TROY
INCOME & GROWTH TRUST PLC

Annual Report and Financial Statements
for the year ended 30 September 2023

TROY
ASSET MANAGEMENT

ABOUT TROY INCOME & GROWTH TRUST PLC

Investment Objective

The investment objective of Troy Income & Growth Trust plc (the 'Company') is to achieve rising income and long-term capital growth through investment in a portfolio of predominantly UK equities.

Dividends

Dividends on the Ordinary shares are payable quarterly at the end of January, April, July and October. It is intended that the investment policy of the Company generates growing levels of portfolio income that will permit the Company's dividend to grow over time.

Focused portfolio managed by Troy Asset Management Limited

Troy Asset Management Limited ('TAML', 'Troy', or the 'Managers') was appointed as Manager on 1 August 2009 and is an independent fund management company aiming to generate absolute returns for investors over the long term.

Capital Structure

The Company's issued share capital as at 30 September 2023 consisted of 236,890,487 Ordinary shares of 25p each, with 110,621,500 Ordinary shares held in treasury, and at 23 January 2024 there were 232,475,487 Ordinary shares in issue and 115,036,500 Ordinary shares were held in treasury.

Proposed Merger

On 28 November 2023 the Company agreed Heads of Terms for a proposed combination with STS Global Income & Growth Trust plc, which is also managed by Troy Asset Management. The proposed combination is subject to shareholder approval.

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FINANCIAL HIGHLIGHTS

	2023	2022
Net asset value total return^	**6.6%**	-9.9%
Share price total return^	**6.3%**	-10.2%
FTSE All-Share Index total return	**13.8%**	-4.0%
Increase in dividends per share	**4.0%**	0.5%
Dividend yield*^	**3.0%**	2.9%

^ Alternative Performance Measure – full details can be found on page 62. Total returns assume dividends reinvested at the time the share price is quoted ex-dividend.

* Dividends per share as a percentage of share price at 30 September.

	30 September 2023	30 September 2022	Change
Total investments	**£167,983,000**	£194,448,000	(13.6)%
Shareholders' funds	**£166,828,000**	£193,315,000	(13.7)%
Market capitalisation	**£163,928,000**	£189,131,000	(13.3)%
Net asset value per share[1]	**70.42p**	68.48p	+2.8%
Share price (mid market)[1]	**69.20p**	67.00p	+3.3%
Discount to NAV^	**(1.7)%**	(2.2)%	
Gearing[2]	**2.4%**	2.6%	
Ongoing charges^	**0.95%**	0.89%	
Dividends and earnings			
Revenue return per share[3]	**1.89p**	1.77p	+6.8%
Dividends per share[4]	**2.049p**	1.97p	+4.0%
Revenue reserves[5]	**£6,439,000**	£6,896,000	

1 Change represents capital only return.

2 Gearing is borrowings expressed as a percentage of Shareholders' funds.

3 Measures the revenue earnings for the year divided by the weighted average number of Ordinary shares in issue (see Statement of Comprehensive Income).

4 The figures for dividends per share reflect the years in which they were earned (see note 7 on page 51).

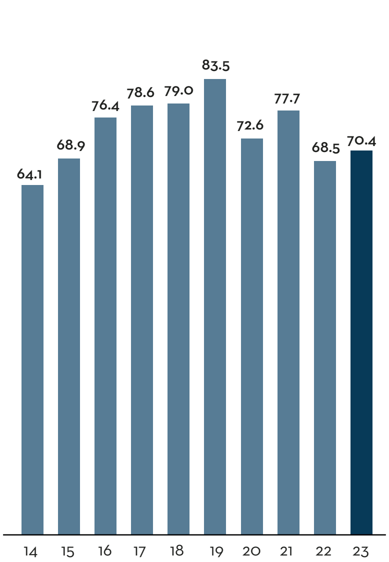
5 The revenue reserve figure does not take account of the fourth interim dividend amounting to £1,248,000 (2022 – fourth interim £1,411,000). All dividends were paid from revenue (2022 – the third interim dividend of £1,444,000 was paid from distributable capital reserves, all other dividends were paid from revenue).

^ Alternative Performance Measure – full details can be found on page 62.

Performance over the last ten years

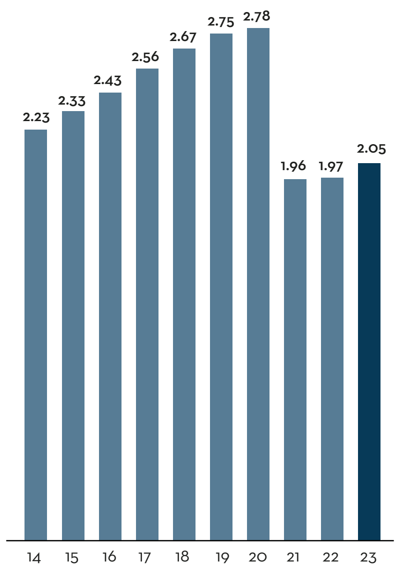
Net Asset Value per Ordinary share

At 30 September – pence



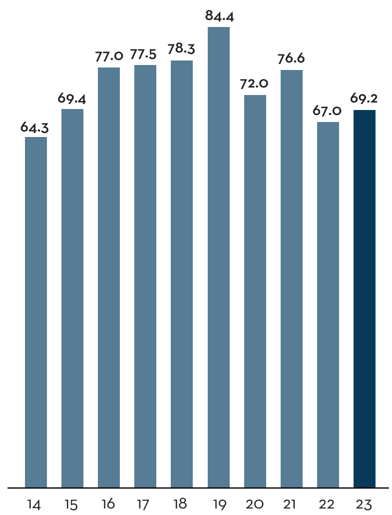
Dividends per Ordinary share

Year ended 30 September – pence



Share price per Ordinary share

At 30 September – pence



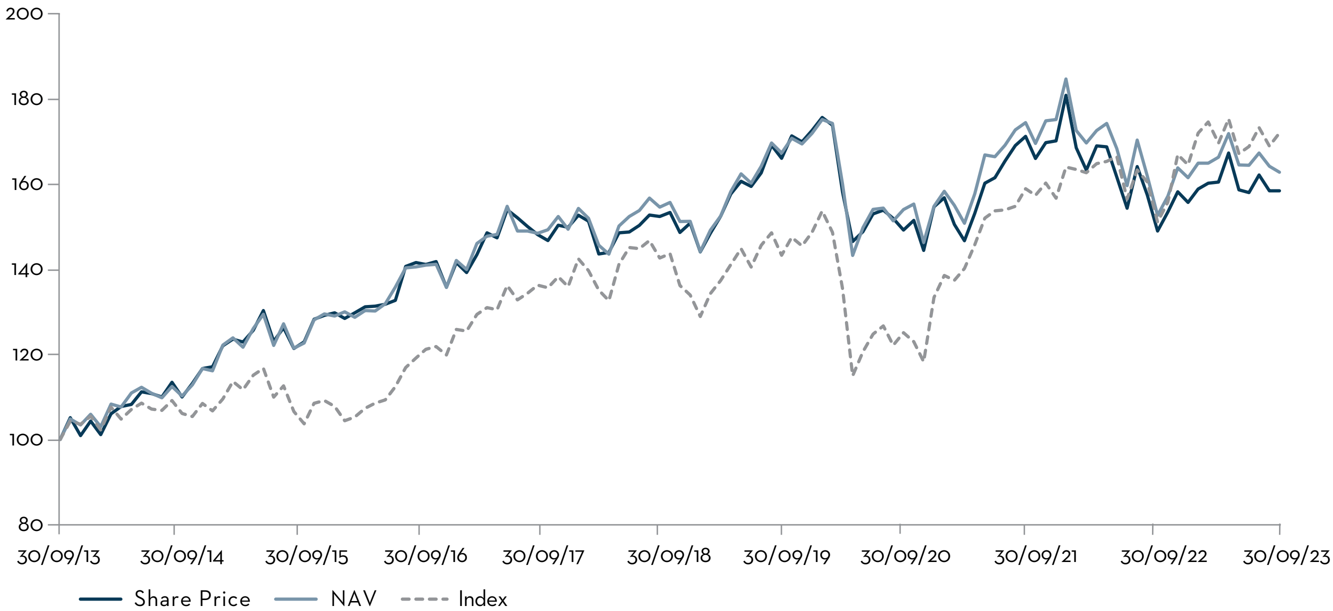
PERFORMANCE

Total Return (for the periods to 30 September 2023)

	One Year	Three Years	Five Years	Ten Years
Share price	6.3%	4.6%	3.3%	58.3%
Net asset value per share	6.6%	4.8%	4.6%	62.6%
FTSE All-Share Index	13.8%	39.8%	19.7%	71.8%

Total Return of NAV and Share Price vs FTSE All-Share Index

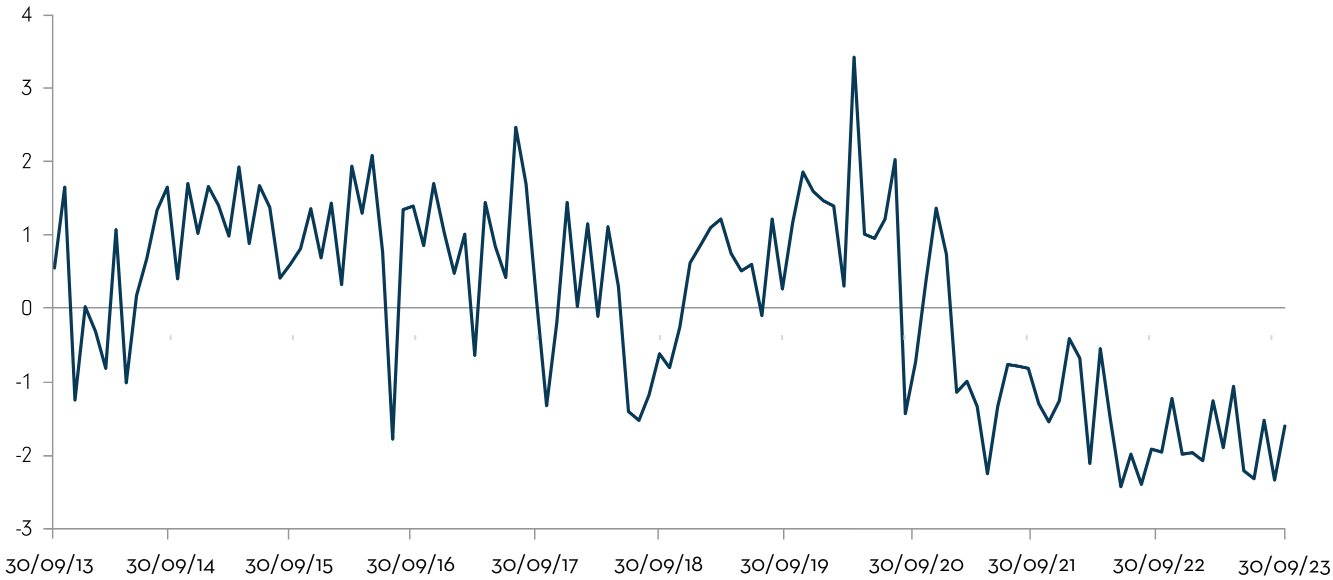
Ten years to 30 September 2023 (rebased to 100 at 30/09/2013)



Source: LSEG Data & Analytics

Share Price Premium/(Discount) to NAV

Ten years to 30 September 2023



Source: LSEG Data & Analytics

CHAIRMAN'S STATEMENT

Bridget Guerin

Chairman

Introduction

I am pleased to present the annual report for Troy Income & Growth Trust plc (the 'Company') following my appointment as a non-executive Director and Chairman in January 2023.

Company Aims

In March 2023, the Board held a Strategy meeting to set clear targets which were agreed with the Managers and are set out below. These clear targets have been closely monitored at each Board meeting along with their associated Key Performance Indicators.

- **Dividend growth of 4% per annum for Shareholders**

  The Board announced in September that the Company would pay a fourth and final dividend for the financial year of 0.529p per share (2022 – 0.50p). This results in a 4% increase in the total dividends paid in FY23 – in-line with the Board's aim.

- **Share price total return (capital and income) above the FTSE All-Share Index over a five-year period**

  Performance over the latest five-year period has fallen short of this target, with the portfolio lagging the FTSE All-Share Index. Higher interest rates have been a headwind for the Managers' approach of investing only in companies with a record of good long term dividend growth. Over the last five years, this approach has underperformed other peer group Trusts' more value orientated styles. Sectors typically eschewed by the Managers for their cyclicality and capital intensity, particularly Energy and large Banks, performed strongly. The Managers see a more balanced market today, with a more challenging environment ahead for corporate profits. Such an environment is likely to better suit the Managers' approach to the market.

- **Share price volatility lower than the FTSE All-Share Index**

  The Managers emphasise high-quality, resilient, dividend-paying businesses that should drive consistent returns, avoiding the worst of market sell offs. In particular, they believe a portfolio suffering fewer and less destructive drawdowns will be in a better position to compound returns over the long run. The Company has consistently fared better than the FTSE All-Share Index during market sell offs and has continued to provide a return with lower share price volatility.

- **To maintain the Company's Discount Control Mechanism**

  The discount control mechanism ('DCM') has played an important role in reducing share price volatility over the long term, ensuring the Company's share price remains closely aligned with net asset value. It has also allowed Shareholders to choose the time best suited to them to redeem any shares, knowing that it will be at a price close to net asset value.

  On 2 November 2023, the Company announced the suspension of the DCM and the buyback of its shares. Recent buyback activity had resulted in the Company getting very close to (i) fully utilising its existing authority to repurchase shares; and (ii) depleting its distributable reserves, which are required to effect buybacks under the DCM. At that point, the Board was reviewing possible options for a combination with another investment trust and, in light of all of these considerations, the DCM was suspended pending a further announcement on the outcome of the review.

Proposed Merger with STS Global Income & Growth Trust plc

As well as setting the targets detailed above, the Board has been considering the best future for the Company, given recent and current market challenges and the impact of the ongoing share buybacks throughout the year on the size of the Company.

Following a review of a number of strategic options, on 28 November 2023 the Board announced that it had reached an agreement with the Board of STS Global Income & Growth Trust plc ('STS') for a proposed merger. Subject to shareholder approval, the merger will be implemented through a scheme of reconstruction pursuant to section 110 of the Insolvency Act 1986, resulting in the voluntary liquidation of the Company and the rollover of its assets into STS in exchange for the issue of new shares in STS. Shareholders will also be offered the option of up to 100% cash exit.

The enlarged STS will continue to be managed, on the same basis as currently, by Troy Asset Management, with James Harries continuing as the lead portfolio manager, supported by Tomasz Boniek and the wider Troy investment team.

The proposals are subject to the approval of both the Company's shareholders and STS shareholders, and also to regulatory and tax approvals.

In reaching this decision, the Board noted a number of attractions to a combination with STS, including continued exposure to Troy's investment ethos and process, commonality of UK investments with the addition of global income growth equities, a continuing discount control mechanism, reduced overall costs for continuing shareholders and increased liquidity. Troy has also agreed to make a significant cost contribution in the form of an eighteen-month fee waiver on the assets transferred from the Company to STS.

It is intended that the documentation in connection with the proposal will be posted to shareholders in February 2024, with a view to completing the transaction by the end of March 2024.

Performance

The Company delivered a net asset value ('NAV') per share total return of +6.6% and a share price total return of +6.3% over the year to 30 September 2023. Over the same period, the FTSE All-Share Index produced a total return of +13.8%. The average NAV total return for the AIC UK Equity Income sector was +12.6% for the same period. The two most significant drags on performance were some of the Company's holdings in large, low cyclicality Consumer Staples companies and the two holdings in the Materials sector. Sterling's strong appreciation against the dollar was also a headwind, impacting the Company's small number of US-listed holdings as well as the predominantly overseas earnings of the portfolio as a whole.

In the volatile, macro-driven markets of the past year, it was pleasing that a number of the Company's core holdings in large, stable businesses contributed strongly to returns. RELX was the largest positive driver, while GSK, AstraZeneca, Compass, and Unilever were also in the top 10 contributors. The other notable area of strength came from Consumer Discretionary stocks. In particular, UK domestically focused businesses such as Domino's Pizza and Next were fuelled by a combination of economic recovery and strong earnings performance. Elsewhere, post-COVID rebounds in global travel drove the share price of InterContinental Hotels Group, while shares in niche industrial company Diploma rose on a year of very strong growth. Across the broader UK index, positive contributions came from large financial companies such as banks and life insurers, some large cyclical industrial companies, and from energy majors – all areas in which the Company tends to have minimal exposure.

The Managers provide further commentary on portfolio performance within their report.

Background

It has been a positive year for UK equities – perhaps a surprising outcome given the various macroeconomic factors conspiring to test global economies and markets; volatile inflation, higher interest rates, the aftereffects of the pandemic, and geopolitical clashes. Nevertheless, UK markets benefited from regaining some political stability following the short-lived Truss government, as well as more resilience than expected from the UK economy and consumer.

Both the magnitude and speed of the current interest rate cycle remain notable. However, after 14 consecutive rate rises beginning in December 2021, the Bank of England finally paused for breath in September of 2023, leaving the UK base rate flat at 5.25%. At the time of writing, core inflation is currently still above 5% in the UK, but is well past its peak of over 7%. Meanwhile, overall UK CPI (consumer price index) inflation has moderated materially from over 11% to under 4%. The narrative from central banks indicates we are probably at peak interest rates for this cycle, and markets have now turned to speculating on the likely path of rate cuts. These will depend on the strength of economies in the coming months. US economic growth in particular has remained robust and markets are talking of a possible 'soft landing', in which the US economy manages to curtail inflation and absorb the impacts of this sharp interest rate cycle without entering recession. Such a scenario is uncommon but not without precedent. As the Managers discuss in their review, they remain mindful that the full extent of impacts from higher rates are likely still to be felt.

Portfolio

Large, high-quality, low cyclicality businesses continue to make up the core of the portfolio. Some of the Company's largest allocations include a c.30% weighting to Consumer Staples (e.g. Unilever, Diageo and Reckitt), c.20% to non-discretionary B2B-focused businesses (e.g. Compass Group, RELX and Bunzl) and c.10% to the relatively non-cyclical Healthcare sector (e.g. AstraZeneca and GSK).

Volatile markets have enabled the Managers to make six new investments over the course of the year – Roche, London Stock Exchange Group, Sage, Smiths Group, Imperial Brands and Howden Joinery. These are all resilient, leading companies in their respective industries and have strong balance sheets and well-covered, growing dividends. The Managers have known and followed each of these companies for multiple years and believe market weakness has allowed them to purchase at attractive prices and dividend yields.

Three positions were exited, all in the first six months of the year: Haleon, Halma and AVEVA. AVEVA was subject to a bid by its majority shareholder, following which the position was sold. Haleon and Halma were sold on valuation and dividend yield grounds.

Dividends

The Board announced in September that the Company would pay a fourth and final dividend for the financial year of 0.529p per share (2022 – 0.50p). The total dividends for FY23 totalled 2.05p, representing a 4% increase on the prior year. Over the year this was above the peer group rate of dividend growth.

Discount Control Mechanism

The DCM is one way in which the Company has set itself apart from other trusts in the sector. The DCM materially improves the liquidity of the Company's shares and ensures Shareholders can purchase and sell shares in the Company at a price that closely reflects the NAV. This is particularly important in dampening volatility for Shareholders during times of market stress, where it is not uncommon for other trusts to trade at a material discount to their NAVs.

As noted above, the DCM was suspended on 2 November 2023. In the event that the proposed merger does not go ahead, then appropriate steps will be taken to allow the DCM to recommence in due course.

Outlook

In the coming year, the UK market is likely to continue focusing on the path of interest rates, inflation, and the related impacts on corporate and consumer health. The Managers expect continued pressure on earnings, which resulted in a decline in aggregate UK dividends in 2023. In this environment, the Board sees clear virtues in an emphasis on quality, low cyclicality business models that can fund growing, comfortably covered dividends and we remain optimistic about this investment style for the future.

Bridget Guerin
Chairman

23 January 2024

INVESTMENT PROCESS OF THE MANAGER

1

Own what are considered to be durable business franchises with exceptional economics, sustainable competitive advantages, and high-quality management teams.

2

Invest in companies with an ability and willingness to pay growing dividends, supported by strong balance sheets and funded from genuinely surplus cash flow.

3

Buy into companies at reasonable valuations, based on the proportion of sustainable free cash flow they generate compared to their market value.

The Managers invest in profitable, high-quality businesses that they believe can grow in a predictable manner for many years to come. They favour large, global businesses that have demonstrated their resilience through varied economic conditions.

They look for companies with sensible balance sheets and talented management teams that can allocate capital well and, crucially, seek to pay sensible prices for the shares of such businesses.

If the proposed merger with STS Global Income & Growth Trust plc is approved by the shareholders and completes, this investment process will continue to be followed by the enlarged company, ensuring a consistent investment approach for the Company's shareholders.

Under TAML's management of the Company, the investment process has generated returns with significantly lower volatility (as measured by standard deviation of returns) and maximum drawdown than both peers and the FTSE All-Share Index.

The Managers' preferred profile of company naturally draws them to sectors with low levels of cyclicality and capital intensity, such as healthcare, businesses selling regular repeat-purchase goods, or subscription services. Examples of core holdings in the Company include:

- The global spirits giant **Diageo**, owner of iconic brands such as Johnnie Walker whisky and Tanqueray gin.
- **Bunzl**, the leading global distributor of essential everyday items, such as cleaning products and safety equipment, to almost one million businesses across five continents.
- **Experian**, the world's largest credit bureau. Experian generates highly recurring revenues by collating and analysing vast datasets to help millions of businesses and consumers manage their credit.

All these businesses have proven their profitability and stability for many years, leading to long-term track records of reliable dividend growth. Conversely, the Managers deliberately and explicitly avoid certain sectors without these attributes, such as mining, housebuilding and airline companies.

Income is a key part of investment returns and the Managers aim to deliver consistent growing dividends for the Company. Their approach to income investing is differentiated through; a conservative, quality-orientated process, a focus on total return, and a prioritisation of dividend growth above high yield.

The Company has no explicit yield target and instead we emphasise real growth and long-term sustainability of income above producing the highest dividend yield today. Several holdings such as Diageo, Croda, and Bunzl have grown their dividends consistently for multiple decades.

The table below illustrates the current Top 10 holdings in the Company, showing portfolio companies from a variety of industries but all sharing characteristics common to the Managers' investment philosophy.

The Top 10 – concentrated portfolio, quality companies

1	Unilever	7.6%
2	RELX Group	7.1%
3	reckitt	6.6%
4	DIAGEO	6.5%
5	COMPASS GROUP	4.0%
6	BUNZL	3.8%
7	gsk	3.7%
8	experian	3.7%
9	nationalgrid	2.8%
10	CME Group	2.7%

Source: Google Images and Troy Asset Management Limited, 30 September 2023.
The full investment portfolio can be found on pages 11 and 12.

MANAGERS' REVIEW

Hugo Ure
Co-Manager

Blake Hutchins
Co-Manager

Investment Background

The investment backdrop during the past 12 months can be well summarised as 'unsettled'. Inflation, interest rates, geopolitics, and the aftershocks of COVID-related disruption have dominated the narrative, driving volatility and uncertainty. Global and US markets have risen strongly for much of the past year, with the MSCI World and S&P 500 indices up +22% (total return USD) and +23% (total return USD) respectively in the year ending 30 September 2023. However, the positive drivers have been extremely narrow with the majority of gains stemming from the so-called 'Magnificent Seven' technology giants (Apple, Microsoft, Meta, Amazon, Alphabet, Nvidia and Tesla) which have risen on a wave of enthusiasm surrounding 'AI'.

The year as a whole was positive for UK equities with the FTSE All-Share Index rising +13.8% (total return GBP). It was also positive for the Company, albeit with a rise that lagged the market – NAV and share price total returns were +6.6% and +6.3% respectively. We discuss performance in more detail later in this report.

The favourable return from the UK market came primarily in the initial months of the period. The swift resolution to the Truss/Kwarteng mini-budget episode set the FTSE All-Share Index on a sharp rise through the first quarter of the Company's year. This enthusiasm was extended by the post-COVID 'China reopening' as we entered calendar year 2023 which supported the UK commodity and consumer companies exposed to the geography. It seemed that some stability and even renewed growth would provide support for earnings and markets. However, February marked the high point for the UK index. The US banking stress in March caused a sharp sell-off in financial stocks globally and served as a sharp reminder that higher interest rates are likely to have acute and unpredictable impacts.

Peaking rates?

Thankfully, there proved minimal contagion from the March sell-off but it is clear there is increased volatility in markets after 12 years of extraordinarily low interest rates. Central banks have continued to raise rates aggressively throughout much of the year in the battle against inflation. Although economic data has been varied, in general US and UK economies have proven robust, spurring central bankers' efforts to act forcefully. Nevertheless, it does appear we may be at or close to the peak of this historically fast rate cycle; in September, the Bank of England held their base interest rate steady at 5.25%, ending a 14-month run of consecutive hikes.

Markets are now wrestling with whether rates stay 'higher for longer' or could start to come down. Inflation (CPI growth) in the UK seems likely to have peaked in October 2022 at 11.1% and by September had slowed to 6.7%. However, it still remains well above the Bank of England's target level and key inputs such as wage inflation have remained robust, potentially supporting higher rates. Conversely, there are signs that the shift in rates is starting to have an impact; in the latter half of the year there have been growing signs of earnings and economic conditions weakening in several sectors. Additionally, the initial hope of a sharp China rebound has turned to concern amidst weak consumer spending and trouble in key sectors such as Real Estate. As a result of the mixed backdrop, the UK market as a whole was largely unchanged over the latter half of the year.

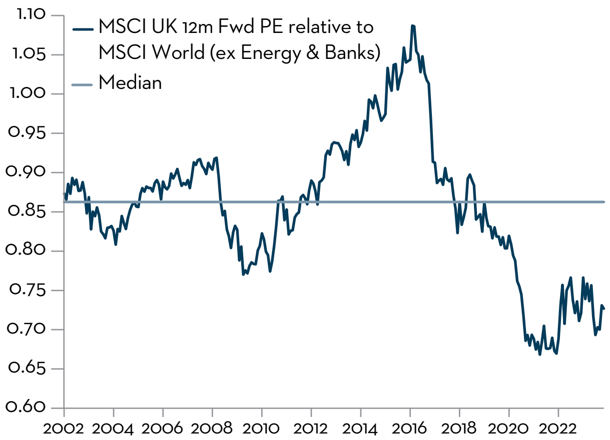
Cyclical risks

Our view is that the impact of higher rates will inevitably bite consumers and corporates, but with a lag. We remain cautious on corporate earnings and are determined to avoid companies with excessive leverage. A recession at home and abroad certainly cannot be ruled out. The portfolio continues to be defensively positioned as a result, with exposure to resilient, quality companies. The Company has significant weightings to consumer staples, healthcare, subscription data and consumer non-discretionary stocks. These businesses have a proven ability to navigate difficult economic environments. On the other hand, the portfolio has no exposure to banks, energy or mining companies which make up a significant proportion of the UK market, but whose earnings and share prices often prove highly cyclical.

Compelling UK Valuations

Despite our caution on near-term earnings, as long-term UK investors, we are excited about valuations across the market. UK equities have been out of favour ever since 2016's Brexit vote, which appears in hindsight to have triggered the start of significant outflows from UK equities. This has in turn caused a severe de-rating of our stock market. As the chart below clearly illustrates, valuations in the UK are today at a meaningful discount to the US-dominated global equity market.

Figure 1: MSCI UK 12m Fwd P/E relative to MSCI World (ex Energy & Banks)



Source: Troy Asset Management / MSCI / FactSet, 2023-05-31

Prospective equity returns are a function of two things; starting valuations and future growth. The portfolio in aggregate trades with an earnings yield of over 6% (equivalent to a Price-to-Earnings ('PE') ratio of c.16x). This is a level we deem to be attractive given the quality of the companies held and the resilient mid to high single digit earnings growth we expect the portfolio to achieve over time.

We are often asked what the catalyst might be for a reversal of fortunes for UK equity valuations. We do not claim to have a good answer to this. That being said, and heading into a UK election year in 2024, we are hopeful that better long-term political thinking and prioritisation towards our home equity market will emerge. The UK stock market has three significant attractions as we see it. 1) It is the most international of all stock markets with c.80% of aggregate revenues coming from abroad. 2) Valuations are attractive. 3) We have a uniquely strong dividend culture, especially when compared to the US market's preference for share buybacks, which means the UK is a great market for income investors. We are optimistic that stable politics, combined with compelling starting valuations might be enough to turn the tide in favour of UK equities. In the meantime, we are happy to benefit from world-class companies trading at compelling prices, offering dividend yields and dividend growth that should generate strong returns.

Growing Income

One of the core aims of the Company is to deliver year-on-year income growth to investors. Having re-based the Company's dividend in 2021 to a sustainable level from which it can grow, it is pleasing that the Company has grown its dividend in each of the past two years. The Company currently aims to increase its dividend by 4% per annum. The portfolio is producing healthy dividend growth and we remain cautiously optimistic that mid-single digit per annum dividend growth ought to be achieved over the long term. We continue to expect the portfolio to produce a more resilient income stream than the wider market.

Performance

Whilst we are pleased the Company delivered a positive return in an uncertain environment, we are unsatisfied with relative returns. The Company delivered a NAV total return of +6.6% and a share price total return of +6.3% over the year. This compares with the FTSE All-Share Index total return of +13.8% and places the Company 12th out of its 16-strong AIC UK equity income peer group when ranked by NAV performance and 13th by share price. Underperformance was a result of specific stock price movements, but it was also because our quality-orientated investment style faced headwinds compared to more value-orientated styles. The latter factor relates to the impact that higher bond yields have had in the short term on valuations for certain parts of the equity market. For example, Consumer Staples companies, to which the portfolio is heavily exposed, have generally fallen in value, whereas certain sectors in which the Company does not invest, such as banks and energy companies, have risen materially. We will stick to our investment process which prioritises more stable businesses that compound dividend growth over the long-term.

Contributors

Consumer Discretionary was the largest positive contributor to returns, with Domino's Pizza gaining +74% over the year on the back of solid results and the hiring of a well-regarded CEO. Within the same sector, InterContinental Hotels Group and Next also performed well rising +42% and +57% respectively. Holdings classified within the industrials sector also contributed strongly with large portfolio holding RELX gaining +29% and value-added distributor Diploma gaining +32%. Defensive Healthcare holdings also performed well with GSK gaining +19% and AstraZeneca rising +14%. Finally, insurer Admiral performed well, rising +30%, as it recovered from a particularly pronounced UK motor insurance cycle to post solid results.

MANAGERS' REVIEW

Detractors

Consumer Staples holdings detracted most from returns with Diageo falling -18% and British American Tobacco -13%. Diageo's sales growth is normalising following a very strong period whilst British American Tobacco shares gave back gains made in the previous year. Materials holdings were also weak, with Croda falling -22% and Victrex falling -13%. Both of these speciality chemicals companies are suffering cyclical destocking issues as the economy slows. We expect these issues to prove temporary and have added to both holdings. Finally, Financials holding St. James's Place fell -15% as the company suffered weaker flows into the business and reduced charges to clients which hurt short term profits. The mixture of stock-specific and industry-wide cyclical pressures have reduced the valuation multiples of St. James's Place considerably and we continue to hold the shares.

Portfolio Changes

Selective changes were made to holdings over the year as we found opportunities to further improve the quality, resilience and valuation of the portfolio.

Three holdings were sold over the period. The Company's holding in UK industrial software company AVEVA was exited following a bid for the company by majority shareholder Schneider Electric. Proceeds of the sale were used to start a new holding in high-quality data company the London Stock Exchange Group at a valuation of c.20x PE. We also sold the small holdings in Haleon and Halma on the basis of their valuations and dividend yields.

A new holding in Swiss company Roche was also initiated. Roche is one of the world's leading pharmaceutical and medical diagnostics companies with an enviable track record of new drug innovation. Roche shares have been weak in recent years and are inexpensive, trading at around c.13x PE and with a dividend yield of c.3.7%.

We also built a position in Sage Group ('Sage'). Sage is one of the few software companies in the FTSE 350 and is a leading provider of accounting solutions to small and medium-sized businesses ('SMEs') in more than 23 countries. Due to the critical nature of the subscription software it provides, Sage enjoys highly recurring revenues which makes the business very defensive and capable of strong dividend growth.

Elsewhere, we started a small holding in Howden Joinery. Howden is the UK's leading supplier of kitchens to the trade. Whilst demand for kitchens may well be subdued in these harder economic times, we think this is largely reflected in the stock's low valuation and c.3% dividend yield. Howden is an outstanding business with a net cash balance sheet and is well placed to take market share through more challenging times.

Finally, a new holding was started in Smiths Group, a leading multinational engineering business that has been listed on the London Stock Exchange for over 100 years. The quality and reliability of Smiths' business has supported continuous dividend payments for over 70 years. Smiths provides differentiated exposure for the portfolio and the shares trade inexpensively at c.16x earnings and with a c.3% dividend yield.

In terms of additions and part sales, we significantly reduced the Company's holding in Domino's Pizza following a more than +50% rise in share price between July and August. We also trimmed InterContinental Hotels and Next, both of which have risen strongly in the year. Finally, we added to Diageo, Croda and Victrex, all of which have suffered short term weakness in their share prices and trade at attractive prices.

Investment Outlook

Markets continue to be impacted by inflation and interest rate expectations. It is encouraging therefore to see inflation peaking in the US and UK after an unprecedently steep rise in rates. We are highly conscious however that the lagged impact of meaningfully higher rates will continue to be felt by consumers and corporates. This will dampen growth and economic activity and we are intentionally defensively positioned as a result. Investors should be reassured by the portfolio's significant exposure to relatively economically insensitive businesses that have strong balance sheets and a track record of growing dividends through the cycle. This includes Consumer Staples companies such Diageo, Healthcare companies such as GSK and subscription software and data businesses like RELX.

Despite our caution on near-term earnings, we believe that UK equity valuations are compelling. The UK is home to various world-class businesses and over the past year we have found exciting valuation opportunities on offer. These have been across a range of sectors and has resulted in six new holdings. We believe the Company has a strong portfolio and a high-quality list of potential stocks – we are well placed to take advantage as further opportunities arise.

Finally, despite the uncertain environment, we are reassured that the great majority of portfolio companies continue to demonstrate strong operational performance and the potential for long-term dividend growth.

Troy Asset Management Limited
23 January 2024

INVESTMENT PORTFOLIO

As at 30 September 2023

	Valuation £'000	Total portfolio %
Unilever	12,799	7.6
Relx	11,941	7.1
Reckitt Benckiser	11,104	6.6
Diageo	10,958	6.5
Compass Group	6,674	4.0
Bunzl	6,370	3.8
GSK	6,178	3.7
Experian	6,159	3.7
National Grid	4,758	2.8
CME Group	4,587	2.7
Ten largest investments	**81,528**	**48.5**
Paychex	4,580	2.7
British American Tobacco	4,373	2.6
Proctor & Gamble	4,176	2.5
InterContinental Hotels Group	4,140	2.5
Nestlé	4,133	2.5
Croda International	3,966	2.4
Astrazeneca	3,923	2.3
Intertek Group	3,916	2.3
Sage Group	3,470	2.1
Diploma	3,442	2.1
Twenty largest investments	**121,647**	**72.5**
Medtronic	3,382	2.0
Admiral Group	3,220	1.9
St. James' Place	3,180	1.9
London Stock Exchange	3,002	1.8
Smiths Group	3,001	1.8
Roche Holdings	2,923	1.7
Domino's Pizza Group	2,637	1.6
Londonmetric Property	2,564	1.5
Next	2,404	1.4
AJ Bell	2,299	1.4
Thrity largest investments	**150,259**	**89.5**

INVESTMENT PORTFOLIO

	Valuation £'000	Total portfolio %
Howden Joinery Group	2,008	1.2
Schroders	2,006	1.2
Fevertree Drinks	1,757	1.1
Victrex	1,744	1.0
International Public Partnerships	1,742	1.0
IntegraFin Holdings	1,709	1.0
Imperial Brands	1,498	0.9
3I Infrastructure	1,447	0.9
Assura	1,098	0.7
Big Yellow Group	1,072	0.6
Forty largest investments	**166,340**	**99.1**
Primary Health Properties	900	0.5
Safestore Holdings	743	0.4
Total investments at fair value	**167,983**	**100.0**

DISTRIBUTION OF ASSETS AND LIABILITIES

As at 30 September 2023

	Valuation at 30 September 2022		Purchases	Sales	Increase/ (decrease)	Valuation at 30 September 2023	
	£'000	%	£'000	£'000	£'000	£'000	%
Listed investments							
Ordinary shares	194,448	100.6	30,692	(63,865)	6,708	167,983	100.7
Current assets	9,265	4.8				3,328	2.0
Current liabilities	(10,398)	(5.4)				(4,483)	(2.7)
Net assets	193,315	100.0				166,828	100.0
Net asset value per share	**68.48p**					**70.42p**	

Analysis of Listed Equity Portoflio

By sector (excluding cash)

	2023 %	2022 %
Consumer Staples	**30.3**	33.1
Industrials	**20.7**	17.5
Financials	**11.9**	10.0
Consumer Discretionary	**10.6**	9.1
Health Care	**9.8**	9.9
Information Technology	**4.8**	5.9
Real Estate	**3.8**	5.2
Materials	**3.4**	4.1
Utilities	**2.8**	2.9
Other	**1.9**	2.3
	100.0	100.0

By region (excluding cash)

	2023 %	2022 %
United Kingdom	**85.9**	85.9
United States	**9.9**	11.8
Switzerland	**4.2**	2.3
	100.0	100.0

By asset class (including cash and borrowings)

	2023 %	2022 %
Equities	**101.9**	100.2
Cash	**0.5**	2.4
Borrowings	**(2.4)**	(2.6)
	100.0	100.0

BUSINESS MODEL

Introduction

The Company carries on business as an investment trust. Investment trusts are collective investment vehicles, constituted as closed-ended public limited companies.

A Board of Non-Executive Directors are responsible for the overall stewardship of the Company, including investment objectives and strategy, investment policy, gearing, dividends, corporate governance procedures and risk management. Biographies of the Directors can be found on page 21.

The management of the investment portfolio has been contractually delegated to the Managers, Troy Asset Management Limited ('TAML', 'Troy' or the 'Managers'), who follow the investment objective and policy in implementing that mandate. Further details of the Company's management arrangements are provided in the Directors' Report on page 23.

Investment Policy

Equities are selected for their inclusion within the portfolio solely on the basis of the strength of the investment case with the focus being on long-term income growth along with capital preservation.

Asset classes other than equities will be purchased from time to time, will vary as opportunities are identified and will include convertibles, preference shares, fixed income securities and corporate bonds. Investments will be made when prospective risk-adjusted returns appear to be superior to those from equity markets or are considered likely to exceed the Company's cost of capital including any borrowing costs. However, non-equity securities will not constitute the majority of the portfolio. The Company may also use derivatives for the purpose of efficient portfolio management, including reducing, transferring or eliminating investment risk in its investments and protection against currency risk, to exploit an investment opportunity and to achieve an overall return.

There are no pre-defined maximum or minimum exposure levels for asset classes but these exposures are reported to, and monitored by, the Board in order to ensure that adequate diversification is achieved. The Company is permitted to hold up to 20% of gross assets in non-UK investments.

The Company does from time to time invest in other UK listed investment companies but the Company will not invest more than 15% of gross assets in other listed investment companies.

The portfolio will be relatively concentrated and the number of individual holdings in equities and funds will vary over time but, in order to diversify risk, will typically be between 30 and 50. The Board monitors the aggregate exposure to any one equity across the whole investment portfolio.

While there is a comparative index (the FTSE All-Share Index) for the purpose of measuring performance over material periods, no attention is paid to the composition of this index when constructing the portfolio and the composition of the portfolio is likely to vary substantially from that of the index.

The Company may utilise gearing in a tactical and flexible manner to enhance returns to Shareholders. As an investment trust, the Company is able to borrow money and does so when the Board and the Managers have sufficient conviction that the assets funded by borrowed monies will generate a return in excess of the cost of borrowing. Such gearing may be in the form of bank borrowings or through derivative instruments which provide a geared exposure to equity markets. Gearing levels are discussed by the Board and the Managers at every Board meeting and monitored between meetings and adjusted accordingly with regard to the outlook. The Company currently has a revolving loan facility with the Royal Bank of Scotland International, which expires in June 2025. Further details of the gearing facility can be found on page 23.

A description of the Managers' investment approach can be found on pages 6 and 7.

Investment Guidelines

Although not part of the investment policy the following guidelines have been adopted by the Company in seeking to achieve its objective:

- It is intended that the Company will generally remain fully invested but the Company will retain the ability to hold cash or cash equivalents from time to time. TAML's commitment to capital preservation means that the level of cash held in portfolios which it manages has always been an active investment decision.
- Various guidelines to limit the portfolio exposure have been set by the Board in conjunction with the Managers. These (which may be varied only with the permission of the Board) include:
  - equity portfolio to comprise between 30 and 50 individual holdings;
  - overseas investments not to exceed 20% of gross assets;
  - no more than 10% of gross assets in any individual stock;
  - no more than 3% of gross assets in any one mid or small cap stock; and

– individual stocks representing 5% or more of gross assets when aggregated not to exceed 40% of gross assets.

During the year, the Board agreed to remove the limit of 30% of gross assets to any one GICS industry sector.

Monitoring Performance – Key Performance Indicators

At each Board meeting the Directors consider a number of performance indicators to assess the Company's success in achieving its objectives, which include absolute and relative performance compared to market indices and the peer group. The key performance indicators ('KPIs') are established industry measures and are as follows:

- net asset value total return;
- share price total return;
- the premium/discount to net asset value at which the shares trade;
- expenses and the ongoing charges ratio;
- portfolio dividend growth; and
- shareholder dividend growth.

Key performance indicators are shown in the financial highlights on page 1, with historic performance data on page 2, and in the alternative performance measures on page 62. These are discussed in the Chairman's Statement on pages 3 to 5 and the Managers' Review on pages 8 to 10.

Performance and Future Development

A review of the business performance, market background, investment activity and portfolio during the year under review, together with the investment outlook and retails of the proposed merger with STS Global Income & Growth Trust plc, is provided in the Chairman's Statement on pages 3 to 5, and the Managers' Review on pages 8 to 10.

Details of the Company's investments can be found on pages 11 and 12 with the distribution of assets and liabilities on page 13.

Social, Community and Employee Responsibilities

The Directors recognise that their first duty is to act in the best financial interests of the Company's Shareholders and to achieve good financial returns against acceptable levels of risk, in accordance with the objectives of the Company.

In asking the Managers to deliver against these objectives, they have also requested that the Managers take into account the broader environmental, social and governance issues of companies within the portfolio, acknowledging that companies failing to manage these issues adequately run a long-term risk to the sustainability of their businesses. A description of the Company's approach to responsible investment can be found on pages 16 and 17.

As an investment trust with its current structure the Company has no direct social, community, employee or environmental responsibilities of its own.

The Company has no greenhouse gas emissions to report from its operations for the year ended 30 September 2023, nor does it have responsibility for any other emissions producing sources under the Companies Act 2006 (Strategic Report and Directors' Reports) Regulations 2013 (including those within the underlying investment portfolio).

Details on Diversity can be found in the Statement of Corporate Governance on page 26.

Approval of Strategic Report

The Strategic Report on pages 3 to 20 was approved by the Board on 23 January 2024.

By Order of the Board

Juniper Partners Limited
Secretary

23 January 2024

RESPONSIBLE INVESTMENT

Environmental, Social and Governance (ESG)

The materiality of environmental and social factors has increased over recent years as consumers and regulators have sought to differentiate between companies acting in a responsible and sustainable way and those which are not. Companies with strong corporate governance and capable management teams will be better placed to navigate these changes and create long-term value for Shareholders.

The availability of relevant non-financial information and data has improved, resulting in a commensurate increase in the Board and Managers' focus on ESG factors. As, such, the Company's duty to investors necessitates that analysis of material ESG risks and opportunities is integrated into the investment process which includes engagement with companies and voting at their AGMs. This is particularly relevant in relation to climate risk which Troy believes to be both material and systemic.

Both the Board and Managers support the principles of the 2020 UK Stewardship Code, issued by the Financial Reporting Council ('FRC'). These principles typify a high standard of responsible investment and stewardship practices. Troy is a signatory to the UK Stewardship Code; a copy of Troy's Stewardship Report can be viewed at www.taml.co.uk. Troy has also been a member of the United Nations' Principles for Responsible Investment since September 2016, further demonstrating its commitment to upholding responsible investment practices.

Research Process

Troy's investment approach is conservative with attention always paid to the downside risk of any investment. Troy's responsible investment approach aims to ensure alignment with its investment objectives. Central to this is an assessment of ESG-related risks and opportunities during the research process.

Troy may also seek to either mitigate the adverse impact or improve the positive impact of investments on the environment or society if doing so is aligned with improving those investments' risk and return profile. The Managers would only do so if this does not run contrary to the investment objectives of the Company.

Since materiality is dynamic, the Managers do not seek to limit the categories that ESG encompasses. Rather, the Managers' aim is to analyse the ESG factors that are material to each company. Troy does not employ a prescriptive checklist nor does it seek to score holdings on ESG grounds. Instead, the ESG risks and opportunities relevant to each company are qualitatively assessed. Some of the ESG factors considered are outlined below, though this is not an exhaustive list.

Climate Change	Natural Capital	Product Safety & Responsibility	Human Capital	Corporate Governance
Carbon pricing, Energy mix, Technological disruption, Net zero alignment, Physical risk.	Natural resource management, Biodiversity, Pollution, Waste, Circularity.	Product use and harm, Chemical use, Data privacy, Cyber security.	Human rights, Workplace culture, Employee treatment and empowerment	Board effectiveness, Management capability, Corporate behaviour, Business ethics.

Climate Change

The extreme weather-related events of 2023, such as the devastating wildfires in Hawaii, Canada, Europe and Australia, reinforced the gravity with which climate-related calamities can impact entire economies, communities and the health and stability of financial markets.

Troy's long holding periods and the potential for a changing climate to impact physical assets, supply chains and cause wide-spread systemic disruptions, heightens the need for effective climate change mitigation today to minimise the physical risks at a future date. While the portfolio's exposure to high-impact sectors remains limited given the Managers' bias towards capital-light and non-cyclical businesses, the Managers assess the transition strategies of all investee companies in order to limit exposure to unmanaged climate-related risks as we transition towards a lower carbon economy. For those interested in learning more, Troy recently published its first Climate Report aligned with the recommendations of the Task Force for Climate-Related Financial Disclosures ('TCFD').

Active Ownership (Engagement and Voting)

Whilst the Managers seek to invest in companies whose business strength and corporate governance mean they generally do not require significant shareholder intervention, the Managers recognise that engagement is an important aspect of its fiduciary duty. Engagement is generally conducted proactively but will occasionally be more reactive if a company takes a course of action that the Managers feel is counter to the creation of long-term shareholder value. The impetus to engage may stem from a breach by the company of generally accepted business practice norms, Troy's proxy voting process or integrated ESG analysis.

Any engagement would be expected to be constructive, have a clear objective and be material in nature.

As an example of such engagement, over the last few years, Troy have sought to understand how Nestlé manage the biodiversity impact from land-use in its agricultural supply chain. Following thematic research on the topic of biodiversity in May 2021, Troy met with Nestlé's Head of Sustainable Agriculture to better understand the company's Forest Positive strategy. The strategy includes a commitment to deforestation-free commodity sourcing by 2025. Nestlé have also committed to source 20% of key ingredients using regenerative systems by 2025, and 100% by 2030. Nestlé are also increasingly using regenerative agricultural practices to source key ingredients like milk, cocoa, coffee, vegetables, and cereals. At the start of 2023, Troy attended a roundtable with Nestlé's Chairman where they discussed the company's progress on their nature-related initiatives. The Chairman spoke about how Nestlé are carefully balancing the environmental and social tensions at play since smaller farmers are generally slower to progress towards Nestlé's deforestation targets. Nestlé have long supported the livelihoods of smaller, local farmers and are therefore supporting them along the journey to become deforestation-free.

The Company considers (proxy) voting an important part of its stewardship activities and investment process and aims to use its voting rights to both safeguard the interests of investors and encourage environmental and social sustainability (where these objectives are aligned). The Managers will seek to instruct votes, on behalf of investors, on all resolutions for which it has voting authority.

PROMOTING THE SUCCESS OF THE COMPANY

The Board is required to describe to the Company's Shareholders how the Directors have discharged their duties and responsibilities over the course of the financial year under section 172(1) of the Companies Act 2006. This statement provides an explanation of how the Directors have promoted the success of the Company for the benefit of its members as a whole, taking into account the likely long-term consequences of decisions and the need to foster relationships with all stakeholders.

The Company's main stakeholders are its Shareholders, Managers, service providers and debt provider. The Managers also engage with the investee companies where appropriate, particularly on performance and ESG issues. The Responsible Investment section on pages 16 and 17 details an example of engagement with an investee company during the year.

The Board considers its stakeholders at Board meetings and receives feedback on the Managers' interactions with them.

Stakeholder	How we engage
Shareholders	Shareholders are key stakeholders and the Board places great importance on communication with them. The Board welcomes all Shareholders' views and aims to act fairly between all Shareholders. The Managers and the Company's broker meet regularly with current and prospective Shareholders to discuss the Company and its performance. In deciding to recommend the merger with STS Global Income & Growth Trust plc, the Board considered what was in the best interests of Shareholders, based on a prior understanding of Shareholder priorities. Shareholder feedback is discussed by the Directors at Board meetings and regular updates are provided to Shareholders through the Annual Report, Interim Report, monthly factsheets, Company announcements, including daily net asset value announcements, and the Company's website. The Company's Annual General Meeting and Troy's annual investment trust seminar have provided forums, both formal and informal, for Shareholders to meet and discuss issues with the Directors and the Managers.
Managers	The Managers' Review on pages 8 to 11 details the key investment decisions taken during the year. The Managers have continued to manage the Company's assets in accordance with the mandate provided by Shareholders, with the oversight of the Board. The Board reviews regularly the Company's performance against its investment objective and undertakes an annual strategy review to ensure that the Company is positioned well for the future delivery of its objective. The Board receives presentations from the Managers at every Board meeting to help it exercise effective oversight of the Managers and the Company's strategy and, through the Management Engagement Committee, formally reviews the performance of the Managers at least annually.
Service providers	The Board seeks to maintain constructive relationships with the Company's suppliers, either directly or through the Managers, with regular communications and meetings. A key relationship is with Juniper Partners Limited ('Juniper Partners'), who provide AIFM, company secretarial and fund administration services, as well as operating the DCM. The Board conducts an annual review of the performance, terms and conditions of the Company's main service providers to ensure they are performing in line with Board expectations and providing value for money.
Debt provider	The Company's debt provider is The Royal Bank of Scotland International ('RBSI'). The Board maintains a relationship with RBSI via Juniper Partners. Juniper Partners provides RBSI with regular updates on compliance with its loan covenants.

The Board is always mindful of its responsibilities to the stakeholders of the Company and this forms part of every Board decision. Specific example of stakeholder considerations during the year were:

Key stakeholder considerations	What action was taken
Management of the Portfolio	The Managers' Review on pages 8 to 11 details the key investment decisions taken during the year. The overall shape and structure of the investment portfolio is an important factor in delivering the Company's stated investment objective.
Responsible Investing	The Board is mindful of its responsibilities to the Company's stakeholders and to the wider community of responsible investing. During the period, the Board and Managers continued to develop the Company's approach to responsible investment and full details can be found on pages 16 and 17.
Dividends	During the year, the Board had numerous discussions surrounding the dividend and the timetable for growth. The Board believes that in order to maximise total return to Shareholders, the income component of the return needs to be both sustainable and able to grow. The Company's distributable reserves enable the Board to manage the Company's dividend growth through periods of market volatility and to allow portfolio management flexibility.
DCM	During the year the Company bought back 45.4 million Ordinary shares through the operation of the DCM. The shares were bought back at a discount to NAV, thereby providing a small accretion to the NAV per share. The Board believes the operation of the DCM is very important for Shareholders as it provides liquidity and reduces discount volatility. As noted in the Chairman's Statement on page 3, the DCM was suspended on 2 November 2023.
Gearing	The Company continued to draw down from its three-year revolving loan facility of £15 million with The Royal Bank of Scotland International Limited, full details of which can be found on page 23. The Board believes that adding modest gearing to the Company is appropriate, enabling efficient management of the Company's balance sheet and the enhancement of total returns over time.
Succession Planning	The Board considers succession planning on a regular basis and believes that Shareholders' interests are best served by ensuring a smooth and orderly refreshment of the Board with experienced candidates, whilst maintaining a small, but focussed, independent Board.
Proposed Merger	Following a review of a number of options, on 28 November 2023 the Board announced that it had reached an agreement with the Board of STS Global Income & Growth Trust plc for a proposed merger subject to Shareholder approval.

RISK MANAGEMENT

The Directors are responsible for supervising the overall management of the Company, whilst the day-to-day management of the Company's assets has been delegated to the Managers. Portfolio exposure has been limited by the guidelines which are detailed within the Investment Guidelines section on pages 14 and 15.

The Board can confirm that the principal risks of the Company, including those which would threaten its business model, future performance, solvency or liquidity, have been robustly assessed for the year ended 30 September 2023. A description of the principal risks and how they are managed is set out below, with disclosure of financial risk, including liquidity risk, set out in note 15 on pages 55 to 58. The Board has also assessed the emerging risks of geopolitical events, climate change and rising inflation under performance and market risks.

Risk	Mitigation
Performance risk: The Board is responsible for deciding the investment strategy to fulfil the Company's objective and monitoring the performance of the Managers. An inappropriate strategy or poor execution of strategy might lead to long-term underperformance against the comparator index and the Company's peer group.	To manage this risk the Managers provide an explanation of significant stock selection decisions and the rationale for the composition of the investment portfolio, including responsible investment considerations. The Board also receives and reviews regular reports showing an analysis of the Company's performance, both in income and capital growth terms, against the FTSE All-Share Index (total return) and its peer group. The impact on the investment strategy of the Russia/Ukraine and Israel/Hamas conflicts and rising inflation has been kept under regular review by the Board.
Market risk: Market risk arises from uncertainty about the future prices of the Company's investments.	The Board monitors and maintains an adequate spread of investments in order to minimise the risks or factors specific to a particular investment or sector, based on the diversification requirements inherent in the Company's investment policy. The guidelines which limit the portfolio exposure are set out on pages 14 and 15. The Board also monitors the implementation of gearing strategy and responsible investment strategy. The underlying risks and potential increased volatility associated with the Russia/Ukraine and Israel/Hamas conflicts, and inflation rate rises, are considered within market risk.
Resource and operation risk: Like most other investment trusts, the Company has no employees. The Company therefore relies on services provided by third parties and their control systems. Disruption to, or failure of, systems and controls, including cyber-attacks, at the Company's service providers could result in financial and reputational damage to the Company.	The Board reviews the performance of its service providers, their internal controls and their compliance with agreements on a regular basis.
Shareholder risk: Shareholder risk arises from ongoing share buybacks reducing the size of the Company threatening its viability.	The Board reviews the performance of the Company at each Board meeting along with the business development and marketing strategy in order to make the Company an attractive investment. The Board along with the Managers have also developed a marketing strategy that reflects the shift of investors to platforms which can make direct engagement more difficult. The Board constantly monitors the implementation of the discount control mechanism with the help of Juniper Partners. As discussed on page 3 the Board is now recommending a merger with STS Global Income & Growth Trust plc as they believe that a larger entity with a more global set of income stocks will be an attractive proposition for shareholders.
Regulatory risk: Breach of regulatory rules could lead to the suspension of the Company's London Stock Exchange listing, financial penalties or a qualified audit report. Breach of sections 1158 and 1159 of the Corporation Tax Act 2010 could lead to the Company being subject to corporation tax on capital gains.	The Company Secretary monitors the Company's compliance with all relevant regulations and compliance with the principal rules is reviewed by the Directors at each Board meeting.

YOUR BOARD

Bridget Guerin

Bridget was appointed as a Non-Executive Director and Chair on 17 January 2023. She is currently Chair of Invesco Perpetual UK Smaller Companies Investment Trust and a Non-Executive Director of Mobeus Income & Growth VCT plc, and previously held the position of Chair on the Board of Schroder Income Growth Fund plc. Bridget has held senior positions as marketing director at Ivory & Sime plc and Schroders and was managing director of Matrix Money Management Limited. She is also Chair of York Racecourse and trustee of the York Racecourse Pension Fund.

Fees for year £26,232; beneficial interest 27,730 shares.

Brigid Sutcliffe

Brigid was appointed a Non-Executive Director on 1 August 2021 and became Chair of the Audit Committee on 19 January 2022. After qualifying as a Chartered Accountant in 1983 and gaining an MBA in 1987, Brigid spent thirty years working in investment banking and as a strategic change management consultant, advising companies across a wide range of sectors. She has been a Non-Executive Director for a variety of organisations in the public, private and third sectors over the past fourteen years and is currently a Non-Executive Director of Strategic Equity Capital plc.

Fees for year £27,125; beneficial interest 50,000 shares.

Roger White

Roger was appointed a Non-Executive Director on 29 April 2014 and is Senior Independent Director. He has been Chief Executive of AG Barr plc since 2004, having joined that company as Managing Director in 2002. Roger previously held a number of senior positions with Rank Hovis McDougall, is a past President of the British Soft Drinks Association (BSDA) and is currently a member of BSDAs Board of Management and Executive Council.

Fees for year £25,025; beneficial interest 300,000 shares.

David Garman

David was appointed a Non-Executive Director on 19 January 2016. He is currently a Non-Executive Director of Speedy Hire plc and several private companies. He was formerly Chief Executive of TDG plc and has also held Non-Executive Directorships of Phoenix IT Group plc, Victoria plc, St Modwen Properties plc, Kewill plc, Carillion plc and John Menzies plc.

Fees for year £25,025; beneficial interest 250,000 shares.

DIRECTORS' REPORT

Status of the Company

The Company has received approval from HM Revenue & Customs as an investment trust company under sections 1158 and 1159 of the Corporation Tax Act 2010 and is conducting its affairs so as to enable it to retain such approved status. The Company is incorporated and domiciled in Scotland.

Post Balance Sheet Events

On 2 November 2023 the Company announced it was suspending the discount control mechanism and the buyback of its shares. On 28 November 2023 the Board announced proposals for a combination with STS Global Income & Growth Trust plc, through a scheme of reconstruction pursuant to section 110 of the Insolvency Act 1986. If approved by Shareholders this will result in the voluntary liquidation of the Company.

Results and Dividends

The financial statements for the year ended 30 September 2023 appear on pages 42 to 61. Dividends in respect of the year amounted to 2.049p per share (2022 – 1.97p). The fourth interim dividend of 0.529p per share announced on 14 September 2023 (2022 – fourth interim 0.50p) will be accounted for in the financial period commencing 1 October 2023.

Share Capital

The issued share capital at 30 September 2023 consisted of 236,890,487 Ordinary shares of 25p each and there were 110,621,500 Ordinary shares held in treasury. As at the last practicable date of 23 January 2024 the issued share capital consisted of 232,475,487 Ordinary shares of 25p each and there were 115,036,500 Ordinary shares held in treasury. Each holder of Ordinary shares, excluding treasury shares, is entitled to one vote on a show of hands and, on a poll, to one vote for every Ordinary share held.

Directors

Details of the current Directors are set out on page 21. All held office throughout the year and up to the date of this report, except for Bridget Guerin who was appointed on 17 January 2023. David Warnock retired from the Board on 17 January 2023 and held office from the beginning of the year up to that date.

The Articles of Association require Directors to offer themselves for re-election at least once every three years. In accordance with best practice, the Board has resolved that all the Directors will retire and offer themselves for re-election on an annual basis. New Directors will offer themselves for election at the Annual General Meeting immediately following their appointment.

The Board considers that it has the balance of skills and experience relevant to the leadership and direction of the Company and that all Directors contribute effectively. The role of the Board and its governance arrangements are set out in the Company's corporate governance statement on pages 25 to 29 which forms part of this Directors' Report.

There were no contracts during or at the end of the year in which any Director was materially interested. No Director had a material interest in any investment in which the Company itself had a material interest.

Directors' and Officers' Liability Insurance and Indemnity Agreements

The Company has and continues to maintain insurance in respect of Directors' and Officers' liabilities in relation to their acts on behalf of the Company. The Company's Articles of Association provide any Director or other Officer of the Company with a qualifying third-party indemnity provision out of the assets of the Company against any liability incurred by him or her as a Director or other Officer of the Company to the extent permitted by law. This was in force throughout the financial year and at the date of approval of this report. In addition, the Company has entered into individual Director's indemnity agreements with each Director.

Conflicts of Interest

Each Director has a statutory duty to avoid a situation where he or she has, or could have, a direct or indirect interest which conflicts, or may conflict, with the interests of the Company. A Director will not be in breach of that duty if the relevant matter has been authorised by the Board in accordance with the Company's Articles of Association.

The Board has approved a protocol for identifying and dealing with conflicts and conducts a review of actual or possible conflicts at least annually. No conflicts or potential conflicts were identified during the year.

Substantial Interests

As at 30 September 2023 the Company had received notification of the following interests in the Ordinary share capital of the Company:

Shareholder	Number of shares held	% held
Schroder Investment Management Limited	19,672,375	8.3
Brewin Dolphin clients	14,904,054	6.3
Rathbone Brothers plc clients	14,296,573	6.0

There have been no notifications of changes in interest since 30 September 2023 up to the date of this report.

Management Arrangements

The Company appointed Juniper Partners, as its alternative investment fund manager ('AIFM') on 22 July 2014. With effect from that date, the AIFM delegated the portfolio management activities relating to the Company back to TAML pursuant to a delegation agreement and TAML continues to provide portfolio management services to the Company. These arrangements are fully compliant with the AIFMD.

The AIFM services are provided to the Company by Juniper Partners for a fee of 0.015% of the Company's net assets per annum, subject to a minimum fee of £68,000 per annum. TAML reduce their investment management fee by an equal amount so that there is no overall change to the basis of the management fee incurred by the Company.

The other terms of the AIFM's appointment are similar to those applying to TAML under the investment management delegation agreement detailed below.

Investment Management Delegation Agreement

Investment management services have been provided to the Company by TAML since 1 August 2009. With effect from 1 January 2022, the annual management fee was reduced from 0.65% of the Company's net assets to a tiered annual management fee of 0.55% of net assets up to £250 million and 0.50% of net assets above £250 million. Full details of the fee charged by TAML in the financial year are set out in note 3 to the financial statements. The Board believes the fee charged by TAML is competitive by comparison with other investment trusts with a similar investment mandate and is priced appropriately given the level of service provided by the Managers.

The contract between the Company, TAML and the AIFM may be terminated by any party on six months' notice. No compensation is payable to the Managers in the event of termination of the contract over and above payment in respect of the required minimum notice.

As at 23 January 2024, Hugo Ure and Blake Hutchins, held respectively 460,000 and 192,002 Ordinary shares in the Company.

Company Secretary

Juniper Partners provides company secretarial, accounting and administration services to the Company.

Depositary

J.P. Morgan Europe Ltd is the Company's Depositary, with responsibilities including cash monitoring, safe keeping of the Company's financial instruments and monitoring the Company's compliance with investment limits and leverage requirements. The Depositary has delegated the custody function to J.P. Morgan Chase Bank N.A.

Borrowings

In June 2022, the Company instituted a three-year revolving loan facility of £15 million with The Royal Bank of Scotland International Limited. Under the terms of the facility, the Company has the option to increase the level of the commitment from £15 million to £20 million at any time, subject to the bank's credit approval, thus avoiding the expense of undrawn commitment fees on this additional £5 million. As at 30 September 2023, £4 million had been drawn down from this facility at a rate of 1.2% plus SONIA.

Corporate Governance

The Statement of Corporate Governance is set out on pages 25 to 28 and forms part of this report.

Performance and Future Development

Performance and future development is set out in the Business Model on page 15.

Going Concern

The Board considered the appropriateness of continuing to prepare the financial statements on a going concern basis. Notwithstanding the material uncertainty in relation to going concern surrounding the implementation of the proposed scheme of reconstruction (the 'Scheme'), the Board concluded that it remained appropriate to continue to prepare the financial statements on a going concern basis. In reaching this conclusion the Board came to the view that, as the Scheme is contingent on Shareholder approval and the Company is considered solvent in all other regards, there is no irrevocable path to liquidation and thus going concern remained the most appropriate basis for preparation (see note 1 on page 46 for further details). In concluding that the adoption of the going concern basis of accounting is appropriate, the Directors, and specifically the Audit Committee members, have given due consideration to the risks associated with the implementation of the Scheme. The Directors monitor developments closely and are confident that the going concern basis remains appropriate.

Viability Statement

As Shareholders will be aware, the Board recently concluded a review of possible options for a combination with another investment trust, to be effected by a scheme of reconstruction. The outcome of this review was a recommendation by the Board that the Company's assets be combined with those of STS Global Income & Growth Trust plc ('STS') by means of a section 110 scheme of reconstruction (the 'Scheme'). Upon completion of the combination of the assets and the allotment of STS shares to Shareholders, the implementation of the Scheme will, subject to Shareholder approval at general meetings, result in the voluntary liquidation of the Company. The outcome of the general meetings to place the Company into liquidation represents a material uncertainty in the context of the preparation of these financial statements.

Notwithstanding this, the Directors have assessed the prospects of the Company for a period of three years should the scheme not proceed. The Directors have determined that a three-year period is an appropriate period over which to provide its viability statement. They consider that three years is a reasonable time horizon to assess the continuing viability of the Company and a suitable period over which to measure the performance of the Company. This three-year period remains consistent with the planning horizon used by the Company in managing its activities.

In making this assessment, the Directors have identified the following factors as potential contributors to ongoing viability:

- The principal risks and uncertainties detailed on page 20 and the mitigating controls in place, including the ongoing impact of the Russia/Ukraine and Israel/Hamas conflicts and the Company's operational resilience.
- The ongoing relevance of the Company's investment objective in the current environment.
- The level of current and historic ongoing charges incurred by the Company as disclosed on page 1.
- The utilisation quantum of the discount control mechanism.
- The level of income generated by the Company.
- The liquidity of the Company's portfolio.
- The challenges posed by climate change, including any impact this may have on investee companies.

The Company is fully invested in liquid assets, either in listed securities or cash. The nature of these mean that even in a severe market downturn the Company would be able to convert, in a relatively short period of time, the portfolio into cash sufficient to meet the Company's operating costs which run at approximately 1% per annum of net assets. This includes both fixed and variable costs, the largest single element of which is the variable management fee which is based on the net asset value of the Company. Based on these facts the Board has concluded that even in exceptionally stressed operating conditions, the Company would easily be able to meet its ongoing operating costs as they fall due.

Based on the foregoing, the Directors have a reasonable expectation that the Company would be able to continue in operation and meet its liabilities as they fall due over the three-year period of this viability assessment.

Independent Auditors

Following a tender process in 2015, PricewaterhouseCoopers LLP were appointed the Company's Auditors in 2016.

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

Discount Control Mechanism

The Company's discount control mechanism is to ensure that the Ordinary shares trade at close to net asset value through a combination of share buy-backs and the issue of new Ordinary shares at a premium to net asset value where demand exceeds supply.

This discount control mechanism is operated by Juniper Partners. The fee is charged to the share premium account on shares issued and against special/capital reserves on shares repurchased.

Subsequent to the year end, on 2 November 2023, the Company suspended the operation of the discount control mechanism and any fees in relation to this to Juniper Partners were stopped. In the event that the proposed merger does not go ahead, then appropriate steps will be taken to allow the DCM to recommence in due course.

By Order of the Board

Juniper Partners Limited
Secretary

23 January 2024

STATEMENT OF CORPORATE GOVERNANCE

Introduction

Corporate governance is the process by which the Board seeks to look after Shareholder interests and protect and enhance Shareholder value. Shareholders hold the Directors responsible for the stewardship of the Company.

The Board has considered the principles and provisions of the Association of Investment Trusts' Code of Corporate Governance ('AIC Code'). The AIC Code is endorsed by the Financial Reporting Council and adapts the principles and provisions set out in the UK Corporate Governance Code to make them relevant to investment companies as well as incorporating the relevant provisions of the UK Corporate Governance Code.

The Board believes that the AIC Code provides the most appropriate governance framework for the Company. Accordingly, the Company reports against the principles and provisions of the AIC Code. The February 2019 edition of the AIC Code is applicable to the year under review and can be found at www.theaic.co.uk.

By reporting against the AIC Code, the Board is meeting its obligations in relation to the UK Corporate Governance Code (and associated disclosure requirements under the FCA's Listing Rule 9.8.6R) and, accordingly, the Company does not need to report further on issues contained in the UK Corporate Governance Code which are irrelevant to it.

Role of the Board

The Board is ultimately responsible for the framing and executing of the Company's strategy and for closely monitoring risks. The Board sets the Company's values and objectives and ensures that its obligations to Shareholders and are met.

The Board currently consists of four Non-Executive Directors, one of whom, Bridget Guerin, is Chair. The Senior Independent Director is Roger White. Biographies of the Directors appear on page 21 and demonstrate the wide range of skills and experience each brings to the Board. Each Director has signed a letter of appointment to formalise in writing the terms of his or her engagement as a Non-Executive Director.

The Board has a formal schedule of matters specifically reserved to it for decision. These are discussed at regular intervals (at least once per annum) and comprise corporate matters, the Company's objective, advisers, the AIFM, the Managers and the management agreements. When necessary, the AIFM and the Managers are requested to withdraw so that the Directors may discuss matters in private. There is an agreed procedure for Directors to take independent professional advice if necessary and at the Company's expense. This is in addition to the access which every Director has to the advice of the Company Secretary.

The Board meets five times a year on a formal basis and on an ad-hoc basis as required. The primary focus at the regular Board meetings is a review of investment performance and associated matters, including marketing and investor relations and regulatory and industry issues. In advance of each meeting, the Directors receive a comprehensive set of papers, including the Managers' review and performance reports, revenue projections and expense budgets, updates on marketing activities and investor relations, regulatory reports and documents on any other specific matters of importance. Key representatives of the Managers attend each Board meeting, enabling the Directors to probe on matters of concern and seek clarification on any issues.

The Board has appointed three committees to cover specific operations as set out below. Copies of the terms of reference of each committee are available on request from the Company Secretary.

Audit Committee

The Audit Committee Report is set out pages 29 and 30.

Nominations Committee

The Nominations Committee, which comprises all of the Directors of the Company and is chaired by Roger White, considers the appointment of new Directors bearing in mind the balance of skills, knowledge, experience and diversity existing on the Board. Once a decision is made to recruit an additional Director, the Committee will prepare a brief, including the description of the role and specification of the capabilities required. The Committee may seek assistance in identifying suitable candidates by appointing an external recruitment firm.

Management Engagement Committee

The Board has constituted a separate Management Engagement Committee which comprises all of the Directors and which met once during the year. The main functions of the Committee are to define the terms of the Agreements with the Managers and the AIFM, to ensure that they follow good industry practice, are competitive and are in the best interests of the Shareholders. The Committee monitors the Managers' and AIFM's compliance with the terms of the Agreements and their performance. The Committee also reviews the services and performance of the Company's other service providers.

STATEMENT OF CORPORATE GOVERNANCE

A review of the Managers was undertaken during the year and the Committee considered the continuing appointment of the Managers to be in the best interest of the Shareholders at this time. The Committee believes that the Managers have the skills and experience appropriate to achieving the Company's investment objective. The Committee also reviewed the AIFM and other service providers during the year and concluded that the services provided to the Company were satisfactory and that the Agreements entered into with them were operating in the best interests of Shareholders.

Remuneration Committee

As noted in the Directors' Remuneration Report on pages 32 to 34, the Board as a whole reviews and sets the rates of remuneration payable to each Director, and therefore no separate Remuneration Committee has been constituted.

Directors' Meetings

The following table shows the number of formal Board and Committee meetings held during the year ended 30 September 2023 and the number attended by each Director (with eligibility to attend in brackets):

Meetings held and attendance	Board	Audit Committee	Management Engagement Committee	Nomination Committee
Bridget Guerin (appointed 17 January 2023)	3 (3)	1 (1)	0 (0)	1 (1)
Roger White	5 (5)	2 (2)	1 (1)	1 (1)
David Garman	5 (5)	2 (2)	1 (1)	1 (1)
Brigid Sutcliffe	5 (5)	2 (2)	1 (1)	1 (1)
David Warnock (retired 17 January 2023)	2 (2)	1 (1)	1 (1)	0 (0)

Directors' Independence

The Board regularly reviews the independence of its members and, having due regard to the definitions and current AIC guidelines on independence, considers all Directors to be independent of the Company's Managers.

The Board takes the view that length of service does not necessarily compromise the independence or contribution of directors of an investment trust company, where the characteristics and relationships tend to differ from those of other companies. The Board believes that continuity and experience can add significantly to the Board's strengths.

Succession Planning and Tenure

The Board considers succession planning on at least an annual basis, having regard to the length of service of each Director, the combined skill set of the Board and the diversity and size of the Board. The Board has agreed that, in the absence of unforeseen circumstances, the tenure of the Chair will be for a maximum of twelve years, which allows for benefits of continuity and experience, while not compromising independence.

The Board plans for its own succession with the assistance of the Nomination Committee. This process involves the identification of the need for a new appointment, and the preparation of a brief including a description of the role and specification of the capabilities required.

The Nomination Committee may seek assistance in identifying suitable candidates by appointing an external recruitment firm.

Board Diversity

The Board recognises the importance of diversity including gender, ethnicity and background, and is committed to ensuring that a wide range of knowledge, experience, skills and cognitive diversity are represented on the Board.

The Nomination Committee does not consider it appropriate to establish diversity targets or quotas at this time. However, the Committee is conscious of the diversity targets set out in the FCA Listing Rules and the Board complies with the AIC Code of Corporate Governance in appointing appropriately diverse, independent non-executive Directors who set the operational and moral standards of the Company and aims to have an appropriate level of diversity on the Board.

In accordance with Listing Rule 9.8.6R (9), (10) and (11) the Board has provided the following information in relation to its diversity as at 30 September 2023, being the financial year-end of the Company. The information included in the tables below has been obtained following confirmation from the individual Directors. As shown in the tables, the Company has not yet met the FCA ethnic diversity target, which formally came into force for listed companies for financial years commencing on or after 1 April 2022. The Board will continue to take all matters of diversity into account as part of its succession planning and aims to have an appropriate level of diversity on the Board.

Board Gender as at 30 September 2023

	Number of Board members	Percentage of the Board	Number of senior positions on the Board[4]	Number in executive management[1]	Percentage of executive management[1]
Men	2	50%	1	n/a	n/a
Women	2	50%[2]	1[3]	n/a	n/a
Not specified / prefer not to say	–	–	–	n/a	n/a

Board ethnic background as at 30 September 2023

	Number of Board members	Percentage of the Board	Number of senior positions on the Board[4]	Number in executive management[1]	Percentage of executive management[1]
White British or other white (including minority-white groups)	4	100%	2	n/a	n/a
Mixed/multiple ethnic groups	–	–	–	n/a	n/a
Asian/Asian British	–	–	–	n/a	n/a
Black/African/Caribbean/ Black British	–	–	–	n/a	n/a
Other ethnic group, including Arab	–	–	–	n/a	n/a
Not specified/prefer not to say	–	–	–	n/a	n/a

(1) The number of Directors in executive management is not applicable for an investment trust.
(2) This meets the Listing Rules target of 40%.
(3) This meets the Listing Rules target of at least one senior position on the Board to be held by a woman.
(4) For the purposes of the Listing Rule disclosures only the positions of Chairman and Senior Independent Director are relevant for an investment trust.

Induction and Training

New Directors appointed to the Board are provided with an induction programme which is tailored to the particular circumstances of the appointee. Regular briefings are provided during the year on industry and regulatory matters and the Directors receive other relevant training as required.

Performance Evaluation

The Board undertakes a formal and rigorous annual evaluation of its own performance and that of its committees and individual Directors. The Directors consider how the Board functions as a whole and also review the individual performance of its members. This process is led by the Chairman and encompasses quantitative and qualitative measures of performance implemented by way of an evaluation questionnaire and Board discussion. The performance of the Chairman is reviewed by the other Directors led by the Senior Independent Director. These reviews form the basis of the decision on whether or not Directors are nominated for re-election. These processes have been carried out in respect of the year under review and will be conducted on an annual basis.

Based on these reviews the Board believes that it continues to operate in an efficient and effective manner and has a balanced range of skills and experience, with each Director making a significant contribution to the performance of the Company.

Relations with Shareholders

The Board regularly monitors the Shareholder profile of the Company and the Company reports formally to Shareholders twice a year by way of the Annual and Interim Report. All Shareholders have the opportunity to attend and vote at Annual General Meetings at which Directors and the Managers are available to discuss key issues affecting the Company. TAML also conduct meetings with Shareholders to discuss issues relating to the Company and give them the opportunity to meet the Board, if required.

As recommended by the AIC Code, the Company makes available the proxy votes cast at general meetings. In addition, the Company aims to give Shareholders at least twenty working days' notice of the Annual General Meeting. In the light of the proposed merger and liquidation of the Company it is not proposed that an AGM will be held this year.

Internal Control

The Board is ultimately responsible for the Company's system of internal control and for reviewing its effectiveness. However, such a system is designed to manage rather than eliminate the risk of failure to achieve business objectives and can provide only reasonable and not absolute assurance against material misstatement or loss.

STATEMENT OF CORPORATE GOVERNANCE

The Board has delegated certain functions. The main service providers are TAML, the Managers; Juniper Partners, the AIFM, Company Secretary and Administrator; J.P. Morgan Chase Bank N.A., the Custodian; J.P. Morgan Europe Ltd, the Depositary; and Equiniti Limited, the Registrars. TAML and Juniper Partners provide the Board with regular reports, which cover investment activities and financial matters, and with periodic reports on the control procedures and the system of internal financial control.

The AIFM has established a permanent risk function to ensure that effective risk management policies and procedures are in place to monitor compliance with risk limits. The AIFM has a risk policy which covers the risks associated with the management of the portfolio, and the adequacy and effectiveness of this policy is reviewed at least annually. This review includes the risk management processes and systems and limits for each risk area.

The risk limits, which are set by the AIFM in conjunction with the Board, take into account the objectives, strategy and risk profile of the portfolio. These limits, including leverage (see page 61), are monitored and exceptions are escalated to the AIFM along with any remedial measures that are required.

It is a requirement that the Board monitors the Company's risk management and internal control systems and, at least annually, carries out a review of their effectiveness. The monitoring and review covers all material controls, including financial, operational, compliance and risk management. To achieve this the Board has in place regular review procedures for the identification, evaluation and management of principal risks to the Company in accordance with the Financial Reporting Council's guidance document "Guidance on Risk Management, Internal Control and Related Financial and Business Reporting". These procedures include oversight of the Company's risk management processes and regular reviews of the Company's detailed risk matrix. The Directors believe that these processes, which have been in place throughout the year under review and up to the date of approval of the Annual Report, are sufficient to provide reasonable assurance that the assets are safeguarded and that material errors and irregularities are either prevented or detected within a timely period.

Proxy Voting and Stewardship

The Financial Reporting Council ('FRC') published an updated 'UK Stewardship Code' for institutional shareholders in October 2020. The purpose of the UK Stewardship Code is to enhance the quality of engagement between institutional investors and companies to help improve long-term returns to shareholders and assist institutional investors with the efficient exercise of their governance responsibilities.

The Board delegates to the Managers responsibility for selecting the portfolio of investments, within investment guidelines established by the Board after discussion with the Managers, and for monitoring the performance and activities of investee companies. The Managers carry out detailed research on investee companies and possible future investee companies through internally generated research. The research on a company comprises an evaluation of fundamental details such as financial strength, quality of management, market position and product differentiation, plus an appraisal of issues relevant to it, including policies relating to socially responsible investment.

The Company's voting rights in respect of investee companies are delegated to the Managers, who vote at all general meetings of UK companies and report to the Board on a regular basis. The Managers consider each case on its individual merits with the primary aim of the use of voting rights being to ensure a satisfactory return from investments. The Managers' statement of compliance with the UK Stewardship Code can be found on Troy's website at www.taml.co.uk.

Bribery Act

The Company has a zero tolerance policy towards bribery and is committed to carrying out business fairly, honestly and openly. The Managers and the AIFM also adopt a zero tolerance approach and have policies and procedures in place to prevent and detect bribery.

Criminal Finances Act 2017

The Company has a zero tolerance policy towards the criminal facilitation of tax evasion.

Taskforce for Climate Related Financial Disclosures ('TCFD')

The Company notes the TCFD recommendations on climate-related financial disclosures. The Company is an investment trust and, as such, it is exempt from the Listing Rules requirement to report against the TCFD framework. As detailed in the Strategic Report on page 16, TAML has committed to implementing the recommendations of the TCFD.

By Order of the Board

Juniper Partners Limited
Secretary

23 January 2024

AUDIT COMMITTEE REPORT

Composition of the Audit Committee

The Audit Committee comprises all of the Directors of the Company. The Board considers that it is appropriate for all Directors to be members of the Committee owing to the size and composition of the Board. The Audit Committee, who consider that they have the requisite skills and experience to fulfil their roles, met twice in 2023 to coincide with the interim and annual reporting and audit cycle. Brigid Sutcliffe is the Chair of the Audit Committee.

Role of the Audit Committee

The main responsibilities of the Audit Committee are:

- monitoring and reviewing the integrity of financial statements and ensuring in particular that, taken as a whole, they are fair, balanced and understandable;
- reviewing the Company's internal financial controls;
- making recommendations to the Board in relation to the appointment, evaluation and dismissal of the external Auditors, their remuneration, terms of their engagement and reviewing their independence, objectivity and effectiveness;
- reviewing the external Auditors' audit plan and year-end report;
- developing and implementing policy on the engagement of the external Auditors to supply non-audit services;
- assessing the need for an internal audit function; and
- reviewing the arrangements in place within the AIFM and the Managers whereby their staff may, in confidence, raise concerns about possible improprieties in matters of financial reporting or other matters insofar as they may affect the Company.

Annual Report and Financial Statements

The Board of Directors is responsible for preparing the Annual Report and Financial Statements. The Audit Committee advises the Board on the form and content of the Annual Report and Financial Statements, any issues which may arise and any specific areas which require judgement.

In the course of finalising the Annual Report and Financial Statements for the year ended 30 September 2023, the Committee focussed its discussions on the following significant issues:

- Valuation and existence of investments: Investments are valued using stock market prices from independent price sources. The AIFM carries out testing of the prices and regularly reconciles the portfolio holdings to confirmations from the Company's custodian.
- Accuracy, occurrence and completeness of dividend income: Income received is accounted for in line with the Company' accounting policy (as set out on page 47) and is reviewed by the Board at each Board meeting, including allocation of special dividends.

All of the above matters were satisfactorily addressed through consideration of reports provided by and discussed with the AIFM and the Managers.

The Board has asked the Audit Committee to advise it whether the Annual Report and Financial Statements, taken as a whole, are fair, balanced and understandable and provide the information necessary for Shareholders to assess the Company's position and performance, business model and strategy. The Audit Committee has reviewed the Annual Report and Financial Statements and is satisfied that, taken as a whole, they meet these requirements. In reaching this conclusion, the Committee has assumed that the reader of the Annual Report and Financial Statements would have a reasonable level of knowledge of the investment industry in general and of investment trusts in particular.

Auditors

PricewaterhouseCoopers LLP ('PwC') were appointed as the Company's external Auditors during the year to 30 September 2016, following a tender process in 2015. The current audit partner, Gillian Alexander, is in the third year of her appointment.

The Committee places great importance on ensuring high standards of both quality and effectiveness in the external audit process. Audit quality is reviewed throughout the year with a focus on: strong audit governance; the audit firm's methodology and its effective application to the Company; a robust challenge by the Auditors on any area which requires management judgement; and the quality of the senior members of the team.

The effectiveness of the audit has also been assessed by a number of measures including, but not limited to:

- reviewing the quality and scope of the audit planning;
- monitoring the independence and transparency of the audit; and
- seeking feedback from the Auditors on any external or internal quality reviews of the audit.

AUDIT COMMITTEE REPORT

At the end of the audit for the current financial year, the Committee used a questionnaire to evaluate the performance of PwC. The Committee also reviewed the independence of PwC. In completing this review, the Committee took into account the standing, experience and tenure of the audit partner, the nature and level of service provided and confirmation that PwC have complied with relevant UK independence guidelines. No significant issues were identified and the Committee ratified the continued appointment of PwC.

Brigid Sutcliffe
Chair of the Audit Committee

23 January 2024

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Annual Report and Financial Statements in accordance with applicable law and regulation.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the financial statements in accordance with UK-adopted international accounting standards.

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

- select suitable accounting policies and then apply them consistently;
- state whether applicable UK-adopted international accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors consider that the Annual Report and Financial Statements, taken as a whole, are fair, balanced and understandable, and provide the information necessary for Shareholders to assess the Company's position and performance, business model and strategy. In reaching this conclusion the Directors have assumed that the reader of the Annual Report and Financial Statements would have a reasonable level of knowledge of the investment industry and of investment trusts in particular.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that its financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Under applicable law and regulations, the Directors are also responsible for preparing a Strategic Report, a Directors' Report, a Corporate Governance Statement and a Directors' Remuneration Report that comply with that law and those regulations.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Directors' Confirmations

Each of the Directors in office at 23 January 2024, whose names and functions are listed in 'Your Board' on page 21, confirm that, to the best of their knowledge:

- the Company's financial statements, which have been prepared in accordance with UK-adopted international accounting standards, give a true and fair view of the assets, liabilities, financial position and profit of the Company; and
- the Strategic Report and the Directors' Report include a fair review of the development and performance of the business and the position of the Company, together with a description of the principal risks and uncertainties that it faces.

For and on behalf of Troy Income & Growth Trust plc

Brigid Sutcliffe
Chair of the Audit Committee

23 January 2024

DIRECTORS' REMUNERATION REPORT

Chairman's Statement

The following report has been prepared by the Board in accordance with the requirements of section 421 of the Companies Act 2006. The Remuneration Policy set out below was approved by Shareholders at the AGM held in 2021, and the policy is subject to a vote at least every three years.

The Company's independent Auditors are required by law to audit certain of the disclosures contained in the Directors' Remuneration Report. Where disclosures have been audited, they are indicated as such. The independent Auditors' opinion is included in the report on pages 35 to 41.

No Director has a service contract with the Company, although each has a letter of appointment confirming his or her appointment and setting out his or her remuneration as at the date of the letter. These letters contain no provision regarding notice period, nor do they make provision for compensation payable upon early termination of the Director's appointment.

Remuneration Policy

The Board as a whole reviews and sets the rates of remuneration payable to each Director with effect from the annual review date of 1 April each year. The Board is aware that these should be comparable to market rates to attract and retain Directors of the appropriate calibre and reflect the time spent and the responsibilities borne by Directors in exercising the stewardship required of the Company. In setting these rates, the Board acts principally on advice from the Company Secretary, who monitors rates of Directors' remuneration in companies of comparable size and activities and carries out other relevant research requested by the Board. Any Director who performs services which in the opinion of the Board go beyond the ordinary duties of a Director may be paid such extra remuneration as the Board may in its discretion decide. No separate remuneration committee has been constituted in view of the level of work delegated to the Managers and Company Secretary.

The Articles of Association of the Company set a maximum aggregate limit within a financial year for Non-Executive Directors' remuneration. The limit was approved by Shareholders in 2006 at £70,000 per annum, increased annually in line with the change in the Retail Price Index and pro-rated up or down should the number of Directors change either temporarily or permanently. Since 2006, the number of Directors has increased from three to four and, taking into the account the increase in Retail Price Index, the limit for the year ended 30 September 2023 was £162,000.

The Board has not received any views from the Company's Shareholders in respect of the levels of Directors' remuneration.

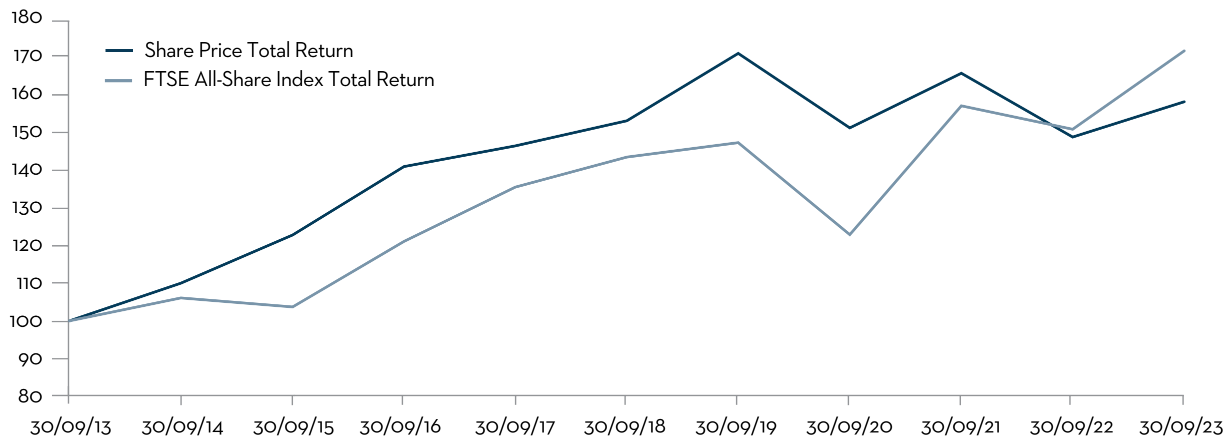
The Board considers that the present policy of remunerating Directors exclusively by fixed fees in cash is appropriate and adequate for the Company in its present and foreseeable circumstances and there are no plans to introduce additional or alternative remuneration schemes.

The new Directors' remuneration rates, effective from 1 October 2023, are as follows:

	From 1 October 2023 £	From 1 April 2022 £
Chairman	**38,110**	37,000
Audit Committee Chair	**30,540**	29,650
Other Directors	**26,215**	25,450

Total Shareholder Return

The chart shown below illustrates the total shareholder return for a holding in the Company's shares as compared to the total return on the FTSE All-Share Index for the ten year period to 30 September 2023. This index is deemed to be the most appropriate one against which to measure the Company's long-term performance.



Annual Report on Remuneration (Audited Information)

The total fees payable to each Director who served during the financial year under review and the previous financial year of the Company are shown in the following table:

	2023 £	2022 £	2021 £	2023 % change	2022 % change
Bridget Guerin (appointed 17 January 2023)	**26,232**	–	–	**N/A***	N/A*
Brigid Sutcliffe[1]	**29,650**	27,125	4,100	**+9.3%**	N/A*
Roger White	**25,450**	25,025	24,475	**+1.7%**	+2.2%
David Garman	**25,450**	25,025	24,475	**+1.7%**	+2.2%
David Warnock (retired 17 January 2023)	**10,958**	36,415	35,665	**N/A***	+2.1%
Jann Brown (retired 19 January 2022)	**–**	9,759	28,550	**N/A***	N/A*
	117,740	123,349	117,265	**(4.5%)**	+5.2%

[1] Appointed Audit Committee Chair on 19 January 2022.
* Change not applicable as Director not in office for full current or prior year.

The table below contains the annual percentage change in remuneration in the last three financial years in respect of each Director.

	2023	2022	2021	2020
Chair – annual rate (£)	**37,000**	36,415	35,665	35,250
Annual increase	**1.6%**	2.1%	1.2%	
Audit Committee Chair – annual rate (£)	**29,650**	29,175	28,550	28,200
Annual increase	**1.6%**	2.2%	1.2%	
Director – annual rate (£)	**25,450**	25,025	24,475	24,175
Annual increase	**1.7%**	2.2%	1.2%	

There is no performance related remuneration scheme such as an annual bonus, or a long-term incentive scheme such as the granting of share options. The Company does not operate a pension scheme for the Directors and no Director received any form of remuneration during the financial year under review or the preceding financial year other than the fees shown above.

Relative Importance of Spend on Pay

As the Company has no employees, the Directors do not consider it appropriate to present a table comparing remuneration paid to employees with distribution to Shareholders. However, for ease of reference, total fees paid to Directors are shown in the table above, dividends paid to Shareholders are set out in note 7 on page 51 and share buy backs are detailed in note 10 on page 53.

Directors' Interests (Audited Information)

The Directors at 30 September 2023 had no other interest other than those interests, all of which are beneficial interests, shown below in the share capital of the Company.

	At 30 September 2023 Ordinary shares	At 30 September 2022 Ordinary shares
Bridget Guerin (appointed 17 January 2023)	**27,730**	N/A
Brigid Sutcliffe	**50,000**	50,000
Roger White	**300,000**	300,000
David Garman	**250,000**	250,000
David Warnock (retired 17 January 2023)	**N/A**	670,272

There have been no changes in the interests of the Directors in the share capital during the period 1 October 2023 to 23 January 2024.

There is no requirement under the Directors' letters of appointment for them to own shares in the Company.

DIRECTORS' REMUNERATION REPORT

Statement of Voting at Annual General Meeting

The proxy votes cast at the last relevant Annual General Meetings were as follows:

	In favour	Against
Directors' Remuneration Report (2023 AGM)	99.1%	0.9%
Directors' Remuneration Policy (2022 AGM)	99.4%	0.6%

Approved by the Board of Directors on 23 January 2024 and signed on its behalf by:

Bridget Guerin
Chairman

INDEPENDENT AUDITORS' REPORT

to the Members of Troy Income & Growth Trust plc

Report on the audit of the financial statements

Opinion

In our opinion, Troy Income & Growth Trust plc's financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 September 2023 and of its profit and cash flows for the year then ended;
- have been properly prepared in accordance with UK-adopted international accounting standards; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Statement of Financial Position as at 30 September 2023; the Statement of Comprehensive Income, the Statement of Changes in Equity and the Cash Flow Statement for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Our opinion is consistent with our reporting to the Audit Committee.

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, as applicable to listed public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

To the best of our knowledge and belief, we declare that non-audit services prohibited by the FRC's Ethical Standard were not provided.

We have provided no non-audit services to the Company in the period under audit.

Material uncertainty related to going concern

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 1 (a) to the financial statements concerning the Company's ability to continue as a going concern. On 28 November 2023, the Board announced that it had agreed heads of terms with STS Global Income & Growth Trust plc ('STS') for a combination of the assets of the Company and STS by means of a scheme of reconstruction pursuant to Section 110 of the Insolvency Act 1986. The liquidation of the Company is not imminent as the Scheme has not been approved by the shareholders of the Company and STS. However, if the shareholders approve the Scheme the Company will be liquidated after the assets have been transferred to STS, which will be the continuing entity. These conditions, along with the other matters explained in note 1 (a) to the financial statements, indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the Company were unable to continue as a going concern.

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

Our evaluation of the Directors' assessment of the Company's ability to continue to adopt the going concern basis of accounting included:

- obtaining and evaluating the Directors' going concern assessment, which reflects conditions up to the point of approval of the Annual Report.
- reviewing the heads of terms agreement with STS.
- reviewing the minutes of the Board.
- assessing the disclosures presented in the Annual Report in relation to the scheme of reconstruction and its impact on the going concern assessment by reading the other information, including principal risks and uncertainties, the Viability Statement set out in the Strategic Report and the Going Concern Statement in Note 1 (a), and assessing its consistency with the Financial Statements and the evidence we obtained in our audit.

INDEPENDENT AUDITORS' REPORT

to the Members of Troy Income & Growth Trust plc

In relation to the Directors' reporting on how they have applied the UK Corporate Governance Code, other than the material uncertainty identified in note 1 (a) to the financial statements, we have nothing material to add or draw attention to in relation to the Directors' statement in the financial statements about whether the Directors considered it appropriate to adopt the going concern basis of accounting, or in respect of the Directors' identification in the financial statements of any other material uncertainties to the Company's ability to continue to do so over a period of at least twelve months from the date of approval of the financial statements.

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

Our audit approach

Overview

Audit scope

- The Company is a standalone investment trust company and engages Troy Asset Management Limited (the "Manager") to manage its assets;
- We conducted our audit of the financial statements using information from Juniper Partners Limited (the "Administrator") to whom the Manager has, with the consent of the Directors, delegated the provision of certain administrative functions;
- We tailored the scope of our audit taking into account the types of investments within the Company, the involvement of the third parties referred to above and the industry in which the Company operates; and
- We obtained an understanding of the control environment in place at both the Manager and the Administrator, and adopted a fully substantive testing approach using reports obtained from the Administrator.

Key audit matters

- Material uncertainty related to going concern
- Valuation and existence of investments
- Accuracy, occurrence and completeness of dividend income

Materiality

- Overall materiality: £1.67m (2022: £1.93m) based on 1% of net assets.
- Performance materiality: £1.25m (2022: £1.45m).

The scope of our audit

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements.

Key audit matters

Key audit matters are those matters that, in the auditors' professional judgement, were of most significance in the audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by the auditors, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. These matters, and any comments we make on the results of our procedures thereon, were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

In addition to going concern, described in the Material uncertainty related to going concern section above, we determined the matters described below to be the key audit matters to be communicated in our report. This is not a complete list of all risks identified by our audit.

The key audit matters below are consistent with last year.

Key audit matter	How our audit addressed the key audit matter
Valuation and existence of investments Refer to the Audit Committee Report (pages 29 and 30), Note 1 – Accounting policies (page 47) and Note 9 – Investments held at fair value through profit or loss (page 52). The investment portfolio at year-end consisted of listed equity investments valued at £168.0 million. We focused on the valuation and existence of investments because investments represent the principal element of the net asset value as disclosed in the Statement of Financial Position in the financial statements.	We tested the valuation of the investments by agreeing the prices used in the valuation to independent third-party sources for all investments. We tested the existence of the investment portfolio by agreeing investment holdings to an independently obtained custodian confirmation. No material differences were identified.
Accuracy, occurrence and completeness of dividend income Refer to the Audit Committee Report (pages 29 and 30), Note 1 – Accounting policies (page 47) and Note 2 – Revenue (page 48). We focused on the accuracy, occurrence and completeness of dividend income as incomplete or inaccurate income could have a material impact on the Company's net asset value and dividend cover. We also focused on the accounting policy for income recognition and its presentation in the Statement of Comprehensive Income as set out in the requirements of The Association of Investment Companies Statement of Recommended Practice (the "AIC SORP") as incorrect application could indicate a misstatement in income recognition.	We tested the accuracy of dividend receipts by agreeing the dividend rates from investments to independent market data. To test for occurrence, we confirmed that all dividends recorded had occurred in the market and traced a sample of cash payments to bank statements. To test for completeness, we tested that the appropriate dividends had been received in the year by reference to independent data of dividends declared for all listed investments during the year. We also tested the allocation and presentation of dividend income between the revenue and capital return columns of the Income Statement in line with the requirements set out in the AIC SORP by confirming reasons behind dividend distributions. No material differences were identified.

How we tailored the audit scope

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial statements as a whole, taking into account the structure of the company, the accounting processes and controls, and the industry in which it operates.

The impact of climate risk on our audit

In conducting our audit, we made enquiries of the Directors and the Manager to understand the extent of the potential impact of climate change risk on the Company's financial statements. The Directors and Manager concluded that the impact on the measurement and disclosures within the financial statements is not material because the Company's investment portfolio is made up of level 1 quoted securities which are valued at fair value based on market prices. We found this to be consistent with our understanding of the Company's investment activities. We also considered the consistency of the climate change disclosures included in the Strategic Report and our knowledge from our audit.

Materiality

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

INDEPENDENT AUDITORS' REPORT
to the Members of Troy Income & Growth Trust plc

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

Overall company materiality	£1.67m (2022: £1.93m).
How we determined it	1% of net assets
Rationale for benchmark applied	We have applied this benchmark, a generally accepted auditing practice for investment trust audits, in the absence of indicators that an alternative benchmark would be appropriate and because we believe this provides an appropriate and consistent year-on-year basis for our audit.

We use performance materiality to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements exceeds overall materiality. Specifically, we use performance materiality in determining the scope of our audit and the nature and extent of our testing of account balances, classes of transactions and disclosures, for example in determining sample sizes. Our performance materiality was 75% (2022: 75%) of overall materiality, amounting to £1.25m (2022: £1.45m) for the Company financial statements.

In determining the performance materiality, we considered a number of factors – the history of misstatements, risk assessment and aggregation risk and the effectiveness of controls – and concluded that an amount at the upper end of our normal range was appropriate.

We agreed with the Audit Committee that we would report to them misstatements identified during our audit above £83,414 (2022: £96,950) as well as misstatements below that amount that, in our view, warranted reporting for qualitative reasons.

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 Directors are 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.

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.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 30 September 2023 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Directors' Remuneration

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

Corporate governance statement

The Listing Rules require us to review the Directors' statements in relation to going concern, longer-term viability and that part of the corporate governance statement relating to the Company's compliance with the provisions of the UK Corporate Governance Code specified for our review. Our additional responsibilities with respect to the corporate governance statement as other information are described in the Reporting on other information section of this report.

Based on the work undertaken as part of our audit, we have concluded that each of the following elements of the corporate governance statement is materially consistent with the financial statements and our knowledge obtained during the audit, and, except for the matters reported in the section headed 'Material uncertainty related to going concern', we have nothing material to add or draw attention to in relation to:

- The Directors' confirmation that they have carried out a robust assessment of the emerging and principal risks;
- The disclosures in the Annual Report that describe those principal risks, what procedures are in place to identify emerging risks and an explanation of how these are being managed or mitigated;
- The Directors' statement in the financial statements about whether they considered it appropriate to adopt the going concern basis of accounting in preparing them, and their identification of any material uncertainties to the Company's ability to continue to do so over a period of at least twelve months from the date of approval of the financial statements;
- The Directors' explanation as to their assessment of the Company's prospects, the period this assessment covers and why the period is appropriate; and
- The Directors' statement as to whether they have a reasonable expectation that the Company will be able to continue in operation and meet its liabilities as they fall due over the period of its assessment, including any related disclosures drawing attention to any necessary qualifications or assumptions.

Our review of the Directors' statement regarding the longer-term viability of the Company was substantially less in scope than an audit and only consisted of making inquiries and considering the Directors' process supporting their statement; checking that the statement is in alignment with the relevant provisions of the UK Corporate Governance Code; and considering whether the statement is consistent with the financial statements and our knowledge and understanding of the Company and its environment obtained in the course of the audit.

In addition, based on the work undertaken as part of our audit, we have concluded that each of the following elements of the corporate governance statement is materially consistent with the financial statements and our knowledge obtained during the audit:

- The Directors' statement that they consider the Annual Report, taken as a whole, is fair, balanced and understandable, and provides the information necessary for the members to assess the Company's position, performance, business model and strategy;
- The section of the Annual Report that describes the review of effectiveness of risk management and internal control systems; and
- The section of the Annual Report describing the work of the Audit Committee.

We have nothing to report in respect of our responsibility to report when the Directors' statement relating to the Company's compliance with the Code does not properly disclose a departure from a relevant provision of the Code specified under the Listing Rules for review by the auditors.

Responsibilities for the financial statements and the audit

Responsibilities of the Directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities, the Directors are 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 Directors are 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 Directors are responsible for assessing the Company's 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 Directors either intend to liquidate the Company or to cease operations, or have 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 and industry, we identified that the principal risks of non-compliance with laws and regulations related to breaches of section 1158 of the Corporation Tax Act 2010, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Companies Act 2006. 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 (investment income and capital gains) or to increase net asset value. Audit procedures performed by the engagement team included:

- holding discussions with the Administrator, the Manager and the Audit Committee, including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- reviewing relevant committee meeting minutes, including those of the Board and Audit Committee;
- recalculation of numerical aspects of the eligibility conditions of section 1158 of the Corporation Tax Act 2010;
- identifying and testing journal entries, in particular year end journal entries posted by the Administrator during the preparation of the financial statements; 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.

Our audit testing might include testing complete populations of certain transactions and balances, possibly using data auditing techniques. However, it typically involves selecting a limited number of items for testing, rather than testing complete populations. We will often seek to target particular items for testing based on their size or risk characteristics. In other cases, we will use audit sampling to enable us to draw a conclusion about the population from which the sample is selected.

A further description of our responsibilities for the audit of the financial statements is located on the FRC'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 members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

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

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

We have no exceptions to report arising from this responsibility.

Appointment

Following the recommendation of the Audit Committee, we were appointed by the members on 19 January 2016 to audit the financial statements for the year ended 30 September 2016 and subsequent financial periods. The period of total uninterrupted engagement is 8 years, covering the years ended 30 September 2016 to 30 September 2023.

Gillian Alexander (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Edinburgh

23 January 2024

STATEMENT OF COMPREHENSIVE INCOME

	Note	Year ended 30 September 2023 Revenue return £'000	Year ended 30 September 2023 Capital return £'000	Year ended 30 September 2023 Total £'000	Year ended 30 September 2022 Revenue return £'000	Year ended 30 September 2022 Capital return £'000	Year ended 30 September 2022 Total £'000
Capital							
Gains/(losses) on investments held at fair value	9	-	6,708	6,708	-	(25,889)	(25,889)
Net foreign currency gains		-	17	17	-	52	52
Revenue	2						
Income from listed investments		6,207	-	6,207	6,666	-	6,666
Other income		13	-	13	-	-	-
		6,220	6,725	12,945	6,666	(25,837)	(19,171)
Expenses							
Investment management fees	3	(357)	(664)	(1,021)	(465)	(864)	(1,329)
Other administrative expenses	4	(687)	-	(687)	(686)	-	(686)
Finance costs of borrowing	5	(110)	(208)	(318)	(19)	(35)	(54)
Profit/(loss) before taxation		5,066	5,853	10,919	5,496	(26,736)	(21,240)
Taxation	6	(126)	-	(126)	(109)	-	(109)
Total comprehensive income/(expense)		4,940	5,853	10,793	5,387	(26,736)	(21,349)
Earnings per Ordinary share (pence)	8	1.89	2.24	4.13	1.77	(8.80)	(7.03)

The total column of this statement represents the Statement of Comprehensive Income, prepared in accordance with UK-adopted international accounting standards. The supplementary revenue return and capital return columns are both prepared as explained in the accounting policies on page 46. All items in the above statement derive from continuing operations.

No operations were acquired or discontinued during the year.

The Directors are of the opinion that the Company is engaged in a single segment of business, being investment in predominantly UK equities.

The accompanying notes are an integral part of these financial statements.

STATEMENT OF FINANCIAL POSITION

	Note	As at 30 September 2023 £'000	As at 30 September 2022 £'000
Non-current assets			
Investments in ordinary shares		**167,983**	194,448
Investments held at fair value through profit or loss	9	**167,983**	194,448
Current assets			
Accrued income and prepayments		**963**	890
Trade and other receivables		**1,562**	3,665
Cash and cash equivalents		**803**	4,710
Total current assets		**3,328**	9,265
Total assets		**171,311**	203,713
Current liabilities			
Bank loan		**(4,000)**	(5,000)
Trade and other payables		**(483)**	(5,398)
Total current liabilities		**(4,483)**	(10,398)
Net assets		**166,828**	193,315
Issued capital and reserves attributable to equity holders			
Called-up share capital	10	**86,878**	86,878
Share premium account	11	**53,909**	53,851
Special reserves	12	**–**	9,684
Capital reserve – unrealised	13	**15,613**	18,854
Capital reserve – realised	13	**3,989**	17,152
Revenue reserve	14	**6,439**	6,896
Total equity		**166,828**	193,315
Net asset value per Ordinary share (pence)	8	**70.42**	68.48

The financial statements on pages 42 to 53 were approved by the Board of Directors on 23 January 2024 and were signed on its behalf by:

Bridget Guerin
Chairman

The accompanying notes are an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY

For year ended 30 September 2023

	Called-up share capital £'000	Share premium account £'000	Special reserves £'000	Capital reserve – unrealised £'000	Capital reserve – realised £'000	Revenue reserve £'000	Total equity £'000
Balance at 1 October 2022	86,878	53,851	9,684	18,854	17,152	6,896	193,315
(Loss)/profit and total comprehensive (expense)/income for the year	–	–	–	(3,241)	9,094	4,940	10,793
Equity dividends (note 7)	–	–	–	–	–	(5,397)	(5,397)
Shares bought back into treasury	–	–	(31,817)	–	–	–	(31,817)
Discount control costs[(i)]	–	58	(124)	–	–	–	(66)
Transfer from capital reserves	–	–	22,257	–	(22,257)	–	–
Balance at 30 September 2023	**86,878**	**53,909**	**–**	**15,613**	**3,989**	**6,439**	**166,828**
Balance at 1 October 2021	86,878	53,909	38,890	54,428	8,424	6,092	248,621
(Loss)/profit and total comprehensive (expense)/income for the year	–	–	–	(35,574)	8,838	5,387	(21,349)
Equity dividends (note 7)	–	–	(1,444)	–	–	(4,583)	(6,027)
Shares bought back into treasury	–	–	(27,872)	–	–	–	(27,872)
Discount control costs	–	(58)	–	–	–	–	(58)
Transfer from capital reserves	–	–	110	–	(110)	–	–
Balance at 30 September 2022	86,878	53,851	9,684	18,854	17,152	6,896	193,315

[(i)] Discount control costs are charged against the premium on shares issued and against the special reserve on shares repurchased. This includes a reclassification of £58,000 between share premium and special reserve costs relating to previous share repurchases.

The revenue reserve, special reserves and capital reserve – realised are distributable. The full amount of each of these reserves is available for distribution.

The capital reserve has been split between realised and unrealised on the Statement of Financial Position and the Statement of Changes in Equity to distinguish between the element of the reserve that is distributable (realised) and the element of the reserve that is not distributable (unrealised).

The accompanying notes are an integral part of the financial statements.

CASH FLOW STATEMENT

	Year ended 30 September 2023		Year ended 30 September 2022	
	£'000	£'000	£'000	£'000
Cash flows from operating activities				
Investment income received	6,200		6,876	
Other income received	12		-	
Administrative expenses paid	(1,697)		(2,140)	
Cash generated from operations (note 19(a))		4,515		4,736
Finance costs paid		(277)		(60)
Taxation		(203)		(179)
Net cash inflows from operating activities		4,035		4,497
Cash flows from investing activities				
Purchases of investments	(32,774)		(51,123)	
Sales of investments	65,968		73,668	
Capital distributions received from investee companies	-		113	
Net cash inflows from investing activities		33,194		22,658
Net cash inflows before financing		37,229		27,155
Cash flows from financing activities				
Proceeds from loan	-		5,000	
Repayment of loan	(1,000)		-	
Cost of share buy backs	(34,689)		(25,365)	
Dividends paid	(5,397)		(6,027)	
Costs incurred on buyback of shares	(67)		(56)	
Net cash outflows from financing activities		(41,153)		(26,448)
Net (decrease)/increase in cash and short term deposits (note 19(b))		(3,924)		707
Cash and cash equivalents at the start of the year		4,710		3,951
Effect of foreign exchange rate changes		17		52
Cash and cash equivalents at the end of the year		803		4,710

The accompanying notes are an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

1. Accounting Policies

(a) Basis of accounting

The financial statements of the Company have been prepared in accordance with UK-adopted international accounting standards.

The financial statements have been prepared on a going concern (page 23) basis and under the historical cost convention, as modified by the revaluation of financial assets and financial liabilities held at fair value through profit and loss.

On 28 November 2023, the Board announced that it had agreed heads of terms with STS Global Income & Growth Trust plc ('STS') for a combination of the assets of the Company with STS by means of a scheme of reconstruction pursuant to Section 110 of the Insolvency Act 1986 (the 'Scheme'). The liquidation of the Company is not imminent as the Scheme has not been approved by the shareholders of the Company and STS. However, if the shareholders approve the Scheme the Company will be liquidated after the assets have been transferred to STS, which will be the continuing entity. This represents a material uncertainty which may cast significant doubt on the Company's ability to continue as a going concern. If the shareholders do not approve the Scheme it is expected that the Company would continue as a going concern.

The Financial Statements do not include the adjustments that would result if the Company was unable to continue as a going concern. In arriving at the decision on the basis of preparation, the Board has considered the financial position of the Company, its cashflow and liquidity position as well as the uncertainty surrounding the outcome of the Scheme. The Board concluded that, as the Scheme is contingent on shareholder approval and the Company is considered solvent in all other regards, there is no irrevocable path to liquidation and thus going concern remains the most appropriate basis for preparation.

If it were not appropriate to prepare the Financial Statements on a going concern basis of accounting then adjustments would be required to write down assets to their realisable values, reclassify all assets as current, and a provision for further liabilities including liquidation costs would be made. In the Directors' opinion the impact of these adjustments on the Financial Statements is not expected to be significant.

The financial statements are presented in sterling which is regarded as the functional currency and all values are rounded to the nearest thousand pounds (£'000) except where otherwise indicated.

The principal accounting policies adopted are set out below. These policies have been applied consistently throughout the current and prior year.

Where presentational guidance set out in the Statement of Recommended Practice ('SORP') 'Financial Statements of Investment Trust Companies and Venture Capital Trusts' (issued in July 2022) is consistent with the requirements of IFRS, the Directors have sought to prepare the financial statements on a basis compliant with the recommendations of the SORP.

In order better to reflect the activities of an investment trust company and in accordance with guidance issued by the AIC, supplementary information which analyses the Statement of Comprehensive Income between items of a revenue and capital nature has been presented alongside the Statement of Comprehensive Income. Additionally, the net revenue of the Company is the measure the Directors believe appropriate in assessing the Company's compliance with certain requirements set out in sections 1158 and 1159 of the Corporation Tax Act 2010.

The Directors confirm that none of the following new standards or amendments to existing standards, effective for accounting periods beginning on or after 1 January 2022, have materially affected the Company's financial statements:

- Amendments to IAS 37 (Onerous contracts – cost of fulfilling a contract).
- Amendments to IFRS 3 (Reference to the conceptual framework).

The Directors do not anticipate the adoption of the following standards or amendments to existing standards, effective for accounting periods beginning on or after 1 January 2023 and thereafter, will have a material effect on the Company's financial statements:

- Amendments to IAS 1 and IFRS Practice Statement 2 (Disclosure of accounting policies)
- Amendments to IFRS 17 (Initial application of IFRS 17 and IFRS 9 – comparative information).
- Amendments to IAS 8 (Definition of accounting estimates).
- Amendments to IAS 12 (Deferred tax related to assets and liabilities arising from a single transaction).
- Amendments to IAS 1 (Classification of liabilities as current or non-current).
- Amendments to IAS 1 (Non-current liabilities with covenants).

(b) Investments – Securities held at Fair Value
Investments are recognised or derecognised on the trade date where a purchase or sale is under a contract whose terms require delivery within the timeframe established by the market concerned, and are initially measured at fair value.

As the Company's business is investing in financial assets with a view to profiting from their total return in the form of interest, dividends or increases in fair value, listed equities and fixed interest securities are designated as fair value through profit or loss on initial recognition.

All investments designated upon initial recognition as held at fair value through profit or loss are measured at subsequent reporting dates at their fair value, which is the bid price as at close of business on the Balance Sheet date.

Gains and losses arising from the changes in fair value are included in net profit or loss for the period as a capital item. Expenses which are incidental to the acquisition and disposal of investments are treated as capital costs.

(c) Income
Dividend income from equity investments including preference shares which have a discretionary dividend is recognised when the Shareholders' right to receive payment has been established, normally the ex-dividend date. Underwriting commission is taken to revenue on a receipts basis.

(d) Expenses
All expenses are accounted for on an accruals basis. In respect of the analysis between revenue and capital items presented within the Statement of Comprehensive Income, all expenses have been presented as revenue items except those where a connection with the maintenance or enhancement of the value of the investments held can be demonstrated. The investment management fee and finance costs have been allocated 35% to revenue and 65% to capital. Effective from 1 October 2023 the Directors have decided to adopt a 25% revenue and 75% capital allocation for management fees and finance costs to better reflect the expected long term split of returns between capital and revenue.

(e) Bank borrowings
Interest-bearing bank loans and overdrafts are initially recognised at cost, being the fair value of the consideration received, net of any issue expenses. After initial recognition, all interest bearing loans and overdrafts are subsequently measured at amortised cost using the effective interest rate method. Amortised cost is calculated by taking into account any arrangement costs and any discount or premium on settlement.

(f) Taxation
The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the Balance Sheet date.

The allocation method used to calculate tax relief on expenses presented against capital returns is the 'marginal basis'. Under this basis if taxable income is not capable of being offset entirely by expenses presented in revenue then unutilised expenses arising in capital will be set against income with an amount based on current tax rates charged against income and credited to capital.

Deferred tax is provided in full on temporary differences which result in an obligation at the Balance Sheet date to pay more tax, or a right to pay less tax, at a future date at rates expected to apply when they crystallise, based on current tax rates and law. Temporary differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered.

(g) Foreign currency
Transactions denominated in foreign currencies are recorded at the actual exchange rate as at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the year end are reported at fair value by using the rate of exchange prevailing at the year end. The currencies to which the Company was exposed were Swiss francs and US dollars.

Forward currency contracts are classified as investments held at fair value through profit or loss and are reported at fair value at the year end by using the forward rate of exchange prevailing at the year end.

Any gain or loss arising from a movement in exchange rates subsequent to the date of the transaction is included as an exchange gain or loss in the Statement of Comprehensive Income as a revenue or capital item depending on the nature of the gain or loss.

(h) Cash and cash equivalents
Cash comprises cash in hand and demand deposits. Cash equivalents are short-term, highly liquid investments within three months of maturity that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(i) Use of judgements and estimates
The preparation of financial statements requires the Company to make judgements, estimates and assumptions that affect items reported in the Statement of Financial Position and the Statement of Comprehensive Income and the disclosure of contingent assets and liabilities at the date of the financial statements. Although these judgements and estimates are based on the Directors' best knowledge of current facts, circumstances and, to some extent, future events and actions, the Company's actual results may ultimately differ from those estimates. The Directors used their judgement in making the decision whether to treat special dividends as revenue or capital income. All special dividends received during the year were judged to be revenue in nature. There were no other accounting judgements or estimates in the current year.

(j) Issue and repurchase of Ordinary shares and associated costs
The proceeds from the issue of new Ordinary shares (including those relating to the sale of shares out of treasury) and the aggregate cost of repurchasing Ordinary shares (including those to be held in treasury) are taken directly to equity and dealt with in the Statement of Changes in Equity. Issue costs incurred in respect of shares sold out of treasury are offset against proceeds received and dealt with in the special reserves. Share issues and repurchase transactions are accounted for on a trade date basis.

2. Revenue

	2023 £'000	2022 £'000
Income from listed investments		
UK dividend income	**5,252**	5,783
Income from overseas investments	**955**	883
	6,207	6,666
Other income		
Deposit interest	**13**	-
	6,220	6,666

The Company received capital special dividends of £nil in the year ended 30 September 2023 (2022 – £113,000 from Admiral Group), as shown in note 9.

3. Investment management fees

Troy Asset Management Limited ('TAML') was appointed as the Manager on 31 July 2009. From 1 January 2022, the investment management fee was paid at an annual rate of 0.55% of the Company's net assets up to £250 million and 0.50% on the Company's net assets over £250 million. Prior to this date, the fee was paid at an annual rate of 0.65% of the Company's net assets. The fee is calculated monthly and paid quarterly. Juniper Partners Limited was appointed as the Company's AIFM with effect on 22 July 2014. The AIFM fee is 0.015% of the Company's net assets per annum, subject to a minimum fee of £68,000 per annum. From the same date, the portfolio management activities were delegated to TAML. The commercial terms of the delegation agreement are the same as the previous investment management agreement except that the investment management fee paid to TAML is reduced by the fees incurred for the services of the AIFM. The fee is allocated 35% to revenue and 65% to capital.

	2023			2022		
	Revenue return £'000	**Capital return £'000**	**Total £'000**	Revenue return £'000	Capital return £'000	Total £'000
Investment management fees paid to TAML	**333**	**619**	**952**	444	823	1,267
AIFM fee paid to Juniper Partners	**24**	**45**	**69**	21	41	62
Total investment management fees	**357**	**664**	**1,021**	465	864	1,329

4. Other administrative expenses

	2023 £'000	2022 £'000
Directors' fees	**118**	123
Secretarial fees	**189**	193
Fees payable to auditors		
– fees payable to the Company's auditors for the audit of the annual financial statements†	**50**	43
Other management expenses	**330**	327
	687	686

† Includes irrecoverable VAT of £8,000 (2022 – £7,000).

The Company had no employees during the year (2022 – nil). No pension contributions were paid for Directors (2022 – £nil). Further details on Directors' remuneration can be found in the Directors' Remuneration Report on pages 32 to 34.

5. Finance costs of borrowing

	2023			2022		
	Revenue return £'000	**Capital return £'000**	**Total £'000**	Revenue return £'000	Capital return £'000	Total £'000
Bank loan	**110**	**208**	**318**	19	35	54

The Company has a £15 million (2022: £15 million) revolving loan facility in place with The Royal Bank of Scotland International Limited which expires in June 2025. At 30 September 2023 £4 million had been drawn down at a rate of 1.2% plus SONIA until 18 January 2024 (2022: £5 million drawn down at 1.2% plus SONIA). The terms of the revolving loan, including interest rate, are agreed at each draw down. The facility can be cancelled at any time without cost to the Company.

Finance costs relate to interest charged on the bank loan from the revolving facility.

6. Taxation

	2023			2022		
	Revenue return £'000	Capital return £'000	Total £'000	Revenue return £'000	Capital return £'000	Total £'000
Irrecoverable overseas tax	126	–	126	109	–	109

The following table is a reconciliation of the total taxation charge to the charges or credits which would arise if all ordinary activities were taxed at the standard UK corporation tax rate of 22.0% (2022 – 19.0%):

	2023			2022		
	Revenue return £'000	Capital return £'000	Total £'000	Revenue return £'000	Capital return £'000	Total £'000
Profit/(loss) on ordinary activities before taxation	5,066	5,853	10,919	5,496	(26,736)	(21,240)
Taxation of return on ordinary activities at the standard rate of corporation tax	1,115	1,288	2,403	1,045	(5,080)	(4,035)
Effects of:						
UK dividend income not liable to further tax	(1,103)	–	(1,103)	(972)	–	(972)
Overseas dividend income not liable to further tax	(210)	–	(210)	(168)	–	(168)
Capital (profits)/losses not taxable	–	(1,480)	(1,480)	–	4,909	4,909
Excess management expenses and loan relationships	198	192	390	95	171	266
Overseas withholding tax suffered	126	–	126	109	–	109
Total taxation charge for the year	126	–	126	109	–	109

At 30 September 2023, the Company had surplus management expenses and unutilised non-trade relationship deficits of £18,604,000 (2022 – £16,831,000) with a tax value of £4,651,000 (2022 – £3,198,000) to carry forward.

Due to the Company's status as an investment trust and the intention to continue to meet the conditions required to obtain approval in the foreseeable future, the Company has not provided deferred tax on capital gains and losses arising on the revaluation or disposal of investments.

7. Dividends on equity shares

	2023 £'000	2022 £'000
Paid from revenue:		
Fourth interim dividend for the year ended 30 September 2021 of 0.49p	-	1,564
First and second interim dividends for the year ended 30 September 2022 totalling 0.98p	-	3,019
Fourth interim dividend for the year ended 30 September 2022 of 0.50p	**1,411**	-
First, second and third interim dividends for the year ended 30 September 2023 totalling 1.52p	**3,986**	-
Total paid from revenue	**5,397**	4,583
Paid from distributable capital reserves:		
Third interim dividend for the year ended 30 September 2022 of 0.49p	-	1,444
Total	**5,397**	6,027

The fourth interim dividend of 0.529p per share, declared on 14 September 2023 and paid on 31 October 2023, has not been included as a liability in these financial statements.

We also set out below the total dividend payable in respect of the financial year, which is the basis on which the requirements of Section 1159 of the Corporation Tax Act 2010 are considered.

	2023 £'000	2022 £'000
Paid and payable from revenue:		
First, second and third interim dividends for the year ended 30 September 2023 totalling 1.52p	**3,986**	-
First and second interim dividends for the year ended 30 September 2022 totalling 0.98p	-	3,019
Fourth interim dividend payable for the year ended 30 September 2023 of 0.529p (2022 – 0.50p) per share	**1,248**	1,411
Total paid and payable from revenue	**5,234**	4,430
Paid from distributable capital reserves:		
Third interim dividend for the year ended 30 September 2022 of 0.49p	-	1,444
Total	**5,234**	5,874

The dividend per share information is as follows:

	Rate per share	xd date	Record date	Payment date
First interim dividend	0.50p	29 December 2022	30 December 2022	27 January 2023
Second interim dividend	0.51p	30 March 2023	31 March 2023	28 April 2023
Third interim dividend	0.51p	29 June 2023	30 June 2023	28 July 2023
Fourth interim dividend	0.529p	5 October 2023	6 October 2023	31 October 2023
2022/23	**2.049p**			
First interim dividend	0.49p	30 December 2021	31 December 2021	21 January 2022
Second interim dividend	0.49p	7 April 2022	8 April 2022	29 April 2022
Third interim dividend	0.49p	30 June 2022	1 July 2022	22 July 2022
Fourth interim dividend	0.50p	6 October 2022	7 October 2022	21 October 2022
2021/22	**1.97p**			

8. Return and net asset value per share

	2023 £'000	2022 £'000
The returns per share are based on the following figures:		
Revenue return	4,940	5,387
Capital return	5,853	(26,736)
Total	10,793	(21,349)
Weighted average number of Ordinary shares	261,442,569	303,874,343

The net asset value per share is based on net assets attributable to Shareholders of £166,828,000 (2022 – £193,315,000) and on 236,890,487 (2022 – 282,284,487) Ordinary shares in issue at the year end.

9. Investments held at fair value through profit or loss

	2023 £'000	2022 £'000
Listed on recognised stock exchanges:		
United Kingdom	144,202	167,033
Overseas	23,781	27,415
Total investments	167,983	194,448

	2023 £'000	2022 £'000
Opening book cost	175,594	190,086
Opening fair value gains on investments held	18,854	54,428
Opening fair value	194,448	244,514
Purchases	30,692	53,108
Sales – proceeds	(63,865)	(77,172)
– net gains on sales	9,949	9,572
Movement in fair value during the year	(3,241)	(35,574)
Closing fair value	167,983	194,448
Closing book cost	152,370	175,594
Closing fair value gains on investments held	15,613	18,854
Closing fair value	167,983	194,448

All investments are categorised as held at fair value through profit or loss, and were designated as such upon initial recognition.

For an analysis of investments see pages 11 to 13. The total transaction costs on purchases was £134,000 (2022 – £243,000) and on sales £23,000 (2022 – £29,000).

Gains/(losses) on investments held at fair value	2023 £'000	2022 £'000
Net gains on sales	9,949	9,572
Movement in fair value in investment holdings	(3,241)	(35,574)
Capital distributions	–	113
	6,708	(25,889)

10. Called-up share capital

	Ordinary shares of 25p each	
	Number	£'000
Allotted, called up and fully paid		
At 30 September 2023	**236,890,487**	**59,223**
Held in treasury	**110,621,500**	**27,655**
	347,511,987	**86,878**
Allotted, called up and fully paid		
At 30 September 2022	**282,284,487**	**70,571**
Held in treasury	**65,227,500**	**16,307**
	347,511,987	**86,878**

During the years to 30 September 2023 and 30 September 2022, no new Ordinary shares of 25p each were issued, nor were any shares re-issued from treasury.

During the year to 30 September 2023 there were 45,394,000 Ordinary shares of 25p each repurchased by the Company (being 16.1% of the Company's issued share capital at the start of the year), at a total cost of £31,817,000 and placed in treasury.

During the year to 30 September 2022 there were 37,604,500 Ordinary shares of 25p each repurchased by the Company (being 11.8% of the Company's issued share capital at the start of the year), at a total cost of £27,872,000 and placed in treasury.

No shares were purchased for cancellation during the year (2022 – nil) and at the year-end 110,621,500 shares were held in treasury (2022 – 65,227,500).

The costs of the operation of the discount control mechanism of £66,000 (2022 – £58,000) have been charged against the premium on shares issued and against special reserves on shares repurchased. The £58,000 charged in the prior year has been credited against share premium and reallocated against the special reserve in the current year as this related wholly to the repurchase of shares.

11. Share premium account

	2023 £'000	2022 £'000
At 1 October	**53,851**	53,909
Discount control costs (note 10)	**58**	(58)
At 30 September	**53,909**	53,851

NOTES TO THE FINANCIAL STATEMENTS

12. Special reserves

	Distributable Capital Reserve 2023 £'000	Special Reserve 2023 £'000	Total Special Reserves 2023 £'000	Total Special Reserves 2022 £'000
At 1 October	-	9,684	9,684	38,890
Shares bought back during the year into treasury	-	(31,817)	(31,817)	(27,872)
Dividends	-	-	-	(1,444)
Discount control costs	-	(124)	(124)	-
Transfer from Capital Reserve	-	22,257	22,257	110
At 30 September	-	-	-	9,684

On 29 August 2014, the Court of Session in Scotland approved the cancellation of the Share Premium Account and the creation of a Distributable Capital Reserve from the balance of the Share Premium Account.

The Special Reserve was created on 1 October 2010 by a similar court process.

The purpose of the Distributable Capital Reserve and the Special Reserve are to fund market purchases by the Company of its own shares, to make bonus issues of shares and to make distributions in accordance with the Companies Act 2006.

13. Capital reserve

	2023 £'000	2022 £'000
Capital reserve – realised		
At 1 October	17,152	8,424
Net gains on sales of investments during the year	9,949	9,572
Investment management fee	(664)	(864)
Net foreign currency gains	17	52
Finance costs of borrowing	(208)	(35)
Capital distributions received	-	113
Transfer to Special Reserve	(22,257)	(110)
At 30 September	3,989	17,152
Capital reserve – unrealised		
At 1 October	18,854	54,428
Investment losses	(3,241)	(35,574)
At 30 September	15,613	18,854

14. Revenue reserve

	2023 £'000	2022 £'000
At 1 October	6,896	6,092
Transfer (to)/from revenue account net of dividends	(457)	804
At 30 September	6,439	6,896

15. Risk management, financial assets and liabilities

Risk management

The Company's objective is to provide Shareholders with an attractive income yield and the prospect of income and capital growth through investing in a portfolio of predominately UK equities.

In pursuit of the Company's objective, the Company's investment policy is to invest in a portfolio of predominantly UK equities. Equities are selected for their inclusion within the portfolio solely on the basis of the strength of the investment case with the focus being on long term income growth along with capital preservation.

Asset classes other than equities will be purchased from time to time, will vary as opportunities are identified and will include convertibles, preference shares, fixed income securities and corporate bonds. Such investments will be made when prospective returns appear to be superior to those from equity markets or are considered likely to exceed the Company's borrowing costs. However, non-equity securities will not constitute the majority of the portfolio. The Company may also use derivatives for the purpose of efficient portfolio management (including reducing, transferring or eliminating investment risk in its investments and protection against currency risk), to exploit an investment opportunity and to achieve capital growth.

The management of the portfolio is conducted according to investment guidelines, established by the Board after discussion with the Managers, which specify the limits within which the Managers are authorised to act.

Financial assets and liabilities

The Company's financial assets include investments, cash at bank and short-term debtors. Financial liabilities consist of short-term creditors and bank overdrafts.

The main risks the Company faces from its financial instruments are (i) market risk (comprising interest rate risk, foreign currency risk and other price risk), (ii) liquidity risk and (iii) credit risk.

(i) Market risk

The fair value or future cash flows of a financial instrument held by the Company may fluctuate because of changes in market prices. This market risk comprises three elements – interest rate risk, foreign currency risk and other price risk.

Interest rate risk

The Company is subject to interest rate risk because the value of fixed interest rate securities is linked to underlying bank rates or equivalents, and its short-term borrowings and cash resources carry interest at floating rates. The interest rate profile is managed as part of the overall investment strategy of the Company.

Interest rate movements may affect:

- the fair value of the investments in fixed interest rate securities;
- the level of income receivable on cash deposits; and
- interest payable on the Company's variable rate borrowings.

The possible effects on fair value and cash flows that could arise as a result of changes in interest rates are taken into account when making investment and borrowing decisions.

NOTES TO THE FINANCIAL STATEMENTS

Interest rate profile

The interest rate risk profile of the portfolio of financial assets at the date of the Statement of Financial Position was as follows:

As at 30 September 2023	**Interest rate %**	**Floating rate £'000**
Assets		
Cash	**0.75**	**803**
Liabilities		
Bank loan	**6.4**	**4,000**

As at 30 September 2022	Interest rate %	Floating rate £'000
Assets		
Cash	–	4,710
Liabilities		
Bank loan	3.0	5,000

The weighted average interest rate is based on the current yield of each asset, weighted by its market value. The cash assets consist of cash deposits on call earning interest at prevailing market rates. The bank loan liability consists of the revolving loan facility with RBSI which is further detailed on page 23. Short-term debtors and creditors have been excluded from the above tables.

Maturity profile

The maturity profile of the Company's financial assets and liabilities at the date of the Statement of Financial Position was as follows:

	Within 1 year or less 2023 £'000	Within 1 year or less 2022 £'000
Assets		
Cash	**803**	4,710
Liabilities		
Bank loan	**4,000**	5,000

Interest rate sensitivity

The sensitivity analysis below has been determined based on the exposure to interest rates at the date of the Statement of Financial Position and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period in the case of instruments that have floating rates.

If interest rates had been 100 basis points higher or lower and all other variables were held constant, the Company's profit before tax for the year ended 30 September 2023 and net assets would decrease/increase by £32,000 (2022 – increase/decrease by £158,000 based on 300 basis points). This is mainly attributable to the Company's exposure to interest rates on its floating rate cash and loan balances. These figures have been calculated based on cash and loan positions at each year end.

In the opinion of the Directors, the above sensitivity analyses are not representative of the year as a whole, since the level of exposure changes frequently as part of the interest rate risk management process used to meet the Company's objectives. The risk parameters used will also fluctuate depending on the current market perception.

Foreign currency risk

A proportion of the Company's investment portfolio is invested in overseas securities and the income and capital value can be affected by movements in exchange rates. Exchange gains or losses may arise as a result of the movement in the exchange rate between the date of the transaction denominated in a currency other than sterling and its settlement.

An analysis of the Company's gross currency exposure is detailed below:

	30 September 2023		30 September 2022	
	Overseas investments £'000	Net monetary assets £'000	Overseas investments £'000	Net monetary assets £'000
US dollar	16,725	-	22,875	-
Swiss franc	7,056	-	4,540	-
Total	23,781	-	27,415	-

Foreign currency sensitivity

There is no sensitivity analysis included as the Company's significant foreign currency financial instruments are in the form of equity investments which have been included within the other price risk sensitivity analysis so as to show the overall level of exposure.

Other price risk

Other price risks (i.e. changes in market prices other than those arising from interest rate risk) may affect the value of the quoted investments.

It is the Board's policy to hold an appropriate spread of investments in the portfolio in order to reduce the risk arising from factors specific to a particular sector. The allocation of assets to specific sectors and the stock selection process both act to reduce market risk. The Managers actively monitor market prices throughout the year and reports to the Board, which meets regularly in order to review investment strategy. The investments held by the Company are all listed on recognised investment exchanges.

Other price sensitivity

If market prices at the year end date had been 10% higher or lower on a sterling basis while all other variables remained constant, the return attributable to Ordinary Shareholders and equity reserves for the year ended 30 September 2023 would have increased/decreased by £16,798,000 (2022 – increase/decrease of £19,445,000). This is based on the Company's equity portfolio held at each year end.

(ii) Liquidity risk

This is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities.

Liquidity risk is not considered to be significant as the Company's assets comprise mainly readily realisable securities, which can be sold to meet funding commitments if necessary. Short-term flexibility is achieved through the use of overdraft facilities.

Liabilities at the date of the Statement of Financial Position are payable within three months.

(iii) Credit risk

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

The risk is not significant, and is managed as follows:

- investment transactions are carried out with a large number of brokers, whose credit-standing is reviewed periodically by the Managers, and limits are set on the amount that may be due from any one broker. Transactions are ordinarily undertaken on a delivery versus payment basis whereby the Company's custodian bank ensures that the counterparty to any transaction entered into by the Company has delivered on its obligations before any transfer of cash or securities away from the Company is completed;

- the risk of counterparty exposure due to failed trades causing a loss to the Company is mitigated by the review of failed trade reports on a monthly basis. In addition, the Administrator carries out a stock reconciliation to the Custodian's records on a monthly basis to ensure discrepancies are picked up on a timely basis; and
- cash is held only with reputable banks and financial institutions with high quality external credit ratings. None of the Company's financial assets is secured by collateral or other credit enhancements.

Credit risk exposure

In summary, compared to the amounts in the Statement of Financial Position, the maximum exposure to credit risk at 30 September was as follows:

	2023		2022	
	Statement of Financial Position £'000	**Maximum exposure £'000**	Statement of Financial Position £'000	Maximum exposure £'000
Current assets				
Accrued income and prepayments	**963**	**882**	890	798
Trade and other receivables	**1,562**	**1,562**	3,665	3,665
Cash and short term deposits	**803**	**803**	4,710	4,710
	3,328	**3,247**	9,265	9,173

None of the Company's financial assets is past due or impaired.

Fair value of financial assets and liabilities

The book value of cash at bank included in these financial statements approximates to fair value because of the short-term maturity. The carrying value of fixed asset investments are stated at their fair values, which have been determined with reference to quoted market prices. For all other short-term debtors and creditors, their book values approximate to fair value because of their short-term maturity.

Gearing

The Company is able to gear by obtaining short-term credit facilities.

As detailed on page 23, the Company had a £15 million revolving loan facility, of which £4 million (2022 – £5 million) was drawn down at the year-end. The profile of financing costs is managed as part of overall investment strategy. The employment of gearing magnifies the impact on net assets of both positive and negative changes in the value of the Company's portfolio of investments.

16. Capital management policies and procedures

The Company's capital management objectives are:

- to ensure that the Company will be able to continue as a going concern; and
- to maximise the income and capital return to its equity Shareholders through an appropriate balance of equity capital and debt.

The Company's capital at 30 September comprised:

	2023 £'000	2022 £'000
Called-up share capital	**86,878**	86,878
Retained earnings and other reserves	**79,950**	106,437
	166,828	193,315

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

- the planned level of gearing, which takes account of the Managers' views on the market;
- the need to buy back equity shares for cancellation or to hold in treasury, which takes account of the difference between the net asset value per share and the share price (i.e. the level of share price discount or premium);
- the need for new issues of equity shares; and
- the extent to which revenue in excess of that which is required to be distributed should be retained.

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

The Company had net gearing of 1.9% at the year end (2022 – 0.2%).

17. Commitments and contingencies

At 30 September 2023 there were no contingent liabilities in respect of outstanding underwriting commitments or uncalled capital (2022 – £nil).

18. Financial instruments measured at Fair Value

	2023				2022			
	Level 1 £'000	**Level 2 £'000**	**Level 3 £'000**	**Total £'000**	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Financial assets at fair value through profit or loss								
Investments	**167,983**	**–**	**–**	**167,983**	194,448	–	–	194,448
Total	**167,983**	**–**	**–**	**167,983**	194,448	–	–	194,448

Level 1 reflects financial instruments quoted in an active market.

Level 2 reflects financial instruments the fair value of which is evidenced by comparison with other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable markets.

Level 3 reflects financial instruments the fair value of which is determined in whole or in part using a valuation technique based on assumptions that are not supported by prices from observable market transactions in the same instrument and not based on available observable market data.

There were no transfers of investments between levels during the year ended 30 September 2023 (2022 – none).

19. Notes to the Cash Flow Statement

(a) Reconciliation of operating profit/(loss) to operating cash flows

	2023 £'000	2022 £'000
Profit/(loss) before taxation	**10,919**	(21,240)
Add interest payable	**318**	54
Adjustments for:		
(Gains)/losses on investments	**(6,708)**	25,889
Currency gains	**(17)**	(52)
(Increase)/decrease in accrued income and prepayments	**(15)**	200
Increase/(decrease) in trade and other payables	**18**	(115)
	4,515	4,736

(b) Analysis of changes in net funds

	30 September 2022 £'000	Cash flow £'000	Exchange movements £'000	30 September 2023 £'000
Cash at bank	4,710	(3,924)	17	803

20. Related party transactions

The following are considered to be related parties:

- The Directors of the Company.

All material related party transactions, as set out in International Accounting Standards 24, Related Party Disclosures, have been disclosed in the Directors' Report, the Directors' Remuneration Report and note 4.

Details of the remuneration of all of the Directors can be found on pages 32 to 34.

21. Subsequent events

On 2 November 2023, the Company announced it was suspending the discount control mechanism and the buyback of its shares.

On 28 November 2023, the Board announced that it had agreed heads of terms with STS Global Income & Growth Trust plc ('STS') for a combination of the assets of the Company with STS by means of a scheme of reconstruction pursuant to Section 110 of the Insolvency Act 1986. The proposals are subject to the approval of the Shareholders of the Company and STS.

ALTERNATIVE INVESTMENT FUND MANAGERS DIRECTIVE ('AIFMD') DISCLOSURES (UNAUDITED)

In accordance with the AIFMD, information in relation to the Company's leverage and the remuneration of the Company's AIFM, Juniper Partners, is required to be made available to investors. In accordance with the Directive, the AIFM's remuneration policy and the numerical remuneration disclosures in respect of the AIFM's relevant reporting period (year ending 30 April 2023) are available from Juniper Partners on request.

The Company's maximum and actual leverage levels at 30 September 2023 are shown below:

	Gross method		Commitment method	
	2023	**2022**	**2023**	**2022**
Maximum limit	**200%**	200%	**200%**	200%
Actual	**101%**	101%	**101%**	103%

The Company's investor disclosure document and all additional periodic disclosures required in accordance with the requirements of the FCA Rules implementing the AIFMD in the UK are made available on the Company's website (www.tigt.co.uk).

ALTERNATIVE PERFORMANCE MEASURES

NAV Total Return

The increase/(decrease) in net asset value per share plus the dividends paid in the period, which are assumed to be reinvested at the time that the share price is quoted ex-dividend.

	2023	2022
Opening NAV per share	**68.48p**	77.72p
Increase/(decrease) in NAV per share	**1.94p**	(9.24)p
Closing NAV per share	**70.42p**	68.48p
% increase/(decrease) in NAV	**2.8%**	(11.9)%
Impact of reinvested dividends	**3.8%**	2.0%
NAV total return	**6.6%**	(9.9)%

Share Price Total Return

The increase/(decrease) in share price plus the dividends paid in the period, which are assumed to be reinvested at the time that the share price is quoted ex-dividend.

	2023	2022
Opening share price	**67.00p**	76.60p
Increase/(decrease)	**2.20p**	(9.60)p
Closing NAV share price	**69.20p**	67.00p
% increase/(decrease) in share price	**3.3%**	(12.5)%
Impact of reinvested dividends	**3.0%**	2.3%
Share price total return	**6.3%**	(10.2)%

Premium/(Discount)

The amount by which the share price is higher (premium) or lower (discount) than the net asset value per share, expressed as a percentage of the net asset value per share.

			2023	2022
NAV per share	a		**70.42p**	68.48p
Share price	b		**69.20p**	67.00p
(Discount)/Premium	c	c=(b-a)/a	**(1.7)%**	(2.2)%

Ongoing Charges

Management fees and other operating costs incurred in the reporting period, calculated as a percentage of average net assets in that year. Operating costs exclude costs of buying and selling investments, interest costs, taxation and the direct costs of buying back or issuing Ordinary shares.

	2023 £'000	2022 £'000
Management fee	**1,021**	1,329
Other operating expenses	**687**	686
Discount control costs	**66**	58
Total operating costs	**1,774**	2,073
Average net assets	**186,688**	231,646
Ongoing charges ratio	**0.95%**	0.89%

Dividend Yield

The annual dividend expressed as a percentage of the share price.

			2023	2022
Dividend per share	a		**2.049p**	1.97p
Share price	b		**69.20p**	67.00p
Dividend yield	c	c=a/b	**3.0%**	2.9%

GLOSSARY OF TERMS AND DEFINITIONS

Benchmark

A market index which averages the performance of companies in any given sector, giving a good indication of any rises or falls in the market.

Convertibles

Fixed income securities which can be converted into equity shares at a future date.

Discount

The amount by which the market price per share of an investment trust is lower than the net asset value per share. The discount is normally expressed as a percentage of the net asset value per share.

Gearing

Total gearing is the proportion of the Company's net assets financed by borrowings. Gearing is used to increase exposure to securities, with the aim of magnifying the impact on net assets of rises in the value of the portfolio, and to augment the investment base from which income is received. The use of gearing magnifies the impact of both negative and positive changes in the Company's net asset value. A level expressed as 0% indicates there is no gearing.

Gross Assets

Gross assets is the value of investments plus cash.

Leverage

For the purposes of the AIFMD, leverage is any method which increases the Company's exposure, including the borrowing of cash and the use of derivatives. It is expressed as a percentage ratio between the Company's exposure and its net asset value and can be calculated on a gross and a commitment basis. Under the gross method, exposure represents the sum of the Company's positions after the deduction of sterling cash balances, without taking account of any hedging and netting arrangements. Under the commitment method, exposure is calculated without deduction of sterling cash balances and after certain hedging and netting positions are offset against each other.

Net Asset Value (NAV)

The value of total assets less liabilities. Liabilities for this purpose include current and long-term liabilities. The net asset value divided by the number of shares in issue produces the net asset value per share.

Ongoing Charges

Management fees and other operating costs (excluding costs of buying and selling investments, interest costs, taxation and the direct costs of buying back or issuing Ordinary shares), expressed as a percentage of the average of the end of day daily net assets during the year.

Premium

The amount by which the market price per share of an investment trust exceeds the net asset value per share. The premium is normally expressed as a percentage of the net asset value per share.

Total Assets

Total assets is the value of investments plus cash and debtors.

Total Return

Total return involves reinvesting the net dividend in the time the share price is quoted xd. The NAV Total Return involves investing the same net dividend in the NAV of the Company on the date to which that dividend was earned, e.g. quarter end, half year or year end date.

TEN YEAR RECORD

Ten Year Financial Record

Year to 30 September	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023
Revenue available for ordinary dividends (£'000)	5,308	6,039	6,962	8,325	7,851	7,747	7,015	5,632	5,387	4,940
Per share										
Net revenue return (p)	2.25	2.42	2.59	2.90	2.73	2.70	2.11	1.68	1.77	1.89
Net dividends paid/proposed (p)	2.23	2.33	2.43	2.56	2.67	2.75	2.78	1.96	1.97	2.049
Total return (p)	6.00	6.94	9.96	4.77	3.02	7.26	(7.93)	7.22	(7.03)	4.13
As at 30 September										
Net asset value per share (p)	64.05	68.87	76.41	78.64	79.04	83.50	72.60	77.72	68.48	70.42
Shareholders' funds (£m)	153.39	178.25	215.46	228.69	224.06	245.46	251.69	248.62	193.32	166.83

Cumulative Performance

(% of 30 September 2012 value)

As at 30 September	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023
NAV capital return	100.0	106.4	114.4	127.0	130.2	131.2	138.8	121.8	129.0	113.3	117.4
Share price capital return	100.0	106.2	114.7	127.3	128.1	129.4	139.5	119.0	126.6	110.7	114.4
FTSE All-Share Index capital return	100.0	102.6	96.9	109.0	117.6	119.9	117.9	95.3	117.9	109.3	119.8
NAV total return†	100.0	110.2	122.6	140.8	149.1	155.5	170.4	155.0	169.1	152.3	162.5
Share price total return†	100.0	110.0	122.9	141.0	146.6	153.2	171.2	151.3	165.8	148.8	158.3
FTSE All-Share Index total return†	100.0	106.1	103.6	121.1	135.5	143.5	147.3	122.9	157.2	150.9	171.8

† Total return figures are based on reinvestment of net income.

CORPORATE INFORMATION

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Registered Office
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Alternative Investment Fund Manager
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Independent Auditors
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144 Morrison Street
Edinburgh EH3 8EX

Solicitors
Dickson Minto W.S.

Bankers & Custodian
J.P Morgan Chase Bank N.A.

Depositary
J.P Morgan Europe Ltd.

Stockbrokers
Numis Securities Ltd.

Share Price and Net Asset Value
The share price of the Ordinary shares, which are listed on the main market of the London Stock Exchange, is quoted in the following newspapers:

Financial Times
The Times
The Daily Telegraph

The Company's Net Asset Value is calculated daily and announced to the London Stock Exchange.

Company Registration Number
111955 (Scotland)

Data Protection
The Company is committed to ensuring the privacy of any personal data provided to it. Details of the privacy policy can be found on the Company's website at www.tigt.co.uk

Regulatory Status
As an investment trust pursuant to section 1158 of the Corporation Tax Act 2010, the FCA rules in relation to non-mainstream investment products do not apply to the Company.

Registrars and Transfer Office
In the event of queries regarding your shares please contact the Registrar:

Equiniti Limited
Aspect House
Spencer Road
Lancing
West Sussex BN99 6DA
Telephone +44 (0) 371 384 2501
Lines are open 8.30 am to 5.30 pm Monday to Friday, excluding English public holidays.
Changes of name or address must be notified in writing to the Registrars at the above address.

Shareview Website
The Registrars provide an on-line service that enables Shareholders to access details of their shareholdings. A shareholder wishing to view the information, together with additional information such as indicative share prices and details of recent dividends, should visit www.shareview.co.uk.

Shares held in Nominee Names
Where notification has been received in advance, the Company will provide nominee companies with copies of shareholder communications for distribution to their customers. Shareholders who hold their shares in nominee names may, if appointed as a proxy by the nominee company, attend and speak at general meetings.

SIPPS and ISAs
The Company's Ordinary shares are available for investment in SIPPs and ISAs.

AIC
The Company is a member of the Association of Investment Companies (AIC).

Website
www.tigt.co.uk

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EASY ACCESS TO INFORMATION

The company's website can be found at www.tigt.co.uk.
This offers a wealth of information about the company.

Register for monthly updates

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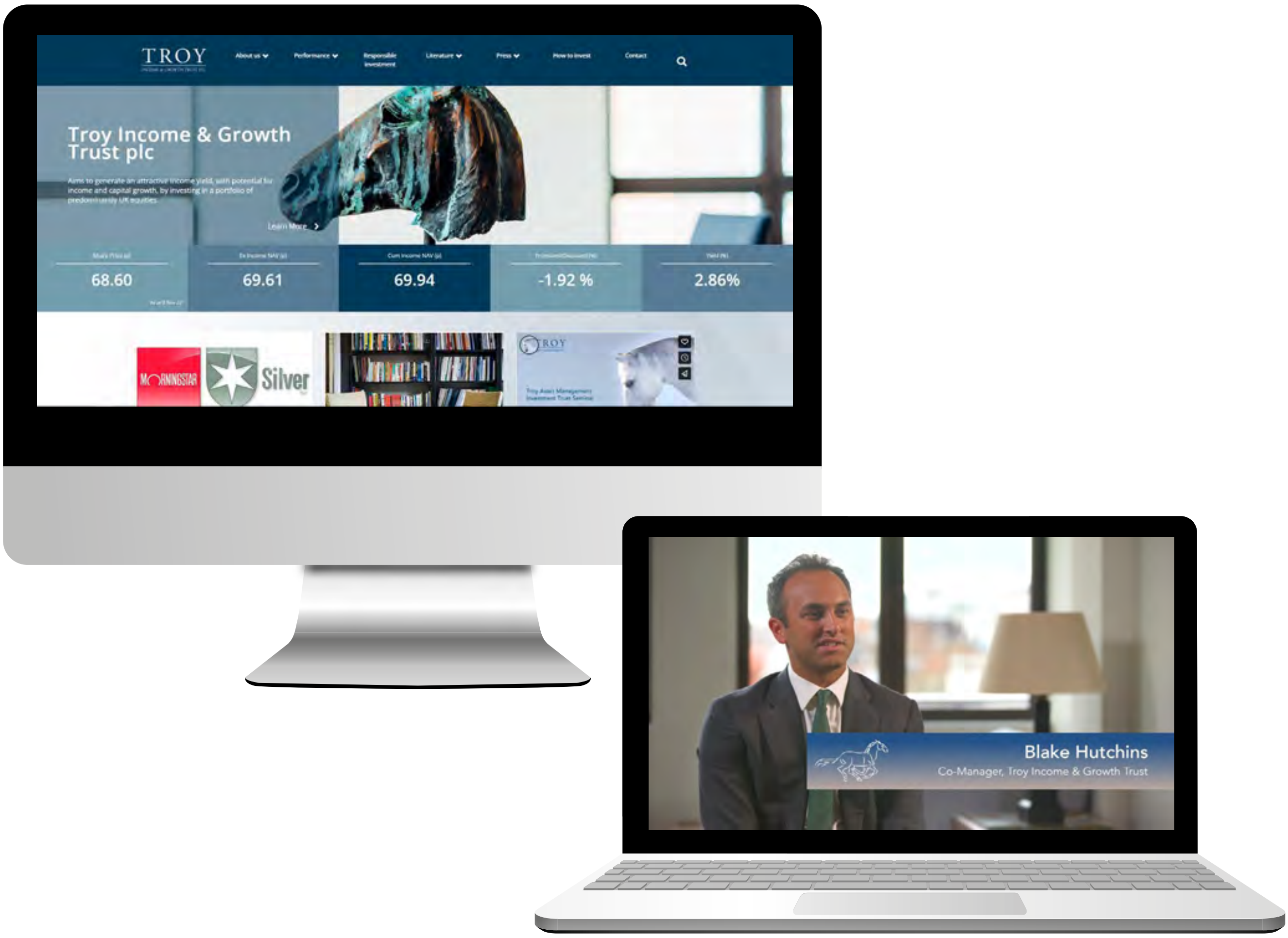

Enquiries

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