)	(148,780)	(906,595)

2 Purchases, sales and transaction costs

	2023	2022
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	80,258	179,995
Commissions	28	50
Taxes	34	116
Total transaction costs on equity purchases ¹	62	166
Purchases including transaction costs	80,320	180,161

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

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.03	0.03
Taxes on equity purchases	0.04	0.06

	2023	2022
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	195,743	346,947
Commissions	(52)	(77)
Taxes	(5)	(5)
Total transaction costs on equity sales ¹	(57)	(82)
Sales net of transaction costs	195,686	346,865

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

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.03)	(0.02)
Taxes on equity sales	(0.00)	(0.00)

	2023		2022	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	80	0.01	127	0.01
Taxes	39	0.00	121	0.01
Total direct transaction costs	119	0.01	248	0.02

	2023	2022
	%	%
Average portfolio dealing spread	0.34	0.25

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

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

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

3 Revenue

	2023	2022
	£'000	£'000
UK dividends	462	624
Overseas dividends	482	512
Bank interest	71	1
Other income	3	-
Total revenue	1,018	1,137

Notes to the Financial Statements cont.

4 Expenses

	2023	2022
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	7,328	13,780
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	66	121
Bank charges	168	272
	234	393
Other expenses:		
Audit fee	6	7
Non-audit fees paid to auditors	1	1
Professional fees	1	7
	8	15
Total expenses	7,570	14,188

5 Taxation

	2023	2022
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	74	56
Prior year tax reclaims written off	12	-
Total taxation	86	56

The Fund is subject to corporation tax at 20% (2022: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2023, the Fund had excess management expenses of £54,310,000 (2022: £46,812,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2023	2022
	£'000	£'000
Net expense before taxation	(6,552)	(13,051)
Net expense before taxation multiplied by the standard rate of corporation tax of 20% (2022: 20%)	(1,310)	(2,610)
Effects of:		
Non-taxable UK dividends	(92)	(125)
Non-taxable overseas dividends	(97)	(102)
Other income not subject to tax	(1)	-
Overseas tax on dividends	74	56
Excess management expenses	1,500	2,837
Prior year tax reclaims written off	12	-
Total taxation	86	56

6 Distributions

	2023	2022
	£'000	£'000
Final to 30 April	1	-
Amounts deducted on cancellation of shares	(614)	(2,045)
Amounts added on issue of shares	141	576
Total distributions	(472)	(1,469)

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

7 Reconciliation of net revenue to net distributions for the year

	2023	2022
	£'000	£'000
Net expense after taxation for the year	(6,638)	(13,107)
Add capital transfers for deficits of income	6,166	11,638
Add distributable revenue brought forward	-	-
Less distributable revenue carried forward	-	-
Net distributions for the year	(472)	(1,469)

Notes to the Financial Statements cont.

8 Debtors

	2023	2022
	£'000	£'000
Receivable for issue of shares	-	14
Sales awaiting settlement	7,937	3,754
Accrued income	57	61
Overseas tax recoverable	15	14
VAT recoverable	3	5
Other debtors	9	-
Total debtors	8,021	3,848

9 Cash and bank balances

	2023	2022
	£'000	£'000
Sterling bank accounts	6,423	12,308
Foreign currency bank accounts	674	1,516
	7,097	13,824
Sterling bank accounts overdrawn	(5,728)	(10,927)
Total cash and bank balances	1,369	2,897

10 Other creditors

	2023	2022
	£'000	£'000
Payable for cancellation of shares	2,857	2,486
Purchases awaiting settlement	5,788	389
Due to the ACD or associates	493	758
Due to the Depositary or associates	14	16
Other accrued expenses	16	17
Total other creditors	9,168	3,666

11 Related party transactions

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

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

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Shares held by the ACD and associates of the ACD

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

	2023	2022
	%	%
ACD and associates of the ACD	0.00	0.00

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.22	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.23
A Accumulation Shares	1,582,367	57,496	(298,774)	(750,582)	590,507
B Accumulation Shares	58,476,912	1,547,908	(7,462,219)	631,430	53,194,031
B Income Shares	9,024,515	243,795	(1,993,478)	9,801	7,284,633
C Accumulation Shares	47,920	-	-	-	47,920
C Income Shares	50	50	(50)	-	50

13 Basis of valuation

	2023	2022
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	812,594	1,077,293
Level 2: Observable market data	-	-
Level 3: Unobservable data ¹	-	-
Total	812,594	1,077,293

¹For further information on the assets included in Level 3, as at 30 April 2023, please refer to the Portfolio Statement.

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

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

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2023			2022		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Australian dollar	-	6,240	6,240	53	12,687	12,740
Danish krone	-	16,167	16,167	-	18,997	18,997
Euro	-	641	641	-	10,571	10,571
Hong Kong dollar	-	37,062	37,062	-	45,403	45,403
Japanese yen	-	21,414	21,414	-	27,045	27,045
Swiss franc	-	6,359	6,359	-	14,707	14,707
UK sterling	695	97,750	98,445	1,381	149,304	150,685
US dollar	674	626,961	627,634	1,463	798,578	800,041

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

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

Distribution Table

Final distribution for the year ended 30 April 2023

Group 1 : shares purchased prior to 1 May 2022

Group 2 : shares purchased 1 May 2022 to 30 April 2023

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.23)	Distribution (paid/accumulated 30.06.22)
	30.04.23 pence per share	30.04.23 pence per share	30.04.23 pence per share	30.04.22 pence per share
A Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
B Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
B Income				
Group 1	-	-	-	-
Group 2	-	-	-	-
C Accumulation				
Group 1	1.26000	-	1.26000	1.04000
Group 2	1.26000	-	1.26000	1.04000
C Income				
Group 1	1.06000	-	1.06000	0.88000
Group 2	1.06000	-	1.06000	0.88000

BAILLIE GIFFORD

Baillie Gifford Japanese Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2023*



Baillie Gifford Japanese Fund

Investment Objective

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

Investment Policy

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

Risk and Reward Profile

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



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

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

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

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

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

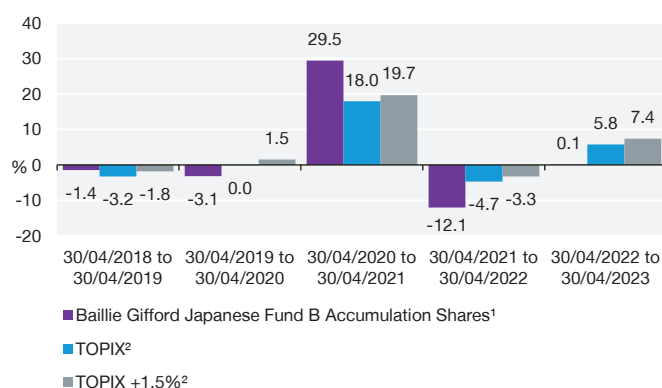
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

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

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

Investment Report

Past Performance



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

Past Performance

The investment objective of the Fund is to outperform (after deduction of costs) the TOPIX (the 'Index') by at least 1.5% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2023 the return on B Accumulation Shares was 0.1%³ compared to the Index of 5.8%² and the target return of 7.4%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 1.7%³ compared to the Index of 2.9%² and the target return of 4.4%². It is disappointing that over this period the Fund has underperformed its target return. Returns have been impacted by recent, short-term weakness.

Market Environment

Inflationary concerns, rate rises, and the financial fallout of tighter conditions have stirred global markets over the last twelve months. These factors have accelerated a style shift towards areas of perceived safety, sucking capital away from some of Japan's most promising growth opportunities.

As a net importer of energy, Japan has not been immune to these external price pressures, with inflation breaking past the Bank of Japan's (BoJ) target of 2% during the year. Believing that this was an ephemeral issue - that the country had not broken its three-decade spell of flat prices - the central bank decided to stick to its distinctively dovish monetary policy, in stark contrast to tightening seen elsewhere in the world. The yen, in response, fell to its lowest level in over two decades, exacerbating imported inflation but aiding exporters in the process.

As the calendar year came to a close, the central bank relaxed one of its policy tools, which was widely seen as the start of the end of Japan's six-year experiment with negative interest rates. The currency subsequently

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and TOPIX, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 281 ³Source: Baillie Gifford & Co Limited, 10am dealing prices, income accumulated. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

regained some ground as analysts pondered policy prospects under the newly promoted BoJ governor Kazuo Ueda. Tentative signs of inflation becoming more embedded within the economy has also fed through, with wage inflation reaching its highest since 1993. The country's potential escape from its deflationary past presents a huge opportunity. For 30 years, corporates have delayed investment and consumers have put off purchases, handicapping the country's productive capacity. The advent of real wage growth could reverse this cycle and augur well for Japan's equity market.

In other encouraging news, Covid-19 related restrictions have been widely lifted, allowing consumption and travel within the region to resume. Corporates have also accelerated the rate in which they return excess capital, with buybacks reaching another record for the fiscal year.

Performance

The broader reopening that Japan, and its neighbours, have experienced has helped the prospects of our robotic and manufacturing businesses, such as FANUC, the world's largest robotic company, and DMG Mori, a leading global machine tool maker, on the assumption that it will trigger greater capital expenditure. Many have also benefited from improved prospects in China. Financials, such as Sumitomo Mitsui Trust, which is less reliant on net interest income and more exposed to fee-based income sources of revenue, such as asset management services; the Bank of Kyoto, which is not a conventional bank due to its large investment portfolio of Kyoto-based companies; and MS&AD Insurance, an oligopolistic insurer, have also helped performance, as the market prices in a better operating environment on higher rates. Finally, trading companies, such as Mitsui, have also helped as commodity prices climbed higher.

Internet conglomerate Rakuten has remained a detractor from performance on rising concerns over the roll-out of its telecommunications business. We remain excited by its prospects, given the success of its fintech and ecommerce businesses, and on the prospect of group synergies being realised. Online media, advertising and gaming company CyberAgent was also weak, as group

profitability has fallen on declining gaming revenue and heavy content spend on its media business. We continue to believe this company's unparalleled position within three complementary industries will deliver significant returns in the long-term.

Notable Transactions

During the period we added five new companies to the Fund. Including Freee, a provider of cloud-based accountancy software, which has aligned founder-led management, attractive financial characteristics, and an appealing upside as a result of the recent sell-off in high-growth stocks; Z Holdings, the result of the merger of Yahoo Japan (one of Japan's leading online media and ecommerce businesses) and Line (the dominant online messaging platform in Japan). It also has a stake in PayPay, the leading e-money platform in Japan, all of which, when combined creates a formidable online presence that we believe the market is underappreciating; MonotaRO, which sells a wide range of different types of MRO (maintenance, repair and operation) products online in a far more efficient manner than industry incumbents; Nihon M&A, an advisory boutique that is capitalising on the country's demographic issue by addressing the succession issue of its ageing founders; and Pigeon a manufacturer of baby-related goods, that is primed for broader Asian premiumisation.

These positions were funded from the complete sale of INPEX, Japan's largest oil and gas exploration company, which was sold on concerns over the long-term sustainability of extracting hydrocarbons and on questions arising from its capital allocation. We also sold Lifull, which operates a website that aggregates real estate advertisements, on rising doubts over management competence and on the realisation that the competitive gap with its closest peer Suumo (subsidiary of Recruit) might be closing.

Baillie Gifford & Co, 10 May 2023

Principal Holdings as at 30 April 2023

Investment	Percentage of total Fund
SoftBank Group	4.55
Sumitomo Mitsui Trust	4.27
FANUC	3.49
SBI Holdings	3.44
Sony	3.26
GMO Internet	3.22
Bridgestone	3.00
Shiseido	2.99
Nintendo	2.97
MS&AD Insurance	2.88

Material Portfolio Changes for the year ended 30 April 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Rohm	20,482	INPEX	89,277
Z Holdings Corp	19,400	Mitsui	66,743
Pigeon	17,913	SoftBank Group	34,966
Shiseido	13,469	Sumitomo Mitsui Trust	19,763
freee K.K.	11,656	FANUC	18,939
Nihon M&A	10,597	Denso	16,617
MonotaRO Co	9,941	Nintendo	16,612
Recruit Holdings	8,248	SBI Holdings	16,480
Pola Orbis Holdings Inc	8,237	Bridgestone	16,275
Mercari Inc	4,843	Kubota	15,680

Portfolio Statement as at 30 April 2023

Stock description	Holding	Market value £'000	% of total net assets
Commerce - 8.19% (8.90%)			
Misumi	3,732,300	74,364	2.85
Mitsubishi Corp	1,563,900	45,854	1.76
Mitsui	1,870,900	46,230	1.77
Sugi Holdings	747,500	25,158	0.96
Toyota Tsusho Corp	676,900	22,188	0.85
Finance & Insurance - 14.23% (13.78%)			
Bank Of Kyoto	1,172,200	45,547	1.74
Japan Exchange Group	3,860,900	49,619	1.90
MS&AD Insurance	2,894,500	75,176	2.88
SBI Holdings	5,810,136	89,861	3.44
Sumitomo Mitsui Trust	3,902,000	111,466	4.27
Industrials - 0.82% (0.00%)			
MonotaRO Co	892,500	10,680	0.41
Nihon M&A	1,760,300	10,625	0.41
Manufacturing - 51.10% (48.26%)			
Asahi Group Holdings	837,000	25,641	0.98
Bridgestone	2,464,400	78,304	3.00
Calbee Inc	2,952,000	50,779	1.94
Denso	1,452,200	69,163	2.65
DMG Mori	3,252,300	41,237	1.58
FANUC	3,402,000	91,219	3.49
Kao	1,808,100	58,158	2.23
Keyence	176,100	62,869	2.41
Kubota	6,195,900	74,143	2.84
Kyocera	1,073,200	44,591	1.71
Makita Corporation	800,100	17,858	0.68
Murata	789,800	36,364	1.39
Nidec	715,300	28,019	1.07
Nintendo	2,322,200	77,626	2.97
Nippon Electric Glass	1,398,400	21,154	0.81
Peptidream	974,700	10,422	0.40

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Pigeon	1,514,600	18,691	0.72
Pola Orbis Holdings Inc	4,459,500	49,195	1.88
Rohm	774,000	46,039	1.76
Shiseido	1,965,600	78,109	2.99
SMC	108,500	42,951	1.65
Sony	1,135,000	85,086	3.26
Sumitomo Metal Mining Co Ltd	2,098,900	61,429	2.35
Sysmex Corp	495,100	25,185	0.96
Topcon Corp	2,777,800	31,195	1.20
Tsumura	1,530,900	24,617	0.94
Unicharm	1,731,700	55,408	2.12
Wacom Co Ltd	7,281,800	29,230	1.12
Mining - 0.00% (2.85%)			
Real Estate - 3.08% (3.19%)			
Iida Group Holdings	1,195,700	16,837	0.64
Mitsubishi Estate	1,908,200	18,642	0.71
Park24 Co Ltd	1,318,500	16,117	0.62
Tokyo Tatemono	2,889,900	28,942	1.11
Services - 10.09% (11.30%)			
Bengo4.Com Inc	295,300	4,491	0.17
Cookpad	1,939,500	2,187	0.08
CyberAgent Inc	9,926,700	68,500	2.62
Infomart Corp	3,416,100	5,789	0.22
Kakaku.com	1,617,500	17,607	0.68
Mixi Inc	2,102,900	35,264	1.35
Outsourcing	1,840,900	14,801	0.57
Rakuten	17,788,500	70,158	2.69
Recruit Holdings	2,002,300	44,738	1.71
Transport And Communications - 11.71% (11.16%)			
BASE	3,345,300	5,629	0.21
Broadleaf	3,541,500	8,836	0.34

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Colopl Inc	6,352,300	23,680	0.91
Digital Garage	467,100	13,046	0.50
freee K.K.	527,400	11,926	0.46
GMO Internet	5,286,500	84,079	3.22
Mercari Inc	1,590,500	21,542	0.82
SoftBank Group	3,991,100	118,791	4.55
Z Holdings Corp	8,398,700	18,187	0.70
Portfolio of investments		2,591,239	99.22
Net other assets - 0.78% (0.56%)		20,449	0.78
Net assets		2,611,688	100.00

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

Figures in brackets refer to 30 April 2022.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,511.22	1,756.59	1,350.67
Return before operating charges*	11.67	(220.07)	429.95
Operating charges	(21.92)	(25.30)	(24.03)
Return after operating charges*	(10.25)	(245.37)	405.92
Distributions	(10.75)	(7.52)	(3.01)
Retained distributions on accumulation shares	10.75	7.52	3.01
Closing net asset value per share	1,500.97	1,511.22	1,756.59
*After direct transaction costs of:	0.15	0.17	0.16
Performance:			
Return after charges	(0.68)%	(13.97)%	30.05%
Other Information:			
Closing net asset value (£'000)	7,704	12,631	28,452
Closing number of shares	513,238	835,807	1,619,701
Operating charges	1.47%	1.47%	1.46%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,585	1,868	1,859
Lowest share price (pence)	1,365	1,486	1,317

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,806.69	2,082.32	1,587.62
Return before operating charges*	14.14	(262.99)	506.64
Operating charges	(11.10)	(12.64)	(11.94)
Return after operating charges*	3.04	(275.63)	494.70
Distributions	(28.15)	(26.24)	(19.97)
Retained distributions on accumulation shares	28.15	26.24	19.97
Closing net asset value per share	1,809.73	1,806.69	2,082.32
*After direct transaction costs of:	0.18	0.20	0.19
Performance:			
Return after charges	0.17%	(13.24)%	31.16%
Other Information:			
Closing net asset value (£'000)	1,006,019	1,354,157	1,790,059
Closing number of shares	55,589,619	74,952,213	85,964,702
Operating charges	0.62%	0.62%	0.62%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,909	2,221	2,199
Lowest share price (pence)	1,634	1,776	1,548

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,536.44	1,796.95	1,383.04
Return before operating charges*	12.34	(227.00)	441.77
Operating charges	(9.44)	(10.87)	(10.46)
Return after operating charges*	2.90	(237.87)	431.31
Distributions on income shares	(23.94)	(22.64)	(17.40)
Closing net asset value per share	1,515.40	1,536.44	1,796.95
 *After direct transaction costs of:	 0.15	 0.18	 0.17
Performance:			
Return after charges	0.19%	(13.24)%	31.19%
Other Information:			
Closing net asset value (£'000)	375,085	452,007	464,157
Closing number of shares	24,751,600	29,419,077	25,830,266
Operating charges	0.62%	0.62%	0.62%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,624	1,917	1,916
Lowest share price (pence)	1,390	1,532	1,349

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	2,066.77	2,367.86	1,794.57
Return before operating charges*	16.31	(300.63)	573.73
Operating charges	(0.41)	(0.46)	(0.44)
Return after operating charges*	15.90	(301.09)	573.29
Distributions	(44.63)	(43.85)	(35.78)
Retained distributions on accumulation shares	44.63	43.85	35.78
Closing net asset value per share	2,082.67	2,066.77	2,367.86
*After direct transaction costs of:	0.21	0.23	0.22
Performance:			
Return after charges	0.77%	(12.72)%	31.95%
Other Information:			
Closing net asset value (£'000)	268,928	286,406	289,739
Closing number of shares	12,912,658	13,857,648	12,236,305
Operating charges	0.02%	0.02%	0.02%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	2,195	2,531	2,498
Lowest share price (pence)	1,871	2,031	1,750

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,545.06	1,808.54	1,391.30
Return before operating charges*	12.65	(229.64)	445.34
Operating charges	(0.31)	(0.35)	(0.34)
Return after operating charges*	12.34	(229.99)	445.00
Distributions on income shares	(33.36)	(33.49)	(27.76)
Closing net asset value per share	1,524.04	1,545.06	1,808.54
 *After direct transaction costs of:	 0.15	 0.18	 0.17
Performance:			
Return after charges	0.80%	(12.72)%	31.98%
Other Information:			
Closing net asset value (£'000)	2	2	2
Closing number of shares	100	100	100
Operating charges	0.02%	0.02%	0.02%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,642	1,933	1,937
Lowest share price (pence)	1,399	1,551	1,357

Comparative Tables cont.

Comparative Table: W1 Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,818.21	2,091.76	1,591.99
Return before operating charges*	14.27	(264.76)	508.33
Operating charges	(7.94)	(8.79)	(8.56)
Return after operating charges*	6.33	(273.55)	499.77
Distributions	(31.61)	(30.13)	(23.50)
Retained distributions on accumulation shares	31.61	30.13	23.50
Closing net asset value per share	1,824.54	1,818.21	2,091.76
*After direct transaction costs of:	0.18	0.20	0.19
Performance:			
Return after charges	0.35%	(13.08)%	31.39%
Other Information:			
Closing net asset value (£'000)	60,909	69,333	68,928
Closing number of shares	3,338,336	3,813,277	3,295,219
Operating charges	0.44%	0.43%	0.44%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,924	2,233	2,209
Lowest share price (pence)	1,645	1,787	1,552

Comparative Tables cont.

Comparative Table: W1 Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,544.60	1,806.96	1,390.56
Return before operating charges*	12.50	(228.73)	444.43
Operating charges	(6.75)	(7.60)	(7.49)
Return after operating charges*	5.75	(236.33)	436.94
Distributions on income shares	(26.86)	(26.03)	(20.54)
Closing net asset value per share	1,523.49	1,544.60	1,806.96
*After direct transaction costs of:			
	0.15	0.18	0.17
Performance:			
Return after charges	0.37%	(13.08)%	31.42%
Other Information:			
Closing net asset value (£'000)	338,395	362,920	374,874
Closing number of shares	22,211,874	23,496,011	20,746,164
Operating charges	0.44%	0.43%	0.44%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,635	1,929	1,930
Lowest share price (pence)	1,398	1,544	1,356

Comparative Tables cont.

Comparative Table: W3 Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,813.93	2,087.05	1,588.71
Return before operating charges*	14.20	(263.93)	507.39
Operating charges	(8.10)	(9.19)	(9.05)
Return after operating charges*	6.10	(273.12)	498.34
Distributions	(31.32)	(29.86)	(23.10)
Retained distributions on accumulation shares	31.32	29.86	23.10
Closing net asset value per share	1,820.03	1,813.93	2,087.05
*After direct transaction costs of:	0.18	0.20	0.20
Performance:			
Return after charges	0.34%	(13.09)%	31.37%
Other Information:			
Closing net asset value (£'000)	71,434	76,201	93,940
Closing number of shares	3,924,900	4,200,864	4,501,101
Operating charges	0.45%	0.45%	0.46%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,919	2,227	2,204
Lowest share price (pence)	1,641	1,783	1,549

Comparative Tables cont.

Comparative Table: W3 Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,535.78	1,796.60	1,382.64
Return before operating charges*	12.39	(227.22)	441.93
Operating charges	(6.86)	(7.91)	(7.86)
Return after operating charges*	5.53	(235.13)	434.07
Distributions on income shares	(26.53)	(25.69)	(20.11)
Closing net asset value per share	1,514.78	1,535.78	1,796.60
 *After direct transaction costs of:	 0.15	 0.18	 0.17
Performance:			
Return after charges	0.36%	(13.09)%	31.39%
Other Information:			
Closing net asset value (£'000)	183,397	181,590	192,018
Closing number of shares	12,107,154	11,823,959	10,687,869
Operating charges	0.45%	0.45%	0.46%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,626	1,917	1,918
Lowest share price (pence)	1,390	1,535	1,348

Comparative Tables cont.

Comparative Table: W6 Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,806.95	2,079.00	1,582.44
Return before operating charges*	14.25	(263.20)	505.30
Operating charges	(8.06)	(8.85)	(8.74)
Return after operating charges*	6.19	(272.05)	496.56
Distributions	(31.31)	(29.76)	(23.16)
Retained distributions on accumulation shares	31.31	29.76	23.16
Closing net asset value per share	1,813.14	1,806.95	2,079.00
*After direct transaction costs of:	0.18	0.20	0.19
Performance:			
Return after charges	0.34%	(13.09)%	31.38%
Other Information:			
Closing net asset value (£'000)	64,651	76,544	47,818
Closing number of shares	3,565,708	4,236,086	2,300,067
Operating charges	0.45%	0.44%	0.45%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,912	2,219	2,195
Lowest share price (pence)	1,635	1,776	1,543

Comparative Tables cont.

Comparative Table: W6 Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,535.85	1,796.68	1,382.66
Return before operating charges*	12.47	(227.38)	441.87
Operating charges	(6.86)	(7.73)	(7.60)
Return after operating charges*	5.61	(235.11)	434.27
Distributions on income shares	(26.61)	(25.72)	(20.25)
Closing net asset value per share	1,514.85	1,535.85	1,796.68
 *After direct transaction costs of:	 0.15	 0.18	 0.17
Performance:			
Return after charges	0.37%	(13.09)%	31.41%
Other Information:			
Closing net asset value (£'000)	235,164	234,248	238,401
Closing number of shares	15,523,876	15,252,049	13,268,964
Operating charges	0.45%	0.44%	0.45%
Direct transaction costs ¹	0.01%	0.01%	0.01%
Prices:			
Highest share price (pence)	1,626	1,918	1,918
Lowest share price (pence)	1,390	1,535	1,348

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

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

Financial Statements

Statement of Total Return for the year ended 30 April 2023

		2023		2022	
	Notes	£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		(42,142)		(541,291)
Revenue	3	68,068		77,119	
Expenses	4	(14,240)		(18,776)	
Net revenue before taxation		53,828		58,343	
Taxation	5	(6,821)		(7,712)	
Net revenue after taxation			47,007		50,631
Total return before distributions			4,865		(490,660)
Distributions	6		(47,011)		(50,634)
Change in net assets attributable to shareholders from investment activities			(42,146)		(541,294)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2023

	2023		2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		3,106,039		3,588,388
Amounts receivable on issue of shares	144,484		545,626	
Amounts payable on cancellation of shares	(621,991)		(516,840)	
		(477,507)		28,786
Dilution adjustment		434		688
Change in net assets attributable to shareholders from investment activities		(42,146)		(541,294)
Retained distributions on accumulation shares		24,868		29,471
Closing net assets attributable to shareholders		2,611,688		3,106,039

Financial Statements cont.

Balance Sheet as at 30 April 2023

	Notes	2023 £'000	2022 £'000
Assets:			
Fixed assets:			
Investments	13	2,591,239	3,088,630
Current assets:			
Debtors	8	47,631	33,623
Cash and bank balances	9	41,573	35,200
Total assets		2,680,443	3,157,453
Liabilities:			
Creditors:			
Bank overdrafts	9	(21,803)	(22,990)
Distributions payable		(19,235)	(19,737)
Other creditors	10	(27,717)	(8,687)
Total liabilities		(68,755)	(51,414)
Net assets attributable to shareholders		2,611,688	3,106,039

Notes to the Financial Statements

1 Net capital gains/(losses)

	2023	2022
	£'000	£'000
Non-derivative securities	(41,480)	(540,582)
Currency gains/(losses)	(636)	(694)
Transaction costs	(26)	(15)
Net capital gains/(losses)	(42,142)	(541,291)

2 Purchases, sales and transaction costs

	2023	2022
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	152,295	691,522
Commissions	71	214
Taxes	-	-
Total transaction costs on equity purchases ¹	71	214
Purchases including transaction costs	152,366	691,736

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

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.05	0.03
Taxes on equity purchases	0.00	0.00

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2023	2022
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	608,446	593,518
Commissions	(169)	(227)
Taxes	-	-
Total transaction costs on equity sales ¹	(169)	(227)
Sales net of transaction costs	608,277	593,291

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

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.03)	(0.04)
Taxes on equity sales	0.00	0.00

	2023		2022	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	240	0.01	441	0.01
Taxes	-	0.00	-	0.00
Total direct transaction costs	240	0.01	441	0.01

	2023	2022
	%	%
Average portfolio dealing spread	0.06	0.08

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

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

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

Notes to the Financial Statements cont.

3 Revenue

	2023	2022
	£'000	£'000
Overseas dividends	68,068	77,119
Total revenue	68,068	77,119

4 Expenses

	2023	2022
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	13,824	18,235
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	186	238
Bank charges	220	284
Bank overdraft interest	4	13
	410	535
Other expenses:		
Audit fee	6	6
Total expenses	14,240	18,776

5 Taxation

	2023	2022
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	6,821	7,712
Total taxation	6,821	7,712

The Fund is subject to corporation tax at 20% (2022: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2023, the Fund had excess management expenses of £130,010,000 (2022: £115,771,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2023	2022
	£'000	£'000
Net revenue before taxation	53,828	58,343
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2022: 20%)	10,766	11,669
Effects of:		
Non-taxable overseas dividends	(13,614)	(15,424)
Other income not subject to tax	-	-
Overseas tax on dividends	6,821	7,712
Excess management expenses	2,848	3,755
Total taxation	6,821	7,712

6 Distributions

	2023	2022
	£'000	£'000
Final to 30 April	44,102	49,209
Amounts deducted on cancellation of shares	3,808	3,587
Amounts added on issue of shares	(899)	(2,162)
Total distributions	47,011	50,634

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

7 Reconciliation of net revenue to net distributions for the year

	2023	2022
	£'000	£'000
Net revenue after taxation for the year	47,007	50,631
Add distributable revenue brought forward	10	13
Less distributable revenue carried forward	(6)	(10)
Net distributions for the year	47,011	50,634

Notes to the Financial Statements cont.

8 Debtors

	2023	2022
	£'000	£'000
Receivable for issue of shares	556	1,978
Sales awaiting settlement	23,671	4,453
Accrued income	23,383	27,181
VAT recoverable	9	11
Other debtors	12	-
Total debtors	47,631	33,623

9 Cash and bank balances

	2023	2022
	£'000	£'000
Sterling bank accounts	21,756	23,346
Foreign currency bank accounts	19,817	11,854
	41,573	35,200
Sterling bank accounts overdrawn	(21,803)	(22,990)
Total cash and bank balances	19,770	12,210

10 Other creditors

	2023	2022
	£'000	£'000
Payable for cancellation of shares	3,443	3,679
Purchases awaiting settlement	23,216	3,685
Due to the ACD or associates	978	1,250
Due to the Depositary or associates	72	65
Other accrued expenses	8	8
Total other creditors	27,717	8,687

11 Related party transactions

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

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

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Shares held by the ACD and associates of the ACD

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

	2023	2022
	%	%
ACD and associates of the ACD	0.00	0.00

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.22	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.23
A Accumulation Shares	835,807	19,751	(165,831)	(176,489)	513,238
B Accumulation Shares	74,952,213	2,222,043	(21,712,574)	127,937	55,589,619
B Income Shares	29,419,077	2,466,851	(7,215,061)	80,733	24,751,600
C Accumulation Shares	13,857,648	111,577	(1,056,567)	-	12,912,658
C Income Shares	100	100	(100)	-	100
W1 Accumulation Shares	3,813,277	199,862	(664,580)	(10,223)	3,338,336
W1 Income Shares	23,496,011	805,675	(2,078,911)	(10,901)	22,211,874
W3 Accumulation Shares	4,200,864	161,505	(407,392)	(30,077)	3,924,900
W3 Income Shares	11,823,959	1,226,346	(953,387)	10,236	12,107,154
W6 Accumulation Shares	4,236,086	483,006	(1,153,545)	161	3,565,708
W6 Income Shares	15,252,049	1,340,319	(1,057,731)	(10,761)	15,523,876

13 Basis of valuation

	2023	2022
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	2,591,239	3,088,630
Level 2: Observable market data	-	-
Level 3: Unobservable data	-	-
Total	2,591,239	3,088,630

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

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

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2023			2022		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Japanese yen	19,817	2,591,239	2,611,056	11,854	3,088,630	3,100,484
UK sterling	(47)	-	(47)	356	-	356

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

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

Distribution Table

Final distribution for the year ended 30 April 2023

Group 1 : shares purchased prior to 1 May 2022

Group 2 : shares purchased 1 May 2022 to 30 April 2023

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.23)	Distribution (paid/accumulated 30.06.22)
	30.04.23 pence per share	30.04.23 pence per share	30.04.23 pence per share	30.04.22 pence per share
A Accumulation				
Group 1	10.75000	-	10.75000	7.52000
Group 2	7.57989	3.17011	10.75000	7.52000
B Accumulation				
Group 1	28.15000	-	28.15000	26.24000
Group 2	19.43329	8.71671	28.15000	26.24000
B Income				
Group 1	23.94000	-	23.94000	22.64000
Group 2	15.49719	8.44281	23.94000	22.64000
C Accumulation				
Group 1	44.63000	-	44.63000	43.85000
Group 2	31.36977	13.26023	44.63000	43.85000
C Income				
Group 1	33.36000	-	33.36000	33.49000
Group 2	33.36000	-	33.36000	33.49000
W1 Accumulation				
Group 1	31.61000	-	31.61000	30.13000
Group 2	19.71228	11.89772	31.61000	30.13000
W1 Income				
Group 1	26.86000	-	26.86000	26.03000
Group 2	15.76204	11.09796	26.86000	26.03000
W3 Accumulation				
Group 1	31.32000	-	31.32000	29.86000
Group 2	19.05103	12.26897	31.32000	29.86000
W3 Income				
Group 1	26.53000	-	26.53000	25.69000
Group 2	15.94661	10.58339	26.53000	25.69000

Distribution Table cont.

Final distribution for the year ended 30 April 2023

Group 1 : shares purchased prior to 1 May 2022

Group 2 : shares purchased 1 May 2022 to 30 April 2023

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.23)	Distribution (paid/accumulated 30.06.22)
	30.04.23 pence per share	30.04.23 pence per share	30.04.23 pence per share	30.04.22 pence per share
W6 Accumulation				
Group 1	31.31000	-	31.31000	29.76000
Group 2	26.21879	5.09121	31.31000	29.76000
W6 Income				
Group 1	26.61000	-	26.61000	25.72000
Group 2	15.59195	11.01805	26.61000	25.72000

BAILLIE GIFFORD

Baillie Gifford Japanese Smaller Companies Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2023*



Baillie Gifford Japanese Smaller Companies Fund

Investment Objective

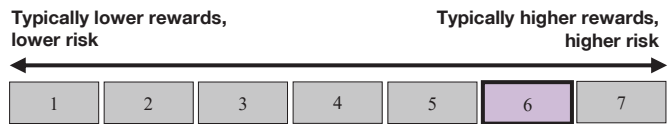
The Fund aims to outperform (after deduction of costs) the MSCI Japan Small Cap Index, as stated in sterling, by at least 1.5% per annum over rolling five-year periods.

Investment Policy

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

Risk and Reward Profile

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



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

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

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

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

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

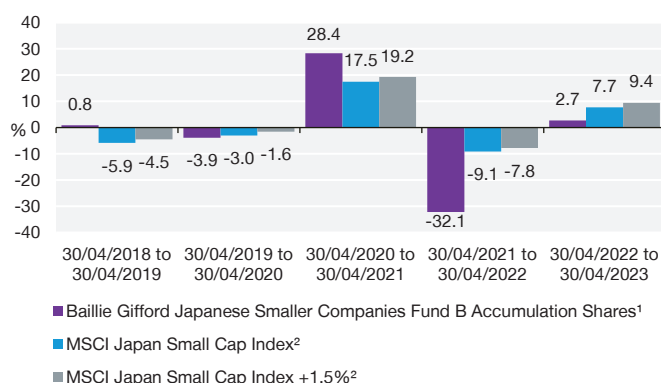
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

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

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

Investment Report

Past Performance



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

Performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI Japan Small Cap Index (the 'Index') by at least 1.5% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2023 the return on B Accumulation Shares was 2.7%³ compared to the Index of 7.7%² and the target return of 9.4%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was -2.8%³ compared to the Index of 1.0%² and the target return of 2.5%². It is disappointing that over this period the Fund has underperformed its target return. Returns have been impacted by recent, short-term weakness.

Market Environment

Inflationary concerns, rate rises, and the financial fallout of tighter conditions have stirred global markets over the last twelve months. These factors have accelerated a style shift towards areas of perceived safety, sucking capital away from some of Japan's most promising growth opportunities.

As a net importer of energy, Japan has not been immune to these external price pressures, with inflation breaking past the Bank of Japan's (BoJ) target of 2% during the year. Believing that this was an ephemeral issue - that the country had not broken its three-decade spell of flat prices - the central bank decided to stick to its distinctively dovish monetary policy, in stark contrast to tightening seen elsewhere in the world. The yen, in response, fell to its lowest level in over two decades, exacerbating imported inflation but aiding exporters in the process.

As the calendar year came to a close, the central bank relaxed one of its policy tools, which was widely seen as the start of the end of Japan's six-year experiment with negative interest rates. The currency subsequently

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 281. ³Source: Baillie Gifford & Co Limited, 10am dealing prices, income accumulated. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

regained some ground as analysts pondered policy prospects under the newly promoted BoJ governor Kazuo Ueda. Tentative signs of inflation becoming more embedded within the economy has also fed through, with wage inflation reaching its highest since 1993. The country's potential escape from its deflationary past presents a huge opportunity. For 30 years, corporates have delayed investment and consumers have put off purchases, handicapping the country's productive capacity. The advent of real wage growth could reverse this cycle and augur well for Japan's equity market.

In other encouraging news, Covid-19 related restrictions have been widely lifted, allowing consumption and travel within the region to resume. Corporates have also accelerated the rate in which they return excess capital, with buybacks reaching another record for the fiscal year.

Performance

A relaxation of mobility restrictions across the region, and expectations for higher consumption from pent-up savings, has helped the prospects of several of our holdings including Yonex, Descente and MatsukiyoCocokara. Yonex, a leading badminton racket manufacturer, has experienced a re-appraisal of its revenue potential since the Chinese market – which encompasses over half of the world's badminton population – has reopened. Descente, another sporting goods manufacturer with well-known brands like Descente, Le Coq Sportif, and Umbro, that has a tie-up with Anta Sports (China's largest sportswear brand) is equally poised to re-capture the recovery in Chinese consumption. MatsukiyoCocokara, Japan's largest convenience store chain is expected to be a big beneficiary of inbound tourism and has already seen a marked increase in same-store sales. Istyle, the company behind the @Cosme review site and retail store is also worthy of note after its shares re-rated on Amazon's announcement that it was buying a stake as a way of gaining a foothold in the country's attractive cosmetic market.

Weaker performance came from our overweight positions in companies such as Infomart which connects restaurants with suppliers online, boutique advisory business Nihon M&A and robowealth advisor WealthNavi. The Covid-19 pandemic caused a drastic decrease in end-demand for Infomart. However, we now expect their sales to recover as restaurants reopen, and for higher profitability as the company uses its dominant market position to push through higher prices. The weak performance of Nihon M&A was due to the premature recognition of deals before completion. We are confident that this issue has been rectified; compliance procedures have been tightened and the culture has been changed. As such, we anticipate deals will rebound in the coming year. Finally, WealthNavi's share price fell on concerns over its separation from SBI Holdings. However, these worries appear unfounded, as recent reports show that the company has continued to grow its user base and assets under management.

Notable Transactions

During the period we acquired eight new companies: GMO Financial Gate, an offline payments provider that will likely accelerate that transition away from cash towards digital payments; Nittoku, a coil winding machine maker that will benefit from increased end-demand due to the electrification of autos and 5G technology; Avex is a music entertainment business that strengthened its balance sheet during the pandemic and is primed from the reopening; LITALICO, which provides training and employment assistance services for disabled people and is set to benefit from government initiatives aimed at improving access to employment; SpiderPlus a company that aims to digitalise Japan's construction industry; Kohoku Kogyo a leading global manufacturer of lead terminals for capacitors and optical isolators for undersea cables, with growth driven by the demand for battery electric vehicles and greater global connectivity; I-ne a small Osaka-based cosmetics company with a high market share and brand recognition for its female hair care range, with good growth prospects due to a unique Artificial Intelligence (AI) led product development

Investment Report cont.

model; and Vector, Japan's number-one PR agency that is rapidly expanding into new advertising verticals to address a market six-times larger than traditional PR.

These were funded from the sale of biotech business Healios which suffered a significant failure in one of its recent trials which we viewed as crucial to the long-term investment case; and mobile games developer Gumi, which has been unsuccessful in creating further hit games despite heavy investments into both internal development as well as external start-ups. We also sold CyberAgent which has been a successful investment, delivering an almost five-fold return since its purchase in 2013. However, we now believe momentum is slowing down and therefore used the capital to fund higher-conviction positions. Calbee, another successful long-term holding, was also sold on doubts surrounding its prospects for further future success.

Baillie Gifford & Co, 11 May 2023

Principal Holdings as at 30 April 2023

Investment	Percentage of total Fund
GMO Payment Gateway	4.05
MatsukiyoCocokara & Co	3.57
Descente Ltd	3.34
Nakanishi	2.96
Technopro Holdings	2.68
Cosmos Pharmaceutical	2.65
Yonex	2.63
Raksul Inc	2.54
Asahi Intecc Co Ltd	2.42
Nifco Inc	2.40

Material Portfolio Changes for the year ended 30 April 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
LITALICO	9,036	Sho-Bond Holdings Ltd	12,783
GMO Financial Gate Inc	6,957	GMO Payment Gateway	10,699
Avex Inc	6,508	MonotaRO Co	9,175
Nittoku	4,690	Technopro Holdings	9,014
Shoei Co Ltd	3,617	Noritsu Koki	8,731
Kohoku Kogyo Co Ltd	3,617	MatsukiyoCocokara & Co	7,696
MatsukiyoCocokara & Co	3,601	Katitas	6,784
Snow Peak	3,401	Descente Ltd	6,689
Demae-Can	3,289	JEOL	6,402
Optex Co Ltd	3,207	Uzabase	5,804

Portfolio Statement as at 30 April 2023

Stock description	Holding	Market value £'000	% of total net assets
Communication Services - 6.36% (6.17%)			
Akatsuki	131,700	1,732	0.49
Avex Inc	569,800	5,167	1.47
Bengo4.Com Inc	205,900	3,132	0.89
Freakout Holdings	210,700	1,945	0.55
GA technologies	757,300	4,801	1.36
Kamakura Shinsho	845,700	4,591	1.30
Vector	143,100	1,069	0.30
Consumer Discretionary - 18.07% (12.37%)			
Daikyonishikawa	502,600	1,991	0.56
Demae-Can	958,400	2,111	0.60
Descente Ltd	469,900	11,779	3.34
Istyle	130,200	411	0.12
LITALICO	492,000	6,980	1.98
Locondo	216,900	2,271	0.64
Nifco Inc	373,900	8,487	2.40
Open Door Inc	660,800	5,629	1.59
Seria Co Ltd	259,300	3,668	1.04
Shoei Co Ltd	389,800	5,719	1.62
Snow Peak	455,000	5,458	1.55
Yonex	980,500	9,270	2.63
Consumer Staples - 8.09% (5.83%)			
Cosmos Pharmaceutical	119,800	9,366	2.65
I-ne	112,800	2,129	0.60
Kitanotatsujin Corp	1,312,400	2,392	0.68
MatsukiyoCocokara & Co	296,660	12,601	3.57
Pigeon	168,300	2,077	0.59
Financials - 10.17% (9.92%)			
Anicom Holdings Inc	1,399,200	4,309	1.22
eGuarantee Inc	604,700	7,441	2.11
GMO Financial Gate Inc	126,000	8,039	2.28
GMO Payment Gateway	100,700	6,231	1.77

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Lifenet Insurance	892,300	6,152	1.74
Wealthnavi Inc	533,000	3,697	1.05
Health Care - 7.66% (10.23%)			
Asahi Intecc Co Ltd	598,700	8,550	2.42
JEOL	148,900	3,428	0.97
M3	39,200	760	0.22
Nakanishi	695,900	10,454	2.96
Peptidream	358,000	3,828	1.09
Industrials - 29.48% (34.55%)			
Crowdworks	336,200	2,803	0.79
Harmonic Drive Systems	285,900	6,908	1.96
Infomart Corp	1,002,000	1,698	0.48
Kitz Corp	504,000	2,727	0.77
MonotaRO Co	392,600	4,698	1.33
Nabtesco	159,400	3,036	0.86
Nihon M&A	659,300	3,979	1.13
Nikkiso Co Ltd	667,000	3,706	1.05
Nittoku	242,100	3,694	1.05
Noritsu Koki	322,100	4,188	1.19
OSG Corp	713,800	7,937	2.25
Outsourcing	705,500	5,672	1.61
Raksul Inc	1,114,700	8,969	2.54
Shima Seiki Mfg.	281,200	3,038	0.86
Sho-Bond Holdings Ltd	223,600	7,578	2.15
Technopro Holdings	437,600	9,460	2.68
Toyo Tanso	315,900	7,254	2.06
Tsubaki Nakashima	663,200	3,658	1.04
Tsugami Corp	1,009,900	8,285	2.35
WDB Holdings	91,100	1,078	0.30
Weathernews Inc	91,700	3,643	1.03
Information Technology - 14.98% (12.60%)			
Brainpad	431,700	1,735	0.49

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Broadleaf	394,100	983	0.28
Cybozu Inc	402,300	6,349	1.80
ENECHANGE Ltd.	351,300	2,311	0.66
Horiba	79,400	3,461	0.98
IRISO Electronics Co Ltd	214,400	5,800	1.64
Kohoku Kogyo Co Ltd	70,200	2,071	0.59
Megachips Corp	360,700	6,765	1.92
Nippon Ceramic	143,700	2,273	0.64
Optex Co Ltd	656,200	7,814	2.22
oRo	147,500	2,098	0.59
Poletowin Pitcrew Holdings	663,700	3,545	1.01
SIIX Corp	474,000	3,756	1.06
SpiderPlus & Co	395,100	1,203	0.34
Torex Semiconductor	205,200	2,693	0.76
Materials - 3.32% (3.23%)			
KH Neochem	476,800	6,491	1.84
Kumiai Chemical	990,700	5,216	1.48
Real Estate - 1.87% (2.83%)			
Katitas	427,600	6,616	1.87
Portfolio of investments		352,854	100.00
Net other liabilities - (0.00%) (2.27%)		(15)	(0.00)
Net assets		352,839	100.00

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

Figures in brackets refer to 30 April 2022.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	3,324.50	5,003.61	3,879.11
Return before operating charges*	114.36	(1,609.37)	1,199.79
Operating charges	(53.50)	(69.74)	(75.29)
Return after operating charges*	60.86	(1,679.11)	1,124.50
Distributions	0.00	0.00	0.00
Retained distributions on accumulation shares	0.00	0.00	0.00
Closing net asset value per share	3,385.36	3,324.50	5,003.61
*After direct transaction costs of:	0.70	1.38	0.50
Performance:			
Return after charges	1.83%	(33.56)%	28.99%
Other Information:			
Closing net asset value (£'000)	1,447	4,832	10,365
Closing number of shares	42,737	145,359	207,162
Operating charges	1.53%	1.52%	1.52%
Direct transaction costs ¹	0.02%	0.03%	0.01%
Prices:			
Highest share price (pence)	3,773	5,456	5,578
Lowest share price (pence)	2,990	3,277	3,814

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	4,016.90	5,991.57	4,603.56
Return before operating charges*	136.76	(1,940.42)	1,424.61
Operating charges	(26.29)	(34.25)	(36.60)
Return after operating charges*	110.47	(1,974.67)	1,388.01
Distributions	(32.95)	(16.09)	(12.25)
Retained distributions on accumulation shares	32.95	16.09	12.25
Closing net asset value per share	4,127.37	4,016.90	5,991.57
*After direct transaction costs of:	0.85	1.66	0.59
Performance:			
Return after charges	2.75%	(32.96)%	30.15%
Other Information:			
Closing net asset value (£'000)	173,576	303,700	703,354
Closing number of shares	4,205,503	7,560,551	11,739,054
Operating charges	0.62%	0.62%	0.62%
Direct transaction costs ¹	0.02%	0.03%	0.01%
Prices:			
Highest share price (pence)	4,571	6,555	6,655
Lowest share price (pence)	3,617	3,959	4,527

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	3,642.56	5,455.06	4,199.70
Return before operating charges*	124.21	(1,767.04)	1,299.83
Operating charges	(23.86)	(30.84)	(33.29)
Return after operating charges*	100.35	(1,797.88)	1,266.54
Distributions on income shares	(29.86)	(14.62)	(11.18)
Closing net asset value per share	3,713.05	3,642.56	5,455.06
 *After direct transaction costs of:	 0.77	 1.49	 0.54
Performance:			
Return after charges	2.75%	(32.96)%	30.16%
Other Information:			
Closing net asset value (£'000)	102,294	125,620	219,435
Closing number of shares	2,755,010	3,448,683	4,022,590
Operating charges	0.62%	0.62%	0.62%
Direct transaction costs ¹	0.02%	0.03%	0.01%
Prices:			
Highest share price (pence)	4,145	5,968	6,071
Lowest share price (pence)	3,280	3,605	4,130

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	4,533.53	6,721.81	5,133.85
Return before operating charges*	153.58	(2,187.05)	1,589.29
Operating charges	(0.96)	(1.23)	(1.33)
Return after operating charges*	152.62	(2,188.28)	1,587.96
Distributions	(66.11)	(54.82)	(53.11)
Retained distributions on accumulation shares	66.11	54.82	53.11
Closing net asset value per share	4,686.15	4,533.53	6,721.81
*After direct transaction costs of:	0.96	1.84	0.66
Performance:			
Return after charges	3.37%	(32.55)%	30.93%
Other Information:			
Closing net asset value (£'000)	75,518	86,070	128,610
Closing number of shares	1,611,513	1,898,521	1,913,327
Operating charges	0.02%	0.02%	0.02%
Direct transaction costs ¹	0.02%	0.03%	0.01%
Prices:			
Highest share price (pence)	5,168	7,371	7,448
Lowest share price (pence)	4,086	4,468	5,048

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	3,668.07	5,505.17	4,237.54
Return before operating charges*	125.21	(1,791.28)	1,312.60
Operating charges	(1.17)	(1.00)	(1.09)
Return after operating charges*	124.04	(1,792.28)	1,311.51
Distributions on income shares	(53.42)	(44.82)	(43.88)
Closing net asset value per share	3,738.69	3,668.07	5,505.17
 *After direct transaction costs of:	 0.78	 1.51	 0.54
Performance:			
Return after charges	3.38%	(32.56)%	30.95%
Other Information:			
Closing net asset value (£'000)	4	4	6
Closing number of shares	100	100	100
Operating charges	0.03%	0.02%	0.02%
Direct transaction costs ¹	0.02%	0.03%	0.01%
Prices:			
Highest share price (pence)	4,182	6,037	6,148
Lowest share price (pence)	3,306	3,660	4,168

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

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

Financial Statements

Statement of Total Return for the year ended 30 April 2023

		2023		2022	
	Notes	£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		16,301		(326,263)
Revenue	3	7,160		9,107	
Expenses	4	(2,439)		(4,995)	
Net revenue before taxation		4,721		4,112	
Taxation	5	(716)		(911)	
Net revenue after taxation			4,005		3,201
Total return before distributions			20,306		(323,062)
Distributions	6		(4,007)		(3,241)
Change in net assets attributable to shareholders from investment activities			16,299		(326,303)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2023

	2023		2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		520,226		1,061,770
Amounts receivable on issue of shares	23,066		108,407	
Amounts payable on cancellation of shares	(209,576)		(326,769)	
		(186,510)		(218,362)
Dilution adjustment		373		864
Change in net assets attributable to shareholders from investment activities		16,299		(326,303)
Retained distributions on accumulation shares		2,451		2,257
Closing net assets attributable to shareholders		352,839		520,226

Financial Statements cont.

Balance Sheet as at 30 April 2023

	Notes	2023 £'000	2022 £'000
Assets:			
Fixed assets:			
Investments	13	352,854	508,402
Current assets:			
Debtors	8	3,727	23,563
Cash and bank balances	9	4,262	9,954
Total assets		360,843	541,919
Liabilities:			
Creditors:			
Bank overdrafts	9	(2,171)	(1,183)
Distributions payable		(823)	(504)
Other creditors	10	(5,010)	(20,006)
Total liabilities		(8,004)	(21,693)
Net assets attributable to shareholders		352,839	520,226

Notes to the Financial Statements

1 Net capital gains/(losses)

	2023	2022
	£'000	£'000
Non-derivative securities	16,676	(325,307)
Currency gains/(losses)	(359)	(939)
Transaction costs	(16)	(17)
Net capital gains/(losses)	16,301	(326,263)

2 Purchases, sales and transaction costs

	2023	2022
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	100,996	222,609
Commissions	39	78
Taxes	-	-
Total transaction costs on equity purchases ¹	39	78
Purchases including transaction costs	101,035	222,687

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

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.04	0.04
Taxes on equity purchases	0.00	0.00

	2023	2022
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	273,328	436,093
Commissions	(72)	(152)
Taxes	-	-
Total transaction costs on equity sales ¹	(72)	(152)
Sales net of transaction costs	273,256	435,941

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

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.03)	(0.03)
Taxes on equity sales	0.00	0.00

	2023		2022	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	111	0.02	230	0.03
Taxes	-	0.00	-	0.00
Total direct transaction costs	111	0.02	230	0.03

	2023	2022
	%	%
Average portfolio dealing spread	0.14	0.18

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

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

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

3 Revenue

	2023	2022
	£'000	£'000
Overseas dividends	7,158	9,107
Other income	2	-
Total revenue	7,160	9,107

Notes to the Financial Statements cont.

4 Expenses

	2023	2022
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	2,355	4,830
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	32	61
Bank charges	37	70
Bank overdraft interest	9	19
	78	150
Other expenses:		
Audit fee	6	8
Professional fees	-	7
Total expenses	2,439	4,995

5 Taxation

	2023	2022
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	716	911
Total taxation	716	911

The Fund is subject to corporation tax at 20% (2022: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2023, the Fund had excess management expenses of £30,212,000 (2022: £27,774,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2023	2022
	£'000	£'000
Net revenue before taxation	4,721	4,112
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2022: 20%)	944	822
Effects of:		
Non-taxable overseas dividends	(1,431)	(1,821)
Other income not subject to tax	-	-
Overseas tax on dividends	716	911
Excess management expenses	487	999
Total taxation	716	911

6 Distributions

	2023	2022
	£'000	£'000
Final to 30 April	3,273	2,762
Amounts deducted on cancellation of shares	809	558
Amounts added on issue of shares	(75)	(79)
Total distributions	4,007	3,241

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

7 Reconciliation of net revenue to net distributions for the year

	2023	2022
	£'000	£'000
Net revenue after taxation for the year	4,005	3,201
Add capital transfers for deficits of income	2	40
Add distributable revenue brought forward	-	-
Less distributable revenue carried forward	-	-
Net distributions for the year	4,007	3,241

Notes to the Financial Statements cont.

8 Debtors

	2023	2022
	£'000	£'000
Receivable for issue of shares	-	97
Sales awaiting settlement	2,441	21,882
Accrued income	1,284	1,581
VAT recoverable	1	3
Other debtors	1	-
Total debtors	3,727	23,563

9 Cash and bank balances

	2023	2022
	£'000	£'000
Sterling bank accounts	2,138	1,388
Foreign currency bank accounts	2,124	8,566
	4,262	9,954
Sterling bank accounts overdrawn	(2,171)	(1,183)
Total cash and bank balances	2,091	8,771

10 Other creditors

	2023	2022
	£'000	£'000
Payable for cancellation of shares	2,584	3,289
Purchases awaiting settlement	2,271	16,464
Due to the ACD or associates	135	231
Due to the Depositary or associates	12	14
Other accrued expenses	8	8
Total other creditors	5,010	20,006

11 Related party transactions

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

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

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Shares held by the ACD and associates of the ACD

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

	2023	2022
	%	%
ACD and associates of the ACD	15.65	12.69

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.22	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.23
A Accumulation Shares	145,359	5,086	(33,311)	(74,397)	42,737
B Accumulation Shares	7,560,551	364,037	(3,779,585)	60,500	4,205,503
B Income Shares	3,448,683	142,808	(837,066)	585	2,755,010
C Accumulation Shares	1,898,521	40,614	(327,622)	-	1,611,513
C Income Shares	100	100	(100)	-	100

13 Basis of valuation

	2023	2022
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	352,854	508,402
Level 2: Observable market data	-	-
Level 3: Unobservable data	-	-
Total	352,854	508,402

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

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

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2023			2022		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Japanese yen	2,124	352,854	354,978	8,566	508,402	516,968
UK sterling	(33)	-	(33)	205	-	205

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

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

Distribution Table

Final distribution for the year ended 30 April 2023

Group 1 : shares purchased prior to 1 May 2022

Group 2 : shares purchased 1 May 2022 to 30 April 2023

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.23)	Distribution (paid/accumulated 30.06.22)
	30.04.23 pence per share	30.04.23 pence per share	30.04.23 pence per share	30.04.22 pence per share
A Accumulation				
Group 1	-	-	-	-
Group 2	-	-	-	-
B Accumulation				
Group 1	32.95000	-	32.95000	16.09000
Group 2	22.93771	10.01229	32.95000	16.09000
B Income				
Group 1	29.86000	-	29.86000	14.62000
Group 2	20.21021	9.64979	29.86000	14.62000
C Accumulation				
Group 1	66.11000	-	66.11000	54.82000
Group 2	41.62088	24.48912	66.11000	54.82000
C Income				
Group 1	53.42000	-	53.42000	44.82000
Group 2	53.42000	-	53.42000	44.82000

BAILLIE GIFFORD

Baillie Gifford Pacific Fund

a sub-fund of Baillie Gifford Overseas Growth Funds ICVC

*Annual Report & Financial Statements
for the year ended 30 April 2023*



Baillie Gifford Pacific Fund

Investment Objective

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

Investment Policy

The Fund will invest at least 90% directly or indirectly in shares of companies of any size and in any sector in Asia (excluding Japan) and Australasia. The Fund will invest in companies which are listed, incorporated, domiciled or conducting a significant portion of their business in Asia (excluding Japan) and Australasia. The indirect investment will be through collective investment schemes. The Fund may also invest in other transferable securities of companies in Asia (excluding Japan) and Australasia as well as money market instruments. The Fund will be actively managed.

Risk and Reward Profile

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



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

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

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

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

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

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

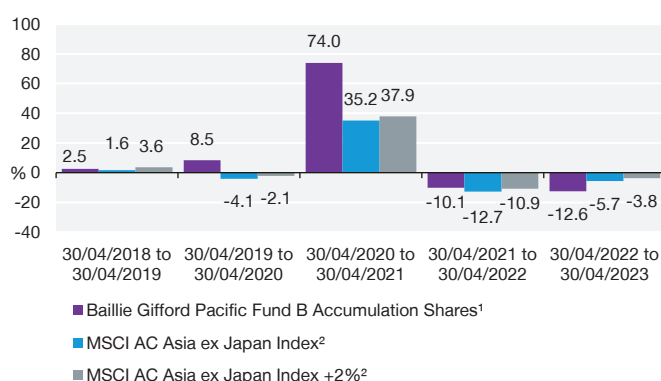
You could lose your investment due to global factors like natural disasters, pandemics, or through developments such as military conflict, or changes in government policies.

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

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

Investment Report

Past Performance



The performance figures shown in this graph are for Class B Accumulation Shares. Performance figures reflect the annual management charge of 0.65%. Performance for the other share classes in issue can be obtained by contacting Client Relations. You should be aware that past performance is not a guide to future performance.

Performance

The investment objective of the Fund is to outperform (after deduction of costs) the MSCI AC Asia ex Japan Index (the 'Index') by at least 2% per annum (the 'target return') over rolling five-year periods. For the year to 30 April 2023 the return on B Accumulation Shares was -12.6%³ compared to the Index of -5.7%² and the target return of -3.8%². We fully appreciate that this is tough whether you are a longstanding client or a newer investor in the Fund. While periods of underperformance are inevitable given our style of investment, none of us enjoy these. That said, we believe that short-term performance measurements are of limited relevance in assessing investment ability and would suggest that five years is a more sensible timeframe over which to judge performance. Over that period, the annualised return on B Accumulation Shares was 8.7%³ compared to the Index of 1.7%² and the target return of 3.7%².

Market Environment

Investors could be forgiven for losing patience with an asset class that has produced plenty of volatility but little in the way of excess returns over the last decade. Globally, markets continue to contend with Russia's invasion of Ukraine and its ramifications, and the pace and magnitude of the Federal Reserve's interest rate rises (and the risk of a US recession).

The relatively modest financial stimulus and the monetary response observed across emerging Asia in response to the pandemic stands in stark contrast to the many trillions of US dollars desperately deployed by western economies. For much of the developed world, we worry that such profligacy will be a financial burden for years to come, leading to slower growth and unforeseen issues. In contrast, therefore, we view emerging Asia as an attractive alternative for capital flows. At the start of 2023, we've seen the impact of interest rate rises devastating some western banks. As confidence in their health has waned, there's been a run on their deposits and rapid Government intervention as a result.

¹Source: FE, 10am dealing prices, income accumulated. ²Source: Revolution and MSCI, total return in sterling terms. The target return outperformance is compounded daily therefore the Index return plus the outperformance will not equal the target return. Please see Disclaimer on page 281. ³Source: Baillie Gifford & Co Limited, 10am dealing prices, income accumulated. You should be aware that past performance is not a guide to future performance.

Investment Report cont.

Compare this with much of Asia and the picture looks rather different. The problems we've seen in developed market financials have stemmed from a rapid move away from ZIRP (zero interest rate policy) to higher interest rates and the resultant impact of increasingly mismatched positions within some banks. In emerging Asia, most banks have been operating against a different backdrop for some time, where rates have been both structurally higher and more volatile.

Performance

Much of what happened over the last year or so has been detrimental to growth stocks and it has been a weak year for performance. The Fund has underperformed in both absolute and relative terms. That said, our investment horizon remains five years and we do take comfort from the fact that the operational performance across the majority of the Fund's holdings has been strong.

A top contributor to relative returns over the period includes Zijin Mining (Zijin). Zijin is China's largest miner of gold and copper. 2022 revenue grew by 20% year-over-year and net profit grew by 28%, a record high. We believe Zijin is set to benefit from the supply-demand imbalance in metals and minerals as the world pushes forward the green agenda. As a small step in the right direction, the company acknowledges various ESG concerns, and is now disclosing an additional 200+ ESG details and has set goals to achieve carbon peak before 2029 and carbon neutral before 2050.

On the other hand, JD.com (JD), one of the major ecommerce players in China, detracted from performance over the last year. Slower revenue growth and the ongoing RMB10 billion subsidy program has weighed on the share price. In a weaker macro environment, JD turned their focus to lowering costs and increasing efficiencies. Nevertheless, management expect an acceleration in top line growth in 2023 and an improvement in margins. Our thesis on the competitive advantage of this company remains largely unchanged. We believe it has a structural advantage in ecommerce logistics, as well as a reputation for quality that others cannot boast.

Notable Transactions

The new buys over the period included Silergy and Baidu.com.

Silergy has a speciality in analog chips and is a founder led company with a strong niche competitive advantage. We admire the commitment to R&D and expertise in process technology.

Baidu is China's leading search engine and has many other exciting business areas centring around its technology leadership in the Artificial Intelligence (AI) field. We believe returns to Baidu's shareholders are likely to be very attractive as the cyclical headwinds affecting its operational performance abate and the value of its assets out-with search become more apparent.

The notable complete sales over the period included ICICI Lombard and IDFC First Bank.

We sold the Fund's holding in ICICI Lombard because, while it remains the leading general insurance company in India, we are concerned about the level of price competition in its markets. This has been limiting its ability to both increase returns and grow the business at the pace that the current valuation would demand. As a consequence, we have used this as a source of funds for investments where we see more scope for upside.

We sold the holding in IDFC First Bank (IDFC) because operationally IDFC has failed to deliver the performance we had hoped for. With the merger of HDFC Bank and HDFC Limited (HDFC), we believe HDFC to be a significantly more attractive investment opportunity and have funded this from IDFC.

Baillie Gifford & Co, 11 May 2023

Principal Holdings as at 30 April 2023

Investment	Percentage of total Fund
TSMC	4.55
Ping An Insurance	4.21
Reliance Industries Ltd	3.99
Samsung SDI Co Ltd	3.05
CNOOC	3.00
Merdeka Copper Gold	2.91
Tata Group	2.77
Zijin Mining Group Co Ltd 'H'	2.60
Samsung Electronics	2.54
ICICI	2.52

Material Portfolio Changes for the year ended 30 April 2023

Largest Purchases	Cost £'000	Largest Sales	Proceeds £'000
Alibaba Group Holding	51,993	Tata Motors Ltd ADR	50,876
Ping An Insurance	48,625	Midea Group 'A' - Local P Note (CLSA)	34,478
Tata Motors Ltd	43,945	Vedanta Ltd	34,013
CNOOC	43,621	Hoa Phat Group	33,979
HDFC Limited	34,727	Merdeka Copper Gold	33,648
Midea Group 'A'	32,013	AU Small Finance Bank	29,032
Silergy	31,267	TSMC	24,976
Baidu.com Group Holding	29,191	Samsung SDI Co Ltd	24,953
Delhivery Ltd	25,014	Jiangxi Copper Co Ltd	24,808
Meituan	15,785	ICICI Lombard	24,190

Portfolio Statement as at 30 April 2023

Stock description	Holding	Market value £'000	% of total net assets
China - 36.69% (30.45%)			
Alibaba Group Holding	6,268,760	52,131	2.19
Baidu.com Group Holding	1,695,500	19,882	0.84
Brilliance China Automotive	10,884,000	3,618	0.15
China Conch Venture Environment Protection	5,342,000	1,321	0.05
China Conch Venture Holdings Limited	6,597,500	8,332	0.35
China Oilfield Services Ltd 'H'	28,250,000	26,313	1.11
CNOOC	54,933,000	71,265	3.00
Dada Nexus Ltd ADR	2,292,230	11,034	0.46
Geely Automobile Holdings	13,574,000	13,276	0.56
Guangzhou Kingmed 'A'	1,644,118	15,444	0.65
Han's Laser Technology 'A'	4,183,530	12,544	0.53
Huayu Auto Systems 'A'	4,494,002	8,453	0.36
JD.com	3,621,739	49,885	2.10
Jiangxi Copper Co Ltd	13,611,000	19,175	0.81
KE Holdings (HK Line)	2,854,196	11,861	0.50
KE Holdings ADR	246,451	3,076	0.13
Kingdee Int'l Software Group	13,268,000	16,137	0.68
Kuaishou Technology	3,397,800	17,666	0.74
Li Ning	4,149,000	23,465	0.99
LONGi Green Energy Technology 'A'	6,053,550	24,241	1.02
Lufax Holding Ltd	3,882,464	5,251	0.22
Meituan	2,912,110	39,255	1.65
Midea Group 'A'	5,412,480	35,292	1.49
Minth Group	4,562,000	10,426	0.44
MMG Ltd	207,160,000	59,839	2.52
Nexteer	33,788,000	14,999	0.63
Ningbo Peacebird 'A'	6,244,759	16,143	0.68
Ping An Bank 'A'	11,475,368	16,538	0.70
Ping An Insurance	14,522,500	83,383	3.51
Silergy	1,893,000	23,515	0.99
Tencent	1,135,200	39,602	1.67
Wuxi Lead Intelligent Equip. 'A'	2,605,407	11,444	0.48
Zai Lab HK Line	4,930,300	13,592	0.57
Zhejiang Supor Co Ltd	5,311,334	31,412	1.32

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Zijin Mining Group Co Ltd 'H'	46,238,000	61,860	2.60
Hong Kong - 1.07% (1.11%)			
Hong Kong Exchanges & Clearing	249,700	8,200	0.35
Techtronic Industries	2,015,000	17,226	0.72
India - 18.63% (20.59%)			
Delhivery Ltd	5,521,211	20,096	0.85
DLF Ltd	7,585,416	31,430	1.32
HDFC Limited	2,085,067	56,264	2.37
ICICI Bank ADR	2,091,901	37,847	1.59
ICICI Prudential Life Insurance	5,235,512	22,116	0.93
Indiabulls Real Estate	29,788,258	21,083	0.89
PB Fintech	2,000,418	11,671	0.49
Phoenix Mills	2,817,900	39,606	1.67
Reliance Industries Ltd	4,024,012	94,693	3.99
Star Health	2,223,893	12,782	0.54
Tata Motors Ltd	9,958,569	46,951	1.98
Tata Steel Ltd	17,923,160	18,810	0.79
Vedanta Ltd	10,716,910	29,105	1.22
Indonesia - 10.12% (10.80%)			
Bank Mandiri	134,672,800	37,797	1.59
Bank Rakyat Indonesia	193,607,206	53,550	2.26
Merdeka Copper Gold	324,786,905	69,224	2.91
Nickel Mines	54,222,716	27,084	1.14
PT Astra International	93,802,600	34,212	1.44
PT Vale Indonesia	49,288,500	18,578	0.78
Kazakhstan - 1.04% (0.72%)			
Kaspi.Kz JSC GDR	379,178	24,768	1.04
Singapore - 2.76% (2.73%)			
Jadestone Energy	17,198,548	8,943	0.38

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
SEA Ltd ADR	935,366	56,685	2.38
South Korea - 11.54% (13.49%)			
Coupang	1,435,700	19,144	0.81
Eo Technics Co Ltd	471,200	24,369	1.03
Hyundai Mipo Dockyard	620,928	27,056	1.14
Koh Young Technology	3,010,106	23,638	0.99
Samsung Electronics Pref	1,826,471	60,367	2.54
Samsung Engineering Co Ltd	2,731,594	47,171	1.98
Samsung SDI Co Ltd	176,241	72,393	3.05
Taiwan - 9.12% (8.85%)			
Accton Technology	4,440,000	34,357	1.45
AirTac International Group	634,167	18,135	0.76
Bizlink	1,427,000	9,676	0.41
Eden Biologics Inc ¹	1,327,302	70	0.00
Genius Electronic Optical Co Ltd	1,065,000	10,198	0.43
Mediatek	2,103,000	36,192	1.52
TSMC	8,328,091	107,980	4.55
Vietnam - 7.00% (9.50%)			
Binh Minh Plastics	1,039,620	2,725	0.12
HDBank	57,137,768	36,428	1.53
Hoa Phat Group	30,425,401	22,287	0.94
JSC Bank for Foreign Trade of Vietnam	3,323,408	10,188	0.43
Military Commercial Joint Bank	37,070,424	23,131	0.97
Vietnam Enterprise	8,759,437	46,600	1.96
Vietnam Prosperity Joint Stock Commercial Bank	14,509,078	9,792	0.41
Viglacera Corp	6,656,794	7,506	0.32
Vinh Hoan	3,740,900	7,637	0.32

Portfolio Statement as at 30 April 2023 cont.

Stock description	Holding	Market value £'000	% of total net assets
Portfolio of investments		2,327,431	97.97
Net other assets - 2.03% (1.76%)		48,138	2.03
Net assets		2,375,569	100.00

¹Eden Biologics Inc (formerly JHL Biotech Inc) delisted from the Taipei (Taiwanese) stock exchange on 21 February 2018. The Board of Directors were of the view that the voluntary delisting was in the best interest of the company and its shareholders; the intention was to relist on an overseas exchange at a later date. Subsequent to delisting, the company has since carved out its operations forming two separate companies, Eden Biologics Inc and Chime Biologics Ltd. Eden Biologics has been valued at the Investment Advisor's valuation using trading multiples, reflecting the trading conditions and company specific news. The company is seeking routes to raise new capital. Chime Biologics Ltd was sold by Baillie Gifford Pacific Fund during the financial year ended 30 April 2021.

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

Figures in brackets refer to 30 April 2022.

Comparative Tables

Comparative Table: A Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,058.06	1,190.62	672.94
Return before operating charges*	(129.80)	(114.44)	533.76
Operating charges	(15.51)	(18.12)	(16.08)
Return after operating charges*	(145.31)	(132.56)	517.68
Distributions	(6.15)	0.00	0.00
Retained distributions on accumulation shares	6.15	0.00	0.00
Closing net asset value per share	912.75	1,058.06	1,190.62
*After direct transaction costs of:	0.87	0.93	1.45
Performance:			
Return after charges	(13.73)%	(11.13)%	76.93%
Other Information:			
Closing net asset value (£'000)	7,898	23,518	21,097
Closing number of shares	865,279	2,222,790	1,771,902
Operating charges	1.61% ¹	1.56%	1.55%
Direct transaction costs ²	0.09%	0.08%	0.14%
Prices:			
Highest share price (pence)	1,052	1,282	1,327
Lowest share price (pence)	837.6	941.1	658.0

Comparative Tables cont.

Comparative Table: B Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,243.72	1,387.72	777.73
Return before operating charges*	(153.13)	(134.39)	618.69
Operating charges	(8.53)	(9.61)	(8.70)
Return after operating charges*	(161.66)	(144.00)	609.99
Distributions	(16.90)	(4.62)	(4.47)
Retained distributions on accumulation shares	16.90	4.62	4.47
Closing net asset value per share	1,082.06	1,243.72	1,387.72
*After direct transaction costs of:	1.02	1.08	1.72
Performance:			
Return after charges	(13.00)%	(10.38)%	78.43%
Other Information:			
Closing net asset value (£'000)	2,178,882	3,122,262	2,728,786
Closing number of shares	201,363,380	251,042,538	196,637,506
Operating charges	0.75% ¹	0.71%	0.71%
Direct transaction costs ²	0.09%	0.08%	0.14%
Prices:			
Highest share price (pence)	1,237	1,502	1,544
Lowest share price (pence)	988.7	1,105	760.5

Comparative Tables cont.

Comparative Table: B Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	980.46	1,098.06	617.32
Return before operating charges*	(120.72)	(106.32)	491.09
Operating charges	(6.71)	(7.62)	(6.80)
Return after operating charges*	(127.43)	(113.94)	484.29
Distributions on income shares	(13.31)	(3.66)	(3.55)
Closing net asset value per share	839.72	980.46	1,098.06
*After direct transaction costs of:			
	0.81	0.86	1.34
Performance:			
Return after charges	(13.00)%	(10.38)%	78.45%
Other Information:			
Closing net asset value (£'000)	188,779	224,416	239,257
Closing number of shares	22,481,165	22,888,940	21,789,026
Operating charges	0.75% ¹	0.71%	0.71%
Direct transaction costs ²	0.09%	0.08%	0.14%
Prices:			
Highest share price (pence)	974.8	1,188	1,226
Lowest share price (pence)	779.5	874.5	603.7

Comparative Tables cont.

Comparative Table: C Accumulation Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	1,416.65	1,570.49	874.51
Return before operating charges*	(174.84)	(152.76)	696.56
Operating charges	(1.30)	(1.08)	(0.58)
Return after operating charges*	(176.14)	(153.84)	695.98
Distributions	(27.68)	(15.19)	(16.25)
Retained distributions on accumulation shares	27.68	15.19	16.25
Closing net asset value per share	1,240.51	1,416.65	1,570.49
*After direct transaction costs of:	1.17	1.23	1.36
Performance:			
Return after charges	(12.43)%	(9.80)%	79.59%
Other Information:			
Closing net asset value (£'000)	1	1	2
Closing number of shares	100	100	100
Operating charges	0.10% ¹	0.07%	0.06%
Direct transaction costs ²	0.09%	0.08%	0.14%
Prices:			
Highest share price (pence)	1,409	1,705	1,746
Lowest share price (pence)	1,130	1,258	855.1

Comparative Tables cont.

Comparative Table: C Income Shares

	Financial Year Ended 30 April 2023 (pence per share)	Financial Year Ended 30 April 2022 (pence per share)	Financial Year Ended 30 April 2021 (pence per share)
Change in net assets per share:			
Opening net asset value per share	987.10	1,106.15	621.13
Return before operating charges*	(121.78)	(107.57)	495.20
Operating charges	(0.90)	(0.76)	(0.56)
Return after operating charges*	(122.68)	(108.33)	494.64
Distributions on income shares	(19.31)	(10.72)	(9.62)
Closing net asset value per share	845.11	987.10	1,106.15

*After direct transaction costs of:	0.81	0.87	1.31
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Performance:

Return after charges	(12.43)%	(9.79)%	79.64%
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Other Information:

Closing net asset value (£'000)	9	10	11
Closing number of shares	1,000	1,000	1,000
Operating charges	0.10% ¹	0.07%	0.06%
Direct transaction costs ²	0.09%	0.08%	0.14%

Prices:

Highest share price (pence)	981.5	1,201	1,240
Lowest share price (pence)	787.3	885.9	607.5

¹Changes to methodology in the Investment Association's Guidance on Disclosure of Fund Charges and Costs (July 2020, updated January 2022) were effective from 30 June 2022 and resulted in increased ongoing charges figures for the Fund. Ongoing charges disclosures now include indirect fees associated with holding closed-ended investment funds. This does not necessarily mean that fund expenses have increased, rather that a new way of showing them has been introduced. As at April 30, 2023, the operating charges includes 0.04% of indirect costs associated with holding closed-ended investment funds.

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

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

Financial Statements

Statement of Total Return for the year ended 30 April 2023

		2023		2022	
	Notes	£'000	£'000	£'000	£'000
Income					
Net capital gains/(losses)	1		(451,840)		(457,156)
Revenue	3	69,478		39,123	
Expenses	4	(19,314)		(24,818)	
Net revenue before taxation		50,164		14,305	
Taxation	5	(7,776)		(3,661)	
Net revenue after taxation			42,388		10,644
Total return before distributions			(409,452)		(446,512)
Distributions	6		(42,399)		(10,772)
Change in net assets attributable to shareholders from investment activities			(451,851)		(457,284)

Statement of Change in Net Assets Attributable to Shareholders for the year ended 30 April 2023

	2023		2022	
	£'000	£'000	£'000	£'000
Opening net assets attributable to shareholders		3,370,207		2,989,153
Amounts receivable on issue of shares	226,870		1,391,547	
Amounts payable on cancellation of shares	(806,461)		(569,461)	
		(579,591)		822,086
Dilution adjustment		2,720		4,654
Change in net assets attributable to shareholders from investment activities		(451,851)		(457,284)
Retained distributions on accumulation shares		34,084		11,598
Closing net assets attributable to shareholders		2,375,569		3,370,207

Financial Statements cont.

Balance Sheet as at 30 April 2023

	Notes	2023 £'000	2022 £'000
Assets:			
Fixed assets:			
Investments	13	2,327,431	3,310,834
Current assets:			
Debtors	8	5,422	8,643
Cash and bank balances	9	87,497	66,785
Total assets		2,420,350	3,386,262
Liabilities:			
Creditors:			
Bank overdrafts	9	(36,338)	-
Distributions payable		(2,992)	(838)
Other creditors	10	(5,451)	(15,217)
Total liabilities		(44,781)	(16,055)
Net assets attributable to shareholders		2,375,569	3,370,207

Notes to the Financial Statements

1 Net capital gains/(losses)

	2023	2022
	£'000	£'000
Non-derivative securities	(455,006)	(455,895)
Currency gains/(losses)	3,202	(1,199)
Transaction costs	(36)	(62)
Net capital gains/(losses)	(451,840)	(457,156)

2 Purchases, sales and transaction costs

	2023	2022
	£'000	£'000
Purchases and transaction costs		
Gross purchases of equities excluding transaction costs	462,972	1,541,719
Commissions	291	855
Taxes	433	720
Total transaction costs on equity purchases ¹	724	1,575
Purchases including transaction costs	463,696	1,543,294

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

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity purchases	0.06	0.06
Taxes on equity purchases	0.09	0.05

	2023	2022
	£'000	£'000
Sales and transaction costs		
Gross sales of equities excluding transaction costs	990,024	740,882
Commissions	(521)	(400)
Taxes	(1,267)	(700)
Total transaction costs on equity sales ¹	(1,788)	(1,100)
Sales net of transaction costs	988,236	739,782

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

Notes to the Financial Statements cont.

2 Purchases, sales and transaction costs (continued)

	2023	2022
	%	%
Transaction costs as a percentage of principal amount		
Commission on equity sales	(0.05)	(0.05)
Taxes on equity sales	(0.13)	(0.09)

	2023		2022	
	£'000	% of average NAV	£'000	% of average NAV
Portfolio transaction costs				
Commissions	812	0.03	1,255	0.04
Taxes	1,700	0.06	1,420	0.04
Total direct transaction costs	2,512	0.09	2,675	0.08

	2023	2022
	%	%
Average portfolio dealing spread	0.20	0.21

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

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

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

3 Revenue

	2023	2022
	£'000	£'000
UK dividends	295	205
Overseas dividends	68,625	38,912
Bank interest	549	6
Other income	9	-
Total revenue	69,478	39,123

Notes to the Financial Statements cont.

4 Expenses

	2023	2022
	£'000	£'000
Payable to the ACD, associates of the ACD and agents of either of them:		
Annual management charge	17,764	22,732
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fee	181	230
Bank charges	1,310	1,792
	1,491	2,022
Other expenses:		
Audit fee	9	9
Non-audit fees paid to auditors	28	19
Professional fees	22	36
	59	64
Total expenses	19,314	24,818

5 Taxation

	2023	2022
	£'000	£'000
Analysis of charge in the year		
Corporation tax	-	-
Overseas tax	7,776	3,661
Total taxation	7,776	3,661

The Fund is subject to corporation tax at 20% (2022: 20%), however, the majority of dividends received by the Fund are not liable to corporation tax. Accordingly, the tax deductible expenses substantially exceed the taxable income of the Fund and, as a result, there is no corporation tax charge.

At 30 April 2023, the Fund had excess management expenses of £69,398,000 (2022: £51,032,000) which have not been recognised as a deferred tax asset. This is because the Fund is not expected to generate taxable income in a future period in excess of the deductible expenses of that future period and, accordingly, the Fund is unlikely to be able to reduce future tax liabilities through the use of existing excess expenses.

Notes to the Financial Statements cont.

5 Taxation (continued)

The tax charge is explained as follows:

	2023	2022
	£'000	£'000
Net revenue before taxation	50,164	14,305
Net revenue before taxation multiplied by the standard rate of corporation tax of 20% (2022: 20%)	10,033	2,861
Effects of:		
Non-taxable UK dividends	(59)	(41)
Non-taxable overseas dividends	(13,645)	(7,781)
Other income not subject to tax	(2)	-
Overseas tax on dividends	7,776	3,661
Excess management expenses	3,673	4,961
Total taxation	7,776	3,661

6 Distributions

	2023	2022
	£'000	£'000
Final to 30 April	37,075	12,436
Amounts deducted on cancellation of shares	8,208	1,140
Amounts added on issue of shares	(2,884)	(2,804)
Total distributions	42,399	10,772

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

7 Reconciliation of net revenue to net distributions for the year

	2023	2022
	£'000	£'000
Net revenue after taxation for the year	42,388	10,644
Add capital transfers for deficits of income	-	131
Add distributable revenue brought forward	21	18
Less distributable revenue carried forward	(10)	(21)
Net distributions for the year	42,399	10,772

Notes to the Financial Statements cont.

8 Debtors

	2023	2022
	£'000	£'000
Receivable for issue of shares	1,599	7,981
Accrued income	3,563	650
VAT recoverable	10	12
Other debtors	250	-
Total debtors	5,422	8,643

9 Cash and bank balances

	2023	2022
	£'000	£'000
Sterling bank accounts	34,717	13,693
Foreign currency bank accounts	52,780	53,092
	87,497	66,785
Sterling bank accounts overdrawn	(34,687)	-
Foreign currency bank accounts overdrawn	(1,651)	-
	(36,338)	-
Total cash and bank balances	51,159	66,785

10 Other creditors

	2023	2022
	£'000	£'000
Payable for cancellation of shares	370	4,752
Due to the ACD or associates	1,218	1,735
Due to the Depositary or associates	233	270
Capital gains tax provision	3,621	8,439
Other accrued expenses	9	21
Total other creditors	5,451	15,217

11 Related party transactions

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

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

Notes to the Financial Statements cont.

11 Related party transactions (continued)

Shares held by the ACD and associates of the ACD

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

	2023	2022
	%	%
ACD and associates of the ACD	0.00	0.00

12 Reconciliation of shares in issue

	Shares in issue as at 30.04.22	Shares issued	Shares cancelled	Shares converted	Shares in issue as at 30.04.23
A Accumulation Shares	2,222,790	364,753	(1,261,726)	(460,538)	865,279
B Accumulation Shares	251,042,538	17,438,023	(67,482,015)	364,834	201,363,380
B Income Shares	22,888,940	3,312,555	(3,750,536)	30,206	22,481,165
C Accumulation Shares	100	100	(100)	-	100
C Income Shares	1,000	1,000	(1,000)	-	1,000

13 Basis of valuation

	2023	2022
	Assets	Assets
	£'000	£'000
Level 1: Quoted prices	2,327,361	3,306,272
Level 2: Observable market data	-	-
Level 3: Unobservable data ¹	70	4,561
Total	2,327,431	3,310,834

¹For further information on the assets included in Level 3, as at 30 April 2023, please refer to the Portfolio Statement. Brilliance China Automotive resumed trading during the year and subsequently moved from level 3 to level 1.

Notes to the Financial Statements cont.

14 Derivatives and other financial instruments

Currency exposures

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

Currency	Net currency assets/(liabilities)			Net currency assets/(liabilities)		
	2023			2022		
	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000	Monetary exposures £'000	Non-monetary exposures £'000	Total £'000
Australian dollar	-	27,084	27,084	-	36,962	36,962
Chinese yuan	-	171,510	171,510	-	197,095	197,095
Hong Kong dollar	-	682,709	682,709	-	756,809	756,809
Indian rupee	(1,651)	404,608	402,957	87	600,423	600,510
Indonesian rupiah	-	213,362	213,362	-	327,070	327,070
South Korean won	48	254,994	255,042	51	436,254	436,306
Taiwanese dollar	179	240,124	240,303	187	298,376	298,563
UK sterling	30	55,543	55,573	13,693	91,289	104,981
US dollar	52,553	157,805	210,358	52,672	321,289	373,961
Vietnamese dong	-	119,694	119,694	95	245,266	245,362

Short term debtors and creditors have not been disclosed.

Totals may not sum due to rounding.

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

Distribution Table

Final distribution for the year ended 30 April 2023

Group 1 : shares purchased prior to 1 May 2022

Group 2 : shares purchased 1 May 2022 to 30 April 2023

	Net Revenue (dividend distribution)	Equalisation	Distribution (paid/accumulated 30.06.23)	Distribution (paid/accumulated 30.06.22)
	30.04.23 pence per share	30.04.23 pence per share	30.04.23 pence per share	30.04.22 pence per share
A Accumulation				
Group 1	6.15000	-	6.15000	-
Group 2	-	6.15000	6.15000	-
B Accumulation				
Group 1	16.90000	-	16.90000	4.62000
Group 2	4.04200	12.85800	16.90000	4.62000
B Income				
Group 1	13.31000	-	13.31000	3.66000
Group 2	3.21662	10.09338	13.31000	3.66000
C Accumulation				
Group 1	27.68000	-	27.68000	15.19000
Group 2	27.68000	-	27.68000	15.19000
C Income				
Group 1	19.31000	-	19.31000	10.72000
Group 2	19.31000	-	19.31000	10.72000

General Information

Dilution Adjustment

A sub-fund suffers dilution (reduction) in the value of the Scheme Property attributable to it because the actual costs of buying or selling investments for the sub-fund deviate from the mid-market values generally used in calculating the price of shares in the sub-fund. Such deviation may occur as a result of the costs (which may include dealing charges and taxes) incurred in dealing in such investments and of any spread between the buying and selling prices of such investments. It is not possible to predict accurately whether dilution is likely to occur.

The COLL Rules allow the cost of dilution to be (1) met directly from the Scheme Property attributable to the sub-fund or (2) addressed by the imposition on investors of a dilution levy on the issue by the Company, subscriptions facilitated by the ACD, cancellation by the Company or redemption by the ACD of shares in the sub-fund or (3) dealt with by means of a dilution adjustment, which is the policy which has been adopted by the ACD in relation to the sub-funds of the Company. With a view to mitigating the effects of dilution, the ACD therefore reserves the right at its sole discretion to make a dilution adjustment in the calculation of the dealing price, and thereby swing the dealing price, of shares in any sub-fund of the Company if in its opinion the existing shareholders (for net purchases of shares) or remaining shareholders (for net redemptions of shares) might otherwise be adversely affected. By 'purchases' of shares we mean issues by the Company and subscriptions facilitated by the ACD and by 'redemptions' of shares we mean cancellations by the Company and redemptions by the ACD.

The COLL Rules acknowledge that the need to make a dilution adjustment may depend on the volume of purchases of shares or redemptions of shares. Accordingly, the ACD reserves the right at its sole discretion to impose a dilution adjustment in the following circumstances:

- (a) If the sub-fund is experiencing steady decline (net outflow of investment).
- (b) If the sub-fund is experiencing steady growth (net inflow of investment).

- (c) If the sub-fund is experiencing large levels of net purchases or net redemptions relative to its size.
- (d) Where the sub-fund experiences net purchases or net redemptions on any Dealing Day exceeding a particular value or a particular percentage of the value of the sub-fund.
- (e) In any other circumstances where the ACD believes it will be in the interests of shareholders to make a dilution adjustment.

The ACD is currently of the opinion that it is in the best interests of shareholders in the Company to make a dilution adjustment whenever dealings in the shares of any sub-fund result in shares in that sub-fund being issued or cancelled by the Company. The ACD believes that this policy should result in no significant dilution occurring. The adjustment will take account of any spread between the buying and selling prices of the relevant sub-fund's investments and the costs (which may include dealing charges and taxes) of acquiring or disposing of such investments, as the case may be.

The level of the dilution adjustment is set by the ACD based on prevailing market conditions. Where liquidity is restricted and trading in size in the portfolio's investments results in significant movement in the prices of these investments the ACD may adjust the level of the dilution adjustment to protect the interests of the ongoing investors in a sub-fund. The ACD has thresholds for the sub-funds for daily net inflows or outflows of cash into or out of the sub-funds. Above these thresholds, which vary by sub-fund and according to market conditions, the ACD will increase the dilution adjustment to reflect the increased dealing costs incurred by the sub-funds as a result of larger inflows and outflows. A consequence of this policy is, however, that smaller transactions made on any day that the relevant threshold is exceeded will also trade at the price incorporating the higher adjustment and this may lead to increased dealing costs. Whether an adjustment may be necessary will depend upon the net movement into or out of a sub-fund on any given day and on the underlying market conditions on that day and it is therefore not possible to predict when an adjustment may be made.

General Information cont.

Dilution Adjustment cont.

On any Dealing Day when the Company neither issues nor cancels shares in a sub-fund the price of shares in that sub-fund will not contain any dilution adjustment.

This policy to swing the dealing price will be subject to regular review and may change. The ACD's decision on whether or not to make a dilution adjustment, and on what level of adjustment to make in particular circumstances or generally, will not prevent it from making a different decision in similar circumstances in the future.

Where a dilution adjustment is applied, it will increase the dealing price when there are net inflows into the relevant sub-fund and decrease the dealing price when there are net outflows. The dealing price of each class of share in a sub-fund will be calculated separately but any dilution adjustment will in percentage terms affect the dealing price of shares of each class identically.

On the occasions when no dilution adjustment is made there may be an adverse impact on the value of the Scheme Property attributable to the relevant sub-fund.

Stamp Duty Reserve Tax ('SDRT')

Generally, there will be no SDRT charge when shareholders surrender or redeem shares. However, where the redemption is satisfied by a non-pro rata in-specie redemption, then a charge to SDRT may apply.

Taxation Reporting

In order to fulfil its legal obligations, the ACD is required to collect and report certain information about shareholders (and in some circumstances the shareholder's controlling persons), including their identity, tax residency, tax status and financial information relating to their shareholding. Shareholders must provide the ACD with any information required to meet these obligations, and may also be asked to provide self-certifications and tax reference numbers or the equivalent. The ACD reserves the right to refuse an

application for shares or a transfer of shares until it receives a declaration as to the shareholder's tax residency or status in the form prescribed by the ACD.

The ACD is also required to provide to HMRC certain information regarding shareholders, payments made to shareholders and proceeds arising on the disposal of shares, and HMRC may pass such information on to the tax authorities of another jurisdiction.

Share Classes

The net asset value per share and the number of shares in each class are shown in the Comparative Tables sections of the relevant sub-fund. The distributions per share class are shown in the Distribution Tables. In each sub-fund all share classes have the same rights on winding up.

With effect from 1 March 2022, Class A Shares are only available to persons with a written agreement with the ACD or one of its associates. This requirement for a written agreement does not apply to those who held shares in this class as at 28 February 2022 and who will continue to hold shares in this class.

Class C Shares are only available to persons to whom an associate of the ACD provides services under an investment management agreement or who has a separate fee arrangement with the ACD or one of its associates.

Class G Shares are only available to persons who were previously investors in Baillie Gifford Emerging Markets Pension Fund (a pension fund that was a unit-linked fund of Baillie Gifford Life Limited, an associate of the ACD) and such other persons as the ACD may permit at its sole discretion.

Class W Shares are only available to persons who have, or whose agent has, a separate fee arrangement with the ACD or one of its associates in relation to the relevant Class W Shares.

The minimum lump sum investment amounts are shown in the table on page 285.

General Information cont.

Equalisation

The Company will operate grouping for equalisation. Each class of shares will operate its own equalisation account. Shares subscribed for during a distribution period are called Group 2 shares. Shares subscribed for during any previous distribution period are called Group 1 shares. Group 2 shares contain in their subscription price an amount called equalisation which represents a proportion of the net income of the sub-fund that has accrued up to the date of subscription. The amount of equalisation is averaged across all the holders of Group 2 shares and is refunded to them as part of their first distribution and is treated as a return of capital for tax purposes. Being capital it is not liable to income tax but must be deducted from the cost of the shares for capital gains tax purposes.

An “income equalisation like” mechanism will be operated by the ACD for conversions. The ACD will ensure that the mechanism is operated to ensure fair treatment of those converting their shares and other shareholders in the affected classes.

Fund Charges and Costs

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

Conflicts of Interest

From time to time, there may be situations that give rise to a material interest or conflict of interest. Such interests can arise between the interests of the ACD, the Investment Adviser, other persons associated with them and the interests of the sub-funds and their shareholders. A material interest or a conflict of interest can also arise between the interests of different shareholders. In such circumstances the ACD will put in place effective

organisational and administrative arrangements to manage and monitor the material interest or conflict of interest in a way that ensures shareholders are treated fairly, or where it is impractical to manage the conflict, it will be disclosed.

The ACD, the Investment Adviser and other persons associated with them may, from time to time, act as authorised corporate directors, investment managers or advisers to other persons, companies or funds which follow similar investment objectives to the sub-funds. It is therefore possible that the ACD and/or the Investment Adviser may in the course of their business have potential conflicts of interest with the Company or a particular sub-fund. Each of the ACD and the Investment Adviser will, however, have regard in such event to, amongst other things, its obligation to act in the best interests of the Company so far as practicable, having regard to its obligations to other clients, when undertaking any investment where potential conflicts of interest may arise. The Depositary may, from time to time, act as the depositary or trustee of other companies or funds.

Full details of the ACD’s conflicts of interest policy can be inspected at the offices of the ACD at Calton Square, 1 Greenside Row, Edinburgh, EH1 3AN during normal business hours.

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General Information cont.

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Taskforce on Climate-related Financial Disclosures

Following the adoption of the Taskforce on Climate-related Financial Disclosures’ (‘TCFD’) recommendations into the FCA’s ESG sourcebook, Baillie Gifford & Co Limited is required to publish its ‘TCFD entity report’ by 30 June each year, detailing how in its role as ACD it takes climate-related matters into account in managing investments on behalf of clients and consumers. The regulations also require the ACD to prepare a TCFD product report for each sub-fund on how climate-related matters are taken into account within the sub-fund, including a core set of climate-related metrics.

The reports must be made available on the ACD’s website and a clear and prominent signpost to the product report for each authorised sub-fund must be included within each set of annual and interim financial statements. The ACD has chosen a reference period

General Information cont.

Taskforce on Climate-related Financial Disclosures cont.

covering 12 months up to 31 December and will publish the reports by 30 June each year. The latest product reports covering the period up to 31 December 2022 are available on the website via this link [Literature/Individual Investors/Baillie Gifford](#).

General Information cont.

Minimum Lump Sum Investment Amounts and Annual Management Charge

	Class A	Class B	Class C	Class G	Class W
Minimum lump sum investments:					
Baillie Gifford American Fund	£1,000	£100,000	£250,000	n/a	£1,000
Baillie Gifford China Fund	£1,000	£100,000	£250,000	n/a	n/a
Baillie Gifford Developed Asia Pacific Fund	£1,000	£100,000	£250,000	n/a	n/a
Baillie Gifford Emerging Markets Growth Fund	£1,000	£100,000	£250,000	n/a	n/a
Baillie Gifford Emerging Markets Leading Companies Fund	£1,000	£100,000	£250,000	£250,000	n/a
Baillie Gifford European Fund	£1,000	£100,000	£250,000	n/a	n/a
Baillie Gifford Global Discovery Fund	£1,000	£100,000	£250,000	n/a	n/a
Baillie Gifford Japanese Fund	£1,000	£100,000	£250,000	n/a	£1,000
Baillie Gifford Japanese Smaller Companies Fund	£1,000	£100,000	£250,000	n/a	n/a
Baillie Gifford Pacific Fund	£1,000	£100,000	£250,000	n/a	n/a
Annual management charge:					
Baillie Gifford American Fund	1.50%	0.50%	Nil	n/a	Note 1
Baillie Gifford China Fund	1.47%	0.72%	Nil	n/a	n/a
Baillie Gifford Developed Asia Pacific Fund	1.40%	0.55%	Nil	n/a	n/a
Baillie Gifford Emerging Markets Growth Fund	1.47%	0.72%	Nil	n/a	n/a
Baillie Gifford Emerging Markets Leading Companies Fund	1.47%	0.72%	Nil	0.60%	n/a
Baillie Gifford European Fund	1.40%	0.55%	Nil	n/a	n/a
Baillie Gifford Global Discovery Fund	1.50%	0.75%	Nil	n/a	n/a
Baillie Gifford Japanese Fund	1.45%	0.60%	Nil	n/a	Note 2
Baillie Gifford Japanese Smaller Companies Fund	1.50%	0.60%	Nil	n/a	n/a
Baillie Gifford Pacific Fund	1.50%	0.65%	Nil	n/a	n/a

¹Where the combined net asset value of the relevant Class W Shares (accumulation and income) is equal to or greater than £100 million, the following fee scale will be applied to the whole of the net asset value of the relevant Class W Shares:

- 0.50% on the first £30 million;
- 0.40% on the next £30 million;
- 0.30% on the next £200 million;
- 0.25% on the next £400 million; and
- 0.20% thereafter.

(where the combined net asset value of the relevant Class W Shares (accumulation and income) is less than £100 million a rate of 0.50% shall be applied to the whole of the net asset value of the relevant Class W Shares).

²Where the combined net asset value of the relevant Class W Shares (accumulation and income) is equal to or greater than £100 million, the following fee scale will be applied to the whole of the net asset value of the relevant Class W Shares:

- 0.60% on the first £30 million;
- 0.50% on the next £20 million; and
- 0.40% thereafter.

(where the combined net asset value of the relevant Class W Shares (accumulation and income) is less than £100 million a rate of 0.60% shall be applied to the whole of the net asset value of the relevant Class W Shares).

General Information cont.

Minimum Lump Sum Investment Amounts and Annual Management Charge cont.

Active Share

Active Share is a measure of how actively managed a sub-fund is and is calculated by taking 100 minus the % of the sub-fund that overlaps with the Target Benchmark. An Active Share of 100 indicates no overlap with the Target Benchmark and an Active Share of zero indicates a portfolio that tracks the Target Benchmark. The Active Share as at the year end and the Target Benchmark for each sub-fund is shown in the table below. The Active Share has been shown against these indices to highlight the active management style against what is deemed to be the most relevant index for each sub-fund.

Sub-fund	Active Share	Comparative Index
Baillie Gifford American Fund	93%	S&P 500 Index
Baillie Gifford China Fund	71%	MSCI China All Shares Index
Baillie Gifford Developed Asia Pacific Fund	81%	MSCI Pacific Index
Baillie Gifford Emerging Markets Growth Fund	70%	MSCI Emerging Markets Index
Baillie Gifford Emerging Markets Leading Companies Fund	71%	MSCI Emerging Markets Index
Baillie Gifford European Fund	91%	MSCI Europe ex UK Index
Baillie Gifford Global Discovery Fund	99%	S&P Global Small Cap Index
Baillie Gifford Japanese Fund	79%	TOPIX
Baillie Gifford Japanese Smaller Companies Fund	95%	MSCI Japan Small Cap Index
Baillie Gifford Pacific Fund	79%	MSCI AC Asia ex Japan Index

General Information cont.

Portfolio Turnover Ratio

Portfolio Turnover Ratio is a measure of portfolio change or trading activity in a Fund. It is calculated as the minimum of purchases and sales in a month, divided by the average market value of the Fund. The annual turnover is then calculated as the sum of the monthly turnover figures for the 12 month period.

Sub-fund	Portfolio Turnover Ratio
Baillie Gifford American Fund	10%
Baillie Gifford China Fund	19%
Baillie Gifford Developed Asia Pacific Fund	18%
Baillie Gifford Emerging Markets Growth Fund	13%
Baillie Gifford Emerging Markets Leading Companies Fund	17%
Baillie Gifford European Fund	19%
Baillie Gifford Global Discovery Fund	8%
Baillie Gifford Japanese Fund	5%
Baillie Gifford Japanese Smaller Companies Fund	21%
Baillie Gifford Pacific Fund	15%

The Group's Funds

Baillie Gifford Bond Funds ICVC

Baillie Gifford Emerging Markets Bond Fund
 Baillie Gifford High Yield Bond Fund
 Baillie Gifford Investment Grade Bond Fund
 Baillie Gifford Investment Grade Long Bond Fund
 Baillie Gifford Strategic Bond Fund

Baillie Gifford Investment Funds ICVC

Baillie Gifford Climate Optimism Fund
 Baillie Gifford Diversified Growth Fund
 Baillie Gifford Long Term Global Growth Investment Fund
 Baillie Gifford Multi Asset Growth Fund
 Baillie Gifford Positive Change Fund
 Baillie Gifford Sustainable Multi Asset Fund

Baillie Gifford Investment Funds II ICVC

Baillie Gifford Health Innovation Fund
 Baillie Gifford Japanese Income Growth Fund
 Baillie Gifford Sterling Aggregate Bond Fund
 Baillie Gifford Sustainable Growth Fund¹
 Baillie Gifford Sustainable Income Fund²
 Baillie Gifford UK Equity Core Fund

Baillie Gifford Overseas Growth Funds ICVC

Baillie Gifford American Fund
 Baillie Gifford China Fund
 Baillie Gifford Developed Asia Pacific Fund
 Baillie Gifford Emerging Markets Growth Fund
 Baillie Gifford Emerging Markets Leading Companies Fund
 Baillie Gifford European Fund
 Baillie Gifford Global Discovery Fund
 Baillie Gifford Japanese Fund
 Baillie Gifford Japanese Smaller Companies Fund
 Baillie Gifford Pacific Fund

Baillie Gifford UK & Balanced Funds ICVC

Baillie Gifford British Smaller Companies Fund
 Baillie Gifford Global Alpha Growth Fund
 Baillie Gifford Global Alpha Paris-Aligned Fund
 Baillie Gifford Global Income Growth Fund
 Baillie Gifford International Fund
 Baillie Gifford Managed Fund
 Baillie Gifford Responsible Global Equity Income Fund
 Baillie Gifford UK and Worldwide Equity Fund
 Baillie Gifford UK Equity Alpha Fund
 Glenfinlas Global Fund³

¹With effect from 31 March 2023 the name of Baillie Gifford Global Stewardship Fund was changed to Baillie Gifford Sustainable Growth Fund.

²With effect from 31 March 2023 the name of Baillie Gifford Multi Asset Income Fund was changed to Baillie Gifford Sustainable Income Fund.

³Glenfinlas Global Fund is no longer available for subscription.

**For further information about the Funds or
Baillie Gifford's range of OEICS, please:**

Contact us at: Client Relations Team
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Calton Square, 1 Greenside Row,
Edinburgh EH1 3AN

Call our Client Relations Team on 0800 917 2113. Your call may be recorded for training or monitoring purposes.

Visit our website at www.bailliegifford.com, or email us on trusenquiries@bailliegifford.com.

Or fax us on 0131 275 3955.

